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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE SHAPIRO FAMILY FOUNDATION		A Employer identification number 22-6767630
Number and street (or P.O. box number if mail is not delivered to street address) 252 HIGHWOOD AVENUE		B Telephone number 201-568-0787
City or town, state, and ZIP code TENAFLY, NJ 07670		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 179,468.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	328,834.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,575.	9,575.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-931.			
	b Gross sales price for all assets on line 6a	288,281.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	337,478.	9,575.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	4,530.	4,530.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses	STMT 3	338.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		4,868.	4,530.		0.
25 Contributions, gifts, grants paid		276,157.			276,157.
26 Total expenses and disbursements. Add lines 24 and 25		281,025.	4,530.		276,157.
27 Subtract line 26 from line 12		56,453.			
a Excess of revenue over expenses and disbursements			5,045.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		17,973.	35,403.	35,403.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock STMT 4	11,803.	5,570.	396.	
	c	Investments - corporate bonds STMT 5	96,059.	141,315.	143,669.	
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)	125,835.	182,288.	179,468.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	125,835.	182,288.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances	125,835.	182,288.			
31	Total liabilities and net assets/fund balances	125,835.	182,288.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	125,835.
2	Enter amount from Part I, line 27a	2	56,453.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	182,288.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	182,288.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 288,281.		289,212.	-931.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			-931.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-931.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	270,242.	125,452.	2.154147
2010	234,293.	159,024.	1.473318
2009	226,280.	162,736.	1.390473
2008	216,100.	191,461.	1.128689
2007	176,735.	133,927.	1.319637

2 Total of line 1, column (d)	2	7.466264
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	1.493253
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	172,317.
5 Multiply line 4 by line 3	5	257,313.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	50.
7 Add lines 5 and 6	7	257,363.
8 Enter qualifying distributions from Part XII, line 4	8	276,157.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		1	50.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	50.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
3 Add lines 1 and 2		5	50.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	837.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	837.	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	787.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► DIANE SHAMAS, FOUNDATION MANAGER Telephone no ► 201-568-0787 Located at ► 252 HIGHWOOD AVENUE, TENAFLY, NJ ZIP+4 ► 07670			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1b	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	1c	X
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ►	2a	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No	3a	
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4a	X
		4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHIRLEY SHAPIRO	TRUSTEE			
252 HIGHWOOD AVENUE				
TENAFLY, NJ 07670	0.00	0.	0.	0.
DIANE SHAMAS	FOUNDATION MANAGER			
257 KIM HUBBARD ROAD				
PUTNEY, VT 05346	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

▶ 0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	134,170.
b	Average of monthly cash balances	1b	40,771.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	174,941.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	174,941.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,624.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	172,317.
6	Minimum investment return. Enter 5% of line 5	6	8,616.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	8,616.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	50.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	50.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,566.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,566.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,566.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	276,157.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	276,157.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	50.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	276,107.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				8,566.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	170,071.			
b From 2008	206,527.			
c From 2009	218,225.			
d From 2010	226,344.			
e From 2011	264,039.			
f Total of lines 3a through e	1,085,206.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$	276,157.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				8,566.
e Remaining amount distributed out of corpus	267,591.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	1,352,797.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	170,071.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,182,726.			
10 Analysis of line 9				
a Excess from 2008	206,527.			
b Excess from 2009	218,225.			
c Excess from 2010	226,344.			
d Excess from 2011	264,039.			
e Excess from 2012	267,591.			

N/A

- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- | Tax year | Prior 3 years | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | |

- (4) Gross investment income**

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AIDS PROJECT OF VERMONT 15 GROVE STREET BRATTLEBORO, VT 05302	NONE	OTHER PUBLIC CHARITY	GENERAL GENERAL	250.
AMERICAN BALLET THEATRE 890 BROADWAY NEW YORK, NY 10003	NONE	OTHER PUBLIC CHARITY	GENERAL	4,700.
AMERICAN CANCER SOCIETY 19 WEST 56TH STREET NEW YORK, NY 10019	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
AMERICAN HEART ASSOCIATION 2550 US ROUTE #1 NORTH BRUNSWICK, NJ 08902	NONE	OTHER PUBLIC CHARITY	GENERAL	100.
AMERICAN TECHNION SOCIETY 55 EAST 59TH STREET NEW YORK, NY 10022	NONE	OTHER PUBLIC CHARITY	GENERAL	300.
Total	SEE CONTINUATION SHEET(S)			276,157.
b Approved for future payment				
NONE				
Total				0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

Employer identification number

THE SHAPIRO FAMILY FOUNDATION

22-6767630

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
THE SHAPIRO FAMILY FOUNDATION	22-6767630

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RACHEL APPELLOF 160 FAIRFIELD WOODS ROAD FAIRFIELD , CT 06825	\$ 300.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	SHIRLEY SHAPIRO 252 HIGHWOOD AVENUE TENAFLY, NJ 07670	\$ 59,064.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	SHIRLEY SHAPIRO 252 HIGHWOOD AVENUE TENAFLY, NJ 07670	\$ 112,103.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
4	SHIRLEY SHAPIRO 252 HIGHWOOD AVENUE TENAFLY, NJ 07670	\$ 54,957.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
5	SHIRLEY SHAPIRO 252 HIGHWOOD AVENUE TENAFLY, NJ 07670	\$ 102,110.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE SHAPIRO FAMILY FOUNDATION	22-6767630

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	50000 NEW BRUNSWICK NJ BOND	\$ 59,064.	01/31/12
3	100000 BERGEN CNTY NJ BOND	\$ 112,103.	04/02/12
4	50000 NJ ST EDL BOND	\$ 54,957.	04/02/12
5	90000 LONE STAR TX BOND 20000 SHS WEST ORANGE	\$ 102,110.	09/18/12
		\$	

Name of organization	Employer identification number
THE SHAPIRO FAMILY FOUNDATION	22-6767630

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARTS COUNCIL OF MORRIS AREA 15 MAPLE AVE MORRISTOWN, NJ 07960	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
BERGEN PERFORMING ARTS 30 NORTH VAN BRUNT STREET ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
CYSTIC FIBROSIS 6931 ARLINGTON RD BETHESDA, MD 20814	NONE	OTHER PUBLIC CHARITY	GENERAL	50.
CAMP SUNSHINE AND CAMP SNOWFLAKE PO BOX 99 RIDGEWOOD, NJ 07451	NONE	OTHER PUBLIC CHARITY	GENERAL	15,000.
CANCERCARE, INC. 275 SEVENTH AVE NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL	225.
CENTER FOR FOOD ACTION 192 WEST DEMAREST AVE ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	9,000.
CHAI LIFELINE 151 WEST 30TH STREET NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL	400.
CHILDREN'S THERAPY CENTER 29-01 BERKSHIRE ROAD FAIR LAWN, NJ 07410	NONE	OTHER PUBLIC CHARITY	GENERAL	30,600.
DOCTORS WITHOUT BORDERS 6 EAST 39TH STREET NEW YORK, NY 10016	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
EASTER SEALS CN 2013 TOMS RIVER, NJ 08754	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
Total from continuation sheets				270,607.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ENGLEWOOD COMMUNITY CHEST 310 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
ENGLEWOOD HOSPITAL & MEDICAL CENTER 350 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	5,000.
FRACTURED ATLAS 301 OTERO ST SANTA FE, NM 87501	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
HOPKINS 986 FORREST RD NEW HAVEN, CT 06333	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
JEWISH FEDERATION OF NORTHERN NJ 50 EISENHOWER DR PARAMUS, NJ 07652	NONE	OTHER PUBLIC CHARITY	GENERAL	7,000.
HADASSAH 50 W 58ST NEW YORK, NY 10019	NONE	OTHER PUBLIC CHARITY	GENERAL	350.
HEIFER INTL 1 WORLD AVE LITTLE ROCK, AR 72202	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
HOLY APOSTLES SOUP KITCHEN 296 9TH AVE NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL	2,500.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
ISRAEL 2.0. 8 HAMPTON ROAD CLIFTON, NJ 07012	NONE	OTHER PUBLIC CHARITY	GENERAL	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JCC THURNAUER SCHOOL OF MUSIC 411 E CLINTON AVENUE TENAPLY, NJ 07670	NONE	OTHER PUBLIC CHARITY	GENERAL	2,500.
JEWISH COMMUNITY CENTER - SHERMAN 9 RTE 39 SOUTH SHERMAN, CT 06784	NONE	OTHER PUBLIC CHARITY	GENERAL	100.
JEWISH COMMUNITY CENTER ON THE PALISADES (KAPLAN) 411 E CLINTON AVENUE TEANECK, NJ 07670	NONE	OTHER PUBLIC CHARITY	GENERAL	5,000.
JEWISH FAMILY SERVICE 1485 TEANECK RD TEANECK, NJ 07666	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
KINGDOM COUNTY PROD 949 SOMERS RD BARNET, VT 05821	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
JEWISH HOME FOUNDATION 10 LINK DR ROCKLEIGH, NJ 07647	NONE	OTHER PUBLIC CHARITY	GENERAL	5,000.
JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	NONE	OTHER PUBLIC CHARITY	GENERAL	1,500.
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK, NY 10021	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK, NY 10027	NONE	OTHER PUBLIC CHARITY	GENERAL	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KIDS WISH NETWORK 4060 LOUIS AVENUE HOLIDAY, FL 34691	NONE	OTHER PUBLIC CHARITY	GENERAL	100.
LEAGUE OF WOMEN VOTERS OF NJ EDUCATION FUND 204 W. STATE STREET TRENTON, NJ 08608	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
MAKE A WISH FOUNDATION PO BOX 6062 ALBERT LEA, MN 56007	NONE	OTHER PUBLIC CHARITY	GENERAL	100.
MARBEATZE TORAH INSTITUTE 1719 AVENUE P BROOKLYN, NY 11229	NONE	OTHER PUBLIC CHARITY	GENERAL	108.
MASORTI FOUNDATION FOR CONSERVATIVE JUDAISM OF KRAEL 475 RIVERSIDE DR #832 NEW YORK, NY 10115	NONE	OTHER PUBLIC CHARITY	GENERAL	1,250.
MEMORIAL SLOAN KETTERING 1275 YORK AVE NEW YORK, NY 10021	NONE	OTHER PUBLIC CHARITY	GENERAL	600.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	OTHER PUBLIC CHARITY	GENERAL	1,538.
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	NONE	OTHER PUBLIC CHARITY	GENERAL	8,000.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL	706.
NATIONAL AUDEBON SOCIETY 200 TRILLUM LANE ALBANY, NY 12203	NONE	OTHER PUBLIC CHARITY	GENERAL	25.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL PARKS CONSERVATION ASSOC 777 6TH STREET NW WASHINGTON, DC 20001	NONE	OTHER PUBLIC CHARITY	GENERAL	50.
NATL MUSEUM OF AMERICAN INDIANS PO BOX 23473 WASHINGTON, DC 20026	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
NCLR 870 MARKET STREET SAN FRANCISCO, CA 94102	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
NEW ENGLAND YOUTH THEATRE PO BOX 6394 BRATTLEBORO, VT 05302	NONE	OTHER PUBLIC CHARITY	GENERAL	15,000.
NEW FAIRFIELD VOLUNTEER FIRE DEPT. PO BOX 8307 NEW FAIRFIELD, CT 06333	NONE	OTHER PUBLIC CHARITY	GENERAL	300.
NATIONAL WILDLIFE FEDERATION PO BOX 1691 MERRIFIELD, VA 22116	NONE	OTHER PUBLIC CHARITY	GENERAL	50.
NEW YORK-PRESBYTERIAN HOSPITAL 622 WEST 168TH STREET NEW YORK, NY 10032	NONE	OTHER PUBLIC CHARITY	GENERAL	1,500.
NEW FAIRFIELD LAND TRUCT 4 BRUSH HILL RD NEW FAIRFIELD, CT 06812	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
NYC BALLET 20 LINCOLN CENTER NEW YORK, NY 10023	NONE	OTHER PUBLIC CHARITY	GENERAL	785.
PALM BEACH COUNTY FIREFIGHTERS 2100 N.FLORIDA MANGO RD WEST PALM BEACH, FL 33409	NONE	OTHER PUBLIC CHARITY	GENERAL	25.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PALM BEACH COUNTY PBA 2100 N. FLORIDA MANGO RD WEST PALM BEACH, FL 33409	NONE	OTHER PUBLIC CHARITY	GENERAL	20.
PLANNED PARENTHOOD 810 7TH AVE NEW YORK, NY 10019	NONE	OTHER PUBLIC CHARITY	GENERAL	300.
RAMAPO COLLEGE 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
TEMPLE SINAI ONE ENGLE ST TENAFLY, NJ 07670		OTHER PUBLIC CHARITY	GENERAL	318.
WORLD WILD LIFE FUND 1250 24TH ST NW WASHINGTON, DC 20090	NONE	OTHER PUBLIC CHARITY	GENERAL	50.
UNIVERSITY OF NYC 17 WASHINGTON SQUARE S NEW YORK, NY 10012	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
SHELTER OUR SISTERS 405 STATE ST HACKENSACK, NJ 07601	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
SMILE TRAIN 245 5TH AVENUE NEW YORK, NY 10016	NONE	OTHER PUBLIC CHARITY	GENERAL	3,400.
SOLOMON SCHECHTER DAY SCHOOL OF BERGEN COUNTY BERGEN AVENUE NEW MILFORD, NJ 07646	NONE	OTHER PUBLIC CHARITY	GENERAL	25,000.
SPECTRUM FOR LIVING DEVELOPMENT INC 210 RIVERDALE RD #3 RIVER VALE, NJ 07675	NONE	OTHER PUBLIC CHARITY	GENERAL	3,600.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEMPLE EMANU-EL 180 PIERMONT ROAD CLOSTER, NJ 07624	NONE	OTHER PUBLIC CHARITY	GENERAL	43,724.
TENAPLY FIREMANS ASSOC PO BOX 511 TENAPLY, NJ 07670	NONE	OTHER PUBLIC CHARITY	GENERAL	250.
TENAPLY VOLUNTEER AMBULANCE PO BOX 355 TENAPLY, NJ 07670	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
THIRTEEN/WNET 450 WEST 33RD STREET NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL	933.
TORAH FUND 3080 BROADWAY NEW YORK, NY 10027	NONE	OTHER PUBLIC CHARITY	GENERAL	2,500.
VANTAGE HEALTH SYSTEM 93 WEST PALISADE AVENUE ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	1,000.
WBGO 54 PARK PLACE NEWARK, NJ 07102	NONE	OTHER PUBLIC CHARITY	GENERAL	200.
WOMEN'S AMERICAN ORT 315 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	OTHER PUBLIC CHARITY	GENERAL	2,100.
WOMEN'S RIGHTS INFO CENTER 108 WEST PALISADE AVE ENGLEWOOD, NJ 07631	NONE	OTHER PUBLIC CHARITY	GENERAL	500.
YCS FOUNDATION 270 UNION STREET HACKENSACK, NJ 07601	NONE	OTHER PUBLIC CHARITY	GENERAL	800.
Total from continuation sheets				

THE SHAPIRO FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	50000 NEW BRUNSWICK NJ BOND	D		
b	75 SHS DOLLAR TREE INC	D		
c	20000 PORT AUTHORITY NY NJ BOND	D		
d	25000 NJ TPK BOND	D		
e	40000 PORT AUTHORITY NY NJ BOND	D		
f	50000 BERGEN CNTY NJ BOND	D		
g	40000 NJ EDL BOND	D		
h	30000 BERGEN CNTY NJ BOND	D		
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	57,436.	59,064.	-1,628.
b	6,496.	6,233.	263.
c	21,898.	21,184.	714.
d	26,324.	26,733.	-409.
e	43,562.	42,349.	1,213.
f	55,500.	56,052.	-552.
g	43,580.	43,966.	-386.
h	33,485.	33,631.	-146.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-1,628.
b			263.
c			714.
d			-409.
e			1,213.
f			-552.
g			-386.
h			-146.
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-931.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY SMITH BARNEY	9,575.	0.	9,575.
TOTAL TO FM 990-PF, PART I, LN 4	9,575.	0.	9,575.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,530.	4,530.		0.
TO FORM 990-PF, PG 1, LN 16B	4,530.	4,530.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ENTERTAINMENT/GIFTS	338.	0.		0.
TO FORM 990-PF, PG 1, LN 23	338.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIGROUP CORP.	5,570.	396.
DOLLAR TREE INC	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,570.	396.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NJ TPK AUTHORITY	0.	0.
NJ ST EDL	5,793.	5,568.
PORT AUTH NY & NJ	0.	0.
BERGEN CNTY	22,420.	22,544.
NJ EDL	10,991.	10,977.
LONE STAR	102,111.	104,580.
TOTAL TO FORM 990-PF, PART II, LINE 10C	141,315.	143,669.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	6
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NAME OF MANAGER

SHIRLEY SHAPIRO
DIANE SHAMAS