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Return 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

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**

Name of foundation TELEFLEX FOUNDATION		A Employer identification number 23-2104782
Number and street (or P O box number if mail is not delivered to street address) 155 S. LIMERICK ROAD	Room/suite	B Telephone number (see instructions) (610) 948-2880
City or town, state, and ZIP code LIMERICK, PA 19468		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
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,364,772.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ 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) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
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	103,421.	103,421.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	16,659.			
b Gross sales price for all assets on line 6a	594,962.			
7 Capital gain net income (from Part IV, line 2)		16,659.		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	120,080.	120,080.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	13,062.	13,062.		
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 3	1,599.	1,599.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	3,760.	3,760.		
24 Total operating and administrative expenses. Add lines 13 through 23	18,421.	18,421.		
25 Contributions, gifts, grants paid	168,091.			168,091.
26 Total expenses and disbursements. Add lines 24 and 25	186,512.	18,421.		168,091.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-66,432.			
b Net investment income (if negative, enter -0-)		101,659.		
c Adjusted net income (if negative, enter -0-)				

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Operating and Administrative Expenses

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	15,331.	52,612.	52,612.
	2 Savings and temporary cash investments			
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 5	2,416,288.	2,205,934.	2,153,837.
	c Investments - corporate bonds (attach schedule) ATCH 6	987,947.	1,094,588.	1,158,323.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,419,566.	3,353,134.	3,364,772.	
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 (attach schedule)			
	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,419,566.	3,353,134.	
	30 Total net assets or fund balances (see instructions)	3,419,566.	3,353,134.	
31 Total liabilities and net assets/fund balances (see instructions)	3,419,566.	3,353,134.		

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	3,419,566.
2 Enter amount from Part I, line 27a	2	-66,432.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,353,134.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,353,134.

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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 SEE PART IV SCHEDULE					
b					
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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V 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					
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	16,659.	
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) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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	208,264.	3,165,027.	0.065802
2010	205,645.	3,156,629.	0.065147
2009	223,234.	2,863,260.	0.077965
2008	233,282.	3,302,319.	0.070642
2007	274,497.	3,872,131.	0.070890
2 Total of line 1, column (d)			2 0.350446
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 0.070089
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 3,198,785.
5 Multiply line 4 by line 3			5 224,200.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,017.
7 Add lines 5 and 6			7 225,217.
8 Enter qualifying distributions from Part XII, line 4 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			8 168,091.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	2,033.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,033.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,033.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	0
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	2,033.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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 ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
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?		X
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) ► PA,		
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

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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?	13	X	
Website address FOUNDATION@TELEFLEX.COM				
14	The books are in care of MATTHEW HOWALD Telephone no 610-948-5100			
Located at 155 S. LIMERICK ROAD LIMERICK, PA ZIP+4 19468				
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		
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				

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)?	1b	
Organizations relying on a current notice regarding disaster assistance check here		
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?	1c	X
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))		
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		
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)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
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	
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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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?	4b	X

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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)? (see instructions) ☐ 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)? ☐ Yes ☒ NoOrganizations 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? ☐ 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**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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? ☐ Yes ☒ No**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 (see instructions).

(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
CHRIS BRADY	3.00	0	0	0
MATT HOWALD	1.00	0	0	0
CATHY BUCCI	.25	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). 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 ▶

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	

Total. Add lines 1 through 3 ▶

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	3,213,525.
b	Average of monthly cash balances	1b	33,972.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,247,497.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,247,497.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	48,712.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,198,785.
6	Minimum investment return. Enter 5% of line 5	6	159,939.

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	159,939.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,033.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,033.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	157,906.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	157,906.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	157,906.

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	168,091.
b	Program-related investments - total from Part IX-B	1b	
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	168,091.
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 (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	168,091.

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

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Page **9****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				157,906.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				185,921.
b From 2008				164,255.
c From 2009				80,739.
d From 2010				49,286.
e From 2011				51,717.
f Total of lines 3a through e	531,918.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$				168,091.
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				157,906.
e Remaining amount distributed out of corpus	10,185.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	542,103.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	185,921.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	356,182.			
10 Analysis of line 9				
a Excess from 2008				164,255.
b Excess from 2009				80,739.
c Excess from 2010				49,286.
d Excess from 2011				51,717.
e Excess from 2012				10,185.

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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 SEE ATTACHMENT 7				168,091.
Total			▶ 3a	168,091.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	103,421.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	16,659.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					120,080.	
13 Total. Add line 12, columns (b), (d), and (e)					120,080.	120,080.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--|-------|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

correct, and complete Declaration of prep

► Matthew W. Linn

Signature of officer or trustee

5/7/13
Date

TRUSTEE/TREASURER

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

DOUGLAS A. PAPA

Preparer's signature

Preparer's signature

 CEMENT INC

Date _____

Date 5/6/13

Check ☐ if self-employed

PTIN

P00617102

Firm's name **GLOBAL TAX MANAGEMENT, INC.**

Firm's address ► 11279 PERRY HIGHWAY, SUITE 502

WEXFORD, PA

15090

Firm's EIN ▶ 23-2817942

Phone no 724-934-0066

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,082.		VANGUARD LONG TERM BOND INDEX 5,117.				P	VARIOUS -35.	12/18/2012
65,618.		VANGUARD LONG TERM BOND INDEX 53,208.				P	VARIOUS 12,410.	12/18/2012
85,699.		INTER TERM INVEST GR ADM 79,840.				P	VARIOUS 5,859.	12/18/2012
65,350.		VANGUARD TOTAL STOCK MKT IDX ADM 62,112.				P	VARIOUS 3,238.	VARIOUS
55,300.		VANGUARD PRIMECAP FUND ADM 55,971.				P	VARIOUS -671.	12/18/2012
17,500.		VANGUARD TOTAL INTL STOCK IX ADM 19,978.				P	VARIOUS -2,478.	12/18/2012
26,500.		VANGUARD STRATEGIC EQUITY FUND ADM 25,756.				P	VARIOUS 744.	12/18/2012
73,200.		VANGUARD WINDSOR II FUND ADM 79,648.				P	VARIOUS -6,448.	VARIOUS
64,993.		VANGUARD SHORT TEM INV GR FUND ADM 64,982.				P	VARIOUS 11.	VARIOUS
68,069.		VANGURAD SHORT TERM INV GR FUND ADM 66,890.				P	VARIOUS 1,179.	VARIOUS
18,900.		VANGUARD EXPLORER FUND ADM 17,135.				P	VARIOUS 1,765.	12/18/2012
2,229.		VANGUARD SHORT TERM BOND IDX FUND ADM 2,187.				P	VARIOUS 42.	05/16/2012

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
37,771.		VANGUARD SHOR TERM BOND INDEX FUND ADM 36,728.				P	VARIOUS 1,043.	05/16/2012
4,301.		INTER TERM INVEST GR ADM 4,301.				P	VARIOUS	VARIOUS
4,450.		VANGUARD TOTAL STOCK MKT IDX ADM 4,450.				P	VARIOUS	12/18/2012
TOTAL GAIN (LOSS)							<u>16,659.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
VANGUARD GROUP	103,421.	103,421.
TOTAL	<u>103,421.</u>	<u>103,421.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	13,062.	13,062.
TOTALS	<u>13,062.</u>	<u>13,062.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL TAX	852.	852.
STATE TAX	15.	15.
FOREIGN TAX	732.	732.
TOTALS	<u>1,599.</u>	<u>1,599.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADMINISTRATIVE EXPENSES	3,760.	3,760.
TOTALS	3,760.	3,760.

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD STRATEGIC EQUITY FUND	129,112.	130,373.
VANGUARD EXPLORER FUND	123,069.	130,478.
VANGUARD PRIME CAP FUND	307,779.	299,147.
VANGUARD TOTAL INTERNATIONAL	497,807.	435,396.
VANGUARD TOTAL STOCK MARKET IN	817,776.	858,902.
VANGUARD WINDSOR II FUND	330,391.	299,541.
TOTALS	<u>2,205,934.</u>	<u>2,153,837.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD INTERMEDIATE TERM INV	405,135.	429,127.
VANGUARD LT BOND INDEX FUND	161,921.	196,863.
VANGUARD ST BOND INDEX FUND	261,863.	265,433.
VANGUARD ST INVEST GRADE FUND	265,669.	266,900.
TOTALS	<u>1,094,588.</u>	<u>1,158,323.</u>

A	B	C	D	E	F	G	H
1	Type	Date	Num	Name	Memo	SpRt	Amount
2	Check	2/14/2012	3088	Krispy Kreme Challenge Inc	TVP-Rachel Hunt Team Captain	TVP Grant	(1 000)
3	Check	5/10/2012	3137	SPCA Of Wake County	TVP/RTP/Katie Dutch	TVP Grant	(1 000)
4	Check	7/12/2012	3172	March Of Dimes	TVP/Jenna Herman	TVP Grant	(1 000)
5	Check	8/18/2012	3182	NAMI North Carolina - Raleigh	TVP/Nanu Walk/RTP/Jennifer Chan Captain	TVP Grant	(1 000)
6	Check	10/3/2012	3202	American Cancer Society 4	TVP/Lisa Willett	TVP Grant	(1 000)
7						TVP Grant Total	(5 000)
8	Check	1/16/2012	3034	Drueiding Center	Matching Gift/Matt Howald	Match (A) Non-Educ	(50)
9	Check	1/16/2012	3035	Christopher & Dana Reeve Foundation	Matching Gift/Kim Henning	Match (A) Non-Educ	(100)
10	Check	1/16/2012	3037	New York City Outward Bound	Matching Gift/Patricia Barron	Match (A) Non-Educ	(500)
11	Check	1/16/2012	3042	Animal Rescue League of Boston	Matching Gift/John Gilday	Match (A) Non-Educ	(50)
12	Check	1/16/2012	3048	Juvenile Diabetes Research Foundation	Matching Gift/Cynthia Lawrence	Match (A) Non-Educ	(70)
13	Check	1/26/2012	3053	WGBH Educational Foundation	Matching Gift/John Gilday	Match (A) Non-Educ	(85)
14	Check	1/26/2012	3054	St Jude Children's Research Hospital	Matching gift/Tony Hudson	Match (A) Non-Educ	(500)
15	Check	1/26/2012	3055	Wreaths Across America	Matching Gift/Kim Henning	Match (A) Non-Educ	(100)
16	Check	1/26/2012	3056	Habitat for Humanity International	Matching Gift/Kim Henning	Match (A) Non-Educ	(150)
17	Check	1/26/2012	3058	Carolina Theater Durham	Matching Gift/William Fry	Match (A) Non-Educ	(120)
18	Check	1/26/2012	3064	Indian Valley Public Library	Matching Gift/Daniel Logue	Match (A) Non-Educ	(250)
19	Check	1/26/2012	3066	The Nature Conservancy	Matching gift/John Gilday	Match (A) Non-Educ	(50)
20	Check	1/26/2012	3067	Feeding America	Matching gift/Jack Fulton	Match (A) Non-Educ	(50)
21	Check	1/26/2012	3070	Lancaster County Conservancy	Matching gift/Dawn Soga	Match (A) Non-Educ	(50)
22	Check	1/26/2012	3071	Alzheimer's Association	Matching Gift/Patricia Barron	Match (A) Non-Educ	(500)
23	Check	1/26/2012	3072	Hurricane United Outward Bound	Matching Gift/Kim Henning	Match (A) Non-Educ	(125)
24	Check	2/14/2012	3077	National 911 Memorial Museum	Matching gift-Matt Howald	Match (A) Non-Educ	(50)
25	Check	2/14/2012	3079	American Cancer Society	Matching gift-John Gilday	Match (A) Non-Educ	(50)
26	Check	2/14/2012	3080	Northeast Animal Shelter	Matching gift-John Fulton	Match (A) Non-Educ	(100)
27	Check	2/14/2012	3081	Lancaster Museum Of Art	Matching gift-John Gilday	Match (A) Non-Educ	(100)
28	Check	2/14/2012	3082	NEMBA	Matching gift-Megan Peper	Match (A) Non-Educ	(50)
29	Check	2/14/2012	3083	American Lung Association	Matching gift-Dominic Renaudo	Match (A) Non-Educ	(75)
30	Check	2/14/2012	3084	Autism Society of America	Matching Gift/Kim Henning	Match (A) Non-Educ	(50)
31	Check	2/14/2012	3087	National Brain Tumor Society	Matching Gift/Daniel Yee	Match (A) Non-Educ	(60)
32	Check	3/1/2012	3089	WHYY	Matching gift/Gretchen Kaag	Match (A) Non-Educ	(50)
33	Check	3/1/2012	3090	WHYY	Matching gift/Lisa Sholt	Match (A) Non-Educ	(100)
34	Check	3/1/2012	3091	The ALS Association	Matching gift/Linda Ots	Match (A) Non-Educ	(400)
35	Check	3/1/2012	3092	North End Music and Performing Arts	Matching gift/Chris Brady	Match (A) Non-Educ	(100)
36	Check	3/1/2012	3094	Holy Redeemer Hospice	Matching gift/John Fulton	Match (A) Non-Educ	(250)
37	Check	3/1/2012	3095	Girls on the Run of Lancaster	Matching Gift/Dan Logue	Match (A) Non-Educ	(300)
38	Check	3/14/2012	3096	National Multiple Sclerosis Society	Matching Gift/Kristina Stelau	Match (A) Non-Educ	(150)
39	Check	3/14/2012	3097	National Multiple Sclerosis Society	Matching gift/Lauren Ouellette	Match (A) Non-Educ	(50)
40	Check	3/14/2012	3100	Horizons for Homeless Children	Matching Gift/John Gilday	Match (A) Non-Educ	(100)
41	Check	3/14/2012	3108	The Greater Boston Food Bank	Matching Gift/Rachel Hunt	Match (A) Non-Educ	(100)
42	Check	3/14/2012	3109	YMCA of the Triangle Area	Matching Gift/Gregory McNally	Match (A) Non-Educ	(100)
43	Check	4/1/2012	3112	Catholic Charities	Matching Gift/Matt Howald	Match (A) Non-Educ	(50)
44	Check	4/1/2012	3113	National Multiple Sclerosis Society	Matching Gift/Kim Pennington	Match (A) Non-Educ	(50)
45	Check	4/1/2012	3114	American Heart Association	VOID Matching gift/Susan Stouch	Match (A) Non-Educ	-
46	Check	4/1/2012	3120	The ALS Association	Matching gift/Kim Henning	Match (A) Non-Educ	(50)
47	Check	4/1/2012	3121	Smile Train	Matching gift/Nancy McHugh	Match (A) Non-Educ	(50)
48	Check	4/1/2012	3122	Habitat for Humanity International	Matching gift/Nancy McHugh	Match (A) Non-Educ	(100)
49	Check	4/1/2012	3123	The Leukemia & Lymphoma Society - NC	Matching Gift/Kim Henning	Match (A) Non-Educ	(50)
50	Check	4/1/2012	3124	American Cancer Society - Hershey	Matching Gift/Susan Salinas	Match (A) Non-Educ	(100)
51	Check	4/1/2012	3125	Autism York	Matching Gift/Nancy McHugh	Match (A) Non-Educ	(100)
52	Check	4/1/2012	3126	American Cancer Society - Oakland	Matching Gift/Nancy McHugh	Match (A) Non-Educ	(100)
53	Check	4/1/2012	3127	Special Olympics of Pennsylvania	Matching Gift/Brady	Match (A) Non-Educ	(100)
54	Check	4/1/2012	3128	Make a Wish Foundation - DC	Matching Gift/Sue Stouch	Match (A) Non-Educ	(90)
55	Check	4/1/2012	3129	Pennsylvania SPCA	Matching gift/Cathy Bucco	Match (A) Non-Educ	(250)
56	Check	4/24/2012	3131	The ALS Association	Matching gift/Kurt Henly	Match (A) Non-Educ	(600)
57	Check	5/10/2012	3135	Catholic Charities	Matching Gift/Susan Salerno	Match (A) Non-Educ	(90)
58	Check	5/10/2012	3136	The Salvation Army-2	Matching Gift/Susan Salerno	Match (A) Non-Educ	(50)
59	Check	5/10/2012	3138	American Red Cross-4	Matching gift/Atta Mohammad	Match (A) Non-Educ	(700)
60	Check	5/10/2012	3139	March Of Dimes - NY	Matching Gift/Lisa Henry	Match (A) Non-Educ	(110)
61	Check	5/10/2012	3140	Helping Hand for Relief and Development	Matching Gift/Kurt Henly	Match (A) Non-Educ	(300)
62	Check	5/10/2012	3141	Animal Rescue League of Berks County	Matching gift/Debi Masso	Match (A) Non-Educ	(50)
63	Check	5/10/2012	3143	AMVETS National Service Foundation	Matching Gift/Kim Luberto	Match (A) Non-Educ	(225)
64	Check	5/10/2012	3144	National MS Society - Connecticut	Matching Gift/George Yarnell	Match (A) Non-Educ	(120)
65	Check	5/10/2012	3145	National MS Society - Connecticut	Matching Gift/Matt Howald	Match (A) Non-Educ	(100)
66	Check	5/10/2012	3150	Caret Crisis Pregnancy Center	Matching Gift/MM Flamin	Match (A) Non-Educ	(50)
67	Check	5/10/2012	3151	Leukemia and Lymphoma Society-NY	Matching Gift/Matt Howald	Match (A) Non-Educ	(100)
68	Check	5/10/2012	3152	Delaware Valley Golden Retriever Rescue	Matching Gift/Allen Williams	Match (A) Non-Educ	(150)
69	Check	5/31/2012	3153	Drueiding Center	Matching Gift/Dominic Renaudo	Match (A) Non-Educ	(100)
70	Check	6/7/2012	3155	Habitat for Humanity International	Matching gift/Linda Ots	Match (A) Non-Educ	(100)
71	Check	6/7/2012	3157	Habitat for Humanity - Berks County	Matching gift/Nancy McHugh	Match (A) Non-Educ	(100)
72	Check	6/7/2012	3159	Knox Trail Council Inc	Matching gift/Rich Gallagher	Match (A) Non-Educ	(500)
73	Check	6/7/2012	3161	The Leukemia & Lymphoma Society - PA	Matching Gift/Margaret Mary Flamin	Match (A) Non-Educ	(50)
74	Check	6/7/2012	3163	YMCA of the Triangle Area	Matching gift/Matt Borette	Match (A) Non-Educ	(1 000)
75	Check	6/7/2012	3165	Fox Chase Cancer Center	Matching gift/Richard Hubbell	Match (A) Non-Educ	(500)
76	Check	6/7/2012	3168	YMCA of the Triangle Area	Matching gift/Tony Hudson	Match (A) Non-Educ	(50)
77	Check	6/7/2012	3169	YMCA of the Triangle Area	Matching gift/Peter Gardner	Match (A) Non-Educ	(50)
78	Check	7/12/2012	3169	Animal Rescue League of Berks County	Matching Gift/Nam Hollenbeck	Match (A) Non-Educ	(50)
79	Check	7/12/2012	3170	Save the Bay Inc	Matching gift/Allen Williams	Match (A) Non-Educ	(150)
80	Check	7/12/2012	3173	WHYY	Matching Gift/Lisa Ramsey	Match (A) Non-Educ	(500)
81	Check	7/12/2012	3174	Augustana College	Matching Gift/MM Flamin	Match (A) Non-Educ	(50)
82	Check	7/12/2012	3177	Humane Society Of The US	Matching Gift/Naomi May	Match (A) Non-Educ	(900)
83	Check	7/12/2012	3181	Cystic Fibrosis Foundation	Matching Gift/Warren Rhode	Match (A) Non-Educ	(120)
84	Check	8/16/2012	3183	Juvenile Diabetes - Eastern PA	Matching Gift/Thelma Fretz	Match (A) Non-Educ	(50)
85	Check	8/16/2012	3184	Cornelia de Lange Syndrome Foundation	Matching gift/Margaret Schumacher	Match (A) Non-Educ	(50)
86	Check	8/16/2012	3185	Carboro Bicycle Coalition	Matching Gift/Xun Tang	Match (A) Non-Educ	(50)
87	Check	8/16/2012	3186	World Wildlife Fund - DC	Matching gift/Christine Brady	Match (A) Non-Educ	(50)
88	Check	8/16/2012	3187	American Diabetes Association	Matching Gift/Thelma Fretz	Match (A) Non-Educ	(50)
89	Check	8/16/2012	3188	Encore Experiences	Matching Gift/Robert O'Brien	Match (A) Non-Educ	(500)
90	Check	8/16/2012	3190	Hope Fellowship Church	Matching Gift/Patrick Robinson	Match (A) Non-Educ	(100)
91	Check	8/30/2012	3191	Boomer Estason Foundation	Matching gift/Joann Myers	Match (A) Non-Educ	(100)
92	Check	8/30/2012	3193	Batten Disease Foundation	Matching gift/Jim Bennett	Match (A) Non-Educ	(100)
93	Check	8/30/2012	3194	Catholic Community Foundation	Matching gift-John Zawacki	Match (A) Non-Educ	(50)
94	Check	9/13/2012	3198	Alzheimer's Association-MN/DND Chapter	Matching Gift/Debra Masso	Match (A) Non-Educ	(500)
95	Check	9/13/2012	3199	St Vincent's Medical Center Foundation	Matching Gift/Katie Weinmann	Match (A) Non-Educ	(50)
96	Check	10/3/2012	3200	Wounded Warrior Project	TVP/Duathlon/Bob Ferry	Match (A) Non-Educ	(1 000)
97	Check	10/3/2012	3201	IM ABLE Foundation	Matching Gift/Linda Ots	Match (A) Non-Educ	(1 000)
98	Check	10/25/2012	3204	Boston Children's Hospital	Matching gift/Bob Bertschy (retiree)	Match (A) Non-Educ	(200)
99	Check	10/25/2012	3205	Brewster Conservation Trust	Matching gift/Suzanne Schappell	Match (A) Non-Educ	(50)
100	Check	10/25/2012	3206	St Jude Children's Research Hospital	Matching gift/Kristen Bisanz	Match (A) Non-Educ	(100)
101	Check	10/25/2012	3207	NS Daughters of the American Revolution	Deposit - EE Cash Donations	Match (A) Non-Educ	100
102	Check	11/13/2012	3209	American Red Cross - NC	Matching Gift Limerick Employees/ Sandy	Match (A) Non-Educ	(1 030)
103	Check	11/14/2012	3210	Penn Foundation	Matching Gift/Thelma Fretz	Match (A) Non-Educ	(50)
104	Check	11/14/2012	3212	Ella's Retreat	Matching gift/Thelma Fretz	Match (A) Non-Educ	(50)
105	Check	11/14/2012	3213	The Salvation Army-2	Matching Gift/Kurt Henly	Match (A) Non-Educ	(600)
106	Check	11/14/2012	3214	University of Buffalo Foundation/PUCCS	PUCCS/Matching gift/Gwen Watanabe	Match (A) Non-Educ	(2,000)
107	Check	12/1/2012	3218	The Leukemia & Lymphoma Society-FL	Matching gift-Margaret Schumacher	Match (A) Non-Educ	(100)
108	Check	12/1/2012	3217	WHYY	Matching gift-G. Brady	Match (A) Non-Educ	(100)
109	Check	12/1/2012	3219	American Red Cross- DC	Matching gift-Joann Myers	Match (A) Non-Educ	(50)
110	Check	12/1/2012	3220	American Red Cross- MN	Matching gift-Kristin Hegert	Match (A) Non-Educ	(1 000)
111	Check	12/1/2012	3221	Boomer Estason Foundation	Matching gifts - 5 Sempurs Bio Employees	Match (A) Non-Educ	(630)
112	Check	12/1/2012	3222	Project H O M E	Matching gift - C. Brady	Match (A) Non-Educ	(100)
113	Check	12/1/2012	3225	American Cancer Society - MA	Matching gift-Janet Guan	Match (A) Non-Educ	(100)
114	Check	12/1/2012	3229	American Cancer Society - MA	Matching gift- Debra Masso	Match (A) Non-Educ	(100)
115	Check	12/1/2012	3230	Mennonite Disaster Service	Matching gift-Nick Horst	Match (A) Non-Educ	(500)
116	Check	12/1/2012	3231	Mennonite Central Committee	Matching gift-Nick Horst	Match (A) Non-Educ	(500)
117	Check	12/1/2012	3233	Greater Berks Food Bank	Matching gift- Allen F. Williams	Match (A) Non-Educ	(150)

	A	B	C	D	E	F	G	H
120	Check	12/12/2012	3234	Opportunity House	Matching gift-Allen Williams	Match (A) Non-Educ		(150)
121	Check	12/12/2012	3235	Mennonite Central Committee	Matching gift-Ben Horst	Match (A) Non-Educ		(2,000)
122	Check	12/12/2012	3237	Helping Hand for Relief and Development	Matching gift-Atta Mohammad	Match (A) Non-Educ		(1 300)
123	Check	12/12/2012	3238	Pennypack Ecological Restoration Trust	Matching gift-C Brady	Match (A) Non-Educ		(100)
124	Check	12/12/2012	3241	Pennsylvania SPCA	Matching gift-C Brady	Match (A) Non-Educ		(100)
125	Check	12/12/2012	3242	Miller-Keystone Blood Center	Matching gift-Kurt Henly	Match (A) Non-Educ		(100)
126	Check	12/12/2012	3243	American Red Cross - NC	VOID Matching Gift- RTP Employees	Match (A) Non-Educ		-
127	Check	12/12/2012	3245	American Red Cross - NC	Matching gift-RTP Sandy Collection	Match (A) Non-Educ		(185)
128	Check	12/19/2012	3252	Scenic Hudson	Matching Gift/Patricia Baron	Match (A) Non-Educ		(500)
129	Check	12/19/2012	3253	Essilor Vision Foundation	Matching gift/Michael Gromko	Match (A) Non-Educ		(250)
130	Check	12/19/2012	3255	Center For Independent Futures	Matching Gift/Ed Boarini	Match (A) Non-Educ		(1 500)
131	Check	12/19/2012	3256	Preservation of Durham	Matching Gift/William Fry	Match (A) Non-Educ		(100)
132	Check	1/16/2012	3041	JARS	Matching Gift/John Gilday	Match (A) Non-Educ		(50)
133	Check	1/16/2012	3043	Preservation of Durham	Matching gift/William Fry	Match (A) Non-Educ		(100)
134	Check	1/16/2012	3051	Spring Township Library	Matching Gift/Allen F. Williams	Match (A) Non-Educ		(100)
135	Check	1/16/2012	3052	Scenic Hudson	Matching Gift/Patricia Baron	Match (A) Non-Educ		(500)
136	Check	11/14/2012	3211	Wernersville Public Library	Matching Gift/Kurt Henly	Match (A) Non-Educ		(300)
137	Check	11/15/2012	3215	American Red Cross - NC	Lumen Employee Donations	Match (A) Non-Educ		(100)
138						Match (A) Non-Educ Total		(32 840)
139	Check	1/16/2012	3033	NC State University Student Aid Assoc	Matching Gift/Robert Parker	Match (A) Education		(300)
140	Check	1/16/2012	3036	Toccoa Falls College	Matching Gift/Tony Hudson	Match (A) Education		(100)
141	Check	1/16/2012	3039	Western Illinois University Foundation	Matching Gift/James Olson	Match (A) Education		(250)
142	Check	1/16/2012	3040	Oberlin College	Matching Gift/John Gilday	Match (A) Education		(150)
143	Check	1/16/2012	3044	Albright College	Matching gift/Gerald Hart	Match (A) Education		(50)
144	Check	1/16/2012	3045	Duke University - Durham	Matching Gift/Tony Hudson	Match (A) Education		(100)
145	Check	1/16/2012	3046	NC State University Student Aid Assoc	VOID Matching Gift/Tony Hudson	Match (A) Education		-
146	Check	1/16/2012	3047	NC State University Student Aid Assoc	Matching Gift/Brad Labarbera	Match (A) Education		(600)
147	Check	1/16/2012	3049	NC State University Student Aid Assoc	Matching Gift/Tony Hudson	Match (A) Education		(150)
148	Check	1/16/2012	3050	NC State University Student Aid Assoc	Matching gift/Tony Hudson	Match (A) Education		(240)
149	Check	1/26/2012	3057	Colleges Of The Seneca	Matching gift/Jack Fulton	Match (A) Education		(200)
150	Check	1/26/2012	3059	American University	Matching gift/Jack Fulton	Match (A) Education		(50)
151	Check	1/26/2012	3060	North Carolina State Student Aid Assoc	Matching gift/Dan Monahan	Match (A) Education		(480)
152	Check	1/26/2012	3061	Pennsylvania State University	Matching gift/Rudolph Drobnech	Match (A) Education		(600)
153	Check	1/26/2012	3062	Bottom Line	Matching gift/Kate Weismann	Match (A) Education		(50)
154	Check	1/26/2012	3063	Monsignor Bonnor HS Alumni	Bonner Friends Preservation/Kevin McLaughlin	Match (A) Education		(100)
155	Check	1/26/2012	3065	South Redford School District	Matching gift/Jim Freer	Match (A) Education		(500)
156	Check	1/26/2012	3068	North Carolina State Student Aid Assoc	Matching gift/Brad Labarbera	Match (A) Education		(480)
157	Check	1/26/2012	3069	St. Louis Priory School	Matching Gift/John Sadler	Match (A) Education		(100)
158	Check	2/14/2012	3073	University Of Massachusetts Lowell	Matching Gift/Thomas Buonopane	Match (A) Education		(255)
159	Check	2/14/2012	3074	UNC-TV	Matching gift/Tony Hudson	Match (A) Education		(150)
160	Check	2/14/2012	3075	Foundation of UNC at Charlotte	Matching gift-Denise Keller	Match (A) Education		(50)
161	Check	2/14/2012	3078	Museum of Fine Arts Boston	Matching gift- John Gilday	Match (A) Education		(110)
162	Check	2/14/2012	3078	Misencordia University	Matching gift-Cynthia Sharo	Match (A) Education		(50)
163	Check	2/14/2012	3085	The Bryn Mawr School	Matching gift-John Sadler	Match (A) Education		(550)
164	Check	2/14/2012	3086	Eion University	Matching gift-John Sadler	Match (A) Education		(650)
165	Check	3/1/2012	3093	Variation Academy	Matching gift/John Sadler	Match (A) Education		(100)
166	Check	3/14/2012	3098	Virginia Athletic Foundation	Matching Gift/Frank Wyssor	Match (A) Education		(150)
167	Check	3/14/2012	3099	Temple University	Matching Gift/Chris Brady	Match (A) Education		(100)
168	Check	3/14/2012	3102	University of North Carolina	Matching gift/Richard Wetherill	Match (A) Education		(85)
169	Check	3/14/2012	3103	North Carolina State University	VOID Matching Gift/Jason Foushee	Match (A) Education		-
170	Check	3/14/2012	3104	North Carolina State Student Aid Assoc	Matching Gift/Tony Hudson	Match (A) Education		(600)
171	Check	3/14/2012	3105	North Carolina State Student Aid Assoc	Matching Gift/Jason Foushee	Match (A) Education		(150)
172	Check	3/14/2012	3106	WHYY	Matching Gift/Kim Henning	Match (A) Education		(50)
173	Check	3/14/2012	3107	Jeffreys Grove PTA	Matching Gift/Glenda Card	Match (A) Education		(350)
174	Check	3/14/2012	3110	Loyola University Blakefield	Matching gift/John Sadler	Match (A) Education		(750)
175	Check	4/1/2012	3111	Lancaster Country Day School	Matching Gift/John Fulton	Match (A) Education		(100)
176	Check	4/1/2012	3115	Susquehanna University	Matching Gift/Nancy McHugh	Match (A) Education		(200)
177	Check	4/1/2012	3116	Bloomsburg University Foundation	Matching Gift/Christine Ford	Match (A) Education		(200)
178	Check	4/1/2012	3117	Trustees of Princeton University	Matching Gift/James Zug	Match (A) Education		(2,000)
179	Check	4/1/2012	3118	Georgetown University	Matching Gift/John Sadler	Match (A) Education		(240)
180	Check	4/1/2012	3119	Franklin and Marshall College	Matching gift/Nancy McHugh	Match (A) Education		(200)
181	Check	5/10/2012	3142	Duke University - Durham	Matching gift/Hal Yoh	Match (A) Education		(120)
182	Check	5/10/2012	3146	NC State University Student Aid Assoc	Matching gift/Rick Hubbell	Match (A) Education		(320)
183	Check	5/10/2012	3147	North Carolina State Student Aid Assoc	Matching gift/Jeff Haggerty	Match (A) Education		(500)
184	Check	5/10/2012	3148	The Macaulay School	Matching gift/Dwight Thomas	Match (A) Education		(250)
185	Check	5/10/2012	3149	Lancaster Country Day School	Matching gift/Jack Fulton	Match (A) Education		(1 000)
186	Check	6/7/2012	3154	The Foundation at Great Valley	Matching Gift-Gregg Winter	Match (A) Education		(50)
187	Check	6/7/2012	3156	Clarkson University	Matching Gift/Dominic Renaudo	Match (A) Education		(50)
188	Check	6/7/2012	3158	The Foundation at Great Valley	Matching gift/Michael Kryukov	Match (A) Education		(1 000)
189	Check	6/7/2012	3160	NC State University Student Aid Assoc	Matching gift/Jason Foushee	Match (A) Education		(400)
190	Check	6/7/2012	3162	Power Packs Project	Matching gift/John F. Fulton	Match (A) Education		(100)
191	Check	6/7/2012	3164	St. Catherine of Sienna School	Matching Gift/Matt Boretti	Match (A) Education		(1 000)
192	Check	7/12/2012	3171	Central Catholic High School	Matching Gift/Dan Friedhoff	Match (A) Education		(500)
193	Check	7/12/2012	3175	Bloomfield Educational Foundation	Matching gift/Harold Itun	Match (A) Education		(2 000)
194	Check	7/12/2012	3178	Alvernia University	Matching gift/Dominic Renaudo	Match (A) Education		(100)
195	Check	8/15/2012	3189	National Outdoor Leadership School	Matching gift/David Lucchino	Match (A) Education		(2 000)
196	Check	8/30/2012	3182	Temple University	Matching gift/Chris Brady	Match (A) Education		(110)
197	Check	9/13/2012	3195	East Carolina University	Matching gift/Chip Wooten	Match (A) Education		(320)
198	Check	9/13/2012	3196	Duke University - Durham	Matching gift/Nat Hammer	Match (A) Education		(500)
199	Check	9/13/2012	3197	Drexel University	Matching Gift/Amanda Mancina	Match (A) Education		(300)
200	Check	10/25/2012	3203	University Of Massachusetts Lowell	Matching Gift/Thomas Buonopane	Match (A) Education		(290)
201	Check	12/12/2012	3218	NC State University Student Aid Assoc	Matching gift-Robert Parker	Match (A) Education		(344)
202	Check	12/12/2012	3223	Massachusetts Institute of Technology	Matching gift-Allen Williams	Match (A) Education		(125)
203	Check	12/12/2012	3224	South Redford School District	Thurston HS/Matching gift-Jim Freer	Match (A) Education		(1 000)
204	Check	12/12/2012	3226	Little Flower Catholic High School	Matching gift-C Brady	Match (A) Education		(100)
205	Check	12/12/2012	3228	Malden Catholic High School	Matching gift- Thomas Buonopane	Match (A) Education		(250)
206	Check	12/12/2012	3232	Kopper Top Life Learning Center Inc	Matching gift-Michael Gromko	Match (A) Education		(100)
207	Check	12/12/2012	3236	Albron College	Matching gift-Jim Freer	Match (A) Education		(1 000)
208	Check	12/12/2012	3239	Cedar Ridge High School Band Boosters	Matching gift-Margaret Schumacher	Match (A) Education		(210)
209	Check	12/12/2012	3240	Misencordia University	Matching gift-Cynthia Sharo	Match (A) Education		(50)
210	Check	12/12/2012	3244	NYC Outward Bound	Matching gift-Patricia Barron	Match (A) Education		(500)
211	Check	12/19/2012	3257	University Of Virginia Fund	Matching Gift/William Fry	Match (A) Education		(100)
212	Check	12/19/2012	3258	Achievement Academy of Durham	Matching gift/William Fry	Match (A) Education		(250)
213	Check	12/19/2012	3259	North Carolina State Student Aid Assoc	Matching gift/Bradley LaBarbera	Match (A) Education		(489)
214						Match (A) Education Total		(28 751)
215	Check	11/14/2012	3208	American Red Cross - NC	Sandy Disaster Relief	Disaster Relief		(25 000)
216						Disaster Relief Total		(25 000)
217	Check	1/16/2012	3038	Toys for Tots	CII/Everett MA	CII		(500)
218						CII Total		(500)
219	Check	12/19/2012	3246	American College of Surgeons Foundation	ACS Patient Skills Booklet for CVAD	2012 Cash Grant		(25 000)
220	Check	12/19/2012	3247	Worldwide Fistula Fund		2012 Cash Grant		(10 000)
221	Check	12/19/2012	3248	National Association for Continence	Unrestricted cash grant	2012 Cash Grant		(10 000)
222	Check	12/19/2012	3249	Americares Foundation	Global Medical Assistance Fund	2012 Cash Grant		(25 000)
223	Check	12/19/2012	3251	American Cancer Society	Road to Recovery	2012 Cash Grant		(5 000)
224	Check	12/19/2012	3254	P A G E S	Unrestricted cash grant	2012 Cash Grant		(1 000)
225						2012 Cash Grant Total		(78 000)
226						Grand Total		(168 091)

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

☐ Business Corporation (§ 1915)
☒ Nonprofit Corporation (§ 5915)

Name	CT - COUNTER		
Address			
City	8331176	State	PA

Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-NONPROFIT 4 Page(s)



Fee: \$70

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is: **TELEFLEX FOUNDATION**

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
165 South Limerick Road	Limerick	PA	19488	Montgomery

(b) Name of Commercial Registered Office Provider
c/o

3. The statute by or under which it was incorporated: **Nonprofit Corporation Law of 1972**

4. The date of its incorporation: **May 9, 1979**

5. Check, and if appropriate complete, one of the following:

☐ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

☒ The amendment shall be effective on: **January 1, 2012** at **12:01am**
Date Hour

2011 DEC 19 PM 4: 27

PA DEPT OF STATE

6. Check one of the following:

☐ The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

☒ The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

☐ The amendment adopted by the corporation, set forth in full, is as follows

☒ The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

☐ The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

19th day of December,
2011.

TELEFLEX FOUNDATION

Name of Corporation

Matthew H. Smith

Signature

TREASURER

Title

RIDER A

A new Article NINTH is hereby added to read as follows:

NINTH: The Corporation shall have a sole member. The sole member shall be Teleflex Incorporated. The sole member shall have the right to vote as provided in the bylaws of the Corporation. Any additional qualifications and rights of the sole member shall be set forth in the bylaws of the Corporation.