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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation EDEN CHARITABLE FOUNDATION		A Employer identification number 23-2706163
Number and street (or P O box number if mail is not delivered to street address) 200 EAGLE ROAD, SUITE 204		B Telephone number (see instructions)
City or town, state, and ZIP code WAYNE PA 19087		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,691,531	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	349,822	151,627		
	4 Dividends and interest from securities	20,378	20,378		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-200,012			
	b Gross sales price for all assets on line 6a 11,056,961				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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	170,188	172,005	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	76,000	6,000		70,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	4,235			4,235
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	2,321			2,321
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	5,198			5,198
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (att sch) STMT 4	13,673	12,254		1,419	
24 Total operating and administrative expenses. Add lines 13 through 23	101,427	18,254	0	83,173	
25 Contributions, gifts, grants paid	362,500			362,500	
26 Total expenses and disbursements. Add lines 24 and 25	463,927	18,254	0	445,673	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-293,739				
b Net investment income (if negative, enter -0-)		153,751			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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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			-1	
	2	Savings and temporary cash investments		4,655,094	3,432,829	3,485,640
	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 (att schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U S and state government obligations (attach schedule) STMT 5		3,249,421	4,508,212	4,462,737
	b	Investments – corporate stock (attach schedule) SEE STMT 6		875,190	647,931	743,154
	c	Investments – corporate bonds (attach schedule) SEE STMT 7		88,875		
	11	Investments – land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	15	Other assets (describe ▶))			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		8,868,580	8,588,971	8,691,531
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 ▶ SEE STATEMENT 8))	7,693	21,823	
	23	Total liabilities (add lines 17 through 22)		7,693	21,823	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		8,860,887	8,567,148	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		8,860,887	8,567,148	
	31	Total liabilities and net assets/fund balances (see instructions)		8,868,580	8,588,971	

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	8,860,887
2	Enter amount from Part I, line 27a	2	-293,739
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,567,148
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	8,567,148

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 N/A				
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) 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			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	
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	

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	446,324	9,048,673	0.049325
2010	450,107	9,124,798	0.049328
2009	438,420	8,963,155	0.048914
2008	469,926	9,381,353	0.050091
2007	530,696	10,063,042	0.052737

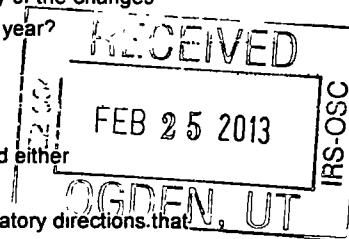
2 Total of line 1, column (d)	2	0.250395
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050079
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,840,490
5 Multiply line 4 by line 3	5	442,723
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,538
7 Add lines 5 and 6	7	444,261
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	445,673

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,538
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	0
3	Add lines 1 and 2	3	1,538
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	1,538
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	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	28
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,566
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> 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



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 ► RAINER & COMPANY 2 CAMPUS BLVD., SUITE 220 Located at ► NEWTOWN SQUARE PA ZIP+4 ► 19073 Telephone no ► 610-353-4610			
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	► <input type="checkbox"/>	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	1b	
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? N/A	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) N/A	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

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)? **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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **X**

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 (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
DONALD E. PARLEE 75 FOXCROFT DRIVE	DOYLESTOWN PA 18901	TRUSTEE 0.00	10,000	0
BROOKS O. EDEN 794 NORTH VALLEY ROAD	PAOLI PA 19301	ASSOC. TRTEE 0.00	46,000	0
KIM S.P. EBLE 1504 SNYDER ROAD	GREEN LANE PA 18054	ASSOC. TRTEE 0.00	10,000	0
MARIA B. EDEN 794 NORTH VALLEY ROAD	PAOLI PA 19301	ASSOC. TRTEE 0.00	10,000	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

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 (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 GRANTS TO 501C CHARITIES	362,500
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 N/A	
2	
All other program-related investments. See instructions. 3	
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	1,134,795
b	Average of monthly cash balances	1b	7,840,322
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	8,975,117
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	8,975,117
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	134,627
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,840,490
6	Minimum investment return. Enter 5% of line 5	6	442,025

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	442,025
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,538
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,538
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	440,487
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	440,487
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	440,487

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	445,673
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	445,673
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	1,538
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	444,135

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				440,487
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	43,487			
b From 2008	10,928			
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	54,415			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 445,673				
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				440,487
e Remaining amount distributed out of corpus	5,186			
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	59,601			
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				0
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)	43,487			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	16,114			
10 Analysis of line 9:				
a Excess from 2008	10,928			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	5,186			

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

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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
SEE ATTACHED SCHEDULE

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

c Any submission deadlines
N/A

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year SEE SCHEDULE ATTACH	ALL GRANTS FOR	OPERATING	EXPENSES	362,500
Total			▶ 3a	362,500
b Approved for future payment N/A				
Total			▶ 3b	

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?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions:
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
N/A		

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.

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

**Sign
Here**

Signature of officer or trustee

Date _____

File

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

LAWRENCE J. ELLIOTT

Firm's name ▶ **RAINER & COMPANY**

PTIN P00183827

Firm's address ► **2 CAMPUS BLVD STE 220**

Firm's EIN ▶ **23-2183936**

NEWTOWN SQUARE, PA 19073-3270

Phone no **610-353-4610**

11009428 EDEN CHARITABLE FOUNDATION

23-2706163

FYE: 12/31/2012

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received		Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
FLORIDA ST BRD ED CAP OUTLAY	3/27/12	6/01/12	\$	PURCHASE	217,021 \$	\$	-4,921
MARYLAND ST HEALTH & HIGHER EDL	6/15/12	7/02/12		PURCHASE	409,943		-9,943
GONZALES CA UNI SCH DIST	7/13/12	8/02/12		PURCHASE	61,547		-1,547
SHASTA TEHAMA TRINITY CA JT CMNTY	7/13/12	8/02/12		PURCHASE	51,837		-1,337
LEWISVILLE TX INDPT SCH DIST	7/13/12	8/15/12		PURCHASE	66,270		-1,270
ISHARES TR RUSSELL 3000	VARIOUS	9/26/12		PURCHASE	44,373		1,226
COLORADO WTR RES & PWR DEV	9/04/12	11/01/12		PURCHASE	256,629		-6,629
ISHARES TR MSCI EAFE	VARIOUS	12/20/12		PURCHASE	141,053		-33,055
ISHARES TR RUSSELL MCP VL	6/15/07	12/21/12		PURCHASE	41,834		465
FEDERAL HOME LOAN DEBENTURE 3.95%	6/13/11	2/06/12		PURCHASE	207,188		-7,188
FEDERAL HOME LOAN DEBENTURE 3%	6/16/11	3/23/12		PURCHASE	101,586		-1,586
FEDERAL HOME LOAN DEBENTURE 4.5%	6/07/11	4/13/12		PURCHASE	152,479		-2,479
FEDERAL NATIONAL MORTGAGE ASSOC 3.1%	3/30/11	5/17/12		PURCHASE	103,445		-3,445
FEDERAL NATIONAL MORTGAGE ASSOC 3%	7/28/11	5/25/12		PURCHASE	55,313		-313
FEDERAL HOME LOAN DEBENTURE 5%	10/13/11	8/22/12		PURCHASE	235,677		-10,677
FEDERAL HOME LOAN DEBENTURE 5.2%	6/10/11	12/07/12		PURCHASE	102,690		-2,690
JOHN HANCOCK LIFE INSURANCE CO. 3.85	1/01/08	3/15/12		PURCHASE	18,126		1,874

11009428 EDEN CHARITABLE FOUNDATION

23-2706163

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price					
BOEING CAPITAL CORPORATION 6.35%	1/01/08	4/16/12	\$ 30,000	PURCHASE	31,214	\$	\$	-1,214
BANK OF AMERICA CORPORATION 6%	1/01/08	5/15/12	20,000	PURCHASE	20,400			-400
BANK OF AMERICA CORPORAION 4.8%	1/01/08	9/17/12	20,000	PURCHASE	19,135			865
CD-FARMERS B&TC NA 4.65%	8/13/08	2/13/12	100,000	PURCHASE	100,000			
CD-INVESTORS COMM BANK 4%	1/01/08	3/07/12	100,000	PURCHASE	100,000			
CD-BRANCH BK G&TC 3%	3/18/09	3/19/12	100,000	PURCHASE	100,000			
CD-SUNTRUST BANK ATLANTA GA 3.34%	1/11/11	4/30/12	42,000	PURCHASE	42,294			-294
CD-NATIONAL BANK OF CMRC 4.25%	5/09/08	5/09/12	54,000	PURCHASE	54,000			
CD-MIDFIRST BANK 3.05%	5/13/09	5/14/12	100,000	PURCHASE	100,000			
CD-DISCOVER BANK 2.3%	11/18/09	5/18/12	100,000	PURCHASE	100,000			
CD-BMW BANK OF NA SALT LAKE CITY 3.1	6/18/09	6/18/12	100,000	PURCHASE	100,000			
CD-DISCOVER BANK 5.2%	1/01/08	7/11/12	80,000	PURCHASE	80,599			-599
CD-SUMMIT COMM BANK 4.65%	7/11/08	7/11/12	100,000	PURCHASE	100,000			
CD-BLOOMFIELD	1/14/09	7/16/12	100,000	PURCHASE	100,000			
CD-COLE TAYLOR BANK 4.75%	7/25/08	7/25/12	100,000	PURCHASE	100,000			
CD-GE CAPITAL FINANCIAL 4.7%	8/06/08	8/06/12	100,000	PURCHASE	100,000			
CD-ENERBANK USA 4.65%	8/19/08	8/20/12	100,000	PURCHASE	100,000			

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23-2706163

FYE: 12/31/2012

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
CD-LASALLE BANK 2.9%	1/01/08	8/27/12	\$ 100,000	\$			
CD-SOUTHERN CMNTY B&TC WINSTON 3%	5/20/09	11/20/12	90,000				
CD-SUNTRUST BANK ATLANTA GA 3.84%	6/06/11	11/27/12	67,520				-2,520
CD-MERCANTILE BANK 3%	6/11/09	12/11/12	100,000				
CHAMPAIGN CNTY III, 3.375%	10/19/11	1/03/12	203,171				-3,171
KENTON CNTY KY SCH DIST 4%	12/01/11	3/01/12	101,872				-1,872
OCONEE CNTY SCH DIST 4.25%	12/01/11	3/11/02	275,461				-5,461
CONNECTICUT ST GO BDS	10/25/11	4/02/12	255,806				-5,806
FRANKLIN TWP SOMERSET 3%	12/01/11	5/01/12	202,620				-2,620
SOUTHAMPTON MASS ULT GO BDS 5.5%	1/31/12	5/01/12	446,576				-11,576
SPOTSylvania CNTY VA WTR & SWR 4.25%	3/30/12	6/01/12	255,165				-5,165
AUSABLE VY CENT SCH DIST 1.75%	2/03/12	6/08/12	203,176				-3,176
CALIFORNIA ST RANS 2%	9/22/11	6/26/12	1,012,140				-12,140
CLARK COUNTY NV PASSENGER 3%	5/10/12	7/21/02	121,727				-1,727
ALASKA RR CORP CAP GRNT 5%	3/30/12	8/01/12	209,776				-4,776
MASS ST GO BDS 5%	5/14/12	8/01/12	404,542				-9,542
MASS ST WTR POLLUTION ABATEMENT 4%	5/10/12	8/01/12	101,928				-1,928

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
NEW JERSEY ST EDL FACS 5.75%	6/05/12	9/04/12	\$ 330,000	\$ 339,167	\$	\$	-9,167
DELTONA FL UTIL SYS 4%	2/24/12	10/01/12	PURCHASE 200,000	207,143			-7,143
MIDDLETOWN NY REF PUB IMPT BDS 3.625%	6/04/12	10/01/12	PURCHASE 125,000	127,104			-2,104
DALLAS FORT WORTH TX INTL 4%	3/30/12	11/01/12	PURCHASE 100,000	103,646			-3,646
MASS ST GO BDS 5.25%	5/10/12	11/01/12	PURCHASE 65,000	66,592			-1,592
MICHIGAN ST HOSP FIN AUTH 5.5%	6/28/12	11/01/12	PURCHASE 250,000	256,432			-6,432
NEW HAVEN CONN GO REF BDS 4%	3/16/12	11/01/12	PURCHASE 200,000	207,365			-7,365
TRIBOROUGH BRDG & TUNNEL 3.5%	5/10/12	11/15/12	PURCHASE 150,000	154,954			-4,954
TRIBOROUGH BRDG & TUNNEL 5%	9/04/12	11/15/12	PURCHASE 190,000	194,639			-4,639
ULSTER CNTY NY 3%	5/17/12	11/15/12	PURCHASE 175,000	177,278			-2,278
OYSTER BAY NY 2%	5/29/12	11/16/12	PURCHASE 100,000	101,678			-1,678
BUFFALO NY SCH REF BDS 1%	9/25/12	12/03/12	PURCHASE 255,000	255,331			-331
ERIE COUNTY NY GO BDS 5%	9/17/12	12/03/12	PURCHASE 150,000	153,628			-3,628
FORT ML SC SCH FACS CORP 5%	7/19/12	12/03/12	PURCHASE 200,000	204,728			-4,728
FRANKLIN KY WTR & SWR REV 2%	7/24/12	12/03/12	PURCHASE 150,000	150,743			-743
YORK CNTY SC WTR & SWR REV 2%	6/27/12	12/03/12	PURCHASE 310,000	311,986			-1,986
NASSAU HEALTH CARE CORP NY 3.125%	8/27/12	12/17/12	PURCHASE 385,000	394,580			-9,580

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price					
CALL ISHARES TR RUSSELL 3000	FEB 75		PURCHASE					
	11/15/11	2/14/12	\$ 2,148	\$	3,234	\$	\$	-1,086
CALL ISHARES TR RUSSELL 3000	JAN 76		PURCHASE					
	11/22/11	1/19/12	475		567			-92
CALL ISHARES TR RUSSELL 1000	JAN 65		PURCHASE					
	11/22/11	1/19/12	1,200		2,280			-1,080
CALL SPDR S&P 500 ETF	TR JAN 131		PURCHASE					
	11/22/11	1/20/12	1,235		919			316
CALL SPDR S&P 500 ETF	TR JAN 131		PURCHASE					
	11/22/11	1/20/12	480		354			126
PUT ISHARES TR MSCI EMERG MKT	JAN 37		PURCHASE					
	12/15/11	12/15/12	1,760					1,760
CALL SPDR DOW JONES INDL	JAN 123		PURCHASE					
	12/20/11	1/18/12	228		687			-459
CALL ISHARES TR MSCI EMREG	FEB 43		PURCHASE					
	12/23/11	2/17/12	168		296			-128
CALL ISHARES TR MSCI EAFE	FEB 54		PURCHASE					
	1/03/12	2/17/12	120		197			-77
CALL ISHARES TR RUSSELL MCP	FEB 46		PURCHASE					
	VARIOUS	1/04/12	345					345
CALL ISHARES TR RUSSELL MCP	FEB 46		PURCHASE					
	1/06/12	2/15/12	270		900			-630
CALL SPDR DOW JONES INDL	MAR 125		PURCHASE					
	1/18/12	3/13/12	1,014		1,329			-315
CALL ISHARES TR RUSSELL 3000	FEB 77		PURCHASE					
	1/19/12	2/15/12	817		1,700			-883
CALL ISHARES TR RUSSELL 1000	FEB 65		PURCHASE					
	1/19/12	2/15/12	3,780		5,900			-2,120
CALL SPDR S&P 500 ETF	TRUST FEB 133		PURCHASE					
	1/20/12	2/16/12	2,041		3,458			-1,417
CALL SPDR S&P 500 ETF	TRUST FEB 133		PURCHASE					
	1/20/12	2/16/12	785		1,330			-545
CALL ISHARES TR RUSSELL 3000	MAY 75		PURCHASE					
	2/14/12	5/15/12	3,834		2,641			1,193

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price					
CALL ISHARES TR RUSSELL 1000	MAY 66		PURCHASE					
	2/15/12	5/16/12	\$ 6,900	\$	2,300	\$	\$	4,600
CALL ISHARES TR RUSSELL 3000	MAY 78		PURCHASE					
	2/15/12	5/15/12	2,075		940			1,135
CALL ISHARES TR RUSSELL MCP V	MAY 47		PURCHASE					
	VARIOUS	2/15/12	1,530					1,530
CALL SPDR S&P 500 ETF TRUST	APR 136		PURCHASE					
	2/16/12	4/20/12	6,318		2,682			3,636
CALL ISHARES TR MSCI EMREG	APR 45		PURCHASE					
	VARIOUS	2/17/12	716					716
CALL ISHARES TR MSCI EAFE	MAR 55		PURCHASE					
	2/17/12	3/19/12	497		290			207
CALL ISHARES TR MSCI EAFE			PURCHASE					
	VARIOUS	2/22/12	713					713
CALL SPDR DOW JONES INDL	MAY 126		PURCHASE					
	3/13/12	5/15/12	1,572		447			1,125
CALL ISHARES TR MSCI EAFE	APR 56		PURCHASE					
	VARIOUS	3/19/12	540					540
CALL SPDR S&P 500 ETF TRUST	MAY 138		PURCHASE					
	VARIOUS	4/20/12	4,032					4,032
CALL ISHARES TR MSCI EAFE	JUN 56		PURCHASE					
	VARIOUS	4/24/12	195					195
CALL ISHARES TR MSCI EMERG	JUNE 45		PURCHASE					
	VARIOUS	4/24/12	168					168
CALL ISHARES TR MSCI EAFE	JUN 56		PURCHASE					
	VARIOUS	4/24/12	555					555
CALL ISHARES TR RUSSELL 3000	JUN 75		PURCHASE					
	5/15/12	6/13/12	3,001		1,734			1,267
CALL SPDR DOW JONES INDL	JUN 127		PURCHASE					
	5/15/12	6/18/12	672		87			585
CALL ISHARES TR RUSSELL 3000	JUN 78		PURCHASE					
	5/15/12	6/18/12	1,365		483			882
CALL ISHARES TR RUSSELL 1000	AUG 68		PURCHASE					
	5/16/12	8/16/12	3,300		4,660			-1,360

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price					
PUT SPDR S&P 500 ETF TRUST	JUL 115		PURCHASE					
	VARIOUS	5/17/12	\$ 714	\$				714
PUT SPDR DOW JONES INDL	JUL 112		PURCHASE					
	VARIOUS	5/17/12	735					735
PUT ISHARES TR MSCI EAFE	JUL 43		PURCHASE					
	VARIOUS	5/17/12	940					940
CALL ISHARES TR RUSSELL MCP	JUL 47		PURCHASE					
	VARIOUS	5/22/12	315					315
CALL SPDR S&P 500 ETF TR	JUN 138		PURCHASE					
	VARIOUS	5/22/12	1,044					1,044
PUT SPDR S&P 500 ETF TR	JUN 122		PURCHASE					
	VARIOUS	5/31/12	700					700
PUT SPDR DOW JONES INDL	JUN 116		PURCHASE					
	VARIOUS	5/31/12	609					609
PUT ISHARES TR MSCI EMERG	JUL 33		PURCHASE					
	VARIOUS	6/01/12	384					384
CALL ISHARES TR RUSSELL	3000 AUG 76		PURCHASE					
	6/13/12	8/14/12	2,184		3,990			-1,806
CALL ISHARES TR RUSSELL	3000 AUG 80		PURCHASE					
	6/18/12	8/14/12	908		1,275			-367
CALL SPDR DOW JONES INDL	JUL 130		PURCHASE					
	VARIOUS	6/18/12	357					357
CALL ISHARES TR MSCI EAFE	IND SEP 53		PURCHASE					
	6/19/12	9/20/12	1,016		3,883			-2,867
CALL SPDR S&P 500 ETF TR	AUG 140		PURCHASE					
	7/03/12	8/17/12	2,070		2,142			-72
CALL ISHARES TR MSCI EMERG	SEP 43		PURCHASE					
	VARIOUS	7/03/12	204					204
PUT SPDR DOW JONES IND	SEP 114		PURCHASE					
	VARIOUS	7/13/12	805					805
PUT SPDR S&P 500 ETF TRUST	SEP 119		PURCHASE					
	VARIOUS	7/13/12	777					777
CALL ISHARES TR RUSSELL MCP	SEP 47		PURCHASE					
	7/24/12	9/21/12	495		2,520			-2,025

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
CALL SPDR DOW JONES	INDL SEP 131		PURCHASE				
	7/24/12	9/21/12	\$ 321	\$ 1,299	\$		-978
CALL ISHARES TR RUSSELL 1000	SEP 71		PURCHASE				
	8/01/12	9/21/12	243	705			-462
CALL ISHARES TR RUSSELL 3000	NOV 76		PURCHASE				
	VARIOUS	8/14/12	4,290				4,290
CALL ISHARES TR RUSSELL 3000	NOV 81		PURCHASE				
	8/14/12	11/14/12	1,675	475			1,200
CALL ISHARES TR RUSSELL 1000VA	NOV 6		PURCHASE				
	8/16/12	11/14/12	5,660	2,300			3,360
CALL SPDR S&P 500 ETF	TR SEP 141		PURCHASE				
	8/17/12	9/21/12	4,302	8,550			-4,248
CALL CAMPBELL SOUP CO	OCT 37		PURCHASE				
	VARIOUS	8/31/12	180				180
CALL TIME WARNER INC	COM OCT 43		PURCHASE				
	8/30/12	10/17/12	177	702			-525
CALL ISHARES TR MSCI EAGE	IND OCT 53		PURCHASE				
	9/20/12	10/17/12	4,683	2,860			1,823
CALL SPDR S&P 500 ETF	TR DEC 143		PURCHASE				
	9/21/12	12/19/12	9,720	3,930			5,790
CALL SPDR DOW JONES	INDL DEC 132		PURCHASE				
	9/21/12	12/19/12	1,570	440			1,130
CALL ISHARES TR RUSSELL 1000	NOV 71		PURCHASE				
	VARIOUS	9/21/12	825				825
CALL ISHARES TR MSCI EMERG	DEC 45		PURCHASE				
	VARIOUS	9/25/12	258				258
CALL ISHARES TR MSCI EAFE	NOV 53		PURCHASE				
	VARIOUS	10/17/12	3,961				3,961
CALL CAMPBELL SOUP COMPANY	DEC 37		PURCHASE				
	VARIOUS	10/24/12	120				120
CALL ISHARES TR RUSSELL 1000VA	DEC 6		PURCHASE				
	11/14/12	12/19/12	3,800	9,360			-5,560
PUT SPDR DOW JONES	INDL DEC 122		PURCHASE				
	VARIOUS	11/15/12	714				714

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description	Whom Sold	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Sale Price				
CALL ISHARES TR MSCI DEC 54					PURCHASE				
	VARIOUS	11/20/12			860	\$	\$	\$	860
TOTAL				\$	11,056,961	\$	11,256,973	\$ 0	\$ -200,012

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 4,235	\$	\$	\$ 4,235
TOTAL	\$ 4,235	\$ 0	\$ 0	\$ 4,235

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAXES & LICENSES	\$ 2,321	\$	\$	\$ 2,321
TOTAL	\$ 2,321	\$ 0	\$ 0	\$ 2,321

11009428 EDEN CHARITABLE FOUNDATION

23-2706163

FYE: 12/31/2012

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
OFFICE EXPENSE	102			102
INSURANCE	1,317			1,317
CONSULTING FEES	12,254	12,254		
TOTAL	\$ 13,673	\$ 12,254	\$ 0	\$ 1,419

Federal Statements**Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US GOVERNMENT OBLIGATIONS	\$ 3,249,421	\$ 4,508,212	COST	\$ 4,462,737
TOTAL	\$ 3,249,421	\$ 4,508,212		\$ 4,462,737

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVESTMENTS - CORPORATE STOCK	\$ 171,877	\$ 171,877	COST	\$ 211,206
INVESTMENTS - MUTUAL FUNDS	703,313	476,054	COST	531,948
TOTAL	\$ 875,190	\$ 647,931		\$ 743,154

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVESTMENTS - CORPORATE BONDS	\$ 88,875	\$	COST	\$
TOTAL	\$ 88,875	\$ 0		\$ 0

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
UNEXPIRED OPTIONS - COVERED CALLS	\$ <u>7,693</u>	\$ <u>21,823</u>
TOTAL	\$ <u>7,693</u>	\$ <u>21,823</u>

EDEN CHARITABLE FOUNDATION
#23-2706163
December 31, 2012
Schedule of Charitable Contributions

AARK Wildlife Rehabilitation Education Center	\$ 500
American Mural Project	2,500
American Red Cross	5,000
Armed Forces Foundation	1,500
Athenaeum of Philadelphia	500
Big Brothers, Big Sisters of Bucks County	2,500
Billfish Foundation	1,000
Bowman's Hill Wildflower Preserve	6,500
Boyertown Soccer Club (TOP)	2,000
Bryn Mawr Rehabilitation	5,000
Bucks County Audubon Society	3,000
Cape May Bird Observatory	2,000
Cape May County Park and Zoo	1,000
Central Bucks Cares	1,500
Chester County Habitat For Humanity	5,000
Chester County SPCA	2,500
Child Advocacy Center - Mission Kids	1,500
Church of the Good Samaritan	5,000
Coatesville VA Medical Center	7,500
Crummer School of Business (Rollins)	2,500
Dance Theater of PA	2,000
Daughters of Mary of Nazareth	5,000
Doylestown Hospital	10,000
Doylestown Presbyterian Church	5,000
Drexel University	5,000
Ebenezer Maxwell Mansion	10,000
Elwyn, Inc.	10,000
Florida Keys Land & Sea Trust	1,000
Florida Keys Wild Bird Center	1,000
Foundation PA Medical Society	6,000
Franklin Institute	7,500
Freedom is Not Free	1,500
Friends of Needham Elderly, Inc.	2,500
Gator Booster, Inc	3,000
Girl Scouts of S.E. PA	2,500
Grand View Health Foundation	2,500
Hawk Mountain Sanctuary	1,000
Home of the Sparrow	2,500
Hospice of Palm Beach County	5,000
Ivy Hill Therapeutic	500
Lehigh University	4,000
Living Beyond Breast Cancer	2,500
Lynn University	12,500
	<hr/>
SUBTOTAL (CARRIED FORWARD)	161,000

EDEN CHARITABLE FOUNDATION
#23-2706163
December 31, 2012
Schedule of Charitable Contributions
(Continued)

SUBTOTAL (BROUGHT FORWARD)	\$ 161,000
Main Line Meals on Wheels	5,000
Maitland Art Center	1,000
Make A Wish of Philadelphia	5,000
Marine Discovery Center	500
Moravian College	5,000
Mote Marine	1,500
National Disaster Relief Reserve Fund	5,000
New Hanover United Methodist Church	8,000
PA Bible Society	5,000
Pajama Program	1,750
Paoli Memorial Hospital	5,000
Partners in Ministry/Swarthmore College	5,000
Pearl S. Buck Foundation	2,000
Penn Home	2,500
Philabundance	10,000
Philadelphia Biblical University	2,500
Philadelphia High School for Girls	1,000
Philadelphia History Museum	500
Philmont Scout Ranch, BSA	2,500
Project Linus	1,500
Ronald McDonald House .	2,500
Ronald McDonald House - Camp	2,500
Saint Joseph Parish	2,500
Salvation Army	5,000
Share Our Strength	1,750
St Joseph's Academy of Food Marketing	10,000
St. Jude's Children's Research Hospital	1,000
St. Mary Magdalen Church	500
Stand Up For Kids - Philadelphia	5,000
UF ME Rinker School - Building Construction	5,000
Upper Bucks Clinic	10,000
Ursinus College	12,500
USO of Philadelphia	5,000
VFMA & College	10,000
Village Improvement Assoc of Doylestown	4,500
Wetlands Institute	1,000
Williamson Free School	10,000
Wilson College	35,000
Wounded Warrior Project	2,500
Zoological Society of Philadelphia	5,000
TOTAL	<u>\$ 362,500</u>

EDEN CHARITABLE FOUNDATION
#23-2706163
December 31, 2012
US AND STATE GOVERNMENT SECURITIES

	<u>Cost</u>	<u>Market Value</u>	<u>Unrealized Gain or (Loss)</u>
Municipal Bonds.			
Osceola Cnty FL Sch Dist - 5.00% - 6/1/20	142,427	150,723	8,296
Michigan St, Grant - 5.25% - 9/15/20	97,313	98,232	919
Edinburg TX Cons Indpt Sch Dist - 2.00% - 2/15/13	276,971	275,393	(1,578)
Battle Creek MI Bldg Auth - 3 00% - 4/1/13	102,681	100,597	(2,084)
Miami-Dade Cnty FL - 5.00% - 4/1/13	261,405	252,743	(8,662)
California ST, Rans, INT - 2 50% - 6/20/13	1,017,015	1,010,360	(6,655)
Florida Hurricane Catastrophe FD - 5.00% - 7/1/13	209,353	204,504	(4,849)
Las Vegas NV Convention & Visitors Auth - 5.25% - 7/1/13	188,878	183,697	(5,181)
Maine Health & Higher EDL FACS - 4.00% - 7/1/13	98,549	96,617	(1,932)
Patchogue-Medford NY UN Free Sch Dist - 3.50% - 7/1/13	516,184	508,180	(8,004)
Porter Cnty IN Jail Bldg Corp - 3.00% - 7/10/13	369,599	363,913	(5,686)
Canyon Cnty ID Sch Dist NO 131 NAMPA- 4.25% - 8/15/13	51,964	51,245	(719)
Hamden CONN, Go Bans INT - 2.00% - 8/22/13	505,385	504,585	(800)
Columbia MO Wtr & Elec Rev - 3.50% - 10/1/13	103,033	102,522	(511)
Chicago IL Wtr Rev - 5.00% - 11/1/13	88,689	87,685	(1,004)
Chicago IL BRD ED, Go Ref Bds - 5.00% - 12/1/13	145,726	145,492	(234)
Pequea Valley PA Sch Dist - 5 00% - 2/1/13	332,934	326,141	(6,793)
TOTAL MUNICIPAL BONDS	<u>4,508,106</u>	<u>4,462,629</u>	<u>(45,477)</u>
Government Securities:			
GNMA #101240 - 12% - 2013	107	33	(74)
TOTAL GOVERNMENT SECURITIES	<u>107</u>	<u>33</u>	<u>(74)</u>
TOTAL US AND STATE GOVERNMENT SECURITIES	<u><u>4,508,213</u></u>	<u><u>4,462,662</u></u>	<u><u>(45,551)</u></u>

EDEN CHARITABLE FOUNDATION
#23-2706163
December 31, 2012
INVESTMENTS - CORPORATE STOCK

	<u>Cost</u>	<u>Market Value</u>	<u>Unrealized Gain or (Loss)</u>
Individual Stocks.			
40 Shares - Supervalue Inc	1,169	99	(1,070)
402 Shares - Time Warner Inc.	22,838	22,438	(400)
2,928 Shares - Alcatel Lucent	76,586	4,070	(72,516)
1,200 Shares - Campbell Soup Co	18,804	41,868	23,064
6,800 Shares - General Electric	52,479	142,732	90,253
TOTAL INDIVIDUAL STOCKS	<u>171,876</u>	<u>211,207</u>	<u>39,331</u>

EDEN CHARITABLE FOUNDATION
#23-2706163
December 31, 2012
INVESTMENTS - MUTUAL FUNDS

	<u>Cost</u>	<u>Market Value</u>	<u>Unrealized Gain or (Loss)</u>
Mutual Funds			
SPDR S&P 500 ETF Trust	194,237	256,338	62,101
SPDR Dow Jones Industrial Average ETF Trust	31,515	39,174	7,659
ISHARES TR RUSSELL 1000VAL	198,037	167,486	(30,551)
ISHARES TR MSCI EMERG MKT	20,385	26,610	6,225
ISHARES TR RUSSELL 3000	31,880	42,340	10,460
TOTAL MUTUAL FUNDS	<u>476,054</u>	<u>531,948</u>	<u>55,894</u>