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

OMB No 1545-0052

2012

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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 <b>BURKET-PLACK FOUNDATION INC 0649-01-4/9</b>		<b>A</b> Employer identification number 23-2735643
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B</b> Telephone number (see instructions) 215- 419-6000
<b>GLENMEDE TRUST CO., N.A., 1650 MARKET ST.</b>		
City or town, state, and ZIP code <b>PHILADELPHIA, PA 19103-7391</b>		
<b>G</b> Check all that apply:		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 7,213,465.	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		(Part I, column (d) must be on cash basis)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b> Interest on savings and temporary cash investments			N/A	
<b>4</b> Dividends and interest from securities	125,623.	127,771.		
<b>5a</b> Gross rents	11,728.	11,728.	NONE	
<b>b</b> Net rental income or (loss)	4,466			
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	305,608.			
<b>b</b> Gross sales price for all assets on line 6a	2,593,913.			
<b>7</b> Capital gain net income (from Part IV, line 2)		305,608.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10 a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)	-3,442.	408.		STMT 1
<b>12 Total.</b> Add lines 1 through 11	439,517.	445,515.	NONE	
<b>13</b> Compensation of officers, directors, trustees, etc.				
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach schedule)	1,500.	NONE	NONE	1,500.
<b>c</b> Other professional fees (attach schedule)	43,574.	38,324.		5,250.
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instructions)	3,996.			
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule) STMT 2	17,505.	7,262.		10,243.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	66,575.	45,586.	NONE	16,993.
<b>25</b> Contributions, gifts, grants paid	321,000.			321,000.
<b>26 Total expenses and disbursements</b> Add lines 24 and 25	387,575.	45,586.	NONE	337,993.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	51,942.			
<b>b</b> Net investment income (if negative, enter -0-)		399,929.		
<b>c</b> Adjusted net income (if negative, enter -0-)			NONE	

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	40,898.	3,199.	3,199.
	2	Savings and temporary cash investments . . . . .	32,753.	222,184.	222,184.
	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) . . . . .			
	c	Investments - corporate bonds (attach schedule) . . . . .			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .	6,594,351.	6,494,557.	6,988,082.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	6,668,002.	6,719,940.	7,213,465.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	6,668,002.	6,719,940.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	6,668,002.	6,719,940.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	6,668,002.	6,719,940.		

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 6,668,002.
2	Enter amount from Part I, line 27a . . . . .	2 51,942.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 6,719,944.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5 4.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 6,719,940.

**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)
<b>1a PUBLICLY TRADED SECURITIES</b>			P	VARIOUS	VARIOUS
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 2,593,913.		2,288,305.	305,608.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(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			
a			305,608.		
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	305,608.	
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	346,179.	7,119,705.	0.048623
2010	247,705.	6,728,761.	0.036813
2009	209,050.	5,925,690.	0.035279
2008	191,779.	6,103,321.	0.031422
2007	92,200.	2,931,354.	0.031453
2 Total of line 1, column (d)			0.183590
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			0.036718
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			6,978,450.
5 Multiply line 4 by line 3			256,235.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,999.
7 Add lines 5 and 6			260,234.
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.			337,993.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Values include 3,999, 4,419, 460, 4,879, and 880.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes questions about political campaigns, tax on political expenditures, and state reporting. Marked with 'X' in various cells.

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 N/A
14 The books are in care of SEE STATEMENT 3 Telephone no ZIP+4
Located at
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15 N/A
and enter the amount of tax-exempt interest received or accrued during the year . . . . .
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 X
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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 N/A
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 X
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 N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
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 X
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 N/A
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)?  Yes  No 5b N/A

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?  Yes  No N/A

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 6b 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?  Yes  No 7b N/A

**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
SEE SCHEDULE ATTACHED		-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		NONE	NONE	NONE

**Total number of other employees paid over \$50,000**  **NONE**

**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		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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	
<b>Total. Add lines 1 through 3 . . . . .</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,961,646.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	123,075.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	7,084,721.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7,084,721.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	106,271.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	6,978,450.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	348,923.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	348,923.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	3,999.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,999.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	344,924.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	344,924.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	344,924.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	337,993.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	337,993.
<b>5</b>	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)	<b>5</b>	3,999.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	333,994.

**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 . . . . .				344,924.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .			327,170.	
b Total for prior years 20 10, 20 , 20 . . . . .		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 . . . . .		NONE		
b From 2008 . . . . .		NONE		
c From 2009 . . . . .		NONE		
d From 2010 . . . . .		NONE		
e From 2011 . . . . .		NONE		
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 337,993.				
a Applied to 2011, but not more than line 2a . . . . .			327,170.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2012 distributable amount . . . . .				10,823.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				334,101.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2008 . . . . .	NONE			
b Excess from 2009 . . . . .	NONE			
c Excess from 2010 . . . . .	NONE			
d Excess from 2011 . . . . .	NONE			
e Excess from 2012 . . . . .	NONE			

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)

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: a, b, c).

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.

NONE

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 STATEMENT 4

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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
<p><b>a Paid during the year</b></p> <p>SEE SCHEDULE ATTACHED</p>				321,000.
<b>Total</b> .....				<b>321,000.</b>
<p><b>b Approved for future payment</b></p> <p>SEE SCHEDULE ATTACHED</p>				40,000.
<b>Total</b> .....				<b>40,000.</b>





BURKET-PLACK FOUNDATION INC  
ACCOUNT #0649-01-4/9  
E.I.N. 23-2735643  
TAX YEAR ENDING 12/31/2012

**ATTACHMENTS PAGE 1 FORM 990-PF  
PART I ANALYSIS OF REVENUE AND EXPENSES**

	<u>COLUMN A</u>	<u>COLUMN B</u>	<u>COLUMN D</u>
<b>REVENUE:</b>			
<b>LINE 4</b>			
DIVIDENDS AND INTEREST FROM SECURITIES			
- DIVIDENDS AND INTEREST	<u>125,623</u>	<u>127,771</u>	
<b>LINE 5</b>			
GROSS RENTS			
- GROSS RENTS	11,728	11,728	
- RENTAL EXPENSES	<u>-7,262</u>	<u>-7,262</u>	
- NET RENTAL INCOME	<u>4,466</u>	<u>4,466</u>	
<b>LINE 11</b>			
OTHER INCOME			
- PARTNERSHIP INCOME PER K-1'S	408	408	
- PARTNERSHIP INCOME PER K-1'S PER FORM 990-T	<u>-3,850</u>	<u>0</u>	
	<u>-3,442</u>	<u>408</u>	
<b>EXPENSES:</b>			
<b>LINE 16b</b>			
ACCOUNTING FEES			
- THE GLENMEDE TRUST COMPANY TAX PREPARATION FEE	<u>1,500</u>	<u>0</u>	<u>1,500</u>
<b>LINE 16c</b>			
OTHER PROFESSIONAL FEES			
- THE GLENMEDE TRUST COMPANY INVESTMENT MANAGEMENT FEE	38,324	38,324	0
- THE GLENMEDE TRUST COMPANY, N.A. 2012 ANNUAL ADMINISTRATIVE FEE	<u>5,250</u>	<u>0</u>	<u>5,250</u>
	<u>43,574</u>	<u>38,324</u>	<u>5,250</u>
<b>LINE 18</b>			
TAXES			
- EXCISE TAX PAYMENTS	<u>3,996</u>	<u>0</u>	<u>0</u>
<b>LINE 23</b>			
OTHER EXPENSES			
- TRUSTEE LIABILITY INSURANCE	2,250	0	2,250
- GENERAL BUSINESS INSURANCE	2,329	0	2,329
- RENTAL REAL ESTATE TAX	5,014	5,014	0
- RENTAL PROPERTY INSURANCE	883	883	0
- RENTAL UTILITY EXPENSE	1,365	1,365	0
- NON RENTAL REAL ESTATE TAX	1,357	0	1,357
- NON RENTAL UTILITY EXPENSE	319	0	319
- ASSOCIATION OF SMALL FOUNDATIONS	695	0	695
- FOREMOST INSURANCE	1,856	0	1,856
- MISCELLANEOUS EXPENSE	<u>1,437</u>	<u>0</u>	<u>1,437</u>
	<u>17,505</u>	<u>7,262</u>	<u>10,243</u>

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Cash &amp; Reserves</b>									
222184	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GTGXX)		1.00	222,184	1.00	222,184		0	0.00
3198+	Cash		1.00	3,199	1.00	3,199		0	0.00
<b>Cash &amp; Reserves Total</b>									
				225,383		225,383		0	0.00
<b>Fixed Income</b>									
<b>Other Taxable Bond Mutual Funds</b>									
70524+	GLENMEDE FUND INC-CORE FIXED INCOME PORTFOLIO (GTCGX)		11.09	781,820	11.64	820,903	39,083	23,132	2.82 *#
11878+	TEMPLETON GLOBAL BOND FD-AD (TGBAX)		13.01	154,489	13.34	158,448	3,958	7,043	4.45 #
13504+	LEGG MASON BW GLOBAL OP BD-IS DTD 6/1/2009 (GOBSX)		10.49	141,680	11.71	158,134	16,453	4,893	3.09 #
12229+	TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2012 (TIHYX)		10.09	123,405	10.41	127,307	3,902	7,134	5.60 #
<b>Total</b>									
				1,201,394		1,264,792	63,397	42,202	3.34
<b>Fixed Income Total</b>									
				1,201,394		1,264,792	63,397	42,202	3.34
<b>Equities</b>									
<b>Basic Industries</b>									

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Market Price	Tax Cost	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
110	3M CO (MMM)		90.08	92.85	9,909	10,214	305	260	2.54 #
60	W W GRAINGER INC (GWW)		195.82	202.37	11,749	12,142	394	192	1.58 #
162	HONEYWELL INTERNATIONAL INC (HON)		35.38	63.47	5,732	10,282	4,550	266	2.58 #
148	J. B. HUNT (JBHT)		37.09	59.71	5,490	8,837	3,347	89	1.00 #
110	MONSANTO CO (MON)		90.71	94.65	9,978	10,412	433	165	1.58 #
120	PARKER-HANNIFIN CORP (PH)		87.00	85.06	10,440	10,207	233-	197	1.93 #
60	PRECISION CASTPARTS CORP (PCP)		81.20	189.42	4,872	11,365	6,493	7	0.06
Total					58,170	73,459	15,289	1,176	1.60
Consumer Discretionary									
143	ADVANCE AUTO PARTS (AAP)		70.70	72.35	10,110	10,346	236	34	0.33 #
235	BED BATH & BEYOND INC (BBBY)		60.05	55.91	14,112	13,139	973-	0	0.00 #
190	COACH INC (COH)		32.13	55.51	6,104	10,547	4,443	228	2.16 #
160	DOLLAR TREE INC (DLTR)		40.16	40.56	6,425	6,490	64	0	0.00 #
160	HOME DEPOT INC. (HD)		33.87	61.85	5,419	9,896	4,477	186	1.88 #
225	YUM BRANDS INC (YUM)		52.33	66.40	11,774	14,940	3,166	302	2.02 #
Total					53,944	65,358	11,413	750	1.15
Consumer Staples									
380	COCA COLA CO. (KO)		36.63	36.25	13,920	13,775	145-	388	2.81 #
85	COLGATE PALMOLIVE CO. (CL)		56.59	104.54	4,810	8,886	4,076	211	2.37 #
120	KELLOGG CO. (K)		56.57	55.85	6,788	6,702	86-	211	3.15 #
180	PHILIP MORRIS INTERNATIONAL (PM)		60.46	83.64	10,883	15,055	4,172	612	4.07 #
286	PROCTER & GAMBLE CO. (PG)		65.44	67.89	18,715	19,417	701	643	3.31 #
Total					55,116	63,835	8,718	2,065	3.23

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Energy</b>									
200	CHEVRON CORP (CVX)		75.82	15,163	108.14	21,628	6,465	720	3.33 #
147	NATIONAL OILWELL VARCO INC (NOV)		65.49	9,627	68.35	10,047	421	76	0.76 #
160	OCCIDENTAL PETROLEUM CORP. (OXY)		94.04	15,046	76.61	12,258	2,789-	346	2.82 #
205	SCHLUMBERGER LTD. (SLB)		65.35	13,396	69.30	14,206	810	226	1.59 #
	<b>Total</b>			53,232		58,139	4,907	1,368	2.35
<b>Financials</b>									
170	ACE LTD (ACE)		72.14	12,264	79.80	13,566	1,302	333	2.46 #
245	AMERICAN EXPRESS CO. (AXP)		38.01	9,312	57.48	14,083	4,770	196	1.39 #
30	BLACKROCK INC (BLK)		187.90	5,637	206.71	6,201	564	180	2.90 #
96	FRANKLIN RESOURCES INC. (BEN)		80.29	7,708	125.70	12,067	4,359	111	0.92 #
235	PNC FINANCIAL SERVICES GROUP (PNC)		62.94	14,792	58.31	13,703	1,089-	376	2.74 #
300	US BANCORP (USB)		20.31	6,093	31.94	9,582	3,489	234	2.44 #
573	WELLS FARGO CO (WFC)		28.53	16,345	34.18	19,585	3,240	504	2.57 #
	<b>Total</b>			72,151		88,787	16,636	1,934	2.18
<b>Health Care</b>									
120	ALLERGAN INC (AGN)		91.68	11,001	91.73	11,008	6	24	0.22 #
160	BAXTER INTL. INC. (BAX)		51.28	8,205	66.66	10,666	2,461	288	2.70 #
110	C R BARD INC. (BCR)		96.21	10,583	97.74	10,751	169	88	0.82 #
300	JOHNSON & JOHNSON (JNJ)		67.09	20,127	70.10	21,030	903	732	3.48 #
135	LABORATORY CORP OF AMERICA HOLDINGS (LH)		63.87	8,622	86.62	11,694	3,072	0	0.00 #
120	ROCHE HOLDINGS LTD SPONSORED ADR (RHHBY)		47.36	5,683	50.25	6,030	348	185	3.07 #

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
250	UNITEDHEALTH GROUP INC (UNH)		48.21	12,053	54.24	13,560	1,507	213	1.57 #
	Total			76,274		84,739	8,465	1,530	1.81
Technology									
175	ACCENTURE PLC (ACN)		30.63	5,361	66.50	11,638	6,276	284	2.44 #
130	AMPHENOL CORP-CL A (APH)		29.92	3,890	64.70	8,411	4,521	55	0.65 #
48	APPLE INC. (AAPL)		46.40	2,227	532.17	25,544	23,317	509	1.99 #
180	AVAGO TECHNOLOGIES LTD (AVGO)		32.59	5,867	31.65	5,697	170-	122	2.15 #
130	COGNIZANT TECH SOLUTIONS CRP (CTSH)		65.90	8,567	73.88	9,605	1,038	0	0.00 #
85	INTERNATIONAL BUSINESS MACHINES CORP. (IBM)		208.20	17,697	191.55	16,282	1,416-	289	1.77 #
260	MICROCHIP TECHNOLOGY INC. (MCHP)		33.69	8,759	32.59	8,473	286-	366	4.32 #
725	MICROSOFT CORP. (MSFT)		25.45	18,449	26.71	19,365	915	667	3.44 #
567	ORACLE CORP (ORCL)		18.13	10,280	33.32	18,892	8,612	136	0.72 #
255	QUALCOMM CORP. (QCOM)		55.97	14,272	61.86	15,774	1,502	255	1.62 #
	Total			95,369		139,681	44,310	2,683	1.92

U S Mutual Funds	Description of Assets	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
6836+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTC SX)	15.00	102,523	18.63	127,363	24,841	1,149	0.90 *#
39223+	GLENMEDE FUND INC SECURED OPTIONS (GT SOX)	11.88	466,092	11.90	466,749	658	0	0.00 *#
30933+	GLENMEDE FUND INC-LARGE CAP VALUE PORTFOLIO (GTMEX)	8.50	262,914	10.33	319,537	56,623	4,331	1.36 *#
17945+	GLENMEDE TOTAL MARKET PORTFOLIO (GTTMX)	7.64	137,071	9.95	178,549	41,478	1,166	0.65 #

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
12678+	GMO QUALITY FUND IV (GQEFX)		20.21	22.35	283,362	27,069	6,605	2.33 #
11725+	LONGLEAF PARTNERS FUND (LLPFX)		28.89	26.39	309,414	29,318-	1,501	0.49 #
18840+	MANAGERS TIMESQ M/C GRW-IN (TMDIX)		13.70	15.05	283,538	25,492	0	0.00 #
5857+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		19.09	21.02	123,110	11,318	2,659	2.16 #
	<b>Total</b>		<b>1,933,463</b>		<b>2,091,622</b>	<b>158,161</b>	<b>17,411</b>	<b>0.83</b>
International Mutual Funds								
11461+	GLENWEDE INTL SECURED OPTIONS PORT (NOVIX)		10.47	10.50	120,344	344	0	0.00
3959+	MATTHEWS PACIFIC TIGER FD - IS (MIPTX)		22.84	24.41	96,628	6,198	800	0.83 #
8648+	OAKMARK INTERNATIONAL FD I (OAKIX)		19.38	20.93	180,992	13,404	3,796	2.10 #
5235+	T ROWE PRICE INST EMERGING STOCK FD (IEMFX)		31.57	31.16	163,126	2,140-	942	0.58 #
12144+	THORNBURG INTL VALUE FD-I (TGVIX)		25.05	28.09	341,125	36,970	4,797	1.41 #
	<b>Total</b>		<b>847,440</b>		<b>902,215</b>	<b>54,775</b>	<b>10,335</b>	<b>1.15</b>

<b>Equities Total</b>								
			<b>3,245,159</b>		<b>3,567,835</b>	<b>322,675</b>	<b>39,252</b>	<b>1.10</b>
Other								
Alternative Assets								
27511+	AQR RISK PARITY FUND -I (AQRIX)		11.45	11.49	316,100	1,100	3,989	1.26

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/12  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
22210+	DREYFUS GLOBAL REAL ESTATE SECURITIES FD (DRLIX)		8.08	179,456	8.13	180,567	1,111	9,639	5.34
75000	GLENMEDE PRIVATE INVESTMENT FUND VII UNFUNDED COMMITMENT		0.00	0	0.00	0		0	0.00
175000	GLENMEDE PRIVATE INVESTMENT FUND VII LLC		1.00	175,000	1.61	282,468	107,468	0	0.00 #
27513+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		10.82	297,598	11.09	305,123	7,525	16,536	5.42 #
2046	UNITED STATES COMMODITY INDEX (USCI)		65.67	134,351	58.63	119,957	14,394-	0	0.00 #
3447+	VAN BCK INTL INVEST GOLD -I (INIIX)		20.02	69,000	20.67	71,240	2,240	0	0.00
Total				1,170,405		1,275,455	105,050	30,164	2.36
Other Total				1,170,405		1,275,455	105,050	30,164	2.36
Reported At Client Direction									
1	130 FITZWATER STREET PHILADELPHIA PA		195000.00	195,000	195000	195,000		0	0.00
1	134 FITZWATER STREET PHILADELPHIA PA		685000.00	685,000	685000	685,000		0	0.00
Reported At Client Direction Total				880,000		880,000		0	0.00
Grand Total				6,722,341		7,213,465	491,122	111,618	1.55

**COMBINED STATEMENT OF ASSETS**  
**BURKET-PLACK FND INC**  
 12/31/2012  
 0649-01-4/9

Shares/Par	Description of Assets	Tax Cost	Market Value	Unrealized Gain/Loss	Estimated Annual Income
	Grand Total From Page 6	6,722,341	7,213,465	491,124	111,618
<b>ADJUSTMENTS:</b>					
	Other				
	Alternative Assets Adjustments to page 6				
	GLENMEDE PRIVATE INVESTMENT FUND VIII LLC	12,543	-	(12,543)	-
	ADJUSTMENT TO BASIS PER K-1				
	UNITED STATES COMMODITY INDEX				
	ADJUSTMENT TO BASIS PER K-1	(14,944)	-	14,944	-
	Other Total	-2,401	-	2,401	-
	Adjusted Grand Total	6,719,940	7,213,465	493,525	111,618

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: THE GLENMEDE TRUST COMPANY

ADDRESS: 1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

BURKET-PLACK FOUNDATION INC  
 ACCOUNT #0649-01-4/9  
 E.I.N. 23-2735643  
 TAX YEAR ENDING 12/31/2012

ATTACHMENTS PAGE 6 FORM 990-PF  
 PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN-SATION	EXPENSE ACCT	EMPLOYEE BEN PLAN CONTRIB
1. HOWARD WELLENS C/O THE GLENMEDE TRUST CO., N.A., 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	1	0	0	0
2. NANCY C SMITH C/O THE GLENMEDE TRUST CO, N.A., 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	1	0	0	0
3. BARBARA REIBMAN C/O THE GLENMEDE TRUST CO, N.A., 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	10	0	0	0

**BURKET-PLACK FOUNDATION INC**  
**ACCOUNT #0649-01-4/9**  
**E.I.N. 23-2735643**  
**TAX YEAR ENDING 12/31/2012**

**ATTACHMENTS PAGE 10 FORM 990-PF**  
**PART XV - 2a THROUGH 2d**

---

- 2a NINA COHEN  
C/O THE GLENMEDE TRUST COMPANY, N A  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103  
215-419-6000
- 2b NO SPECIAL FORM
- 2c NONE
- 2d THE FOUNDATION IS FORMED FOR CHARITABLE PURPOSES  
SPECIFICALLY INCLUDING THE PREVENTION TO CRUELTY TO  
ANIMALS AND PRESERVING THE ENVIRONMENT

**BURKET-PLACK FOUNDATION INC**  
**ACCOUNT #0649-01-4/9**  
**E.I.N. 23-2735643**  
**TAX YEAR ENDING 12/31/2012**

**PART XV, FORM 990-PF, PAGE 11**  
**2012 GRANTS AND CONTRIBUTION -PAID-**

<b>NO.</b>	<b>CHARITY</b>	<b>AMOUNT</b>	<b>DATE</b>
<b>1</b>	<b>Animals in Crisis, Inc.</b> Philadelphia, PA For Repairs and Clean Up	7,500.00	3/5/2012
<b>2</b>	<b>Animal Rescue Network</b> Philadelphia, PA General Charitable Purposes	7,500.00	4/4/2012
<b>3</b>	<b>C.A.R.E. Compassionate Animal Relief Effort, Inc.</b> Philadelphia, PA General Charitable Purposes	5,000.00	4/4/2012
<b>4</b>	<b>City Kitties</b> Philadelphia, PA General Charitable Purposes	5,000.00	4/4/2012
<b>5</b>	<b>Diamond Rock Wildlife Rehabilitation</b> Malvern, PA General Charitable Purposes	5,000.00	4/4/2012
<b>6</b>	<b>Friends of Southern Ocean County Animal Shelter</b> Barnegat Light, NJ Restricted for the Spay-Neuter Feral Cats Program (Island Cats)	20,000.00	4/4/2012
<b>7</b>	<b>Marine Mammal Stranding Center</b> Brigantine, NJ General Charitable Purposes	40,000.00	4/4/2012
<b>8</b>	<b>Mobilization for Animals</b> Eagleville, PA General Charitable Purposes and Salary for Palenque Project	12,500.00	4/4/2012
<b>9</b>	<b>PACT</b> Gladwyne, PA General Charitable Purposes	5,000.00	4/4/2012

**BURKET-PLACK FOUNDATION INC**  
**ACCOUNT #0649-01-4/9**  
**E.I.N. 23-2735643**  
**TAX YEAR ENDING 12/31/2012**

**PART XV, FORM 990-PF, PAGE 11**  
**2012 GRANTS AND CONTRIBUTION -PAID-**

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<b>NO.</b>	<b>CHARITY</b>	<b>AMOUNT</b>	<b>DATE</b>
<b>10 PAWS (Philadelphia Animal Welfare Society)</b> Philadelphia, PA General Charitable Purposes	25,000.00	4/4/2012	
<b>11 Pennsylvania Veterinary Foundation</b> Hummelstown, PA Native American Veterinary Service	5,000.00	4/4/2012	
<b>12 Pet Helpers Rescue &amp; Adoption Center</b> Charleston, SC General Charitable Purposes	8,000.00	4/4/2012	
<b>13 Riverbend Environmental Education Center, Inc.</b> Gladwyne, PA General Charitable Purposes	1,000.00	4/4/2012	
<b>14 Ryerss Farm for Aged Equines</b> Pottstown, PA General Charitable Purposes	1,000.00	4/4/2012	
<b>15 Spay &amp; Save</b> Lafayette Hill, PA General Charitable Purposes	5,000.00	4/4/2012	
<b>16 The Schuylkill Center Wildlife Rehabilitation Clinic</b> Philadelphia, PA General Charitable Purposes	15,000.00	4/4/2012	
<b>17 The Science and Conservation Center</b> Billings, MT General Charitable Purposes	20,000.00	4/4/2012	
<b>18 The Spayed Club</b> Broomall, PA General Charitable Purposes	8,500.00	4/4/2012	

**BURKET-PLACK FOUNDATION INC**  
**ACCOUNT #0649-01-4/9**  
**E.I.N. 23-2735643**  
**TAX YEAR ENDING 12/31/2012**

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**2012 GRANTS AND CONTRIBUTION -PAID-**

<b>NO.</b>	<b>CHARITY</b>	<b>AMOUNT</b>	<b>DATE</b>
<b>19 WVU Foundation</b>	Morgantown, WV To support research of Todd Katzner, Ph.D. at the Division of Forestry and Natural Resources, West Virginia University	25,000.00	4/4/2012
<b>20 Friends of Mexican Development Foundation</b>	New York, NY Recommended to Be Paid to Amigos de Sian Ka'an to Equip the ACAJUNGLA, A.C. Animal Hospital with Current Veterinary Medical Technology	50,000.00	6/28/2012
<b>21 C.A.R.E. Compassionate Animal Relief Effort, Inc.</b>	Philadelphia, PA General Charitable Purposes	10,000.00	10/3/2012
<b>22 Friends of Southern Ocean County Animal Shelter</b>	Barnegat Light, NJ Restricted for the Spay-Neuter Feral Cats Program (Long Beach Island Cats)	20,000.00	10/3/2012
<b>23 Mobilization for Animals</b>	Eagleville, PA General Charitable Purposes	2,500.00	10/3/2012
<b>24 The Science and Conservation Center</b>	Billings, MT General Charitable Purposes	10,000.00	10/3/2012
<b>25 Nonlethal Options for Animals, Inc.</b>	Philadelphia, PA Emergency Grant for a New Heater	3,000.00	12/14/2012
<b>26 Animals in Crisis, Inc.</b>	Philadelphia, PA General Charitable Purposes	2,500.00	12/21/2012

BURKET-PLACK FOUNDATION INC  
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PART XV, FORM 990-PF, PAGE 11  
2012 GRANTS AND CONTRIBUTION -PAID-

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NO.	CHARITY	AMOUNT	DATE
27	Pet Helpers Rescue & Adoption Center Charleston, SC General Charitable Purposes	2,000.00	12/21/2012
<b>Grand Totals</b>		<u>321,000.00</u>	

BURKET-PLACK FOUNDATION INC  
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TAX YEAR ENDING 12/31/2012  
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**GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS**

<b>Organization</b>	<b>Remaining</b>
<b>Grant Amount</b>	<b>Balance</b>
The Science and Conservation Center	40,000.00
Billings, MT	
\$100,000 (5 years)	
<i>General Operating Support</i>	
<b>Grand Total</b>	<u>40,000.00</u>
<b>TOTAL 3B APPROVED FOR FUTURE PAYMENT</b>	<b>40,000.00</b>