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Form 990-PF

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

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>VESPER FOUNDATION</b>		A Employer identification number <b>23-6251198</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>8223 BRECKSVILLE RD #100</b>		B Telephone number <b>440-838-4700</b>
City or town, state, and ZIP code <b>BRECKSVILLE, OH 44141</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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) \$ <b>10,736,822.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	600,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	16,857.	16,857.		STATEMENT 1
	4 Dividends and interest from securities	29,207.	29,207.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	646,064.	46,064.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	4,800.	1,200.		3,600.
	14 Other employee salaries and wages	8,820.	882.		0.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	200.	0.		100.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	3,600.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	17,420.	2,082.		3,700.
	25 Contributions, gifts, grants paid	1,268,000.			1,268,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,285,420.	2,082.		1,271,700.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-639,356.				
b Net investment income (if negative, enter -0-)		43,982.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

SCANNED SEP 04 2013

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			3,342,767.	3,582,610.	3,582,610.
	2 Savings and temporary cash investments			6,427,015.	5,547,816.	5,547,816.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 5			1,039,776.	1,039,776.	1,606,396.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			10,809,558.	10,170,202.	10,736,822.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	0.		
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X					
	27 Capital stock, trust principal, or current funds			10,809,558.	10,170,202.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
	30 Total net assets or fund balances			10,809,558.	10,170,202.	
31 Total liabilities and net assets/fund balances			10,809,558.	10,170,202.		

## 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	10,809,558.
2 Enter amount from Part I, line 27a	2	-639,356.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,170,202.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,170,202.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
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) 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			
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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	

**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	894,700.	10,017,819.	.089311
2010	1,204,521.	9,967,705.	.120842
2009	1,078,880.	10,412,241.	.103617
2008	885,938.	8,083,933.	.109592
2007	1,043,912.	6,499,586.	.160612

2 Total of line 1, column (d)	2	.583974
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	.116795
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,128,774.
5 Multiply line 4 by line 3	5	1,182,990.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	440.
7 Add lines 5 and 6	7	1,183,430.
8 Enter qualifying distributions from Part XII, line 4	8	1,271,700.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	440.
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	440.
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	440.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,156.	
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	4,156.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,716.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> OH		
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	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	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 ► <b>NANCY S. LENHART</b> Telephone no. ► <b>440-838-4700</b> Located at ► <b>8223 BRECKSVILLE ROAD, SUITE 100, BRECKSVILLE, OH</b> ZIP+4 ► <b>44141-1361</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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. ► _____, _____, _____		
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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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 STATEMENT 6		4,800.	0.	0.

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

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

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

0





**Part 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	7,104,760.
b	Average of monthly cash balances	1b	3,178,259.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,283,019.
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	10,283,019.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,245.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,128,774.
6	Minimum investment return. Enter 5% of line 5	6	506,439.

**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	506,439.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	440.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	440.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	505,999.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	505,999.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	505,999.

**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	1,271,700.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,271,700.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	440.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,271,260.

**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				505,999.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: 2010, 2009, 2008		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	725,687.			
b From 2008	487,201.			
c From 2009	560,444.			
d From 2010	706,594.			
e From 2011	394,180.			
f Total of lines 3a through e	2,874,106.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,271,700.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				505,999.
e Remaining amount distributed out of corpus	765,701.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,639,807.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	725,687.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,914,120.			
10 Analysis of line 9:				
a Excess from 2008	487,201.			
b Excess from 2009	560,444.			
c Excess from 2010	706,594.			
d Excess from 2011	394,180.			
e Excess from 2012	765,701.			

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

N/A

**1** a 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)

**2** a 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

Tax year

(a) 2012

(b) 2011

Prior 3 years

(c) 2010

(d) 2009

(e) Total

**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).)

**JAMES BENESON JR.**

**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:

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

**c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
URBAN DOVE CHURCH STREET STATION PO BOX 305 NEW YORK, NY 10008-0305		EXEMPT	GENERAL	31,000.
TABOR ACADEMY ANNUAL FUND 266 FRONT STREET MARION, MA 02738		EXEMPT	GENERAL	212,000.
TULANE UNIVERSITY 3499 PRYTANIA STREET SUITE 200 NEW ORLEANS, LA 70115		EXEMPT	GENERAL	290,000.
FRIENDSHIP HOME WASHINGTON HANCOCK COMMUNITY AGENCY PO BOX 299 ELLSWORTH, ME 04605		EXEMPT	GENERAL	2,750.
THE HAMILTON FOUNDATION HAMILTON TOWN HALL, 577 BAY ROAD, PO BOX 429 HAMILTON, MA 01936		EXEMPT	GENERAL	1,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>1,268,000.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2012**

Name of the organization

Employer identification number

**VESPER FOUNDATION**

**23-6251198**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)( ) (enter number) organization

☐

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

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

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

☐

501(c)(3) taxable private foundation

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

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

**General Rule**

☒

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

**Special Rules**

☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

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

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

Name of organization

Employer identification number

VESPER FOUNDATION

23-6251198

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SUMMA HOLDINGS 8221 BRECKSVILLE RD BRECKSVILLE, OH 44141	\$ 600,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

23-6251198

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

**VESPER FOUNDATION****23-6251198**

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

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

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

## VESPER FOUNDATION

23-6251198

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL ACADEMY SCHOOL 5 EAST 89TH STREET NEW YORK, NY 10128		EXEMPT	GENERAL	25,000.
COLUMBIA COMMUNITY SERVICE 304 EARL HALL BROADWAY, NY 10027		EXEMPT	GENERAL	3,000.
AMERICAN INDEPENDENCE MUSEUM ONE GOVERNOR'S LANE EXETER, NH 03833		EXEMPT	GENERAL	66,000.
AVON LIONS CLUB PO BOX 32 AVON, MN 56310		EXEMPT	GENERAL	5,000.
FRIENDS OF THE PUBLIC GARDEN, INC. 69 BEACON STREET BOSTON, MA 02108		EXEMPT	GENERAL	10,000.
WETLANDS FOUNDATION 8223 BRECKSVILLE ROAD, SUITE 100 BRECKSVILLE, OH 44141	SIMILAR BOARD OF TRUSTEES	EXEMPT - PRIVATE FOUND	GENERAL	60,000.
SMITH COVE PRESERVATION 8223 BRECKSVILLE ROAD, SUITE 100 BRECKSVILLE, OH 44141	SIMILAR BOARD OF TRUSTEES	EXEMPT - PRIVATE FOUND	GENERAL	45,000.
WOMEN'S COMMITTEE OF THE CENTRAL PARK CONSERVANCY 14 EAST 60TH STREET NEW YORK, NY 10022		EXEMPT	GENERAL	1,000.
KNEISEL HALL CHAMBER MUSIC FESTIVAL KNEISEL HALL PO BOX 648 BLUE HILL, ME 04614		EXEMPT	GENERAL	500.
NATIONAL ACADEMY MUSEUM AND SCHOOL 1083 FIFTH AVENUE AT 89TH STREET NEW YORK, NY 10128		EXEMPT	GENERAL	85,000.
Total from continuation sheets				731,250.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BROOKLYN BOTANIC GARDEN/ ELIZ. SCHOLTZ EDUCATION FUND 1000 WASHINGTON AVENUE BROOKLYN, NY 11225		EXEMPT	GENERAL	500.
METROPOLITAN MUSEUM OF ART 100 FIFTH AVENUE AT 82ND STREET NEW YORK, NY 10028		EXEMPT	GENERAL	550.
NATIONAL TRUST FOR SCOTLAND FOUNDATION 45 SCHOOL STREET, 3RD FLOOR BOSTON, MA 02108		EXEMPT	GENERAL	5,000.
DECORDOVA MUSEUM AND SCULPTURE PARK 51 SANDY POND ROAD LINCOLN, MA 01773		EXEMPT	GENERAL	4,000.
CENTRAL PARK TRACK CLUB 369 CLINTON STREET; APT #1 BROOKLYN, NY 11231		EXEMPT	GENERAL	5,000.
PAPER BAG PLAYERS 225 WEST 99TH STREET NEW YORK, NY 10025		EXEMPT	GENERAL	500.
CITY GARDENS CLUB 755 PARK AVENUE NEW YORK, NY 10021		EXEMPT	GENERAL	500.
THE SHAKESPEARE GUILD 5B CALLE SAN MARTIN SANTA FE, NM 87506-7536		EXEMPT	GENERAL	500.
THE SANTA FE OPERA PO BOX 2408 SANTA FE, ME 87504-2408		EXEMPT	GENERAL	2,500.
THE CENTER FOR FICTION/ MERCANTILE LIBRARY 17 EAST 14TH STREET NEW YORK, NY 10017		EXEMPT	GENERAL	48,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GOPROJECT ATT: CALLIE SIEGEL 86 FOURTH AVENUE NEW YORK, NY 10003		EXEMPT	GENERAL	2,500.
MUSEUM OF FINE ARTS, BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115		EXEMPT	GENERAL	11,200.
THE PLAYERS FOUNDATION FOR THATRICAL EDUCATION 16 GRAMERCY PARK SOUTH NEW YORK, NY 10003		EXEMPT	GENERAL	3,500.
INSIDE BROADWAY 630 NINTH AVENUE, SUITE 802 NEW YORK, NY 10036		EXEMPT	GENERAL	2,000.
MERCHANT'S HOUSE MUSEUM 29 EAST FOURTH STREET NEW YORK, NY 10003		EXEMPT	GENERAL	1,000.
GINGOLD THEATRICAL GROUP 520 8TH AVENUE #312 NEW YORK, NY 10014		EXEMPT	GENERAL	1,000.
PROJECT RENEWAL 200 VARICK STREET NEW YORK, NY 10014		EXEMPT	GENERAL	1,000.
POLICE ATHLETIC LEAGUE 34 1/2 EAST 12TH STREET NEW YORK, NY 10003		EXEMPT	GENERAL	1,000.
COUNCIL OF THE NY BOTANICAL GARDENS NY BOTANICAL GARDEN, 717 HUTCHINSON RIVER PARKWAY BRONX, NY 10465		EXEMPT	GENERAL	1,250.
THE TOWN OF HAMILTON HAMILTON TOWN HALL, 577 BAY ROAD, PO BOX 429 HAMILTON, MA 01936		EXEMPT	GENERAL	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRESIDENTS AND FELLOWS OF HARVARD COLLEGE 124 MT. AUBURN STREET CAMBRIDGE, MA 02138		EXEMPT	GENERAL	65,000.
GRAMERCY PARK BLOCK ASSOCIATION 34 GRAMERCY PARK EAST NEW YORK, NY 10003		EXEMPT	GENERAL	3,000.
BROOKSVILLE VOLUNTEER FIRE DEPARTMENT P.O. BOX 243 BROOKSVILLE, ME 04617		EXEMPT	GENERAL	1,000.
PAN MASS JIMMY FUND 77 FOURTH AVENUE NEEDHAM, MA 02494		EXEMPT	GENERAL	500.
GRACE CHURCH SCHOOL 86 FOURTH AVENUE NEW YORK, NY 10003		EXEMPT	GENERAL	57,500.
BEACON HILL CIVIC ASSOCIATION 74 JOY STREET BOSTON, MA 02114		EXEMPT	GENERAL	10,000.
BATTERY CONSERVANCY 1 NEW YORK PLAZA NEW YORK, NY 10004		EXEMPT	GENERAL	35,000.
HORTICULTURAL SOCIETY OF NEW YORK 148 WEST 37TH, 13TH FLOOR NEW YORK, NY 10018		EXEMPT	GENERAL	5,500.
EMHC HANCOCK COUNTY HOME CARE 57 WATER STREET BLUE HILL, ME 04614		EXEMPT	GENERAL	1,000.
PENINSULA AMBULANCE CORPS. PO BOX 834 BLUE HILL, ME 04614		EXEMPT	GENERAL	250.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CASTINE HISTORICAL SOCIETY PO BOX 238 CASTINE, ME 04421		EXEMPT	GENERAL	250.
PEDALING 4 PREEMIES/ BRIGHAM AND WOMEN'S HOSPITAL 75 FRANCIS STREET BOSTON, MA 02115		EXEMPT	GENERAL	100.
ALZHEIMER'S ASSOCIATION P.O. BOX 96011 WASHINGTON, DC 20090-6011		EXEMPT	GENERAL	1,000.
HILL HOUSE 10 RIVERSIDE AVENUE RIVERSIDE, CT 06878		EXEMPT	GENERAL	3,000.
HOLY APOSTLES SOUP KITCHEN 296 NINTH AVENUE NEW YORK, NY 10003		EXEMPT	GENERAL	5,000.
DICAPO OPERA THEATRE 184 EAST 76TH STREET NEW YORK, NY 10021		EXEMPT	GENERAL	2,500.
ROUNDABOUT THEATRE COMPANY 231 WEST 39TH STREET, SUITE 1200 NEW YORK, NY 10018		EXEMPT	GENERAL	1,500.
MORGAN LIBRARY AND MUSEUM 225 MADISON AVENUE AT 36TH STREET NEW YORK, NY 10016		EXEMPT	GENERAL	500.
GREENBROOK SANCTUARY ALPINE APPROACH ROAD PO BOX 155 ALPINE, NJ 07620-0155		EXEMPT	GENERAL	250.
THE ESPLANADE ASSOCIATION 376 BOYLSTON STREET BOSTON, MA 02116		EXEMPT	GENERAL	400.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MASSART FOUNDATION 621 HUNTINGOTN AVENUE BOSTON, MA 02115		EXEMPT	GENERAL	1,000.
PATHWAYS FOR CHILDREN 29 EMERSON AVENUE GLOUCESTER, MA 01930		EXEMPT	GENERAL	11,500.
CARCINOID CANCER FOUNDATION 333 MAMARONECK AVENUE #492 WHITE PALMS, NY 10605		EXEMPT	GENERAL	10,000.
INSTITUTE OF CONTEMPORARY ARTS, BOSTON 100 NORTHERN AVENUE BOSTON, MA 02210		EXEMPT	GENERAL	500.
METROPOLITAN OPERA ASSOCIATION LINCOLN CENTER NEW YORK, NY 10023		EXEMPT	GENERAL	5,000.
TRUSTEES OF THE RESERVATION 572 ESSEX STREET BEVERLY, MA 01915		EXEMPT	GENERAL	25,000.
HEALTHY PENINSULA PO BOX 945 BLUE HILL, ME 04614		EXEMPT	GENERAL	2,500.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD BRONX, NY 10458		EXEMPT	GENERAL	30,000.
INTERNATIONAL YACHT RESTORATION SCHOOL & MUESEUM 449 THAMES STREET NEWPORT, RI 02840		EXEMPT	GENERAL	10,000.
ISLAND NURSING HOME 5537 EXPRESSWAY DRIVE NORTH HOLTSVILLE, NY 11742		EXEMPT	GENERAL	2,000.
<b>Total from continuation sheets</b>				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE STEPPINGSTONE FOUNDATION 155 FEDERAL STREET SUITE 800 BOSTON, MA 02110		EXEMPT	GENERAL	2,500.
FAMILY PROMISE NORTH SHORE BOSTON 332 RANTOUL STREET BEVERLY, MA 01915		EXEMPT	GENERAL	500.
BROOKSVILLE FREE PUBLIC LIBRARY, INC. PO BOX 38 BROOKSVILLE, ME 04617		EXEMPT	GENERAL	25,000.
HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE, CT 06039-0800		EXEMPT	GENERAL	10,000.
Total from continuation sheets				

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
INTEREST INCOME	16,857.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,857.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	29,207.	0.	29,207.
TOTAL TO FM 990-PF, PART I, LN 4	29,207.	0.	29,207.

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FORM 990-PF TAXES STATEMENT 3

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE	200.	0.		100.
TO FORM 990-PF, PG 1, LN 18	200.	0.		100.

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FORM 990-PF OTHER EXPENSES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	3,600.	0.		0.
TO FORM 990-PF, PG 1, LN 23	3,600.	0.		0.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,039,776.	1,606,396.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,039,776.	1,606,396.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	6
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES BENESON JR. 8223 BRECKSVILLE RD #100 BRECKSVILLE, OH 44141-1361	PRESIDENT 1.00	2,400.	0.	0.
JAMES BENESON III 8223 BRECKSVILLE RD #100 BRECKSVILLE, OH 44141-1361	VICE PRESIDENT 1.00	1,200.	0.	0.
CLEMENT C BENESON 8223 BRECKSVILLE RD #100 BRECKSVILLE, OH 44141-1361	VICE PRESIDENT 1.00	1,200.	0.	0.
JOHN V CURCI 8223 BRECKSVILLE RD #100 BRECKSVILLE, OH 44141-1361	TREASURER 1.00	0.	0.	0.
NANCY S LENHART 8223 BRECKSVILLE RD #100 BRECKSVILLE, OH 44141-1361	SECRETARY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		4,800.	0.	0.

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Smith Cove Preservation Trust  
8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
December 2, 2011 – \$15,000
  
- 3. Purposes of the grant:**  
  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, conservation of natural resources, especially the scenic beauty of the shoreline on the coast of Maine.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$15,000 for the following: Professional fees, \$14,965 and Franchise taxes, \$35.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** March 30, 2012

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by:        Smith Cove Preservation Trust**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* **Nancy S. Lenhart**

Secretary

Title

**Date:    March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Smith Cove Preservation Trust  
8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
March 29, 2012 – \$10,000
  
- 3. Purposes of the grant:**  
  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, conservation of natural resources, especially the scenic beauty of the shoreline on the coast of Maine.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$10,000 for the following: Professional fees, \$10,000.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by:        Smith Cove Preservation Trust**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* Nancy S. Lenhart

Secretary

Title

**Date:    March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Smith Cove Preservation Trust  
8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
July 26, 2012 – \$20,000
  
- 3. Purposes of the grant:**  
  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, conservation of natural resources, especially the scenic beauty of the shoreline on the coast of Maine.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$20,000 for the following: Professional fees, \$20,000.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None



**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by:        Smith Cove Preservation Trust**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* **Nancy S. Lenhart**

Secretary

Title

**Date:    March 30, 2013**

**VESPER FOUNDATION**  
**E.I.N. 23-6251198**  
**ATTACHMENT – 2011 FORM 990-PF**

**The following information is furnished with respect to grants subject to expenditure responsibility pursuant to Treasury Regulations §53.4945-5(d) (2).**

- (i)            Grantee – Smith Cove Preservation Trust  
8223 Brecksville Road, #100  
Brecksville, Ohio 44141-1361**
- (ii)           Grant paid August 20, 2012      \$15,000**
- (iii)           Purposes of grant – to provide funds in order to enable  
Grantee to meet operating expenses incurred in carrying  
out activities in furtherance of its exempt purpose.**
- (iv)           Expended by Grantee for above purposes through  
December 31, 2012:    \$7,136**
- (v)           Grantee used funds solely for designated purposes in  
2012.**
- (vi) & (vii)   Financial reports (unaudited) received from Grantee on  
the date(s):    March 30, 2013**

**ANNUAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Smith Cove Preservation Trust  
8223 Brecksville Road #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
August 20, 2012 - \$15,000
  
- 3. Purposes of the grant:**  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, conservation of natural resources, especially the scenic beauty of the shoreline on the coast of Maine.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$7,136 for the following: Professional fees, \$6,801, Real Estate Tax, \$335.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:**  
This is the first report concerning this grant.

**8. Progress made in accomplishing the purpose of the grant:**

Funds were immediately used to pay operating expenses. The excess shall be used within 2013.

**Report submitted by:      Smith Cove Preservation Trust**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* **Nancy S. Lenhart**

Secretary

**Title**

**Date:    March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

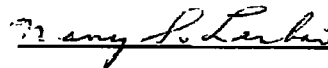
- 1. Name and address of grantee:** Wetlands Foundation, 8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
December 2, 2011 – \$20,000
  
- 3. Purposes of the grant:**  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, including land reclamation costs.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$10,000 for the following: Wages, \$15,364; Payroll taxes, \$1,140; Utilities, \$1,579; Office expense, \$1,200; Repairs, \$682 and Franchise taxes, \$35.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** March 30, 2012

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by: Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

 Nancy S. Lenhart

Secretary

Title

**Date: March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

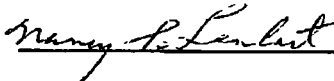
- 1. Name and address of grantee:** Wetlands Foundation, 8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
March 29, 2012 – \$10,000
  
- 3. Purposes of the grant:**  
  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, including land reclamation costs.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$10,000 for the following: Wages, \$8,237; Payroll taxes, \$406; Utilities, \$602; Office expense, \$600; Repairs, \$155 and Franchise tax, \$-0-.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by: Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

 Nancy S. Lenhart

Secretary

Title

**Date: March 30, 2013**



**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

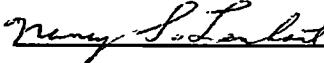
- 1. Name and address of grantee:** Wetlands Foundation, 8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
June 18, 2012 – \$20,000
  
- 3. Purposes of the grant:**  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, including land reclamation costs.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$10,000 for the following: Wages, \$7,719; Payroll taxes, \$380; Utilities, \$211; Office expense, \$600; Repairs, \$572 and Real estate tax, \$10,518.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by:      Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

 **Nancy S. Lenhart**

**Secretary**

**Title**

**Date: March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Wetlands Foundation, 8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
August 28, 2012 – \$10,000
  
- 3. Purposes of the grant:**  
  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, including land reclamation costs.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$10,000 for the following: Wages, \$8,264; Payroll taxes, \$571; Utilities, \$124; Office expense, \$600; Repairs, \$256 and Legal fees, \$185.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by: Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* **Nancy S. Lenhart**

Secretary

Title

**Date: March 30, 2013**

**FINAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(to be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Wetlands Foundation, 8223 Brecksville Road, #100  
Brecksville, OH 44141-1361
  
- 2. Date and amount of grant from Vesper Foundation:**  
November 2, 2012 – \$10,000
  
- 3. Purposes of the grant:**  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes, including land reclamation costs.
  
- 4. Amount of grant expended by grantee from date of grant to last day of grantee's fiscal year and use of the funds (list expenditures by general categories, including salaries, travel and supplies):**  
  
Total spending of \$20,000 for the following: Wages, \$6,271; Payroll taxes, \$316; Utilities, \$298; Office expense, \$600 and Repairs, \$2,515.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:** None

**8. Progress made in accomplishing the purpose of the grant:**

The payment of expenses and land reclamation costs in the performance of grantee's exempt purposes.

**Report submitted by: Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

*Nancy S. Lenhart* **Nancy S. Lenhart**

Secretary

Title

**Date: March 30, 2013**

**VESPER FOUNDATION**  
**E.I.N. 23-6251198**  
**ATTACHMENT – 2011 FORM 990-PF**

**The following information is furnished with respect to grants subject to expenditure responsibility pursuant to Treasury Regulations §53.4945-5(d) (2).**

- (i)        **Grantee – Wetlands Foundation**  
             **8223 Brecksville Road, #100**  
             **Brecksville, Ohio 44141-1361**
- (ii)       **Grant paid December 20, 2012       \$10,000**
- (iii)      **Purposes of grant – to provide funds in order to enable Grantee to (1) begin reclamation of land acquired on or in close proximity to the coastal and inland waters of Maine for conservation, protection from development, and preservation of the natural features, flora and fauna of the land in accordance with the Grantee's exempt purposes; and (2) meet operating expenses incurred in carrying out activities in furtherance of its exempt purpose.**
- (iv)       **Expended by Grantee for above purposes through December 31, 2012:   \$ 3,749**
- (v)        **Grantee used funds solely for designated purposes in 2012.**
- (vi) & (vii)   **Financial reports (unaudited) received from Grantee on the date(s):   March 30, 2013**

**ANNUAL REPORT OF GRANTEE TO  
VESPER FOUNDATION**

**(To be completed and returned to Vesper Foundation  
within 90 days after the close of the Grantee's fiscal year)**

- 1. Name and address of grantee:** Wetlands Foundation,  
8223 Brecksville Road, #100,  
Brecksville, OH 44141-1361.
  
- 2. Date and amount of grant from Vesper Foundation:**  
December 20, 2012 - \$10,000
  
- 3. Purposes of the grant:**  
To meet operating expenses incurred in carrying out activities in furtherance of its exempt purposes.
  
- 4. Expenditures made from the grant funds (including salaries, travel and supplies):**  
Total spending of \$3,749 for the following: Wages, \$3,249; Payroll taxes, \$200 and Office expense, \$300.
  
- 5. Amount of grant funds diverted from purposes of grant specified in line 3:** None
  
- 6. Use of diverted grant funds:** Not Applicable
  
- 7. Dates on which grantee has previously submitted reports to Vesper Foundation and subject matter of reports:**  
This is the first report concerning this grant.



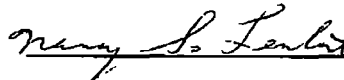
**8. Progress made in accomplishing the purpose of the grant:**

Funds were immediately used to pay operating expenses. The excess shall be used within 2013.

**Report submitted by: Wetlands Foundation**

**The undersigned hereby certified on behalf of the grantee that the  
foregoing information is correct.**

•

 Nancy S. Lenhart

Secretary

Title

**Date:** March 30, 2013

# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## **Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>VESPER FOUNDATION</b>	Employer identification number (EIN) or <b>23-6251198</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>8223 BRECKSVILLE RD #100</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>BRECKSVILLE, OH 44141</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**NANCY S. LENHART - 8223 BRECKSVILLE ROAD, SUITE 100 -**

- The books are in the care of ► **BRECKSVILLE, OH 44141-1361**

Telephone No. ► **440-838-4700**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2012** or  
► ☐ tax year beginning , and ending .

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>0.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	<b>3b</b>	\$	<b>0.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

Form **8868** (Rev. 1-2013)