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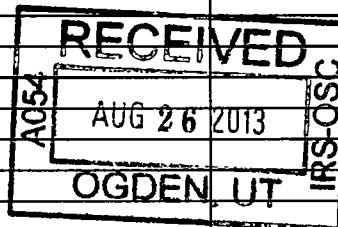
**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

For calendar year 2012 or tax year beginning , and ending

Name of foundation A H & Helen Weiss Foundation		A Employer identification number 23-6298302
Number and street (or P O box number if mail is not delivered to street address) 200 Four Falls Corp Ctr	Room/suite 400	B Telephone number (see instructions) (610) 941-2349
City or town, state, and ZIP code West Conshohocken PA 19428-0800		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) \$ 2,398,065	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	75,653	75,653		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-4,154			
	b Gross sales price for all assets on line 6a	796,071			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	71,499	75,653	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	15,647			
	b Accounting fees (attach schedule)	6,750			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	655			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15,452			
	24 Total operating and administrative expenses. Add lines 13 through 23	38,504	0	0	0
	25 Contributions, gifts, grants paid	82,863			82,863
26 Total expenses and disbursements. Add lines 24 and 25	121,367	0	0	82,863	
27 Subtract line 26 from line 12	-49,868				
a Excess of revenue over expenses and disbursements		75,653			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	160,576	147,578	147,578
	2	Savings and temporary cash investments	5,037		
	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) ▶ 606,700			
		Less allowance for doubtful accounts ▶	557,224	606,700	602,996
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	358,641	411,620	410,681
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ See Attached Statement)	1,294,626	1,160,338	1,236,810
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,376,104	2,326,236	2,398,065
	17	Accounts payable and accrued expenses	6,500	6,500	
	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 ▶ Exchanges)			
	23	Total liabilities (add lines 17 through 22)	6,500	6,500	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	2,369,604	2,319,736	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,369,604	2,319,736	
	31	Total liabilities and net assets/fund balances (see instructions)	2,376,104	2,326,236	

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	2,369,604
2	Enter amount from Part I, line 27a	2	-49,868
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,319,736
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,319,736

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 Publicly traded securities				
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 796,071		800,225	-4,154	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-4,154	
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	-4,154
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				

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	127,714	2,291,517	0.055733
2010	100,925	2,492,257	0.040495
2009	103,974	2,210,027	0.047046
2008	106,419	2,579,300	0.041259
2007	106,695	2,908,077	0.036689
2 Total of line 1, column (d)			2 0.221222
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.044244
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 2,186,979
5 Multiply line 4 by line 3			5 96,761
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 757
7 Add lines 5 and 6			7 97,518
8 Enter qualifying distributions from Part XII, line 4			8 82,863
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)

1 a	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 type="checkbox"/> and enter 1% of Part I, line 27b	1	1,513	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	1,513	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,513	
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,225	
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	1,225	
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	288	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 ► Burton K. Stein, Esq., Cozen & O'Connor Located at ► Ste 400 200 Four Falls Corp Ctr West Conshohocken PA Telephone no ► (610) 941-2349 ZIP+4 ► 19428			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 ► 20 10 , 20 11 , 20 _____ , 20 _____	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____ , 20 _____ , 20 _____ , 20 _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	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)?**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

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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7b** N/A**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
Stephen A Cozen, Esq 1900 Market Street Philadelphia, PA 19103	Trustee 2 00			
Linda Saltz 941 Lindy Lane Bala Cynwyd, PA 19004	Trustee 1 00			
Albert Nalibotsky 7216 St Clair Drive Charlotte, NC 28270	Trustee 1 00			

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

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

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

☒

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
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	
Total. Add lines 1 through 3	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	2,115,886
b	Average of monthly cash balances	1b	104,397
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,220,283
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,220,283
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	33,304
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,186,979
6	Minimum investment return. Enter 5% of line 5	6	109,349

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	109,349
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,513
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,513
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	107,836
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	107,836
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	107,836

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	82,863
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	82,863
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	82,863

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				107,836
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			6,893	
b Total for prior years 20 <u>08</u> , 20 <u>09</u> , 20 <u>10</u>		21,661		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>82,863</u>				
a Applied to 2011, but not more than line 2a			6,893	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				75,970
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		21,661		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		21,661		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				31,866
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

[illegible]

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))

None

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 XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	75,653	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-4,154	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		71,499	0
13	Total. Add line 12, columns (b), (d), and (e)				13	71,499

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

[illegible]

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Cystic Fibrosis Foundation

Street

6931 Arlington Road

City

Bethesda

State

MD

Zip Code

20814

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Easter Searls of SE PA

Street

3975 Conshohocken Avenue

City

Philadelphia

State

PA

Zip Code

19131-5484

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Emory University

Street

815 Houston Mill Road

City

Atlanta

State

GA

Zip Code

30322

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Emory University / Emory College

Street

809 Gatewood Road

City

Atlanta

State

GA

Zip Code

30322

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

350

Name

Entertainment Industry Foundation

Street

1201 West 5th Street, Suite T700

City

Los Angeles

State

CA

Zip Code

90013

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Epilepsy Foundation of Eastern PA

Street

Suite 700, 919 Walnut Street

City

Philadelphia

State

PA

Zip Code

19107-5289

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Fraxa Foundation

Street

45 Pleasant Street

City

Newburyport

State

MA

Zip Code

01950

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

1,000

Name

Georgetown University

Street

2115 Wisconsin Ave, NW, Suite 500

City

Washington

State

DC

Zip Code

20007

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Hadassah The Women's Zionist Org of America

Street

50 West 58th Street

City

New York

State

NY

Zip Code

10019

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Har Zion Temple

Street

1500 Hagys Ford Road

City

Narberth

State

PA

Zip Code

19072

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

3,739

Name

Harold Robinson Foundation

Street

10008 National Blvd, Suite 324

City

Los Angeles

State

CA

Zip Code

90034

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

150

Name

High Country Hospice

Street

136 Furman Road, Suite 4

City

Boone

State

NC

Zip Code

28607

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

200

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Hirshberg Foundation for Pancreatic Cancer

Street

2990 S Sepulveda Blvd Suite 300C

City

Los Angeles

State

CA

Zip Code

90064

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Hospital of University of PA

Street

3400 Spruce Street

City

Philadelphia

State

PA

Zip Code

19104

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

9,200

Name

Jewish Family & Children's Services

Street

5th Floor, 2100 Arch Street

City

Philadelphia

State

PA

Zip Code

19103

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Jewish Federation of Greater Charlotte

Street

5007 Providence Road

City

Charlotte

State

NC

Zip Code

28226

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

3,200

Name

Jewish Federation of Greater Philadelphia

Street

2100 Arch Street

City

Philadelphia

State

PA

Zip Code

19103

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

5,500

Name

Jewish Learning Venture

Street

7607 Old York Road

City

Melrose Park

State

PA

Zip Code

19027

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

574

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Kimmel Center Inc

Street

Suite 901, 260 South Broad Street

City

Philadelphia

State

PA

Zip Code

19102

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Los Angeles Conservancy

Street

523 West Sixth Street, Suite 826

City

Los Angeles

State

CA

Zip Code

90014

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

50

Name

Los Angeles Mission

Street

P O Box 55900

City

Los Angeles

State

CA

Zip Code

90013

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Lustgarten Foundation

Street

1111 Stewart Avenue

City

Bethpage

State

NY

Zip Code

11714

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Maccabi USA / Sports for Israel

Street

P O Box 96462

City

Washington

State

DC

Zip Code

20090-6462

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

MADD

Street

1000 E Hector St, #440

City

Conshohocken

State

PA

Zip Code

19428

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Madlyn & Leonard Abramson Ctr for Jewish Life

Street

1425 Horsham Road

City

North Wales

State

PA

Zip Code

19454-1320

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

10,000

Name

March of Dimes

Street

P O Box 8972

City

Topeka

State

KS

Zip Code

66608-8972

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Motion Picture Television Fund

Street

23388 Mulholland Drive

City

Woodland Hills

State

CA

Zip Code

91364

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

50

Name

Nalibotsky Family Cardiac Transplant Fund

Street

P O Box 32861

City

Charlotte

State

NC

Zip Code

28232-2861

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

20,000

Name

National Foundation for Cancer Research

Street

Suite 525, 4600 East West Highway

City

Bethesda

State

MD

Zip Code

20814

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

200

Name

National Stroke Association

Street

9707 E Easter Lane

City

Englewood

State

CO

Zip Code

80112

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Natural Resources Defense Council

Street

40 W 20th Street

City

New York

State

NY

Zip Code

10011

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

50

Name

Providence Day School

Street

5800 Sardis Road

City

Charlotte

State

NC

Zip Code

28270

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Ronald McDonald House

Street

3925 Chestnut Street

City

Philadelphia

State

PA

Zip Code

19104

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Samuel D Cozen Memorial Fund

Street

Suite 400, 200 Four Falls Corp Ctr

City

W Conshohocken

State

PA

Zip Code

19428-0800

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Shane's Inspiration

Street

15213 Burbank Blvd

City

Van Nuys

State

CA

Zip Code

91411

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

Sigma Nu Educational Foundation

Street

9 Lewis Street, P O Box 1869

City

Lexington

State

VA

Zip Code

24450

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

50

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Simon Wiesenthal Center

Street

1399 South Roxbury Drive

City

Los Angeles

State

CA

Zip Code

90035-4709

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

200

Name

Susan Komen Cancer Foundation

Street

P O Box 224523

City

Dallas

State

TX

Zip Code

75222-4523

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

400

Name

Temple Beth Ami

Street

14330 Travilah Road

City

Rockville

State

MD

Zip Code

20850-3527

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

4,000

Name

Temple Isaiah

Street

10345 West Pico Blvd

City

Los Angeles

State

CA

Zip Code

90064

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

3,500

Name

Temple Israel

Street

4901 Providence Road

City

Charlotte

State

NC

Zip Code

28226

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

3,000

Name

The Children's Hospital Foundation

Street

P O Box 7790

City

Philadelphia

State

PA

Zip Code

19101-9975

Foreign Country**Relationship****Foundation Status**

501(3)(3)

Purpose of grant/contribution

Program support

Amount

2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

The Denise Natter Fund, Mem Sloane Kettering Cancer Ctr

Street

1275 York Avenue

City

New York

State

NY

Zip Code

10021

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Pogram support

Amount

500

Name

The Marine Mammal Center

Street

2000 Bunker Road

City

Sausalito

State

CA

Zip Code

94965

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Pogram support

Amount

50

Name

The Salvation Army

Street

P O Box 26899

City

Lehigh Valley

State

PA

Zip Code

18008-6800

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

The Shoah Visual History Foundation

Street

3375 S Hoover St, UVI-H208

City

Los Angeles

State

CA

Zip Code

90089

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

500

Name

Turning Point School

Street

8780 National Blvd

City

Culver City

State

CA

Zip Code

90232

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

1,500

Name

U S Holocaust Memorial Museum

Street

P O Box 90988

City

Washington

State

DC

Zip Code

20090-0988

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

250

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

United Jewish Federation

Street

6505 Wilshire Blvd 10th Floor

City

Los Angeles

State

CA

Zip Code

90048

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name

University of Maryland, Office of the President

Street

4100 Riggs Alumni Center

City

College Park

State

MD

Zip Code

20742

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

2,900

Name

Volunteer Medical Services COrp Lwr Merion & Narberth

Street

101 Sibley Avenue

City

Ardmore

State

PA

Zip Code

19003

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

50

Name

WHYY, Inc

Street

150 N 6th Street

City

Philadelphia

State

PA

Zip Code

19106

Foreign Country**Relationship****Foundation Status**

501(c)(3)

Purpose of grant/contribution

Program support

Amount

100

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount		Totals										Net Gain or Loss	
		Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses		Other sales		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss				
								796,071		800,225		-4,154			
								0		0		-0			
Check "X" to include in Part IV				Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
1	X	Description	CUSIP #	Purchaser				796,071	800,225					-4,154	
		Publically traded securities													

Part I, Line 16a (990-PF) - Legal Fees

		15,647	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Cozen & O'Connor	15,647			

Part I, Line 16b (990-PF) - Accounting Fees

		6,750	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Mayer, Shanzer & Mayer, PC	6,750			

Part I, Line 18 (990-PF) - Taxes

		655	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax - Foreign	655			

Part I, Line 23 (990-PF) - Other Expenses

		15,452	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Fund Raising			
2	Registration			
3	Investment fees	15,437		
4	Bank charges	15		

Part I, Line 23 (990-PF) - Other Expenses

		0
Disbursements for Charitable Purposes		
1		
2		
3		
4		

Part II, Line 7 (990-PF) - Other Notes

0557,224606,7000602,996																
Borrower's Name	Check "X" if Business	Check "X" if 501(c)(3) Org	Original Amount	Net Balance Due Beginning of Year	Balance Due End of Year	Allowance for Doubtful Accts End of Year	FMV of Other Notes	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Consideration FMV	Relationship
1 British Columbia Her Majesty				0	53,157		52,948									
2 Council of Europe Dev				130,619	130,619		130,097									
3 FFCB				108,142												
4 FHUB				0	102,280		101,836									
5 FHUB				108,683												
6 MANITOBA (PROVINCE OF)				0	53,134		53,305									
7 General Electric Capital				102,620												
8 ONTARIO (PROVINCE OF)				0	50,672		50,838									
9 KFW				107,460	51,106		51,089									
10 FHUB				0	111,390		107,547									
11 FHUB				0	54,342		55,336									

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		Federal		State/Local		Federal		State/Local	
		Num Shares/ Face Value		Book Value Beg of Year		Book Value End of Year		FMV Beg of Year		FMV End of Year		State/Local Obligation	
1	U S Treasury Note 2014			99,641		99,641		99,823		100,096			
2	U S Treasury Note 2014			100,720		100,720		101,782		101,196			
3	U S Treasury Note 2014			158,280		158,280		158,625		156,775			
4	U S Treasury Note 2014					52,979				52,614			

Part II, Line 15 (990-PF) - Other Assets

		1,294,626	1,160,338	1,236,810
		Book Value	Book Value	FMV End
		Beg of Year	End of Year	of Year
1	Israel Bonds	82,000	82,000	82,000
2	Marketable Securities	1,212,626	1,078,338	1,154,810

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Stephen A Cozen, Esq		1900 Market Street	Philadelphia	PA	19103		Trustee	200			
2	Linda Salz		941 Lindy Lane	Bala Cynwyd	PA	19004		Trustee	100			
3	Albert Nalibolsky		7216 St Clair Drive	Charlotte	NC	28270		Trustee	100			