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

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation PECO FOUNDATION		A Employer identification number 23-7031675
Number and street (or P O box number if mail is not delivered to street address) ONE PENN PLAZA, 4TH FL, STE 440	Room/suite	B Telephone number 212-997-0600
City or town, state, and ZIP code NEW YORK, NY 10119		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 checked="" 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) \$ 21,040,079. (Part I, column (d) must be on cash basis.)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		16,265.	16,265.		STATEMENT 1
4 Dividends and interest from securities		623,821.	623,811.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		397,272.			
b Gross sales price for all assets on line 6a		2,418,359.			
7 Capital gain net income (from Part IV, line 2)			397,272.		
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		599.	599.	RECEIVED STATEMENT 3	
12 Total. Add lines 1 through 11		1,037,957.	1,037,947.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		8,500.	4,250.	NOV 21 2013 OGDEN, UT	4,250.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		23,066.	1,966.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		85,761.	43,524.		42,237.
24 Total operating and administrative expenses. Add lines 13 through 23		117,327.	49,740.		46,487.
25 Contributions, gifts, grants paid		961,887.			961,887.
26 Total expenses and disbursements. Add lines 24 and 25		1,079,214.	49,740.		1,008,374.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<41,257.>			
b Net investment income (if negative, enter -0-)			988,207.		
c Adjusted net income (if negative, enter -0-)				N/A	

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2

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				
	2	Savings and temporary cash investments		306,387.	375,282.	375,282.
	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 STMT 9		209,813.	209,813.	238,439.
	b	Investments - corporate stock STMT 10		6,478,814.	6,335,411.	20,363,158.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		29,828.	63,692.	63,200.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		7,024,842.	6,984,198.	21,040,079.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		7,024,842.	6,984,198.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		7,024,842.	6,984,198.		
31	Total liabilities and net assets/fund balances		7,024,842.	6,984,198.		

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	7,024,842.
2	Enter amount from Part I, line 27a	2	<41,257.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	613.
4	Add lines 1, 2, and 3	4	6,984,198.
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	6,984,198.

Form 990-PF (2012)

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 SEE ATTACHED STATEMENTS			
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 2,418,359.		2,021,087.	397,272.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			397,272.

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	397,272.
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	N/A

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	969,571.	20,074,371.	.048299
2010	878,376.	19,842,171.	.044268
2009	896,391.	17,358,558.	.051640
2008	766,288.	18,379,897.	.041692
2007	563,904.	15,714,984.	.035883

2 Total of line 1, column (d)	2	.221782
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	.044356
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	22,097,268.
5 Multiply line 4 by line 3	5	980,146.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,882.
7 Add lines 5 and 6	7	990,028.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,008,374.

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

Table with 11 rows for excise tax calculations. Line 1: 9,882. Line 2: 0. Line 3: 9,882. Line 4: 0. Line 5: 9,882. Line 6a: 13,000. Line 7: 13,000. Line 8: 98. Line 9: (blank). Line 10: 3,020. Line 11: 0.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity questions and Yes/No columns. 1a: No. 1b: No. 1c: No. 1d: 0. 1e: 0. 2: No. 3: No. 4a: No. 4b: N/A. 5: No. 6: No. 7: No. 8a: NY. 8b: No. 9: No. 10: No.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JEFFREY FEINMAN Telephone no 212-997-0600 Located at C/O ONE PENN PLAZA, SUITE 440, NEW YORK, NY ZIP+4 10119
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

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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
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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PETER CURRAN P.O. BOX 6438 KETCHUM, ID 83340	PRESIDENT 5.00	0.	0.	0.
CONSTANCE CURRAN MCPHEE 680 WEST END AVENUE NEW YORK, NY 10025	VICE-PRESIDENT 5.00	0.	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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

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	21,767,740.
b	Average of monthly cash balances	1b	666,035.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,433,775.
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	22,433,775.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	336,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,097,268.
6	Minimum investment return. Enter 5% of line 5	6	1,104,863.

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	1,104,863.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,882.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,882.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,094,981.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,094,981.
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	1,094,981.

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	1,008,374.
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	1,008,374.
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	9,882.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	998,492.

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				1,094,981.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			960,874.	
b Total for prior years:		0.		
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: ▶ \$ 1,008,374.				
a Applied to 2011, but not more than line 2a			960,874.	
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				47,500.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				1,047,481.
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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.					
3 Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE ONE PENN PLAZA, 4TH FLOOR NEW YORK, NY 10119	NONE	IRC SECTION 501(C)(3) ORG.	GENERAL PURPOSE	961,887.
Total			▶ 3a	961,887.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

PECO FOUNDATION

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 CHARLES SCHWAB 7147	P		
b 6000 SHARES PROCTOR & GAMBLE	D		
c CHARLES SCHWAB 5805	P		
d CHARLES SCHWAB 6404	P		
e CHARLES SCHWAB 5087	P		
f CHARLES SCHWAB 3845	P		
g FROM K-1 POWERSHARES DB COMMODITY INDEX TRACKING	P		
h CHARLES SCHWAB 7147	P		
i 15 SHS CALL OPTION PG JULY 12 67.50	P		
j 15 SHS CALL OPTION PG JULY 12 67.50	P		
k CHARLES SCHWAB 5816	P		
l CHARLES SCHWAB 5805	P		
m CHARLES SCHWAB 6404	P		
n CHARLES SCHWAB 5087	P		
o FROM K-1 POWERSHARES DB COMMODITY INDEX TRACKING	P		

(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 149,907.		198,926.	<49,019.>
b 397,791.		396.	397,395.
c 300,788.		276,431.	24,357.
d 149,144.		137,364.	11,780.
e 87,193.		83,951.	3,242.
f 1,084,322.		1,089,150.	<4,828.>
g		577.	<577.>
h 48,248.		46,621.	1,627.
i 1,755.			1,755.
j 1,380.			1,380.
k 20,960.		20,652.	308.
l 16,776.		20,602.	<3,826.>
m 71,735.		73,818.	<2,083.>
n 87,573.		71,559.	16,014.
o 199.			199.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<49,019.>
b			397,395.
c			24,357.
d			11,780.
e			3,242.
f			<4,828.>
g			<577.>
h			1,627.
i			1,755.
j			1,380.
k			308.
l			<3,826.>
m			<2,083.>
n			16,014.
o			199.

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	

PECO FOUNDATION

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 ADJUSTMENT TO BASIS ON PTP SALE	P		
b FROM K-1 POWERSHARES DB COMMODITY INDEX FUND - SE	P		
c FROM K-1 POWERSHARES DB COMMODITY INDEX FUND - SE	P		
d FROM K-1 POWERSHARES DB AGRICULTURE FUND - SECTIO			
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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		613.	<613.>
b	258.		258.
c	172.		172.
d		427.	<427.>
e	158.		158.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<613.>
b			258.
c			172.
d			<427.>
e			158.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	397,272.
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	N/A

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

SOURCE	AMOUNT
BNY MELLON	2,888.
CHARLES SCHWAB	9,537.
FROM K-1 - POWERSHARES DB AGRICULTURE FUND	2.
FROM K-1 - POWERSHARES DB COMMODITY INDEX TRACKING FUND	28.
JPMORGAN CHASE BANK	16.
PERSHING ADVISOR SOLUTIONS	3,794.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,265.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON	7,122.	0.	7,122.
CHARLES SCHWAB	192,477.	158.	192,319.
JPMORGAN CHASE BANK	407,468.	0.	407,468.
PERSHING ADVISOR SOLUTIONS	16,912.	0.	16,912.
TOTAL TO FM 990-PF, PART I, LN 4	623,979.	158.	623,821.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	599.	599.	
TOTAL TO FORM 990-PF, PART I, LINE 11	599.	599.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,500.	4,250.		4,250.
TO FORM 990-PF, PG 1, LN 16B	8,500.	4,250.		4,250.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	21,100.	0.		0.
FOREIGN TAXES	1,966.	1,966.		0.
TO FORM 990-PF, PG 1, LN 18	23,066.	1,966.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	41,413.	0.		41,413.
FILING FEES	750.	0.		750.
MANAGEMENT FEES	42,926.	42,926.		0.
MISC CHARGES	598.	598.		0.
CUSTODY SAFEKEEPING CHARGES	74.	0.		74.
TO FORM 990-PF, PG 1, LN 23	85,761.	43,524.		42,237.

FOOTNOTES			STATEMENT 7
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FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
ADJUSTMENT TO BASIS ON PTP DISPOSITION	613.
TOTAL TO FORM 990-PF, PART III, LINE 3	613.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST BILLS	X		209,813.	238,439.
TOTAL U.S. GOVERNMENT OBLIGATIONS			209,813.	238,439.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			209,813.	238,439.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	6,335,411.	20,363,158.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,335,411.	20,363,158.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POWERSHARES DB AGRICULTURE FUND	COST	0.	0.
POWERSHARES DB COMMODITY INDEX	COST	63,692.	63,200.
TOTAL TO FORM 990-PF, PART II, LINE 13		63,692.	63,200.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

PETER CURRAN
CONSTANCE CURRAN MCPHEE

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
1/24/2012	AMERICANS FOR UNFPA INC	AVAILABLE ON CHARITY WEBSITE	1,000.00
1/26/2012	HEALTH VOLUNTEERS OVERSEAS	AVAILABLE ON CHARITY WEBSITE	24,000.00
2/25/2012	BLAINE COUNTY RECREATIONAL DISTRICT	AVAILABLE ON CHARITY WEBSITE	10,000.00
3/1/2012	Theaterworks	AVAILABLE ON CHARITY WEBSITE	1,000.00
3/10/2012	COLUMBIA UNIVERSITY	AVAILABLE ON CHARITY WEBSITE	3,000.00
3/10/2012	FLOURISH FOUNDATION INC	AVAILABLE ON CHARITY WEBSITE	1,000.00
3/10/2012	THE NATURE CONSERVANCY	AVAILABLE ON CHARITY WEBSITE	2,500.00
3/10/2012	THE COMMUNITY SCHOOL	AVAILABLE ON CHARITY WEBSITE	1,000.00
3/27/2012	SUN VALLEY CENTER FOR THE ARTS	AVAILABLE ON CHARITY WEBSITE	4,000.00
3/27/2012	SUN VALLEY SUMMER SYMPHONY	AVAILABLE ON CHARITY WEBSITE	10,000.00
4/12/2012	THE PUBLIC THEATER	AVAILABLE ON CHARITY WEBSITE	2,000.00
4/28/2012	INTERNATIONAL BIKING ASSOCIATION	AVAILABLE ON CHARITY WEBSITE	1,000.00
5/13/2012	COMPANY OF FOOLS	AVAILABLE ON CHARITY WEBSITE	2,500.00
5/15/2012	INTERNATIONAL Print Center Of NY	AVAILABLE ON CHARITY WEBSITE	600.00
6/2/2012	BOISE STATE PUBLIC RADIO	AVAILABLE ON CHARITY WEBSITE	100.00
6/5/2012	BLAINE COUNTY RECREATIONAL DISTRICT	AVAILABLE ON CHARITY WEBSITE	100.00
7/21/2012	ATLANTIC THEATER COMPANY	AVAILABLE ON CHARITY WEBSITE	2,500.00
7/25/2012	SUN VALLEY SYMPHONY	AVAILABLE ON CHARITY WEBSITE	300.00
7/25/2012	Sun VALLEY Writers CONFERENCE	AVAILABLE ON CHARITY WEBSITE	5,000.00
7/30/2012	WOOD RIVER YMCA	AVAILABLE ON CHARITY WEBSITE	250.00
7/30/2012	COMMUNITY SCHOOL	AVAILABLE ON CHARITY WEBSITE	2,500.00
7/30/2012	SUN VALLEY ADAPTIVE SPORTS	AVAILABLE ON CHARITY WEBSITE	2,500.00
8/13/2012	SUN VALLEY CENTER FOR THE ARTS	AVAILABLE ON CHARITY WEBSITE	8,000.00
8/18/2012	FRIENDS OF UNFPA	AVAILABLE ON CHARITY WEBSITE	1,600.00
9/5/2012	COMMUNITY SCHOOL	AVAILABLE ON CHARITY WEBSITE	2,000.00
9/8/2012	WOOD RIVER YMCA	AVAILABLE ON CHARITY WEBSITE	5,000.00
9/24/2012	HEALTH VOLUNTEERS OVERSEAS	AVAILABLE ON CHARITY WEBSITE	8,000.00
9/24/2012	UVA ALUMNI ASSOCIATION	AVAILABLE ON CHARITY WEBSITE	450.00
9/24/2012	MCCLAREN NORTHERN MICHIGAN FOUNDATION	AVAILABLE ON CHARITY WEBSITE	10,000.00
11/15/2012	NATIONAL NORDIC FOUNDATION	AVAILABLE ON CHARITY WEBSITE	15,000.00
11/15/2012	THE HUNGER COALITION	AVAILABLE ON CHARITY WEBSITE	12,500.00
11/15/2012	DARTMOUTH COLLEGE	AVAILABLE ON CHARITY WEBSITE	5,000.00
11/15/2012	BOISE STATE PUBLIC RADIO	AVAILABLE ON CHARITY WEBSITE	1,000.00
11/15/2012	BRANDEIS UNIVERSITY ANNUAL FUND	AVAILABLE ON CHARITY WEBSITE	1,000.00
11/15/2012	COLUMBIA UNIVERSITY	AVAILABLE ON CHARITY WEBSITE	5,000.00

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
11/15/2012	AMERICAN FRIENDS OF PARIS OPERA & BALLET	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/15/2012	THE ADVOCATES	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	DANCE THEATER WORKSHOP	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/19/2012	EQUALITY NOW INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	INTERNATIONAL WOMEN'S HEALTH COALITION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	NEXT STAGE THEATER	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	V-DAY	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/19/2012	AMNESTY INTERNATIONAL USA	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
11/19/2012	COMPASSION & CHOICES	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	THE DAMON RUNYON WALTER WINCHELL FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	DEBRA Foundation	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	COMPUTERS 2 SD KIDS	AVAILABLE ON CHARITY WEBSITE	\$ 500.00
11/19/2012	HOSPICE AND PALLIATIVE CARE OF THE WOOD RIVER VALLEY INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	JOYCE THEATER FOUNDATION INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	VIDYAICA	AVAILABLE ON CHARITY WEBSITE	\$ 500.00
11/19/2012	WRWCF	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
11/19/2012	WORLD BICYCLE RELIEF	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	NEW YORK PUBLIC RADIO	AVAILABLE ON CHARITY WEBSITE	\$ 500.00
11/19/2012	PAKIRAMA USA INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/19/2012	BROOKLYN ACADEMY OF MUSIC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	ISEF	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/19/2012	SPOLETO FESTIVAL USA	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/19/2012	WOMEN FOR WOMEN	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/19/2012	WOOD RIVER Jewish Community	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/30/2012	BLAINE COUNTY SENIORS COUNCIL INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/30/2012	SUN VALLEY OPERA	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
11/30/2012	THE FRIENDS OF ALJON COLLEGE	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/30/2012	ARCH COMMUNITY HOUSING TRUST INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/30/2012	HEAL AFRICA	AVAILABLE ON CHARITY WEBSITE	\$ 7,500.00
11/30/2012	CENTER FOR FAMILY REPRESENTATION INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/30/2012	CURAMERICAS	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/30/2012	ANIMAL SHELTER OF WOOD RIVER VALLEY	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
11/30/2012	THE COMMUNITY LIBRARY	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
11/30/2012	WINTER WILDLANDS ALLIANCE	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/4/2012	L'ABRI FELLOWSHIP FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
12/4/2012	FRIENDS OF AIGLON COLLEGE	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/4/2012	BARD GRADUATE CENTER SCHOLARSHIP FUND	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	CENTRAL PARK CONSERVANCY	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	CLASSIC STAGE CO	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	COLLEGIATE SCHOOL INC	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/4/2012	CROSSWORLD	AVAILABLE ON CHARITY WEBSITE	\$ 6,000.00
12/4/2012	FRIENDS OF HIGH LINE	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/4/2012	FRIENDS OF KHMER CULTURE	AVAILABLE ON CHARITY WEBSITE	\$ 6,000.00
12/4/2012	GLIMMERGLASS FESTIVAL OPERA	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	HABITAT FOR HUMANITY NYC	AVAILABLE ON CHARITY WEBSITE	\$ 17,000.00
12/4/2012	Harbor Springs Area HISTORICAL SOCIETY	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	THE HUNTINGTON LIBRARY ART COLLECTIONS AND BOTANICAL GARDENS	AVAILABLE ON CHARITY WEBSITE	\$ 6,000.00
12/4/2012	INTERNATIONAL Print Center Of NY	AVAILABLE ON CHARITY WEBSITE	\$ 7,400.00
12/4/2012	INTERNATIONAL STUDENT HOUSE OF WASHINGTON DC	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	INTERSCHOOL ORCHESTRA OF NY	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	LITTLE TRAVERSE CONSERVANCY	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/4/2012	THE LOWER EAST SIDE PRINTSHOP INC	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/4/2012	MANNes College The New School For Music	AVAILABLE ON CHARITY WEBSITE	\$ 7,000.00
12/4/2012	THE NEW YORK BOTANICAL GARDEN	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/4/2012	NEW YORK GILBERT & SULLIVAN PLAYERS	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/4/2012	NEW YORK HISTORICAL SOCIETY	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/4/2012	NEW YORK PUBLIC RADIO	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/4/2012	AMERICAN MUSEUM OF NAT HISTORY	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	BROOKLYN ACADEMY OF MUSIC	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/4/2012	BROOKLYN MUSEUM OF ART	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/4/2012	CHAMBER MUSIC SOCIETY OF L C	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	CITY HARVEST	AVAILABLE ON CHARITY WEBSITE	\$ 17,000.00
12/4/2012	CROOKED TREE ARTS COUNCIL	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	THE GAMBLE HOUSE	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/4/2012	HARBOR INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/4/2012	INTERLOCHEN CENTER FOR THE ARTS	AVAILABLE ON CHARITY WEBSITE	\$ 7,000.00
12/4/2012	THE KEEWAYDIN FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/4/2012	NATIONAL ACADEMY OF DESIGN	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/4/2012	NEW YORK PUBLIC LIBRARY	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
12/4/2012	SMITHSONIAN INSTITUTE	AVAILABLE ON CHARITY WEBSITE	\$ 6,000.00
12/4/2012	THE DRAWING CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/5/2012	CHARLOTTEVILLE FREE CLINIC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/5/2012	ERC	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/5/2012	KETCHUM SUN VALLEY VOLUNTEER	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/5/2012	HEALTHRIGHT INTERNATIONAL	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/5/2012	FRIENDS OF KHMER CULTURE	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/5/2012	FRIENDS OF THE GAMBLE HOUSE	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/5/2012	HIGH COUNTRY NEWS	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/6/2012	122 EAST 66TH STREET FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/6/2012	PARK AVENUE ARMORY	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/6/2012	Trustees Of The Phillips Academy	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	CLASS OF 1978, PRINCETON UNIVERSITY	AVAILABLE ON CHARITY WEBSITE	\$ 4,000.00
12/6/2012	Print COUNCIL OF AMERICA INC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	RIVERSIDE PARK FUND INC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	ST HILDA'S & ST HUGH'S SCHOOL	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	ST JOSEPH'S INDIAN SCHOOL	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
12/6/2012	STORM KING ART CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/6/2012	THE SYMPONY SPACE INC	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
12/6/2012	TERRA PENINSULAR, A C	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/6/2012	TRUSTEES OF THE UNIVERSITY OF PENNSILVANIA	AVAILABLE ON CHARITY WEBSITE	\$ 8,000.00
12/6/2012	WILLIAMS COLLEGE - PARENTS FUND	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/6/2012	WYck Association	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/6/2012	WNET NEW YORK PUBLIC MEDIA	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	YOUNG CONCERT ARTISTS	AVAILABLE ON CHARITY WEBSITE	\$ 9,000.00
12/6/2012	THE JOHN UPDIKE SOCIETY	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
12/6/2012	TOP OF MICHIGAN TRAILS COUNCIL INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/6/2012	NATIONAL MUSEUM OF WOMEN IN THE ARTS	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	NEW YORK STUDIO SCHOOL	AVAILABLE ON CHARITY WEBSITE	\$ 6,000.00
12/6/2012	PRINCETON IN ASIA	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/6/2012	PRINCETON UNIVERSITY	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
12/6/2012	THE ROYAL OAK FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/6/2012	ST MICHAEL'S CHURCH	AVAILABLE ON CHARITY WEBSITE	\$ 35,000.00
12/6/2012	THE METROPOLITAN MUSEUM OF ART	AVAILABLE ON CHARITY WEBSITE	\$ 50,000.00

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
12/6/2012	TIP OF THE MITT WATERSHED COUNCIL	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/6/2012	WAVE HILL	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/6/2012	WILDLIFE CONSERVATION SOCIETY	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/6/2012	WORLD LEARNING	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/6/2012	WORLD MONUMENTS FUND	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	HEALTH VOLUNTEERS OVERSEAS	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/11/2012	INTERNATIONAL MEDICAL CORPS	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	LITTLE TRAVERSE CONSERVANCY	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	PHILLIPS EXETER ACADEMY	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	LEE P LEARNING CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	PETOSKEY HARBOR SPRINGS AREA COMMUNITY FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	POLARIS PROJECT	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	PROJECT HOPE	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	REMOTE AREA MEDICAL FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	REFUGEES INTERNATIONAL	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	ROCKING THE BOAT INC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/11/2012	RUBEN MUSEUM OF ART	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	SETCH	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/11/2012	ROTARUN SKI CLUB INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/11/2012	FRIENDS OF THE SAWTOOTH NATIONAL FOREST AVALANCHE CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/11/2012	SVSEF	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/13/2012	TREY MCINTYRE PROJECT	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/13/2012	USA CYCLING DEVELOPMENT FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/13/2012	VANDERBILT UNIVERSITY MEDICAL CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/13/2012	WESTERN ENVIRONMENTAL LAW CENTER	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/13/2012	WOOD RIVER BIKE COALITION	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/13/2012	MIDDLEBURY COLLEGE	AVAILABLE ON CHARITY WEBSITE	\$ 50,000.00
12/13/2012	TIP OF THE MITT WATERSHED COUNCIL	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/13/2012	WOOD RIVER LAND TRUST	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/19/2012	GLOBAL GRASSROOTS	AVAILABLE ON CHARITY WEBSITE	\$ 12,000.00
12/19/2012	ST LUKE'S WOOD RIVER FOUNDATION INC	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/20/2012	AGAINST MALARIA FOUNDATION	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00

Supplement to Form 990-PF, page 11, Part XV, Question 3a

DATE	DESCRIPTION	ADDRESS	AMOUNT
12/20/2012	GIVE WELL	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/26/2012	IDAHO YOUTH RANCH	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/26/2012	NEW YORK CARES	AVAILABLE ON CHARITY WEBSITE	\$ 1,500.00
12/26/2012	ACTION AGAINST HUNGER	AVAILABLE ON CHARITY WEBSITE	\$ 1,500.00
12/26/2012	NICARAGUA COVENANT	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/26/2012	AMERICAN HUMANE ASSOCIATION	AVAILABLE ON CHARITY WEBSITE	\$ 2,500.00
12/26/2012	DOCTORS WITHOUT THE BORDERS	AVAILABLE ON CHARITY WEBSITE	\$ 10,000.00
12/26/2012	INJURED MARINE SEMPER FI FUND	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/26/2012	HAROLD E LEMAY MUSEUM	AVAILABLE ON CHARITY WEBSITE	\$ 2,087.00
12/26/2012	WOMEN DELIVER	AVAILABLE ON CHARITY WEBSITE	\$ 1,500.00
12/26/2012	SUSTAINABLE HEALTH ENTERPRISES	AVAILABLE ON CHARITY WEBSITE	\$ 2,000.00
12/26/2012	IDAHO MUSEUM OF NATURAL HISTORY	AVAILABLE ON CHARITY WEBSITE	\$ 3,000.00
12/26/2012	PLANNED PARENTHOOD OF THE GREAT NORTHWEST	AVAILABLE ON CHARITY WEBSITE	\$ 5,000.00
12/30/2012	AMERICANS FOR UNFPA INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
12/31/2012	BE THE CHANGE INC	AVAILABLE ON CHARITY WEBSITE	\$ 1,000.00
	TOTALS		\$ 961,887.00

If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions PECO FOUNDATION	Employer identification number (EIN) or 23-7031675
	Number, street, and room or suite no. If a P.O. box, see instructions. ONE PENN PLAZA, 4TH FL, STE 440	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10119	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JEFFREY FEINMAN

- The books are in the care of **C/O ONE PENN PLAZA, SUITE 440 - NEW YORK, NY 10119**
Telephone No. **212-997-0600** FAX No. **212-997-0466**

- 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.

- I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**
- For calendar year **2012**, or other tax year beginning _____, and ending _____.
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension
THIRD PARTY INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT CURRENTLY AVAILABLE

8a 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.	8a	\$	13,000.
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 and any amount paid previously with Form 8868.	8b	\$	13,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA** Date