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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

**2012**  
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE BENEDICT SILVERMAN FOUNDATION C/O JAYNE BENTZEN % JAYNE BENTZEN		<b>A Employer identification number</b>  26-1441980	
Number and street (or P O box number if mail is not delivered to street address) 137 RIVERSIDE DRIVE STE PH Suite		<b>B Telephone number</b> (see instructions)  (212) 576-0336	
City or town, state, and ZIP code NEW YORK, NY 10024		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return<div><input type="checkbox"/> Final return<div><input type="checkbox"/> Address change</div></div><div><input type="checkbox"/> Initial return of a former public charity<div><input type="checkbox"/> Amended return<div><input type="checkbox"/> Name change</div></div></div></div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 19,759,883		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u>                    </u> (Part I, column (d) must be on cash basis.)	

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) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	4,146,000			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	6,599	6,599		
	<b>4</b> Dividends and interest from securities. . . . .	8,027	8,027		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	15,804,288			
	<b>b</b> Gross sales price for all assets on line 6a <u>19,775,568</u>				
	<b>7</b> Capital gain net income (from Part IV , line 2 ) . . . .		15,804,288		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	19,964,914	15,818,914		
	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .	14,385	11,500	0	0
	<b>b</b> Accounting fees (attach schedule) . . . . .	550	500	0	0
	<b>c</b> Other professional fees (attach schedule) . . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions)				
	<b>19</b> Depreciation (attach schedule) and depletion . . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	 18,680			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	33,615	12,000	0	0
	<b>25</b> Contributions, gifts, grants paid . . . . .	132,101			132,101
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	165,716	12,000	0	132,101
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	19,799,198			
	<b>b Net investment income</b> (if negative, enter -0-)		15,806,914		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )

Assets	1	Cash—non-interest-bearing . . . . .	159	92,004	92,004
	2	Savings and temporary cash investments . . . . .	0	1,119,175	1,119,789
	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 page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .		2,481,000	2,481,000
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)	0 <input checked="" type="checkbox"/>	3,603,900	3,604,474
	b	Investments—corporate stock (attach schedule) . . . . .	0 <input checked="" type="checkbox"/>	10,561,198	10,515,987
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	0 <input checked="" type="checkbox"/>	1,942,080	1,946,629
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	159	19,799,357	19,759,883	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" 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 (see page 17 of the instructions) . . . . .	159	19,799,357	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	159	19,799,357	

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	159
2	Enter amount from Part I, line 27a . . . . .	2	19,799,198
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	19,799,357
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	19,799,357

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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 See Additional Data Table			
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	15,804,288
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	150	113	1 327434
2010	0	95	0 0
2009	0	119	0 0
2008	0	60	0 0
2007	0	0	0 0

2 Total of line 1, column (d). . . . .	2	1 327434
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 265487
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	9,571,829
5 Multiply line 4 by line 3. . . . .	5	2,541,196
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	158,069
7 Add lines 5 and 6. . . . .	7	2,699,265
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	132,101

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	316,138
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	
3		Add lines 1 and 2. . . . .		3	316,138
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	316,138
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	0		
b	Exempt foreign organizations—tax withheld at source . . . . .	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	158,069		
d	Backup withholding erroneously withheld . . . . .	6d			
7		Total credits and payments Add lines 6a through 6d. . . . .		7	158,069
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	7,052
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	165,121
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input type="checkbox"/>		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b		No
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.				
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
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? . . . . .	2		No
If "Yes," attach a detailed description of the activities.				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes <input type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
If "Yes," attach the statement required by General Instruction T. <input type="checkbox"/>				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		No
Website address ▶N/A				
14	The books are in care of ▶JAYNE BENTZEN Telephone no ▶ Located at ▶137 RIVERSIDE DRIVE STE PH NEW YORK NY ZIP +4 ▶10024			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> 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? . . . . .	16		
See 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.			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? ( <b>Exception.</b> 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 <b>any</b> 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?. . . . .	1c		No
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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		No
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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		
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		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?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		No

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
JAYNE BENTZEN	DIRECTOR	0		
123 RIVERSIDE DRIVE STE PH	0			
NEW YORK, NY 10024				
BENEDICT SILVERMAN	0	0		
341 NETTLETON HOLLOWO ROAD	0			
WASHINGTON, CT 06793				
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
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
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	
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 page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	7,141,345
b	Average of monthly cash balances. . . . .	1b	95,248
c	Fair market value of all other assets (see instructions). . . . .	1c	2,481,000
d	Total (add lines 1a, b, and c). . . . .	1d	9,717,593
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	0
3	Subtract line 2 from line 1d. . . . .	3	9,717,593
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	145,764
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,571,829
6	Minimum investment return. Enter 5% of line 5. . . . .	6	478,591

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	478,591
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	316,138
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	316,138
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	162,453
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	162,453
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	162,453

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	132,101
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	132,101
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	132,101
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				162,453
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			0	
b Total for prior years 2010 , 2009 , 2008		9		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .				
c From 2009. . . . .				
d From 2010. . . . .				0
e From 2011. . . . .				139
f Total of lines 3a through e. . . . .	139			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 132,101				
a Applied to 2011, but not more than line 2a			0	
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. . . . .				132,101
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).)	139			139
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		9		
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 . . . . .		9		
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 . . . . .				30,213
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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization 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) )

NA

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

NA

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 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)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	132,101
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . .					
<b>3</b>	Interest on savings and temporary cash investments					6,599
<b>4</b>	Dividends and interest from securities. . . .					8,027
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory					15,804,288
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. .					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal Add columns (b), (d), and (e). .					15,818,914
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .					15,818,914

[illegible]

<b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

**Paid  
Preparer  
Use Only**

**Sign** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Here \*\*\*\*\* 2013-08-19 \*\*\*\*\*  
 Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	STEVEN SHIPSEY	STEVEN SHIPSEY			
	Firm's name <input type="checkbox"/>	ARTHUR YORKES & COMPANY LLP		Firm's EIN <input type="checkbox"/>	
		520 EIGHTH AVENUE-18TH FL			
	Firm's address <input type="checkbox"/>	NEW YORK, NY 10018		Phone no (212) 764-8888	

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
350K SHS ABBOTT LABORATORIES		2012-08-27	2012-11-12
68K SHS WF ADV ULTR ST-TRMIN		2012-08-22	2012-09-06
75K SHS SHS WF ADV ULTR ST-TRMIN		2012-08-22	2012-09-07
93,980 1870 SHS SHS WF ADV ULTR ST-TRMIN		2012-08-22	2012-09-10
4,084 014 SHS WF ADV ULTR ST-TRMIN		2012-08-22	2012-10-19
OTTO DIX-SELF PORTRAIT W/MODEL	D	1983-06-01	2012-07-01
OTTO DIX PAINT-VENUS W/GLOVES	D	1997-06-01	2012-07-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h


(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)
414,218		413,361	857
581,400		580,720	680
641,250		640,500	750
803,700		801,822	1,878
35,000		34,877	123
15,300,000		600,000	14,700,000
2,000,000		900,000	1,100,000



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			857
			680
			750
			1,878
			123
			14,700,000
			1,100,000

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
VARIOUS ORGANIZED CHARITIES NEW YORK NEW YORK, NY 10024	CHARITABLE	NON-PROFIT	CHARITABLE	8,600
HUNTER COLLEGE FOUNDATION 695 PARK AVENUE NEW YORK, NY 10065	CHARITABLE	NON-PROFIT	CHARITABLE	103,656
GUNN MEMORIAL LIBRARY & MUSEUM 5 WYKEHAM ROAD WASHINGTON, CT 06793	CHARITABLE	NON-PROFIT	CHARITABLE	5,000
STEEP ROCK ASSOCIATION 2 GREEN HILL ROAD WASHINGTON DEPOT, CT 06794	CHARITABLE	NON-PROFIT	CHARITABLE	5,000
THE LITERACY TRUST INC 3324 W UNIVERSITY AVENUE 116 GAINESVILLE, FL 32607	CHARITABLE	NON-PROFIT	CHARITABLE	9,845
<b>Total</b> . . . . .			 <b>3a</b>	132,101

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

<b>Name of the organization</b> THE BENEDICT SILVERMAN FOUNDATION C/O JAYNE BENTZEN	<b>Employer identification number</b> 26-1441980
---	---

Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

<b>Name of organization</b> THE BENEDICT SILVERMAN FOUNDATION C/O JAYNE BENTZEN	<b>Employer identification number</b>  26-1441980
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	BENEDICT SILVERMAN CANYON RANCH NTH TWR 1406/6899 COLL  MIAMI, FL 33141	\$ 165,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>2</u>	BENEDICT SILVERMAN CANYON RANCH NTH TWR 1406/6899 COLL  MIAMI, FL 33141	\$ 600,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>3</u>	BENEDICT SILVERMAN CANYON RANCH NTH TWR 1406/6899 COLL  MIAMI, FL 33141	\$ 900,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>4</u>	BENEDICT SILVERMAN CANYON RANCH NTH TWR 1406/6899 COLL  MIAMI, FL 33141	\$ 2,481,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>  </u>	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>  </u>	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )

**Employer identification number**

26-1441980

[illegible]

<b>Name of organization</b> THE BENEDICT SILVERMAN FOUNDATION C/O JAYNE BENTZEN	<b>Employer identification number</b>  26-1441980
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Part III

**Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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

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

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

**TY 2012 All Other Program  
Related Investments Schedule**

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN  
**EIN:** 26-1441980

Category	Amount
NONE	

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2012 Depreciation Schedule**

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN

**EIN:** 26-1441980



# TY 2012 Investments Corporate Stock Schedule

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN

**EIN:** 26-1441980

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE INVEST.-ATTACHMENT-CORP	10,561,198	10,515,987

# TY 2012 Investments Government Obligations Schedule

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN

**EIN:** 26-1441980

**US Government Securities - End of  
Year Book Value:**

3,603,900

**US Government Securities - End of  
Year Fair Market Value:**

3,604,474

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2012 Investments - Other Schedule

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN

**EIN:** 26-1441980

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE INVEST.-ATTACHMENT-D MF	AT COST	1,942,080	1,946,629

**TY 2012 Land, Etc. Schedule****Name:** THE BENEDICT SILVERMAN FOUNDATION

C/O JAYNE BENTZEN

**EIN:** 26-1441980

## TY 2012 Other Expenses Schedule

**Name:** THE BENEDICT SILVERMAN FOUNDATION  
C/O JAYNE BENTZEN

**EIN:** 26-1441980

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	17,585			
DUES AND SUBSCRIPTIONS	695			
OFFICE EXPENSE	400			



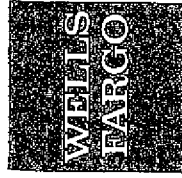
Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012  
Account Number 66691500

## ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
<b>Cash &amp; Equivalents</b>							
<b>MONEY MARKET</b>							
SECURED MARKET DEPOSIT ACCOUNT <i>Asset held in Invested Income Portfolio</i>	56,180.620		\$56,180.62	\$56,180.62	\$0.00	\$5.61	0.01%
SECURED MARKET DEPOSIT ACCOUNT	63,633.860		63,633.86	63,633.86	0.00	6.36	0.01
<b>Total Money Market</b>			<b>\$119,814.48</b>	<b>\$119,814.48</b>	<b>\$0.00</b>	<b>\$11.97</b>	<b>0.01%</b>
<b>OTHER</b>							
FED HOME LN MTG CORP DISC NOTE DTD 01/03/12 01/03/2013 CUSIP: 313397AC5	500,000.000	\$100.000	\$500,000.00	\$499,741.39	\$258.61	\$709.72	0.14%
FED NATL MTG ASSN DISC NOTE DTD 02/27/12 02/20/2013 CUSIP: 313589CC5	500,000.000	99.995	499,975.00	499,618.96	356.04	785.76	0.16
<b>Total Other</b>			<b>\$999,975.00</b>	<b>\$999,360.35</b>	<b>\$614.65</b>	<b>\$1,495.48</b>	<b>0.15%</b>
<b>Total Cash &amp; Equivalents</b>			<b>\$1,119,789.48</b>	<b>\$1,119,174.83</b>	<b>\$614.65</b>	<b>\$1,507.45</b>	<b>0.13%</b>





Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
<b>Fixed Income</b>							
<b>GOVERNMENT OBLIGATIONS</b>							
FED HOME LN BK DTD 10/14/11 0.375 11/27/2013 CUSIP: 3133762C8 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	1,000,000.000	\$100.176	\$1,001,760.00	\$1,001,577.00	\$183.00	\$3,750.00	0.18%
FED HOME LN MTG CORP DTD 08/20/10 0.875 10/28/2013 CUSIP: 3137EACL1 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	500,000.000	100.571	502,855.00	503,635.00	- 780.00	4,375.00	0.18
US TREASURY BILL DTD 03/08/12 03/07/2013 CUSIP: 9127956E6 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	600,000.000	99.994	599,964.00	599,658.75	305.25	638.75	0.00
US TREASURY BILL DTD 04/05/12 04/04/2013 CUSIP: 9127956F3 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	500,000.000	99.984	499,920.00	499,610.42	309.58	646.35	0.00
US TREASURY BILL DTD 07/26/12 01/24/2013 CUSIP: 9127957C9 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	500,000.000	99.999	499,995.00	499,754.03	240.97	582.98	0.00
US TREASURY BILL DTD 08/23/12 02/21/2013 CUSIP: 9127957G0 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	500,000.000	99.996	499,980.00	499,665.06	314.94	671.72	0.00
<b>Total Government Obligations</b>			<b>\$3,604,474.00</b>	<b>\$3,603,900.26</b>	<b>\$573.74</b>	<b>\$10,664.80</b>	



Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION

**Fixed Income** *(continued)*

**CORPORATE OBLIGATIONS**

AMERICAN EXPRESS CO MED TERM NOTE CUSIP: 0258M0DA4 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A-	300,000.000	\$104.838	\$314,514.00	\$316,587.00	- \$2,073.00	\$8,250.00	0.94%
DTD 09/13/10 2.750 09/15/2015							
ANHEUSER-BUSCH INBEV WOR DTD 07/16/12 0.800 07/15/2015 CUSIP: 03523TBM9 MOODY'S RATING: A3 STANDARD & POOR'S RATING: A	350,000.000	100.262	350,917.00	351,963.50	- 1,046.50	2,800.00	0.70
DTD 07/30/10 2.500 08/15/2015							
AT&T INC CUSIP: 00206RAV4 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A-	350,000.000	104.258	364,903.00	367,871.00	- 2,968.00	8,750.00	0.85
DTD 01/22/10 3.400 01/22/2015							
BANK OF NOVA SCOTIA DTD 01/22/10 3.400 01/22/2015 CUSIP: 064149A64 MOODY'S RATING: AA1 STANDARD & POOR'S RATING: A+	290,000.000	105.428	305,741.20	308,090.20	- 2,349.00	9,860.00	0.74
DTD 07/10/09 5.200 07/10/2014							
BARCLAYS BANK PLC DTD 07/10/09 5.200 07/10/2014 CUSIP: 06739FFZ9 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A+	400,000.000	106.402	425,608.00	424,304.00	1,304.00	20,800.00	0.96
DTD 02/11/10 3.200 02/11/2015							
BERKSHIRE HATHAWAY INC DTD 02/11/10 3.200 02/11/2015 CUSIP: 084670AV0 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: AA+	375,000.000	105.278	394,792.50	399,412.50	- 4,620.00	12,000.00	0.68







Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION

**Fixed Income** *(continued)*

**CORPORATE OBLIGATIONS** *(continued)*

BHP BILLITON FIN USA LTD

DTD 11/21/11 1.125 11/21/2014

CUSIP: 055451AJ7

MOODY'S RATING: A1

STANDARD & POOR'S RATING: A+

BP CAPITAL MARKETS PLC

DTD 03/10/09 3.875 03/10/2015

CUSIP: 05565QBH0

MOODY'S RATING: A2

STANDARD & POOR'S RATING: A

CATERPILLAR FINANCIAL SE

MED TERM NOTE

DTD 12/15/11 1.125 12/15/2014

CUSIP: 14912L4Y4

MOODY'S RATING: A2

STANDARD & POOR'S RATING: A

CREDIT SUISSE NEW YORK

DTD 05/04/09 5.500 05/01/2014

CUSIP: 22546QAA5

MOODY'S RATING: A1

STANDARD & POOR'S RATING: A+

DEUTSCHE BANK AG LONDON

DTD 08/18/09 3.875 08/18/2014

CUSIP: 2515A0Q30

MOODY'S RATING: A2

STANDARD & POOR'S RATING: A+

GENERAL DYNAMICS CORP

DTD 07/12/11 1.375 01/15/2015

CUSIP: 369550A57

MOODY'S RATING: A2

STANDARD & POOR'S RATING: A

MARKET VALUE  
AS OF 12/31/12

UNREALIZED  
GAIN/LOSS

ESTIMATED  
ANNUAL INCOME

YIELD TO  
MATURITY

COST BASIS

PRICE

PAR VALUE

0.48

3,656.25

58.50

328,861.00

328,919.50

101.206

325,000.000

0.86

15,500.00

- 4,126.50

430,266.50

426,140.00

106.535

400,000.000

0.57

3,375.00

- 534.00

303,753.00

303,219.00

101.073

300,000.000

0.67

20,625.00

- 2,107.50

401,103.75

398,996.25

106.399

375,000.000

0.80

11,625.00

- 1,620.00

316,527.00

314,907.00

104.969

300,000.000

0.60

4,125.00

- 1,113.00

305,799.00

304,686.00

101.562

300,000.000



Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** (continued)

**ASSET DESCRIPTION**

**Fixed Income** (continued)

**CORPORATE OBLIGATIONS** (continued)

GENERAL ELEC CAP CORP MED TERM NOTE DTD 01/09/12 2:150 01/09/2015 CUSIP: 36962G5M2 MOODY'S RATING: A1 STANDARD & POOR'S RATING: AA+	400,000,000	102.714	410,856.00	411,500.00	- 644.00	8,600.00	0.79
GOLDMAN SACHS GROUP INC DTD 01/12/05 5:125 01/15/2015 CUSIP: 38141GEA8 MOODY'S RATING: A3 STANDARD & POOR'S RATING: A-	350,000,000	107.428	375,998.00	374,286.50	1,711.50	17,937.50	1.42
IBM CORP DTD 07/22/11 1.950 07/22/2016 CUSIP: 459200GX3 MOODY'S RATING: AA3 STANDARD & POOR'S RATING: AA-	300,000,000	103.927	311,781.00	311,835.84	- 54.84	5,850.00	0.83
JOHN DEERE CAPITAL CORP DTD 06/29/12 0.950 06/29/2015 CUSIP: 24422ERS0 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A	350,000,000	100.555	351,942.50	352,870.00	- 927.50	3,325.00	0.73
JPMORGAN CHASE & CO DTD 06/29/11 3.150 07/05/2016 CUSIP: 46625HJA9 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A	300,000,000	105.945	317,835.00	315,450.00	2,385.00	9,450.00	1.41
MEDTRONIC INC DTD 03/12/09 4.500 03/15/2014 CUSIP: 585055AP1 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	370,000,000	104.654	387,219.80	392,681.00	- 5,461.20	16,650.00	0.62

Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500



**ASSET DETAIL** (continued)

ASSET DESCRIPTION

**Fixed Income** (continued)

**CORPORATE OBLIGATIONS** (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
MORGAN STANLEY DTD 04/29/11 3.800 04/29/2016 CUSIP: 61747YDD4 MOODY'S RATING: BAA1 STANDARD & POOR'S RATING: A-	150,000,000	104.979	157,468.50	155,830.50	1,638.00	5,700.00	2.24
NATIONAL BANK OF CANADA DTD 06/26/12 1.500 06/26/2015 CUSIP: 63307AZA2 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: A-	375,000,000	101.713	381,423.75	380,692.50	731.25	5,625.00	0.80
NOVARTIS CAPITAL CORP DTD 03/16/10 2.900 04/24/2015 CUSIP: 66989HAC2 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: AA-	370,000,000	105.126	388,966.20	393,295.20	- 4,329.00	10,730.00	0.66
PACCAR FINANCIAL CORP DTD 08/14/12 0.750 08/14/2015 CUSIP: 69371RK88 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	350,000,000	100.127	350,444.50	350,525.00	- 80.50	2,625.00	0.70
PEPSICO INC DTD 08/13/12 0.700 08/13/2015 CUSIP: 713448CA4 MOODY'S RATING: AA3 STANDARD & POOR'S RATING: A-	350,000,000	100.128	350,448.00	350,287.00	161.00	2,450.00	0.65
ROYAL BANK OF CANADA DTD 10/31/11 1.450 10/30/2014 CUSIP: 78008TXA7 MOODY'S RATING: AA3 STANDARD & POOR'S RATING: AA-	350,000,000	101.722	356,027.00	356,223.00	- 196.00	5,075.00	0.50



Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION

**Fixed Income** *(continued)*

**CORPORATE OBLIGATIONS** *(continued)*

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
SHELL INTERNATIONAL FIN DTD 09/22/09 3.250 09/22/2015 CUSIP: 822582AH5 MOODY'S RATING: AA1 STANDARD & POOR'S RATING: AA	350,000,000	106.812	373,842.00	378,143.50	- 4,301.50	11,375.00	0.72
STATE STREET CORP DTD 03/07/11 2.875 03/07/2016 CUSIP: 857477AH6 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	300,000,000	106.089	318,267.00	321,783.00	- 3,516.00	8,625.00	0.93
UNILEVER CAPITAL CORP DTD 02/12/09 3.650 02/15/2014 CUSIP: 904764AJ6 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	395,000,000	103.395	408,410.25	413,568.95	- 5,158.70	14,417.50	0.61
UNITED TECHNOLOGIES CORP DTD 04/29/05 4.875 05/01/2015 CUSIP: 913017BH1 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A	350,000,000	109.815	384,352.50	389,760.00	- 5,407.50	17,062.50	0.63
US BANCORP DTD 07/27/10 2.450 07/27/2015 CUSIP: 91159HGX2 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A+	250,000,000	104.519	261,297.50	263,142.50	- 1,845.00	6,125.00	0.68
WESTPAC BANKING CORP DTD 08/03/10 3.000 08/04/2015 CUSIP: 961214BN2 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: AA-	375,000,000	105.617	396,063.75	394,785.00	1,278.75	11,250.00	0.81
<b>Total Corporate Obligations</b>			<b>\$10,515,986.70</b>	<b>\$10,561,197.94</b>	<b>- \$45,211.24</b>	<b>\$284,238.75</b>	



Account Statement For:  
BENEDICT SILVERMAN FOUNDATION - AGY

Period Covered: December 1, 2012 - December 31, 2012

Account Number 66691500

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION

**Fixed Income**

**DOMESTIC MUTUAL FUNDS**

WELLS FARGO ADVANTAGE ULTRA SHORT  
TERM INCOME FUND-CLASS I #3104  
SYMBOL: SADIX CUSIP: 949917744

**Total Domestic Mutual Funds**

**Total Fixed Income**

MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
\$1,946,628.52	\$1,942,080.32	\$4,548.20	\$25,924.73	1.33%
<b>\$1,946,628.52</b>	<b>\$1,942,080.32</b>	<b>\$4,548.20</b>	<b>\$25,924.73</b>	<b>1.33%</b>
<b>\$16,067,089.22</b>	<b>\$16,107,178.52</b>	<b>-\$40,089.30</b>	<b>\$320,828.28</b>	

ACCOUNT VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
<b>\$17,186,878.70</b>	<b>\$17,226,353.35</b>	<b>-\$39,474.65</b>	<b>\$322,335.73</b>

**TOTAL ASSETS**