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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

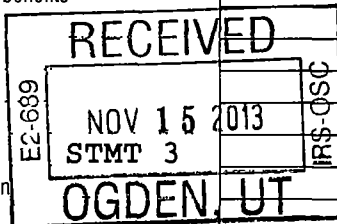
, and ending

Name of foundation ZITRIN FOUNDATION C/O WDJ & CO., CPAS, LLP		A Employer identification number 26-4650967
Number and street (or P O box number if mail is not delivered to street address) 595 MARKET STREET	Room/suite 1450	B Telephone number 415-824-5974
City or town, state, and ZIP code SAN FRANCISCO, CA 94105-2830		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 4,329,930. (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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		80,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		82.	82.		STATEMENT 1
4 Dividends and interest from securities		11,738.	11,738.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-57,486.			
b Gross sales price for all assets on line 6a	1,577,274.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		34,334.	11,820.		
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					
c Other professional fees					
17 Interest					
18 Taxes		1,892.	18.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		40,351.	40,351.		0.
22 Printing and publications					
23 Other expenses	STMT 4	9,580.	6,079.		0.
24 Total operating and administrative expenses Add lines 13 through 23		51,823.	46,448.		0.
25 Contributions, gifts, grants paid		193,264.			193,264.
26 Total expenses and disbursements. Add lines 24 and 25		245,087.	46,448.		193,264.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-210,753.			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				N/A	

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ZITRIN FOUNDATION

Form 990-PF (2012)

C/O WDJ & CO., CPAS, LLP
26-4650967

Page 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	2,142,719.	1,874,467.	1,874,467.
	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	7,471.	5,597.	5,597.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock \$TMT 5	1,803,610.	1,862,983.	2,449,866.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	3,953,800.	3,743,047.	4,329,930.
	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 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	3,825,389.	3,825,389.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	128,411.	-82,342.	
	30 Total net assets or fund balances	3,953,800.	3,743,047.	
	31 Total liabilities and net assets/fund balances	3,953,800.	3,743,047.	

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	3,953,800.
2 Enter amount from Part I, line 27a	2	-210,753.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,743,047.
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	3,743,047.

ZITRIN FOUNDATION

Form 990-PF (2012)

C/O WDJ & CO., CPAS, LLP
26-4650967

 Page **3**
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 J.P. MORGAN CLEARING CORP #93116 - SEE STMT.		P	VARIOUS	VARIOUS
b J.P. MORGAN CLEARING CORP #93116 - SEE STMT.		P	VARIOUS	VARIOUS
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 828,677.		954,062.	-125,385.
b 748,597.		680,698.	67,899.
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			-125,385.
b			67,899.
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	-57,486.
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	201,807.	4,493,951.	.044906
2010	172,155.	4,336,795.	.039696
2009	30,325.	4,209,408.	.007204
2008			
2007			

2 Total of line 1, column (d)	2	.091806
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	.030602
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,333,894.
5 Multiply line 4 by line 3	5	132,626.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	132,626.
8 Enter qualifying distributions from Part XII, line 4	8	193,264.

 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.

ZITRIN FOUNDATION

Form 990-PF (2012)

C/O WDJ & CO., CPAS, LLP

26-4650967

Page **4**

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)											
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	0.								
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).											
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.								
3 Add lines 1 and 2		3	0.								
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.								
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	0.								
6 Credits/Payments: a 2012 estimated tax payments and 2011 overpayment credited to 2012 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld		<table border="1"> <tr><td>6a</td><td>5,597.</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td></td></tr> </table>	6a	5,597.	6b		6c		6d		
6a	5,597.										
6b											
6c											
6d											
7 Total credits and payments. Add lines 6a through 6d		7	5,597.								
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8									
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9									
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	5,597.								
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 5,597. Refunded		11	0.								

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NV, CA		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 6

Form **990-PF** (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>ELIZABETH ZITRIN</u> Telephone no. ► <u>415-824-5974</u> Located at ► <u>C/O 595 MARKET STREET, SUITE 1450, SAN FRANCISCO,</u> ZIP+4 ► <u>94105-2830</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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
ELIZABETH ZITRIN 34 HILL STREET SAN FRANCISCO, CA 94110-2313	PRESIDENT 1.00	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 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,369,039.
b	Average of monthly cash balances	1b	2,025,256.
c	Fair market value of all other assets	1c	5,597.
d	Total (add lines 1a, b, and c)	1d	4,399,892.
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	4,399,892.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,998.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,333,894.
6	Minimum investment return. Enter 5% of line 5	6	216,695.

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	216,695.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	216,695.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	216,695.
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	216,695.

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	193,264.
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	193,264.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	193,264.

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				216,695.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			190,385.	
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: ► \$ 193,264.				
a Applied to 2011, but not more than line 2a			190,385.	
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				2,879.
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				213,816.
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				

N/A

- 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 | |

- (4) Gross investment income

Form **990-PF** (2012)

ZITRIN FOUNDATION

Form 990-PF (2012)

C/O WDJ & CO., CPAS, LLP

26-4650967

Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE LISTING ATTACHED VARIOUS	NONE		VARIOUS	193,264.
Total			► 3a	193,264.
b Approved for future payment				
NONE				
Total			► 3b	0.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

ZITRIN FOUNDATION
C/O WDJ & CO., CPAS, LLP

Employer identification number

26-4650967

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

Name of organization

ZITRIN FOUNDATION

C/O WDJ & CO., CPAS, LLP

Employer identification number

26-4650967

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLOTTE ZITRIN 56 RUXTON ROAD GREAT NECK, NY 11023-1529	\$ 80,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

ZITRIN FOUNDATION

C/O WDJ & CO., CPAS, LLP

Employer identification number

26-4650967

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

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

Name of organization

Employer identification number

ZITRIN FOUNDATION

C/O WDJ & CO., CPAS, LLP

26-4650967

Part III

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

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

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

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

SOURCE	AMOUNT
WELLS FARGO BANK #3113620359	82.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	82.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
J.P. MORGAN CLEARING CORP/GGHC#93116	11,738.	0.	11,738.
TOTAL TO FM 990-PF, PART I, LN 4	11,738.	0.	11,738.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX ON DIVIDENDS	18.	18.		0.
FEDERAL TAX PAID FOR 2011	1,874.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,892.	18.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	332.	332.		0.
FILING FEES	369.	369.		0.
MEALS & ENTERTAINMENT	1,516.	1,516.		0.
OFFICE SUPPLIES	3,862.	3,862.		0.
NONDEDUCTIBLE EXPENSES	3,501.	0.		0.
TO FORM 990-PF, PG 1, LN 23	9,580.	6,079.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,862,983.	2,449,866.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,862,983.	2,449,866.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	6
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NAME OF CONTRIBUTOR	ADDRESS
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CHARLOTTE ZITRIN

56 RUXTON ROAD
GREAT NECK, NY 11023-1529

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH ZITRIN
C/O 595 MARKET STREET, SUITE 1450
SAN FRANCISCO, CA 94105-2830

TELEPHONE NUMBER

415-824-5974

FORM AND CONTENT OF APPLICATIONS

NO PRESCRIBED APPLICATION FORM. LETTER FROM THE REQUESTING ORGANIZATION OR INDIVIDUAL STATING THE TAX STATUS OF THE APPLICANT AND THE AMOUNT AND PURPOSE FOR WHICH FUNDS ARE BEING REQUESTED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

ZITRIN FOUNDATION
FEIN. 26-4650967
2012 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Santa Clara University 500 El Camino Real Santa Clara, CA 95053-1400	None	501(c)3 ORG	Support Northern California Innocence Project	3,500 00
Death Penalty Information Center 1015 18th St NW, Suite 704 Washington, DC 20036	None	501(c)3 ORG	General support of programs and services	10,000 00
The Constitution Project 1200 18th Street, NW, Suite 1000 Washington, DC 20036	None	501(c)3 ORG	Support Gideon's Promise Unfulfilled Project and general support of programs and services	12,500.00
Death Penalty Focus 5 Third Street, Suite 725 San Francisco, CA 94103	None	501(c)3 ORG	Support International Outreach & Communication Project and Justice Advocate Program and the programs to abolish death penalty	66,000.00
City Arts & Lectures, Inc 1955 Sutter Street San Francisco, CA 94115	None	501(c)3 ORG	Support programs and services to distribute radio broadcasts to the public	3,500 00
Angelman Syndrome Foundation 4255 Westbrook Drive, Suite 219 Aurora, IL 60504	None	501(c)3 ORG	Donation	50 00
Fordham University The Jesuit University of New York 441 East Fordham Road Bronx, NY 10458	None	501(c)3 ORG	Support Professor Deborah Denno's upcoming book project	5,000 00
JustGive.org 312 Sutter Street, Suite 410 San Francisco, CA 94108	None	501(c)3 ORG	Support online services to recruit donors and volunteers for non-profits	100 00
California Western School of Law 225 Cadar Street San Diego, CA 92101-3046	None	501(c)3 ORG	Support California Innocence Project	2,000.00
The Law office of the Southern Center for Human Rights 83 Poplar Street, NW Atlanta, GA 30303	None	501(c)3 ORG	Support to change the criminal justice system in the South	4,150 00
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	None	501(c)3 ORG	General support of programs and services	419 00

ZITRIN FOUNDATION
FEIN: 26-4650967
2012 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
SFMOMA 151 Third Street San Francisco, CA 94103-3107	None	501(c)3 ORG	General support of programs and services	435 00
The City College of New York Shepard Hall, Room 154 160 Convent Avenue New York, NY 10031	None	501(c)3 ORG	General support of programs and services for the students	37,500 00
Network for Good 1140 Connecticut Avenue NW, Suite 700 Washington, DC 20036	None	501(c)3 ORG	Support online services to recruit donors and volunteers for non-profits	2,250 00
ACLU American Civil Liberties Union Foundation 39 Drumm Street San Francisco, CA 94111	None	501(c)3 ORG	Support the Leading Freedom Forward: The ACLU Campaign for the Future	5,000.00
La Casa De Las Madres 1663 Mission Street, Suite 225 San Francisco, CA 94103	None	501(c)3 ORG	General support of programs and services	1,000.00
University of California, Berkeley School of Law Death Penalty Clinic Berkeley, CA 94720-7200	None	501(c)3 ORG	General support of programs and services for the students	10,000.00
Equal Justice Initiative 122 Commerce Street Montgomery, AL 36104	None	501(c)3 ORG	General support of programs and services	5,000 00
Legal Services for Children 1254 Market Street, 3rd Floor San Francisco, CA 94102	None	501(c)3 ORG	Support legal assistance and social work to children and youth	2,000 00
New York University 25 West Fourth Street, 4th Floor New York, NY 10012-1119	None	501(c)3 ORG	General support of programs and services for the students	20,000.00
Monterey Bay Aquarium 886 Cannery Row Monterey, CA 93940	None	501(c)3 ORG	General support of programs and services	250 00

ZITRIN FOUNDATION
FEIN: 26-4650967
2012 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Fine Arts Museums of SF De Young/Legion Museums 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	None	501(c)3 ORG	General support of programs and services	410 00
David Kaczynski Eventbrite CO CA 465 State Street Albany, NY 12203	None	501(c)3 ORG	Support David Kaczynski's Legacy in Albany	500 00
Youth Law Center 200 Pine Street, Suite 300 San Francisco, CA 94104	None	501(c)3 ORG	Support legal assistance and social work to children and youth	250 00
Mutville P O Box 410207 San Francisco, CA 94141	None	501(c)3 ORG	General support of programs and services	100 00
Haight Ashbury Free Clinic - Walden House 1735 Mission Street San Francisco, CA 94611	None	501(c)3 ORG	Support programs to provide health services	1,000 00
Friends of the High Line 529 West 20th Street, Suite 8W New York, NY 10011	None	501(c)3 ORG	General support of programs and services	350 00
Total				193,264 00

Zitrin Foundation FEIN: 26-4650967 2012 Form 990-PF Attachment	Beginning of Year			Acquisitions			Sales			End of Year			Market Value on 12/31/12	
	Number of Shares	Cost or Other Basis	Acquired Date	Number of Shares	Cost or Other Basis	Sold Date	Number of Shares	Proceed	Cost	Short Term Gain or (Loss)	Long Term Gain or (Loss)	Number of Shares		Cost or Other Basis
Securities														
Account #191-93116														
Aerovironment Inc														
Aerovironment Inc														
Aerovironment Inc														
Aerovironment Inc														
Aerovironment Inc														
Alexion Pharmaceuticals Inc														
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Zitrin Foundation		Beginning of Year		Acquisitions		Sales		Short Term		Long Term		End of Year	
FEIN: 26-4650967		Number of Shares		Number of Shares		Number of Shares		Gain or (Loss)		Gain or (Loss)		Number of Shares	
2012 Form 990-PF Attachment		Cost or Basis		Cost or Basis		Proceed		Cost		Cost or Basis		Cost or Basis	
Securities		Acquired Date		Sold Date		Number of Shares		Gain or (Loss)		Gain or (Loss)		Market Value on 12/31/12	
Lululemon Athletica Inc		04/29/11		08/21/12		(120)		(6,067.98)		1,184.40		5,714.02	
Lululemon Athletica Stocks Split 2.1		07/12/11		08/21/12		(7)		(353.97)		69.08		0.00	
Lululemon Athletica Inc		07/08/11		08/21/12		(111)		(6,736.31)		(27.84)		0.00	
Lululemon Athletica Stocks Split 2.1		07/12/11		08/21/12		(111)		(6,708.47)		(27.85)		0.00	
Lululemon Athletica Inc		07/13/11		08/21/12		169		(10,503.15)		(289.37)		0.00	
Lululemon Athletica Inc		12/01/11		08/21/12		521		(24,966.18)		39,715.83		30,263.31	
Lululemon Athletica Inc		12/08/11		08/21/12		397		(18,629.32)		10,968.84		17,227.98	
Lululemon Athletica Inc		12/09/11		08/21/12		226		0.00		0.00		0.00	
Lumlex Corp Del		10/12/11		06/26/12		(1,495)		(33,753.89)		1,695.42		0.00	
Mako Surgical Corp		05/19/11		12/11/12		(140)		(4,274.83)		(2,493.76)		0.00	
Mako Surgical Corp		08/08/11		12/11/12		(958)		(21,516.34)		(9,328.75)		0.00	
Monsanto Co New		09/13/11		08/24/12		(404)		(33,871.97)		6,239.40		14,860.05	
Monsanto Co New		09/13/11		10/25/12		(222)		(15,184.23)		3,744.27		0.00	
Monsanto Co New		09/26/11		08/07/12		(4,250)		(14,796.62)		9,188.18		0.00	
Monsanto Co New		10/04/11		08/07/12		3,277		60,962.37		57,249.19		0.00	
Netflix Com Inc		01/10/12		04/27/12		(966)		(20,441.83)		(3,896.78)		0.00	
Nxstage Medical Inc		10/14/10		04/27/12		(325)		(6,984.65)		(1,418.25)		0.00	
Nxstage Medical Inc		10/25/10		04/27/12		(700)		(15,622.73)		(3,633.56)		0.00	
Nxstage Medical Inc		11/09/10		08/07/12		(4,375)		(5,228.92)		(14,925.35)		0.00	
Ocado Group PLC		02/10/11		08/07/12		(5,550)		(23,137.60)		(16,504.34)		0.00	
Ocado Group PLC		02/14/11		08/07/12		(6,525)		(27,972.20)		(20,173.64)		0.00	
Ocado Group PLC		02/18/11		08/07/12		4,250		(14,796.62)		(9,717.11)		0.00	
Pacira Pharmaceuticals Inc		10/08/12		02/01/12		(429)		(17,703.58)		(11,986.28)		0.00	
Polypore International Inc		06/29/11		02/01/12		(233)		(9,615.23)		(6,503.26)		0.00	
Polypore International Inc		06/30/11		02/01/12		(144)		(10,555.36)		(4,612.89)		0.00	
Questor Pharmaceuticals Inc		07/21/11		01/11/12		(1,058)		(39,541.80)		(11,124.89)		0.00	
Renaissance Holdings Ltd		03/13/09		02/09/12		(325)		(23,956.25)		9,188.18		0.00	
Renaissance Holdings Ltd		06/03/11		02/09/12		(299)		(21,966.04)		229.95		0.00	
Salesforce com Inc		10/03/12		06/01/12		(1,640)		(43,588.59)		(8,169.82)		0.00	
Seagate Technology PLC		02/03/12		06/01/12		(1,007)		(26,898.86)		(5,150.87)		0.00	
Seagate Technology PLC		02/10/12		10/15/12		(1,268)		(22,824.00)		20,192.74		0.00	
Servicenow Inc		06/28/12		01/25/12		(665.00)		(38,265.56)		(13,053.40)		0.00	
Sodastream International LTD		05/31/11		01/25/12		(92.00)		(6,519.26)		(3,031.26)		0.00	
Sodastream International LTD		07/28/11		01/25/12		(193)		(6,952.30)		364.91		0.00	
Sodastream International LTD		08/23/11		06/07/12		(248)		(26,434.85)		(3,545.37)		0.00	
Sonoma Holding AG		12/01/11		06/07/12		(166)		(17,551.14)		(2,229.96)		0.00	
Sonoma Holding AG		12/02/11		06/07/12		169		(18,940.91)		(3,342.84)		0.00	
Sonoma Holding AG		02/10/12		06/07/12		188		(21,363.86)		(4,012.16)		0.00	
Sonoma Holding AG		04/04/12		10/03/12		(727)		(33,061.39)		14,059.05		24,176.64	
Sourcefire Inc		08/26/11		08/22/12		(1,027)		(12,324.00)		7,715.33		28,237.56	
Sourcefire Inc		09/21/11		08/22/12		1,175		18,341.72		16,328.95		22,901.70	
Sourcefire Inc		11/30/11		08/22/12		2,901		49,317.00		26,736.00		39,503.55	
Spirit Airlines Inc		05/25/11		08/22/12		3,255		39,060.00		18,341.72		20,833.34	
Splunk Inc		04/18/12		08/22/12		7,526		46,686.91		49,317.00		84,187.02	
Standard Pacific Corp New		07/11/12		08/22/12		830		44,063.94		46,686.91		55,316.10	
Starbucks Corp		06/05/12		08/22/12		497		47,348.74		44,063.94		44,512.90	
SXC Health Solutions Corp		06/26/12		08/22/12		(497)		(47,348.74)		(47,348.74)		0.00	
--- Name changed to Catamaran Corp on 07/11/12													

[illegible]

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

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	Employer identification number (EIN) or
	ZITRIN FOUNDATION	
	C/O WDJ & CO., CPAS, LLP	26-4650967
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	595 MARKET STREET, NO. 1450	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	SAN FRANCISCO, CA 94105-2830	

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.

ELIZABETH ZITRIN - C/O 595 MARKET STREET, SUITE 1450 -

- The books are in the care of ☒ SAN FRANCISCO, CA 94105-2830

Telephone No ☒ 415-824-5974

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013

5 For calendar year 2012, or other tax year beginning ☐ , and ending ☐

6 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

THE PRESIDENT AND THE ACCOUNTANT ARE IN THE PROCESS OF ACCUMULATING AND REVIEWING THE INFORMATION NECESSARY FOR THE ACCURATE COMPLETION OF THE RETURN. ACCORDINGLY, ADDITIONAL TIME TO FILE IS RESPECTFULLY REQUESTED.

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	\$	0.
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	\$	5,597.
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 ☒ Samuel W. J. Jr. Title ☒ C.P.A.

Date ☒ 8-12-2013

Form 8868 (Rev 1-2013)