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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

, and ending

Name of foundation STEPHANIE & LAWRENCE FLINN JR.CHARITABLE TRUST		A Employer identification number 26-6135172
Number and street (or P O box number if mail is not delivered to street address) 555 THEODORE FREMD AVE, NO. C-207	Room/suite	B Telephone number 914 417-6960
City or town, state, and ZIP code RYE, NY 10580		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,511,697. (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)
Revenue	1 Contributions, gifts, grants, etc., received	5,098,242.		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	188,988.	71,841.		Statement 1
	4 Dividends and interest from securities	146,160.	145,585.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-69,361.			
	b Gross sales price for all assets on line 6a 4,368,508.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	514,254.	42,411.		Statement 3
	12 Total. Add lines 1 through 11	5,878,283.	259,837.		
	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	11,268.	5,634.		5,634.
	c Other professional fees	132,215.	97,591.		0.
	17 Interest	137,656.	94,050.		0.
	18 Taxes	8,680.	8,643.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses	144,668.	121,192.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	434,487.	327,110.		5,634.	
25 Contributions, gifts, grants paid	838,177.			838,177.	
26 Total expenses and disbursements. Add lines 24 and 25	1,272,664.	327,110.		843,811.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	4,605,619.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	26,604.	4,141,511.	4,141,511.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 9	2,801,895.	1,354,053.	2,056,374.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	11,451,155.	11,503,518.	13,313,812.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	14,279,654.	16,999,082.	19,511,697.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Liabilities	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	19,930,060.	19,930,060.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	-5,650,406.	-2,930,978.		
30 Total net assets or fund balances	14,279,654.	16,999,082.		
31 Total liabilities and net assets/fund balances	14,279,654.	16,999,082.		

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	14,279,654.
2 Enter amount from Part I, line 27a	2	4,605,619.
3 Other increases not included in line 2 (itemize) ▶ <u>ROUNDING</u>	3	2.
4 Add lines 1, 2, and 3	4	18,885,275.
5 Decreases not included in line 2 (itemize) ▶ <u>See Statement 8</u>	5	1,886,193.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,999,082.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 4,368,508.		4,437,869.	-69,361.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-69,361.

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	-69,361.
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	844,778.	16,129,565.	.052375
2010	873,654.	15,874,723.	.055034
2009	744,843.	13,476,256.	.055271
2008	973,522.	12,939,819.	.075235
2007	1,075,444.	22,112,068.	.048636

2 Total of line 1, column (d)	2	.286551
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	.057310
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,306,489.
5 Multiply line 4 by line 3	5	877,215.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	877,215.
8 Enter qualifying distributions from Part XII, line 4	8	843,811.

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.

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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)		1	0.
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			
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	6a	25,463.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	25,463.	
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	25,463.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	25,463.	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
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?	X	
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) <input type="checkbox"/> <u>FL</u>		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PRIVET CAPITAL, LLC Telephone no. ► 914-417-6960 Located at ► 555 THEODORE FREMD AVE, RYE, NY ZIP+4 ► 10580			
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 ► <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	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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

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

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAWRENCE FLINN, JR	TRUSTEE			
	0.25	0.	0.	0.
STEPHANIE FLINN	TRUSTEE			
	0.25	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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Total. Add lines 1 through 3

0.

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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	14,695,615.
b	Average of monthly cash balances	1b	843,968.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,539,583.
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	15,539,583.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	233,094.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,306,489.
6	Minimum investment return. Enter 5% of line 5	6	765,324.

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	765,324.
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	13,187.
c	Add lines 2a and 2b	2c	13,187.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	752,137.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	752,137.
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	752,137.

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	843,811.
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	843,811.
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	843,811.

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.

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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				752,137.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	52,826.			
b From 2008	326,531.			
c From 2009	82,792.			
d From 2010	107,784.			
e From 2011	38,404.			
f Total of lines 3a through e	608,337.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	843,811.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				752,137.
e Remaining amount distributed out of corpus	91,674.			
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:	700,011.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	52,826.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	647,185.			
10 Analysis of line 9:				
a Excess from 2008	326,531.			
b Excess from 2009	82,792.			
c Excess from 2010	107,784.			
d Excess from 2011	38,404.			
e Excess from 2012	91,674.			

**STEPHANIE & LAWRENCE FLINN JR.CHARITABLE
TRUST**

Form 990-PF (2012)

26-6135172 Page 11

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				
SCHEDULE ATTACHED				838,177.
Total			▶ 3a	838,177.
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

STEPHANIE & LAWRENCE FLINN JR.CHARITABLE
TRUST

Employer identification number

26-6135172

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

Name of organization STEPHANIE & LAWRENCE FLINN JR.CHARITABLE TRUST	Employer identification number 26-6135172
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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
1	LAWRENCE FLINN, JR. 160 GOMEZ ROAD HOBE SOUND, FL 33455	\$ 1,288,460.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	LAWRENCE FLINN, JR. 160 GOMEZ ROAD HOBE SOUND, FL 33455	\$ 1,258,400.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	LAWRENCE FLINN, JR. 160 GOMEZ ROAD HOBE SOUND, FL 33455	\$ 1,251,746.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	LAWRENCE FLINN, JR. 160 GOMEZ ROAD HOBE SOUND, FL 33455	\$ 1,288,368.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	LAWRENCE FLINN, JR. 160 GOMEZ ROAD HOBE SOUND, FL 33455	\$ 11,268.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization STEPHANIE & LAWRENCE FLINN JR.CHARITABLE TRUST	Employer identification number 26-6135172
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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
<u>1</u>	<u>37,746 SHARES OF ATLAS ENERGY LP</u> _____ _____ _____	\$ <u>1,288,460.</u>	<u>12/31/12</u>
<u>2</u>	<u>27,980 SHARES OF ENERGY TRANSFER EQUITY, L.P.</u> _____ _____ _____	\$ <u>1,258,400.</u>	<u>12/31/12</u>
<u>3</u>	<u>117,590 SHARES OF KKR FINANCIAL HOLDINGS LLC</u> _____ _____ _____	\$ <u>1,251,746.</u>	<u>12/31/12</u>
<u>4</u>	<u>24,517 SHARES OF TARGA RESOURCES CORP</u> _____ _____ _____	\$ <u>1,288,368.</u>	<u>12/31/12</u>
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

STEPHANIE & LAWRENCE FLINN JR.CHARITABLE TRUST**26-6135172****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

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	MAGELLAN MIDSTREAM PARTNERS, LP	P	05/27/09	12/31/12
b	POTASH CORP	P	Various	12/31/12
c	FORD MOTOR COMPANY	P	04/26/11	04/25/12
d	MARKET VECTORS GOLD MINERS ETF	P	11/02/11	05/03/12
e	MARKET VECTORS GOLD MINERS ETF	P	11/02/11	11/05/12
f	MARKET VECTORS JUNIOR GOLD MINERS	P	11/02/11	05/03/12
g	MARKET VECTORS JUNIOR GOLD MINERS	P	11/02/11	11/05/12
h	CF INDUSTRIES HOLDINGS	P	04/17/12	10/25/12
i	CHEMTURA CORP	P	04/14/11	12/31/12
j	FREEPORT-MCMORAN COPPER & GOLD INC	P	11/02/11	12/05/12
k	FREEPORT-MCMORAN COPPER & GOLD INC	P	12/13/11	12/05/12
l	ENERGY TRANSFER EQUITY, LP	P	12/13/11	12/11/12
m	ENERGY TRANSFER EQUITY, LP	P	05/27/09	12/11/12
n	PLAINS ALL AMERICA PIPELINE LP	P	05/27/09	12/13/12
o	MEG ENERGY	P	11/02/11	12/18/12

(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	498,005.		217,046.	280,959.
b	385,822.		395,286.	-9,464.
c	290,238.		399,250.	-109,012.
d	66,523.		89,502.	-22,979.
e	89,039.		107,402.	-18,363.
f	67,452.		93,996.	-26,544.
g	75,057.		101,830.	-26,773.
h	214,348.		196,935.	17,413.
i	574,042.		517,926.	56,116.
j	161,044.		197,732.	-36,688.
k	161,044.		194,937.	-33,893.
l	124,398.		99,445.	24,953.
m	114,829.		34,754.	80,075.
n	763,217.		424,146.	339,071.
o	140,739.		195,837.	-55,098.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			280,959.
b			-9,464.
c			-109,012.
d			-22,979.
e			-18,363.
f			-26,544.
g			-26,773.
h			17,413.
i			56,116.
j			-36,688.
k			-33,893.
l			24,953.
m			80,075.
n			339,071.
o			-55,098.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

Part 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 ATLAS RESOURCE PARTNERS LP	P	Various	03/19/12
b GLOBAL UNDERVALUED SECURITIES FUND (QP), LP	P	Various	12/31/12
c SACECREST II, LLC - DISTRIB'N IN EXC. OF BASIS	P	Various	12/31/12
d SHORT-TERM CAPITAL LOSSES THRU K-1S	P	Various	Various
e LONG-TERM CAPITAL LOSSES THRU K-1S	P	Various	Various
f NET SECTION 1231 LOSSES THRU K-1S	P	Various	Various
g BARCLAYS - SEC. 1256 GAIN	P	Various	Various
h BARCLAYS - SEC. 1256 GAIN	P	Various	Various
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4.			4.
b 1,129,652.		1,171,845.	-42,193.
c 70,046.			70,046.
d -53,746.			-53,746.
e -44,651.			-44,651.
f -458,726.			-458,726.
g 53.			53.
h 79.			79.
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4.
b			-42,193.
c			70,046.
d			-53,746.
e			-44,651.
f			-458,726.
g			53.
h			79.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-69,361.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
ATLAS ENERGY, L.P.	1,764.
ATLAS RESOURCE PARTNERS, L.P.	2.
BARCLAYS	788.
D.E. SHAW COMPOSITE FUND, LLC	502.
ENERGY TRANSFER EQUITY, LP	1,667.
ENSO GLOBAL EQUITIES PARTNERSHIP, LP	880.
GLOBAL UNDERVALUED SECURITIES FUND (QP) LP	13,970.
KING STREET CAPITAL, LP	18,284.
KKR FINANCIAL HOLDINGS LLC	147,278.
PLAINS ALL AMERICAN PIPELINE, LP	84.
S.A.C. CAPITAL MANAGEMENT, LP	2,851.
SAGECREST II, LLC	14.
THE OVERLOOK PARTNERS FUND L.P.	22.
VIKING GLOBAL EQUITIES LP	882.
Total to Form 990-PF, Part I, line 3, Column A	188,988.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
BARCLAYS	39,321.	0.	39,321.
D.E. SHAW COMPOSITE FUND, LLC	776.	0.	776.
ENERGY TRANSFER EQUITY, LP	10,889.	0.	10,889.
ENSO GLOBAL EQUITIES PARTNERSHIP, LP	99.	0.	99.
GLOBAL UNDERVALUED SECURITIES FUND (QP) LP	26,052.	0.	26,052.
KING STREET CAPITAL, LP	405.	0.	405.
KKR FINANCIAL HOLDINGS LLC	7,531.	0.	7,531.
MAGELLAN MIDSTREAM PARTNERS, LP	9.	0.	9.
NEW MOUNTAIN VANTAGE, L.P.	16,592.	0.	16,592.
PLAINS ALL AMERICAN PIPELINE, LP	209.	0.	209.
S.A.C. CAPITAL MANAGEMENT, LP	1.	0.	1.
THE OVERLOOK PARTNERS FUND L.P.	26,796.	0.	26,796.
VIKING GLOBAL EQUITIES LP	17,480.	0.	17,480.
Total to Fm 990-PF, Part I, ln 4	146,160.	0.	146,160.

Form 990-PF

Other Income

Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
ORDINARY BUSINESS INCOME	-50,622.	361.	
SWAP INCOME	-13,260.	-13,317.	
OTHER PORTFOLIO INCOME	3,729.	3,729.	
SECTION 475F	312,916.	312,916.	
ROYALTIES	4,706.	4,706.	
GUARANTEED PAYMENTS	7.	7.	
SECTION 988 INCOME (LOSS)	-5,620.	-6,189.	
TAX REFUNDS	100.	0.	
OTHER INCOME	732.	1,021.	
NONDIVIDEND INCOME - MADOFF	263,184.	0.	
PAL C/O TO 2013	0.	1,031.	
PTP PAL C/O TO 2013	0.	23,434.	
RENTAL INCOME	-1,618.	-715.	
PAL C/O TO 2012 UTILIZED	0.	-284,573.	
Total to Form 990-PF, Part I, line 11	514,254.	42,411.	

Form 990-PF

Accounting Fees

Statement

4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	11,268.	5,634.		5,634.
To Form 990-PF, Pg 1, ln 16b	11,268.	5,634.		5,634.

Form 990-PF

Other Professional Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PORTFOLIO DEDUCTIONS	113,600.	79,064.		0.
SECTION 59(E)(2) EXPENSE	16,754.	16,666.		0.
ROYALTY DEDUCTIONS	1,861.	1,861.		0.
To Form 990-PF, Pg 1, ln 16c	132,215.	97,591.		0.

Form 990-PF

Taxes

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	8,680.	8,643.		0.
To Form 990-PF, Pg 1, ln 18	8,680.	8,643.		0.

Form 990-PF

Other Expenses

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OTHER EXPENSES	132,662.	109,926.		0.
COST DEPLETION	11,266.	11,266.		0.
NONDEDUCTIBLE EXPENSES	740.	0.		0.
To Form 990-PF, Pg 1, ln 23	144,668.	121,192.		0.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	8
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Description	Amount
EXCESS FMV OF STOCK RECEIVED BY FOUNDATION OVER DONOR'S COST BASIS	1,857,945.
BASIS ADJUSTMENT - D.E. SHAW COMPOSITE FUND, LLC	24,560.
BASIS ADJUSTMENT - S.A.C. CAPITAL MANAGEMENT, LP	2,619.
BASIS ADJUSTMENT - KKR FINANCIAL HOLDINGS LLC	1,069.
Total to Form 990-PF, Part III, line 5	1,886,193.

Form 990-PF

Corporate Stock

Statement 9

Description	Book Value	Fair Market Value
MEG ENERGY CORP	0.	0.
POTASH CORP	0.	0.
MARKET VECTORS ETF JR GOLD MINE	0.	0.
MARKET VECTORS TRUST GOLD MINER	0.	0.
FREEPORT MCMORAN COPPER & GOLD	0.	0.
CHEMTURA CORP	0.	0.
FORD MOTOR CO	0.	0.
TARGA RESOURCES CORP	1,354,053.	2,056,374.
Total to Form 990-PF, Part II, line 10b	1,354,053.	2,056,374.

Form 990-PF

Other Investments

Statement 10

Description	Valuation Method	Book Value	Fair Market Value
D.E. SHAW COMPOSITE FUND, L.L.C.	COST	384,430.	231,183.
ENSO GLOBAL EQUITIES PARTNERSHIP, LP	COST	1,024,194.	745,643.
GLOBAL UNDERVALUED SECURITIES FUND (QP), LP	COST	0.	0.
NEW MOUNTAIN VANTAGE, L.P.	COST	772,374.	868,016.
SAGECREST II, LLC	COST	0.	0.
KING STREET CAPITAL, L.P.	COST	1,775,092.	2,075,954.
MAGELLAN MIDSTREAM PARTNERS LP	COST	129,044.	129,044.
VIKING GLOBAL EQUITIES LP	COST	1,476,846.	1,523,822.
PLAINS ALL AMERICAN PIPELINE, L.P.	COST	0.	0.
ENERGY TRANSFER EQUITY, L.P.	COST	697,407.	1,379,597.
S.A.C. CAPITAL MANAGEMENT, L.P.	COST	-30,110.	111,441.
KKR FINANCIAL HOLDINGS LLC	COST	1,892,532.	1,954,262.
ATLAS ENERGY LP	COST	1,054,246.	1,725,760.
THE OVERLOOK PARTNERS FUND L.P.	COST	1,017,854.	1,206,037.
TYRUS CAPITAL	COST	1,000,000.	1,053,444.
ATLAS RESOURCE PARTNERS, L.P.	COST	20,813.	20,813.
EV ENERGY PARTNERS, L.P.	COST	288,796.	288,796.
Total to Form 990-PF, Part II, line 13		11,503,518.	13,313,812.

2012 Charitable Contributions

<u>Recipient</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Boys & Girls Club of Martin County	Public Charity	Charitable donation	\$ 1,300.00
Everglades Foundation	Public Charity	Charitable donation	2,250 00
Society of The Four Arts	Public Charity	Charitable donation	1,200 00
Boys & Girls Club of Martin County	Public Charity	Charitable donation	4,220 00
Columbia Business School	Public Charity	Charitable donation	25,000 00
Planned Parenthood of S Florida	Public Charity	Charitable donation	250 00
Eagle Hill School	Public Charity	Charitable donation	750 00
Rippowam Cisqua School	Public Charity	Charitable donation	1,000 00
Damon Runyon Cancer Research Fund	Public Charity	Charitable donation	620 00
Damon Runyon Cancer Research Fund	Public Charity	Charitable donation	120 00
Ducks Unlimited	Public Charity	Charitable donation	35 00
Leukemia Discovery and Treatment Fund	Public Charity	Charitable donation	1,000 00
Interfaith Cooperative Ministries	Public Charity	Charitable donation	1,000.00
Wellness Foundation	Public Charity	Charitable donation	10,000 00
Memorial Sloan-Kettering Cancer Ctr	Public Charity	Charitable donation	1,000.00
Backcountry Jazz	Public Charity	Charitable donation	500 00
Boys & Girls Club of Greenwich	Public Charity	Charitable donation	800.00
The Greenwich Land Trust	Public Charity	Charitable donation	790 00
Damon Runyon Cancer Research Fund	Public Charity	Charitable donation	294.00
564 Park Avenue Preservation Foundation	Public Charity	Charitable donation	1,000.00
Family Centers Inc	Public Charity	Charitable donation	1,000 00
Eagle Hill School	Public Charity	Charitable donation	10,000 00
Greenwich Country Day School	Public Charity	Charitable donation	7,600 00
ROUND HILL SCHOLARSHIP FOUNDATION	Public Charity	Charitable donation	500 00
Shelburne Museum	Public Charity	Charitable donation	5,000 00
East Hampton Healthcare Foundation	Public Charity	Charitable donation	1,000 00
Hook Pond Associates	Public Charity	Charitable donation	250 00
LVIS	Public Charity	Charitable donation	1,000 00
The Nature Conservancy	Public Charity	Charitable donation	1,000 00
SOUTH HAMPTON HOSPITAL FOUNDATION	Public Charity	Charitable donation	1,000 00
THE VILLAGE PRESERVATION SOCIETY	Public Charity	Charitable donation	250.00
Atlantic Salmon Federation	Public Charity	Charitable donation	5,000 00
Defenders of Wildlife	Public Charity	Charitable donation	1,000 00
THE GARDEN CONSERVANCY	Public Charity	Charitable donation	2,500 00
TROUT UNLIMITED	Public Charity	Charitable donation	10,000 00
TRUSTEES FOR ALASKA	Public Charity	Charitable donation	1,000 00
THE WILDERNESS SOCIETY	Public Charity	Charitable donation	100 00
Ethel Walker School	Public Charity	Charitable donation	1,000 00
THE HERITAGE FOUNDATION	Public Charity	Charitable donation	1,000 00
THE HOTCHKISS FUND	Public Charity	Charitable donation	28,899 00
Lighthouse Art Center	Public Charity	Charitable donation	250 00
Oldfields School	Public Charity	Charitable donation	25,000 00
Oldfields School	Public Charity	Charitable donation	500 00
American Red Cross	Public Charity	Charitable donation	100,000 00
Rippowam Cisqua School	Public Charity	Charitable donation	4,000 00
The Rollins Fund	Public Charity	Charitable donation	500 00
Yale Alumni Fund	Public Charity	Charitable donation	5,000 00
Yale University Class of 1957	Public Charity	Charitable donation	100 00
1000 Friends of Florida	Public Charity	Charitable donation	5,000 00
American Red Cross Martin County Chapter	Public Charity	Charitable donation	5,000 00
Subtotal			277,578 00

2012 Charitable Contributions

<u>Recipient</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Subtotal Brought Forward			277,578 00
Boys & Girls Club of Martin County	Public Charity	Charitable donation	10,000 00
Christ Memorial Chapel	Public Charity	Charitable donation	500 00
Everglades Foundation	Public Charity	Charitable donation	10,000 00
Hobe Sound Community Chest, Inc	Public Charity	Charitable donation	25,000 00
Hobe Sound Nature Center	Public Charity	Charitable donation	100.00
Jupiter Island Garden Club	Public Charity	Charitable donation	500 00
Jupiter Island Medical Clinic	Public Charity	Charitable donation	2,000.00
Maltz Jupiter Theatre, Inc	Public Charity	Charitable donation	1,001 00
Martin County Taxpayers Association	Public Charity	Charitable donation	100.00
Natives Helping Natives, Inc.	Public Charity	Charitable donation	1,000 00
The Scripps Research Institute	Public Charity	Charitable donation	100.00
The Guardians of Martin County	Public Charity	Charitable donation	1,000 00
Tall Timbers Foundation, Inc	Public Charity	Charitable donation	3,000 00
Tall Timbers Foundation, Inc	Public Charity	Charitable donation	20,000 00
Alzheimer's Association	Public Charity	Charitable donation	1,000 00
Doctors Without Borders	Public Charity	Charitable donation	5,000 00
Hope Worldwide	Public Charity	Charitable donation	5,000 00
National Council on Alcoholism and Drug Dependence, Inc	Public Charity	Charitable donation	1,000.00
National Kidney Foundation	Public Charity	Charitable donation	1,000 00
ORTHOPAEDIC FOUNDATION FOR ACTIVE LIFESTYLES INC	Public Charity	Charitable donation	1,000 00
Memorial Sloan-Kettering Cancer Center	Public Charity	Charitable donation	25,000 00
The Smile Train	Public Charity	Charitable donation	1,000.00
St. Jude Children's Research Hospital	Public Charity	Charitable donation	1,000.00
Jupiter Medical Center Foundation	Public Charity	Charitable donation	181,897 00
Macedonia Church	Public Charity	Charitable donation	1,000 00
Paralyzed Veterans of America	Public Charity	Charitable donation	1,000 00
Tax Foundation	Public Charity	Charitable donation	1,000 00
Wounded Warrior Project	Public Charity	Charitable donation	10,000 00
USSGA Memorial Fund	Public Charity	Charitable donation	1,000 00
FAIR	Public Charity	Charitable donation	1,000 00
Negative Population Growth, Inc	Public Charity	Charitable donation	1,000 00
Planned Parenthood Federation of America	Public Charity	Charitable donation	100,000 00
Bravo Vail Valley Music Festival	Public Charity	Charitable donation	15,000 00
Betty Ford Alpine Gardens	Public Charity	Charitable donation	100 00
Steadman Philippon Research Institute	Public Charity	Charitable donation	25,000 00
VAIL VALLEY FOUNDATION	Public Charity	Charitable donation	35,000 00
East Hampton Library	Public Charity	Charitable donation	10,000 00
YMCA of Greenwich	Public Charity	Charitable donation	1,300.00
Environmental Defense Fund	Public Charity	Charitable donation	30,000 00
American Red Cross	Public Charity	Charitable donation	30,965 00
Thru DE Shaw Composite Fund, L L C EIN 13-4152431	Public Charity	Charitable donation	7 00
Thru Energy Transfer Equity, L P EIN 30-0108820	Public Charity	Charitable donation	17 00
Thru Atlas Energy LP EIN 43-2094238	Public Charity	Charitable donation	10 00
Thru Atlas Resource Partners, L P EIN 45-3591625	Public Charity	Charitable donation	2 00
Total Charitable Contribution			\$ 838,177.00

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	STEPHANIE & LAWRENCE FLINN JR. CHARITABLE TRUST	26-6135172
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	555 THEODORE FREMD AVE, NO. C-207	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	RYE, NY 10580	

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.

PRIVET CAPITAL, LLC

- The books are in the care of **555 THEODORE FREMD AVE - RYE, NY 10580**

Telephone No **914-417-6960**

FAX No **914-417-6961**

- 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

ADDITIONAL INFORMATION IS NEEDED FROM OUTSIDE THIRD PARTIES IN ORDER TO COMPLETE THIS TAX RETURN.

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	\$	25,463.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ☐

Title **CPA**

Date ☐

Form 8868 (Rev. 1-2013)