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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
B & J ASSOCIATION INC

A Employer identification number
36-6053422

Number and street (or P O box number if mail is not delivered to street address) Room/suite
721 WOODRIDGE LANE

B Telephone number (see instructions)
(847) 835-3667

City or town, state, and ZIP code
GLENCOE, IL 60022

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☑ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 982,384

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	31,392	31,392		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	24,523			
	b	Gross sales price for all assets on line 6a 244,228				
	7	Capital gain net income (from Part IV, line 2)		24,523		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	55,915	55,915		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	6,616	6,616		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,600	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	315	0		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9,531	6,616		0
	25	Contributions, gifts, grants paid	47,998			47,998
	26	**Total expenses and disbursements.** Add lines 24 and 25	57,529	6,616		47,998
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,614			
	b	**Net investment income** (if negative, enter -0-)		49,299		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	13,466	2,060	2,060
	2 Savings and temporary cash investments	94,350	38,915	38,915
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	674,625	729,915	919,394
	c Investments—corporate bonds (attach schedule)	15,385	14,615	22,015
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	797,826	785,505	982,384
Liabilities	17 Accounts payable and accrued expenses	12,707	2,000	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	12,707	2,000	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **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 ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	785,119	783,505	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	785,119	783,505	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	797,826	785,505	

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	785,119
2	Enter amount from Part I, line 27a	2	-1,614
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	783,505
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	783,505

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)
1 a	PUBLICLY TRADED SECURITIES			
b	CAPITAL GAINS DIVIDENDS	P		
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	237,661		219,705	17,956
b	6,567			6,567
c				
d				
e				

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				17,956
b				6,567
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	24,523
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	51,474	977,391	0 052665
2010	53,868	929,936	0 057927
2009	58,530	867,609	0 067461
2008	60,545	1,012,723	0 059784
2007	55,465	1,149,584	0 048248

2	**Total** of line 1, column (d)	2	0 286085
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 057217
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	977,589
5	Multiply line 4 by line 3	5	55,935
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	493
7	Add lines 5 and 6	7	56,428
8	Enter qualifying distributions from Part XII, line 4	8	47,998

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	986
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	986
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	986
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,797		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,797
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	811
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 811	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CECELIA GREENSPAN Telephone no ▶(847) 835-3667

Located at ▶721 WOODRIDGE LANE GLENCOE IL ZIP+4 ▶60022

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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) ☐ Yes ☑ 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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
IDA B SCULLY 180 E PEARSON ST APT 4303 CHICAGO, IL 60611	PRESIDENT & DIRECTOR 1 00	0	0	0
CECELIA GREENSPAN 721 WOODRIDGE LANE GLENCOE, IL 60022	SECRETARY, TREASURER & DIR 1 00	0	0	0
DANIEL M SCULLY 4515 S DURANGO DR APT 1006 LAS VEGAS, NV 89147	ASST TREASURER & DIRECTOR 1 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶	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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	931,932
b	Average of monthly cash balances		1b	60,544
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	992,476
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	992,476
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	14,887
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	977,589
6	**Minimum investment return.** Enter 5% of line 5		6	48,879

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	48,879
2a	Tax on investment income for 2012 from Part VI, line 5	2a 986		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	986
3	Distributable amount before adjustments Subtract line 2c from line 1		3	47,893
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	47,893
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	47,893

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	47,998
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	47,998
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	47,998

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					47,893
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 20___, 20___, 20___			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.					
c From 2009.	1,200				
d From 2010.	7,947				
e From 2011.	6,068				
f **Total** of lines 3a through e.		15,215			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 47,998					
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.					47,893
e Remaining amount distributed out of corpus		105			
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		15,320			
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 instructions				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) (see instructions)		0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		15,320			
10 Analysis of line 9					
a Excess from 2008. . . .					
b Excess from 2009. . . .	1,200				
c Excess from 2010. . . .	7,947				
d Excess from 2011. . . .	6,068				
e Excess from 2012. . . .	105				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

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

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

1 Information Regarding Foundation Managers:

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

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b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				47,998
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	31,392	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	24,523	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		55,915	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 55,915

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-08-23	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
RICHARD M FRANKLIN	RICHARD M FRANKLIN			P00029440

Firm's name ▶	WARADY & DAVIS LLP	Firm's EIN ▶ 36-2170602
Firm's address ▶	1717 DEERFIELD RD SUITE 300S DEERFIELD, IL 60015	Phone no (847) 267-9600

Form 990PF Part XV Line 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*				
A NIGHT OUT PO BOX 11745 CHICAGO,IL 60611	NONE	PUBLIC	PROVIDE SAFE, HEALTHY ENTERTAINMENT FOR VICTIMS OF DOMESTIC VIOLENCE AND ABUSE IN CHICAGO	5,000
ALZHEIMER'S ASSOCIATION 225 N MICHIGAN AVE FL 17 CHICAGO,IL 60601	NONE	PUBLIC	ALZHEIMER'S CARE AND SUPPORT, ALZHEIMER'S RESEARCH	120
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON,DC 20006	NONE	PUBLIC	DISASTER RELIEF	1,000
AMIGOS DE LAS AMERICAS 5618 STAR LANE HOUSTON,TX 77057	NONE	PUBLIC	SUPPORT FINANCIALLY DISADVANTAGED PARTICIPANTS WHO NEED SCHOLARSHIP SUPPORT	500
ANTI-DEFAMATION LEAGUE 605 THIRD AVE NEW YORK,NY 10158	NONE	PUBLIC	CIVIL RIGHTS	3,500
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO,IL 60603	NONE	PUBLIC	SUPPORT FOR THE ARTS	325
ASPCA 424 E 92ND ST NEW YORK,NY 10128	NONE	PUBLIC	ANIMAL CRUELTY PREVENTION	250
BLACK ENSEMBLE THEATER 4520 NORTH BEACON CHICAGO,IL 60640	NONE	PUBLIC	SUPPORT FOR THE ARTS	500
BLACKWOOD THEATER ORGAN SOCIETY 118 BLACKWWOD LANE HARRISVILLE,PA 16038	NONE	PUBLIC	ROLAND DIETER SCHOLARSHIP FUND	100
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE,IL 60022	NONE	PUBLIC	PROMOTE THE ENJOYMENT, UNDERSTANDING, AND CONSERVATION OF PLANTS AND THE NATURAL WORLD	110
CHICAGO COALITION FOR THE HOMELESS 70 EAST LAKE STREET SUITE 720 CHICAGO,IL 60601	NONE	PUBLIC	ORGANIZE AND ADVOCATE TO PREVENT AND END HOMELESSNESS	1,000
CHICAGO ZOOLOGICAL SOCIETY 330 GOLF ROAD BROOKFIELD,IL 60513	NONE	PUBLIC	GLOBAL CONSERVATION	350
CHURCH OF THE HOLY COMFORTER 222 KENILWORTH AVE KENILWORTH,IL 60043	NONE	PUBLIC	DIRECT CHARITABLE DONATIONS TO SELECTED ORGANIZATIONS	100
DUCKS UNLIMITED 1 WATERFOWL WAY MEMPHIS,TN 38120	NONE	PUBLIC	WETLANDS AND WATERFOWL CONSERVATION	100
EMERSON COLLEGE 120 BOYLSTON STREET 7TH FLOOR BOSTON,MA 02116	NONE	PUBLIC	SCHOLARSHIP	100

Form 990PF Part XV Line 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*				
FRIENDS OF REFUGEES OF EASTERN EUROPE 2935 WEST DEVON AVE CHICAGO,IL 60659	NONE	PUBLIC	PROMOTE JEWISH PRIDE, IDENTITY AND CONTINUITY AMONG NEW AMERICAN FAMILIES IN THE GREATER CHICAGOLAND AREA, BY PROVIDING EDUCATIONAL, RELIGIOUS, CULTURAL AND SOCIAL SERVICES	2,250
GIGI'S PLAYHOUSE 1069 WEST GOLF ROAD HOFFMAN ESTATES,IL 60169	NONE	PUBLIC	DOWN SYNDROME AWARENESS	500
GREATER CHICAGO FOOD DEPOSITORY 4100 WEST ANN LURIE PLACE CHICAGO,IL 60632	NONE	PUBLIC	COMMUNITY FOOD BANK	3,000
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON,MA 02780	NONE	PUBLIC	BUILD SPECIALLY ADAPTED HOMES FOR SEVERELY INJURED VETERANS	500
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK,NY 10021	NONE	PUBLIC	PROTECTION AND PRESERVATION OF THE LAND OF ISRAEL	108
JEWISH UNITED FUND 30 S WELLS STREET CHICAGO,IL 60606	NONE	PUBLIC	JEWISH COMMUNITY SUPPORT	11,800
KIDNEY CANCER ASSOCIATION PO BOX 803338 38269 CHICAGO,IL 60680	NONE	PUBLIC	ERADICATE DEATH AND SUFFERING FROM RENAL CANCERS	100
MACCABI USA 1926 ARCH STREET SUITE 4R PHILADELPHIA,PA 19103	NONE	PUBLIC	PERPETUATION AND PRESERVATION OF THE AMERICAN JEWISH COMMUNITY THROUGH SPORTS	500
MAKE-A-WISH FOUNDATION 4742 N 24TH ST SUITE 400 PHOENIX,AZ 85016	NONE	PUBLIC	ENRICH THE LIVES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS	500
MOVEMBER FOUNDATION PO BOX 2726 VENICE,CA 90294	NONE	PUBLIC	MEN'S HEALTH PROGRAMS	100
MULTIPLE SCLEROSIS FOUNDATION 6520 NORTH ANDREWS AVE FORT LAUDERDALE,FL 33309	NONE	PUBLIC	HELP PEOPLE WITH MULTIPLE SCLEROSIS MAINTAIN THEIR HEALTH AND WELL-BEING	50
NATE WASSERMAN CAMP FUND 426 MADISON STREET DENVER,CO 80206	NONE	PUBLIC	PROVIDE KIDS WHOSE FAMILIES MIGHT NOT OTHERWISE BE ABLE TO AFFORD IT AN OPPORTUNITY TO ENJOY THE CAMP EXPERIENCE	1,000
POLICE ATHLETIC LEAGUE OF ILLINOIS 1550 SPRING RD SUITE 310 OAK BROOK,IL 60523	NONE	PUBLIC	REDUCE JUVENILE DELINQUENCY AND PROMOTE POSITIVE INTERACTION BETWEEN LAW ENFORECEMENT AND COMMUNITIES	100
RAVINIA FESTIVAL 418 SHERIDAN ROAD HIGHLAND PARK,IL 60035	NONE	PUBLIC	SUPPORT MUSIC, DANCE, THEATRE AND OTHER CULTURAL PRESENTATIONS	250
SOS CHILDREN'S VILLAGES ILLINOIS 216 W JACKSON BLVD SUITE 925 CHICAGO,IL 60606	NONE	PUBLIC	BUILD FAMILIES FOR CHILDREN IN NEED, HELP CHILDREN SHAPE THEIR OWN FUTURES AND SHARE IN THE DEVELOPMENT OF THEIR COMMUNITIES	1,000

Form 990PF Part XV Line 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*				
SPECIAL GIFTS THEATER PO BOX 2231 NORTHBROOK, IL 60065	NONE	PUBLIC	DRAMA PROGRAMS FOR CHILDREN AND TEENS WITH SPECIAL NEEDS	500
SPECIAL OLYMPICS 605 E WILLOW ST NORMAL, IL 61761	NONE	PUBLIC	PROVIDE YEAR-ROUND SPORTS TRAINING AND ATHLETIC COMPETITION IN A VARIETY OF OLYMPIC-TYPE SPORTS FOR CHILDREN AND ADULTS WITH INTELLECTUAL DISABILITIES	600
STEPHENS COLLEGE 1200 E BROADWAY COLUMBIA, MO 65215	NONE	PUBLIC	UNRESTRICTED	250
SUSAN G KOMEN FOR THE CURE 5005 LBJ FREEWAY SUITE 350 DALLAS, TX 75244	NONE	PUBLIC	BREAST CANCER RESEARCH, COMMUNITY HEALTH OUTREACH, ADVOCACY AND PROGRAMS	250
TAILS OF HOPE 1628 OLD DEERFIELD HIGHLAND PARK, IL 60035	NONE	PUBLIC	HELP THE ELDERLY, CHRONICALLY ILL AND TERMINALLY ILL FIND NEW HOMES FOR THEIR PETS	250
TEEN LIVING PROGRAMS 162 W HUBBARD ST SUITE 400 CHICAGO, IL 60654	NONE	PUBLIC	ASSIST HOMELESS YOUTH TO PERMANENTLY LEAVE THE STREETS, SECURE STABLE HOUSING, AND BUILD SELF-SUFFICIENT, SATISFYING LIVES	1,000
THE CHURCHILL CENTRE 200 WEST MADISON STREET SUITE 1700 CHICAGO, IL 60606	NONE	PUBLIC	ACADEMIC SCHOLARSHIP	5,000
THE LYNN SAGE FOUNDATION 141 W JACKSON BLVD SUITE 300 CHICAGO, IL 60604	NONE	PUBLIC	BREAST CANCER RESEARCH AND SUPPORT SERVICES	1,500
THE RORY DAVID DEUTSCH FOUNDATION PO BOX 547 HIGHLAND PARK, IL 60035	NONE	PUBLIC	PEDIATRIC BRAIN TUMOR RESEARCH	1,000
THE TALKING FARM PO BOX 6329 EVANSTON, IL 60204	NONE	PUBLIC	SUPPORT THE PRODUCTION AND APPRECIATION OF LOCALLY GROWN FOOD	1,500
THE WINNETKA CLUB PO BOX 529 WINNETKA, IL 60093	NONE	PUBLIC	SCHOLARSHIP AND COMMUNITY SUPPORT	120
THE WISHING WELL FOUNDATION 26930 WYNDHURST COURT BONITA SPRINGS, FL 34134	NONE	PUBLIC	CREATE CHERISHED MOMENTS FOR CHILDREN WITH LIFE-THREATENING ILLNESSES	65
UNITED WAY PO BOX 294 MT PROSPECT, IL 60056	NONE	PUBLIC	IMPROVE EDUCATION, HELP PEOPLE ACHIEVE FINANCIAL STABILITY, AND PROMOTE HEALTHY LIVES	1,000
Y-ME NATIONAL BREAST CANCER ORGANIZATION 135 S LASALLE ST SUITE 2000 CHICAGO, IL 60603	NONE	PUBLIC	BREAST CANCER SUPPORT	150
Total . . . . ▶ **3a**				47,998

TY 2012 Investments Corporate Bonds Schedule

Name: B & J ASSOCIATION INC

EIN: 36-6053422

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MISSOURI PACIFIC RR GENL MTG INCM SER B	5,390	6,790
MISSOURI PACIFIC RR SER A	9,225	15,225

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491241003033

TY 2012 Investments Corporate Stock Schedule

Name: B & J ASSOCIATION INC

EIN: 36-6053422

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	8,079	74,280
ALLIANCE BERNSTEIN INCOME FUND INC	73,240	79,461
ALLIANCE BERNSTEIN REAL ASSET STRATEGY FUND ADV CLASS	0	0
ARTISIAN MID CAP VALUE FUND	13,529	12,690
COLUMBIA US GOVT MORTGAGE Z	41,071	40,155
DELAWARE LIMITED TERM DIVERSIFIED INCOME FUND CL A	30,819	30,580
DNP SELECT INCOME FUND INC	0	0
DOW CHEMICAL COMPANY	2,933	16,165
DWS ALTERNATIVE ASSET ALLOC A	39,634	39,186
EXXON MOBIL CORP	1,577	51,930
FIRST EAGLE FUNDS INC GLOBAL FUND CLASS I	71,775	76,325
FUNDAMENTAL INVESTORS FUND CLASS F1	0	0
HARBOR BOND FUND INST'L SHARES	66,978	72,647
ING MIDCAP OPPORTUNITIES FUND CL I	21,052	20,788
IVA FIDUCIARY TRUST IVA INTL FD CLASS I	40,180	39,891
JP MORGAN CORE BOND FUND CL A	94,578	97,456
JP MORGAN US LARGE CAP CORE PLUS SELECT	0	0
MFS NEW DISCOVERY I	11,474	12,690
NORFOLK SOUTHERN CORP	1,582	37,104
ROYCE 100 FUND SERVICE CLASS SHARES	0	0
TARGET PORTFOLIO TR SMALL CAPITALIZATION VALUE	16,858	21,357
TEMPLETON GLOBAL BOND FUND ADVISOR CLASS	107,847	105,519
TOUCHSTONE SANDS CAP SEL GRW Z	23,432	24,799
WELLS FARGO ADVANTAGE FDS - GROWTH FD ADMIN CLASS	20,239	21,645
YACKTMAN FUND	43,038	44,726

TY 2012 Other Expenses Schedule

Name: B & J ASSOCIATION INC

EIN: 36-6053422

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	25	0		0
OTHER EXPENSES	290	0		0

TY 2012 Other Professional Fees Schedule

Name: B & J ASSOCIATION INC

EIN: 36-6053422

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	6,616	6,616		0

TY 2012 Taxes Schedule

Name: B & J ASSOCIATION INC

EIN: 36-6053422

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	2,600	0		0