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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 <b>BERDACH, OTTO P. T/U/W</b>		A Employer identification number <b>36-6510739</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>
<b>Wells Fargo Bank N.A. - 101N Independence Mall E MACY1372-062</b>		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 236,777</b>	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

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))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,156	6,048		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	2,928			
	b Gross sales price for all assets on line 6a <b>37,417</b>				
	7 Capital gain net income (from Part IV, line 2)		2,928		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	9,084	8,976	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,231	2,423		808
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,029			1,029
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	137	137		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	4,407	2,560	0	1,847
25 Contributions, gifts, grants paid	14,000			14,000	
26 Total expenses and disbursements. Add lines 24 and 25	18,407	2,560	0	15,847	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-9,323				
b Net investment income (if negative, enter -0-)		6,416			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)ENVELOPE  
POSTMARK DATE MAY 10 2013

SCANNED MAY 15 2013

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing			
	<b>2</b> Savings and temporary cash investments	7,042	11,571	11,571
	<b>3</b> Accounts receivable			
	Less: allowance for doubtful accounts			
	<b>4</b> Pledges receivable			
	Less: allowance for doubtful accounts			
	<b>5</b> Grants receivable			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	<b>7</b> Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts			
	<b>8</b> Inventories for sale or use			
	<b>9</b> Prepaid expenses and deferred charges			
	<b>10 a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule)			
	<b>c</b> Investments—corporate bonds (attach schedule)			
	<b>11</b> Investments—land, buildings, and equipment basis			
<b>Liabilities</b>	Less: accumulated depreciation (attach schedule)			
	<b>12</b> Investments—mortgage loans			
	<b>13</b> Investments—other (attach schedule)	208,247	193,811	225,207
	<b>14</b> Land, buildings, and equipment, basis			
	Less: accumulated depreciation (attach schedule)			
	<b>15</b> Other assets (describe )			
	<b>16</b> Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	215,289	205,382	236,778
	<b>17</b> Accounts payable and accrued expenses			
	<b>18</b> Grants payable			
	<b>19</b> Deferred revenue			
<b>Net Assets or Fund Balances</b>	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule)			
	<b>22</b> Other liabilities (describe )			
	<b>23</b> Total liabilities (add lines 17 through 22)	0	0	
	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted			
	<b>25</b> Temporarily restricted			
	<b>26</b> Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
<b>Net Assets or Fund Balances</b>	<b>27</b> Capital stock, trust principal, or current funds	215,289	205,382	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b> Total net assets or fund balances (see instructions)	215,289	205,382	
	<b>31</b> Total liabilities and net assets/fund balances (see instructions)	215,289	205,382	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	215,289
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	-9,323
<b>3</b> Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	<b>3</b>	1,760
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	207,726
<b>5</b> Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	<b>5</b>	2,344
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	205,382

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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 See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
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	2,928
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	0

**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	16,664	249,046	0.066911
2010	11,753	235,950	0.049811
2009	12,630	211,739	0.059649
2008	11,724	263,164	0.044550
2007	14,750	303,523	0.048596
2 Total of line 1, column (d)			2 0.269517
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 0.053903
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 237,502
5 Multiply line 4 by line 3			5 12,802
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 64
7 Add lines 5 and 6			7 12,866
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 15,847

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	64
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	64
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	64
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	178	
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	178	
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	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	114	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 64 Refunded <input type="checkbox"/> 11	11	50	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 the 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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4 a 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?		N/A
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**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 <b>N/A</b>	13	X	
14	The books are in care of <b>WELLS FARGO BANK N.A.</b> Telephone no <b>888-730-4933</b> Located at <b>101N Independence Mall E MACY 1372-062 Philadelphia PA</b> ZIP+4 <b>19106-2112</b>			
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 <b>15 N/A</b>			
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 checked="" type="checkbox"/> Yes <input 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 <input type="checkbox"/>	1b	X
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>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here

☐**5b**

N/A

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

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****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

X

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

N/A

**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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Philz	Trustee 4 00	3,231		

**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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	231,312
<b>b</b>	Average of monthly cash balances	<b>1b</b>	9,807
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	241,119
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	241,119
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	3,617
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	237,502
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	11,875

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	11,875
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	64
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	64
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	11,811
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	11,811
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	11,811

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	15,847
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	15,847
<b>5</b>	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)	<b>5</b>	64
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	15,783

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				11,811
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			3,974	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ 15,847				
<b>a</b> Applied to 2011, but not more than line 2a			3,974	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				11,811
<b>e</b> Remaining amount distributed out of corpus	62			
<b>5</b> Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	62			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount—see instructions				0
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	62			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012	62			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

Form 990-PF (2012)

BERDACH, OTTO P. T/U/W

36-6510739 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)				
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	14,000
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

**Enter gross amounts unless otherwise indicated.**

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b>	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities			14	6,156	
<b>5</b>	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	2,928	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue a					
b						
c						
d						
e						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		0		9,084	0
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				13	9,084

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]



BERDACH, OTTO P. T/U/W

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

BOYS AND GIRLS CLUBS OF LONG BEACH

Street

3635 LONG BEACH BLVD

City

LONG BEACH

State

CA

Zip Code

90807

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,000

Name

FOOD FINDERS, INC

Street

3434 ATLANTIC AVE

City

LONG BEACH

State

CA

Zip Code

90807

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

SPECIAL OLYMPICS SOUTHERN CALIFORNIA INC.

Street

24779 VALLEY ST

City

SANTA CLARITA

State

CA

Zip Code

91321

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

	Amount
Long Term CG Distributions	120
Short Term CG Distributions	0



**Part I, Line 16b (990-PF) - Accounting Fees**

		1,029	0	0	1,029
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,029			1,029

Part I, Line 18 (990-PF) - Taxes

		137	137	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	137	137		

Part I, Line 23 (990-PF) - Other Expenses

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

**Part II, Line 13 (990-PF) - Investments - Other**

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	MERGER FD SH BEN INT 260		0	4,513	4,539
3	PIMCO FOREIGN BD FD USD H-INST 103		0	2,070	2,100
4	CONSUMER STAPLES SECTOR SPDR TR		0	2,390	3,106
5	AMEX FINANCIAL SELECT SPDR		0	3,864	4,442
6	AMEX MATERIALS SPDR		0	592	713
7	AMEX TECHNOLOGY SELECT SPDR		0	4,806	6,347
8	AMEX ENERGY SELECT SPDR		0	2,074	2,785
9	TAXABLE SHORT-TERM BOND FUND		0	5,540	5,503
10	TAXABLE INTERMEDIATE TERM BD FD		0	10,946	11,530
11	TAXABLE TOTAL RETURN BOND FUND		0	10,225	11,511
12	ISHARES TR SMALLCAP 600 INDEX FD		0	12,951	14,605
13	ISHARES S&P MIDCAP 400 VALUE		0	4,913	6,434
14	ISHARES S&P MIDCAP 400 GROWTH		0	5,485	7,780
15	ISHARES MSCI EAFE		0	24,143	26,781
16	AMEX INDUSTRIAL SPDR		0	2,152	2,805
17	AMEX HEALTH CARE SPDR		0	2,689	3,749
18	AMEX CONSUMER DISCR SPDR		0	1,954	3,036
19	CAPITAL PARTNERS CORE EQUITY FUND		0	9,853	11,695
20	DREYFUS EMG MKT DEBT LOC C-I 6083		0	11,063	11,565
21	HUSSMAN STRATEGIC GROWTH FUND 60		0	6,783	5,786
22	WELLS FARGO INTL ADV FUND-IS 4705		0	2,154	2,200
23	VANGUARD REIT VIPER		0	4,105	9,278
24	VANGUARD EMERGING MARKETS ETF		0	14,907	19,771
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	6,067	8,973
26	DIAMOND HILL LONG-SHORT FD CL I 11		0	7,998	9,174
27	WELLS FARGO ADV HI INC-INS 3110		0	10,728	11,565
28	GATEWAY FUND - Y 1986		0	5,996	5,913
29	CREDIT SUISSE COMM RT ST-CO 2156		0	12,850	11,521

**Part III (990-PF) - Changes in Net Assets or Fund Balances**

**Line 3 - Other increases not included in Part III, Line 2**

1	COST BASIS ADJUSTMENT	1	1,378
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	139
3	FEDERAL EXCISE TAX REFUND	3	243
4	Total	4	1,760

**Line 5 - Decreases not included in Part III, Line 2**

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	940
2	UNDISTRIBUTED CTF CAPITAL LOSS	2	1,294
3	PY RETURN OF CAPITAL ADJUSTMENT	3	110
4	Total	4	2,344

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		37,287		0		0		34,489		2,808		0		0		0		2,808		0		0		2,808		0		0		2,808	
Description of Property Sold		CUSIP #		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses		0		0		2,808			
1	DREYFUS EMG MKT DEBT LOC C-I 608	261880494				8/17/2011		12/21/2012	277	2,764						274		3	-1,077																
2	HUSSMAN STRATEGIC GROWTH FUND	448108100				2/19/2008		8/15/2012	180	2,12						3,841		0	-32																
3	HUSSMAN STRATEGIC GROWTH FUND	448108100				12/31/2009		8/15/2012	180	1,445						2,12		0	-105																
4	ISHARES MSCI EAFE	464287465				12/31/2009		12/11/2012	2,510	2,510						2,502		8	8																
5	ISHARES MSCI EAFE	464287465				12/31/2009		12/11/2012	660	660						588		72	72																
6	ISHARES S&P MIDCAP 400 GROWTH	464287608				10/21/2011		2/15/2012	572	572						545		27	27																
7	ISHARES S&P MIDCAP 400 GROWTH	464287608				8/15/2012		12/11/2012	344	344						327		17	17																
8	ISHARES S&P MIDCAP 400 GROWTH	464287608				8/15/2011		8/15/2012	664	664						580		84	84																
9	ISHARES S&P MIDCAP 400 GROWTH	464287608				2/22/2010		8/15/2012	248	248						204		45	45																
10	ISHARES S&P MIDCAP 400 GROWTH	464287608				2/22/2010		12/11/2012	437	437						340		97	97																
11	ISHARES S&P MIDCAP 400 GROWTH	464287608				2/22/2010		12/11/2012	264	264						204		60	60																
12	CORE EQUITY FUND	140895127				8/15/2011		8/15/2012	1,258	1,258						1,103		156	156																
13	CORE EQUITY FUND	140895127				7/22/2010		8/15/2012	430	430						358		72	72																
14	CORE EQUITY FUND	140895127				7/22/2010		12/11/2012	253	253						218		35	35																
15	CREDIT SUISSE COMM RET ST-I 2156	223449305				8/17/2011		12/11/2012	405	405						386		9	9																
16	DIAMOND HILL LONG-SHORT FD C-I 1252945833	1252945833				8/17/2012		12/11/2012	259	259						252		7	7																
17	DIAMOND HILL LONG-SHORT FD C-I 1252945833	1252945833				8/17/2011		12/11/2012	475	475						471		4	4																
18	DREYFUS EMG MKT DEBT LOC C-I 608	261880494				2/19/2008		8/15/2012	180	2,12						3,841		0	-32																
19	DREYFUS TR SMALLCAP 600 INDEX FD	464287604				2/17/2011		12/11/2012	600	600						565		35	35																
20	ISHARES CORE S&P SMALL-CAP E	464287604				2/17/2011		12/11/2012	462	462						445		17	17																
21	ISHARES CORE S&P SMALL-CAP E	464287604				2/17/2011		12/11/2012	231	231						212		19	19																
22	ISHARES CORE S&P SMALL-CAP E	464287604				2/17/2011		12/11/2012	466	466						424		42	42																
23	MERGER FD SH BEN INT 280	589509108				2/8/2011		12/21/2012	61	61						60		1	1																
24	MERGER FD SH BEN INT 280	589509108				7/22/2010		12/11/2012	113	113						111		2	2																
25	PIMCO FOREIGN BD FD USD H-INST 10	589509108				7/22/2010		12/11/2012	68	68						67		1	1																
26	PIMCO FOREIGN BD FD USD H-INST 10	589509108				5/2/2011		8/15/2012	425	425						458		0	-33																
27	SPDR DJ WILSHIRE INTERNATIONAL R	784632683				5/2/2011		12/11/2012	920	920						815		5	5																
28	SPDR DJ WILSHIRE INTERNATIONAL R	784632683				5/2/2011		12/11/2012	370	370						374		-4	-4																
29	AMEX HEALTH CARE SPDR	813697209				7/22/2010		12/11/2012	246	246						172		74	74																
30	AMEX HEALTH CARE SPDR	813697209				7/22/2010		12/11/2012	230	230						190		40	40																
31	CONSUMER STAPLES SECTOR SPDR	1613697308				7/22/2010		2/15/2012	296	296						242		54	54																
32	CONSUMER STAPLES SECTOR SPDR	1613697308				7/22/2010		2/15/2012	644	644						483		181	181																
33	AMEX CONSUMER DISCR SPDR	813697407				7/22/2010		8/15/2012	483	483						338		155	155																
34	AMEX CONSUMER DISCR SPDR	813697407				7/22/2010		12/11/2012	283	283						184		99	99																
35	AMEX ENERGY SELECT SPDR	813697506				7/22/2010		8/15/2012	1,365	1,365						1,010		355	355																
36	AMEX ENERGY SELECT SPDR	813697506				7/22/2010		12/11/2012	400	400						356		44	44																
37	AMEX FINANCIAL SELECT SPDR	813697605				7/22/2010		12/11/2012	246	246						214		32	32																
38	AMEX FINANCIAL SELECT SPDR	813697605				7/22/2010		12/11/2012	621	621						496		125	125																
39	AMEX INDUSTRIAL SPDR	813697704				7/22/2010		12/11/2012	265	265						204		61	61																
40	AMEX TECHNOLOGY SELECT SPDR	813697803				7/22/2010		8/15/2012	513	513						371		142	142																
41	AMEX TECHNOLOGY SELECT SPDR	813697803				7/22/2010		8/15/2012	187	187						149		38	38																
42	AMEX UTILITIES SPDR	813697886				7/22/2010		12/11/2012	336	336						272		64	64																
43	VANGUARD MSCI EMERGING MARKET	82042658				8/15/2011		2/15/2012	1,188	1,188						1,166		22	22																
44	VANGUARD MSCI EMERGING MARKET	82042658				8/15/2011		12/11/2012	1,303	1,303						1,286		17	17																
45	VANGUARD MSCI EMERGING MARKET	82042658				2/8/2009		8/15/2012	433	433						368		65	65																
46	VANGUARD REIT VIPER	922080553				2/8/2009		12/11/2012	654	654						554		100	100																
47	VANGUARD REIT VIPER	922080553				2/8/2009		12/11/2012	332	332						143		189	189																
48	WELLS FARGO ADV INTL BOND IS 470	949850562				2/8/2011		12/11/2012	2,018	2,018						2,025		-7	-7																
49																																			

[illegible][illegible]

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return . . . . .	1	178
2 First quarter estimated tax payment . . . . .	2	
3 Second quarter estimated tax payment . . . . .	3	
4 Third quarter estimated tax payment . . . . .	4	
5 Fourth quarter estimated tax payment . . . . .	5	
6 Other payments . . . . .	6	0
7 Total . . . . .	7	178



**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	3,974
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,974