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 , 2012, and ending , 20

Name of foundation A.C. ISRAEL FOUNDATION, INC.	**A** Employer identification number 51-6021414
Number and street (or P O box number if mail is not delivered to street address) 12 E 49 ST FL 41 | Room/suite	**B** Telephone number (see instructions) (212) 634-3342
City or town, state, and ZIP code NEW YORK, NY 10017	**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)* ▶ $ 29,158,070.

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))*

			(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	784,975.	784,975.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,080,218.			
	b	Gross sales price for all assets on line 6a 13,119,944.				
	7	Capital gain net income (from Part IV, line 2)		1,080,218.		
	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) ATCH 2	7,542.	7,542.		
	12	**Total.** Add lines 1 through 11	1,872,735.	1,872,735.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	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)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 3	19,832.	685.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 4	103,687.	103,687.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	123,519.	104,372.		
	25	Contributions, gifts, grants paid	1,517,900.			1,517,900.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,641,419.	104,372.		1,517,900.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	231,316.			
	b	**Net investment income** (if negative, enter -0-)		1,768,363.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (See instructions)	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	483,598.	409,212.	409,212.
	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 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			
	10 a	Investments - U S and state government obligations (attach schedule) **	3,530,162.	4,521,099.	4,521,099.
	b	Investments - corporate stock (attach schedule) ATCH 6	11,926,664.	11,778,225.	11,778,225.
	c	Investments - corporate bonds (attach schedule) ATCH 7	5,170,291.	4,351,428.	4,351,428.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	6,570,342.	8,098,093.	8,098,093.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 9)	5,464.	13.	13.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	27,686,521.	29,158,070.	29,158,070.
Liabilities	17	Accounts payable and accrued expenses	20,718.	24,014.	
	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)	20,718.	24,014.	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	27,665,803.	29,134,056.	
	30	**Total net assets or fund balances** (see instructions)	27,665,803.	29,134,056.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	27,686,521.	29,158,070.	

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	27,665,803.
2	Enter amount from Part I, line 27a	2	231,316.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10	3	1,242,137.
4	Add lines 1, 2, and 3	4	29,139,256.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	5,200.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,134,056.

**ATCH 5

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 PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,080,218.
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	1,830,102.	29,093,852.	0.062903
2010	1,846,716.	28,738,533.	0.064259
2009	1,864,304.	27,500,628.	0.067791
2008	1,856,731.	33,010,257.	0.056247
2007	1,820,770.	31,394,135.	0.057997

2	**Total** of line 1, column (d)	2	0.309197
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	0.061839
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	28,522,700.
5	Multiply line 4 by line 3	5	1,763,815.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	17,684.
7	Add lines 5 and 6	7	1,781,499.
8	Enter qualifying distributions from Part XII, line 4	8	1,517,900.

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 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	35,367.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	35,367.
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	35,367.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 14,051.		
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	14,051.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	411.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	21,727.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	11	

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
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		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE,NY,			
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	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ A.C. ISRAEL FOUNDATION, INC. Telephone no ▶ 212-634-3342

Located at ▶12 EAST 49TH STREET - 41ST FLOOR NEW YORK, NY ZIP+4 ▶ 10017

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 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		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? ☐ Yes ☒ 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)	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? ☐ 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		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)? **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** X

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
ATCH 12		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 ▶

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
ATCH 13		66,584.
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 . . . . . . ▶	

Form **990-PF** (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	23,545,030.
b	Average of monthly cash balances	1b	568,740.
c	Fair market value of all other assets (see instructions)	1c	4,843,286.
d	**Total** (add lines 1a, b, and c)	1d	28,957,056.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	28,957,056.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	434,356.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,522,700.
6	**Minimum investment return.** Enter 5% of line 5	6	1,426,135.

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	1,426,135.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	35,367.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	35,367.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,390,768.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,390,768.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,390,768.

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	1,517,900.
b	Program-related investments - total from Part IX-B	1b	
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	1,517,900.
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	1,517,900.

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					1,390,768.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years 20 10 ,20 09 ,20 08					
3	Excess distributions carryover, if any, to 2012					
a	From 2007					
b	From 2008					
c	From 2009					
d	From 2010	437,254.				
e	From 2011	398,675.				
f	**Total** of lines 3a through e		835,929.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,517,900.					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2012 distributable amount					1,390,768.
e	Remaining amount distributed out of corpus		127,132.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		963,061.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount - see instructions					
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		963,061.			
10	Analysis of line 9					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010	437,254.				
d	Excess from 2011	398,675.				
e	Excess from 2012	127,132.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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 foundation 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))

NONE

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

NONE

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 or e-mail 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 STATEMENT ATTACHED	N/A		GENERAL SUPPORT	1,517,900.
Total . . . . ▶ **3a**				1,517,900.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
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	784,975.	
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	1,080,218.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 14				7,542.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,872,735.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,872,735.

(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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
	N/A		N/A

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) is based on all information of which preparer has any knowledge

▶ 5/14/13 ▶ PRESIDENT

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LAWRENCE E. KRAUS		5/14/13		P00324360

Firm's name ▶ A.C. ISRAEL ENTERPRISES, INC. Firm's EIN ▶ 13-3129420

Firm's address ▶ 12 EAST 49TH STREET - 41ST FLOOR
NEW YORK, NY 10017 Phone no 212-634-3342

A.C[illegible]ISRAEL FOUNDATION, INC. 51-6021414

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE PART IV SCHEDULE- SEE STATEMENT 1 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,499,597.		2,355,011.					144,586.	
		SEE PART IV SCHEDULE-STATEMENT 2 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
415,198.		367,557.					47,641.	
		SEE PART IV SCHEDULE-STATEMENT 3 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
131,509.		115,266.					16,243.	
		SEE PART IV SCHEDULE-STATEMENT 4 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,099,170.		856,456.					242,714.	
		SEE PART IV SCHEDULE-STATEMENT 5 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
25,510.		32,763.					-7,253.	
		SEE PART IV SCHEDULE-STATEMEMT 6 PROPERTY TYPE: SECURITIES				P	VARIOUS	03/12/2012
		1.					-1.	
		SEE PART IV SCHEDULE-STATEMENT 7 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,189,294.		3,063,257.					126,037.	
		SEE PART IV SCHEDULE-STATEMENT 8 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
609,245.		550,134.					59,111.	
		SEE PART IV SCHEDULE-STATEMENT 9 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
120,096.		99,580.					20,516.	
		SEE PART IV SCHEDULE-STATEMENT 10 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,027,480.		764,646.					262,834.	
		SEE PART IV SCHEDULE-STATEMENT 11 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,166,831.		1,135,729.					31,102.	
		SEE PART IV SCHEDULE-STATEMENT 12 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,833,113.		2,699,326.					133,787.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		AOL CLASS ACTION SECS LITIGATION PROPERTY TYPE: SECURITIES				P	VARIOUS	07/03/2012
151.							151.	
		CLASS ACTION LITIGATION SETTLEMENT COMVE PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,750.							2,750.	
TOTAL GAIN(LOSS)							1,080,218.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INCOME - A.C. ISRAEL ENTERPRISE	82,995.	82,995.
DIVIDEND INCOME - WILMINGTON TRUST	131,915.	131,915.
INTEREST INCOME - WILMINGTON TRUST	368,159.	368,159.
DIVIDEND INCOME - AG NET LEASE REALTY LP	49,364.	49,364.
INTEREST INCOME - AG NET LEASE REALTY LP	4.	4.
DIVIDEND INCOME - LAZARD, LTD	2,754.	2,754.
INTEREST INCOME-RICHARD LENDERS II LLC	149,770.	149,770.
JP MORGAN	14.	14.
TOTAL	784,975.	784,975.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME - AG NET LEASE REALTY LP	6,406.	6,406.
OTHER INCOME-OIL & GAS PROPERTIES	1,136.	1,136.
TOTALS	7,542.	7,542.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX	19,147.	
SEVERANCE TAX	39.	39.
FOREIGN TAX PAID	646.	646.
TOTALS	19,832.	685.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADVISORY FEES	66,584.	66,584.
FILING FEES	900.	900.
MISC EXPS	161.	161.
CUSTODY FEE	35,617.	35,617.
PORTFOLIO DEDUCTIONS - AG NET	291.	291.
PORTFOLIO DEDUCTIONS - LAZARD	13.	13.
RICHARD LENDERS II	121.	121.
TOTALS	103,687.	103,687.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE ATTACHED	4,521,099.	4,521,099.
US OBLIGATIONS TOTAL	4,521,099.	4,521,099.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE STATEMENT ATTACHED	6,114,722.	6,114,722.
7545 SHS. A.C. ISRAEL ENTERPRISES, INC.	5,663,503.	5,663,503.
TOTALS	11,778,225.	11,778,225.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE ATTACHED	4,351,428.	4,351,428.
TOTALS	4,351,428.	4,351,428.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ROYALTY INTEREST IN OIL & GAS	100.	100.
AG NET LEASE REALTY FUND, LP	2,033,309.	2,033,309.
WEATHERLOW OFFSHORE FUND I, LT	4,988,712.	4,988,712.
LAZARD, LTD	76,092.	76,092.
RICHARD LENDERS II	999,880.	999,880.
TOTALS	8,098,093.	8,098,093.

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OTHER RECEIVABLE	13.	13.
TOTALS	13.	13.

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON SECURITIES	852,288.
UNREALIZED GAIN ON SEMI LIQUID PTRSHPS	389,849.
TOTAL	1,242,137.

ATTACHMENT 11

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES	5,200.
TOTAL	5,200.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS C. ISRAEL C/O INGLESIDE 12 EAST 49TH STREET - 41ST FLOOR NEW YORK, NY 10017	PRES, DIR,	0	0	0
BARRY W. GRAY C/O INGLESIDE 12 EAST 49TH STREET - 41ST FLOOR NEW YORK, NY 10017	VP, DIR,	0	0	0
VIRGINIA J. GOLDSTEIN C/O INGLESIDE 12 EAST 49TH STREET - 41ST FLOOR NEW YORK, NY 10017	DIRECTOR	0	0	0
GREGORY H. WARNER C/O INGLESIDE 12 EAST 49TH STREET - 41ST FLOOR NEW YORK, NY 10017	VP, TREASURER, SECRETARY	0	0	0
LAWRENCE E. KRAUS C/O INGLESIDE 12 EAST 49TH STREET - 41 FLOOR NEW YORK, NY 10017	VP	0	0	0
	GRAND TOTALS	0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 13

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
CRAMER ROSENTHAL MCGLYNN 520 MADISON AVENUE, 20TH FLOOR NEW YORK, NY 10022	INVESTMENT ADVISORY	66,584.
TOTAL COMPENSATION		66,584.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
FROM AG NET LEASE REALTY FUND				6,406.	
OIL & GAS INCOME				1,136.	
TOTALS				7,542.	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust
A.C. ISRAEL FOUNDATION, INC.

Employer identification number
51-6021414

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	331,231.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	331,231.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	748,987.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	748,987.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II **Caution:** *Read the instructions* **before** *completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			331,231.
14 **Net long-term gain or (loss):**				
a Total for year	14a			748,987.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,080,218.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or b** $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶ 21

22 Subtract line 21 from line 20 If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17 If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,400 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (15) . . . 30

31 Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust
A.C. ISRAEL FOUNDATION, INC.

Employer identification number
51-6021414

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE PART IV SCHEDULE- SEE STATEMENT 1	VARIOUS	VARIOUS	2,499,597.	2,355,011.	144,586.
SEE PART IV SCHEDULE-STATEMENT 3	VARIOUS	VARIOUS	131,509.	115,266.	16,243.
SEE PART IV SCHEDULE-STATEMENT 5	VARIOUS	VARIOUS	25,510.	32,763.	-7,253.
SEE PART IV SCHEDULE-STATEMENT 7	VARIOUS	VARIOUS	3,189,294.	3,063,257.	126,037.
SEE PART IV SCHEDULE-STATEMENT 9	VARIOUS	VARIOUS	120,096.	99,580.	20,516.
SEE PART IV SCHEDULE-STATEMENT 11	VARIOUS	VARIOUS	1,166,831.	1,135,729.	31,102.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 331,231.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE PART IV SCHEDULE-STATEMENT 2	VARIOUS	VARIOUS	415,198.	367,557.	47,641.
SEE PART IV SCHEDULE-STATEMENT 4	VARIOUS	VARIOUS	1,099,170.	856,456.	242,714.
SEE PART IV SCHEDULE-STATE MEMT 6	VARIOUS	03/12/2012		1.	-1.
SEE PART IV SCHEDULE-STATEMENT 8	VARIOUS	VARIOUS	609,245.	550,134.	59,111.
SEE PART IV SCHEDULE-STATEMENT 10	VARIOUS	VARIOUS	1,027,480.	764,646.	262,834.
SEE PART IV SCHEDULE-STATEMENT 12	VARIOUS	VARIOUS	2,833,113.	2,699,326.	133,787.
AOL CLASS ACTION SECS LITIGATION	VARIOUS	07/03/2012	151.		151.
CLASS ACTION LITIGATION SETTLEMENT COMVERSE TECNO	VARIOUS	VARIOUS	2,750.		2,750.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 748,987.

JSA

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A.C. Israel Foundation, Inc.
EIN: 51-6021414

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
CASH AND EQUIVALENTS							
	CASH		20,199 98		20,199 98	0 1	?
	CASH		-267,910 60		-267,910 60	-1 8	0 0
	DIVIDEND ACCRUAL		3,570 99		3,570 99	0 0	?
			-244,139 63		-244,139 63	-1 6	0 0
MONEY MARKET FUNDS							
	WILMINGTON PRIME MM FUND W CLASS		0 66		0 66	0 0	0 0
	WILMINGTON US GOV'T FUND W CLASS		482,598 19		482,598 19	3 2	0 0
			482,598 85		482,598 85	3 2	0 0
COMMON STOCKS							
Aerospace & Defense							
1,050	BE AEROSPACE INC	36 49	38,318 46	49 40	51,870 00	0 3	?
			38,318 46		51,870 00	0 3	0 0
0							
2,050	HANCOCK HOLDING COMPANY	33 84	69,372 45	31 73	65,046 50	0 4	?
2,150	VANTIV INC	20 47	44,014 06	20 42	43,903 00	0 3	?
			113,386 51		108,949 50	0 7	0 0
	Total		151,704 97		160,819 50	1 1	0 0
Energy							
Energy Equipment & Services							
450	DRIL QUIP INC	67 94	30,574 25	73 05	32,872 50	0 2	?
590	NATIONAL OILWELL VARCO INC	72 21	42,601 78	68 35	40,326 50	0 3	0 7
1,050	OCEANEERING INTERNATIONAL INC	43 74	45,928 99	53 79	56,479 50	0 4	1 3
900	SCHLUMBERGER LTD COM	68 62	61,762 25	69 30	62,368 74	0 4	1 6
			180,867 27		192,047 24	1 3	1 1
Oil, Gas & Consumable Fuels							
3,150	CAMECO CORP COM	21 40	67,411 81	19 72	62,118 00	0 4	2 0
550	CHEVRON CORP COMMON	99 06	54,484 25	108 14	59,477 00	0 4	3 3
800	CIMAREX ENERGY CO	54 72	43,778 52	57 73	46,184 00	0 3	?
550	EOG RESOURCES INC	87 24	47,980 58	120 79	66,434 50	0 4	?
2,150	MARATHON OIL CORP	28 13	60,469 87	30 66	65,919 00	0 4	?
820	OCCIDENTAL PETROLEUM CORP	80 42	65,941 52	76 61	62,820 20	0 4	2 8

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
950	WHITING PETE CORP	42 26	40,151 75	43 37	41,201 50	0 3	?
			380,218 31		404,154 20	2 6	1 2
	Energy Total		561,085 58		596,201 44	3 9	1 2
Materials							
Chemicals							
525	AIRGAS INC	82 49	43,309 26	91 29	47,927 25	0 3	1 0
800	ASHLAND INC	58 02	46,418 93	80 41	64,328 00	0 4	1 1
1,440	FMC CORP	40 42	58,200 01	58 52	84,268 80	0 6	0 9
1,400	RPM INTERNATIONAL INC	28 63	40,087 53	29 36	41,104 00	0 3	?
			188,015 73		237,628 05	1 6	0 8
Paper & Forest Products							
2,100	MEADWESTVACO CORP	30 74	64,545 32	31 87	66,927 00	0 4	?
			64,545 32		66,927 00	0 4	0 0
	Materials Total		252,561 05		304,555 05	2 0	0 6
Industrials							
Building Products							
2,050	FORTUNE BRANDS HOME AND SECURITY INC	21 37	43,813 82	29 22	59,901 00	0 4	?
			43,813 82		59,901 00	0 4	0 0
Electrical Equipment							
725	REGAL BELOIT CORP	69 83	50,626 20	70 47	51,090 75	0 3	1 0
			50,626 20		51,090 75	0 3	1 0
Industrial Conglomerates							
4,360	GENERAL ELECTRIC CO	16 03	69,871 76	20 99	91,516 40	0 6	3 6
3,950	TYCO INTERNATIONAL LTD NEW	26 85	106,063 51	29 25	115,537 50	0 8	3 4
			175,935 27		207,053 90	1 4	3 5
Machinery							
1,400	DOVER CORP	62 18	87,047 94	65 71	91,994 00	0 6	1 9
1,450	EATON CORP	51 41	74,537 54	54 18	78,561 00	0 5	?
1,000	LINCOLN ELECTRIC HOLDINGS INC	42 75	42,749 94	48 68	48,680 00	0 3	1 6
1,500	OSHKOSH CORPORATION	29 04	43,560 68	29 65	44,475 00	0 3	?
700	PALL CORP	43 24	30,264 65	60 26	42,182 00	0 3	1 4
2,300	PENTAIR LTD	44 16	101,575 36	49 15	113,045 00	0 7	1 6
700	SNAP ON INC	58 11	40,677 50	78 99	55,293 00	0 4	?
1,840	STANLEY BLACK & DECKER	48 30	88,873 43	73 97	136,104 80	0 9	2 2

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
700	TIMKEN CO	46 85	32,796 75	47 83	33,481 00	0 2	1 1
1,850	XYLEM INC	23 92	44,252 33	27 10	50,135 00	0 3	?
			586,336 12		693,950 80	4 5	1 2
Trading Companies & Distributors							
1,000	WESCO INTERNATIONAL INC	51 39	51,392 30	67 43	67,430 00	0 4	?
			51,392 30		67,430 00	0 4	0 0
Professional Services							
450	DUN & BRADSTREET CORP NEW COMMON	66 57	29,957 57	78 65	35,392 50	0 2	1 9
3,150	MONSTER WORLDWIDE INC	8 05	25,351 34	5 62	17,703 00	0 1	?
			55,308 91		53,095 50	0 3	1 3
	Industrials Total		963,412 62		1,132,521 95	7 4	1 5
Consumer Discretionary							
Automobiles							
1,300	HARLEY DAVIDSON INC	44 35	57,651 62	48 83	63,479 00	0 4	?
			57,651 62		63,479 00	0 4	0 0
Household Durables							
1,078	HARMAN INTERNATIONAL INDUSTRIES INC	35 31	38,060 95	44 64	48,121 92	0 3	1 3
			38,060 95		48,121 92	0 3	1 3
Leisure Equipment & Products							
1,200	BRUNSWICK CORP	26 53	31,837 97	29 09	34,908 00	0 2	?
			31,837 97		34,908 00	0 2	0 0
Textiles, Apparel & Luxury Goods							
1,200	WARNACO GROUP INC	55 70	66,843 97	71 57	85,884 00	0 6	?
			66,843 97		85,884 00	0 6	0 0
Hotels, Restaurants & Leisure							
1,400	HYATT HOTELS CORP	38 65	54,107 60	38 57	53,998 00	0 4	?
940	STARWOOD HOTELS & RESORTS WORLDWIDE INC	57 48	54,028 44	57 36	53,918 40	0 4	0 9
			108,136 04		107,916 40	0 7	0 4
Media							
1,050	MCGRAW HILL COS	47 06	49,412 12	54 67	57,403 50	0 4	?
925	VIACOM INC	53 79	49,751 39	52 74	48,784 50	0 3	1 9
			99,163 51		106,188 00	0 7	0 9

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Multiline Retail							
940	NORDSTROM INC	49 32	46,365 45	53 50	50,290 00	0 3	2 0
1,080	TARGET CORP	56 27	60,770 83	59 17	63,903 60	0 4	2 4
			107,136 28		114,193 60	0 7	2 3
Specialty Retail							
650	DSW INC	58 18	37,814 37	65 69	42,698 50	0 3	1 1
1,400	SALLY BEAUTY HOLDINGS INC	25 40	35,565 40	23 57	32,998 00	0 2	?
			73,379 77		75,696 50	0 5	0 6
	Consumer Discretionary Total		582,210 14		636,387 42	4 2	0 8
Consumer Staples							
Beverages							
1,490	COCA COLA CO COM	36 13	53,833 32	36 25	54,012 50	0 4	2 8
1,100	DR PEPPER SNAPPLE GROUP INC	38 30	42,132 27	44 18	48,598 00	0 3	3 1
720	PEPSICO INCORPORATED COMMON	63 32	45,591 84	68 43	49,269 60	0 3	3 1
			141,557 43		151,880 10	1 0	3 0
Food Products							
1,130	GENERAL MILLS INC	38 59	43,607 70	40 42	45,674 60	0 3	3 3
1,600	HILLSHIRE BRANDS COMPANY	26 11	41,772 51	28 14	45,024 00	0 3	1 8
1,000	INGREDION INCORPORATED	46 64	46,643 49	64 43	64,430 00	0 4	?
1,283	KRAFT FOODS GROUP INC	43 57	55,900 83	45 47	58,338 01	0 4	?
2,250	MONDELEZ INTERNATIONAL INC	25 66	57,733 96	25 45	57,269 70	0 4	?
			245,658 49		270,736 31	1 8	0 8
Personal Products							
800	ESTEE LAUDER COMPANIES INC	58 35	46,681 63	59 86	47,888 00	0 3	?
			46,681 63		47,888 00	0 3	0 0
	Consumer Staples Total		433,897 55		470,504 41	3 1	1 5
Health Care							
Health Care Equipment & Supplies							
400	COOPER COMPANIES INC COMMON	28 05	11,221 71	92 48	36,992 00	0 2	0 1
1,140	COVIDIEN PLC	44 31	50,515 98	57 74	65,823 60	0 4	1 6
1,030	ST JUDE MEDICAL INC	36 60	37,702 22	36 14	37,224 20	0 2	2 5
			99,439 91		140,039 80	0 9	1 4

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Health Care Providers & Services							
1,300	CIGNA CORP	25 37	32,976 96	53 46	69,498 00	0 5	?
330	MCKESSON CORP	77 99	25,735 71	96 96	31,996 80	0 2	0 8
			58,712 67		101,494 80	0 7	0 3
Biotechnology							
550	BIOMARIN PHARMACEUTICAL INC COMMON	17 13	9,421 38	49 20	27,060 00	0 2	0 0
			9,421 38		27,060 00	0 2	0 0
Pharmaceuticals							
3,440	HOSPIRA INC	35 67	122,701 97	31 24	107,465 60	0 7	?
1,550	MERCK & COMPANY COMMON	40 14	62,219 73	40 94	63,457 00	0 4	3 7
3,350	PFIZER INC	23 16	77,600 42	25 08	84,015 65	0 5	3 8
			262,522 12		254,938 25	1 7	2 2
Life Sciences Tools & Services							
600	TECHNE CORP	68 66	41,194 69	68 34	41,004 00	0 3	?
			41,194 69		41,004 00	0 3	0 0
	Health Care Total		471,290 77		564,536 85	3 7	1 4
Financials							
Commercial Banks							
3,350	FIFTH THIRD BANCORP	11 21	37,545 64	15 20	50,920 00	0 3	2 1
6,250	KEYCORP NEW COMMON	7 83	48,929 89	8 42	52,625 00	0 3	0 5
2,800	SUNTRUST BANKS	28 07	78,591 42	28 35	79,380 00	0 5	0 1
			165,066 95		182,925 00	1 2	0 8
Thrifts & Mortgage Finance							
6,000	TFS FINANCIAL CORP	8 88	53,287 80	9 62	57,720 00	0 4	0 0
			53,287 80		57,720 00	0 4	0 0
Diversified Financial Services							
2,290	JPMORGAN CHASE & COMPANY COMMON	35 96	82,358 79	43 97	100,689 24	0 7	2 7
			82,358 79		100,689 24	0 7	2 7
Consumer Finance							
1,250	CAPITAL ONE FINANCIAL CORP	53 99	67,490 75	57 93	72,412 50	0 5	?
			67,490 75		72,412 50	0 5	0 0
Capital Markets							
375	AFFILIATED MANAGERS GROUP INC	86 51	32,442 75	130 15	48,806 25	0 3	?

Report run at 05 15 PM on Monday, April 29, 2013

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Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
1,300	RAYMOND JAMES FINANCIAL INC	37 54	48,799 97	38 53	50,089 00	0 3	1 5
1,750	STATE STREET CORP	42 63	74,599 65	47 01	82,267 50	0 5	2 0
			155,842 37		181,162 75	1 2	1 3
Insurance							
1,400	AMERICAN FINANCIAL GROUP	39 08	54,706 06	39 52	55,328 00	0 4	?
1,400	AMERICAN INTL GROUP COM	32 50	45,500 00	35 30	49,420 00	0 3	0 0
650	CHUBB CORP	72 87	47,362 80	75 32	48,958 00	0 3	?
1,350	MARSH & MC LENNAN COMPANIES COMMON	32 25	43,542 00	34 47	46,534 50	0 3	2 7
1,450	METLIFE INC	32 95	47,777 50	32 94	47,763 00	0 3	?
1,100	WR BERKLEY CORP	36 18	39,795 25	37 74	41,514 00	0 3	1 0
			278,683 61		289,517 50	1 9	0 6
Real Estate Investment Trusts (REITs)							
3,350	RAYONIER INC	42 82	143,462 69	51 83	173,630 50	1 1	4 2
			143,462 69		173,630 50	1 1	4 2
Real Estate Management & Development							
3,150	CBRE GROUP INC	18 71	58,938 35	19 90	62,685 00	0 4	?
			58,938 35		62,685 00	0 4	0 0
	Financials Total		1,005,131 31		1,120,742 49	7 3	1 4
Information Technology							
Internet Software & Services							
4,000	YAHOO INC	15 34	61,345 06	19 90	79,600 00	0 5	?
			61,345 06		79,600 00	0 5	0 0
IT Services							
1,000	AUTOMATIC DATA PROCESSING INC	55 49	55,490 49	56 93	56,930 00	0 4	?
2,550	TOTAL SYSTEM SERVICES	22 63	57,705 46	21 42	54,621 00	0 4	?
			113,195 95		111,551 00	0 7	0 0
Software							
3,040	BMC SOFTWARE COMMON	32 25	98,029 49	39 62	120,444 80	0 8	0 0
1,550	INFORMATICA CORPORATION	30 12	46,688 34	30 32	46,996 00	0 3	?
2,580	PARAMETRIC TECHNOLOGY CORP COMMON	14 14	36,473 54	22 51	58,075 80	0 4	0 0
			181,191 37		225,516 60	1 5	0 0
Communications Equipment							
850	MOTOROLA SOLUTIONS INC	39 26	33,373 47	55 68	47,328 00	0 3	1 6

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
283	NORTEL NETWORKS CORPORATION	0 00	0 00	0 01	3 25	0 0	?
550	QUALCOMM INCORPORATED	59 07	32,487 28	61 86	34,022 78	0 2	1 6
			65,860 75		81,354 03	0 5	1 6
Computers & Peripherals							
2,750	E M C CORP MASS COM	24 22	66,613 34	25 30	69,575 00	0 5	0 0
5,925	INTERMEC INC	6 82	40,387 74	9 86	58,420 50	0 4	?
			107,001 08		127,995 50	0 8	0 0
Electronic Equipment, Instruments & Components							
1,640	AVNET COMMON	29 45	48,304 14	30 61	50,200 40	0 3	0 0
			48,304 14		50,200 40	0 3	0 0
Semiconductors & Semiconductor Equipment							
5,650	ATMEL CORPORATION	9 38	52,983 90	6 55	37,007 50	0 2	?
6,933	LSI CORPORATION	4 88	33,850 97	7 07	49,016 31	0 3	0 0
			86,834 87		86,023 81	0 6	0 0
	Information Technology Total		663,733 23		762,241 34	5 0	0 2
Utilities							
Electric Utilities							
1,750	NORTHEAST UTILITIES COMMON	36 68	64,184 69	39 08	68,390 00	0 4	2 6
2,500	NV ENERGY INC	11 90	29,748 92	18 14	45,350 00	0 3	3 7
1,400	UIL HOLDING CORP	26 80	37,515 75	35 81	50,134 00	0 3	?
			131,449 36		163,874 00	1 1	2 1
Multi-Utilities							
1,800	CMS ENERGY CORP COMMON	13 43	24,165 83	24 38	43,884 00	0 3	3 9
1,000	OGE ENERGY CORP	45 65	45,650 49	56 31	56,310 00	0 4	2 7
1,600	XCEL ENERGY INC	26 27	42,030 39	26 71	42,736 00	0 3	4 0
			111,846 71		142,930 00	0 9	3 5
Water Utilities							
1,600	AMERICAN WATER WORKS	20 78	33,240 95	37 13	59,408 00	0 4	2 7
			33,240 95		59,408 00	0 4	2 7
	Utilities Total		276,537 02		366,212 00	2 4	2 7
	COMMON STOCKS Total		5,361,564 25		6,114,722 46	40 0	1 2

Part II- Attachment 6
TOTAL COMMON STOCKS 6,114,722.

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur Yield
PUBLICLY TRADED PARTNERSHIPS							
Financials							
Capital Markets							
2,550	LAZARD LTD	41 85	106,721 40	29 84	76,092 00	0 5	2 7
			106,721 40		76,092 00	0 5	2 7
	Financials Total		106,721 40		76,092 00	0 5	2 7
	PUBLICLY TRADED PARTNE Total		106,721 40		76,092 00	0 5	2 7
CORPORATE BONDS							
150,000	AT&T BROADBAND CORP NOTE 8 375% Due 03-15-13	120 60	180,894 00	101 58	152,365 35	1 0	8 2
60,000	TELEFONICA EMISIONES S A U 2 582% Due 04-26-13	100 79	60,474 00	100 35	60,210 00	0 4	2 6
35,000	AGILENT TECHNOLOGIES INC 2 500% Due 07-15-13	100 85	35,297 85	100 89	35,310 17	0 2	2 5
60,000	INGERSOLL RAND GLOBAL HLDG CO 6 000% Due 08-15-13	109 97	65,982 00	103 34	62,005 68	0 4	5 8
100,000	MET LIFE GLOB FUNDING I NOTE 0 000% Due 01-10-14	100 00	100,000 00	100 50	100,497 60	0 7	0 0
25,000	BOEING CO LTD 5 000% Due 03-15-14	100 59	25,146 75	105 31	26,328 27	0 2	4 7
25,000	EATON CORP 5 950% Due 03-20-14	107 51	26,877 75	106 22	26,554 70	0 2	5 6
100,000	MERRILL LYNCH CO INC 5 450% Due 07-15-14	108 50	108,500 00	105 96	105,963 30	0 7	5 1
40,000	VIACOM INC NOTES 4 375% Due 09-15-14	107 96	43,184 40	105 95	42,380 60	0 3	4 1
40,000	VERIZON COMMUNICATIONS INC 1 250% Due 11-03-14	100 20	40,078 40	101 18	40,472 52	0 3	1 2
40,000	BEAR STEARNS & CO INC 5 700% Due 11-15-14	109 62	43,848 00	108 67	43,466 88	0 3	5 2
100,000	FORD MOTOR CREDIT CO LLC 3 875% Due 01-15-15	100 00	100,000 00	104 28	104,284 30	0 7	3 7
30,000	WELLS FARGO CO MTN 1 250% Due 02-13-15	99 75	29,923 65	100 94	30,281 34	0 2	1 2
10,000	WALGREEN CO 1 000% Due 03-13-15	99 88	9,987 70	100 08	10,008 42	0 1	1 0
100,000	TEXTRON INC 6 200% Due 03-15-15	100 98	100,977 00	109 60	109,603 00	0 7	5 7

PUBLICLY TRADED PARTNERSHIP 76,092

Part II - Attachment 8

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
25,000	CAPITAL ONE FINL CORP 2 150% Due 03-23-15	99 92	24,979 00	102 07	25,518 52	0 2	2 1
45,000	VORNADO RLTY L P NT 4 250% Due 04-01-15	104 49	47,020 50	105 70	47,565 58	0 3	4 0
100,000	MORGAN STANLEY 6 000% Due 04-28-15	108 38	108,377 00	108 92	108,920 80	0 7	5 5
60,000	NBC UNIVERSAL MEDIA LLC 3 650% Due 04-30-15	100 80	60,479 40	106 38	63,828 90	0 4	3 4
30,000	BOSTON PPTYS LTD PARTNERSHIP SR NT 5 000% Due 06-01-15	109 77	32,930 40	109 24	32,773 14	0 2	4 6
75,000	ENTERPRISE PRODUCTS NOTES 3 700% Due 06-01-15	106 90	80,178 00	106 27	79,698 82	0 5	3 5
40,000	METLIFE INC NTS 5 000% Due 06-15-15	95 01	38,004 80	110 09	44,035 84	0 3	4 5
50,000	GOLDMAN SACHS GRP 3 700% Due 08-01-15	100 94	50,468 50	105 54	52,769 50	0 3	3 5
30,000	KEYCORP NOTE 3 750% Due 08-13-15	107 66	32,297 40	107 01	32,103 93	0 2	3 5
50,000	COMERICA INC 3 000% Due 09-16-15	104 30	52,149 00	105 59	52,795 70	0 3	2 8
25,000	HYUNDAI CAP AMER INC SR NT 1 625% Due 10-02-15	100 10	25,024 95	100 60	25,150 22	0 2	1 6
100,000	GENERAL ELEC CAP CORP MTN 0 493% Due 10-06-15	97 29	97,289 00	98 89	98,885 70	0 6	0 5
50,000	BANK NOVA SCOTIA B CNOT 0 750% Due 10-09-15	100 00	49,998 50	99 45	49,726 10	0 3	0 8
25,000	GENERAL ELECTRIC CO NT 0 850% Due 10-09-15	100 16	25,039 00	100 35	25,088 12	0 2	0 8
30,000	BANK NEW YORK MTN BK ENT 0 700% Due 10-23-15	99 90	29,969 10	99 63	29,888 58	0 2	0 7
25,000	MARATHON OIL CORP 0 900% Due 11-01-15	100 12	25,031 20	100 08	25,020 15	0 2	0 9
40,000	ABBVIE INC 1 200% Due 11-06-15	100 33	40,130 80	100 67	40,267 24	0 3	1 2
25,000	CATERPILLAR FINL SVCS 0 700% Due 11-06-15	100 00	25,000 76	99 74	24,936 15	0 2	0 7
45,000	SOUTHERN CALIF EDISON CO 1ST MORTGAGE 5 000% Due 01-15-16	98 42	44,290 80	112 13	50,456 61	0 3	4 5
50,000	KRAFT FOODS INC 4 125% Due 02-09-16	109 80	54,902 00	108 95	54,475 25	0 4	3 8

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
40,000	DOW CHEMICAL CO 2 500% Due 02-15-16	104 15	41,662 00	103 88	41,553 36	0 3	2 4
50,000	BB&T CORPORATION 3 200% Due 03-15-16	103 85	51,924 50	106 43	53,217 30	0 3	3 0
50,000	WHIRLPOOL CORP SR NT 6 500% Due 06-15-16	111 67	55,836 00	114 69	57,345 15	0 4	5 7
15,000	CITIGROUP INC 5 850% Due 08-02-16	115 13	17,268 90	114 30	17,144 31	0 1	5 1
50,000	THERMO FISHER SCIENTIFIC INC 2 250% Due 08-15-16	103 56	51,781 00	103 54	51,769 55	0 3	2 2
25,000	JOHNSON CONTROLS INC 2 600% Due 12-01-16	103 98	25,994 00	104 18	26,044 52	0 2	2 5
50,000	BANK OF MONTREAL 2 500% Due 01-11-17	100 28	50,142 50	104 82	52,411 85	0 3	2 4
50,000	TOYOTA MTR CRD CORP 2 050% Due 01-12-17	99 95	49,976 50	103 43	51,712 95	0 3	2 0
25,000	ENTERGY CORP NEW SR NT 4 700% Due 01-15-17	106 08	26,520 00	108 33	27,081 50	0 2	4 3
30,000	JOHN DEERE CAP CORP 1 400% Due 03-15-17	99 97	29,991 30	100 96	30,286 77	0 2	1 4
40,000	SEMPRA ENERGY NT 2 300% Due 04-01-17	100 30	40,119 60	103 84	41,535 16	0 3	2 2
25,000	GENERAL ELEC CAP CORP 2 300% Due 04-27-17	99 98	24,993 95	103 69	25,922 02	0 2	2 2
60,000	BP CAP MARKETS PLC 1 846% Due 05-05-17	101 71	61,026 00	102 23	61,336 44	0 4	1 8
75,000	CMS ENERGY CORP 6 550% Due 07-17-17	99 74	74,806 50	117 90	88,428 75	0 6	5 6
50,000	WESTPAC BKG CORP 2 000% Due 08-14-17	101 65	50,823 00	103 01	51,503 15	0 3	1 9
50,000	DUKE ENERGY CORP NEW SR NT 1 625% Due 08-15-17	100 06	50,028 00	100 26	50,130 60	0 3	1 6
25,000	AMERICAN EXPRESS CO 6 150% Due 08-28-17	121 46	30,364 75	120 50	30,124 32	0 2	5 1
50,000	GOLDMAN SACHS GROUP INC 6 250% Due 09-01-17	117 23	58,614 50	117 96	58,980 85	0 4	5 3
25,000	ANADARKO PETE CORP NOTE 6 375% Due 09-15-17	118 96	29,741 25	119 45	29,862 37	0 2	5 3
50,000	ASTRAZENECA PLC 5 900% Due 09-15-17	120 42	60,212 00	121 50	60,751 25	0 4	4 9

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Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
50,000	EXELON GENERATION CO LLC NOTES 6 200% Due 10-01-17	110 46	55,232 50	118 09	59,045 75	0 4	5 3
30,000	ORACLE CORP NOTE 1 200% Due 10-15-17	99 83	29,948 10	100 30	30,089 04	0 2	1 2
25,000	ABBVIE INC 1 750% Due 11-06-17	100 43	25,106 75	101 09	25,271 92	0 2	1 7
25,000	JP MORGAN CHASE & CO SR NT 6 000% Due 01-15-18	114 84	28,711 25	119 72	29,929 67	0 2	5 0
15,000	OCCIDENTAL PETE CORP 1 500% Due 02-15-18	99 92	14,987 70	101 28	15,192 60	0 1	1 5
35,000	CITIGROUP INC SR NT 6 125% Due 05-15-18	109 29	38,252 55	119 84	41,944 38	0 3	5 1
75,000	PEPSICO INC SR NT 5 000% Due 06-01-18	109 21	81,911 25	118 60	88,953 37	0 6	4 2
100,000	AMEREN ILL CO NOTE 9 750% Due 11-15-18	125 48	125,477 00	138 89	138,890 40	0 9	7 0
10,000	BOSTON PROPERTIES LP NOTE 3 700% Due 11-15-18	99 77	9,976 70	108 63	10,862 87	0 1	3 4
25,000	UNITED TECHNOLOGIES CORP 6 125% Due 02-01-19	99 84	24,959 50	124 62	31,155 67	0 2	4 9
50,000	HONEYWELL INTERNATIONAL 5 000% Due 02-15-19	98 63	49,317 00	118 93	59,462 90	0 4	4 2
70,000	ALCOA INC SR UNSECURED 5 720% Due 02-23-19	96 65	67,657 80	106 22	74,354 84	0 5	5 4
35,000	BERKLEY W R CORP 7 375% Due 09-15-19	114 38	40,034 75	122 32	42,810 32	0 3	6 0
50,000	WESTPAC BANKING NOTE 4 875% Due 11-19-19	100 30	50,152 50	116 67	58,332 70	0 4	4 2
50,000	L-3 COMMUNICATIONS CORP 4 750% Due 07-15-20	100 21	50,106 50	111 46	55,731 80	0 4	4 3
35,000	MICROSOFT CORP NOTE 3 000% Due 10-01-20	102 86	36,001 00	107 92	37,770 32	0 2	2 8
75,000	UIL HOLDINGS CORPORATION 4 625% Due 10-01-20	98 90	74,173 50	107 25	80,434 72	0 5	4 3
50,000	CLIFFS NATURAL RESOURCES INC 4 875% Due 04-01-21	99 66	49,831 00	99 32	49,658 15	0 3	4 9

Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct Assets	Cur. Yield
10,000	BP CAP MARKETS PLC 3 245% Due 05-06-22	100 00	10,000 00	105 35	10,535 07	0 1	3 1
25,000	BROADCOM CORP SR 144A NT 2 500% Due 08-15-22	99 07	24,767 58	98 85	24,712 47	0 2	2 5
55,000	KINDER MORGAN ENERGY PART 3 950% Due 09-01-22	102 99	56,642 45	106 93	58,809 08	0 4	3 7
40,000	JPMORGAN CHASE & CO SR NT 3 250% Due 09-23-22	103 30	41,321 20	102 98	41,191 24	0 3	3 2
25,000	VERIZON COMMUNICATIONS 2 450% Due 11-01-22	99 89	24,973 75	100 03	25,008 35	0 2	2 4
25,000	TURLOCK CORP NOTE 2 750% Due 11-02-22	99 76	24,940 80	99 69	24,922 85	0 2	2 8
100,000	TIME WARNER ENTERTAINMENT CO L P SR 8 375% Due 03-15-23	119 19	119,191 00	141 34	141,338 10	0 9	5 9
50,000	INGERSOLL RAND CO MEDIUM TERM NOTE BOOK 6 015% Due 02-15-28	112 56	56,280 00	118 62	59,308 90	0 4	5 1
25,000	ELECTRONIC DATA SYS CORP NT 7 450% Due 10-15-29	124 91	31,227 75	117 25	29,313 30	0 2	6 4
50,000	CISCO SYSTEMS CORP 5 500% Due 01-15-40	102 72	51,360 00	127 09	63,547 25	0 4	4 3
50,000	FLORIDA PWR & LT CO 4 050% Due 06-01-42	99 86	49,930 00	104 15	52,074 05	0 3	3 9
50,000	ENTERPRISE PRODUCTS OPER 4 850% Due 08-15-42	99 53	49,763 00	107 34	53,667 60	0 4	4 5
15,000	APACHE CORP NT 4 750% Due 04-15-43	99 72	14,958 75	108 86	16,329 10	0 1	4 4
	CoRP. Bonds		4,203,751 49		4,351,428 02	28 4	4 0
TREASURY NOTES							
15,000	US TREASURY NOTE 0 250% Due 12-15-14	99 79	14,968 41	100 00	15,000 00	0 1	0 2
20,000	US TREASURY NOTE 2 625% Due 04-30-16	99 50	19,900 00	107 25	21,450 00	0 1	2 4
100,000	US TREASURY NOTE 4 000% Due 08-15-18	105 30	105,297 27	117 50	117,500 00	0 8	3 4
100,000	US TREASURY NOTE 1 250% Due 01-31-19	99 18	99,183 99	101 81	101,812 50	0 7	1 2
50,000	US TREASURY NOTE 1 000% Due 09-30-19	99 54	49,767 78	99 31	49,656 25	0 3	1 0
150,000	US TREASURY NOTE 3 625% Due 02-15-20	107 28	160,916 62	116 84	175,265 70	1 1	3 1

Corporate Bonds

Part II - Attachment 7

4,351,428.

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Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
250,000	US TREASURY NOTE 2 000% Due 11-15-21	100 16	250,389 67	103 79	259,472 75	1 7	1 9
30,000	US TREASURY NOTE 1 625% Due 08-15-22	98 08	29,424 73	99 34	29,803 14	0 2	1 6
65,000	US TREASURY NOTE 1 625% Due 11-15-22	100 12	65,078 13	98 91	64,289 03	0 4	1 6
			794,926 61	Ⓐ	834,249 37	5 5	2 2
GOVERNMENT BONDS							
150,000	U S TREASURY BONDS 8 125% 8 125% Due 08-15-19	132 20	198,304 68	145 55	218,332 03	1 4	5 6
150,000	U S TREASURY BONDS 7 875% 7 875% Due 02-15-21	133 61	200,408 20	150 50	225,750 00	1 5	5 2
100,000	U S TREASURY BONDS 7 25% 08/15/2022 7 250% Due 08-15-22	130 59	130,593 74	150 54	150,539 10	1 0	4 8
325,000	U S STATES TREASURY BONDS 6 000% Due 02-15-26	115 99	376,961 91	144 70	470,285 07	3 1	4 1
75,000	UNITED STATES TREASURY BOND DTD 2/15/99 5 250% Due 02-15-29	136 48	102,360 65	138 48	103,863 30	0 7	3 8
150,000	UNITED STATES TREASURY BOND 5 375% Due 02-15-31	133 71	200,571 79	142 75	214,125 00	1 4	3 8
175,000	UNITED STATES TREAS BDS 3 000% Due 05-15-42	105 51	184,636 44	101 87	178,281 25	1 2	2 9
			1,393,837 42	Ⓐ	1,561,175 76	10 2	4 4
AGENCY BONDS							
50,000 0000	FEDERAL HOME LOAN BANK BOND DTD 5 500% Due 08-13-14	103 78	51,889 15	108 56	54,281 40	0 4	5 1
50,000 0000	FEDERAL HOME LOAN BANK BOND 0 625% Due 12-29-14	100 25	50,126 70	100 65	50,323 10	0 3	0 6
200,000 0000	FEDERAL NATIONAL MORTGAGE ASSOCIATION 4 375% Due 10-15-15	108 09	216,172 40	111 04	222,070 20	1 5	3 9
125,000 0000	FEDERAL NATIONAL MORTGAGE ASSOCIATION 5 000% Due 05-11-17	99 86	124,822 87	118 33	147,907 62	1 0	4 2
150,000 0000	FEDERAL HOME LOAN BANK BOND 4 875% Due 05-17-17	99 39	149,090 25	117 84	176,766 75	1 2	4 1

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Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
150,000 0000	FEDERAL HOME LOAN BANK BOND 1 000% Due 06-21-17	99 89	149,830 95	101 14	151,711 05	1 0	1 0
18,780 4804	FNMA POOL #256752 6 000% Due 06-01-27	100 00	18,780 48	109 42	20,549 41	0 1	5 5
75,000 0000	FEDERAL NATIONAL MORTGAGE ASSOCIATION 6 250% Due 05-15-29	116 43	87,324 98	143 66	107,744 32	0 7	4 4
35,870 2800	FNMA POOL #612514 ARM 4 215% Due 05-01-33	99 82	35,805 82	105 17	37,724 77	0 2	4 0
33,286 7100	FEDERAL NATIONAL MORTGAGE ASSOCIATION 4 750% Due 04-25-35	99 37	33,077 86	109 66	36,502 87	0 2	4 3
15,973 2000	FNMA POOL 838891 6 000% Due 07-01-35	101 75	16,252 72	110 18	17,599 91	0 1	5 4
37,986 6600	FNMA POOL #256515 6 500% Due 12-01-36	102 17	38,811 68	112 21	42,623 69	0 3	5 8
			971,985 88		Ⓐ 1,065,805 11	7 0	3 7
FNMA							
150,000	FEDERAL NATL MTG ASSN 1 375% Due 11-15-16	101 44	152,153 03	103 02	154,528 50	1 0	1 3
125,000	FEDERAL NATL MTG ASSN 0 875% Due 10-26-17	100 45	125,565 85	100 40	125,505 87	0 8	0 9
			277,718 88		Ⓐ 280,034 37	1 8	1 1
FHLMC							
150,000 0000	FEDERAL HOME LN MTG CORP 2 500% Due 05-27-16	104 55	156,830 55	106 70	160,043 10	1 0	2 3
150,000 0000	FEDERAL HOME LN MTG CORP 3 750% Due 03-27-19	109 57	164,361 55	115 59	173,387 70	1 1	3 2
200,000 0000	FEDERAL HOME LN MTG CORP 1 750% Due 05-30-19	101 24	202,483 45	103 45	206,892 20	1 4	1 7
200,000 0000	FEDERAL HOME LN MTG CORP 2 375% Due 01-13-22	101 38	202,768 68	104 47	208,935 00	1 4	2 3
12,821 1603	FHLM2 GOLD POOL #G08097 6 500% Due 11-01-35	102 67	13,163 73	113 66	14,572 27	0 1	5 7
5,188 0200	FHLMC GOLD POOL G02390 6 000% Due 09-01-36	100 55	5,216 39	108 98	5,653 96	0 0	5 5

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Ingleside Investors

PORTFOLIO APPRAISAL

Foundation Accounts

December 31, 2012

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
9,510 2800	FHLM GOLD POOL #G08193 6 000% Due 04-01-37	100 94	9,599 43	108 82	10,349 56	0 1	5 5
			754,423 78		Ⓐ 779,833 79	5 1	2 5
TOTAL PORTFOLIO			**14,103,388.93**		**15,301,800.10**	**100.0**	**2.6**

Ⓐ Investment:

Part II - Attachment 5

U.S. Government Obligs: 4,521,098.

Report run at 05 15 PM on Monday, April 29, 2013

A.C. ISRAEL FOUNDATION **51-6021414**

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACCORDIA GLOBAL HEALTH FOUNDATION 1104 14th Street, NW, Suite 801 Washington, DC 20005	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
ADDISON GALLERY OF AMERCAN ART Brian T Allen 180 Main Street Andover, MA 01810-9932	NONE, 501(c)(3)	GENERAL SUPPORT	2,500 00
ALL AMERICAN DACHSHUND RESCUE 1719 Groveland Ridge Road Columbia, TN 38401	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
ALZHEIMER'S ASSOCIATION/JUDY FUND 69730 Highway 111, Suite 202 Rancho Mirage, CA 92270	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
AMERICAN RED CROSS 520 West 49th Street New York, NY 10019 Attention Development Departmetn	NONE, 501(c)(3)	GENERAL SUPPORT	3,500 00
ANIMAL HAVEN 251 Centre Street New York, NY 10013 (Corner of Broome Street)	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
ANTI-DEFAMATION LEAGUE 605 Third Avenue New York, NY 10158-3560	NONE, 501(c)(3)	GENERAL SUPPORT	25,000 00
BARBARA SINATRA CHILDRENS CTR 39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270-9989	NONE, 501(c)(3)	GENERAL SUPPORT	2,000 00
BETTY FORD CENTER FOUNDATION 41990 Cooks Street, Suite C301 Palm Desert, CA 92211	NONE, 501(c)(3)	GENERAL SUPPORT	100 00
BIRTHRIGHT ISRAEL FOUNDATION P O Box 5892 Hicksville, NY 11802-5892	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
BOOKS FOR KIDS FOUNDATION 240 West 37th Street, Suite 309 New York, 10018	NONE, 501(c)(3)	GENERAL SUPPORT	250 00
BRAIN & BEHAVIOR RESEARCH FDN Benita Shobe 60 Cutter Mill Road, Suite 404 Great Neck, NY 11021	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00
BRICK PRESBYTERIAN CHURCH 62 EAST 92ND STREET New York, NY 10128	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00

A.C. ISRAEL FOUNDATION 51-6021414
FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRUNSWICK SCHOOL 100 MAHER STREET Greenwich, CT 06830	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00
BUILDING HOPE FOR THE NEW YONKERS ANIMAL SHELER, INC P O Box 406 Yonkers, NY 10710	NONE, 501(c)(3)	GENERAL SUPPORT	250 00
BLYTHEDALE CHILDREN'S HOSPITAL Betsy Bowman, Chief Development Officer 95 Bradhurst Avenue Valhalla, NY 10595	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
CENTER FOR JEWISH HISTORY 15 West 16th Street New York, NY 10011	NONE, 501(c)(3)	GENERAL SUPPORT	125 00
CITIZENS COMMITTEE FOR NYC 156 Fifth Avenue, Suite 1100 New York, NY 10010	NONE, 501(c)(3)	GENERAL SUPPORT	50,000 00
COACHELLA VALLEY RESCUE MISSION 47-470 Van Buren - P O Box 10660 Indio, CA 92202-2564	NONE, 501(c)(3)	GENERAL SUPPORT	1,200 00
COLLEGE OF THE DESERT FOUNDATION 43-500 MONTEREY AVENUE PALM DESERT, CA 92260	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
COLUMBIA BUSINESS SCHOOL 33 West 60th Street, 7th Floor New York, NY 10023	NONE, 501(c)(3)	GENERAL SUPPORT	2,000 00
CONGREGATION KOL AMI 252 Soundview Avenue White Plains, NY 10606-3822	NONE, 501(c)(3)	GENERAL SUPPORT	250 00
DESERT COMMUNITY FOUNDATION 46000 Fairway Drive Indian Wells, CA 92210	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
DESERT COMMUNNITY ELDORADO 46000 Fairway Drive Indian Wells, CA 92210 Attention Scholarship	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
DESERT COMMUNITY FOUNDATION 75-105 Merle Drive, Suite 300 Palm Desert, CA 92211	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
DESERT SAMARITANS FOR THE ELDERLY P O BOX 10967 PALM DESERT, CA 92255-0967	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00

A.C. ISRAEL FOUNDATION **51-6021414**

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DOROT, Inc 171 West 85th Street New York, NY 10024-4401	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
EARTH ANGELS CANINE RESCUE 843 FOREST AVENUE BRONX, NY 10456	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
EAST SIDE HOUSE SETTLEMENT 337 Alexander Avenue Bronx, NY 10454	NONE, 501(c)(3)	GENERAL SUPPORT	3,000 00
EISENHOWER MEDICAL CENTER FOUNDATION 39000 Bob Hope Dirve Rancho Mirage, CA 92270	NONE, 501(c)(3)	GENERAL SUPPORT	15,950 00
FREELANCE PLAYERS INC (URBAN IMPROV) 8 St John Street Jamaica Plain, MA 02130	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
FRIENDS OF CUL CTR McCALLUM THEATRE 73000 Fred Waring Drive Palm Desert, CA 92260	NONE, 501(c)(3)	GENERAL SUPPORT	54,020 00
HALE HOUSE 152 WEST 122nd STREET NEW YORK, NY 10027	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
HARLEM CHIDREN'S ZONE 35 East 125th Street, 6th Floor New York, NY 10035	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00
HAZELDEN FOUNDATION P O Box 64348 St Paul, MN 55164-0348	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
HEBREW FREE BURIAL ASSOCATION 224 West 35th Street, Room 300 New York, NY 10117-1340	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
HILLSIDES EDUCATION CENTER 940 Avenue 64 Pasadena, CA 91105	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
HISTORIC HUDSON VALLEY 639 Bedford Road Pocantico Hills, NY 10591	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00
HISTORIC MORVEN, INC 55 Stockton Street Princeton, NJ 08540	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00

A.C. ISRAEL FOUNDATION 51-6021414

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOAG HOSPITAL FOUNDATION Neurosciences Stroke Department 500 Superior Avenue, Suite 350 Newport Beach, CA 92663	NONE, 501(c)(3)	GENERAL SUPPORT	100 00
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00
JBI INTERNATIONAL 110 East 30th Street New York, NY 10016-7375	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
JEWISH FEDERATION OF PALM SPRINGS 69930 Highway 111, Suite 204 Rancho Mirage, CA 92270	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
JEWISH GUILD HEALTHCARE 15 West 65th Street New York, NY 10023	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
KIDS IN CRISIS One Salem Street Cos Cob, CT 06807	NONE, 501(c)(3)	GENERAL SUPPORT	200 00
KUCETEKELA FOUNDATION 1220 Park Avenue, Apt 1B New York, NY 10128	NONE, 501(c)(3)	GENERAL SUPPORT	5,100 00
LINCOLN CENTER FOR THE PERFORMING ARTS 10 Lincoln Center Plaza New York, NY 10023	NONE, 501(c)(3)	GENERAL SUPPORT	9,350 00
LINKS PLAYERS INTERNATIONL 755 North Peach Avenue Suite E-11 Clovis, CA 93611	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
THE LUNG CANCER ALLIANCE 888 16TH STREET, N W , SUITE 150 WASHINGTON, D C 20006	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
LUSTGARTEN FOUNDATION 1111 Stewart Avenue Bethpage, NY 11714	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
MARTHA'S VINEYARD HOSPITAL, INC One Hospital Road P O Box 1477 Oak Bluffs, MA 02557	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
MARTHA'S VINEYARD MUSEUM 59 School Street, PO Box 1310 Edgartown, MA 02539	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00

A C. ISRAEL FOUNDATION 51-6021414

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAZON 10495 Santa Monica Boulevard, Suite 100 Los Angeles, CA 90025	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
MEMORIAL SLOAN KETTERING CANCER CENTER 633 Third Avenue, 28th Floor New York, NY 10017	NONE, 501(c)(3)	GENERAL SUPPORT	100,000 00
METROPOLITAN MUSEUM OF ART 1000 Fifth Avenue New York, NY 10028-0198	NONE, 501(c)(3)	GENERAL SUPPORT	11,000 00
MIDDLEBURY COLLEGE DEVELOPMENT OFFICE MUNFORD HOUSE MIDDLEBURY, VT 05753	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
MONTEFIORE MEDICAL CENTER 111 EAST 210TH STREET NEW YORK, NY 10467-2490	NONE, 501(c)(3)	GENERAL SUPPORT	50,000 00
MOUNT SINAI ADOLESCENT HEALTH CENTER 320 East 94th Street, 2nd Floor New York, NY 10128	NONE, 501(c)(3)	GENERAL SUPPORT	25,500 00
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 South Independence Mall East Philadelphia, PA 19106-2517	NONE, 501(c)(3)	GENERAL SUPPORT	125 00
OCEAN PARK COMMUNITY CENTER (k9 Connection Project) 1453 16th Street Santa Monica, CA 90404	NONE, 501(c)(3)	GENERAL SUPPORT	7,150 00
OHIO STATE UNIVERSITY - PELOTONIA 351 W Nationwide Blvd Columbus, Ohio 43215	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00
OVARIAN CANCER RESEARCH FUND 14 PENNSYLVANIA PLAZA, SUITE 1710 NEW YORK, NY 10122	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
PALM SPRINGS ART MUSEUM PO BOX 2310 101 MUSEUM DRIVE PALM SPRINGS, CA 92263-2310	NONE, 501(c)(3)	GENERAL SUPPORT	15,000 00
PALM SPRINGS FRIENDS OF PHILHARMONIC P O Box 12770 Palm Desert, CA 92255-2770	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00

A.C. ISRAEL FOUNDATION **51-6021414**

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PET PARTNERS (OLD NAME DELTA SOCIETY) 875 - 124th Avenue NE#101 Bellevue, WA 98005	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00
PHILLIPS ACADEMY ANDOVER 180 MAIN STREET ANDOVER, MA 01810-4161	NONE, 501(c)(3)	GENERAL SUPPORT	452,000 00
PLANNED PARENTHOOD OF NYC, INC Margaret Sanger Square 26 Bleecker Street New York, NY 10012-2412 Attention Ms Peggy Danziger	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
PROSTATE CANCER FOUNDATION 1250 Fourth Street Santa Monica, CA 90401	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
PUPPIES BEHIND BARS 10 East 40th Street, Floor 19 New York, NY 10016	NONE, 501(c)(3)	GENERAL SUPPORT	150 00
RIVERDALE COUNTRY SCHOOL 5250 Fieldston Road Bronx, NY 10471-2999	NONE, 501(c)(3)	GENERAL SUPPORT	15,000 00
RED RIBBON FOUNDATION, INC 270 Greenwich Avenue Greewich, CT 06830	NONE, 501(c)(3)	GENERAL SUPPORT	1,500 00
SAN DIEGO HUMANE SOCIETY Attn Steve Reitman 5500 Gains Street San Diego, CA 92110	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
SCHOOL ON WHEELS P O Box 23371 Ventura, CA 93002	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
SCRIPP'S HEALTH FOUNDATION ENC 63 354 Santa Fe Drive Encinitas, CA 92024	NONE, 501(c)(3)	GENERAL SUPPORT	62,405 00
SIMON WIESENTHAL CENTER 1399 S Roxbury Drive Los Angeles, CA 90035-9003	NONE, 501(c)(3)	GENERAL SUPPORT	250 00
St MARGARET'S EPISCOPAL CHURCH 47535 Highway 74 Palm Desert, CA 92260	NONE, 501(c)(3)	GENERAL SUPPORT	115,000 00
STANFORD UNIVERSITY-HOOVER INSTITUTION Stanford, CA 94305-6010 Attention Development Office	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00

A.C. ISRAEL FOUNDATION 51-6021414
FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SUNRISE ROTARY 21st CENTURY FOUNDATION c/o Westport Sunrise Rotary P O Box 43 Westport, CT 06881-0043	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
SUSAN G KOMEN FOR THE CURE P O Box 650309 Dallas, Texas 75265-0309	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
THE COUNTRY FRIENDS, INC P O Box 142 Rancho Santa Fe, CA 92067	NONE, 501(c)(3)	GENERAL SUPPORT	1,800 00
THE EAST HARLEM SCHOOL AT EXODUS HOUSE 309 East 103rd Street New York, NY 10029-5553	NONE, 501(c)(3)	GENERAL SUPPORT	5,200 00
THE GENTLE BARN FOUNDATION 15825 Sierra Highway Santa Clarita, CA 91390-4731	NONE, 501(c)(3)	GENERAL SUPPORT	300 00
THE GOSHEN LAND TRUST P O Box 501 Goshen, CT 06756	NONE, 501(c)(3)	GENERAL SUPPORT	250 00
THE TAFT SCHOOL 110 Woodbury Road Watertown, CT 06795-2100	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
TRUSTEES OF PHILLIPS ACADEMY Mr Peter R Ramsey, Secretary of the Academy 180 Main Street Andover, MA 01810-4161	NONE, 501(c)(3)	GENERAL SUPPORT	255,000 00
THE JEWISH MUSEUM 1109 5th Avenue New York, NY 10128	NONE, 501(c)(3)	GENERAL SUPPORT	5,000 00
THE LIVING DESERT 47900 Portola Avenue Palm Desert, CA 92260	NONE, 501(c)(3)	GENERAL SUPPORT	39,225 00
THIS FOR DIPLOMATS (Transferred from Meridain Intl Center) 1630 Crescent Place, NW Washington, DC 20009	NONE, 501(c)(3)	GENERAL SUPPORT	50,000 00
UNITED WAY OF THE DESERT P O Box 1990 Palm Springs, CA 92263-1990	NONE, 501(c)(3)	GENERAL SUPPORT	150 00
VILLAGE COMMUNITY PRESBYTERIAN CHURCH P O Box 704 Rancho Santa, Fe, CA 92067	NONE, 501(c)(3)	GENERAL SUPPORT	2,500 00

A.C. ISRAEL FOUNDATION **51-6021414**

FORM 990 PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VIRGINIA WARING INTL PIANO COMPETITION 73-710 Fred Waring Drive, #201 Palm Desert, CA 92260	NONE, 501(c)(3)	GENERAL SUPPORT	2,500 00
VISITING NURSE SERVICE OF NEW YORK 107 East 70th Street New York, NY 10021	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00
WATERSIDE SCHOOL 535 Fairfield Avenue Stamford, CT 06902	NONE, 501(c)(3)	GENERAL SUPPORT	500 00
YALE UNIVERSITY 157 Church Street, 9th Floor New Haven, CT 06510-2100	NONE, 501(c)(3)	GENERAL SUPPORT	10,000 00
FRIENDS OF BRITISH ART YALE CENTER FOR BRITISH ART P O Box 208280 New Haven, CT 06520-8280	NONE, 501(c)(3)	GENERAL SUPPORT	1,000 00
		TOTAL NET CONTRIBUTIONS PAID	1,517,900 00