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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

Name of foundation The Alfred Friendly Foundation		A Employer identification number 52-1307387
Number and street (or P.O. box number if mail is not delivered to street address) 1100 Connecticut Avenue	Room/suite 440	B Telephone number (see the instructions) (202) 429-3740
City or town Washington	State ZIP code DC 20036	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 1,775,202.	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.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (att sch)	131,017.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	50.	50.	50.	
4 Dividends and interest from securities	57,644.	57,644.	57,644.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	188,711.	57,694.	57,694.	
13 Compensation of officers, directors, trustees, etc	125,778.		125,778.	125,778.
14 Other employee salaries and wages	45,941.		45,941.	45,941.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) L-16a Stmt	1,250.	0.	1,250.	0.
b Accounting fees (attach sch) L-16b Stmt	3,975.	699.	3,975.	1,180.
c Other prof fees (attach sch) L-16c Stmt	20,961.	20,961.		
17 Interest				
18 Taxes (attach schedule) (see instrs) Payroll Taxes	13,304.	0.	13,304.	13,304.
19 Depreciation (attach sch) and depletion L-19 Stmt	2,887.		2,887.	
20 Occupancy	9,867.			9,867.
21 Travel, conferences, and meetings	3,609.		3,609.	3,609.
22 Printing and publications	755.		755.	755.
23 Other expenses (attach schedule) See Line 23 Stmt	99,661.		99,658.	99,658.
24 Total operating and administrative expenses. Add lines 13 through 23	327,988.	21,660.	297,157.	300,092.
25 Contributions, gifts, grants paid	20,000.			20,000.
26 Total expenses and disbursements. Add lines 24 and 25	347,988.	21,660.	297,157.	320,092.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-159,277.			
b Net investment income (if negative, enter -0-)		36,034.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	221,768.	37,729.	37,729.
	2 Savings and temporary cash investments			
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis	4,812.		
Less: accumulated depreciation (attach schedule) L-11 Stmt	2,887.	1,925.	3,850.	
12 Investments – mortgage loans				
13 Investments – other (attach schedule) L-13 Stmt	1,703,785.	1,721,853.	1,731,623.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe L-15 Stmt)	2,000.	2,000.	2,000.	
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,927,553.	1,763,507.	1,775,202.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
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	1,883,883.	1,883,883.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	43,670.	-120,376.	
	30 Total net assets or fund balances (see instructions)	1,927,553.	1,763,507.	
31 Total liabilities and net assets/fund balances (see instructions)	1,927,553.	1,763,507.		

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	1,927,553.
2 Enter amount from Part I, line 27a	2	-159,277.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,768,276.
5 Decreases not included in line 2 (itemize) Capital Loss – U.S. Trust	5	4,769.
6 Total net assets or fund balances at end of year (line 4 minus line 5)– Part II, column (b), line 30	6	1,763,507.

Part IV Capital Gains and Losses 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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1a US Trust Account No. 50-16-101-2078681	P	various	various
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 1,175,961.	0.	1,180,730.	-4,769.
b			
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-4,769.
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	-4,769.
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	-4,769.

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 (column (b) divided by column (c))
2011	310,725.	1,579,626.	0.196708
2010	307,804.	1,930,587.	0.159435
2009	156,407.	1,795,296.	0.087120
2008	364,139.	1,784,195.	0.204091
2007	370,492.	2,085,148.	0.177681

2 Total of line 1, column (d)	2	0.825035
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	0.165007
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,758,593.
5 Multiply line 4 by line 3	5	290,180.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	357.
7 Add lines 5 and 6	7	290,537.
8 Enter qualifying distributions from Part XII, line 4	8	318,912.

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)

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 instrs)			
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	357.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	357.
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	357.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	0.	
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	357.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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 the instructions for definition)? <i>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.</i>		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 \$ _____ (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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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 or Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). DC - District of Columbia		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>	X	
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>www.presspartners.org</u>	13	X	
14	The books are in care of <u>Kathleen Graham</u> Telephone no. <u>(202) 429-3740</u> Located at <u>1100 Connecticut Ave. Ste. 440 Washington, DC</u> ZIP + 4 <u>20036</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
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?	1 c	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 ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement— see instructions.)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a 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).	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b

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).

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

6 b

If 'Yes' to 6b, file Form 8870.

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7 b

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
Randall Smith 1100 Connecticut Ave, NW, Ste 440 Washington DC 20036	President 2.00	3,000.	0.	0.
Jonathan Friendly 2207 78th Street West Bradenton FL 34209	Chairman 2.00	0.	0.	0.
Patrick J. Stueve 460 Nichols Road, Suite 200 Kansas City MO 64112	Treasurer 2.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		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
Kathleen A. Graham 3822 Jay Ave. Alexandria VA 22302	Executive Director 40.00	86,958.	0.	0.

Total number of other employees paid over \$50,000

1

Part VII 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		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
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 N/A	
	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1 a	1,655,625.
b	Average of monthly cash balances	1 b	129,749.
c	Fair market value of all other assets (see instructions)	1 c	0.
d	Total (add lines 1a, b, and c)	1 d	1,785,374.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,785,374.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	26,781.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,758,593.
6	Minimum investment return. Enter 5% of line 5	6	87,930.

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

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	1 a	318,912.
b	Program-related investments— total from Part IX-B	1 b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	0.
b	Cash distribution test (attach the required schedule)	3 b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	318,912.
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	357.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	318,555.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: \blacktriangleright \$ <u>318,912.</u>				
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				
e Remaining amount distributed out of corpus	318,912.			
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	318,912.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	318,912.			
10 Analysis of line 9:				
a Excess from 2008	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	318,912.			

BAA

Form 990-PF (2012)

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

1 a 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 12/05/83

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

	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0.	93,075.	55,422.	36,574.	185,071.
b 85% of line 2a	0.	79,114.	47,109.	31,088.	157,311.
c Qualifying distributions from Part XII, line 4 for each year listed	318,912.	310,725.	307,804.	156,407.	1,093,848.
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	318,912.	310,725.	307,804.	156,407.	1,093,848.
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test— enter:					
(1) Value of all assets	1,775,202.	1,803,394.	1,883,883.	1,846,277.	7,308,756.
(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:

Kathleen Graham
1100 Connecticut Avenue, NW, Suite #440
Washington DC 20036 kgraham@presspartners.org

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

Application should be in written form, detailing Fellowship request.

c Any submission deadlines:

None

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

None

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				
John Ngirachu (Kenya) 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	None	N/A	Alfred Friendly Fellowship Grant	5,000.
Hee Joung Kim (South Korea) 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	None	N/A	Alfred Friendly Fellowship Grant	5,000.
Aida Ahmad (Malaysia) 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	None	N/A	Alfred Friendly Fellowship Grant	5,000.
Adnan Rashid (Pakistan) 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	None	N/A	Alfred Friendly Fellowship Grant	5,000.
Total			3 a	20,000.
b Approved for future payment				
Total			3 b	

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) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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			14	50 .	
4	Dividends and interest from securities			14	57,644 .	
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				57,694 .	
13	Total. Add line 12, columns (b), (d), and (e)				13	57,694 .

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2012

Name of the organization

The Alfred Friendly Foundation

Employer identification number

52-1307387

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

The Alfred Friendly Foundation

52-1307387

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Daniel Pearl Foundation 16161 Ventura Boulevard Encino CA 91436	\$ 28,754.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	National Media Group Kenya P.O. Box 49010-00100 GPO, NBI Kenya, KE	\$ 18,200.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	Money Today Jongno-GU Seoul, KS	\$ 34,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	US Embassy Islamabad Islamabad, PK	\$ 25,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	Jonathan Friendly 2207 78th Street West Bradenton FL 34209	\$ 5,088.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	Stueve Family Foundation c/o Stueve Siegel Hanson 460 Nichols Road, Ste. 200 Kansas City MO 64112	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Alfred Friendly Foundation

52-1307387

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
5	605 Shares New York Times Co Common Stock	\$ 5,088.	12/18/12
	CUSIP Number 650111107		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	

BAA

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2012Attachment
Sequence No. **179**

Name(s) shown on return

The Alfred Friendly Foundation

Business or activity to which this form relates

Identifying number

52-1307387

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs.)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	2,406.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B – Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property		2,406.	5.0 yrs	HY	200 DB	481.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C – Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations— see instructions.	22	2,887.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDIZ0812 08/19/12

Form **4562** (2012)

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A – Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24 a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24 b** If 'Yes,' is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)...							25	
26 Property used more than 50% in a qualified business use.								
27 Property used 50% or less in a qualified business use:								
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1...							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?						
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions):					
43 Amortization of costs that began before your 2012 tax year					
44 Total. Add amounts in column (f). See the instructions for where to report					44

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank & CC Fees	137.		137.	137.
Licenses, Dues & Fees	1,012.		1,012.	1,012.
Fundraising Expenses	195.		195.	195.
Computer Repairs & Tech Support	1,775.		1,775.	1,775.
Equipment & Storage Rental	1,761.		1,761.	1,761.
Books & Subscriptions	17.		17.	17.
Postage & Shipping	203.		203.	203.
Office Expenses & Supplies	1,513.		1,513.	1,513.
Telephone & Internet	772.		772.	772.
Marketing Expenses	1,900.		1,900.	1,900.
Website Expenses	9,502.		9,502.	9,502.
Insurance Expenses	10,043.		10,043.	10,043.
Gifts	245.		245.	245.
Internet Fees	768.		768.	768.
Fellowship Expenses	69,353.		69,353.	69,353.
Miscellaneous Expenses	465.		462.	462.
Total	99,661.		99,658.	99,658.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Susan Talalay 1100 Connecticut Ave, NW, Ste 440 Washington DC 20036	Secretary 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Tim Carrington 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	Director 2.00	0.	0.	0.
Person ... <input checked="" type="checkbox"/> Business <input type="checkbox"/> Nebeeha Kazi 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	Director 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Sridharan Ramakrishnan 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	Director 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Ellen Soeteber 1100 Connecticut Ave, NW, Suite 440 Washington DC 20036	Director 2.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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

Total

0. 0. 0.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal	Legal	1,250.	0.	1,250.	0.
Total		1,250.	0.	1,250.	0.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting	Tax Return Prep	2,795.	699.	2,795.	0.
Payroll Service	Payroll Prep	1,180.	295.	885.	0.
Total		3,975.	994.	3,680.	0.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
U.S. Trust	Investment Fees	20,961.	20,961.		
Total		20,961.	20,961.		

Form 990-PF, Line 19

Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr. Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
2012 Computer Equipment	06/30/12	4812		200DB	5.00	481		2887

Total 2887

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
US Trust Account No. 50-16-101-2078681	1,721,853.	1,731,623.
Total	<u>1,721,853.</u>	<u>1,731,623.</u>

Form 990-PF, Page 2, Part II, Line 11

L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Computer Equipment	4,812.	2,887.	1,925.
Total	<u>4,812.</u>	<u>2,887.</u>	<u>1,925.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Security Deposit	2,000.	2,000.	2,000.
Total	<u>2,000.</u>	<u>2,000.</u>	<u>2,000.</u>

Settlement Date



Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Purchases (cont)					
09/04/12	FEDERATED STRATEGIC VALUE FUND INSTL MUTUAL FUND AGENT PURCHASE 8,055.010 UNITS @ 5 0899		-41,000 00	41,000 00	
10/09/12	COLUMBIA US GOVT MTG FUND CL Z MUTUAL FUND AGENT PURCHASE 17,331.023 UNITS @ 5 7699		-100,000.00	100,000 00	
10/29/12	IVY ASSET STRATEGY FUND CL I MUTUAL FUND AGENT PURCHASE 1,757.128 UNITS @ 25.6100		-45,000 00	45,000 00	
11/07/12	COLUMBIA STRATEGIC INCOME FUND CLASS Z SHARES MUTUAL FUND AGENT PURCHASE 7,898.894 UNITS @ 6.3300		-50,000 00	50,000 00	
11/07/12	COLUMBIA EMERGING MARKETS FUND CLASS Z SHARES MUTUAL FUND AGENT PURCHASE 2,024.291 UNITS @ 9 8800		-20,000.00	20,000.00	
Total Purchases		\$0.00	-\$1,123,747.30	\$1,124,331.27	\$0.00
Sales and Maturities					
01/13/12	THORNBURG INTL VALUE FUND CL I MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,832 722 UNITS @ 25 0100		\$45,836 38	-\$55,000.00	-\$9,163 62

Page 31 of 62

Settlement Date



Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec. 31, 2012

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Book Value</i>	<i>Realized Gain/Loss</i>
Sales and Maturities (cont)					
01/24/12	CAMBIAR SMALL CAP FUND INV CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,677 852 UNITS @ 17.8800		30,000 00	-31,577 18	-1,577 18
01/24/12	ARBITRAGE FUND CL I MUTUAL FUND AGENT PROCEEDS REDEMPTION 2,135 000 UNITS @ 13 1100		27,989.85	-28,480.90	-491.05
01/24/12	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 629.792 UNITS @ 36.5199		23,000 00	-25,903 35	-2,903.35
01/24/12	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 392 465 UNITS @ 12 7399		5,000 00	-5,467.04	-467 04
01/24/12	HARBOR INTERNATIONAL FUND INSTL CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 406 576 UNITS @ 56 5699		23,000 00	-26,382.72	-3,382 72
01/24/12	PERMANENT PORTFOLIO MUTUAL FUND AGENT PROCEEDS REDEMPTION 670.000 UNITS @ 48 0800		32,200 20	-31,108 10	1,092 10
01/24/12	PIMCO COMMODITY REALRETURN STRATEGY FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 4,918 033 UNITS @ 6 7099		33,000 00	-44,508 20	-11,508 20

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Sales and Maturities (cont)					
01/24/12	TEMPLETON GLOBAL BD FUND ADVISOR CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,942 502 UNITS @ 12.8699		25,000 00	-27,069 11	-2,069 11
01/26/12	ISHARES DJ SELECT DIVIDEND INDEX FUND CS FIRST BOSTON 01/23 SALE 1,215.00 SHR @ 54 1801000 MISC 1.27 COMM 30.38		65,797.17	-61,709 85	4,087.32
01/26/12	ISHARES CORE S&P MID CAP ETF J.P. MORGAN SECURITIES INC 01/23 SALE 310.00 SHR @ 92.8503000 MISC .56 COMM 7.75		28,775 28	-29,285 70	-510 42
01/26/12	ISHARES RUSSELL 1000 VALUE INDEX FUND CS FIRST BOSTON 01/23 SALE 2,508 00 SHR @ 66.5901000 MISC 3.21 COMM 62.70		166,942 06	-166,782 00	160 06
01/26/12	VANGUARD MSCI EMERGING MKTS ETF J.P. MORGAN SECURITIES INC 01/23 SALE 1,100.00 SHR @ 41.9500000 MISC .89 COMM 27.50		48,116.61	-51,901 89	-5,785.28
02/06/12	FEDERAL HOME LN BKS CONS BD DTD 11/01/06 4 875% DUE 11/18/11 REV OF PROCEEDS MATURITY 50,000 000 PENDING COST BASIS ADJUSTMENTS		-50,000 00	50,959 00	959.00
02/06/12	UNITED STATES TREAS BD DTD 05/15/86 7 25% DUE 05/15/16 BNP PARIBAS SECURITIES BOND REV OF BNP PARIBAS SECURITIES BOND PENDING COST BASIS ADJUSTMENTS		-63,370.93	63,636.50	265.57

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Sales and Maturities (cont)					
02/06/12	UNITED STATES TREAS BD DTD 08/17/92 7 250% DUE 08/15/22 GOLDMAN, SACHS & CO REV OF GOLDMAN, SACHS & CO PENDING COST BASIS ADJUSTMENTS		-68,386 52	69,234.50	847 98
02/06/12	UNITED STATES TREAS BD DTD 08/16/93 6 250% DUE 08/15/23 GOLDMAN, SACHS & CO REV OF GOLDMAN, SACHS & CO PENDING COST BASIS ADJUSTMENTS		-63,652.14	64,476.50	824 36
02/06/12	UNITED STATES TREAS BD DTD 08/15/95 6.875% DUE 08/15/25 BNP PARIBAS SECURITIES BOND REV OF BNP PARIBAS SECURITIES BOND PENDING COST BASIS ADJUSTMENTS		-67,460 74	68,414 00	953 26
02/06/12	UNITED STATES TREAS BD DTD 02/15/96 6 00% DUE 02/15/26 DEUTSCHE BANK SECURITIES, INC REV OF DEUTSCHE BANK SECURITIES, INC PENDING COST BASIS ADJUSTMENTS		-64,052 53	63,390 50	-662 03
02/08/12	FEDERAL HOME LN BKS CONS BD DTD 11/01/06 4 875% DUE 11/18/11 PROCEEDS MATURITY 50,000 000		50,000.00	-50,959.00	-959.00
02/08/12	UNITED STATES TREAS BD DTD 05/15/86 7 25% DUE 05/15/16 BNP PARIBAS SECURITIES BOND 06/30 SALE 50,000.00 PAR @ 126.741852 MISC .00 COMM .00		63,370 93	-63,636 50	-265 57
02/08/12	UNITED STATES TREAS BD DTD 08/17/92 7 250% DUE 08/15/22 GOLDMAN, SACHS & CO 06/29 SALE 50,000 00 PAR @ 136 773037 MISC 00 COMM .00		68,386 52	-69,234 50	-847 98

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Sales and Maturities (cont)					
02/08/12	UNITED STATES TREAS BD DTD 08/16/93 6 250% DUE 08/15/23 GOLDMAN, SACHS & CO 06/29 SALE 50,000.00 PAR @ 127 304287 MISC .00 COMM .00		63,652.14	-64,476.50	-824.36
02/08/12	UNITED STATES TREAS BD DTD 08/15/95 6 875% DUE 08/15/25 BNP PARIBAS SECURITIES BOND 06/29 SALE 50,000.00 PAR @ 134 921475 MISC .00 COMM .00		67,460.74	-68,414.00	-953.26
02/08/12	UNITED STATES TREAS BD DTD 02/15/96 6.00% DUE 02/15/26 DEUTSCHE BANK SECURITIES, INC 06/24 SALE 50,000.00 PAR @ 128 105068 MISC .00 COMM .00		64,052.53	-63,390.50	662.03
02/15/12	TRANSOCEAN LTD SWITZERLAND GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-5,799.03	5,541.30	-257.73
02/15/12	ABB LTD SPONSORED ADR SWITZERLAND J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-5,383.24	5,222.70	-160.54
02/15/12	AT&T INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-12,569.75	12,288.00	-281.75
02/15/12	AMERICA MOVIL S A B DE CV SPONSORED ADR REPSTG SER L SHS MEXICO GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-4,819.85	4,603.50	-216.35

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Sales and Maturities (cont)					
02/15/12	APPLE INC J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-33,466 85	33,123 00	-343 85
02/15/12	ARCHER DANIELS MIDLAND CO UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-3,345 58	3,246.10	-99.48
02/15/12	BANK AMER CORP UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-2,039 61	2,034 90	-4 71
02/15/12	BANK NEW YORK MELLON CORP GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-3,306 48	3,307.20	0 72
02/15/12	BARD C R INC J P MORGAN SECURITIES INC. REV OF J P MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-7,645 60	7,616 00	-29 60
02/15/12	BAXTER INTL INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-7,748 50	7,668 70	-79 80
02/15/12	BECTON DICKINSON & CO GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-5,169 20	5,090 40	-78.80
02/15/12	CHUBB CORP J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-10,617 14	10,446 50	-170 64
02/15/12	CISCO SYS INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-7,360.65	7,425 60	64.95

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Sales and Maturities (cont)					
02/15/12	CITIGROUP INC NEW COM GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-998 50	945 84	-52 66
02/15/12	COCA COLA CO J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-12,055 26	11,696 40	-358 86
02/15/12	COLGATE PALMOLIVE CO UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-6,934 66	6,896 80	-37 86
02/15/12	DISNEY WALT CO COM DISNEY GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-6,907 36	6,807 60	-99 76
02/15/12	EXELON CORP J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-3,000 49	2,892 40	-108 09
02/15/12	EXXON MOBIL CORP UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-35,944 80	35,062 68	-882 12
02/15/12	FACTSET RESH SYS INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-12,248 76	11,971 20	-277 56
02/15/12	FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND INSTL MUTUAL FUND AGENT REV OF MUTUAL FUND AGENT PENDING COST BASIS ADJUSTMENT		-41,237 98	41,237 98	

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Sales and Maturities (cont)					
02/15/12	FIRSTENERGY CORP J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-4,394.41	4,330.00	-64.41
02/15/12	FRANKLIN RES INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-6,493.62	6,206.00	-287.62
02/15/12	GENERAL DYNAMICS CORP GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-6,665.72	6,561.00	-104.72
02/15/12	GENERAL ELEC CO J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-7,607.40	7,535.80	-71.60
02/15/12	GILEAD SCIENCES INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-7,477.95	7,223.40	-254.55
02/15/12	GOLDMAN SACHS GROUP INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-7,978.94	7,941.60	-37.34
02/15/12	GOODRICH CORP UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-10,379.95	10,241.00	-138.95
02/15/12	HEWLETT PACKARD CO GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-10,507.94	10,216.70	-291.24
02/15/12	INTEL CORP J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-4,724.40	4,776.20	51.80

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Sales and Maturities (cont)					
02/15/12	ISHARES BARCLAYS TIPS BD FUND UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-53,191 59	52,855 04	-336 55
02/15/12	ISHARES CORE TOTAL U S BOND MARKET ETF GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-22,761 81	22,946.49	184.68
02/15/12	ISHARES MSCI EAFE INDEX FUND J.P. MORGAN SECURITIES INC. REV OF J.P. MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-163,328 79	158,133.95	-5,194.84
02/15/12	ISHARES CORE S&P MID CAP ETF GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-60,510 10	58,760 34	-1,749 76
02/15/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-31,429 18	30,791.10	-638 08
02/15/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-27,588 07	29,550 00	1,961 93
02/15/12	ISHARES RUSSELL 2000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-21,751 39	24,823 60	3,072 21

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Sales and Maturities (cont)					
02/15/12	J P MORGAN CHASE & CO UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-9,359.67	9,216.10	-143.57
02/15/12	JOHNSON & JOHNSON GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-11,307.33	11,163.90	-143.43
02/15/12	LOCKHEED MARTIN CORP J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-5,626.14	5,578.30	-47.84
02/15/12	MASTERCARD INC CLA COM UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-9,239.07	8,193.90	-1,045.17
02/15/12	MCDONALDS CORP GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-11,865.47	11,520.60	-344.87
02/15/12	MEDCO HLTH SOLUTIONS INC J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-5,632.39	5,442.00	-190.39
02/15/12	MERCK & CO INC NEW COM UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-5,629.49	5,595.20	-34.29
02/15/12	METLIFE INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-5,242.09	4,950.00	-292.09

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Sales and Maturities (cont)					
02/15/12	MICROSOFT CORP J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-13,114.39	12,561.30	-553.09
02/15/12	MONSANTO CO NEW COM UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-2,818.94	2,662.80	-156.14
02/15/12	NEW YORK TIMES CO CLA GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-8,544.83	8,080.00	-464.83
02/15/12	NEXTERA ENERGY INC J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-4,588.31	4,510.40	-77.91
02/15/12	NIKE INC CL B UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-14,277.32	13,150.40	-1,126.92
02/15/12	NORTHERN TR CORP GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-4,168.26	4,095.90	-72.36
02/15/12	NOVARTIS A G SPONSORED ADR SWITZERLAND J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-8,788.30	8,733.72	-54.58
02/15/12	NVIDIA CORP UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-4,242.96	4,376.70	133.74

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Sales and Maturities (cont)					
02/15/12	OCCIDENTAL PETE CORP DEL GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-11,380.93	10,932.90	-448.03
02/15/12	OMNICOM GROUP INC J.P. MORGAN SECURITIES INC. REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-8,503.93	8,361.00	-142.93
02/15/12	ORACLE CORP UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-18,258.44	18,177.04	-81.40
02/15/12	OWENS ILL INC COM NEW GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-2,522.45	2,555.00	32.55
02/15/12	PEPSICO INC J.P. MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-11,227.78	10,876.80	-350.98
02/15/12	PFIZER INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-6,781.26	6,773.20	-8.06
02/15/12	PRAXAIR INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-10,787.29	10,351.00	-436.29
02/15/12	PRECISION CASTPARTS CORP J P MORGAN SECURITIES INC REV OF J P MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-8,133.09	7,739.50	-393.59

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Sales and Maturities (cont)					
02/15/12	PROCTER & GAMBLE CO UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-11,927 02	12,057 40	130 38
02/15/12	QUALCOMM INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-8,901.42	8,793.60	-107.82
02/15/12	SPX CORP J.P. MORGAN SECURITIES INC REV OF J.P. MORGAN SECURITIES INC PENDING COST BASIS ADJUSTMENT		-4,058 17	3,971 50	-86 67
02/15/12	SCHLUMBERGER LTD NETHERLANDS ANTILLES UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-10,266.40	9,968.40	-298 00
02/15/12	SMALLCAP WORLD FD INC CL C MUTUAL FUND AGENT REV OF MUTUAL FUND AGENT PENDING COST BASIS ADJUSTMENT		-4,854 20	4,683 90	-170 30
02/15/12	STATE STR CORP GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-5,432 89	5,295.60	-137 29
02/15/12	UNITED TECHNOLOGIES CORP J.P. MORGAN SECURITIES INC. REV OF J.P. MORGAN SECURITIES INC. PENDING COST BASIS ADJUSTMENT		-7,801.50	7,660 80	-140 70
02/15/12	WAL-MART STORES INC UBS SECURITIES LLC REV OF UBS SECURITIES LLC PENDING COST BASIS ADJUSTMENT		-5,807 33	5,861 90	54 57

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Sales and Maturities (cont)					
02/15/12	WELLPOINT INC GOLDMAN SACHS EXEC & CLEARING LP REV OF GOLDMAN SACHS EXEC & CLEARING LP PENDING COST BASIS ADJUSTMENT		-7,128.31	6,994.80	-133.51
02/17/12	TRANSOCEAN LTD SWITZERLAND GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 90.00 SHR @ 64.46 MISC 12 COMM 2.25		5,799.03	-5,541.30	257.73
02/17/12	ABB LTD SPONSORED ADR SWITZERLAND J.P. MORGAN SECURITIES INC. 06/30 SALE 210 SHR @ 25.66 MISC .11 COMM 25.66		5,383.24	-5,222.70	160.54
02/17/12	AMERICA MOVIL S A B DE CV SPONSORED ADR REPSTG SER L SHS MEXICO GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 90 SHR @ 53.58 MISC .10 COMM 2.25		4,819.85	-4,603.50	216.35
02/17/12	APPLE INC J P MORGAN SECURITIES INC 06/30 SALE 100 SHR @ 334.70 MISC .65 COMM 2.50		33,466.85	-33,123.00	343.85
02/17/12	ARCHER DANIELS MIDLAND CO UBS SECURITIES LLC 06/30 SALE 110 SHR @ 30.44 MISC .07 COMM 2.75		3,345.58	-3,246.10	99.48
02/17/12	BANK AMER CORP UBS SECURITIES LLC 06/27 SALE 190 SHR @ 10.76 MISC .04 COMM 4.75		2,039.61	-2,034.90	4.71
02/17/12	BANK NEW YORK MELLON CORP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 130 SHR @ 25.46 MISC .07 COMM 3.25		3,306.48	-3,307.20	-0.72

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Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	BARD C R INC J P MORGAN SECURITIES INC 06/30 SALE 70 SHR @ 109.25 MISC 15 COMM 1.75		7,645.60	-7,616.00	29.60
02/17/12	BAXTER INTL INC UBS SECURITIES LLC 06/30 SALE 130 SHR @ 59.63 MISC 15 COMM 3.25		7,748.50	-7,668.70	79.80
02/17/12	BECTON DICKINSON & CO GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 60 SHR @ 86.18 MISC .10 COMM 1.50		5,169.20	-5,090.40	78.80
02/17/12	CISCO SYS INC UBS SECURITIES LLC 06/30 SALE 480 SHR @ 15.36 MISC .15 COMM 12.00		7,360.65	-7,425.60	-64.95
02/17/12	COCA COLA CO J P MORGAN SECURITIES INC 06/30 SALE 180 SHR @ 67.00 MISC .24 COMM 4.50		12,055.26	-11,696.40	358.86
02/17/12	COLGATE PALMOLIVE CO UBS SECURITIES LLC 06/30 SALE 80 SHR @ 86.71 MISC .14 COMM 2.00		6,934.66	-6,896.80	37.86
02/17/12	DISNEY WALT CO COM DISNEY GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 180 SHR @ 38.40 MISC .14 COMM 4.50		6,907.36	-6,807.60	99.76
02/17/12	FACTSET RESH SYS INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 120 SHR @ 102.10 MISC .24 COMM 3.00		12,248.76	-11,971.20	277.56

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Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan. 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	FIRSTENERGY CORP J P MORGAN SECURITIES INC 06/30 SALE 100 SHR @ 43 97 MISC 09 COMM 2 50		4,394 41	-4,330 00	64 41
02/17/12	FRANKLIN RES INC UBS SECURITIES LLC 06/30 SALE 50 SHR @ 129 90 MISC 13 COMM 1 25		6,493 62	-6,206 00	287 62
02/17/12	GENERAL DYNAMICS CORP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 90 SHR @ 74 09 MISC 13 COMM 2 25		6,665 72	-6,561 00	104 72
02/17/12	GENERAL ELEC CO J P MORGAN SECURITIES INC 06/30 SALE 410 SHR @ 18 58 MISC 15 COMM 10 25		7,607 40	-7,535 80	71 60
02/17/12	GILEAD SCIENCES INC J P MORGAN SECURITIES INC. 06/30 SALE 180 SHR @ 41 57 MISC 15 COMM 4 50		7,477 95	-7,223 40	254 55
02/17/12	GOLDMAN SACHS GROUP INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 60 SHR @ 133 01 MISC 16 COMM 1 50		7,978 94	-7,941 60	37 34
02/17/12	HEWLETT PACKARD CO GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 290 SHR @ 36 26 MISC 21 COMM 7 25		10,507 94	-10,216 70	291 24
02/17/12	INTEL CORP J P MORGAN SECURITIES INC 06/30 SALE 220 SHR @ 21 50 MISC 10 COMM 5 50		4,724 40	-4,776 20	-51 80

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Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	ISHARES BARCLAYS TIPS BD FUND UBS SECURITIES LLC 06/30 SALE 476 SHR @ 111.7742 MISC 1.03 COMM 11.90		53,191.59	-52,855.04	336.55
02/17/12	ISHARES CORE TOTAL U.S. BOND MARKET ETF GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 213 SHR @ 106.89 MISC 44 COMM 5.32		22,761.81	-22,946.49	-184.68
02/17/12	ISHARES RUSSELL 2000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 271 SHR @ 80.29 MISC 42 COMM 6.78		21,751.39	-24,823.60	-3,072.21
02/17/12	J P MORGAN CHASE & CO UBS SECURITIES LLC 06/30 SALE 230 SHR @ 40.72 MISC 18 COMM 5.75		9,359.67	-9,216.10	143.57
02/17/12	LOCKHEED MARTIN CORP J.P. MORGAN SECURITIES INC. 06/30 SALE 70 SHR @ 80.40 MISC .11 COMM 1.75		5,626.14	-5,578.30	47.84
02/17/12	MASTERCARD INC CL A COM UBS SECURITIES LLC 06/30 SALE 30 SHR @ 308.00 MISC .18 COMM .75		9,239.07	-8,193.90	1,045.17
02/17/12	MCDONALDS CORP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 140 SHR @ 84.78 MISC 23 COMM 3.50		11,865.47	-11,520.60	344.87
02/17/12	MEDCO HLTH SOLUTIONS INC J.P. MORGAN SECURITIES INC. 06/30 SALE 100 SHR @ 56.35 MISC .11 COMM 2.50		5,632.39	-5,442.00	190.39

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	MERCK & CO INC NEW COM UBS SECURITIES LLC 06/30 SALE 160 SHR @ 35.21 MISC .11 COMM 4.00		5,629.49	-5,595.20	34.29
02/17/12	METLIFE INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 120 SHR @ 43.71 MISC .11 COMM 3.00		5,242.09	-4,950.00	292.09
02/17/12	MONSANTO CO NEW COM UBS SECURITIES LLC 06/30 SALE 40 SHR @ 70.50 MISC .06 COMM 1.00		2,818.94	-2,662.80	156.14
02/17/12	NEW YORK TIMES CO CLA GOLDMAN SACHS EXEC & CLEARING LP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 1,000 SHR @ 8.57		8,544.83	-8,080.00	464.83
02/17/12	NEXTERA ENERGY INC J.P. MORGAN SECURITIES INC. 06/30 SALE 80.00 SHR @ 57.38 MISC .09 COMM 2.00		4,588.31	-4,510.40	77.91
02/17/12	NIKE INC CL B UBS SECURITIES LLC 06/30 SALE 160.00 SHR @ 89.26 MISC .28 COMM 4.00		14,277.32	-13,150.40	1,126.92
02/17/12	NORTHERN TR CORP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 90.00 SHR @ 46.34 MISC .09 COMM 2.25		4,168.26	-4,095.90	72.36

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Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	NOVARTIS A G SPONSORED ADR SWITZERLAND J P MORGAN SECURITIES INC 06/30 SALE 148.00 SHR @ 60.22 MISC 17 COMM 3.65		8,788.30	-8,733.72	54.58
02/17/12	NVIDIA CORP UBS SECURITIES LLC 06/30 SALE 270.00 SHR @ 15.74 MISC 09 COMM 6.75		4,242.96	-4,376.70	-133.74
02/17/12	OCCIDENTAL PETE CORP DEL GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 110.00 SHR @ 103.49 MISC 22 COMM 2.75		11,380.93	-10,932.90	448.03
02/17/12	OMNICOM GROUP INC J P MORGAN SECURITIES INC 06/30 SALE 180.00 SHR @ 47.27 MISC 17 COMM 4.50		8,503.93	-8,361.00	142.93
02/17/12	OWENS ILL INC COM NEW GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 100.00 SHR @ 25.25 MISC 05 COMM 2.50		2,522.45	-2,555.00	-32.55
02/17/12	PRAXAIR INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 100.00 SHR @ 107.90 MISC 21 COMM 2.50		10,787.29	-10,351.00	436.29
02/17/12	PRECISION CASTPARTS CORP J.P. MORGAN SECURITIES INC. 06/30 SALE 50.00 SHR @ 162.69 MISC 16 COMM 1.25		8,133.09	-7,739.50	393.59
02/17/12	PROCTER & GAMBLE CO UBS SECURITIES LLC 06/30 SALE 190.00 SHR @ 62.80 MISC 23 COMM 4.75		11,927.02	-12,057.40	-130.38

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan. 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/17/12	SPX CORP J.P. MORGAN SECURITIES INC 06/30 SALE 50.00 SHR @ 81.190 MISC .08 COMM 1.75		4,058.17	-3,971.50	86.67
02/17/12	SCHLUMBERGER LTD NETHERLANDS ANTILLES UBS SECURITIES LLC UBS SECURITIES LLC 06/30 SALE 120.00 SHR @ 85.58		10,266.40	-9,968.40	298.00
02/17/12	SMALLCAP WORLD FD INC CL C MUTUAL FUND AGENT PROCEEDS REDEMPTION 130.000 UNITS @ 37.3400		4,854.20	-4,683.90	170.30
02/17/12	STATE STR CORP GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 120.00 SHR @ 45.30 MISC .11 COMM 3.00		5,432.89	-5,295.60	137.29
02/17/12	UNITED TECHNOLOGIES CORP J.P. MORGAN SECURITIES INC. 06/30 SALE 90.00 SHR @ 86.71 MISC .15 COMM 2.25		7,801.50	-7,660.80	140.70
02/17/12	WAL-MART STORES INC UBS SECURITIES LLC 06/30 SALE 110.00 SHR @ 52.82 MISC .12 COMM 2.75		5,807.33	-5,861.90	-54.57
02/17/12	WELLPOINT INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 90.00 SHR @ 79.23 MISC .14 COMM 2.25		7,128.31	-6,994.80	133.51
02/21/12	CITIGROUP INC NEW COM GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 24.00 SHR @ 41.63 MISC .02 COMM .60		998.50	-344.70	653.80

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
02/23/12	AT&T INC UBS SECURITIES LLC 06/30 SALE 400.00 SHR @ 31.4500000 MISC 25 COMM 10.00		12,569.75	-14,766.38	-2,196.63
02/23/12	EXELON CORP J.P. MORGAN SECURITIES INC. 06/30 SALE 70.00 SHR @ 42.89 MISC 06 COMM 1.75		3,000.49	-5,132.20	-2,131.71
02/23/12	EXXON MOBIL CORP UBS SECURITIES LLC 06/30 SALE 447.00 SHR @ 80.44 MISC 70 COMM 11.18		35,944.80	-14,560.82	21,383.98
02/23/12	FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND INSTL MUTUAL FUND AGENT PROCEEDS REDEMPTION 4,203.668 UNITS @ 9.8100		41,237.98	-40,869.23	368.75
02/23/12	GOODRICH CORP UBS SECURITIES LLC 06/30 SALE 110.00 SHR @ 94.39 MISC 20 COMM 2.75		10,379.95	-6,542.73	3,837.22
02/23/12	ISHARES CORE S&P MID CAP ETF GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 622.00 SGR @ 97.31 MISC 1.17 COMM 15.55		60,510.10	-58,760.34	1,749.76
02/23/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND J.P. MORGAN SECURITIES INC. 07/29 SALE 521.00 SHR @ 60.3509 MISC 61 COMM 13.03		31,429.18	-30,791.10	638.08
02/23/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 08/16 SALE 500.00 SHR @ 55.2022 MISC .53 COMM 12.50		27,588.07	-29,550.00	-1,961.93

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec. 31, 2012

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Book Value</i>	<i>Realized Gain/Loss</i>
Sales and Maturities (cont)					
02/23/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 01/23 SALE 700.00 SHR @ 60.78 MISC .82 COMM 17.50		42,527.68	-41,370.00	1,157.68
02/23/12	JOHNSON & JOHNSON GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 170.00 SHR @ 66.54 MISC .22 COMM 4.25		11,307.33	-9,689.75	1,617.58
02/23/12	MICROSOFT CORP J.P. MORGAN SECURITIES INC 06/30 SALE 510.00 SHR @ 25.74 MISC .26 COMM 12.75		13,114.39	-13,716.80	-602.41
02/23/12	ORACLE CORP UBS SECURITIES LLC 06/30 SALE 560.00 SHR @ 32.63 MISC .36 COMM 14.00		18,258.44	-10,716.80	7,541.64
02/23/12	PEPSICO INC J.P. MORGAN SECURITIES INC. 06/30 SALE 180.00 SHR @ 70.20 MISC .22 COMM 4.00		11,227.78	-11,026.63	201.15
02/23/12	PFIZER INC UBS SECURITIES LLC 06/30 SALE 328.00 SHR @ 20.70 MISC .14 COMM 8.20		6,781.26	-8,724.47	-1,943.21
02/23/12	QUALCOMM INC GOLDMAN SACHS EXEC & CLEARING LP 06/30 SALE 160.00 SHR @ 55.66 MISC .18 COMM 4.00		8,901.42	-6,044.27	2,857.15
02/24/12	CHUBB CORP J.P. MORGAN SECURITIES INC 06/30 SALE 170.00 SHR @ 62.48 MISC .21 COMM 4.25		10,617.14	-4,359.88	6,257.26

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Book Value</i>	<i>Realized Gain/Loss</i>
Sales and Maturities (cont)					
02/24/12	ISHARES MSCI EAFE INDEX FUND J.P. MORGAN SECURITIES INC 06/30 SALE 2,743.00 SHR @ 59.57 MISC 3 14 COMM 68.58		163,328.79	-158,133.95	5,194.84
03/19/12	CAMBIAR SMALL CAP FUND INV CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 978.896 UNITS @ 19.1800		18,775.23	-18,422.82	352.41
03/19/12	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 127.389 UNITS @ 39.2498		5,000.00	-5,239.51	-239.51
03/19/12	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 703.730 UNITS @ 14.2099		10,000.00	-9,802.96	197.04
03/19/12	HARBOR INTERNATIONAL FUND INSTL CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 81.686 UNITS @ 61.2099		5,000.00	-5,300.61	-300.61
03/21/12	ISHARES DJ SELECT DIVIDEND INDEX FUND UBS SECURITIES LLC 03/16 SALE 175.00 SHR @ 56.2700000 MISC .18 COMM 4.38		9,842.69	-8,888.25	954.44
03/21/12	ISHARES CORE S&P MID CAP ETF BARCLAYS CAPITAL LE 03/16 SALE 100.00 SHR @ 100.210000 MISC 19 COMM 2.50		10,018.31	-9,447.00	571.31

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Activity Detail

Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont.)					
03/21/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND BARCLAYS CAPITAL LE 03/16 SALE 150.00 SHR @ 65.9300000 MISC 18 COMM 3.75		9,885.57	-8,865.00	1,020.57
03/21/12	VANGUARD MSCI EMERGING MKTS ETF BARCLAYS CAPITAL LE 03/16 SALE 200.00 SHR @ 44.5210000 MISC 17 COMM 5.00		8,899.03	-9,436.71	-537.68
03/27/12	ISHARES BARCLAYS INTERMEDIATE GOVT / CR BD FUND MERRILL LYNCH PROFESS CL CORP 03/22 SALE 1,700.00 SHR @ 110.800000 MISC 3.40 COMM 42.50		188,314.10	-189,079.49	-765.39
04/10/12	VANGUARD MSCI EMERGING MKTS ETF SALE 200.00 SHR DUE TO WASH SALE PURC 225.00 DEFER LOSS OF 583.97		8,899.03	-9,483.00	-583.97
06/04/12	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 142.939 UNITS @ 34.9799		5,000.00	-5,879.08	-879.08
06/04/12	HARBOR INTERNATIONAL FUND INSTL CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 96.488 UNITS @ 51.8199		5,000.00	-6,261.11	-1,261.11
06/06/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND CS FIRST BOSTON 06/01 SALE 150.00 SHR @ 60.7800000 MISC .21 COMM 3.75		9,113.04	-8,865.00	248.04
06/06/12	VANGUARD MSCI EMERGING MKTS ETF UBS SECURITIES LLC 06/01 SALE 225.00 SHR @ 37.2300000 MISC .19 COMM 5.63		8,370.93	-10,446.50	-2,075.57

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Account: 50-16-101-2078681 IM ALFRED FRIENDLY FOUNDATION

Jan 01, 2012 through Dec 31, 2012

Date	Description	Income Cash	Principal Cash	Book Value	Realized Gain/Loss
Sales and Maturities (cont)					
08/22/12	PIMCO COMMODITY REALRETURN STRATEGY FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 2,890 173 UNITS @ 6.9200		20,000 00	-26,156 06	-6,156 06
09/04/12	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 3,121 152 UNITS @ 13 3600		41,698 59	-43,477 64	-1,779.05
10/05/12	ISHARES BARCLAYS INTERMEDIATE CR BD FUND GOLDMAN SACHS EXEC & CLEARING LP 10/02 SALE 900.00 SHR @ 111.136100 MISC 2 25 COMM 22.50		99,997 74	-96,780 74	3,217 00
10/29/12	ARBITRAGE FUND CL I MUTUAL FUND AGENT PROCEEDS REDEMPTION 3,465 000 UNITS @ 12 6700		43,901 55	-46,223 10	-2,321 55
11/09/12	ISHARES RUSSELL 1000 VALUE INDEX FUND J P MORGAN SECURITIES INC 11/06 SALE 720 00 SHR @ 72 2600000 MISC 1 17 COMM 18 00		52,008.03	-47,880.00	4,128.03
11/09/12	VANGUARD MSCI EMERGING MKTS ETF GOLDMAN, SACHS & CO 11/06 SALE 500 00 SHR @ 42.1300000 MISC .48 COMM 12.50		21,052 02	-23,214 46	-2,162 44
Total Sales and Maturities		\$0.00	\$1,175,981.09	-\$1,180,729.50	-\$4,768.41

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns***Enter filer's identifying number, see instructions**

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	<u>The Alfred Friendly Foundation</u>	<u>52-1307387</u>
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	<u>1100 Connecticut Avenue, #440</u>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	<u>Washington</u>	<u>DC 20036</u>

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of _____

Telephone No. _____ FAX No. (202) 429-3741

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 15, 2013, to file the exempt organization return for the organization named above.
The extension is for the organization's return for.

► ☒ calendar year 2012 or► ☐ tax year beginning _____, 20____, and ending _____, 20____.2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.Form **8868** (Rev. 1-2013)

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

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

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

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

		Enter filer's identifying number, see instructions
Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	<u>The Alfred Friendly Foundation</u>	<u>52-1307387</u>
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	<u>1100 Connecticut Avenue, #440</u>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	<u>Washington</u> <u>DC</u> <u>20036</u>	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ▶ Kathleen Graham
Telephone No. ▶ (202) 429-3740 FAX No. ▶ (202) 429-3741
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box. ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until Nov 15, 20 13.

5 For calendar year 2012, or other tax year beginning _____, 20 _____, and ending _____, 20 _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension The Alfred Friendly Foundation has retained the services of a different CPA firm to prepare the tax return. This CPA firm is conducting a thorough review of the 2012 books and records. Additional time is needed to file a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. 8a \$ 0.

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. 8b \$ 0.

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

Signature and Verification must be completed for Part II only.

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

Signature ▶ Elmer S. Helm

Title ▶ CPA

Date ▶ 8/14/13

BAA

FIFZ0502 01/21/13

Form 8868 (Rev 1-2013)