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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No. 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation SIDNEY WEINMAN MEMORIAL FOUNDATION, INC.		A Employer identification number 52-1459939
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 5992	Room/suite	B Telephone number 410-653-1080
City or town, state, and ZIP code BALTIMORE, MD 21282		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 280,369.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		17,500.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		291.	291.		STATEMENT 1
4 Dividends and interest from securities		8,068.	8,068.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-4,681.			
b Gross sales price for all assets on line 6a	158,978.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications—					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		21,178.	8,359.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		3,035.	0.		3,035.
b Accounting fees STMT 4		3,500.	3,500.		0.
c Other professional fees STMT 5		2,080.	2,080.		0.
17 Interest					
18 Taxes STMT 6		41.	14.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		28.	28.		0.
24 Total operating and administrative expenses Add lines 13 through 23		8,684.	5,622.		3,035.
25 Contributions, gifts, grants paid		14,000.			14,000.
26 Total expenses and disbursements. Add lines 24 and 25		22,684.	5,622.		17,035.
27 Subtract line 26 from line 12		-1,506.			
a Excess of revenue over expenses and disbursements			2,737.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED SEP 24 2013

Operating and Administrative Expenses

SEP 19 2013

OGDEN, UT

al

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	33,986.	33,438.	33,438.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 46.			
	Less: allowance for doubtful accounts ▶	212.	46.	46.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	294.	267.	267.
	10a Investments - U.S. and state government obligations STMT 9	50,065.	0.	0.
	b Investments - corporate stock STMT 10	432,997.	225,442.	239,618.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	8,642.	7,000.	7,000.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	526,196.	266,193.	280,369.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,500.	1,500.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	524,696.	264,693.	
	30 Total net assets or fund balances	526,196.	266,193.	
	31 Total liabilities and net assets/fund balances	526,196.	266,193.	

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	526,196.
2 Enter amount from Part I, line 27a	2	-1,506.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	524,690.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	258,497.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	266,193.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a INVESCO	P	VARIOUS	VARIOUS
b BERNSTEIN 03357	P	VARIOUS	VARIOUS
c BERNSTEIN 17670	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 39,681.		50,065.	-10,384.
b 51,282.		47,824.	3,458.
c 67,858.		65,770.	2,088.
d 157.			157.
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-10,384.
b			3,458.
c			2,088.
d			157.
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	-4,681.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	2,250.	250,837.	.008970
2010	13,397.	207,647.	.064518
2009	13,403.	192,928.	.069472
2008	7,522.	206,734.	.036385
2007	6,699.	205,717.	.032564

2 Total of line 1, column (d)	2	.211909
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	.042382
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	279,365.
5 Multiply line 4 by line 3	5	11,840.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27.
7 Add lines 5 and 6	7	11,867.
8 Enter qualifying distributions from Part XII, line 4	8	17,035.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	27.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	27.
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	27.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	294.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	294.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	267.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 267. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		
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?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

N/A

STMT 12

STMT 13

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>N/A</u>	13	X	
14	The books are in care of ► <u>CHERIE WITZEN</u> Telephone no. ► <u>410-653-1080</u> Located at ► <u>P.O. BOX 5992, BALTIMORE, MD</u> ZIP+4 ► <u>21282</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a* During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ZEE JAY GREENSPAN	PRESIDENT			
P.O. BOX 5992				
BALTIMORE, MD 21282	1.00	0.	0.	0.
SANDEE COOPER	VICE PRESIDENT/TREASURER			
P.O. BOX 5992				
BALTIMORE, MD 21282	1.00	0.	0.	0.
STEVEN COOPER	SECRETARY			
P.O. BOX 5992				
BALTIMORE, MD 21282	1.00	0.	0.	0.
MARK WEINMAN	ASSISTANT SECRETARY			
P.O. BOX 5992				
BALTIMORE, MD 21282	1.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	250,173.
b	Average of monthly cash balances	1b	25,215.
c	Fair market value of all other assets	1c	8,231.
d	Total (add lines 1a, b, and c)	1d	283,619.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	283,619.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,254.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	279,365.
6	Minimum investment return. Enter 5% of line 5	6	13,968.

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	13,968.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,941.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13,941.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,941.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	17,035.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	17,035.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	27.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,008.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				13,941.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				3,900.
d From 2010				3,145.
e From 2011				1,318.
f Total of lines 3a through e	8,363.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 17,035.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				13,941.
e Remaining amount distributed out of corpus	3,094.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	11,457.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	11,457.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				3,900.
c Excess from 2010				3,145.
d Excess from 2011				1,318.
e Excess from 2012				3,094.

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

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

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				
JEWISH COMMUNITY CENTER OF LONG BEACH ISLAND 2411 LONG BEACH BLVD SPRAY BEACH, NJ 08008	NONE	501(C)(3)	TO FURTHER THE GOALS OF THE ORGANIZATIONS	2,000.
JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE	501(C)(3)	TO FURTHER THE GOALS OF THE ORGANIZATIONS	2,000.
THE LONG BEACH ISLAND FOUNDATION OF THE ARTS AND SCIENCES 120 LONG BEACH BLVD LOVELADIES, NJ 08008	NONE	501(C)(3)	TO FURTHER THE GOALS OF THE ORGANIZATIONS	5,000.
PALM BEACH DRAMAWORKS INC 201 CLEMATIS STREET WEST PALM BEACH, FL 33401	NONE	501(C)(3)	TO FURTHER THE GOALS OF THE ORGANIZATIONS	5,000.
Total				14,000.
b Approved for future payment				
NONE				
Total				0.

Part XVII

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

► PRESIDENT

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH A. LIBERMAN,
CPA

Preparer's signature

Date _____

8/30/13

Check ☐ if self-employed

PTIN

P00087382

Firm's name ► GORFINE, SCHALLER & GARDYN, PA

Firm's EIN ► 52-1231901

Firm's address ► 10045 RED RUN BLVD, SUITE 250
OWINGS MILLS, MD 21117

Phone no. 410-356-5900

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

Employer identification number

SIDNEY WEINMAN MEMORIAL FOUNDATION, INC.

52-1459939

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization

Employer identification number

SIDNEY WEINMAN MEMORIAL FOUNDATION, INC.

52-1459939

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE MORRIS WEINMAN COMPANY P.O. BOX 5992 BALTIMORE, MD 21282	\$ 17,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

52-1459939

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

[illegible]

Name of organization	Employer identification number
SIDNEY WEINMAN MEMORIAL FOUNDATION, INC.	52-1459939

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ISRAEL BONDS	291.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	291.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALLIANCE BERNSTEIN	7,267.	157.	7,110.
VAN KAMPEN	958.	0.	958.
TOTAL TO FM 990-PF, PART I, LN 4	8,225.	157.	8,068.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,035.	0.		3,035.
TO FM 990-PF, PG 1, LN 16A	3,035.	0.		3,035.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	3,500.		0.
TO FORM 990-PF, PG 1, LN 16B	3,500.	3,500.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	2,080.	2,080.		0.
TO FORM 990-PF, PG 1, LN 16C	2,080.	2,080.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	27.	0.		0.
FOREIGN TAXES	14.	14.		0.
TO FORM 990-PF, PG 1, LN 18	41.	14.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	28.	28.		0.
TO FORM 990-PF, PG 1, LN 23	28.	28.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
SPIN OFF OF 50% OF ASSETS TO THE MORRIS WEINMAN MEMORIAL FOUNDATION, INC.	258,497.
TOTAL TO FORM 990-PF, PART III, LINE 5	258,497.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
VAN KAMPEN	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLIANCE BERNSTEIN INVESTMENTS	225,442.	239,618.
TOTAL TO FORM 990-PF, PART II, LINE 10B	225,442.	239,618.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	7,000.	7,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,000.	7,000.

FORM 990-PF	STATEMENT CONCERNING LIQUIDATION, TERMINATION, ETC. - PART VII-A, LINE 5	STATEMENT	12
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EXPLANATION

THE TAXPAYER TRANSFERED 50% OF IT'S ASSETS ON FEBRUARY 29, 2012 TO THE MORRIS WEINMAN MEMORIAL FOUNDATION, INC. (45-4681120) PURSUANT TO IRC 507(B)(2). ATTACHED YOU WILL FIND A SCHEDULE OF THE ASSETS THAT WERE TRANSFERED.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 13

NAME OF CONTRIBUTOR

ADDRESS

THE MORRIS WEINMAN COMPANY

P.O. BOX 5992
BALTIMORE, MD 21282

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **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.

Type or print	Name of exempt organization or other filer, see instructions SIDNEY WEINMAN MEMORIAL FOUNDATION, INC.	Employer identification number (EIN) or 52-1459939
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 5992	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BALTIMORE, MD 21282	

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

0 4

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 (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CHERIE WITZEN

- The books are in the care of ► **P.O. BOX 5992 - BALTIMORE, MD 21282**

Telephone No ► **410-653-1080**

FAX No. ►

- 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 **AUGUST 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 _____, and ending _____

- 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	\$	26.
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	\$	294.
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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

THE SIDNEY WEINMAN MEMORIAL FOUNDATION

AB-039-17670		AB - SWF - 2012 GAIN/LOSS ON SALE OF STOCKS						11-Mar-13	
SYMBOL/CUSIP	STOCK	# SH	DATE BOUGHT	DATE SOLD	COST	SALES PRICE	GAIN/ (LOSS)	LONG TERM	SHORT TERM
OVERLAY B	OVERLAY B PORTFOLIO	8,033	04/16/10	01/30/12	83.14	86.44	3.30	3.30	-
OVERLAY A	OVERLAY A PORTFOLIO	1,175,455	04/16/10	01/30/12	12,894.92	12,260.00	(434.92)	(434.92)	-
OVERLAY B	OVERLAY B PORTFOLIO	2,915,356	04/16/10	01/30/12	30,173.94	31,515.00	1,341.06	1,341.06	-
OVERLAY B	OVERLAY B PORTFOLIO	10,228	04/16/10	04/18/12	105.86	111.59	5.73	5.73	-
OVERLAY B	OVERLAY B PORTFOLIO	5,254	04/16/10	07/27/12	54.38	56.90	2.52	2.52	-
OVERLAY B	OVERLAY B PORTFOLIO	2,179,522	04/16/10	08/20/12	22,558.06	23,735.00	1,176.94	1,176.94	-
OVERLAY A	OVERLAY A PORTFOLIO	9,189	04/16/10	11/07/12	99.24	93.36	(5.88)	(5.88)	-
YTD Total					65,769.54	67,858.29	2,088.75	2,088.75	-

1099 = 67,858.29

	COST	SALE PRICE	GAIN/LOSS
LONG	65,769.54	67,858.29	2,088.75
SHORT	-	-	-
	65,769.54	67,858.29	2,088.75

11-Mar-13

1099 = 51,281.97

	COST	SALE PRICE	GAIN/LOSS
LONG	47,824.12	51,281.97	3,457.85
SHORT			
	47,824.12	51,281.97	3,457.85

Morris Weinman Memorial Foundation, Inc.
EIN: 45-4681120
IRS Form 1023

Part VIII, Line 13g – Statement #12:

No oversight over the grants is necessary because the Foundation only makes grants to organizations that qualify as public charities pursuant to Section 501(c)(3). The Foundation's charitable purpose is to make grants to organizations that qualify as Section 501(c)(3) organizations to assist them in their charitable purposes. Therefore, the making of such grants furthers the Foundation's exempt purpose.

Part IX, Part A – Statement of Revenues and Expenses – Statement #13:

See attached spreadsheet.

Part IX, Part B – Balance Sheet – Statement #14:

The Foundation was initially funded with assets comprising one-half (1/2) of the assets from the Sidney Weinman Foundation. The assets on hand as of 2/29/12 are as follows:

	Book Value
Cash (Line 1)	\$ 21,605.17 /
Corporate Stocks/Mutual Funds (Line 5)	251,687.23 ✓
(see attached statement for itemized list of mutual funds)	
Total (Line 11)	\$ 273,292.40

Line 19- All assets, including cash and dividends receivable, due from the Sidney Weinman Foundation have been or will be collected in early 2012.

Part X, Line 1b – Statement #15:

The Foundation meets the provisions required by Section 508(e) pursuant to its Articles of Incorporation in Article THIRD, Paragraph 4 and by operation of Maryland law.

Schedule G, Line 2a – Statement #16:

The Foundation is a partial successor to the Sidney Weinman Foundation which is a qualified Section 501(c)(3) organization that was formed in 1986 as a private family foundation to honor Sidney Weinman, the father of Michael Weinman and Zee Jay (Weinman) Greenspan, by facilitating gifts to charity in his memory. As the years have passed Michael and Zee Jay each now have grown families and each would like to expand their charitable giving objectives and, on an individual family basis, increase and diversify their giving. As a result, it has been decided that these goals would best be accomplished by dividing the Sidney Weinman Foundation into two equal shares – one for each of the Sidney Weinman's children, Michael and Zee Jay. A resolution to this effect was passed by the Board of the Sidney Weinman Foundation and it was decided that Zee Jay Greenspan and her children would retain the name and half the assets of the

Morris Weinman Memorial Foundation, Inc.
EIN: 45-4681120
IRS Form 1023

Sidney Weinman Foundation as an ongoing entity and that Michael Weinman would form a new foundation in memory of Michael and Zee Jay's grandfather, Morris Weinman, to be known as the Morris Weinman Memorial Foundation, Inc.

Schedule G, Line 2b – Statement #17:

The Sidney Weinman Memorial Foundation, Inc. is a qualified private Section 501(c)(3) non-operating foundation.

Schedule G, Line 2c – Statement #18:

Morris Weinman Memorial Foundation, Inc. has never applied for tax exemption under section 501(c)(3) or any other section of the Code. The Sidney Weinman Foundation, Inc. previously applied to be a private foundation and such application was approved in September 1986.

Schedule G, Line 2e – Statement #19:

As indicated in Statement #16 above, Morris Weinman Memorial Foundation, Inc., succeeded to one-half (1/2) of the assets of the Sidney Weinman Foundation to continue the charitable activities of the same and to meet the original charitable goals of the Sidney Weinman Foundation's founders on a descendant family basis.

Schedule G, Line 4 – Statement #20:

<u>Name</u>	<u>Position(s)</u>	<u>Mailing Address</u>
Zee Jay Greenspan	Director/President	P.O. Box 5992 Baltimore, MD 21282-5992
Sandee Cooper	Vice-President/Treasurer/Director	P.O. Box 5992 Baltimore, MD 21282-5992
Steven Cooper	Secretary/Director	P.O. Box 5992 Baltimore, MD 21282-5992
Sydney Cooper	Director	P.O. Box 5992 Baltimore, MD 21282-5992
Mark Weinman	Assistant Secretary	P.O. Box 5992 Baltimore, MD 21282-5992

• • • •
Morris Weinman Memorial Foundation, Inc.
EIN: 45-4681120
IRS Form 1023

Schedule G, Line 5 – Statement #21:

Mark Weinman is an officer of both The Sidney Weinman Memorial Foundation, Inc. and Morris Weinman Memorial Foundation, Inc. There is no agreement regarding compensation as Mark Weinman works without compensation.

Schedule G, Line 6a – Statement #22:

The Foundation received assets and cash gifts totaling \$273,292.40 from the Sidney Weinman Foundation. The value transferred to the Foundation from the Sidney Weinman Foundation was determined by dividing the assets of the Sidney Weinman Foundation into two (2) equal shares based upon the fair market value as indicated on the February 2012 brokerage and account statements of the Sidney Weinman Foundation.

MORRIS WEINMAN MEMORIAL FOUNDATION, INC.
 EIN 45-4681120
 IRS FORM 1023
 PART IX - FINANCIAL DATA
 PART B

STATEMENT #14

THE FOLLOWING ASSETS WILL BE TRANSFERRED AND OR RETAINED BY THE SINDEY WEINMAN MEMORIAL FOUNDATION, INC.

Asset	Fair Market Value as of 2/29/12			/- Sidney Weinman Foundation -/-			/- Morris Weinman Foundation -/-		
	Shares		Basis	Shares	Fair Market Value	Basis	Shares	Fair Market Value	Basis
BERNSTEIN GLOBAL WEALTH MANAGEMENT (03357)									
AllianceBernstein WLT APP-AD	12,538	161,082.00	134,260.48	6,269.000	75,541.00	67,130.24	6,269.00	75,541.00	67,130.24
AllianceBernstein Global Real Estate INVT FD CL I	1,597	14,344.00	12,847.19	798.500	7,172.00	6,423.60	798.50	7,172.00	6,423.60
Bernstein Intermediate Duration Portfolio	14,763	205,853.79	197,149.97	7,381.500	102,826.90	98,674.99	7,381.50	102,826.90	98,674.99
BERNSTEIN GLOBAL WEALTH MANAGEMENT (17670)									
Overlay A Portfolio Class I	2,443	28,142.11	26,681.98	1,221.500	13,071.08	13,340.98	1,221.50	13,071.06	13,340.98
Overlay B Portfolio Class I	6,078	68,502.36	63,327.32	3,038.500	33,261.18	31,663.66	3,039.50	33,251.18	31,663.66
ISRAEL BONDS									
Bond #7C48940	1,000	1,000.00	1,000.00	1,000.000	1,000.00	1,000.00	-	-	-
Bond #7C76378	1,000	1,000.00	1,000.00	1,000.000	1,000.00	1,000.00	-	-	-
Bond #5LF1312	5,000	5,000.00	5,000.00	5,000.000	5,000.00	5,000.00	-	-	-
INVESCO									
Invesco Van Kampen U.S. Mortgage Fund - Class A	3,058	38,650.17	50,064.98	1,527.36	19,825.08	28,032.49	1,527.36	19,825.08	28,032.49
as of 2/29/12									
BB&T									
BB&T Checking Account #005150876385		38,210.34	38,210.34		14,805.17	14,805.17		21,605.17	21,605.17
		546,584.77	527,542.24		273,292.40	263,771.13		273,292.40	263,771.13

John