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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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 01-01-2012 , and ending 12-31-2012

Name of foundation WEITZMAN FAMILY FOUNDATION INC		A Employer identification number 52-2061321			
Number and street (or P O box number if mail is not delivered to street address) 3939 WASHINGTON BLVD		B Telephone number (see instructions) (410) 242-0400			
C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>					
E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	25,000			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	8,227	8,227		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,285			
	b Gross sales price for all assets on line 6a 71,335				
	7 Capital gain net income (from Part IV, line 2)		3,285		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	36,512	11,512			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,375	1,375		
	c Other professional fees (attach schedule)	2,343	2,343		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	285	95		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	378			378
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	4,381	3,813		378
Add lines 13 through 23					
25 Contributions, gifts, grants paid	62,885			62,885	
26 Total expenses and disbursements. Add lines 24 and 25	67,266	3,813		63,263	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-30,754				
b Net investment income (if negative, enter -0-)		7,699			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	10,437	6,945	6,946
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	217,183	189,921	211,028
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	227,620	196,866	217,974
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
24	Unrestricted	227,620	196,866	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 24 through 26 and lines 30 and 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	227,620	196,866	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	227,620	196,866	

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	227,620
2	Enter amount from Part I, line 27a	2	-30,754
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	196,866
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	196,866

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.)
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1a See Additional Data Table

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)
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a See Additional Data Table

b

c

d

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
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a See Additional Data Table

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	3,285
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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	-292
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Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	69,892	251,857	0.277507
2010	61,621	280,287	0.219850
2009	76,297	283,986	0.268665
2008	65,080	355,925	0.182848
2007	74,118	360,194	0.205772

2 Total of line 1, column (d).	2 1 154642
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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 230928
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4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4 220,914
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5 Multiply line 4 by line 3.	5 51,015
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6 Enter 1% of net investment income (1% of Part I, line 27b).	6 77
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7 Add lines 5 and 6.	7 51,092
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8 Enter qualifying distributions from Part XII, line 4.	8 63,263
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If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	77
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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	77
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	77
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	77
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	77
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	9	77
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		
		10	11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			
<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>				
c	Did the foundation file Form 1120-POL for this year?	1b	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>			
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			
b	If "Yes," has it filed a tax return on Form 990-T for this year?	3	Yes	No
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>			
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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	4a	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input 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? <i>If "No," attach explanation.</i>			
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>	5	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			
		6	7	
		8b	9	
		10	11	

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► STUART WEITZMAN	Telephone no ► (410) 242-0400
	Located at ► 3939 WASHINGTON BLVD BALTIMORE MD	ZIP + 4 ► 21227

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
4b			No

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

5a	During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here. ►				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
EVELYN WEITZMAN	PRESIDENT 2 00	0	0	0
4015 WPALM AIRE DR POMPANO BEACH, FL 33069				
RONALD WEITZMAN	VICE PRESIDE 2 00	0	0	0
901 E CAMINO REAL BOCA RATON, FL 33432				
LINDA COHEN	SECRETARY 2 00	0	0	0
17 CLUBHOUSE LANE BOYNTON BEACH, FL 33436				
STUART WEITZMAN	TREASURER 2 00	0	0	0
8423 EGRET MEADOW LN WEST PALM BEACH, FL 33412				

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	
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	
2	
All other program-related investments. See page 24 of the instructions 3	

Total. Add lines 1 through 3.

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 215,587
b	Average of monthly cash balances.	1b 8,691
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 224,278
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2
3	Subtract line 2 from line 1d.	3 224,278
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 3,364
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 220,914
6	Minimum investment return. Enter 5% of line 5.	6 11,046

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 11,046
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 77
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 77
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 10,969
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 10,969
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 10,969

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 63,263
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 63,263
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 77
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 63,186

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				10,969
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.	56,448			
b From 2008.	47,509			
c From 2009.	62,190			
d From 2010.	48,040			
e From 2011.	57,486			
f Total of lines 3a through e.	271,673			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 63,263				
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.				10,969
e Remaining amount distributed out of corpus	52,294			
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:	323,967			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				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)	56,448			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	267,519			
10 Analysis of line 9				
a Excess from 2008.	47,509			
b Excess from 2009.	62,190			
c Excess from 2010.	48,040			
d Excess from 2011.	57,486			
e Excess from 2012.	52,294			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

EVELYN WEITZMAN

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	62,885
b Approved for future payment				
Total			► 3b	

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) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.				14	8,227	
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	3,285	
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).					11,512	
13 Total. Add line 12, columns (b), (d), and (e).						11,512
(See worksheet in line 13 instructions to verify calculations.)						

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

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

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 or

(2) Other assets. 1a(2) No

b Other transactions

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.

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

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

* * * * *

2013-08-08

* * * * *

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

Signature of officer or trustee		Date	Title	Secretary	Yes	No
Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature		Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	LARRY SILVERSTEIN CPA	LARRY SILVERSTEIN CPA		2013-08-16		
	Firm's name <input checked="" type="checkbox"/>	BERMAN GOLDMAN & RIBAKOW LLP			Firm's EIN <input checked="" type="checkbox"/>	
	6811 BENJAMIN FRANKLIN DR STE 250			Phone no (410) 418-4400		
Firm's address <input checked="" type="checkbox"/>	COLUMBIA, MD 210463188					

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TEMPLETON GLOBAL BD FD ADV	P	2010-03-08	2012-09-11
IVY ASSETS STRATEGY	P	2010-03-08	2012-09-11
PERMANENT PORTFOLIO INC	P	2010-12-03	2012-09-11
TEMPLETON GLOBAL BD FD ADV	P	2010-03-08	2012-10-26
FAIRHOLME FUND	P	2012-04-02	2012-09-11
PIMCO COMMODITY REAL RETURN	P	2010-03-08	2012-04-02
TEMPLETON GLOBAL BOND FUND	P	2010-02-19	2012-03-27
ISHARES BARCLAYS SHORT TREAS	P	2012-08-24	2012-12-31
SEE SCHEDULE A- LT	P	2011-01-01	2012-12-31
PIMCO COMMODITY REAL RETURN	P	2011-06-16	2012-04-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,000		4,978	22
2,000		1,767	233
2,000		1,837	163
1,000		982	18
1,000		994	6
11,266		13,621	-2,355
1,000		1,003	-3
1,884		1,884	
42,938		37,439	5,499
3,247		3,545	-298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			22
			233
			163
			18
			6
			-2,355
			-3
			5,499
			-298

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PAP CORPS 3848 FAU BLVD STE 305 BOCA RATON, FL 33431	NONE		CHARITABLE	200
GREEN VALLEY NORTH TURKEY TROT INC P O BOX 50304 BALTIMORE, MD 21211	NONE		CHARITABLE	250
TEMPLE OHEB SHALOM 7310 PARK HEIGHTS AVENUE BALTIMORE, MD 21208	NONE		CHARITABLE	21,500
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE		CHARITABLE	5,000
HOSPICE OF MARGARET MARY COMM 321 MITCHELL AVENUE BATESVILLE, IN 47006	NONE		CHARITABLE	250
THE ASSOCIATED 101 W MT ROYAL AVENUE BALTIMORE, MD 21201	NONE		CHARITABLE	29,200
UMMS FOUNDATION 22 SOUTH GREEN ST BALTIMORE, MD 21201	NONE		CHARITABLE	125
ALBERT JEWISH FAM & CHILD 5841 CORPORATE WAY STE 20 WEST PALM BEACH, FL 33407	NONE		CHARITABLE	250
NATIONAL MULTIPLE SCLEROSIS SOCIETY 11403 CRONHILL DR STE E OWINGS MILLS, MD 21117	NONE		CHARITABLE	250
JEWISH MUSEUM OF MARYLAND 15 LLOYD STREET BALTIMORE, MD 21202	NONE		CHARITABLE	3,000
ISRAEL TENNIS CENTERS 3275 W HILLSBORO STE 102 DEERFIELD BEACH, FL 33442	NONE		CHARITABLE	1,000
IBIS CANCER RESEARCH 3848 FAU BLVD STE 305 BOCA RATON, FL 33431	NONE		CHARITABLE	150
PLAY FOR PINK 60 EAST 56TH ST 8TH FLOOR NEW YORK, NY 10022	NONE		CHARITABLE	125
JEWISH FAMILY AND CHILD 5841 W MT ROYAL AVENUE WEST PALM BEACH, FL 33407	NONE		CHARITABLE	150
CHESAPEAKE BAY MARTIME 213 N TALBOT ST PO 636 ST MICHAELS, MD 21663	NONE		CHARITABLE	200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BB AUTISM SPEAKS 1 EAST 33RD STREET 4TH FL NEW YORK, NY 10016	NONE		CHARITABLE	50
UMMS FOUNDATION 22 S GREEN ST BALTIMORE, MD 21201	NONE		CHARITABLE	100
JDRC WALK 360 26 BROADWAY NEW YORK, NY 10004	NONE		CHARITABLE	100
JEWISH FEDERATION OF WEST PALM BEAC 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE		CHARITABLE	200
HADASSAH OF GREATER BALTIMORE 3723 OLD COURT RD PIKESVILLE, MD 21208	NONE		CHARITABLE	150
PB DRAMA WORKS 201 CLEMATIS ST WEST PALM BEACH, FL 33401	NONE		CHARITABLE	100
BETHESDA HOSPITAL FOUNDATION 2815 SOUTH SEACREST BLVD BOYNTON BEACH, FL 33435	NONE		CHARITABLE	350
JDRC GREATER PALM BEACH 26 BROADWAY NEW YORK, NY 10004	NONE		CHARITABLE	100
BONNET HOUSE 900 NORTH BIRCH RD FORT LAUDERDALE, FL 33304	NONE		CHARITABLE	85
Total			► 3a	62,885

2012

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

Name of the organization

WEITZMAN FAMILY FOUNDATION INC

Employer identification number

52-2061321

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 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 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)

Name of organization

WEITZMAN FAMILY FOUNDATION INC

Employer identification number

52-2061321

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	EVELYN WEITZMAN 4015 W PALM AIRE DR POMPANO BEACH, FL 33069	\$ 25,000	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)
		\$	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)

Name of organization WEITZMAN FAMILY FOUNDATION INC			Employer identification number 52-2061321
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 <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once. See instructions) ► \$ 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	
—	—	—	—
(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	
—	—	—	—
(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	
—	—	—	—
(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	
—	—	—	—

TY 2012 Accounting Fees Schedule

Name: WEITZMAN FAMILY FOUNDATION INC

EIN: 52-2061321

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,375	1,375		

TY 2012 Compensation Explanation

Name: WEITZMAN FAMILY FOUNDATION INC

EIN: 52-2061321

Person Name	Explanation
EVELYN WEITZMAN	
RONALD WEITZMAN	
LINDA COHEN	
STUART WEITZMAN	

TY 2012 Investments Corporate Stock Schedule

Name: WEITZMAN FAMILY FOUNDATION INC

EIN: 52-2061321

Name of Stock	End of Year Book Value	End of Year Fair Market Value
REALIED GAINS	189,921	211,028

TY 2012 Other Professional Fees Schedule

Name: WEITZMAN FAMILY FOUNDATION INC**EIN:** 52-2061321

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	2,343	2,343		

TY 2012 Taxes Schedule

Name: WEITZMAN FAMILY FOUNDATION INC**EIN:** 52-2061321

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT TAXES/LICENSES	285	95		

TY 2012 IRS Payment

Name: WEITZMAN FAMILY FOUNDATION INC

EIN: 52-2061321

Routing Transit Number:

Bank Account Number:

Type of Account: Checking

Payment Amount in Dollars and 78

Cents:

Requested Payment Date: 2013-08-16

Taxpayer's Daytime Phone

Number:

Morgan Stanley

Form 990 PF (2012)

Corporate Tax Statement

Tax Year 2012

WEITZMAN FAMILY FOUNDATION INC
3939 WASHINGTON BLVD
BALTIMORE MD 21227-4132

Morgan Stanley Smith Barney Holdings LLC
Hobart & Bay Financial Center
Plaza 2 2nd Floor
Jersey City, NJ 07311
Identification Number: 26-4316832

Taxpayer ID Number: 52-20961321
Account Number: 072 902178 056

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities

(Consider Box 6a "Basis Reported to IRS" as being checked for this section. These transactions are not reported on Form 8959 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT (Box 4)
ISHARES BARCLAYS SHORT TREAS		CUSIP: 464236678	Symbol (Box 1d): SHV				
	5,000	08/24/12	09/16/12	\$651.04	\$551.10	\$0.00	\$0.00
	11,000	08/24/12	11/09/12	\$1,212.17	\$1,212.42	\$0.00	(\$0.25)
Security Subtotal	16,000			\$1,763.21	\$1,763.52	\$0.00	\$0.00
(SHARES BARCLAYS TIPS BD FD		CUSIP: 464287176	Symbol (Box 1d): TIP				
	1,000	08/24/12	09/16/12	\$121.97	\$120.58	\$0.00	\$0.49
Total Short Term Covered Securities				\$1,884.28	\$1,884.18	\$0.00	\$0.18
							\$0.00

Long Term - Noncovered Securities

(Consider Box 6a "Noncovered Security" as being checked for this section. These transactions are not reported on Form 8959 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT (Box 4)
ALGER SMALL CAP GROWTH INST		CUSIP: 016370104	Symbol (Box 1d): ALSPX				
	6,999	07/27/10	3/02/11/12	\$161.81	\$139.60	\$0.06	\$22.04
	6,639	07/27/10	08/24/12	\$18.84	\$14.87	\$0.00	\$3.17
Security Subtotal	3,999	07/27/10	08/11/12	\$116.85	\$93.06	\$0.00	\$27.79
BLACKROCK HI YIELD BD PTF INST		CUSIP: 091929638	Symbol (Box 1d): BHYIX				
	10,637			\$296.59	\$247.53	\$0.00	\$48.97
Security Subtotal	63,063	07/27/10	07/23/12	\$488.74	\$464.14	\$0.00	\$24.60
	60,000	07/27/10	08/11/12	\$477.60	\$441.80	\$0.00	\$36.80
	162,406	07/27/10	11/09/12	\$1,291.13	\$1,286.31	\$0.00	\$95.82
Security Subtotal	285,469			\$2,257.47	\$2,101.95	\$0.00	\$156.42

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION - PLEASE RETAIN FOR YOUR RECORDS

Page 8 of 15

Morgan Stanley

Corporate Tax Statement Tax Year 2012

Morgan Stanley Smith Barney Holdings LLC
Harborside Financial Center
Plaza 2 2nd Floor
Jersey City, NJ 07311

WEITZMAN FAMILY FOUNDATION INC
3939 WASHINGTON BLVD
BALTIMORE MD 21227-4132

Identification Number: 26-4316632
Taxpayer ID Number: 52-2061132
Account Number: 672 902478 056

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities *(Consider Box 6a Noncovered Security, as being checked for this section. These transactions should be reported on Form 8949 Part 4 with box 8 checked.)

(Continued)

DESCRIPTION (Box 6)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GOLDMAN SACHS FINANCIALS DEBT	55,070	07/27/10	07/23/12	\$739,04	\$681,77	\$0.00	\$57,27	\$0.00
	36,061	07/27/10	08-11-12	\$499,08	\$445.44	\$6,00	\$352.64	\$0.00
	19,857	07/27/10	11/08/12	\$151.76	\$134.41	\$0.00	\$17.37	\$0.00
Security Subtotal	101,988			\$1,388.96	\$1,262.62	\$0.00	\$127.28	\$0.00
SHARES RUSSELL MIDCAP G INDEX	7,000	04/17/09	07/23/12	\$406.72	\$234.30	\$0.00	\$172.42	\$0.00
	4,000	04/17/09	08-11-12	\$250.04	\$133.88	\$0.00	\$116.38	\$0.00
	11,000			\$656.76	\$368.18	\$0.00	\$288.58	\$0.00
SHARES RUSSELL MIDCAP V INDEX	12,000	04/17/09	07/23/12	\$455.63	\$271.44	\$0.00	\$184.19	\$0.00
	1,000	04/17/09	08/24/12	\$47.58	\$27.14	\$0.00	\$20.44	\$0.00
	5,000	04/17/09	08-11-12	\$246.76	\$135.72	\$0.00	\$111.04	\$0.00
Security Subtotal	16,000			\$749.97	\$343.30	\$0.00	\$315.67	\$0.00
SHARES RUSSELL 1000 GR INDEX	38,000	10/28/08	07/23/12	\$1,881.95	\$1,185.20	\$0.00	\$716.75	\$0.00
	2,000	10/29/08	08/24/12	\$1,130.69	\$377.68	\$0.00	\$353.01	\$0.00
	14,000	10/29/08	09/11/12	\$933.79	\$453.75	\$0.00	\$480.03	\$0.00
Security Subtotal	46,000			\$2,946.42	\$1,786.64	\$0.00	\$1,159.79	\$0.00
SHARES RUSSELL 1000 VALUE IDX	21,000	04/06/09	07/23/12	\$1,413.70	\$849.69	\$0.00	\$364.01	\$0.00
	3,000	04/06/09	08/24/12	\$210.05	\$127.10	\$0.00	\$382.95	\$0.00
	19,000	04/06/09	08-11-12	\$722.90	\$423.66	\$0.00	\$299.24	\$0.00
Security Subtotal	34,000			\$2,346.65	\$1,440.45	\$0.00	\$906.20	\$0.00

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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

Page 9 of 15

Morgan Stanley

Corporate Tax Statement Tax Year 2012

WEITZMAN FAMILY FOUNDATION INC
3939 WASHINGTON BLVD
BALTIMORE MD 21227-4132

Morgan Stanley Smith Barney Holdings LLC
Harborside Financial Center
Plaza 2 2nd Floor
Jersey City, NJ 07311
Identification Number: 26-4310632
Taxpayer ID Number: 52-2061321
Account Number: 072 902178 056
Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities ⁴ (Covered Box 5a [Noncovered Security] as being checked for this section). These transactions should be reported on Form 8949 Part 2 with box 8 checked.)

(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1e)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SHARES RUSSELL 2000 GROWTH FD	2,000	06/04/10	07/23/12	\$178.42	\$141.92	\$0.00	\$36.50	\$0.00
	1,000	06/04/10	08/24/12	\$91.98	\$70.96	\$6.00	\$21.03	\$0.00
	1,000	06/04/10	08/11/12	\$96.27	\$70.96	\$2.00	\$25.31	\$0.00
SHARES RUSSELL 2000 VALUE FD	4,000	CUSIP: 464287648	Symbol (Box 1d): IWO	\$366.68	\$283.84	\$6.00	\$82.84	\$0.00
	2,000	06/04/10	07/23/12	\$137.72	\$122.50	\$0.00	\$15.22	\$0.00
	1,000	06/04/10	08/24/12	\$71.13	\$61.26	\$0.00	\$9.88	\$0.00
Security Subtotal	1,000	06/04/10	08/11/12	\$74.45	\$61.25	\$0.00	\$13.20	\$0.00
	4,000	CUSIP: 47103C484	Symbol (Box 1d): JGFX	\$283.30	\$245.00	\$0.00	\$38.30	\$0.00
	5,985	07/27/10	08/11/12	\$187.93	\$269.56	\$0.00	(\$81.63)	\$0.00
LAZARD EMERGING MARKETS	18,964	CUSIP: 52106K888	Symbol (Box 1d): LZEMX	\$336.80	\$353.16	\$0.00	(\$26.35)	\$0.00
	7,667	07/27/10	07/23/12	\$143.01	\$146.82	\$0.00	(\$2.81)	\$0.00
	22,984	07/27/10	08/11/12	\$439.53	\$439.76	\$0.00	(\$0.23)	\$0.00
Security Subtotal	7,150	07/27/10	11/03/12	\$136.85	\$135.92	\$0.00	(\$0.07)	\$0.00
	56,745	CUSIP: 5434953640	Symbol (Box 1d): LSBDX	\$1,057.03	\$1,088.66	\$0.00	(\$29.57)	\$0.00
	36,250	07/27/10	07/23/12	\$510.77	\$487.51	\$0.20	\$23.26	\$0.00
LOOMIS SAYLES BOND INST	454,921	07/27/10	08/24/12	\$6,698.44	\$6,291.55	\$0.00	\$404.89	\$0.00
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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2012

WEITZMAN FAMILY FOUNDATION INC
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BALTIMORE MD 21227-4132

Morgan Stanley Smith Barney Holdings LLC
Harborside Financial Center
Plaza 2 2nd Floor
Jersey City, NJ 07311

Classification Number: 26-4310632

Taxpayer ID Number: 52-2061321
Account Number: 672 802178 056

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities ⁴ (Consider Box 5a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part I with Box 5a checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
LOOMIS SAYLES BOND INST	87,919	07/27/10	08/11/12	\$1,313.51	\$1,215.92	\$0.00	\$97.59	\$0.00
Security Subtotal	90,735	07/27/10	11/03/12	\$1,403.00	\$1,365.50	\$0.00	\$11.50	\$0.00
OAKMARK	676,825	CUSIP: 413826103	Symbol (Box 1d): OAKAX	\$10,093.72	\$9,360.48	\$0.00	\$643.24	\$0.00
PRUDENTIAL JENNISON GROWTH Z	30,011	07/27/10	07/23/12	\$1,360.70	\$1,125.41	\$0.00	\$235.29	\$0.00
	2,904	07/27/10	08/24/12	\$1,139.89	\$1,038.90	\$0.00	\$30.99	\$0.00
	12,011	07/27/10	09/11/12	\$5,635.06	\$4,550.41	\$0.00	\$137.65	\$0.00
	0.083	07/27/10	11/03/12	\$4.91	\$3.11	\$0.90	\$0.00	\$0.00
ROYCE MICRO CAP INV	45,809	CUSIP: 74437E404	Symbol (Box 1d): RJFZX	\$2,092.66	\$1,687.83	\$0.00	\$404.83	\$0.00
TEMPLETON GLOBAL BD FD ADV	1,989	07/27/10	07/23/12	\$28.44	\$28.38	\$0.00	\$0.06	\$0.00
	6,942	07/27/10	09/11/12	\$126.56	\$89.06	\$0.00	\$7.50	\$0.00
Security Subtotal	6,934	CUSIP: 880202400	Symbol (Box 1d): TGBAX	\$135.00	\$127.44	\$0.00	\$7.56	\$0.00
WEITZMAN GLOBAL BD FD ADV	39,784	07/27/10	07/23/12	\$512.42	\$524.75	\$0.00	(\$12.33)	\$0.00
	284,162	07/27/10	08/24/12	\$3,736.88	\$3,748.36	\$0.00	(\$11.37)	\$0.00
	41,581	07/27/10	09/11/12	\$650.66	\$348.58	\$0.00	\$2.08	\$0.00
	14,594	07/27/10	11/03/12	\$195.85	\$192.49	\$0.00	\$3.36	\$0.00
Security Subtotal	388,151			\$4,995.82	\$5,014.18	\$0.00	(\$18.26)	\$0.00

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IMPORTANT TAX INFORMATION - PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement Tax Year 2012

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Jersey City, NJ 07311

WEITZMAN FAMILY FOUNDATION INC
3939 WASHINGTON BLVD
BALTIMORE MD 21227-4132

Identification Number: 26-4310632
Taxpayer ID Number: 52-20961321
Account Number: 072 902 178 056

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities [#] (Consider Box 6a "Noncovered Security" as being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT (Box 4)	FEDERAL INCOME TAX WITHHELD (Box 4)
VANGUARD MSCI EAFE ETF	3,000	06/04/10	07/23/12	\$91.32	\$39.86	\$0.00	\$146	\$0.00
	5,000	06/04/10	08/11/12	\$169.00	\$143.16	\$0.00	\$19.24	\$0.00
Security Subtotal	8,000			\$260.32	\$239.62	\$0.00	\$26.70	\$0.00
VANGUARD MSCI EMERGING MARKETS	11,000	03/03/10	07/23/12	\$122.96	\$445.25	\$0.00	(\$22.29)	\$0.00
	7,000	03/03/10	08/24/12	\$284.89	\$253.34	\$0.00	\$1.55	\$0.00
	11,000	03/03/10	08/11/12	\$456.31	\$445.25	\$0.00	\$11.06	\$0.00
	1,000	03/03/10	11/09/12	\$41.23	\$40.48	\$0.00	\$0.75	\$0.00
Security Subtotal	30,000			\$1,205.39	\$1,214.32	\$0.00	(\$8.93)	\$0.00
VANGUARD TOTAL BOND MARKET								
	45,000	03/02/09	08/24/12	\$3,811.86	\$3,443.76	\$0.00	\$368.10	\$0.00
	17,000	03/17/09	08/24/12	\$1,440.04	\$1,256.76	\$0.00	\$143.28	\$0.00
	14,000	04/17/09	08/24/12	\$1,185.91	\$1,081.64	\$0.00	\$104.27	\$0.00
	3,000	04/17/09	08/11/12	\$254.10	\$231.58	\$0.00	\$22.32	\$0.00

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Harborside Financial Center
Plaza 2 2nd Floor
Jersey City, NJ 07311

Identification Number: 26-4310632

Taxpayer ID Number: 52-2006132-1

Account Number: 672 902 178 056

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities [‡] (Covered Box 5a (Noncovered Security) has been checked in this section. These transactions should be reported on Form 8949 Part I with box 8 checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT (Box 4)	FEDERAL INCOME TAX WITHHELD (Box 4)
VANGUARD TOTAL BOND MARKET	11,000	08/21/09	08/11/12	\$937.71	\$855.39	\$0.00	\$66.32	\$0.00
Security Subtotal	11,000	08/21/09	11/06/12	\$1,357.56	\$1,258.74	\$0.00	\$98.82	\$0.00
Total Long Term Noncovered Securities				\$8,981.18	\$8,178.07	\$0.00	\$803.11	\$0.00
Total Short and Long Term, Covered and Noncovered Securities				\$42,937.91	\$37,439.39	\$0.00	\$5,498.52	\$0.00
Form 1099-B Total Reportable Amounts								
Total Sales Price (Box 2)				\$44,822.19				
Total Cost or Other Basis (Box 3)					\$1,834.18			
Total Wash Sale Loss Disallowed (Box 5)						\$0.00		
Total Fed Tax Withheld (Box 4)							\$0.00	

[‡] Noncovered securities are not subject to the IRS cost basis reporting regulations. Therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.