



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**

Name of foundation BLECHMAN-DAVID FOUNDATION		A Employer identification number 54-1839135
Number and street (or P O box number if mail is not delivered to street address) 739 THIMBLE SHOALS BLVD	Room/suite 105	B Telephone number (see instructions) 757-595-4500
City or town, state, and ZIP code NEWPORT NEWS VA 23606-3562		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
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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,987,969.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input 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) (see instr.))		(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)	315,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temp cash investments	12.	12.	12.	
	4 Dividends and interest from securities	14,865.	13,331.	14,865.	
	5a Gross rents				
	b (Net rental income or (loss))				
	6a Net gain/(loss) from sale of assets not on line 10	(1,370.)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	549.	549.	549.		
12 Total. Add lines 1 through 11	329,056.	13,892.	15,426.		
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)	610.		610.	
	c Other professional fees (attach schedule)	9,004.	9,004.	9,004.	
	17 Interest	40.	40.	40.	
	18 Taxes (attach schedule) (see instructions)	132.	99.	132.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,550.	3,518.	3,550.	
	24 Total operating and administrative expenses Add lines 13 through 23	13,336.	12,661.	13,336.	
	25 Contributions, gifts, grants paid	28,042.			28,042.
26 Total exp & disbursements Add lines 24 and 25	41,378.	12,661.	13,336.	28,042.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	287,678.				
b Net investment income (if neg., enter -0-)		1,231.			
c Adjusted net income (if neg., enter -0-)			2,090.		

SCANNED NOV 22 2013

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	16,859.	374,995.	374,995.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 govt obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,237,864.	1,217,686.	1,327,399.
	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)	123,661.	284,427.	284,427.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ PREPAID EXCISE TAX)	381.	1,148.	1,148.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,378,765.	1,878,256.	1,987,969.	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,378,765.	1,878,256.	
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 instructions)	1,378,765.	1,878,256.		
31 Total liabilities and net assets/fund balances (see instructions)	1,378,765.	1,878,256.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,378,765.
2 Enter amount from Part I, line 27a	2	287,678.
3 Other increases not included in line 2 (itemize) ▶ TAX/BOOK DIFFERENCES	3	211,813.
4 Add lines 1, 2, and 3	4	1,878,256.
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	1,878,256.

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)
1 a	CHARLES SCHWAB INVEST SVCS-ATTACHED	P		
b	SUNTRUST INVEST SVCS-ATTACHED	P		
c	MAE SMALL BUS INVESTORS LLC CAP GAINS	P		
d	DUBARRY COINVESTMENT FUND LLC CAP GAINS	P		
e	SEE ATTACHED WORKSHEET			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,922,089.		1,917,364.	4,725.
b 198,345.		205,896.	(7,551.)
c 1,782.			1,782.
d (533.)			(533.)
e 207.			207.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			4,725.
b			(7,551.)
c			1,782.
d			(533.)
e			207.

2 Capital gain net income or (net capital loss)	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	(1,370.)
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	(1,370.)

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 beg in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	118,967.	1,515,131.	0.0785
2010	124,143.	1,531,909.	0.0810
2009	63,900.	1,344,215.	0.0475
2008	87,469.	1,357,354.	0.0644
2007	33,680.	1,406,758.	0.0239

2 Total of line 1, column (d)	2	0.2953
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	0.0591
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,515,430.
5 Multiply line 4 by line 3	5	89,562.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12.
7 Add lines 5 and 6	7	89,574.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	28,042.

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 instr)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	25.
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	25.
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	25.
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,148.
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	1,148.
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	1,123.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,123. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶			X
14	The books are in care of ▶ E D DAVID Telephone no ▶ 757-595-4500 Located at ▶ 739 THIMBLE SHOALS B VA NEWPORT NEWS ZIP+4 ▶ 23606-3562			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <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 ▶ 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 the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **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? Yes No **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp	(e) Expense account, other allowances
SEE ATTACHED		0		

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

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

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

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

3 Five highest-paid independent contractors for professional services (see the 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 info such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3	

Total Add lines 1 through 3

BCA

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	1,523,017.
b	Average of monthly cash balances	1b	15,491.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,538,508.
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	1,538,508.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,078.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,515,430.
6	Minimum investment return. Enter 5% of line 5	6	75,772.

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	75,772.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	25.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	25.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,747.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	75,747.
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	75,747.

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	28,042.
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	28,042.
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	12.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,030.

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				75,747.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior yrs 20__, 20__, 20__				
3 Excess distribs carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010	26,098.			
e From 2011	43,276.			
f Total of lines 3a through e	69,374.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 28,042.				
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				28,042.
e Remaining amt distributed out of corpus				
5 Excess distribs carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in col (a))	47,705.			47,705.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, & 4e Subtract line 5	21,669.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	21,669.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	21,669.			
e Excess from 2012				

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
 E D DAVID AND E B DAVID

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
 N/A

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
 E D DAVID CHAIRPERSON 757-595-4500 739 THIMBLE NEWPORT NEWS VA 23606-3
b The form in which applications should be submitted and information and materials they should include

WRITTEN REQUEST
c Any submission deadlines

NONE
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 CONTRIBUTIONS ARE MADE ONLY TO 501C 3 ORGANIZATIONS

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 CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE 23606 VA NEWPORT NEWS UNIVERSITY OF VIRGINIA MADISON HALL PO BOX 400224 22904 VA CHARLOTTESVILL	NONE		GENERAL FUND	2,500.
AMERICAN RED CROSS 1323 W PEMBROKE AVE	NONE		GENERAL FUND	10,000.
23661 VA HAMPTON NEWPORT NEWS PUBLIC ART FOUNDATION 735 THIMBLE SHOALS	NONE		GENERAL FUND	5,000.
23606 VA NEWPORT NEWS JEWISH CEMETERY OF THE VIRGINIA PENINSULA 739 THIMBLE SHOALS	NONE		GENERAL FUND	500.
23606 VA NEWPORT NEWS HILLEL AT THE UNIVERSITY OF VIRGINIA 1824 UNVERSITY CIRCLE	NONE		GENERAL FUND	5,000.
22903 VA CHARLOTTESVILL FROM PASS THROUGH INVESTMENT ENTITIES	NONE		GENERAL FUND	42.
Total .			▶ 3a	28,042.
b Approved for future payment				
Total			▶ 3b	

Name of organization **BLECHMAN-DAVID FOUNDATION** Employer identification number **54-1839135**

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	J W DAVID 2404 RICHARD BOLLING WILLIAMSBURG VA 23185-	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
2	J M DAVID 11 BLUNT COURT NEWPORT NEWS VA 23606-	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
3	G B DAVID 307 FULTON STREET PHILADELPHIA PA 19147-	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
4	E D DAVID 739 THIMBLE SHOALS BLVD STE 105 NEWPORT NEWS VA 23606-3562	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>

Blechman-David Foundation, Inc.

Attachment to Form 990-PF
Part VIII, Line 1
2012

<u>Name and Address</u>	<u>Title</u>	<u>Time Devoted to Position</u>
1) E. D. David 118 Parkway Drive Newport News, VA 23606	Chairman	As Required
2) E. B. David 118 Parkway Drive Newport News, VA 23606	Director	As Required
3) J. W. David 2404 Richard Bolling Williamsburg, VA 23185	Director	As Required
4) J. M. David 11 Blunt Court Newport News, VA 23606	Director	As Required
5) G. B. David 307 Fulton Street Philadelphia, PA 19147	Director	As Required

US 990

Investments: Corporate Stock as of Year End

2012

Description	Book value	FMV
CHARLES SCHWAB INVESTMENT SERVICES	694,678.	727,848.
SUNTRUST INVESTMENT SERVICES	347,719.	424,262.
T D AMERITRADE	175,289.	175,289.
	1,217,686.	1,327,399.

US 990

Investments - Other
990-PF: Page 2, Line 13

2012

Description	Basis of valuation	Book value	FMV
MAE SMALL BUSINESS LLC	COST	9,457.	9,457.
DUBARRY COINVESTMENT FUND LLC	COST	54,854.	54,854.
DAVCO OF VIRGINIA LLC	COST	144,356.	144,356.
ANCHOR TIP INVESTMENTS LLC	COST	75,760.	75,760.
		284,427.	284,427.

US 990

Other Professional Fees

2012

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
MONTGOMERY CAPITAL MANAGEMENT	3,974.	3,974.	3,974.	
SUNTRUST INVESTMENT SERVICES INC	5,030.	5,030.	5,030.	
	9,004.	9,004.	9,004.	

US 990

Taxes

2012

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
EXCISE TAX	33.		33.	
FOREIGN TAX	74.	74.	74.	
REGISTRATION	25.	25.	25.	
	132.	99.	132.	

US 990

Other Expenses

2012

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
BANK CHARGES	32.		32.	
PASS-THROUGH INVESTMENT EXPENSES	3,518.	3,518.	3,518.	
	3,550.	3,518.	3,550.	

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out (FIFO)

Realized Gain or (Loss)

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DIREXION DYNAMIC HIGH YIELD BOND FUND INV CL PDHYX	6,839.3650	01/24/12	03/06/12	\$97,181.20	\$97,000.00	\$181.20
Security Subtotal				\$97,181.20	\$97,000.00	\$181.20
MERGER FUND: MERFX	5,625.3940	11/30/11	05/18/12	\$87,931.21	\$90,000.00	(\$2,068.79)
Security Subtotal				\$87,931.21	\$90,000.00	(\$2,068.79)
PIMCO FLOATING INCOME FD INSTL CL: PFIIX	10,086.0150	03/21/12	05/14/12	\$86,689.78	\$88,000.00	(\$1,310.22)
Security Subtotal				\$86,689.78	\$88,000.00	(\$1,310.22)
PIMCO GLOBAL BOND UNHEDGED FD INSTL CLASS: PIGLX	8,313.0890	09/28/12	10/23/12	\$88,068.79	\$89,000.00	(\$931.21)
Security Subtotal				\$88,068.79	\$89,000.00	(\$931.21)
PIMCO GNMA INSTL CL: PDMIX	8,024.9740	04/11/12	08/16/12	\$94,885.49	\$94,744.64	\$140.85
Security Subtotal				\$94,885.49	\$94,744.64	\$140.85
PIMCO HIGH YIELD MUNI BD INSTL CL: PHMIX	10,144.1810	08/16/12	12/17/12	\$90,334.70	\$88,000.00	\$2,334.70
Security Subtotal				\$90,334.70	\$88,000.00	\$2,334.70
PIMCO REAL RETURN FUND INSTL CL: PRRIX	6,808.6010	11/02/11	03/15/12	\$81,244.75	\$84,000.00	(\$2,755.25)



G000041270204

charlesSCHWAB
INSTITUTIONAL

Schwab One® Account of
BLECHMAN-DAVID FOUNDATION INC

Report Period
**January 1 - December 31,
2012**

Account Number
9155-4123

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO REAL RETURN FUND INSTL CL PRRIX	7,055.3610	05/15/12	08/15/12	\$86,519.33	\$86,689.78	(\$170.45)
Security Subtotal				\$167,764.08	\$170,689.78	(\$2,925.70)
PROFUNDS RISING U S DOLLAR FUND INV CL: RDPIX	3,664.7430	11/16/11	02/01/12	\$93,877.41	\$93,610.83	\$266.58
Security Subtotal				\$93,877.41	\$93,610.83	\$266.58
PROFUNDS RISING US DOLLAR FUND INV CL: RDPIX	3,220.8950	05/24/12	06/25/12	\$85,271.56	\$85,435.88	(\$164.32)
Security Subtotal				\$85,271.56	\$85,435.88	(\$164.32)
RYDEX BIOTECHNOLOGY FUND INV CL RYOIX	1,119.3290	09/14/12	09/25/12	\$48,049.47	\$48,000.00	\$49.47
Security Subtotal				\$48,049.47	\$48,000.00	\$49.47
RYDEX CONSUMER PRODUCTS FUND INV CL: RYCIX	2,407.1760	03/13/12	04/10/12	\$94,744.64	\$96,000.00	(\$1,255.36)
RYDEX CONSUMER PRODUCTS FUND INV CL: RYCIX	2,167.3860	06/26/12	07/18/12	\$86,927.25	\$85,271.56	\$1,655.69
Security Subtotal				\$181,671.89	\$181,271.56	\$400.33

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

© 2012 Charles Schwab & Co., Inc. All rights reserved. Member SIPC. Schwab Institutional is a division of Charles Schwab & Co., Inc. ("Schwab") and provides brokerage, custody, back office, and other services to independent investment advisors. This



2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RYDEX HEALTH CARE ADV RYHAX	5,837.1220	12/21/11	01/17/12	\$95,095.14	\$90,000.00	\$5,095.14
Security Subtotal				\$95,095.14	\$90,000.00	\$5,095.14
RYDEX HEALTH CARE FUND INV CL RYHIX	4,589.3980	07/19/12	07/24/12	\$83,522.99	\$86,927.25	(\$3,404.26)
RYDEX HEALTH CARE FUND INV CL RYHIX	3,772.9780	10/17/12	10/25/12	\$74,013.61	\$76,000.00	(\$1,986.39)
Security Subtotal				\$157,536.60	\$162,927.25	(\$5,390.65)
RYDEX HIGH YIELD STRATEGY CL H. RYHGX	4,001.3220	06/19/12	09/25/12	\$96,702.02	\$91,000.00	\$5,702.02
Security Subtotal				\$96,702.02	\$91,000.00	\$5,702.02
RYDEX INVERSE NASDAQ-100 STRATEGY INV CL RYAIX	5,313.8350	12/13/12	12/18/12	\$48,944.57	\$50,000.00	(\$1,055.43)
Security Subtotal				\$48,944.57	\$50,000.00	(\$1,055.43)
RYDEX PRECIOUS METALS FUND RYPMX	725.4670	08/16/12	09/24/12	\$51,320.37	\$44,000.00	\$7,320.37
RYDEX PRECIOUS METALS FUND RYPMX	608.8090	10/04/12	10/12/12	\$42,014.47	\$44,000.00	(\$1,985.53)
Security Subtotal				\$93,334.84	\$88,000.00	\$5,334.84
RYDEX S & P 500 FD CL H: RYSPX	3,077.9000	08/01/12	10/12/12	\$88,347.34	\$85,000.00	\$3,347.34
Security Subtotal				\$88,347.34	\$85,000.00	\$3,347.34



G000041270304

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
BLECHMAN-DAVID FOUNDATION INC

Report Period
**January 1 - December 31,
2012**

Account Number
9155-4123

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RYDEX STRENGTHENING DOLLAR 2X STRAT H. RYSBX	5,953.0520	05/22/12	05/23/12	\$85,435.88	\$85,000.00	\$435.88
Security Subtotal				\$85,435.88	\$85,000.00	\$435.88
SPDR GOLD TRUST GLD	545.0000	02/02/12	02/16/12	\$90,577.79	\$92,956.85	(\$2,379.06)
SPDR GOLD TRUST GLD	270.0000	02/22/12	02/29/12	\$44,379.25	\$46,726.89	(\$2,347.64)
Security Subtotal				\$134,957.04	\$139,683.74	(\$4,726.70)
Total Short-Term				\$1,922,079.01	\$1,917,363.68	\$4,715.33
Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MOTORS LIQ CO GUC TRUST· MTLQU	0.4150	04/21/11	06/14/12	\$5.20	N/A	N/A

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1B1802-004127 177037

© 2012 Charles Schwab & Co., Inc. All rights reserved. Member SIPC. Schwab Institutional is a division of Charles Schwab & Co., Inc. ("Schwab") and provides brokerage, custody, back office, and other services to independent investment advisors. This



2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MOTORS LIQ CO GUC TRUST. MTLQU	0.3610	04/21/11	06/14/12	\$4.51	N/A	N/A
Security Subtotal				\$9.71	N/A	N/A
Total Long-Term				\$9.71	N/A^h	N/A^h
Total Realized Gain or (Loss)				\$1,922,088.72	\$1,917,363.68^h	\$4,715.33^h

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

Endnotes For Your Account

Symbol Endnote Legend

^h Value includes incomplete cost basis.

2012 TAX REPORTING STATEMENT

BLECHMAN-DAVID FOUNDATION INC
 Account No DFL-006653 Customer Service 800-645-8054
 Recipient ID No 54-1839135 Payer's Fed ID Number 04-3523567

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
ALIGN TECHNOLOGY INC, ALGN, 016255101									
Sale	08/01/12	01/13/12	100 000	3,354.92	2,420.00	934.92			
Sale	08/01/12	01/13/12	33 000	1,107.13	798.93	308.20			
Sale	10/18/12	01/13/12	34 000	897.23	823.14	74.09			
Sale	10/18/12	01/13/12	118 000	3,096.25	2,856.78	239.47			
Sale	10/18/12	03/07/12	282 000	7,399.51	7,223.02	176.49			
Subtotals				15,855.04	14,121.87				
AMERICAN TOWER CORPORATION COM USD0.01, AMT, 03027X100									
Sale	08/01/12	05/22/12	8 000	576.14	522.37	53.77			
BEAM INC COM USD3 125 WI, BEAM, 073730103									
Sale	08/01/12	05/22/12	10 000	620.18	570.23	49.95			
BED BATH & BEYOND INC, BBBY, 075896100									
Sale	06/21/12	02/14/12	47 000	2,876.33	2,791.25	85.08			
Sale	06/21/12	02/14/12	196 000	11,992.97	11,640.11	352.86			
Subtotals				14,869.30	14,431.36				
CF INDS HLDGS INC COM, CF, 125269100									
Sale	05/14/12	01/13/12	41 000	6,805.84	6,820.35	-14.51			
Sale	05/14/12	02/14/12	40 000	6,639.85	7,223.56	-583.71			
Subtotals				13,445.69	14,043.91				
COACH INC, COH, 189754104									
Sale	04/24/12	01/13/12	112 000	8,131.01	6,876.42	1,254.59			

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



2012 TAX REPORTING STATEMENT

BLECHMAN-DAVID FOUNDATION INC
 Account No. DFL-006653 Customer Service 800-645-8054
 Recipient ID No 54-1839135 Payer's Fed ID Number 04-3523567

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
CUMMINS INC FORMERLYCUMMINS ENGINE INC T, CMI, 231021106								
Sale	05/16/12	03/07/12	124,000	12,474.12	14,537.21	-2,063.09		
DENTSPLY INTL INC (NEW), XRAY, 249030107								
Sale	05/18/12	01/13/12	192,000	7,182.55	6,896.72	285.83		
DWS GNMA FUND CLASS A, GGGGX, 23337P308								
Sale	03/29/12	02/23/12	625,258	9,704.00	9,735.11	-31.11	0.28	
HERBALIFE LTD COM USD0 002, HLF, G4412G101								
Sale	05/01/12	01/13/12	247,000	15,612.52	13,804.81	1,807.71		
HOME DEPOT INC, HD, 437076102								
Sale	08/01/12	05/17/12	9,000	467.71	436.50	31.21		
ISHARES INC MSCI MEXICO INVESTABLE MARKE, EWW, 464286822								
Sale	10/03/12	01/20/12	144,000	9,469.68	8,265.08	1,204.60		
ISHARES INC MSCI THAILAND INDEX FD, THD, 464286624								
Sale	08/01/12	01/20/12	4,000	277.55	249.16	28.39		
Sale	10/03/12	01/20/12	29,000	2,219.15	1,806.41	412.74		
Sale	10/03/12	01/20/12	100,000	7,652.22	6,227.20	1,425.02		
Subtotals				10,148.92	8,282.77			
ISHARES TR MSCI INDONESIA INVESTABLEMKT, EIDO, 46429B309								
Sale	03/01/12	01/20/12	264,000	7,879.54	8,236.80	-357.26		

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

2012 TAX REPORTING STATEMENT

BLECHMAN-DAVID FOUNDATION INC
 Account No. DFL-006653 Customer Service: 800-645-8054
 Recipient ID No 54-1839135 Payer's Fed ID Number 04-3523567

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO: 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
MONSTER BEVERAGE CORP USD0 005 ISIN #US6, MNST, 611740101									
Sale	10/22/12	08/09/12	92,000	4,415.90	5,681.74	-1,265.84			
NIKE INC CLASS B, NIKE, 654106103									
Sale	06/29/12	03/29/12	141,000	12,276.59	15,129.30	-2,852.71			
STARBUCKS CORP, SBUX, 855244109									
Sale	07/23/12	05/22/12	135,000	6,710.70	7,203.32	-492.62			
STARWOOD HOTELS & RESORTS WORLDWIDE INC, HOT, 85590A401									
Sale	05/17/12	01/13/12	135,000	6,982.04	6,916.04	66.00			
Sale	05/17/12	02/14/12	130,000	6,723.45	7,208.99	-485.54			
Subtotals				13,705.49	14,125.03				
TEMPUR PEDIC INTL INC, TPX, 88023U101									
Sale	06/06/12	05/22/12	294,000	7,820.22	14,442.80	-6,622.58			
TRACTOR SUPPLY CO, TSCO, 892356106									
Sale	07/18/12	05/30/12	81,000	6,114.55	7,282.14	-1,167.59			
Sale	07/18/12	06/13/12	84,000	6,342.69	7,200.80	-858.11			
Subtotals				12,457.24	14,482.94				
TRANSAMERICA TACTICAL INCOME CL I, IGTIX, 89355J409									
Sale	08/01/12	05/23/12	1,419,550	14,522.00	14,069.71	452.29			

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



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 BLECHMAN-DAVID FOUNDATION	Employer identification number 54-1839135
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 739 THIMBLE SHOALS BLVD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEWPORT NEWS VA 23606-3562	

Enter the Return code for the return that this application is for (file a separate application for each return) ... 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-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

- The books are in the care of ▶ E D DAVID
Telephone No ▶ 757-595-4500 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 AUG 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2012 or

▶ tax year beginning _____, 20____, and ending _____, 20____

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$
b If this application is for Form 990-PF or 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 1,148.
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	\$

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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed) Enter filer's identifying number, see instructions

Type or print	Name of exempt organization BLECHMAN-DAVID FOUNDATION	Employer identification number 54-1839135
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 739 THIMBLE SHOALS BLVD	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEWPORT NEWS VA 23606-3562	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

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

- The books are in the care of **E D DAVID**
Telephone No **757-595-4500** 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
- 4 I request an additional 3-month extension of time until **NOV 15**, 20 **13**
- 5 For calendar year **2012**, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- 7 State in detail why you need the extension **THE FOUNDATION STILL HAS NOT RECEIVED ALL THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	25.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	1,148.
8c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	

Signature and Verification must be completed for Part II only.

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

Signature Title Date