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Form 990-PF

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

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

OMB No. 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation CHESED, INC. C/O MARCUS FAMILY OFFICE, LLC		A Employer identification number 58-0231691
Number and street (or P.O. box number if mail is not delivered to street address) 1266 W. PACES FERRY RD.,	Room/suite 615	B Telephone number 404-240-7700
City or town, state, and ZIP code ATLANTA, GA 30327		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,787,064.	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		348.	348.		STATEMENT 1
4 Dividends and interest from securities		264,735.	264,735.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,630,020.			
b Gross sales price for all assets on line 6a		2,544,681.			
7 Capital gain net income (from Part IV, line 2)			1,630,020.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		21,652.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		1,916,755.	1,895,103.		
13 Compensation of officers, directors, trustees, etc.		18,000.	0.		18,000.
14 Other employee salaries and wages					
15 Pension plans and employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees		34,660.	34,660.		0.
17 Interest		1,341.	1,341.		0.
18 Taxes		6,917.	0.		6,917.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		68.	0.		68.
24 Total operating and administrative expenses. Add lines 13 through 23		60,986.	36,001.		24,985.
25 Contributions, gifts, grants paid		402,206.			402,206.
26 Total expenses and disbursements. Add lines 24 and 25		463,192.	36,001.		427,191.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,453,563.			
b Net investment income (if negative, enter -0-)			1,859,102.		
c Adjusted net income (if negative, enter -0-)				N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2012)

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2012.04040 CHESED, INC. C/O MARCUS FAM L44505_1

ENTIRE POSTMARK DATE NOV 12 2013

SCANNED DEC 05 2013

760

Revenue

Operating and Administrative Expenses

EXPENSES

EXPENSES

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year		
					(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing						
	2	Savings and temporary cash investments			1,313,069.	1,887,656.	1,887,656.	
	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						
	7	Other notes and loans receivable ▶						
		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						
	b	Investments - corporate stock	STMT 8		3,729,931.	1,717,523.	1,717,523.	
	c	Investments - corporate bonds						
Liabilities	11	Investments - land, buildings, and equipment basis ▶						
		Less: accumulated depreciation ▶						
	12	Investments - mortgage loans						
	13	Investments - other	STMT 9		1,193,296.	3,181,885.	3,181,885.	
	14	Land, buildings, and equipment: basis ▶						
		Less: accumulated depreciation ▶						
	15	Other assets (describe ▶)						
	16	Total assets (to be completed by all filers)			6,236,296.	6,787,064.	6,787,064.	
	Net Assets or Fund Balances	17	Accounts payable and accrued expenses			322.	322.	
		18	Grants payable					
19		Deferred revenue						
20		Loans from officers, directors, trustees, and other disqualified persons						
21		Mortgages and other notes payable						
22		Other liabilities (describe ▶)						
23		Total liabilities (add lines 17 through 22)			322.	322.		
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, check here ▶ <input checked="" type="checkbox"/>							
	and complete lines 27 through 31.							
	27	Capital stock, trust principal, or current funds			0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds			6,235,974.	6,786,742.		
30	Total net assets or fund balances			6,235,974.	6,786,742.			
31	Total liabilities and net assets/fund balances			6,236,296.	6,787,064.			

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	6,235,974.
2	Enter amount from Part I, line 27a	2	1,453,563.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,689,537.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	902,795.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,786,742.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		VARIOUS	12/31/12
b PUBLICLY TRADED SECURITIES		VARIOUS	12/31/12
c THE ENDOWMENT FUND		VARIOUS	12/31/12
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 945,834.		884,623.	61,211.
b 1,598,847.		13,649.	1,585,198.
c		16,389.	<16,389.>
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			61,211.
b			1,585,198.
c			<16,389.>
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,630,020.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	493,294.	6,165,039.	.080015
2010	597,858.	6,310,341.	.094743
2009	515,934.	6,436,830.	.080153
2008	808,759.	8,080,262.	.100091
2007	456,954.	9,485,325.	.048175

2 Total of line 1, column (d)	2	.403177
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	.080635
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,424,396.
5 Multiply line 4 by line 3	5	518,031.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,591.
7 Add lines 5 and 6	7	536,622.
8 Enter qualifying distributions from Part XII, line 4	8	427,191.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	37,182.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	37,182.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	37,182.
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 5,181.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 16,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	21,181.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	2.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 10		9	16,727.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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) GA		
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

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► DOUGLAS P. DINAPOLI Located at ► 1266 W PACES FERRY RD 615, ATLANTA, GA Telephone no. ► 404-240-7700 ZIP+4 ► 30327			
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 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

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

Form 990-PF (2012)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		18,000.	0.	0.

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

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

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

0

Form 990-PF (2012)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,084,490.
b	Average of monthly cash balances	1b	437,739.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,522,229.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,522,229.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	97,833.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,424,396.
6	Minimum investment return. Enter 5% of line 5	6	321,220.

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	321,220.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	37,182.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	37,182.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	284,038.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	284,038.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	284,038.

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	427,191.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	427,191.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	427,191.

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.

Form 990-PF (2012)

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				284,038.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	7,913.			
b From 2008	407,250.			
c From 2009	195,782.			
d From 2010	287,395.			
e From 2011	190,880.			
f Total of lines 3a through e	1,089,220.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$	427,191.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				284,038.
e Remaining amount distributed out of corpus	143,153.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,232,373.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	7,913.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,224,460.			
10 Analysis of line 9:				
a Excess from 2008	407,250.			
b Excess from 2009	195,782.			
c Excess from 2010	287,395.			
d Excess from 2011	190,880.			
e Excess from 2012	143,153.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

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:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(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(i)(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).)

FREDERICK R MARCUS

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Form 990 (2012)	9/9
Part XV	Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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 <i>Paid during the year</i>				
SEE ATTACHMENT A				402,206.
Total			► 3a	402,206.
b <i>Approved for future payment</i>				
NONE				
Total			► 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a N/A					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	348.	
4 Dividends and interest from securities			14	264,735.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	21,652.	
8 Gain or (loss) from sales of assets other than inventory			18	1,630,020.	
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)		0.		1,916,755.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 1,916,755.	

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

OFFICER

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

GREGORY W. HAYES

Preparer's signature _____

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

P00054246

Firm's name	▶ MOORE STEPHENS TILLER LLC
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Firm's EIN ▶ 58-0673524

Firm's address ► 1960 SATELLITE BOULEVARD, STE 3600
DULUTH, GA 30097

Phone no. 770-995-8800

Form **990-PF** (2012)

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	FMV	3,181,885.	3,181,885.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,181,885.	3,181,885.

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

SOURCE	AMOUNT
ACCT - 3152	5.
ACCT - 3153	343.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	348.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCT - 3152	180,989.	0.	180,989.
ACCT - 3153	55,165.	0.	55,165.
ACCT - 7257	28,581.	0.	28,581.
TOTAL TO FM 990-PF, PART I, LN 4	264,735.	0.	264,735.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
2010 TAX REFUND	21,652.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	21,652.	0.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	34,660.	34,660.		0.
TO FORM 990-PF, PG 1, LN 16C	34,660.	34,660.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	1,377.	0.		1,377.
EXCISE TAXES	5,540.	0.		5,540.
TO FORM 990-PF, PG 1, LN 18	6,917.	0.		6,917.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	60.	0.		60.
OFFICE EXPENSE	8.	0.		8.
TO FORM 990-PF, PG 1, LN 23	68.	0.		68.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
UNREALIZED DEPRECIATION OF MARKETABLE SECURITIES	52,958.
GAIN ON SALE OF HD STOCK	849,837.
TOTAL TO FORM 990-PF, PART III, LINE 5	902,795.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,717,523.	1,717,523.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,717,523.	1,717,523.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FREDERICK R MARCUS 1266 W PACES FERRY ROAD # 615 ATLANTA, GA 30327	PRESIDENT 5.00	9,000.	0.	0.
NANCY DUBOIS MARCUS 1266 W PACES FERRY ROAD # 615 ATLANTA, GA 30327	DIRECTOR 5.00	9,000.	0.	0.
DOUGLAS DINAPOLI 1266 W PACES FERRY ROAD # 615 ATLANTA, GA 30327	TREASURER 1.00	0.	0.	0.
FREDERICK SLAGLE 1266 W PACES FERRY ROAD # 615 ATLANTA, GA 30327	DIRECTOR 1.00	0.	0.	0.
SARA OGNIBENE LOFT 1266 W PACES FERRY ROAD # 615 ATLANTA, GA 30327	DIRECTOR & SECRETARY 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		18,000.	0.	0.

Grants and Contributions Paid						
Name of Charitable Organization	Address	City	State	Zip Code	Status of Recipient of Grant	Purpose of Grant
Am Friends of the Israel Democracy Institute	1266 West Paces Ferry Road, #615	Atlanta	GA	30327	Public Charity	General Operations
Autism Speaks	99 Wall Street - Research Park	Princeton	NJ	09854	Public Charity	General Operations
Beth Medrash Govoha	617 Sixth Street	Lakewood	NJ	08701	Public Charity	General Operations
Chabad at Emory	928 Ponce de Leon Ave., Atlanta GA 30306	Atlanta	GA	30306	Public Charity	Emory Outreach
Chabad Intown	928 Ponce de Leon Ave., Atlanta GA 30306	Atlanta	GA	30306	Public Charity	General Operations
Chabad Intown Building Fund	928 Ponce de Leon Ave., Atlanta GA 30306	Atlanta	GA	30306	Public Charity	Building Fund
Chabad Intown Matching Grant	928 Ponce de Leon Ave., Atlanta GA 30306	Atlanta	GA	30306	Public Charity	Building Fund
Emory University	1762 Clifton Road, Suite 1400	Atlanta	GA	30322	Public Charity	Philosophy Dept
Emory Tech Foundation	1762 Clifton Road, Suite 1400	Atlanta	GA	30322	Public Charity	Graduate Institute for Liberal Arts
Georgia W Bush Presidential Center	760 Spring St NW, Suite 400	Atlanta	GA	30308	Public Charity	Atlanta Autism Consortium
Grady Health Foundation	PO Box 600610	Dallas	TX	75360	Public Charity	General Operations
Ian's Friends	80 Jesse Hill Jr Drive, SE	Atlanta	GA	30303	Public Charity	Burn Unit
Indiana University Foundation	855 Marsailles Drive	Atlanta	GA	30327	Public Charity	General Operations
Inheritance of Hope, Inc	P O Box 500	Bloomington	IN	47402	Public Charity	Santayana Project
Jewish Federation of Greater Atlanta	PO Box 90	Pisgah Forest	NC	28768	Public Charity	General Operations
Marcus Autism Center	1441 Spring Street, NW	Atlanta	GA	30309	Public Charity	General Operations
Morgan Pressel Foundation	1920 Brnachliff Road	Atlanta	GA	30329	Public Charity	General Operations
My Own Backyard	PO Box 480157	Delray Beach	FL	33448	Public Charity	General Operations
Phi Beta Kappa Society	1357 Holly Lane NE	Atlanta	GA	30329	Public Charity	General Operations
Piedmont School of Atlanta	1606 New Hampshire Ave, NW	Washington	DC	20009	Public Charity	General Operations
The Temple	3117 Towerview Drive NE	Atlanta	GA	30324	Public Charity	General Operations
Torah Academy of Milwaukee	1589 Peachtree Street, NE	Atlanta	GA	30309	Public Charity	Building Fund
Torah Day School of Atlanta	6789 North Green Bay Avenue	Glendale	WI	53209	Public Charity	General Operations
Visiting Nurse Health Systems	1985 LaVista Road	Atlanta	GA	30329	Public Charity	Building Fund
TOTAL	5775 Glenridge Drive NE	Atlanta	GA	30328	Public Charity	General Operations
						402,206

990-PF PART II, LINES 10 & 13 DETAIL

*Chesed, Inc.**Investment Summary*
December 31, 2012

Security	Quantity	Price	Total Cost	Unrealized Gain/Loss	Market Value
Mutual Funds - usd					
DELAWARE GROUP INCOME FDS INC DEL CORP BD I	88,310.5460000	6 220	524,992.16	24,299.44	549,291.60
FRANKLIN INVS SECS TR FLT RATE DAILY	28,816.4360000	9 130	254,744.22	8,349.84	263,094.06
LOOMIS SAYLES FDS II STRAT INC FD Y	46,876.1330000	15 460	685,900.25	38,804.77	724,705.02
LORD ABBET INVT TR FLTG RATE FD F	28,359.6200000	9 400	255,059.69	11,520.74	266,580.43
PIMCO FDS TOTAL RTN FD P	72,500.8060000	11 240	777,756.75	37,152.31	814,909.06
Powershares Global Etf Trust Agg Pfd Port	12,740.0000000	14 680	179,336.33	7,686.87	187,023.20
TEMPLETON INCOME TR GLB BD ADVSOR	28,206.9870000	13.340	352,364.92	23,916.29	376,281.21
			3,030,154.32	151,730.25	3,181,884.57
Common Stock - usd					
Abbott Labs Com	320	65 500	17,828.71	3,131.29	20,960.00
Cardinal Health Inc Com	480	41.180	20,030.08	-263.68	19,766.40
Centerpoint Energy Inc Com	1,410	19.250	27,492.90	-350.40	27,142.50
Chevron Corp New Com	340	108 140	35,187.17	1,580.43	36,767.60
CMS ENERGY CORP COM	390	24 380	9,344.91	163.29	9,508.20
Conagra Foods Inc Com	750	29.500	19,598.62	2,526.38	22,125.00
Dominion Res Inc Va New Com	540	51.800	27,393.45	578.55	27,972.00
Edison Intl Com	990	45 190	40,296.30	4,441.80	44,738.10
Exxon Mobil Corp Com	530	86.550	43,926.81	1,944.69	45,871.50
General Mls Inc Com	940	40 420	36,650.32	1,344.48	37,994.80
Ishares Tr Barcls Usagg B	1,670	111 080	183,352.76	2,150.84	185,503.60
ISHARES TR BARCLYS MBS BD	3,677	107.990	395,113.85	2,010.73	397,124.58
Ishares Tr Iboxx Inv Cpb	1,580	120.990	175,206.60	15,957.60	191,164.20
Ishares Tr Us Pfd Stk Idx	4,710	39 620	177,628.48	8,981.72	186,610.20
Johnson & Johnson Com	560	70.100	36,241.67	3,014.33	39,256.00
Kellogg Co Com	690	55 850	36,790.66	1,745.84	38,536.50
Kimberly Clark Corp Com	280	84 430	20,047.51	3,592.89	23,640.40
KRAFT FOODS GROUP INC COM	320	45 470	12,391.07	2,159.33	14,550.40
Mcdonalds Corp Com	360	88.210	34,110.36	-2,354.76	31,755.60
Microsoft Corp Com	1,140	26.710	34,569.07	-4,120.01	30,449.06
MONDELEZ INTL INC CL A	960	25 453	22,921.20	1,513.87	24,435.07
Nextera Energy Inc Com	760	69 190	45,057.56	7,526.84	52,584.40
NORTHEAST UTILS COM	240	39 080	9,211.34	167.86	9,379.20
NRG ENERGY INC COM NEW	450	22 990	9,309.24	1,036.26	10,345.50
NV ENERGY INC COM	510	18 140	9,336.47	-85.07	9,251.40
Pg&e Corp Com	640	40.180	27,314.20	-1,599.00	25,715.20
Ppl Corp Com	800	28 630	22,649.14	254.86	22,904.00
Procter & Gamble Co Com	680	67.890	44,370.87	1,794.33	46,165.20
Public Svc Enterprise Group Com	900	30 600	28,006.08	-466.08	27,540.00
United Technologies Corp Com	330	82 010	26,590.17	473.13	27,063.30
Wal Mart Stores Inc Com	450	68 230	26,506.71	4,196.79	30,703.50
			1,654,474.28	63,049.13	1,717,523.41
Cash And Equivalents - usd					
CASH ACCOUNT					
		1,891,306.11 +			
	Outstanding Checks	3,650.00 -			
		-----	1,891,306.11		1,891,306.11
	Cash Account Balance	1,887,656.11 *			
TOTAL PORTFOLIO			6,575,934.71	214,779.37	6,790,714.08

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

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 or other filer, see instructions CHESED, INC.	Employer identification number (EIN) or
File by the due date for filing your return. See instructions	C/O MARCUS FAMILY OFFICE, LLC	58-0231691
	Number, street, and room or suite no. If a P O box, see instructions. C/O GREG HAYES, MOORE STEPHENS TILLER LLC - 1960 S	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. DULUTH, GA 30097	

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.

DOUGLAS P. DINAPOLI

- The books are in the care of **1266 W PACES FERRY RD 615 - ATLANTA, GA 30327**

Telephone No. **404-240-7700**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 **NOVEMBER 15, 2013.**5 For calendar year **2012**, or other tax year beginning , and ending .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 TAXPAYER IS STILL WAITING FOR INFORMATION THAT IS NECESSARY IN ORDER TO FILE A COMPLETE AND ACCURATE 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	\$	21,181.
b If this application is for Form 990-PF, 990 T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	21,181.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature  Title **CPA**Date **8/12/13**

Form 8868 (Rev. 1-2013)