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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return 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 The Steven M & Betsy S Kramer Family Foundation, Inc		A Employer identification number 58-2578302
Number and street (or P O box number if mail is not delivered to street address) 9815 Buice Road	Room/suite	B Telephone number (see instructions) (678) 366-2244
City or town, state, and ZIP code Johns Creek GA 30022-6324		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 checked="" 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) \$ 40,066	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"/>

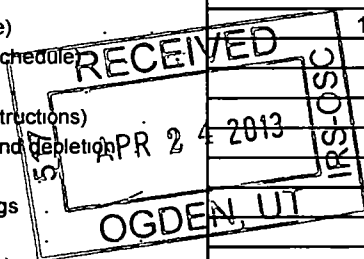
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	22	22		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	7,662			
b	Gross sales price for all assets on line 6a	72,592			
7	Capital gain net income (from Part IV, line 2)		7,662		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	7,684	7,684	0	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,207	905		302
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	-21	-21		
24	Total operating and administrative expenses. Add lines 13 through 23	1,186	884	0	302
25	Contributions, gifts, grants paid	3,000			3,000
26	Total expenses and disbursements. Add lines 24 and 25	4,186	884	0	3,302
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	3,498			
b	Net investment income (if negative, enter -0-)		6,800		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			12,447	40,066	40,066
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments—U S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			29,127		
	c Investments—corporate bonds (attach schedule)					
Liabilities	11 Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			41,574	40,066	40,066
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶ <u>AMEX Payable</u>)			50		
	23 Total liabilities (add lines 17 through 22)			50	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds			41,524	40,066	
	30 Total net assets or fund balances (see instructions)			41,524	40,066	
	31 Total liabilities and net assets/fund balances (see instructions)			41,574	40,066	

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	41,524
2 Enter amount from Part I, line 27a	2	3,498
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	45,022
5 Decreases not included in line 2 (itemize) ▶ <u>Unrealized Gain in ETF S&P at Beginning of 2012</u>	5	4,956
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	40,066

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 See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0
b			0
c			0
d			0
e			0

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	7,662
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	7,662

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	29,284	55,672	0.526009
2010	29,213	66,741	0.437707
2009	29,758	75,344	0.394962
2008	40,147	93,037	0.431516
2007	34,209	85,685	0.399241

2 Total of line 1, column (d)	2	2.189435
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	0.437887
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	40,123
5 Multiply line 4 by line 3	5	17,569
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	68
7 Add lines 5 and 6	7	17,637
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	3,302

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
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	136
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	136
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	136
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	0	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	136	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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?	13	X	
Website address ▶ <u>http://www.Kramer-family.org</u>				
14	The books are in care of ▶ <u>Steven & Betsy Kramer</u>	Telephone no ▶ <u>(678) 366-2244</u>		
Located at ▶ <u>9815 Buice Road Johns Creek GA</u>		ZIP+4 ▶ <u>30022-6324</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ▶ <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 instructions)	2b	N/A
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	N/A
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 instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Steven M Kramer 9815 Buice Road Johns Creek, GA 30022-6324	Chairman & Treasu .00	0		
Betsy S Kramer 9815 Buice Road Johns Creek, GA 30022-6324	Vice Chair & Secret .00	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

0

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	2,540
b	Average of monthly cash balances	1b	38,194
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	40,734
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	40,734
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	611
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,123
6	Minimum investment return. Enter 5% of line 5	6	2,006

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,006
2a	Tax on investment income for 2012 from Part VI, line 5	2a	136
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	136
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,870
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,870
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	1,870

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	3,302
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	3,302
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,302

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				1,870
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>3,302</u>				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				1,870
e Remaining amount distributed out of corpus	1,432			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,432			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,432			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	1,432			

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

7

☐ 4942(1)(3) or ☐ 4942(1)(5)

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 <i>Paid during the year</i>				
Congregation Gesher L'Torah at the NFJC 4320 Kimball Bridge Road Alpharetta, GA 30022	NONE		Religious Support	1,000
Jewish Family & Career Services 4549 Chamblee Dunwoody Road Atlanta, GA 30338	NONE		Educational Support	1,000
Danbury High School 43 Clapboard Bridge Road Danbury, CT 06811	NONE		Educational Support	500
Bentley University 175 Forest Street Waltham, MA 02452	NONE		Educational Support	500
Total			▶ 3a	3,000
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

[illegible]

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Short Term CG Distributions															Amount
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals															
															Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss													
1	ETF Schwab US Large Cap	808524201	KF Foundation	X	2/10/2012	P	2/23/2012	41,227	40,582						645	Capital Gains/Losses	72,592	64,930	7,662											
2	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/2/2011	P	2/6/2012	124	127						-3	Other sales	0	0	0											
3	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2011	P	2/6/2012	150	144						6															
4	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2011	P	2/6/2012	159	144						15															
5	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2012	P	2/6/2012	122	120						2															
6	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2012	P	2/6/2012	59	58						1															
7	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	9/18/2001	P	2/6/2012	12,486	9,700						2,786															
8	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	9/20/2001	P	2/6/2012	941	695						246															
9	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	9/20/2001	P	2/6/2012	12,496	9,235						3,261															
10	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2002	P	2/6/2012	83	66						17															
11	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2002	P	2/6/2012	105	71						34															
12	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2002	P	2/6/2012	116	76						40															
13	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/3/2003	P	2/6/2012	137	88						49															
14	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2003	P	2/6/2012	106	72						34															
15	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2003	P	2/6/2012	100	74						26															
16	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/3/2003	P	2/6/2012	103	82						21															
17	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/2/2004	P	2/6/2012	125	106						19															
18	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/3/2004	P	2/6/2012	98	82						16															
19	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/2/2004	P	2/6/2012	104	86						18															
20	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2004	P	2/6/2012	116	98						18															
21	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2005	P	2/6/2012	135	119						16															
22	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/2/2005	P	2/6/2012	113	98						15															
23	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2005	P	2/6/2012	108	99						9															
24	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2005	P	2/6/2012	119	107						12															
25	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2006	P	2/6/2012	145	138						7															
26	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2006	P	2/6/2012	110	107						3															
27	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2006	P	2/6/2012	122	115						7															
28	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2006	P	2/6/2012	117	121						-4															
29	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2007	P	2/6/2012	154	166						-12															
30	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2007	P	2/6/2012	105	116						-11															
31	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2007	P	2/6/2012	128	138						-10															
32	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2007	P	2/6/2012	134	152						-18															
33	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2008	P	2/6/2012	160	165						-5															
34	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2008	P	2/6/2012	133	137						-4															
35	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/1/2008	P	2/6/2012	153	144						9															
36	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/3/2008	P	2/6/2012	207	149						58															
37	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/3/2009	P	2/6/2012	257	157						100															
38	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/1/2009	P	2/6/2012	190	123						67															
39	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/3/2009	P	2/6/2012	154	115						39															
40	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/2/2009	P	2/6/2012	145	113						32															
41	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2010	P	2/6/2012	163	132						31															
42	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	5/3/2010	P	2/6/2012	121	108						13															
43	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	8/2/2010	P	2/6/2012	144	120						24															
44	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	11/1/2010	P	2/6/2012	154	136						18															
45	ETF S&P Deposit Receipts	78462F103	KF Foundation	X	2/1/2011	P	2/6/2012	154	149						5															

Part I, Line 16b (990-PF) - Accounting Fees

		1,207	905	0	302
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Williams, Benator & Libby	1,207	905		302

Part I, Line 23 (990-PF) - Other Expenses

		-21	-21	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Postage	19	19		
2	Georgia License Fee Refund	-40	-40		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		29,127		0		29,127		0	
Description		Book Value		Book Value		FMV		FMV	
		Beg of Year		End of Year		Beg of Year		End of Year	
1	ETF S&P Deposit Receipts	232		29,127		0		29,127	
								0	

Part II, Line 22 (990-PF) - Other Liabilities

		50	0
Description		Beginning Balance	Ending Balance
1	AMEX Payable	50	0

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															Amount	
Short Term CG Distributions															0	
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/68	Adjusted Basis as of 12/31/68	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
1	ETF Schwab US Large Cap	808524201	P	2/10/2012	2/23/2012	41,227			40,592	645		0	0	0	845	
2	ETF S&P Deposit Receipts	78462F103	P	5/2/2011	2/6/2012	124			127	-3		0	0	0	-3	
3	ETF S&P Deposit Receipts	78462F103	P	8/1/2011	2/6/2012	156			144	12		0	0	0	12	
4	ETF S&P Deposit Receipts	78462F103	P	11/1/2011	2/6/2012	158			144	14		0	0	0	14	
5	ETF S&P Deposit Receipts	78462F103	P	2/1/2012	2/6/2012	122			120	2		0	0	0	2	
6	ETF S&P Deposit Receipts	78462F103	P	2/1/2012	2/6/2012	59			58	1		0	0	0	1	
7	ETF S&P Deposit Receipts	78462F103	P	8/18/2001	2/6/2012	12,486			9,700	2,786		0	0	0	2,786	
8	ETF S&P Deposit Receipts	78462F103	P	9/20/2001	2/6/2012	941			695	246		0	0	0	246	
9	ETF S&P Deposit Receipts	78462F103	P	9/20/2001	2/6/2012	12,496			9,235	3,261		0	0	0	3,261	
10	ETF S&P Deposit Receipts	78462F103	P	5/1/2002	2/6/2012	83			66	17		0	0	0	17	
11	ETF S&P Deposit Receipts	78462F103	P	8/1/2002	2/6/2012	105			71	34		0	0	0	34	
12	ETF S&P Deposit Receipts	78462F103	P	11/1/2002	2/6/2012	118			78	40		0	0	0	40	
13	ETF S&P Deposit Receipts	78462F103	P	2/3/2003	2/6/2012	137			86	51		0	0	0	51	
14	ETF S&P Deposit Receipts	78462F103	P	5/1/2003	2/6/2012	108			88	20		0	0	0	20	
15	ETF S&P Deposit Receipts	78462F103	P	8/1/2003	2/6/2012	100			72	28		0	0	0	28	
16	ETF S&P Deposit Receipts	78462F103	P	11/2/2003	2/6/2012	103			74	29		0	0	0	29	
17	ETF S&P Deposit Receipts	78462F103	P	2/2/2004	2/6/2012	125			106	19		0	0	0	19	
18	ETF S&P Deposit Receipts	78462F103	P	3/3/2004	2/6/2012	98			82	16		0	0	0	16	
19	ETF S&P Deposit Receipts	78462F103	P	8/2/2004	2/6/2012	104			86	18		0	0	0	18	
20	ETF S&P Deposit Receipts	78462F103	P	11/1/2004	2/6/2012	116			89	27		0	0	0	27	
21	ETF S&P Deposit Receipts	78462F103	P	2/1/2005	2/6/2012	135			118	17		0	0	0	17	
22	ETF S&P Deposit Receipts	78462F103	P	5/2/2005	2/6/2012	113			98	15		0	0	0	15	
23	ETF S&P Deposit Receipts	78462F103	P	8/1/2005	2/6/2012	108			99	9		0	0	0	9	
24	ETF S&P Deposit Receipts	78462F103	P	11/1/2005	2/6/2012	119			107	12		0	0	0	12	
25	ETF S&P Deposit Receipts	78462F103	P	2/1/2006	2/6/2012	145			138	7		0	0	0	7	
26	ETF S&P Deposit Receipts	78462F103	P	5/1/2006	2/6/2012	110			107	3		0	0	0	3	
27	ETF S&P Deposit Receipts	78462F103	P	8/1/2006	2/6/2012	122			115	7		0	0	0	7	
28	ETF S&P Deposit Receipts	78462F103	P	11/1/2006	2/6/2012	121			121	-4		0	0	0	-4	
29	ETF S&P Deposit Receipts	78462F103	P	2/1/2007	2/6/2012	154			166	-12		0	0	0	-12	
30	ETF S&P Deposit Receipts	78462F103	P	5/1/2007	2/6/2012	105			116	-11		0	0	0	-11	
31	ETF S&P Deposit Receipts	78462F103	P	8/1/2007	2/6/2012	128			138	-10		0	0	0	-10	
32	ETF S&P Deposit Receipts	78462F103	P	11/1/2007	2/6/2012	134			152	-18		0	0	0	-18	
33	ETF S&P Deposit Receipts	78462F103	P	2/1/2008	2/6/2012	160			165	-5		0	0	0	-5	
34	ETF S&P Deposit Receipts	78462F103	P	5/1/2008	2/6/2012	133			137	-4		0	0	0	-4	
35	ETF S&P Deposit Receipts	78462F103	P	11/3/2008	2/6/2012	153			144	9		0	0	0	9	
36	ETF S&P Deposit Receipts	78462F103	P	2/3/2009	2/6/2012	207			149	58		0	0	0	58	
37	ETF S&P Deposit Receipts	78462F103	P	5/1/2009	2/6/2012	257			157	100		0	0	0	100	
38	ETF S&P Deposit Receipts	78462F103	P	8/3/2009	2/6/2012	190			123	67		0	0	0	67	
39	ETF S&P Deposit Receipts	78462F103	P	11/2/2009	2/6/2012	145			115	30		0	0	0	30	
40	ETF S&P Deposit Receipts	78462F103	P	2/1/2010	2/6/2012	183			113	70		0	0	0	70	
41	ETF S&P Deposit Receipts	78462F103	P	5/3/2010	2/6/2012	121			132	-11		0	0	0	-11	
42	ETF S&P Deposit Receipts	78462F103	P	8/2/2010	2/6/2012	144			108	36		0	0	0	36	
43	ETF S&P Deposit Receipts	78462F103	P	11/1/2010	2/6/2012	154			120	34		0	0	0	34	
44	ETF S&P Deposit Receipts	78462F103	P	2/1/2011	2/6/2012	154			138	16		0	0	0	16	
45	ETF S&P Deposit Receipts	78462F103	P			154			149	5		0	0	0	5	

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Steven M Kramer		9815 Buice Road	Johns Creek	GA	30022-5324		Chairman & Treasurer	0 00	0	0	0
2	Betsy S Kramer		9815 Buice Road	Johns Creek	GA	30022-5324		Vice Chair & Secretary	0 00	0	0	0