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Form **990-PF** 

## 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

	0000	admost of the Transum.	reated as a Privat	te Foundation		2012
٠ ي.	Intern	nal Revenue Service Note. The foundation may be	able to use a copy of this	return to satisfy state repo	rting requirements.	Open to public Inspection
•	For c	calendar year 2012 or tax year beginning		, and ending		
	Nar	me of foundation			A Employer identification	number
	_					
		RNEST & ROSE SAMUELS FOUND		<u> </u>	59-1733119	·
		mber and street (or P O box number if mail is not delivered to street ac	,	Room/suite	B Telephone number	
		C/O FELDHEIM; 8 HILLCREST L	ANE		516-367-48	
	_	y or town, state, and ZIP code			C If exemption application is p	ending, check here
		OODBURY, NY 11797				
	G C	Check all that apply: Initial return		ormer public charity	D 1. Foreign organizations	s, check here
		Final return	Amended return		Foreign organizations me check here and attach co	eeting the 85% test,
		Address change	Name change	· · · ·	check here and attach co	omputation
	H_(	Check type of organization: X Section 501(c)(3) exer			E If private foundation sta	
	<u></u>		ther taxable private founda		under section 507(b)(1)	
		air market value of all assets at end of year J Accounting		Accrual	F If the foundation is in a	
		rom Part II, col. (c), line 16)  ▶\$ 3,826,926. (Part I, colum	er (specify)	haere l	under section 507(b)(1)	)(B), check here
1		art   Analysis of Revenue and Expenses			4.3.4	(d) Disbursements
l	1 4	(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	for charitable purposes (cash basis only)
		1 Contributions, gifts, grants, etc., received				(cash basis only)
		2 Check X of the foundation is not required to attach Sch B				
		Interest on savings and temporary cash investments				
S		4 Dividends and interest from securities	223,413.	223,413.	223 413	STATEMENT 1
₹.		5a Gross rents		220,410.	223,413.	DIATEMENT I
Z		b Net rental income or (loss)				
SCANNED		63 Net gain or (loss) from sale of assets not on line 10	<51,792.	>		
8	Jue	b Gross sales price for all 404,071.				RECEIVED
<b>1</b> =	Revenue	7 Capital gain net income (from Part IV, line 2)		0.		
APR	æ	8 Net short-term capital gain			N/A -	100 10000
8	)	9 Income modifications			88	APR 1 8 2013
œ		Gross sales less returns and allowances				
2		b Less Cost of goods sold				OGDEN UT
2013		c Gross profit or (loss)			L	
		11 Other income				
		12 Total. Add lines 1 through 11	171,621.	223,413.	223,413.	
		13 Compensation of officers, directors, trustees, etc	96,000.	64,000.	96,000.	32,000.
		14 Other employee salaries and wages		2 12		
	υ,	15 Pension plans, employee benefits				
	1Se:	16a Legal fees				
	Expenses	b Accounting fees STMT 2	2,250.	2,250.	2,250.	0.
	Ω̈́	c Other professional fees				
	tive	17 Interest				
	tra	18 Taxes				
	and Administrative	19 Depreciation and depletion				
	튐	20 Occupancy				
	ΑÞ	21 Travel, conferences, and meetings				<del></del>
	Operating	23 Other expenses				
	era	24 Total operating and administrative	00 250	CC 250	00 250	32 000
	ŏ	expenses. Add lines 13 through 23	98,250.	66,250.	98,250.	32,000.
		25 Contributions, girts, grants paid	147,000.			147,000.
		26 Total expenses and disbursements.	245 250	66 250	00 350	170 000
		Add lines 24 and 25  27 Subtract line 26 from line 12:	245,250.	66,250.	98,250.	179,000.
			<73,629.			
		a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-)	<u> </u>	157,163.		<del></del>
		C Adjusted net income (if negative, enter -0-)	· · · · · · · · · · · · · · · · · · ·	TO1, TO3.	125,163.	<del> </del>
		T . Valance net months in negative, cure .o.)			1 147,107.	

• <u>For</u>	m 99	90-PF (2012) ERNEST & ROSE SAMUELS F			1733119 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	
<u> </u>			(a) Book Value		(c) Fair Market Value
•	1	Cash - non-interest-bearing	6,988.	75,734.	75,734.
		Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts			
	4	Pledges receivable ►	]		
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts ▶			
ţ	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
Ä	10a	Investments - U.S. and state government obligations			
	Ь	Investments - corporate stock STMT 3	982,154.	962,601.	962,601.
	C	Investments - corporate bonds STMT 4	117,228.	100,240.	100,240.
	11	Investments - land, buildings, and equipment basis			
	l	Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 5	2,494,244.	2,688,351.	2,688,351.
	14	Land, buildings, and equipment: basis			
		Less accumulated depreciation	]		
	15	Other assets (describe ►			· -
	16	Total assets (to be completed by all filers)	3,600,614.	3,826,926.	3,826,926.
-	17	Accounts payable and accrued expenses			,
S	18	Grants payable			
	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
jabi	21	Mortgages and other notes payable			
	22	Other liabilities (describe >)			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
10		and complete lines 24 through 26 and lines 30 and 31.			
Net Assets or Fund Balances	24	Unrestricted			
lan	25	Temporarily restricted			
<u>8</u>	26	Permanently restricted			
Š		Foundations that do not follow SFAS 117, check here			
Ē		and complete lines 27 through 31.			
S S	27	Capital stock, trust principal, or current funds	69,325.	69,325.	
se	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ĕ	29	Retained earnings, accumulated income, endowment, or other funds	3,531,289.	3,757,601.	
Ž	30	Total net assets or fund balances	3,600,614.	3,826,926.	
_	31	Total liabilities and net assets/fund balances	3,600,614.	3,826,926.	
P	art	III Analysis of Changes in Net Assets or Fund E	Balances		
=			- 20		
1		I net assets or fund balances at beginning of year - Part II, column (a), line	30		- 2 600 614
	-	st agree with end-of-year figure reported on prior year's return)	•	. 1	3,600,614.
		r amount from Part I, line 27a	MI OF THEFORES	2	<73,629.
3		er increases not included in line 2 (itemize)  CHANGE IN F lines 1, 2, and 3	MA OF THARRING		299,941. 3,826,926.
4		reases not included in line 2 (itemize)	•	5	3,828,928.
5 6		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, o	column (h) line 20		3,826,926.
0	ruld	i net assets of futio pararices at end of year (little 4 fillitus little 5) - Part II, C	olumin (u), inic 30		Form <b>990-PF</b> (2012)
					101111 000 1 1 (2012)

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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,					(b) How acquired P - Purchase		(c) Date acquired (d) Date		e sold	
	ouse; or common stock, 200 sh			) p	- Purc - Dona	hase	c) Date acquired (d) Date sold (mo., day, yr.) (mo., day, yr.)			
la		_	-	<del>                                     </del>						
b SEE ATTACHED S	TATEMENT									
C										
d										
е		,		Щ,						
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss) s (f) minus (ç	1)	·
a		<u> </u>								
b						<del></del>				
C										
d			455.06							
e 404,071.		<u> </u>	455,86	3.						<u>,792</u>
Complete only for assets showing g	· - · · · · · · · · · · · · · · · · · ·	ı						ol. (h) gain r		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		col. (j), if any	· (!)   `i			(k), but not less than -0-) or Losses (from col. (h))			
a										
b										
С										
d										
e		<u>i</u>							<u>&lt;51</u>	<u>,792</u>
Capital gain net income or (net capita	If gain, also enter of the loss) If (loss), enter -0	r ın Part I, line I- ın Part I, line	7 : 7	}	2				<51	,792
Net short-term capital gain or (loss) a	as defined in sections 1222(5) ar	nd (6):								
If gain, also enter in Part I, line 8, colu		(,.		71						
If (loss), enter -0- in Part I, line 8	ler Section 4940(e) for			<u> </u>	3					241
as the foundation liable for the section "Yes," the foundation does not qualify t			•	rıod?					Yes	X No
Enter the appropriate amount in each	n column for each year; see the ii	nstructions be	fore making any e	ntries.						
(a) Base period years Calendar year (or tax year beginning ii	(b) Adjusted qualifying dis	stributions	Net value of no	(c) onchar	ıtable-	use assets		Distribi Col. (b) divid	d) ition ratio ded by col.	(c))
2011		8,660.		3		8,540.			0	4622
2010	14	3,274.		3_	, 44	7,019.				4156
2009		7,261.		_2	<u>,89</u>	<b>5,289.</b>			. 0	5777
2008		5,922.				8,491.				<u>6006</u>
2007		7,070.		4	<u>,12</u>	<u>3,809.</u>			.0	<u>4778</u>
Total of line 1, column (d)							2		. 2	<u>5341</u>
Average distribution ratio for the 5-ye	ear base period - divide the total (	on line 2 by 5,	or by the number	of yea	ars					
the foundation has been in existence	ıf less than 5 years						3		.0	<u>5068</u>
Enter the net value of noncharitable-u	use assets for 2012 from Part X,	line 5					4	3	3,633	<u>,821</u>
Multiply line 4 by line 3							5		184	,169
Enter 1% of net investment income (	1% of Part I, line 27b)	•					6	-	· 1	<u>, 572</u>
Add lines 5 and 6							7		185	<u>,741</u>
Enter qualifying distributions from Pa	urt XII, line 4						8		<u>179</u>	,000
If line 8 is equal to or greater than line See the Part VI instructions.		e 1b, and comp	plete that part usin	ıg a 1%	6 tax ı	rate.				
23521 12-05-12								Fo	rm <b>990</b> -1	PF (201

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_	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948	- see i	nstru	ICTIO	ns)
1a	a Exempt operating foundations described in section 4940(d)(2), check here ▶ and enter "N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				
ì	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	<del> </del>		<u>3,1</u>	<u>43.</u>
	of Part I, line 27b				
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				^
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<del> </del>		2 1	<u>0.</u>
	Add lines 1 and 2	<del> </del>		<u>3,1</u>	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<del> </del>		2 1	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	┼		3,1	43.
6	Credits/Payments: a 2012 estimated tax payments and 2011 overpayment credited to 2012  6a 3,320.				
	a 2012 estimated tax payments and 2011 overpayment credited to 2012  b Exempt foreign organizations - tax withheld at source  6b				
	: Tax paid with application for extension of time to file (Form 8868)				
	I Backup withholding erroneously withheld  6d				
	Total credits and payments. Add lines 6a through 6d			3,3	20
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8	+		<i>J</i> , <i>J</i>	<u> 40.</u>
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<del> </del>			
10		<del> </del>		1	77.
	Enter the amount of line 10 to be: Credited to 2013 estimated tax   177. Refunded  11	<del> </del>			0.
	art VII-A Statements Regarding Activities	1			<u> </u>
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
	any political campaign?		1a		X
Ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		1b		X
	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.				
C	: Did the foundation file Form 1120-POL for this year?		10		х
	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. ▶ \$				
е	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?		2		X
	If "Yes," attach a detailed description of the activities				
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		3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X
b	of "Yes," has it filed a tax return on Form 990-T for this year?	I/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
	If "Yes," attach the statement required by General Instruction T.		İ		
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?		6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	_X_	
	If "Yes," complete Part II, col (c), and Part XV.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	FL				
b	of 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		8b	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	-	9		X
111	Did any persons become substantial contributors during the tax year? It was a attach a school lighten they page and addresses		10		X

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	art 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		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► HERBERT D. FELDHEIM Telephone no. ► 516-30		<u>849</u>	
	Located at ▶ 8 HILLCREST LANE, WOODBURY, NY ZIP+4 ▶1:	<u> 1797</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	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,		Yes	No
	securities, or other financial account in a foreign country?	16		_X_
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
Da	country			
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<del>,                                    </del>	<b>V</b> !	NI-
	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?	1		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes X No	-		
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	If the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes X No			
_				
U	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)?  N/A	1,		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  N/A  Organizations relying on a current notice regarding disaster assistance check here	1b		
	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		х
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)):			
2	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			
a	before 2012?   Yes X 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.			
	<b>&gt;</b>			
За	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
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		L
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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Part VII-B   Statements Regarding Activities for Which I	orm 4720 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	า 4945(e))?	Ye	s X No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			1 1
any voter registration drive?			s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	7	Ye	s X No	] }
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t			
the prevention of cruelty to children or animals?			s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und		in Regulations	/-	_
section 53.4945 or in a current notice regarding disaster assistance (see instru	•		N/A	5 <b>b</b>
Organizations relying on a current notice regarding disaster assistance check h				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for				
expenditure responsibility for the grant?		I∕A ∐Ye	s L No	
If "Yes," attach the statement required by Regulations section 53.494s			ļ	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to a personal benefit contract?	pay premiums on		s X No	
• • • • • • • • • • • • • • • • • • • •	areanal hazafit agetroat?	Ye		6b X
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p If "Yes" to 6b, file Form 8870.	er sonar benefit contract?		<u>. '</u>	<u> </u>
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	□ v <sub>e</sub>	s X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu				7b
Information About Officers, Directors, Trust		nagers, Highly		
Part VIII Paid Employees, and Contractors	<b>,</b>	J , J ,		
List all officers, directors, trustees, foundation managers and their	compensation.			
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
	to position	enter -0-)	compensation	allowances
	PRESIDENT			
HILLCREST LANE				
VOODBURY, NY 117971403	8.00	48,000.	0.	<u> </u>
	SECRETARY			
11513 WEST HILL DRIVE	0.00	40.000	•	0
ROCVILLE, MD 20852	8.00	48,000.	0.	<u> </u>
Compensation of five highest-paid employees (other than those inc	luded 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	(-) Componentian	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	devoted to position	(c) Compensation	and deferred compensation	allowances
NONE				
		-		
Cotal number of other employees hald over \$50,000	<u> </u>	L		0

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "I	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 statistica number of organizations and other beneficiaries served, conferences convened, research papers product	I information such as the	Expenses
1 N/A		
2	=	
3		
4	· · · · · · · · · · · · · · · · · · ·	
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 line	es 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)

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Part X Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 3,672,797. Average monthly fair market value of securities 1a 16,361. Average of monthly cash balances 1b h c Fair market value of all other assets 1c 3,689,158. 1d d Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 3 689 158. Subtract line 2 from line 1d 3 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 55,337. 4 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V. line 4 3,633,821. 5 Minimum investment return Enter 5% of line 5 181.691 a 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.) 181,691. Minimum investment return from Part X, line 6 Tax on investment income for 2012 from Part VI, line 5 3.143. 2a Income tax for 2012. (This does not include the tax from Part VI.) 2b Add lines 2a and 2b 3.143. 2c Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions 4 178,548. 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) n 6 178, 548. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 179,000. 1a Program-related investments - total from Part IX-B 1b Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 3a Cash distribution test (attach the required schedule) 3b 179,000. Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b Adjusted qualifying distributions. Subtract line 5 from line 4 6. 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

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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
Distributable amount for 2012 from Part XI,	00.000	rodio prior to 2017	2011	2012
line 7				178,548.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			146,980.	
b Total for prior years:				
, <u></u> ,		0.		
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: ► \$ 179,000.			146 000	
a Applied to 2011, but not more than line 2a			146,980.	· · · · · · · · · · · · · · · · · · ·
b Applied to undistributed income of prior		0.		
years (Election required - see instructions) c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount		"		32,020.
e Remaining amount distributed out of corpus	0.		· · · · · · · · · · · · · · · · · · ·	32,020.
5 Excess distributions carryover applied to 2012	0.			0.
(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	0.			
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				146,528.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	_	:		
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013.				
Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:		İ		
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 d Excess from 2011				
e Excess from 2012				
E LAUGOO IIUIII ZU IZ				

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 by Check box to indicate whether the foundation is a private operating foundation described in section  2 a Enter the lesser of the adjusted net income from Part of the minimum investment return from Part X for each year listed  3 Enter the lesser of the adjusted net income from Part X for each year listed  4 By Check box to make the part of the minimum investment return from Part X for each year listed  4 Displaying distributions from Part XII, line 4 for each year listed  4 Amounts included in line 2c not sexify for active conduct of exempt activities.  5 By Check box to record the exempt activities.  5 By Check box to record the exempt activities.  5 By Check box to record the exempt activities.  5 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charles and the exempt activities.  6 By Charle	Form 990-PF (2012) ERNEST Part XIV Private Operating Fo		JELS FOUNDA' Istructions and Part V		59-17 N/A	33119 Page 10
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b Check box to indicate whether the foundation as greated operating foundation described in section 4942()(3) or 4942()(5) 2. Entire the isses of the adjusted and the section of the adjusted and the section of the se			· · · · · · · · · · · · · · · ·			
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(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)(6)(m))  (3) Largest amount of support from an exempt organization as provided in section 4942(j(3)(6)(m))  (3) Largest amount of support from an exempt organization as provided in section 4942(j(3)(6)(m))  (3) Eurgest amount of support from an exempt organization as provided in section 4942(j(3)(6)(m))  (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 alone or than \$5,000). (See section 507(d)(2).)  IONE  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.  IONE  2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:  Check here ► X 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:  b The form in which applications should be submitted and information and materials they should include:  c Any submission deadlines:	shown in Part X, line 6 for each year					
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c Any submission deadlines:	a The hame, address, and telephone hame	or or or mail or the perso	on to whom applications	Should be addressed.		
	b The form in which applications should b	e submitted and informa	ation and materials they	should include:		
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	c Any submission deadlines;				<u>.</u>	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:						
	d Any restrictions or limitations on awards	, such as by geographic	al areas, charitable field:	s, kinds of institutions, or c	other factors:	

Enter gross amounts unless otherwise indicated.

Unrelated business income

Excluded by section 512, 513, or 514

## **Analysis of Income-Producing Activities** Part XVI-A

Enter gross amounts unless otherwise indicated.	Unrelated	d business income		ded by section 512, 513, or 514	(e)
1 Program service revenue;	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
a					
b					·
C					.,
d					
e	1	•			• •
f					
g Fees and contracts from government agencies	_				
2 Membership dues and assessments					********
3 Interest on savings and temporary cash					
investments					
4 Dividends and interest from securities			14	223,413.	
5 Net rental income or (loss) from real estate:	-		1	223,413.	
a Debt-financed property					
b Not debt-financed property	h				
6 Net rental income or (loss) from personal		**			
· · · · · · · · · · · · · · · · · · ·					
property 7 Other investment income					
8 Gain or (loss) from sales of assets other			1.0	.E1 700	
than inventory			18	<51,792.	>
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory	-				
11 Other revenue:			•		
<u>a</u>					
b	1 1			-	
C					
d	-				
e	-				
12 Subtotal. Add columns (b), (d), and (e)		0.	ll	171,621.	
13 Total. Add line 12, columns (b), (d), and (e)				13	171,621.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities	to the Acco	mplishment of Ex	emp	t Purposes	
					<del> </del>
Line No. Explain below how each activity for which inc			contrib	uted importantly to the accon	nplishment of
the foundation's exempt purposes (other tha	n by providing lun	us for such purposes).			
N/A					. <u>.</u>
					<del></del>
					<u> </u>
			·		
			·		
		-			
		<u> </u>		<del> </del>	
223821 12-05-12					Form <b>990-PF</b> (2012)

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Pa	rt XVII	Inform	nation Reg	arding	Tran	sfers To an	d Transactions a	nd Relationships W	ith Nonchari	table	
		Exem	pt Organiza	ations	;			-			
1	Did the o	ganization di	rectly or indirect	ly engag	e in any	of the following v	vith any other organization	n described in section 501(c	) of	1	Y

_	D. Jaha			-445 - 4-11			504(4) -6		Voc	No
					g with any other organization		ion 501(c) of	l	162	INO
	•				7, relating to political organ	nizations?				
		s from the reporting founda	ation to a noncharita	ble exempt or	ganization of:					
	(1) Cas							1a(1)		X
	(2) Oth	er assets						1a(2)		X
b	Other tra	ansactions:								
	(1) Sale	es of assets to a noncharital	ble exempt organizat	tion				1b(1)		X
	(2) Pur	chases of assets from a no	ncharitable exempt o	organization				1b(2)		X
	(3) Rer	ital of facilities, equipment,	or other assets					1b(3)		X
		mbursement arrangements						1b(4)		X
		ns or loan guarantees						1b(5)		X
		formance of services or me	mbershin or fundrais	sino solicitatio	ns			1b(6)		X
		of facilities, equipment, ma						10		X
					dule. Column (b) should al	wave show the fair n	narket value of the o		ets	
					ed less than fair market valu				,,	
		(d) the value of the goods,			cu icas man ian market vait	ic in any danisaction	ror snaring arrange	mong snow in		
(a) Li		(b) Amount involved			exempt organization	(d) p				
(4)	ne no	(b) Amount myorved	(c) Name of		exempt organization	(u) Description	of transfers, transaction	ins, and snaring an	angerne	ants
				N/A				<u> </u>		
						<del></del>				<del>.                                    </del>
				<del></del>						
					=-					
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							<del> </del>			
	<u> </u>									
		· · · · · · · · · · · · · · · · · · ·								
	10.456-		1							
			· ·		or more tax-exempt organi	zations described			122	] No
		on 501(c) of the Code (other		(3)) or in sect	ion 5277			Yes	LA	ои Г
_b_	If Yes,	complete the following sch		-	0 3 To 2 2 4 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	T	/ \ D	1-4		
		(a) Name of org	janization		(b) Type of organization		(c) Description of re	elationship		
	_	N/A								
		<u></u>								
	Und	er penalties of perjury, I declare	that I have examined thi	s return, includin	g accompanying schedules and	statements, and to the	best of my knowledge	May the IRS	discuss	this
Sig	n and	belief, it is true, correct, and con	nplete Declaration of pr	eparer (other than	n taxpayer) is based on all inform	FOUND?	TION	return with th shown below	e prepar	rer
He	re	& /Kessa 16	Ttoldke	in	14/13/13	MANAGE	ER	X Yes		Ĵ'n₀
	Sı	gnature of officer or trustee	!		Date	Title				
		Print/Type preparer's na	ame	Preparer's si		Date	Check   If	PTIN		
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	-		♥ * * * *		self- employed			
Pa	id	HENDY VDOC	TTCU	UEMDV	KD∪GW1∪R	04/05/13		P00051	5 Q A	
	epare:	HENRY KROS			KROSTICH	04/05/13	Firm's EIN ▶ 2			
	e Only		CO GROUP	אחת			FIRM SEIN > 2	U-UZ00/	Τ/	
<u> </u>			0 535555		G GMP 200		<del> </del>	<del></del>		<del></del>
		Firm's address ▶ 20						21 262	4	
		<u> </u>	<u>UPPAUGE,</u>	NY 117	88		Phone no. 6	<u>31-360-</u>		
								Form <b>990</b>	)-PF (	(2012)

(a) List and describe the kind(s) of property sold, e.g., real estable, 2-story price warehouse; or common stock, 200 fts. ML Co.   (b)-Hyp accounted (c) principate (c)	Part IV   Capital Gains and Lo	sses for Tax on Investment Income					
DITS VK CLOSED END STRAT COHEN & STEERS VALUE EQUI	(a) List and describe the kind(s) of property sold, e.g., real estate,  (b) How acquired (c) Date acquired (d) Date sold  P - Purchase						
DITS_VK_CLOSED_END_STRAT_COHEN & STEERS_VALUE_EQUI	1a UTS ADT HIGH 5		VARIOUS 03/20/12				
CUTS ADT HIGH 50 DIV STRAT			UI				
GABELLI UTIL TR				VARIOUS 03/20/12			
UTS VK CLOSED END STRAT COHEN & STEERS VALUE EQUI	d UTS FIRST TR S		VARIOUS 01/26/12				
Q. ZWIEG TOTAL RETURN FUND   VARIOUS   06/27/12			VARIOUS 04/19/12				
NUNIT VK VALUE EQUITY & INC			& STEERS VALUE EQ	UI	VARIOUS 07/02/12		
TOMCAST					<del></del>		
COMCAST			<del>                                     </del>				
PUBLIC STORAGE	UNIT VK VALUE EQUITY & INC   10/04/11/10/05/1						
DIBLIC STORAGE   03/19/04 2/27/12   m CAPITAL GATNS DIVIDENDS   0   0   0   0   0   0   0   0   0							
CAPITAL GAINS DIVIDENDS							
Celebrate   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Celebrate of sale				03/19/0412/27/12			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the f		DIVIDENDS					
(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         1,134.         1,077.         57.           b         3,019.         2,979.         40.           c         20,731.         20,250.         481.           d         170,280.         236,760.         <66,480.>           e         35,549.         28,756.         6,793.           f         33,861.         37,135.         <3,274.>           g         7.         13.         <6.>           h         2,235.         2,991.         144.           1         31,713.         26,802.         4,911.           1         25,000.         25,000.         0.           k         25,000.         25,000.         0.           m         5,542.         5,542.           n         5,542.         5,542.           n         (i) F.M.V. as of 12/31/69         (j) Adjusted basis as of 12/31/69         (k) Excess of col. (i) over col. (j), if any           a         **         40.           c         481.           d         <66,480.>           e			<del> </del>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   Complete only for assets showing gain in column (h) and owned by the f		(f) Depreciation allowed	(a) Cost or other basis		) Gain or (loss)		
a         1,134.         1,077.         57.           b         3,019.         2,979.         40.           c         20,731.         20,250.         481.           d         170,280.         236,760.         <66,480.>           e         35,549.         28,756.         6,793.           f         33,861.         37,135.         <3,274.>           g         7.         13.         <6.>           h         2,235.         2,091.         144.           1         31,713.         26,802.         4,911.           1         25,000.         25,000.         0.           k         25,000.         25,000.         0.           m         5,542.         5,542.           n         5,542.         5,542.           n         6(i)FM.V. as of 12/31/69         (i) Adjusted basis as of 12/31/69         (k) Excess of col. (i) on over col. (k), but not less than *0-")           a         **         40.           c         481.           d         <66, 480.>           e         6,793.           s         5,793.           s         6.>           s         6.>	(e) Gross sales price	, , ,					
b         3,019.         2,979.         40.           c         20,731.         20,250.         481.           d         170,280.         236,760.         <66,480.>           e         35,549.         28,756.         6,793.           f         33,861.         37,135.         <3,274.>           g         7.         13.         <66.>           h         2,235.         2,091.         144.           1         31,713.         26,802.         4,911.           25,000.         25,000.         0.           k         25,000.         0.           50,000.         50,000.         0.           50,000.         50,000.         0.           Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69         (i) Losses (from col. (h)), but not less than "0".)           Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69         (i) Losses (from col. (h)), but not less than "0".)           Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69         (i) Losses (from col. (h)), but not less than "0".)           Gains (excess of col. (h) gain ower col. (k), but not less than "0".)         66, 480.>           e         481.           d	a 1,134.		1.077.				
c     20,731.     20,250.     481.       d     170,280.     236,760.     <66,480.>       e     35,549.     28,756.     6,793.       f     33,861.     37,135.     <3,274.>       g     7.     13.     <6.>       h     2,235.     2,091.     144.       1     31,713.     26,802.     4,911.       1     25,000.     25,000.     0.       k     25,000.     25,000.     0.       m     5,542.     5,542.       n     5,542.     5,542.       n     (i) F.M.V. as of 12/31/69     (j) Adjusted basis as of 12/31/69     (k) Excess of col. (i) over col. (j), if any       a     **     57.       b     **     40.       c     481.       d     <66, 480.>       e     6,793.       d     <67,93.							
d       170, 280.       236,760.       <66,480.>         e       35,549.       28,756.       6,793.         g       7.       13.       <66.>         h       2,235.       2,091.       144.         1       31,713.       26,802.       4,911.         1       25,000.       25,000.       0.         k       25,000.       25,000.       0.         1       50,000.       50,000.       0.         m       5,542.       5,542.       (i) Losses (from col. (h))         Ganis (excess of col. (h) gain over col. (k), but not less than "0-")       but not less than "0-")       57.         b       **       40.         c       481.       <66,480.>         e       6,793.       <3,274.>         g        **       144.         I       4,911.       <4,911.							
e       35,549.       28,756.       6,793.         f       33,861.       37,135.       <3,274.>         h       2,235.       2,091.       144.         1       31,713.       26,802.       4,911.         1       25,000.       0.         25,000.       25,000.       0.         50,000.       50,000.       0.         m       5,542.       5,542.         n       (i) F.M.V. as of 12/31/69       (i) Adjusted basis as of 12/31/69       (k) Excess of col. (i) over col. (j), if any       **       57.         b       **       40.         c       481.       <66,480.>         e       6,793.       <3,274.>         g        <							
1       33,861.       37,135.       <3,274.>         9       7.       13.       <6.>         h       2,235.       2,091.       144.         1       31,713.       26,802.       4,911.         1       25,000.       25,000.       0.         k       25,000.       50,000.       0.         5,542.       5,542.       5,542.         0       (i) F.M.V. as of 12/31/69       (i) Adjusted basis as of 12/31/69       (k) Excess of col. (i) over col. (j), if any       (i) Losse (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")         2       **       481.         4       481.       466.480.>         6       4793.         1       4,911.         2       4,911.         3       4,911.         4       4,911.         4       4,911.         4       4,911.         4       4,911.         4       4,911.         4       4,911.         5       4,911.         5       4,911.         4       4,911.         4       4,911.         4       4,911.         5 <td></td> <td></td> <td></td> <td></td> <td></td>							
h       2,235.       2,091.       144.         1       31,713.       26,802.       4,911.         1       25,000.       0.         k       25,000.       0.         50,000.       50,000.       0.         m       5,542.       5,542.         n       0         Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69       Gains (excess of col. (h)) and over col. (k), but not less than *-0-*)         a       **       57.         b       **       481.         c       481.         d       <66,480.>         e       6,793.         1       <3,274.>         g       <56.>         h       **       144.         1       4,911.         J       4,9	f 33,861.						
31,713.   26,802.   4,911.					<6.>		
1			2,091.		144.		
k       25,000.       0.         1       50,000.       50,000.       0.         m       5,542.       5,542.       5,542.         0       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       (i) Adjusted basis as of 12/31/69       (k) Excess of col. (i) Gains (excess of col. (h)) gain over col. (k), but not less than "-0-")         a       **       49       **       481.         c       4       481.         c       6       793.         f       5       793.         f       793.       **       144.         g       1       **       144.         l       4       1911.         g       1       **       144.         l       4       1911.         g       1       **       144.         l       1       1       1       1       1       1 <td></td> <td></td> <td></td> <td>···</td> <td>4,911.</td>				···	4,911.		
1   50 , 000 .   50 , 000 .   0 .   0 .     0 .       5 , 542 .     5 , 542 .       5 , 542 .							
m       5,542.       5,542.         n       Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69       (i) Losses (from col. (h))         (i) F.M.V. as of 12/31/69       (j) Adjusted basis as of 12/31/69       (k) Excess of col. (l) over col. (j), if any       Gains (excess of col. (h)) and over col. (k), but not less than "-0-")         a       **       40.         c       481.         d           f           g           h       **       144.         I       4,911.         J       0.         k       0.							
n       c         Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69       (i) Losses (from col. (h))         Gains (excess of col. (h) gain over col. (k), but not less than *-0-*)         a       **       57 .         b       **       40 .         c       481 .         d       <          e       6,793 .         f           g           h       **       144 .         J       0 .       4,911 .         G       0 .       0 .			50,000.	<u> </u>			
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         Gains (excess of col. (h) gain over col. (k), but not less than *-0-*)           a         **         57 ⋅					5,542.		
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 (ii) F.M.V. as of 12/31/69 (ii) F.M.V. as of 12/31/69 (ii) F.M.V. as of 12/31/69 (iii) F.M.V. as of 12/31/69 (iv) F.M.V. as of 12/31/69  ***  Gains (excess of col. (h) gain over col. (k), but not less than *-0-*)  ***  40.  481.  466, 480.  6793.  6.  70.  84.  144.  155.  165.  175.		ng gain in column (h) and owned by	the foundation on 12/31/69	(1) Lea	and the said that		
(i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any but not less than "-0-")  a	(1) 200000 (10)11						
a     **     57.       b     **     40.       c     481.       d     <66,480.>       e     6,793.       f     <3,274.>       g     <6.>       h     **     144.       I     4,911.       J     0.       k     0.	(i) F.M.V. as of 12/31/69						
b     **     40.       c     481.       d     <66,480.>       e     6,793.       f     <3,274.>       g     <6.>       h     **     144.       I     4,911.       J     0.       k     0.	a			**	57.		
c     481.       d     <66,480.>       e     6,793.       f     <3,274.>       g     <6.>       h     **     144.       I     4,911.       J     0.       k     0.				**			
d     <66,480.>       e     6,793.       f     <3,274.>       g     <6.>       h     **     144.       I     4,911.       J     0.       k     0.	С						
e     6,793.       f     <3,274.>       g     <6.>       h     **     144.       I     4,911.       J     0.       k     0.	d						
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	e						
h     **     144.       J     4,911.       k     0.	f				<3,274.>		
4,911. 0. k	g						
1 0 · k 0 · 0 ·	<u>h</u>			**			
<u>k</u> 0.	1				4,911.		
	1	<u> </u>					
0.	<u>k</u>						
	1				0.		
5,542.							
0							
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 }							
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 gain, also enter in Part I, line 8,	column (c).	, , , ,				
If (loss), enter *-0-* in Part I, line 8	If (loss), enter "-0-" in Part I, line 8						

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager Recipient Foundation Purpose of grant or Amount status of contribution Name and address (home or business) recipient or substantial contributor CITY MEALS ON WHEELS N/A UNRESTRICTED 7,000. DOCTORS WITHOUT BORDERS N/A UNRESTRICTED 5,000. FISHER HOUSE FOUNDATION N/A UNRESTRICTED 5,000. HABITAT FOR HUMANITY N/A UNRESTRICTED 4.000. JEWISH FEDERATION OF GREATER N/A UNRESTRICTED WASHINGTON 10,000. JUBILEE JUMP START N/A UNRESTRICTED 5,000. MANNA FOOD CENTER N/A UNRESTRICTED 5,000. NATURE CONSERVANCY N/A UNRESTRICTED 5,000. NEWSDAY CHARITIES N/A UNRESTRICTED 5,000. SALVATION ARMY N/A UNRESTRICTED 5,000. Total from continuation sheets 121 000

3 Grants and Contributions Paid During the Ye		<del>-</del> -	<del></del>	
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
MILE TRAIN		N/A	UNRESTRICTED	2,5
THE ELLINGTON FUND		N/A	UNRESTRICTED	<u>2,5</u> (
	<b></b> -			2,30
J.S.O.		N/A	UNRESTRICTED	
				5,00
JJA FEDERATION OF NEW YORK		N/A	UNRESTRICTED	6.00
				6,00
JS MEMORIAL HOLOCAUST MUSEUM		N/A	UNRESTRICTED	5,00
	•			5,00
WOUNDED WARRIOR PROJECT		N/A	UNRESTRICTED	7.00
ISLAND HARVEST		N/A	UNRESTRICTED	6.00
				6,00
MAZON		N/A	UNRESTRICTED	5.04
				5,00
POTOMAC CONSERVANCY		N/A	UNRESTRICTED	3.54
				3,50
REBUILDING TOGETHER - MONTGOMREY		N/A	UNRESTRICTED	2,50

ERNEST & ROSE SAMUELS FOUNDATION INC 59-1733119

Part XV Supplementary Information		<del></del>		
3 Grants and Contributions Paid During the Ye		1		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
STEPPING STONES SHELTER		N/A	UNRESTRICTED	5,000
TEENS RUN - WASHINGTON DC		N/A	UNRESTRICTED	5,000
WASHINGTON CENTER FOR PSYCOANALYSIS		N/A	UNRESTRICTED	5,000
WALTER JOHNSON EDUCATIONAL CENTER		N/A	UNRESTRICTED	5,000
			-	-
Total from continuation sheets				

• .	DS AND	INTER	EST FROM	SECUR	RITIES	STATEMENT 1
SOURCE		GROSS	AMOUNT		TAL GAINS	COLUMN (A) AMOUNT
MORGAN STANLEY DIVIDENDS MORGAN STANLEY INTEREST	_		117,167. 4,213.		5,542.	111,625. 4,213.
MS SMITH BARNEY DIVIDENDS			77,120.		0.	77,120.
MS SMITH BARNEY DIVIDENDS			25,827.		0.	25,827.
MS SMITH BARNEY INTEREST			4,628.		0.	4,628.
TOTAL TO FM 990-PF, PART I,	LN 4 =		228,955.		5,542.	223,413.
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT 2
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM	
FUOCO GROUP, LLP		2,250.	2,	,250.	2,25	0. 0.
TO FORM 990-PF, PG 1, LN 16B		2,250.	2,	,250.	2,25	0. 0.
=				<del></del>		
FORM 990-PF	COI	RPORAT	E STOCK			STATEMENT 3
FORM 990-PF DESCRIPTION	COI	RPORAT	E STOCK	воо	K VALUE	STATEMENT 3 FAIR MARKET VALUE
	COI	RPORAT	E STOCK	воо	94,388.	FAIR MARKET VALUE
DESCRIPTION  AT&T BANK OF AMERICA BANK OF AMERICA 8.20 PFD	COI	RPORAT	E STOCK	воо	94,388. 11,610. 10,240.	FAIR MARKET VALUE 94,388. 11,610. 10,240.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB	COI	RPORAT	E STOCK	воо	94,388. 11,610. 10,240. 32,590.	FAIR MARKET VALUE 94,388. 11,610. 10,240. 32,590.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB  CHEVRON	COI	RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580.	FAIR MARKET VALUE 94,388. 11,610. 10,240. 32,590. 225,580.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB	COI	RPORAT	E STOCK	воо	94,388. 11,610. 10,240. 32,590.	FAIR MARKET VALUE 94,388. 11,610. 10,240. 32,590.
DESCRIPTION  AT&T BANK OF AMERICA BANK OF AMERICA 8.20 PFD BRISTOL MYERS SQUIBB CHEVRON EXXON MOBIL FRONTIER COMMUNICATIONS GABELLI DIVIDENDS & INCOME 5		RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460.	FAIR MARKET VALUE 94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB  CHEVRON  EXXON MOBIL  FRONTIER COMMUNICATIONS  GABELLI DIVIDENDS & INCOME 5  INTEL CORP		RPORAT	E STOCK	воо	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496.
DESCRIPTION  AT&T BANK OF AMERICA BANK OF AMERICA 8.20 PFD BRISTOL MYERS SQUIBB CHEVRON EXXON MOBIL FRONTIER COMMUNICATIONS GABELLI DIVIDENDS & INCOME 5		RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB  CHEVRON  EXXON MOBIL  FRONTIER COMMUNICATIONS  GABELLI DIVIDENDS & INCOME 5  INTEL CORP  MICROSOFT INC  PFIZER INC  RBS CAPITAL FUNDING TR VII		RPORAT	E STOCK	воо	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB  CHEVRON  EXXON MOBIL  FRONTIER COMMUNICATIONS  GABELLI DIVIDENDS & INCOME 5  INTEL CORP  MICROSOFT INC  PFIZER INC  RBS CAPITAL FUNDING TR VII  RENAISSANCERE HLDINGS 6.08%		RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180.
DESCRIPTION  AT&T  BANK OF AMERICA  BANK OF AMERICA 8.20 PFD  BRISTOL MYERS SQUIBB  CHEVRON  EXXON MOBIL  FRONTIER COMMUNICATIONS  GABELLI DIVIDENDS & INCOME 5  INTEL CORP  MICROSOFT INC  PFIZER INC  RBS CAPITAL FUNDING TR VII  RENAISSANCERE HLDINGS 6.08%  SOUTHERN CO		RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180. 93,411.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180. 93,411.
DESCRIPTION  AT&T BANK OF AMERICA BANK OF AMERICA 8.20 PFD BRISTOL MYERS SQUIBB CHEVRON EXXON MOBIL FRONTIER COMMUNICATIONS GABELLI DIVIDENDS & INCOME 5 INTEL CORP MICROSOFT INC PFIZER INC RBS CAPITAL FUNDING TR VII RENAISSANCERE HLDINGS 6.08%		RPORAT	E STOCK	ВОО	94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180.	FAIR MARKET VALUE  94,388. 11,610. 10,240. 32,590. 225,580. 17,310. 5,003. 51,460. 16,496. 42,736. 25,079. 41,440. 50,180.

FORM 990-PF C	ORPORATE BONDS	<del></del>	STATEMENT
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORTS-GS CAP I TR - 6.0% EVEREST RE CAP TR II - 6.20%	-	49,980. 50,260.	49,980 50,260
TOTAL TO FORM 990-PF, PART II, LI	NE 10C	100,240.	100,240
FORM 990-PF OT	HER INVESTMENTS		STATEMENT
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABERDEEN ASIA PACIFIC PRIME INCOM	E FMV	186,884.	186,884
ALLIANCE BERNSTEIN GLOBAL HI INCO	ME FMV		·
FUND ALLIANCE BERNSTEIN HIGH INCOME FU	ND FMV	79,111.	79,111
CL A		305,151.	305,151
ALLIANCE BERNSTEIN INCOME FUND IN	C FMV	107,764.	107,764
ALPINE GLOBAL PREMIR PPTYS FUND	<b>FMV</b>	7,593.	7,593
ALPINE TOTAL DYNAMIC DIVIDEND FUN	D FMV	30,934.	30,934
AMERICAN INCOME FUND	FMV	93,497.	93,497
BLACKROCK CREDIT ALLOCATION INCOM	E FMV		
TR		13,730.	13,730
EATON VANCE HIGH INCOME	FMV		
OPPORTUNITIES FUND - B	71.57	55,571.	55,573
EATON VANCE INCOME FD OF BOSTON EATON VANCE TAX - MGD DIVERSIFIED	FMV	52,145.	52,145
EQ INC	FMV	18,740.	18,740
EATON VANCE TAX MNGD GLOBAL	FMV	10,740.	10,740
DIVERSIFIED	1114	17,620.	17,620
GABELLI EQUITY TRUST	FMV	122,210.	122,210
GAMCO NATURAL RESOURCES GOLD &	FMV	122,210.	100,01
INCOME		16,540.	16,540
ING GLOBAL EQUITY DIV & PREMIUM	FMV	10,404.	10,404
LEGG MASON WESTERN ASSET HIGH	FMV		
INCOME FUND - CL A		0.	(
LMP CAP & INCOME FD	FMV	33,675.	33,67
MFS MULTI MKT INCOME TR	FMV	87,236.	87,23
NUVEEN EQ PREM INC FUND	FMV	17,745.	17,74
NUVEEN EQUITY PREM INCOME FD	FMV	18,791.	18,79
NUVEEN FLOATING RATE INCOME FD	FMV	36,570.	36,57
NUVEEN MULTI-STRATEGY INCOME &	FMV	04 000 .	
GROWTH #2	73.67	84,920.	84,920
NUVEEN QUALITY PFD INCOME FD -1	FMV	86,700.	86,700
PIMCO TOTAL RETURN FUND CL C	FMV	65,349.	65,34

ERNEST & ROSE SAMUELS FOUNDATION INC			59-1733119
PIONEER HIGH YIELD FD - C	FMV	21,040.	21,040.
PIONEER HIGH YIELD FUND - CL A	FMV	154,809.	154,809.
PUTNAM' MASTER INTER INC TR	FMV	51,207.	51,207.
PUTNAM PREMIER INCOME TR	FMV	4,313.	4,313.
UTS FTP HIGH YEILD INCOME CLOSED	FMV	_,	-,
END SER 45		167,065.	167,065.
UNITS VK COHEN & STEERS MASTER	FMV	20.,000	
INCOME PORT		24,312.	24,312.
UTS ADT HIGH 50 DIVIDEND STRATEGY	FMV	,	,
SER 31		21,064.	21,064.
UTS FTP HIGH YEILD INCOME CLOSED	FMV	,	42,000
END SER 40		31,344.	31,344.
UNIT VAN KAMPEN COHEN & STEERS	FMV	•	<b>,</b>
VALUE EQUITY & INCOME 2012-3		37,938.	37,938.
UNIT VAN KAMPEN COHEN & STEERS	FMV	•	,
VALUE EQUITY & INCOME 2012-4		33,005.	33,005.
UTS VK CLO END STRAT COHEN & STEERS	FMV	•	ŕ
VALUE		399.	399.
WELLS FARGO ADVANTAGE INCOME	FMV	50,910.	50,910.
WESTERN ASSET GLOBAL HIGH INCOME FD	FMV	96,460.	96,460.
WESTERN ASSET HIGH INCOME A	FMV	118,169.	118,169.
WESTERN ASSET HIGH INCOME II	FMV	86,940.	86,940.
WESTERN ASSET HIGH INCOME	FMV		
OPPORTUNITY		90,993.	90,993.
WESTERN ASSET MANAGED HIGH INC FUND	FMV	147,447.	147,447.
ZWEIG TOTAL RETURN	FMV	2,056.	2,056.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,688,351.	2,688,351.