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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation EISEN-WALD FOUNDATION		A Employer identification number 62-6037726
Number and street (or P.O. box number if mail is not delivered to street address) 1108 NICHOL LANE	Room/suite	B Telephone number (see instructions) 615-297-1211
City or town, state, and ZIP code NASHVILLE TN 37205-4418		C If exemption application is pending check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input checked="" 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) \$ 2,256,294	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	587	587		
4	Dividends and interest from securities	39,485	39,485		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	52,097			
b	Gross sales price for all assets on line 6a	152,097			
7	Capital gain net income (from Part IV, line 2)		52,097		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	92,169	92,169	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 1	383	383		
b	Accounting fees (attach schedule) STMT 2	4,795	4,795		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	606	55		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch)				
24	Total operating and administrative expenses. Add lines 13 through 23	5,784	5,233	0	0
25	Contributions, gifts, grants paid	103,150			103,150
26	Total expenses and disbursements. Add lines 24 and 25	108,934	5,233	0	103,150
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-16,765			
b	Net investment income (if negative, enter -0-)		86,936		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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	523,294	283,963	283,963
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) SEE STMT 4	168,265	390,451	1,971,521
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶ SEE STATEMENT 5)	430	810	810
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	691,989	675,224	2,256,294
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	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"/>			
	27 Capital stock, trust principal, or current funds	257,319	257,319	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	434,670	417,905	
	30 Total net assets or fund balances (see instructions)	691,989	675,224	
	31 Total liabilities and net assets/fund balances (see instructions)	691,989	675,224	

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	691,989
2 Enter amount from Part I, line 27a	2	-16,765
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	675,224
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	675,224

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 EXPRESS SCRIPTS HOLDING CO .48 SHARE	P	05/25/88	04/03/12
b MEDCO HEALTH SOLUTIONS 1,808 SHARES	P	05/25/88	04/03/12
c PLAINSCAPITAL BANK CD \$100,000	P	06/24/10	07/02/12
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 27			27
b 52,070			52,070
c 100,000		100,000	
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			27
b			52,070
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	52,097
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	

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	91,300	2,106,132	0.043350
2010	109,090	1,860,351	0.058639
2009	64,250	1,761,400	0.036477
2008	87,200	2,092,349	0.041676
2007	91,200	2,072,121	0.044013

2 Total of line 1, column (d)	2	0.224155
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	0.044831
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,206,820
5 Multiply line 4 by line 3	5	98,934
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	869
7 Add lines 5 and 6	7	99,803
8 Enter qualifying distributions from Part XII, line 4	8	103,150

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	869
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	869
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	869
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	560
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,400
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,960
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,091
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 1,091 Refunded	11	

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JACOBS, COHEN & ASSOCIATES, PLLC 401 CHURCH STREET, SUITE 2500 Located at ► NASHVILLE TN Telephone no ► 615-742-2525 ZIP+4 ► 37219-2205			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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	N/A	
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?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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	
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	N/A	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	
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)? ☐ N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

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

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
ROBERT D. EISENSTEIN 1108 NICHOL LANE NASHVILLE TN 37205	PRESIDENT 2.00	0	0	0
DANIEL B. EISENSTEIN 101 HARDINGWOODS PLACE NASHVILLE TN 37205	VICE-PRES. 0.10	0	0	0
NAN E. SPELLER 5952 SEDBERRY ROAD NASHVILLE TN 37205	SEC. TREAS. 0.10	0	0	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

Form 990-PF (2012) **EISEN-WALD FOUNDATION****62-6037726**Page **7****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 3Form **990-PF** (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,900,240
b	Average of monthly cash balances	1b	339,675
c	Fair market value of all other assets (see instructions)	1c	511
d	Total (add lines 1a, b, and c)	1d	2,240,426
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,240,426
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	33,606
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,206,820
6	Minimum investment return. Enter 5% of line 5	6	110,341

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	110,341
2a	Tax on investment income for 2012 from Part VI, line 5	2a	869
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	869
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,472
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	109,472
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	109,472

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	103,150
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	103,150
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	869
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,281

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				109,472
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			102,570	
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 103,150				
a Applied to 2011, but not more than line 2a			102,570	
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				580
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				108,892
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				
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				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
ROBERT D. EISENSTEIN 615-297-1211
1108 NICHOL LANE NASHVILLE TN 37205-4418

b The form in which applications should be submitted and information and materials they should include
WRITTEN APPLICATION REQUESTING FUNDS

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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

* Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 6				103,150
Total				▶ 3a 103,150
b Approved for future payment N/A				
Total				▶ 3b

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Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CORPORATION SERVICE COMPANY -	\$ 383	\$ 383	\$	\$
LEGAL REPRESENTATIVE				
TOTAL	\$ 383	\$ 383	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
JACOBS, COHEN & ASSOCIATES, PLLC	\$	\$	\$	\$
PREPARATION OF RETURNS AND	4,795	4,795		
MAINTENANCE OF BOOKS AND RECORDS				
TOTAL	\$ 4,795	\$ 4,795	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAX ON 2011	\$	\$	\$	\$
INVESTMENT INCOME	551			
DELAWARE FRANCHISE TAX	55	55		
REPORT FILING FEE FOR 2012				
TOTAL	\$ 606	\$ 55	\$ 0	\$ 0

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Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AMERICAN ELECTRIC POWER - 1,200 SHS		\$ 45,483	COST	\$ 51,216
ANADARKO PETROLEUM CORP. - 2,310 SHS	5,722	5,722	COST	171,656
AT&T, INC. - 2,000 SHARES	50,557	50,557	COST	67,420
DEVON ENERGY CORP. - 894 SHARES	4,352	4,352	COST	46,524
EXPRESS SCRIPTS HLDG - 1,464 SHARE		227	COST	79,056
EXXON MOBIL CORP. - 5,300 SHARES	14,208	14,208	COST	458,715
INTERNATIONAL BUSINESS MACHINE - 400	14,070	14,070	COST	76,620
MEDCO HEALTH SOLUTIONS, INC. - 1,808	227		COST	
MEDTRONIC, INC. - 500 SHARES	22,205	22,205	COST	20,510
MERCK & CO INC - 1,200		45,206	COST	49,128
MYLAN, INC. - 1,000 SHARES	15,595	15,595	COST	27,450
NEWMONT MINING CORP. - 157 SHARES	2,654	2,654	COST	7,291
PEPCO HOLDINGS INC - 2,000 SHARES		39,456	COST	39,220
PROCTER & GAMBLE COMPANY - 500 SHS	26,919	26,919	COST	33,945
SCANA CORP COM - 1,000 SHARES		46,387	COST	45,640
THE SOUTHERN CO - 1,000 SHARES		45,654	COST	42,810
UNION PACIFIC CORP. - 6,000 SHARES	11,756	11,756	COST	754,320
TOTAL	\$ 168,265	\$ 390,451		\$ 1,971,521

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Statement 5 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
ESTIMATED TAX PAYMENTS	\$ 430	\$ 560	\$ 560
DUE FROM TRUSTEE		250	250
TOTAL	<u>\$ 430</u>	<u>\$ 810</u>	<u>\$ 810</u>

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Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

WRITTEN APPLICATION REQUESTING FUNDS

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

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Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
ABE'S GARDEN NASHVILLE TN 37219	N/A	618 CHURCH STREET	PUBLIC	GENERAL USE		250	
ALZHEIMER'S ASSOCIATION MID SOUTH NASHVILLE TN 37220	N/A	4825 TROUSDALE DR	PUBLIC	GENERAL USE		250	
AMERICAN JEWISH COMMITTEE NEW YORK NY 10022	N/A	165 EAST 56 STREET	PUBLIC	GENERAL USE		250	
AMERICAN HEART ASSOCIATION DALLAS TX 75231	N/A	7272 GREENVILLE AVENUE	PUBLIC	GENERAL USE		1,000	
BRIDGES NASHVILLE TN 37201	N/A	415 FOURTH AVENUE SOUTH	PUBLIC	GENERAL USE		300	
COUCIL ON AGING OF GREATER NASHVILL NASHVILLE TN 37205	N/A	95 WHITE BRIDGE ROAD	PUBLIC	GENERAL USE		500	
COURT APPOINTED SPECIAL ADVOCATES NASHVILLE TN 37206	N/A	601 WOODLAND STREET	PUBLIC	GENERAL USE		500	
CUMBERLAND COLLEGE WILLIAMSBURG KY 40769	N/A	6191 COLLEGE STATION DR.	PUBLIC	GENERAL USE		250	
FIFTY FORWARD NASHVILLE TN 37203	N/A	174 RAINS AVENUE	PUBLIC	GENERAL USE		500	
FANNIE BATTLE DAY HOME FOR CHILDREN NASHVILLE TN 37206	N/A	108 CHAPEL AVENUE	PUBLIC	GENERAL USE		250	
GILDA'S CLUB NASHVILLE NASHVILLE TN 37203	N/A	1707 DAVIDSON STREET	PUBLIC	GENERAL USE		250	
GORDON JEWISH COMMUNITY CENTER OF NASHVILLE TN 37205	N/A	801 PERCY WARNER BLVD.	PUBLIC	GENERAL USE		20,000	
JEWISH FAMILY SERVICES OF NASHVILLE NASHVILLE TN 37205	N/A	801 PERCY WARNER BLVD.	PUBLIC	GENERAL USE		6,000	
JEWISH FEDERATION OF NASHVILLE & NASHVILLE TN 37205	N/A	801 PERCY WARNER BLVD.	PUBLIC	GENERAL USE		51,000	
LEGAL AID SOCIETY OF MIDDLE NASHVILLE TN 37201	N/A	300 DEADERICK STREET	PUBLIC	GENERAL USE		300	
MOTHERS AGAINST DRUNK DRIVING NASHVILLE TN 37217	N/A	1100 KERMIT DRIVE	PUBLIC	GENERAL USE		250	
NASHVILLE HUMANE ASSOCIATION NASHVILLE TN 37209	N/A	213 OCEOLA AVENUE	PUBLIC	GENERAL USE		500	

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**Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
NASHVILLE OPPORTUNITIES	1819 CHARLOTTE AVENUE		PUBLIC	GENERAL USE	500
NASHVILLE TN 37203	630 MAINSTREAM DRIVE	N/A	PUBLIC	GENERAL USE	250
NASHVILLE PUBLIC RADIO	161 RAINS AVENUE	N/A	PUBLIC	GENERAL USE	250
NASHVILLE TN 37228	1 SYMPHONY PLACE	N/A	PUBLIC	GENERAL USE	2,000
NASHVILLE PUBLIC TELEVISION	801 12TH AVENUE SOUTH	N/A	PUBLIC	GENERAL USE	200
NASHVILLE TN 37203	50 VANTAGE WAY	N/A	PUBLIC	GENERAL USE	300
NASHVILLE SYMPHONY	331 GREAT CIRCLE ROAD	N/A	PUBLIC	GENERAL USE	550
NASHVILLE TN 37201	1399 SOUTH ROXBURY	N/A	PUBLIC	GENERAL USE	250
PARK CENTER	9701 GERMANTOWN AVENUE	N/A	PUBLIC	GENERAL USE	250
NASHVILLE TN 37203	400 WASHINGTON AVENUE	N/A	PUBLIC	GENERAL USE	550
PLANNED PARENTHOOD OF MIDDLE & EAST	1900 12TH AVENUE SOUTH	N/A	PUBLIC	GENERAL USE	250
NASHVILLE TN 37228	631 DICKERSON PIKE	N/A	PUBLIC	GENERAL USE	500
SECOND HARVEST FOOD BANK	505 DEADERICK STREET	N/A	PUBLIC	GENERAL USE	250
NASHVILLE TN 37228	250 VENTURE CIRCLE	N/A	PUBLIC	GENERAL USE	2,000
SIMON WIESENTHAL CENTER	2200 NW CORPORATE BLVD.	N/A	PUBLIC	GENERAL USE	250
LOS ANGELES CA 90035	822 WOODLAND STREET	N/A	PUBLIC	GENERAL USE	300
SISTERS OF SAINT JOSEPH CONVENT	2301 VANDERBILT PLACE	N/A	PUBLIC	GENERAL USE	2,000
PHILADELPHIA PA 19118					
SOUTHERN POVERTY LAW CENTER					
MONTGOMERY AL 36104					
SPECIAL OLYMPICS TENNESSEE					
NASHVILLE TN 37203					
THE SALVATION ARMY					
NASHVILLE TN 37207					
TENNESSEE PERFORMING ARTS CENTER					
NASHVILLE TN 37243					
UNITED WAY OF METROPOLITAN NASHVILL					
NASHVILLE TN 37228					
UNITED STATES HOLOCAUST MUSEUM					
BOCA RATON FL 33431					
URBAN HOUSING SOLUTIONS					
NASHVILLE TN 37206					
VANDERBILT UNIVERSITY - BERNARD					
NASHVILLE TN 37240					

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**Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
VANDERBILT UNIVERSITY MEDICAL NASHVILLE TN 37240	N/A	2301 VANDERBILT PLACE	PUBLIC			GENERAL USE	2,500
VANDERBILT UNIVERSITY - ANN F. NASHVILLE TN 37240	N/A	2301 VANDERBILT PLACE	PUBLIC			GENERAL USE	2,000
VANDERBILT UNIVERSITY - MONROE CARE NASHVILLE TN 37240	N/A	2301 VANDERBILT PLACE	PUBLIC			GENERAL USE	300
WALDEN'S PUDDLE JOELTON TN 37080	N/A	P.O. BOX 641	PUBLIC			GENERAL USE	300
YOUTH VILLAGES NASHVILLE TN 37211	N/A	3310 PERIMETER HILL DRIVE	PUBLIC			GENERAL USE	250
ROOM IN THE INN NASHVILLE TN 37203	N/A	705 DREXEL STREET	PUBLIC			GENERAL USE	300
THE LEUKEMIA & LYMPHOMA SOCIETY NASHVILLE TN 37217	N/A	404 BNA DRIVE	PUBLIC			GENERAL USE	300
TENNESSEE HOLOCAUST COMMISSION, INC NASHVILLE TN 37240	N/A	2417 WEST END AVENUE	PUBLIC			GENERAL USE	300
THE AMERICAN SOCIETY FOR THE NEW YORK NY 10128	N/A	424 E. 92ND ST	PUBLIC			GENERAL USE	300
AMERICAN DIABETES ASSOCIATION ALEXANDRIA VA 22311	N/A	1701 N. BEAUEGARD STREET	PUBLIC			GENERAL USE	550
AMERICAN LUNG ASSOCIATION COLUMBUS OH 43228	N/A	1950 ARLINGGATE LANE	PUBLIC			GENERAL USE	250
W.O. SMITH MUSIC SCHOOL NASHVILLE TN 37203	N/A	1125 8TH AVENUE SOUTH	PUBLIC			GENERAL USE	300
AMERICAN RED CROSS NASHVILLE TN 37203	N/A	2817 WEST END AVE	PUBLIC			GENERAL USE	500
MARCH OF DIMES FOUNDATION WHITE PLAINS NY 10605	N/A	1275 MAMARONECK AVENUE	PUBLIC			GENERAL USE	250
ALZHEIMER'S ASSOCIATION NASHVILLE TN 37220	N/A	4825 TROUSDALE DRIVE	PUBLIC			GENERAL USE	300
MCNEILLY CENTER FOR CHILDREN NASHVILLE TN 37207	N/A	400 MERIDIAN STREET	PUBLIC			GENERAL USE	300
SMILE TRAIN WASHINGTON DC 20090	N/A	PO BOX 96231	PUBLIC			GENERAL USE	250

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Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
JEWISH CHAUTAUQUA SOCIETY							
NEW YORK NY 10017				633 3RD AVENUE	PUBLIC	GENERAL USE	300
BOOK'EM				161 RAINS AVENUE	PUBLIC	GENERAL USE	300
NASHVILLE TN 37203				209 10TH AVENUE SOUTH	PUBLIC	GENERAL USE	300
ARTHRITIS FOUNDATION SOUTHEAST							
NASHVILLE TN 37203							
TOTAL							103,150