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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

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**Name of foundation **LEONARD L AND BERTHA U ABESS FOUNDATION INC.**

A Employer identification number

C/O FIDUCIARY TRUST COMPANY INT'L. 141007000**65-0151462**

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

600 FIFTH AVENUE**212- 632-3000**

City or town, state, and ZIP code

NEW YORK, NY 10020

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

J Accounting method ☒ Cash ☐ Accrual

of year (from Part II, col. (c), line

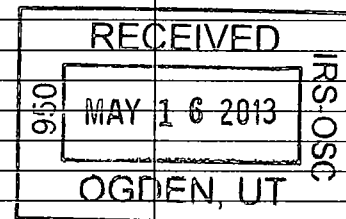
☐ Other (specify) _____16) ▶ \$ **4,311,532.**

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	134,081.	133,576.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	93,499.			
b Gross sales price for all assets on line 6a	2,358,997.			
7 Capital gain net income (from Part IV, line 2)		93,499.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	534.	534.		STMT 2
12 Total. Add lines 1 through 11	228,114.	227,609.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	3,500.	3,500.	NONE	NONE
c Other professional fees (attach schedule) STMT 4	21,420.	17,136.		4,284.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	7,300.	1,664.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	226.	165.		61.
24 Total operating and administrative expenses. Add lines 13 through 23	32,446.	22,465.	NONE	4,345.
25 Contributions, gifts, grants paid	209,500.			209,500.
26 Total expenses and disbursements. Add lines 24 and 25	241,946.	22,465.	NONE	213,845.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-13,832.			
b Net investment income (if negative, enter -0-)		205,144.		
c Adjusted net income (if negative, enter -0-)				



P 8ne

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	244,478.	702,062.	702,062.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	335,265.		
	b	Investments - corporate stock (attach schedule)	2,148,867.	2,678,164.	3,240,232.
	c	Investments - corporate bonds (attach schedule)	1,016,680.	335,513.	369,238.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,745,290.	3,715,739.	4,311,532.	
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)		NONB		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,745,290.	3,715,739.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see instructions)	3,745,290.	3,715,739.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,745,290.	3,715,739.	

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	3,745,290.
2	Enter amount from Part I, line 27a	2	-13,832.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	13,281.
4	Add lines 1, 2, and 3	4	3,744,739.
5	Decreases not included in line 2 (itemize) ▶ 2011 CHECK CLEARING IN 2012	5	29,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,715,739.

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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, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
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 2,358,997.		2,265,498.	93,499.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or 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. (i) over col. (j), if any			
a			93,499.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	93,499.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div> </div>					

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	209,661.	4,362,095.	0.048064
2010	192,639.	4,211,520.	0.045741
2009	236,006.	3,899,347.	0.060524
2008	268,519.	4,798,833.	0.055955
2007	231,366.	5,573,618.	0.041511
2 Total of line 1, column (d)			2 0.251795
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 0.050359
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,269,221.
5 Multiply line 4 by line 3			5 214,994.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,051.
7 Add lines 5 and 6			7 217,045.
8 Enter qualifying distributions from Part XII, line 4			8 213,845.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	4,103.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	4,103.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,103.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,100.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,100.	
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	3.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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) <input type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ FIDUCIARY TRUST COMPANY INT'L. Telephone no ▶ (212) 632-3000			
	Located at ▶ 600 FIFTH AVENUE, NEW YORK, NY ZIP+4 ▶ 10020			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

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
LEONARD L & JAYNE H ABESS 100 S E 32nd ROAD, MIAMI, FL 33129	PRES; DIR , VP		- 0 -	- 0 -
ALLAN T ABESS 25 WEST FLAGLER STREET, MIAMI, FL 33130	DIRECTOR			
ASHLEY ABESS 25 WEST FLAGLER STREET, MIAMI, FL 33130	DIRECTOR			
DANIEL KUSHNER 25 WEST FLAGLER STREET, MIAMI, FL 33130	SEC./TREAS.			

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 ☐

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE

Total. Add lines 1 through 3

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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	4,049,775.
b	Average of monthly cash balances	1b	284,460.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,334,235.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,334,235.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,269,221.
6	Minimum investment return. Enter 5% of line 5	6	213,461.

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	213,461.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,103.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,103.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	209,358.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	209,358.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	209,358.

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	213,845.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	213,845.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	213,845.

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				209,358.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			208,937.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>213,845.</u>				
a Applied to 2011, but not more than line 2a			208,937.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				4,908.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				204,450.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 16				209,500.
Total			▶ 3a	209,500.
b Approved for future payment				
Total			▶ 3b	

Form **990-PF** (2012)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FTCI ACCOUNT	134,081.	133,576.
	-----	-----
TOTAL	134,081.	133,576.
	=====	=====

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SECURITY LITIGATION PAYMENTS	534.	534.
	-----	-----
TOTALS	534.	534.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	3,500.	3,500.		
	-----	-----	-----	-----
TOTALS	3,500.	3,500.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FTCI INVESTMENT MGT FEES	21,420.	17,136.	4,284.
TOTALS	21,420.	17,136.	4,284.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE TAX	5,636.	
FOREIGN TAX WITHHELD	1,664.	1,664.
	-----	-----
TOTALS	7,300.	1,664.
	=====	=====

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FLORIDA ANNUAL FEE	61.		61.
ADR FEES	165.	165.	
TOTALS	226. =====	165. =====	61. =====

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

SEE ATTACHED

TOTALS

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	2,678,164.	3,240,232.
	-----	-----
TOTALS	2,678,164.	3,240,232.
	=====	=====

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	335,513.	369,238.
	-----	-----
TOTALS	335,513.	369,238.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
CHECKS CLEARING AFTER 12/31/12	11,500.
RETURN OF CAPITAL TAX COST ADJ.	1,781.

TOTAL	13,281.
	=====

LEONARD L AND BERTHA U ABESS FOUNDATION INC.
FORM 990PF, PART XV - LINES 2a - 2d

65-0151462

=====

RECIPIENT NAME:

LEONARD L. ABESS

ADDRESS:

100 S E 32nd ROAD

MIAMI, FL 33129

RECIPIENT'S PHONE NUMBER: 305-577-7333

FORM, INFORMATION AND MATERIALS:

LETTER REQUEST ACCOMPANIED BY EXEMPTION

LETTER UNDER IRC SECTION 501(C) (3)

STATEMENT 11

RECIPIENT NAME:
GREATER MIAMI JEWISH FEDERATION
ADDRESS:
4200 BISCAYNE BOULEVARD
MIAMI, FL 33137-0100
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
MOUNT SINAI MEDICAL CENTER FDN.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
TEMPLE ISRAEL OF GREATER MIAMI
ADDRESS:
137 NORTHEAST 19TH STREET
MIAMI, FL 33132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
YESHIVAS DORESH
ADDRESS:
2220 NE 203RD TERRACE
MIAMI, FL 33180
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MIAMI COALITION OF CHRISTIANS AND
JEWS, INC.
ADDRESS:
150 SE 2ND AVENUE, SUITE 914
MIAMI, FL 33131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
MIAMI COUNTRY DAY SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

THE NATURE CONSERVANCY OF VERMONT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL EXEMPT PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

THE NATURE CONSERVANCY

FLORIDA KEYS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL EXEMPT PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

AJC GREATER MIAMI AND

BROWARD

ADDRESS:

9200 SOUTH DADELAND BLVD. SUITE 500

MIAMI, FL 33156

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL EXEMPT PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,500.

STATEMENT 14

RECIPIENT NAME:
ANTI-DEFAMATION LEAGUE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
WORLD WILDLIFE FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
NATURE CONSERVANCY OF FLORIDA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
WLRN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
STORM KING ART CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
UNIVERSITY OF MIAMI
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 76,000.

TOTAL GRANTS PAID: 209,500.
=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

Employer identification number

65-0151462

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -60,167.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -60,167.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 153,666.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 153,666.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-60,167.
14	Net long-term gain or (loss):			
a	Total for year	14a		153,666.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		93,499.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) or b \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2012

Name of estate or trust

Employer identification number

65-0151462

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-60,167.00
---	------------

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

ALN754 N810 04/24/2013 09:47:23

141007000

36

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.

Employer identification number

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 74030.883 GOVT NATL MORTG PL# 713336 DTD 5/1/2009 4.5	04/17/2009	01/16/2012	2,379.00	2,431.00	-52.00
27536.024 FEDERAL NATL MTG					
892544 DTD 9/1/2006 5.50% 9	09/29/2006	01/25/2012	4,046.00	4,047.00	-1.00
25156.759 FEDERAL NATL MTG					
#894051 DTD 9/1/2006 5.50%	02/22/2007	01/25/2012	816.00	807.00	9.00
800. GENERAL DYNAMICS CORP					
	02/10/2010	02/01/2012	55,728.00	39,869.00	15,859.00
1200. AGCO CORP					
	02/11/2011	02/14/2012	62,286.00	64,240.00	-1,954.00
500. AGILENT TECHNOLOGIES					
	12/30/2004	02/14/2012	21,852.00	11,424.00	10,428.00
700. ANALOG DEVICES INC.					
	08/18/2010	02/14/2012	27,441.00	21,025.00	6,416.00
400. CELGENE CORP					
	10/06/2008	02/14/2012	29,501.00	23,292.00	6,209.00
800. GILEAD SCIENCES INC					
	10/02/2009	02/14/2012	43,431.00	35,616.00	7,815.00
2000. JOHNSON CTLS INC					
	01/20/2011	02/14/2012	66,150.00	77,242.00	-11,092.00
72279.774 GOVT NATL MORTG PL# 713336 DTD 5/1/2009 4.5	04/17/2009	02/15/2012	1,751.00	1,789.00	-38.00
27352.242 FEDERAL NATL MTG					
892544 DTD 9/1/2006 5.50% 9	09/29/2006	02/27/2012	184.00	184.00	
24808.545 FEDERAL NATL MTG					
#894051 DTD 9/1/2006 5.50%	02/22/2007	02/27/2012	348.00	344.00	4.00
67856.967 GOVT NATL MORTG PL# 713336 DTD 5/1/2009 4.5	04/17/2009	03/15/2012	4,423.00	4,518.00	-95.00
24384.774 FEDERAL NATL MTG					
892544 DTD 9/1/2006 5.50% 9	09/29/2006	03/26/2012	2,967.00	2,968.00	-1.00
23254.013 FEDERAL NATL MTG					
#894051 DTD 9/1/2006 5.50%	02/22/2007	03/26/2012	1,555.00	1,537.00	18.00
3000. CORNING INC					
	06/02/2010	03/27/2012	43,524.00	50,035.00	-6,511.00
300. AGCO CORP					
	02/11/2011	03/28/2012	14,065.00	16,060.00	-1,995.00
1700. AGILENT TECHNOLOGIES					
	02/27/2009	03/28/2012	75,226.00	29,943.00	45,283.00
1100. ANALOG DEVICES INC.					
	08/18/2010	03/28/2012	43,925.00	33,039.00	10,886.00
1500. HONDA MTR CO LTD ADR					
	02/03/2004	03/28/2012	57,815.00	33,253.00	24,562.00
66460.908 GOVT NATL MORTG PL# 713336 DTD 5/1/2009 4.5	04/17/2009	04/16/2012	1,396.00	1,426.00	-30.00
24192.286 FEDERAL NATL MTG					
892544 DTD 9/1/2006 5.50% 9	09/29/2006	04/25/2012	192.00	193.00	-1.00
22124.679 FEDERAL NATL MTG					
#894051 DTD 9/1/2006 5.50%	02/22/2007	04/25/2012	1,129.00	1,117.00	12.00
100000. GOVT NATL MORTG AS PL# 713336 DTD 5/1/2009 4.5	04/17/2009	05/09/2012	70,747.00	65,987.00	4,760.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2012

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

LEONARD L AND BERTHA U ABESS FOUNDATION INC.

65-0151462

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 150000. UNITED STATES TREA 5/15/2007 4.5% 5/15/2017	10/31/2007	05/09/2012	177,604.00	150,504.00	27,100.00
64554.272 GOVT NATL MORTG PL# 713336 DTD 5/1/2009 4.5		05/15/2012	1,907.00	1,907.00	
2993. ABB LTD SPONSORED AD	10/09/2008	05/16/2012	49,067.00	73,066.00	-23,999.00
50000. GOLDMAN SACHS GROUP DTD 2/5/2009 7.5% 2/15/2019	02/20/2009	05/24/2012	56,092.00	50,168.00	5,924.00
200000. UNITED STATES TREA INFLATION INDEX DTD 4/15/20	10/27/2008	05/24/2012	219,126.00	187,203.00	31,923.00
23206.996 FEDERAL NATL MTG 892544 DTD 9/1/2006 5.50% 9	09/29/2006	05/25/2012	985.00	986.00	-1.00
21088.046 FEDERAL NATL MTG #894051 DTD 9/1/2006 5.50%	02/22/2007	05/25/2012	1,037.00	1,025.00	12.00
25000. BRISTOL MYERS SQUIB 5/1/2008 5.45% 5/1/2018	04/30/2008	06/19/2012	29,968.00	25,375.00	4,593.00
1100. MOSAIC CO	10/02/2009	06/20/2012	57,185.00	50,875.00	6,310.00
23043.35 FEDERAL NATL MTG 892544 DTD 9/1/2006 5.50% 9	09/29/2006	06/25/2012	164.00	164.00	
20442.441 FEDERAL NATL MTG #894051 DTD 9/1/2006 5.50%	02/22/2007	06/25/2012	646.00	638.00	8.00
1000. RESEARCH IN MOTION L	11/16/2009	06/29/2012	7,462.00	61,643.00	-54,181.00
17819.064 FEDERAL NATL MTG 892544 DTD 9/1/2006 5.50% 9	09/29/2006	07/25/2012	5,224.00	5,226.00	-2.00
19451.593 FEDERAL NATL MTG #894051 DTD 9/1/2006 5.50%	02/22/2007	07/25/2012	991.00	980.00	11.00
17692.374 FEDERAL NATL MTG 892544 DTD 9/1/2006 5.50% 9	09/29/2006	08/27/2012	127.00	127.00	
19092.944 FEDERAL NATL MTG #894051 DTD 9/1/2006 5.50%	02/22/2007	08/27/2012	359.00	355.00	4.00
17539.78 FEDERAL NATL MTG 892544 DTD 9/1/2006 5.50% 9	09/29/2006	09/25/2012	153.00	153.00	
18414.842 FEDERAL NATL MTG #894051 DTD 9/1/2006 5.50%	02/22/2007	09/25/2012	678.00	670.00	8.00
1300. FLUOR CORP	11/16/2009	09/27/2012	73,725.00	61,098.00	12,627.00
400. GILEAD SCIENCES INC	04/21/2010	09/28/2012	26,551.00	17,437.00	9,114.00
150000. FEDERAL HOME LOAN 10/5/2007 4.625% 10/10/2012	11/01/2007	10/10/2012	150,000.00	150,199.00	-199.00
50. GOOGLE INC	01/24/2011	10/12/2012	37,635.00	30,449.00	7,186.00
200. ABBOTT LABS	07/23/2009	10/22/2012	13,156.00	8,783.00	4,373.00
2300. BROADCOM CORP CL A	06/10/2011	10/22/2012	77,213.00	80,291.00	-3,078.00
730. GENERAL MOTORS CO 4.7 SER B	11/18/2010	10/22/2012	28,871.00	36,500.00	-7,629.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2012

JSA

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Employer identification number

65-0151462

[illegible]

Schedule D-1 (Form 1041) 2012

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
=====								
U S Dollar								

Cash								
	100.062.3100 CASH		100,062 31		100,062 31	50	0 05	0 00
Cash Equivalents								
	602.000 0000 STIP 3 US TREASURY & AGENCY DTD 8/31/2003	1 0000	602,000 00	1 0000	602,000 00	317	0 05	5 81
Total U S Dollar								
			702,062 31		702,062 31	367	0 05	5 81
Total SHORT TERM								
			702,062 31		702,062 31	367	0.05	5 81

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME								
=====								
U S Dollar								

Mortgages								
15,974 4560	FEDERAL NATL MTG ASSN MTG PL 892544 DTD 9/1/2006 5.50% 9/1/2021 AA+	100 0313	15,979 45	108.3540	17,308 96	879	5 50	73 22
16,538 3520	FEDERAL NATL MTG ASSN MTG PL #894051 DTD 9/1/2006 5 50% 10/1/2036 AA+	98 8751	16,352 31	108 7940	17,992 73	910	5 50	75 80

Total Mortgages								
Corporates								
100,000 0000	DU PONT E I DE NEMOURS & CO SR NT DTD 4/30/2004 4 875% 4/30/2014 A	101 8330	101,833.00	105 6790	105,679 00	4,875	0 59	826 04
50,000 0000	WAL MART STORES INC NT DTD 5/21/2009 3 2% 5/15/2014 AA	100 3890	50,194 50	103 9156	51,957 80	1,600	0 34	204 44
50,000 0000	KILLOGG CO SR NT DTD 5/21/2009 4 45% 5/30/2016 BBB+	99 3090	49,654 50	110 7110	55,355 50	2,225	1.24	191 60

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar								
			Cont					
100,000 0000	BRISTOL MYERS SQUIBB CO DTD 5/1/2008 5 45% 5/1/2018 A+	101 4990	101,499.00	120 9440	120,944 00	5,450	1 36	908 33
Total Corporates								
			303,181 00		333,936 30	14,150	0 94	2,130 41
Total U S Dollar								
			335,512 76		369,237 99	15,938	1 38	2,279.43
Total FIXED INCOME								
			335,512 76		369,237 99	15,938	1.38	2,279 43

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
CONVERTIBLES							
=====							
U S Dollar							

Convertible Bonds							
100,000 0000	PEABODY ENERGY CORP CONV/CALL DTD 12/20/2006 4 75% 12/15/2006 B+ CALLABLE ON 12/20/2036 @ 100%	77.8750	96 8125	96,812.50	4,750	4 91	211 11
Convertible Preferred							
2,000.0000	APACHE CORP CONV PFD 6 00%	47.3372	45 7000	91,400 00	6,000	6 56	0 00
Total U S Dollar							
		172,549 30		188,212 50	10,750	5 71	211 11
Total CONVERTIBLES							
		172,549 30		188,212 50	10,750	5 71	211 11

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U K Pound Stg (USD 1 00=(GBP) 0 61538)								
8,500 0000	TESCO PLC (GBP) ORD 5	3 2509	27,632 25 43,674 23	3 3610	28,568.50 46,424 16	1,238 2,011	4 33 4 33	0 00 0 00
U S Dollar								
1,100.0000	ABBOTT LABORATORIES	43 9174	48,309 14	65 5000	72,050 00	616	0 85	0 00
550 0000	ACE LTD	76 3510	41,993 06	79 8000	43,890.00	1,078	2 46	0.00
950 0000	AFLAC INC	44 7308	42,494 27	53 1200	50,464.00	1,330	2 64	0 00
700 0000	AIR PRODUCTS & CHEMICALS INC	65 7600	46,032.00	84 0200	58,814 00	1,792	3 05	448 00
300 0000	APPLE INC	519 6465	155,893 94	533 0300	159,909 00	3,180	1.99	0.00
650 0000	BERKSHIRE HATHAWAY INC	48 9486	31,816 59	89 7000	58,305 00		N/A	0 00
700 0000	BLACKROCK INC	155 2586	108,681 00	206 7100	144,697 00	4,200	2.90	0 00
1,300 0000	BORG WARNER INC	70 8840	92,149 25	71 6200	93,106 00		N/A	0 00
600 0000	CELGENE CORP	48 3875	29,032 50	78 7200	47,232 00		N/A	0 00
1,000 0000	CENTURYLINK INC	37 5965	37,596 50	39 1200	39,120 00	2,900	7 41	0 00

EQUITIES
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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY - U S. DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar								
			Cont					
750 0000	CHINA MOBILE LTD SPONS ADR	56 7373	42,552 97	58 7200	44,040.00	1,471	3 34	0 00
3,500 0000	COMCAST CORP CL A	18 6789	65,376 15	37 3800	130,830 00	2,275	1 74	568.75
600 0000	CONOCOPHILLIPS	52 7715	31,662.90	57 9900	34,794 00	1,584	4.55	0 00
1,500 0000	COVIDIEN PLC	46 4236	69,635 40	57 7400	86,610 00	1,560	1 80	0 00
1,000 0000	DEVON ENERGY CORP NEW	64 3773	64,377 26	52 0400	52,040 00	800	1 54	0 00
600 0000	DIAGEO PLC SPONSORED ADR NEW	80 5140	48,308 40	116 5800	69,948.00	1,664	2.38	0 00
800 0000	DU PONT E I DE NEMOURS & CO	51 9337	41,546 96	44 9700	35,976 00	1,376	3 82	0 00
1,800 0000	EMERSON ELECTRIC CO	49 2763	88,697 34	52 9600	95,328 00	2,952	3 10	0 00
800 0000	EXXON MOBIL CORP	56 7000	45,360 00	86 5500	69,240 00	1,824	2 63	0 00
4,500 0000	GENERAL ELECTRIC CO	18 1195	81,537 75	20 9900	94,455 00	3,420	3 62	855.00
900 0000	GILEAD SCIENCES INC	45 0659	40,559 28	73 4500	66,105 00		N/A	0.00
100 0000	GOOGLE INC	608 9765	60,897 65	709 3700	70,937 00		N/A	0 00
500 0000	LABORATORY CORP AMER HLDGS COM NEW	85 8021	42,901 05	86 6200	43,310 00		N/A	0 00

LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
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FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar								
			Cont					
1,600 0000	LOWES COS INC	27 4076	43,852 16	35 5200	56,832 00	1,024	1 80	0 00
2,000 0000	MARATHON OIL CORP	23 3882	46,776 46	30 6600	61,320 00	1,360	2 22	0 00
1,000.0000	MARATHON PETROLEUM CORP	31 6417	31,641 74	63 0000	63,000 00	1,400	2 22	0 00
1,500 0000	MATTEL INC	31 3631	47,044 65	36 6200	54,930 00	1,860	3 39	0 00
575 0000	MCDONALDS CORP	90 5650	52,074 90	88 2100	50,720 75	1,771	3 49	0 00
650 0000	MEAD JOHNSON NUTRITION COMPANY	74 3232	48,310 11	65 8900	42,828 50	780	1 82	195 00
2,400 0000	MICROCHIP TECHNOLOGY INC	36 5747	87,779 16	32 5900	78,216 00	3,379	4 32	0 00
2,000 0000	MICROSOFT CORP	23 5090	47,018 07	26 7300	53,460 00	1,840	3 44	0 00
1,000 0000	NATIONAL OILWELL VARCO INC	26 2238	26,223 76	68.3500	68,350 00	520	0.76	0 00
1,100 0000	NESTLE S A SPONSORED ADR REPSTG REG SH	58 8575	64,743 25	65 1700	71,687 00	1,949	2 72	0.00
1,200 0000	NIKE INC CL B	24 3257	29,190 89	51 6000	61,920 00	1,008	1 63	0 00
2,900 0000	NUANCE COMMUNICATIONS INC	25 1157	72,835.49	22 3200	64,728 00	N/A	N/A	0 00
1,023 0000	PEPSICO INC	58 8473	60,200 78	68 4300	70,003 89	2,199	3 14	549 86

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar							
		Cont					
700 0000	QUALCOMM INC	61 8359	62 0200	43,414.00	700	1.61	0 00
1,300 0000	ROCHE HOLDING LTD ADR	31 0773	50 5000	65,650 00	2,005	3 05	0 00
900 0000	ROCKWELL AUTOMATION INC	75 0045	83,9900	75,591 00	1,692	2 24	0 00
150 0000	SAMSUNG ELECTRS LTD GDR 95 RPSTG REGS	560 0552	705 7500	105,862 50	362	0 34	0 00
300 0000	TERADATA CORP	63 5942	61 8900	18,567.00		N/A	0 00
1,200 0000	TEVA PHARMACEUTICAL INDS LTD ADR	27 7113	37 3400	44,808 00	965	2 15	0 00
550 0000	UNITED PARCEL SVC INC CL B	78 2273	73 7300	40,551 50	1,254	3 09	0 00
1,300 0000	UNITED TECHNOLOGIES CORP	57 6712	82 0100	106,613 00	2,782	2 61	0 00
1,800 0000	VODAFONE GROUP PLC SPONSORED ADR	22.9500	25 1900	45,342 00	2,700	5 95	932 46
Total U S Dollar		2,461,940 09		3,005,595 14	65,573	2 18	3,549 07
Total EQUITIES		2,505,614 32		3,052,019 30	67,584	2 21	3,549.07

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

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LEONARD L AND BERTHA U ABESS FOUNDATION
INCORPORATED
ACCOUNT # 141007000
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2012

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
Total			3,715,738 69		4,311,532 10	94,640		6,045 42
Accrued Income			6,045 42					
Grand Total			3,721,784 11		4,317,577 52	94,640		6,045 42