Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
THE LESTER M. AND SALLY ENTIN FOUNDATION
C/O MARC J. LENNER

A Employer identification number
65-0758118

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 2189

B Telephone number
(973)773-1010

City or town, state, and ZIP code
CLIFTON, NJ 07015-2189

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1. Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 7,920,780.

J Accounting method. [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11,655.	11,655.		STATEMENT 1
	4 Dividends and interest from securities	92,832.	92,832.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,415.			
	b Gross sales price for all assets on line 6a 3,929,391.				
	7 Capital gain net income (from Part IV, line 2)		12,415.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	116,902.	116,902.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	80,000.	0.		0.
	14 Other employee salaries and wages	50,000.	50,000.		0.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest	28.	28.		0.
	18 Taxes STMT 3	25,938.	18,841.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	38,079.	38,079.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	194,045.	106,948.		0.
	25 Contributions, gifts, grants paid	416,426.			416,426.
	26 **Total expenses and disbursements.** Add lines 24 and 25	610,471.	106,948.		416,426.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<493,569.>			
	b **Net investment income** (if negative, enter -0-)		9,954.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	14,449.	3,301,319.	3,301,319.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 6	7,987,351.	4,225,895.	4,519,461.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 7)	125,857.	100,000.	100,000.
	16 **Total assets** (to be completed by all filers)	8,127,657.	7,627,214.	7,920,780.
Liabilities	17 Accounts payable and accrued expenses	1,853.	83.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	1,853.	83.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	8,125,804.	7,627,131.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	8,125,804.	7,627,131.	
	31 **Total liabilities and net assets/fund balances**	8,127,657.	7,627,214.	

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	8,125,804.
2 Enter amount from Part I, line 27a	2	<493,569.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,632,235.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	5,104.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,627,131.

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				
b	SEE ATTACHED STATEMENTS			
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				
b				
c				
d				
e	3,929,391.		3,921,903.	12,415.

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				
b				
c				
d				
e				12,415.

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	12,415.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	327,950.	8,186,523.	.040060
2010	337,205.	6,090,103.	.055369
2009	445,909.	7,007,390.	.063634
2008	549,800.	9,286,311.	.059205
2007	557,716.	11,550,498.	.048285

2 Total of line 1, column (d)	2	.266553
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	.053311
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,692,594.
5 Multiply line 4 by line 3	5	410,100.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	100.
7 Add lines 5 and 6	7	410,200.
8 Enter qualifying distributions from Part XII, line 4	8	416,426.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	100.
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	100.
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	100.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 4,800.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	4,800.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	4,700.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 400. **Refunded** ▶		11	4,300.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ,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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ THE LESTER M. & SALLY ENTIN FOUNDAT Telephone no. ▶ (973) 773-1010

Located at ▶ 1033 CLIFTON AVENUE, CLIFTON, NJ ZIP+4 ▶ 07013

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARC J. LENNER 36 GREAT HILLS TERRACE SHORT HILLS, NJ 07078	PRES., TREAS. AND DIRECTOR 5.00	40,000.	17,000.	0.
ROBERT A. HOBERMAN 1325 HARBOR ROAD HEWLETT HARBOR, NY 11557	VP, SECT'Y AND DIRECTOR 5.00	40,000.	22,500.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,778,587.
b	Average of monthly cash balances	1b	1,031,153.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,809,740.
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	7,809,740.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	117,146.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,692,594.
6	**Minimum investment return.** Enter 5% of line 5	6	384,630.

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	384,630.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 100.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	100.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	384,530.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	384,530.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	384,530.

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	416,426.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	416,426.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	100.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	416,326.

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				384,530.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			369,867.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 416,426.				
a Applied to 2011, but not more than line 2a			369,867.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				46,559.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				337,971.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
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) N/A

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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*				
BANYON SCHOOL 12 HOLLYWOOD AVENUE FAIRFIELD, NJ 07004		EXEMPT	DONATION	2,500.
CROHNS AND COLITIS FOUNDATION 368 PARK AVE, SO. 14TH FL NEW YORK, NY 10016		EXEMPT	DONATION	7,500.
CURE BREAST CANCER FOUNDATION INC 1122 CLIFTON AVENUE CLIFTON, NJ 07013		EXEMPT	DONATION	50,000.
DAUGHTER OF ISRAEL 1155 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052		EXEMPT	DONATION	3,000.
DAUGHTERS OF MIRIAM FNDTN INC 155 HAZEL ST CLIFTON, NJ 07015		EXEMPT	DONATION	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	416,426.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	11,655.	
4 Dividends and interest from securities			14	92,832.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	12,415.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		116,902.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 116,902.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: Marc Lenner — Date: 5/22/13 — Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LARRY GOLDSTEIN		05/13/13		P00005683

Firm's name ▶ HOBERMAN, GOLDSTEIN & LESSER — Firm's EIN ▶ 13-2669370

Firm's address ▶ 226 WEST 26TH STREET NEW YORK, NY 10001-6785 — Phone no. 2124630900

Date: 5/9/2013
Publication: New York Law Journal
Adnumber: 2083149

THE ANNUAL RETURN OF The Lester M. & Sally Entin FOUNDATION. For the calendar year ended December 31, 2012 is available at its principal office located at 1033 Clifton Ave, Clifton, NJ 07015 (973) 773-1010 for inspection during regular business hours by any citizen who requests it within 180 days hereof. Principal Manager of the Foundation is Marc Lenner.
2083149 my9

COPY

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	420 SHS VNB CAPITAL TRUST	P	12/10/01	01/17/12
b	.394 SHS VALLEY NATIONAL BANCORP	P	07/19/07	05/25/12
c	452.781 SHS MATTHEWS INDIA FUND	P	06/17/11	01/19/12
d	305.277 SHS MATTHEWS CHINA FUND	P	06/17/11	01/19/12
e	825.472 SHS FRANKLIN INDIA GROWTH FD CL A	P	06/17/11	01/19/12
f	721.501 SHS DREYFUS INTL FDS INC BRAZIL EQUITY FD	P	06/17/11	01/19/12
g	143.931 SHS BLACKROCK LATIN AMER FD INC CL A	P	06/17/11	01/19/12
h	28.123 SHS AMERICAN CENTRUY EQUITY INCOME FD CL A	P	06/16/11	01/19/12
i	1.43 SHS AMERICAN CENTRUY EQUITY INCOME FD CL A	P	09/22/11	01/19/12
j	.23 SHS AMERICAN CENTRUY EQUITY INCOME FD CL A	P	12/29/11	01/19/12
k	190.99 SHS TEMPLETON CHINA WORLD FD CL A	P	06/17/11	01/19/12
l	259.472 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/19/11	07/20/12
m	677.471 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/19/11	07/20/12
n	422.201 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	01/03/12	07/20/12
o	3,843.677 SHS SENTINEL SMALL COMPANY FD CL A	P	12/29/11	08/15/12

	(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	10,500.		10,868.	<368.>
b	5.			5.
c	7,000.		8,956.	<1,956.>
d	7,000.		8,478.	<1,478.>
e	7,000.		8,502.	<1,502.>
f	10,000.		10,924.	<924.>
g	9,000.		9,828.	<828.>
h	210.		206.	4.
i	1.		1.	0.
j	2.		2.	0.
k	7,000.		7,493.	<493.>
l	7,260.		7,963.	<703.>
m	18,956.		20,792.	<1,836.>
n	11,813.		12,814.	<1,001.>
o	29,596.		28,059.	1,537.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a				<368.>
b				5.
c				<1,956.>
d				<1,478.>
e				<1,502.>
f				<924.>
g				<828.>
h				4.
i				0.
j				0.
k				<493.>
l				<703.>
m				<1,836.>
n				<1,001.>
o				1,537.

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

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05-01-12

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	359.525 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	12/20/11	10/17/12
b	31.685 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/11/12	10/17/12
c	287.049 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/11/12	10/17/12
d	121.856 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/09/11	10/17/12
e	52.138 SHS FUNDAMENTAL INVESTORS INC CL A	P	03/19/12	10/17/12
f	53.378 SHS FUNDAMENTAL INVESTORS INC CL A	P	06/14/12	10/17/12
g	46.575 SHS FUNDAMENTAL INVESTORS INC CL A	P	09/11/12	10/17/12
h	449.725 SHS FRANKLIN INDIA GROWTH FD CL A	P	12/19/11	10/17/12
i	21.406 SHS BLACKROCK LATIN AMER FD INC CL A	P	12/20/11	10/17/12
j	305.277 SHS MATTHEWS CHINA FUND	P	12/09/11	10/17/12
k	5.727 SHS MATTHEWS CHINA FUND	P	12/09/11	10/17/12
l	1,011.424 SHS MATTHEWS CHINA FUND	P	12/09/11	10/17/12
m	665.821 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/20/11	10/17/12
n	515.843 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/11/12	10/17/12
o	367.107 SHS TEMPLETON FUNDS FOREIGN SMALLER COS C	P	10/08/09	01/19/12

	(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	10,922.		9,459.	1,463.
b	963.		940.	23.
c	8,721.		8,514.	207.
d	4,989.		4,153.	836.
e	2,135.		2,055.	80.
f	2,185.		1,942.	243.
g	1,907.		1,867.	40.
h	4,000.		3,431.	569.
i	1,274.		1,175.	99.
j	3,126.		3,035.	91.
k	130.		126.	4.
l	22,878.		22,210.	668.
m	13,842.		12,139.	1,703.
n	10,724.		9,404.	1,320.
o	5,000.		4,813.	187.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,463.
b				23.
c				207.
d				836.
e				80.
f				243.
g				40.
h				569.
i				99.
j				91.
k				4.
l				668.
m				1,703.
n				1,320.
o				187.

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

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05-01-12

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	917.431 SHS SENTINEL SMALL COMPANY FD CL A	P	12/27/06	01/19/12
b	125.431 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	03/06/08	01/19/12
c	882.2 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	10/10/03	01/19/12
d	250.268 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	03/06/08	01/19/12
e	295.064 SHS FUNDAMENTAL INVESTORS INC CL A	P	01/02/07	01/19/12
f	271.634 SHS FAIRHOLME FUNDS INC	P	10/24/08	01/19/12
g	150.544 SHS FIDELITY ADVISOR SER VIII EMERGING AS	P	10/08/09	01/19/12
h	142.496 SHS FIDELITY ADVISOR SER VIII EMERGING AS	P	10/08/09	01/19/12
i	574.346 SHS EATON VANCE ATLANTA CAPITAL SMID CAP	P	03/06/08	01/19/12
j	566.657 SHS CAPITAL WORLD GROWTH & INCOME FD CL A	P	01/02/07	01/19/12
k	419.727 SHS TEMPLETON EMERGING MARKETS SMALL CAP	P	10/08/09	01/19/12
l	1,055.718 SHS CAPITAL WORLD GROWTH & INCOME FD CL	P	01/02/07	04/10/12
m	950.872 SHS FUNDAMENTAL INVESTORS INC CL A	P	01/02/07	04/10/12
n	1,869.159 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	10/10/03	04/10/12
o	1,153.403 SHS CAPITAL WORLD GROWTH & INCOME FD CL	P	01/02/07	05/04/12

	(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	7,000.		6,890.	110.
b	4,000.		3,749.	251.
c	17,000.		16,057.	943.
d	7,000.		7,443.	<443.>
e	11,000.		11,844.	<844.>
f	7,000.		6,044.	956.
g	4,110.		4,048.	62.
h	3,890.		3,831.	59.
i	9,000.		6,278.	2,722.
j	19,000.		23,737.	<4,737.>
k	4,000.		3,681.	319.
l	36,000.		44,224.	<8,224.>
m	36,000.		38,168.	<2,168.>
n	36,000.		34,022.	1,978.
o	40,000.		48,316.	<8,316.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				110.
b				251.
c				943.
d				<443.>
e				<844.>
f				956.
g				62.
h				59.
i				2,722.
j				<4,737.>
k				319.
l				<8,224.>
m				<2,168.>
n				1,978.
o				<8,316.>

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

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05-01-12

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	736.377 SHS CAPITAL WORLD GROWTH & INCOME FD CL A	P	01/02/07	07/05/12
b	658.935 SHS FUNDAMENTAL INVESTORS INC CL A	P	01/02/07	07/05/12
c	11,338.188 SHS NUVEEN TRADEWINDS VALUE OPPORTUNIT	P	03/06/08	07/20/12
d	1,158.63 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIE	P	03/17/08	07/20/12
e	409.605 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/17/08	07/20/12
f	391.535 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/17/08	07/20/12
g	87.37 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES F	P	01/02/09	07/20/12
h	204.317 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/15/10	07/20/12
i	288.475 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	12/15/10	07/20/12
j	259.735 SHS NUVEEN TRADEWINDS VALUE OPPORTUNITIES	P	01/03/11	07/20/12
k	3,011.671 SHS SENTINEL SMALL COMPANY FD CL A	P	12/27/06	08/15/12
l	1,988.119 SHS SENTINEL SMALL COMPANY FD CL A	P	12/21/07	08/15/12
m	7,979.297 SHS SENTINEL SMALL COMPANY FD CL A	P	12/21/07	08/15/12
n	4,624.608 SHS SENTINEL SMALL COMPANY FD CL A	P	03/17/08	08/15/12
o	22,039.807 SHS SENTINEL SMALL COMPANY FD CL A	P	06/17/11	08/15/12

	(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	25,000.		30,847.	<5,847.>
b	25,000.		26,450.	<1,450.>
c	317,243.		338,898.	<21,655.>
d	32,418.		33,368.	<950.>
e	11,461.		7,553.	3,908.
f	10,955.		7,220.	3,735.
g	2,445.		1,690.	755.
h	5,717.		7,186.	<1,469.>
i	8,072.		10,146.	<2,074.>
j	7,267.		9,109.	<1,842.>
k	23,190.		22,618.	572.
l	15,309.		14,334.	975.
m	61,441.		57,531.	3,910.
n	35,609.		29,274.	6,335.
o	169,707.		181,828.	<12,121.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<5,847.>
b				<1,450.>
c				<21,655.>
d				<950.>
e				3,908.
f				3,735.
g				755.
h				<1,469.>
i				<2,074.>
j				<1,842.>
k				572.
l				975.
m				3,910.
n				6,335.
o				<12,121.>

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

223591
05-01-12

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	15,438.29 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	03/06/08	10/17/12
b	2,207.793 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	03/17/08	10/17/12
c	33.775 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/09/08	10/17/12
d	92.301 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/09/08	10/17/12
e	44.063 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/09/08	10/17/12
f	402.75 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	12/23/08	10/17/12
g	889.678 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	12/23/08	10/17/12
h	8.194 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/09/09	10/17/12
i	230.203 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	12/22/09	10/17/12
j	6.917 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/08/10	10/17/12
k	432.459 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	12/21/10	10/17/12
l	380.879 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/06/11	10/17/12
m	125.419 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/06/11	10/17/12
n	2.425 SHS MUTUAL GLOBAL DISCOVERY FD CL A	P	09/06/11	10/17/12
o	1,267.693 SHS FUNDAMENTAL INVESTORS INC CL A	P	01/02/07	10/17/12

	(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	469,015.		459,135.	9,880.
b	67,073.		63,629.	3,444.
c	1,026.		937.	89.
d	2,804.		2,561.	243.
e	1,339.		1,223.	116.
f	12,236.		8,909.	3,327.
g	27,028.		19,680.	7,348.
h	249.		208.	41.
i	6,994.		6,070.	924.
j	210.		191.	19.
k	13,138.		12,533.	605.
l	11,571.		10,070.	1,501.
m	3,810.		3,316.	494.
n	74.		64.	10.
o	51,899.		50,885.	1,014.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				9,880.
b				3,444.
c				89.
d				243.
e				116.
f				3,327.
g				7,348.
h				41.
i				924.
j				19.
k				605.
l				1,501.
m				494.
n				10.
o				1,014.

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

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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	58.14 SHS FUNDAMENTAL INVESTORS INC CL A	P	02/20/07	10/17/12
b	30.039 SHS FUNDAMENTAL INVESTORS INC CL A	P	02/20/07	10/17/12
c	54.673 SHS FUNDAMENTAL INVESTORS INC CL A	P	05/21/07	10/17/12
d	57.854 SHS FUNDAMENTAL INVESTORS INC CL A	P	08/20/07	10/17/12
e	56.544 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/27/07	10/17/12
f	221.465 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/27/07	10/17/12
g	947.117 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/27/07	10/17/12
h	8,447.404 SHS FUNDAMENTAL INVESTORS INC CL A	P	01/16/08	10/17/12
i	91.63 SHS FUNDAMENTAL INVESTORS INC CL A	P	02/20/08	10/17/12
j	200.058 SHS FUNDAMENTAL INVESTORS INC CL A	P	02/20/08	10/17/12
k	53.424 SHS FUNDAMENTAL INVESTORS INC CL A	P	05/28/08	10/17/12
l	59.786 SHS FUNDAMENTAL INVESTORS INC CL A	P	08/19/08	10/17/12
m	88.121 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/18/08	10/17/12
n	73.434 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/18/08	10/17/12
o	102.161 SHS FUNDAMENTAL INVESTORS INC CL A	P	02/27/09	10/17/12

	(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	2,380.		2,399.	<19.>
b	1,230.		1,239.	<9.>
c	2,238.		2,409.	<171.>
d	2,369.		2,416.	<47.>
e	2,315.		2,423.	<108.>
f	9,067.		9,490.	<423.>
g	38,775.		40,584.	<1,809.>
h	345,837.		335,193.	10,644.
i	3,751.		3,584.	167.
j	8,190.		7,824.	366.
k	2,187.		2,218.	<31.>
l	2,448.		2,224.	224.
m	3,608.		2,231.	1,377.
n	3,006.		1,859.	1,147.
o	4,182.		2,250.	1,932.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				<19.>
b				<9.>
c				<171.>
d				<47.>
e				<108.>
f				<423.>
g				<1,809.>
h				10,644.
i				167.
j				366.
k				<31.>
l				224.
m				1,377.
n				1,147.
o				1,932.

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

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	84.059 SHS FUNDAMENTAL INVESTORS INC CL A	P	05/28/09	10/17/12
b	77.549 SHS FUNDAMENTAL INVESTORS INC CL A	P	08/18/09	10/17/12
c	2,097.87 SHS FUNDAMENTAL INVESTORS INC CL A	P	10/08/09	10/17/12
d	78.017 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/17/09	10/17/12
e	76.492 SHS FUNDAMENTAL INVESTORS INC CL A	P	03/09/10	10/17/12
f	83.91 SHS FUNDAMENTAL INVESTORS INC CL A	P	06/11/10	10/17/12
g	77.867 SHS FUNDAMENTAL INVESTORS INC CL A	P	09/17/10	10/17/12
h	71.364 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/17/10	10/17/12
i	53.523 SHS FUNDAMENTAL INVESTORS INC CL A	P	12/17/10	10/17/12
j	66.725 SHS FUNDAMENTAL INVESTORS INC CL A	P	03/08/11	10/17/12
k	68.886 SHS FUNDAMENTAL INVESTORS INC CL A	P	06/09/11	10/17/12
l	60.687 SHS FUNDAMENTAL INVESTORS INC CL A	P	09/15/11	10/17/12
m	9,095.219 SHS FRANKLIN INDIA GROWTH FD CL A	P	06/17/11	10/17/12
n	8,181.470 SHS FRANKLIN INDIA GROWTH FD CL A	P	06/28/11	10/17/12
o	7,873.59 SHS FRANKLIN INDIA GROWTH FD CL A	P	07/13/11	10/17/12

	(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	3,441.		2,263.	1,178.
b	3,175.		2,273.	902.
c	85,887.		65,768.	20,119.
d	3,194.		2,534.	660.
e	3,132.		2,543.	589.
f	3,435.		2,552.	883.
g	3,188.		2,563.	625.
h	2,922.		2,572.	350.
i	2,191.		1,929.	262.
j	2,732.		2,587.	145.
k	2,820.		2,595.	225.
l	2,485.		2,069.	416.
m	80,906.		93,681.	<12,775.>
n	72,777.		84,268.	<11,491.>
o	70,039.		83,775.	<13,736.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				1,178.
b				902.
c				20,119.
d				660.
e				589.
f				883.
g				625.
h				350.
i				262.
j				145.
k				225.
l				416.
m				<12,775.>
n				<11,491.>
o				<13,736.>

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

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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	1,352.6 SHS BLACKROCK LATIN AMER FD INC CL A	P	06/17/11	10/17/12
b	1,234.17 SHS BLACKROCK LATIN AMER FD INC CL A	P	06/28/11	10/17/12
c	1,208.351 SHS BLACKROCK LATIN AMER FD INC CL A	P	07/13/11	10/17/12
d	4,600.886 SHS MATTHEWS CHINA FUND	P	06/17/11	10/17/12
e	3,034.539 SHS MATTHEWS CHINA FUND	P	06/29/11	10/17/12
f	2,900.796 SHS MATTHEWS CHINA FUND	P	07/13/11	10/17/12
g	8,656.261 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	10/10/03	10/17/12
h	430.171 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/23/03	10/17/12
i	190.352 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/22/04	10/17/12
j	30.012 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/21/04	10/17/12
k	522.602 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/21/04	10/17/12
l	9.527 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/28/04	10/17/12
m	5,249.344 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	01/28/05	10/17/12
n	143.272 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/21/05	10/17/12
o	558.893 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/28/05	10/17/12

	(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	80,493.		92,356.	<11,863.>
b	73,445.		84,269.	<10,824.>
c	71,909.		83,775.	<11,866.>
d	104,072.		127,767.	<23,695.>
e	68,641.		84,269.	<15,628.>
f	65,616.		83,775.	<18,159.>
g	179,964.		157,811.	22,153.
h	8,943.		7,842.	1,101.
i	3,957.		3,470.	487.
j	623.		547.	76.
k	10,865.		9,528.	1,337.
l	198.		174.	24.
m	109,134.		95,700.	13,434.
n	2,979.		2,612.	367.
o	11,619.		10,189.	1,430.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<11,863.>
b				<10,824.>
c				<11,866.>
d				<23,695.>
e				<15,628.>
f				<18,159.>
g				22,153.
h				1,101.
i				487.
j				76.
k				1,337.
l				24.
m				13,434.
n				367.
o				1,430.

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

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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	575.293 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/28/05	10/17/12
b	1,529.818 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	12/28/05	10/17/12
c	65.336 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/20/06	10/17/12
d	262.198 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/20/06	10/17/12
e	222.057 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/20/06	10/17/12
f	714.198 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/27/06	10/17/12
g	1,844.63 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	12/27/06	10/17/12
h	35.035 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	06/19/07	10/17/12
i	752.096 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/24/07	10/17/12
j	2,352.913 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	12/24/07	10/17/12
k	3,041.09 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	03/17/08	10/17/12
l	38.653 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/09/08	10/17/12
m	816.952 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/09/08	10/17/12
n	264.447 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/09/08	10/17/12
o	6,427.62 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	10/24/08	10/17/12

	(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	11,960.		10,488.	1,472.
b	31,805.		27,890.	3,915.
c	1,358.		1,191.	167.
d	5,451.		4,780.	671.
e	4,617.		4,048.	569.
f	14,848.		13,020.	1,828.
g	38,350.		33,629.	4,721.
h	728.		639.	89.
i	15,636.		13,711.	1,925.
j	48,917.		42,896.	6,021.
k	63,224.		55,442.	7,782.
l	804.		705.	99.
m	16,984.		14,894.	2,090.
n	5,498.		4,821.	677.
o	133,630.		117,181.	16,449.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				1,472.
b				3,915.
c				167.
d				671.
e				569.
f				1,828.
g				4,721.
h				89.
i				1,925.
j				6,021.
k				7,782.
l				99.
m				2,090.
n				677.
o				16,449.

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

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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	1,084.492 SHS MUTUAL SERIES FD INC EUROPEAN FD CL	P	09/09/09	10/17/12
b	338.128 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/22/09	10/17/12
c	528.289 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/08/10	10/17/12
d	665.984 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	12/21/10	10/17/12
e	906.034 SHS MUTUAL SERIES FD INC EUROPEAN FD CL A	P	09/06/11	10/17/12
f	BLACKROCK LATIN AMER FD INC CL A - WASH SALE		06/17/11	01/19/12
g	CAPITAL WORLD GRWTH & INC FD CL A - WASH SALE		12/22/06	04/10/12
h	CAPITAL WORLD GRWTH & INC FD CL A - WASH SALE		12/27/06	07/05/12
i	DREYFUS INTL FDS INC BRAZIL EQTY FD CL A - WASH S		06/17/11	01/19/12
j	FUNDAMENTAL INVESTORS INC CL A -WASH SALE		12/27/06	04/10/12
k	FUNDAMENTAL INVESTORS INC CL A -WASH SALE		12/27/06	07/05/12
l	MUTUAL GLOBAL DISCOVERY FD CL A - WASH SALE		03/06/08	01/19/12
m	TEMPLETON CHIAN WORLD FUND CL A - WASH SALE		06/17/11	01/19/12
n	CAPITAL GAINS DIVIDENDS			
o				

	(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	22,547.		19,771.	2,776.
b	7,030.		6,164.	866.
c	10,983.		9,631.	1,352.
d	13,846.		12,141.	1,705.
e	18,836.		16,518.	2,318.
f				123.
g				860.
h				2,386.
i				546.
j				119.
k				117.
l				443.
m				333.
n	17,535.			17,535.
o				

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) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				2,776.
b				866.
c				1,352.
d				1,705.
e				2,318.
f				123.
g				860.
h				2,386.
i				546.
j				119.
k				117.
l				443.
m				333.
n				17,535.
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	12,415.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
EDUCATIONAL PARTNERSHIP FOR INSTRUCTING CHILDREN 238 FAIRVIEW AVENUE PARAMUS, NJ 07652		EXEMPT	DONATION	10,000.
ERFD TRUCK COMPANY 1 SCHOLARSHIP FUND 50 HERMAN STREET EAST RUTHERFORD, NJ 07073		EXEMPT	DONATION	1,000.
FOOD ALLERGY INITIATIVE 237 PARK AVENUE 21ST FL NEW YORK, NY 10017		EXEMPT	DONATION	116,000.
JCC OF SHERMAN CT PO BOX 282 SHERMAN, CT 06784		EXEMPT	DONATION	5,000.
LUNG CANCER RESEARCH FOUNDATION 845 THIRD AVENUE. 6TH FL NEW YORK, NY 10022		EXEMPT	DONATION	2,000.
MUHLENBERG COLLEGE 2400 WEST CHEW STREET ALLENTOWN, PA 18104		EXEMPT	DONATION	18,100.
NATIONAL COUNSEL OF JEWISH WOMWEN, ESSEX COUNTY SECTION 613 W MT PLEASANT AVENUE LIVINGSTON, NJ 07039		EXEMPT	DONATION ONATION	5,000.
PBA LOCAL #34 435 ESSEX STREET MILLBURN, NJ 07041		EXEMPT	DONATION	5,000.
PINE CREST SCHOOL AT BOCA RATON 1501 NE 62ND STREET FORT LAUDERDALE, FL 33334		EXEMPT	DONATION	25,700.
TEDDY BEAR FOUNDATION 117 ROBIN ROAD FANWOOD, NJ 07023		EXEMPT	DONATION	10,000.
Total from continuation sheets				352,426.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE LEUKEMIA & LYMPHOMA SOCIETY P.O. BOX 4072 PITTSFIELD, MA 01202		EXEMPT	DONATION	1,500.
VILLAGE SCHOOL INC 720 WHITEVILLE RD NW SHALLOTE, NC 08470		EXEMPT	DONATION	7,500.
YESHIVA BEIT HILLEL OF PASSAIC 270 PASSAIC AVENUE PASSAIC, NJ 07055		EXEMPT	DONATION	10,000.
1 IN 9 HEWLETT HOUSE 86 E ROCKAWAY ROAD HEWLETT, NY 11557		EXEMPT	DONATION	1,000.
3 D LEARNER FOUNDATION INC 7100 W CAMINO REAL STE 215 BOCA RATON, FL 33433		EXEMPT	DONATION	7,500.
ALPHA PHIL FOUNDATION 1930 SHERMAN AVENUE EVANSTON , IL 06201		EXEMPT	DONATION	600.
ALZHEIMERS ASSOCIATION 360 LEXINGTON AVENUE NEW YORK, NY 10017		EXEMPT	DONATION	3,000.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123-1718		EXEMPT	DONATION	250.
AMERICAN HERITAGE FUN RUN 6247 HIDDEN COVE CORPUS CHRISTI, TX 78412		EXEMPT	DONATION	1,000.
CLIFTON AGAINST SUBSTANCE ABUSE 900 CLIFTON AVENUE CLIFTON, NJ 07013		EXEMPT	DONATION	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CONGREGATION B'NAI JESHURUN 1025 SO. ORANGE AVENUE SHORT HILLS, NJ 07078		EXEMPT	DONATION	47,500.
ISRAEL CONGREGATION OF MANCHESTER 6025 MAIN STREET MANCHESTER CTR, VT 05225		EXEMPT	DONATION	10,000.
JEWISH FAMILY SERVICES 925 ALLWOOD ROAD CLIFTON, NJ 07013		EXEMPT	DONATION	7,500.
JEWISH FAMILY SERVICES OF SOUTH PALM BEACH 9901 DONNA KLEIN ROAD BOCA RATON, FL 33428		EXEMPT	DONATION	5,000.
JERUSALEM INTERNATIONAL BASKETBALL SPORTS CENTER 322 WEST 72ND ST APT #8D NEW YORK, NY 10023		EXEMPT	DONATION	2,500.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E SUNRISE HIGHWAY TUSCON, AZ 85718		EXEMPT	DONATION	10,250.
NJ DEVILS YOUTH HOCKEY CLUB 560 NORTHFIELD AVENUE WEST ORANGE, NJ 07052		EXEMPT	DONATION	5,000.
NEW YORK ROTARY FOUNDATION 328 EIGHTH AVE STE 243 NEW YORK, NY 10001		EXEMPT	DONATION	500.
PAPER MILL PLAYHOUSE 22 BROOKSIDE DRIVE MILLBURN, NJ 07041		EXEMPT	DONATION	6,000.
PRIZE4LIFE INC 10 CAMBRIDGE CENTER CAMBRIDGE, MA 02142		EXEMPT	DONATION	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
R BABY FOUNDATION 1375 BROADWAY 3RD FL NEW YORK, NY 10018		EXEMPT	DONATION	5,000.
ROBERT HOBERMAN - HURRICANE SANDY VICTIMS 1325 HARBOR ROAD HEWLETT HARBOR, NY 11557		EXEMPT	DONATION	1,276.
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FL NEW YORK, NY 10003		EXEMPT	DONATION	10,000.
SOUTH FLORIDA HUNTER JUMPER ASSOCIATION 1440 CORAL RIDGE DRIVE #191 CORAL SPRINGS, FL 33071		EXEMPT	DONATION	1,000.
TEMPLE B'NAI SHALOM - BETH DAVID 300 PLEASENAT VALLEY WAY WEST ORANGE, NJ 07052		EXEMPT	DONATION	2,000.
THE EDUCATION FOUNDATION OF MILLBURN PO BOX 160 SHORT HILLS, NJ 07078		EXEMPT	DONATION	2,000.
MAKE A WISH FOUNDATION PO BOX 6062 ALBERT LEA, MN 56007		EXEMPT	DONATION	150.
WALK MS NYC PO BOX 10123 UNIONDALE, NY 11555		EXEMPT	DONATION	500.
YAI NATIONL INSTITUTE FOR THE PEOPLE WITH DISABILITIES 460 W 34TH ST #11 NEW YORK, NY 10001		EXEMPT	DONATION	1,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
JEFFREY MATTHEWS FIN'L #857-03622	11,654.
UNITED STATES TREASURY	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,655.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JEFFREY MATTHEWS FIN'L #857-03622	9,486.	0.	9,486.
JEFFREY MATTHEWS FIN'L #857-04938	100,881.	17,535.	83,346.
TOTAL TO FM 990-PF, PART I, LN 4	110,367.	17,535.	92,832.

FORM 990-PF	TAXES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,124.	13,124.		0.
FOREIGN TAXES PAID	5,717.	5,717.		0.
FEDERAL INCOME TAX	7,097.	0.		0.
TO FORM 990-PF, PG 1, LN 18	25,938.	18,841.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	526.	526.		0.
INSURANCE	601.	601.		0.
INVESTMENT EXPENSES	36,756.	36,756.		0.
BANK CHARGES	30.	30.		0.
OFFICE EXPENSES	166.	166.		0.
TO FORM 990-PF, PG 1, LN 23	38,079.	38,079.		0.

FORM 990-PF | OTHER DECREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 5

DESCRIPTION	AMOUNT
NON-DEDUCTABLE EXPENSES	178.
WASH SALE INCOME REPORTED FOR TAX PURPOSES	4,926.
TOTAL TO FORM 990-PF, PART III, LINE 5	5,104.

FORM 990-PF | CORPORATE BONDS | STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JEFFREY MATTHEWS FINANCIAL GROUP	396,276.	290,446.
JEFFREY MATTHEWS FINANCIAL GROUP	3,829,619.	4,229,015.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,225,895.	4,519,461.

FORM 990-PF | OTHER ASSETS | STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM AEQUUS TECH INC	100,000.	100,000.	100,000.
DIVIDENDS RECEIVABLE	18,107.	0.	0.
EXCHANGE	7,750.	0.	0.
TO FORM 990-PF, PART II, LINE 15	125,857.	100,000.	100,000.

Form 8868 (Rev. January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part** I and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization or other filer, see instructions. THE LESTER M. AND SALLY ENTIN FOUNDATION C/O MARC J. LENNER	Employer identification number (EIN) or 65-0758118
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 2189	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLIFTON, NJ 07015-2189	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE LESTER M. & SALLY ENTIN FOUNDAT 1033 CLIFTON AVENUE - CLIFTON, NJ 07013

  Telephone No. ▶ (973) 773-1010 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______ , and ending ______ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 4,800.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 4,800.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.