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Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2012
Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
JEAN AND DAVID BLECHMAN FOUNDATION

A Employer identification number
65-6218624

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
401 E. LINTON BLVD. | 505

B Telephone number
561-909-2100

City or town, state, and ZIP code
DELRAY BEACH, FL 33483

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: ☒ 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) ▶$ 938,049.

J Accounting method: ☒ 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)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	12,806.	12,806.		STATEMENT 1
4 Dividends and interest from securities	21,206.	21,206.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	53,674.			
b Gross sales price for all assets on line 6a 586,602.				
7 Capital gain net income (from Part IV, line 2)		53,674.		
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	729.	0.		STATEMENT 3
12 Total. Add lines 1 through 11	88,415.	87,686.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	3,529.	3,529.		0.
c Other professional fees				
17 Interest				
18 Taxes STMT 5	1,502.	252.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	12,394.	12,354.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	17,425.	16,135.		0.
25 Contributions, gifts, grants paid	424,100.			424,100.
26 Total expenses and disbursements. Add lines 24 and 25	441,525.	16,135.		424,100.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-353,110.			
b Net investment income (if negative, enter -0-)		71,551.		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	95,807.	57,687.	57,687.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	473,464.	361,478.	533,484.
	c Investments - corporate bonds STMT 8	482,865.	287,151.	292,631.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	57,865.	50,575.	54,247.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,110,001.	756,891.	938,049.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	502.	502.	
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	502.	502.	
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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,939,216.	1,939,216.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-829,717.	-1,182,827.	
	30 **Total net assets or fund balances**	1,109,499.	756,389.	
	31 **Total liabilities and net assets/fund balances**	1,110,001.	756,891.	

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	1,109,499.
2 Enter amount from Part I, line 27a	2	-353,110.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	756,389.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	756,389.

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 STATEMENT			
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	586,602.		532,928.	53,674.

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				53,674.

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	53,674.
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	223,427.	1,303,915.	.171351
2010	224,785.	1,354,290.	.165980
2009	426,247.	1,438,651.	.296282
2008	226,177.	2,109,582.	.107214
2007	230,347.	2,028,253.	.113569

2	**Total** of line 1, column (d)	2	.854396
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	.170879
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,108,002.
5	Multiply line 4 by line 3	5	189,334.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	716.
7	Add lines 5 and 6	7	190,050.
8	Enter qualifying distributions from Part XII, line 4	8	424,100.

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 ▶ ☒ and enter 1% of Part I, line 27b	1	716.
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	716.
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	716.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 949.		
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	949.
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	233.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 233. **Refunded** ▶	11	0.

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)? *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*	1b		X
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) ▶ 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*	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)*

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 ▶ MBAF Telephone no. ▶ 561-909-2100

Located at ▶ 225 NE MIZNER BLVD., SUITE 685, BOCA RATON, FL ZIP+4 ▶ 33432

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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
JEAN BLECHMAN 401 E. LINTON BLVD., #505 DELRAY BEACH, FL 33483	PRESIDENT 2.00	0.	0.	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	1,049,408.
b	Average of monthly cash balances	1b	75,467.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,124,875.
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	1,124,875.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,873.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,108,002.
6	**Minimum investment return.** Enter 5% of line 5	6	55,400.

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	55,400.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	716.		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	716.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	54,684.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	54,684.
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	54,684.

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	424,100.
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	424,100.
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	716.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	423,384.

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				54,684.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 133,640.				
b From 2008 121,746.				
c From 2009 355,220.				
d From 2010 158,100.				
e From 2011 159,977.				
f **Total** of lines 3a through e	928,683.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 424,100.				
a Applied to 2011, but not more than line 2a			0.	
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				54,684.
e Remaining amount distributed out of corpus	369,416.			
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	1,298,099.			
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				0.
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	133,640.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	1,164,459.			
10 Analysis of line 9:				
a Excess from 2008 121,746.				
b Excess from 2009 355,220.				
c Excess from 2010 158,100.				
d Excess from 2011 159,977.				
e Excess from 2012 369,416.				

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).)

JEAN BLECHMAN

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*				
ANTI-DEFAMATION LEAGUE P.O. BOX 96226 WASHINGTON, DC 20090-6226	NONE	EXEMPT	CHARITABLE	300.
BASCOM PALMER EYE INSTITUTE UNIV.OF MIAMI SCHOOL OF MEDICINE,900 NW 17 STREET MIAMI, FL 33146	NONE	EXEMPT	CHARITABLE	200.
BOCA RATON COMMUNITY HOSPITAL FOUNDATION 745 MEADOWS ROAD BOCA RATON, FL 33486	NONE	EXEMPT	CHARITABLE	401,000.
FRIENDS OF THE UNICORN CHILDREN'S FOUNDATION 3350 N.W. BOCA RATON BLVD. BOCA RATON, FL 33431	NONE	EXEMPT	CHARITABLE	1,000.
HOSPICE BY THE SEA 1531 W. PALMETTO PARK ROAD BOCA RATON, FL 33486	NONE	EXEMPT	CHARITABLE	300.
Total SEE CONTINUATION SHEET(S)			▶ 3a	424,100.
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		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu-sion code	(d) Amount	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	12,806.	
4 Dividends and interest from securities			14	21,206.	
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			14	729.	
8 Gain or (loss) from sales of assets other than inventory			18	53,674.	
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.		88,415.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	88,415.

(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

Jean Blechman — 06/03/13 — PRESIDENT

Signature of officer or trustee — Date — Title

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
MARJORIE HORWIN, CPA	M. H., CPA	6/4/13		P01283081

Firm's name ▶ MORRISON, BROWN, ARGIZ & FARRA, LLC — Firm's EIN ▶ 01-0720052

Firm's address ▶ 225 NE MIZNER BLVD., SUITE 685 BOCA RATON, FL 33432 — Phone no. (561) 909-2100

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	U.S. TRUST (#65841735)-SEE ATTACHED SCHEDULE	P	06/26/12	12/31/12
b	U.S. TRUST (#65841735)-SEE ATTACHED SCHEDULE	P	04/08/09	12/31/12
c	POWERSHARES DB COMMODITY	P	12/31/11	12/31/12
d	POWERSHARES DB COMMODITY	P	12/31/10	12/31/12
e	QWEST COMMUNICATION-LITIGATION PROCEEDS	P	07/28/02	05/09/12
f	AOL TIME WARNER-LITIGATION PROCEEDS	P	12/06/02	05/18/12
g	POWERSHARES K-1 - SECTION 1256	P	01/01/12	12/31/12
h	POWERSHARES K-1 - SECTION 1256	P	12/31/11	12/31/12
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
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	125,095.		125,182.	-87.
b	461,233.		407,395.	53,838.
c	22.			22.
d			152.	-152.
e	50.			50.
f	16.			16.
g			80.	-80.
h			119.	-119.
i	186.			186.
j				
k				
l				
m				
n				
o				

	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				-87.
b				53,838.
c				22.
d				-152.
e				50.
f				16.
g				-80.
h				-119.
i				186.
j				
k				
l				
m				
n				
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	53,674.
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

223591
05-01-12

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
JAFCO 4200 NORTH UNIVERSITY DRIVE SUNRISE, FL 33351	NONE	EXEMPT	CHARITABLE	100.
L.E.A.H. P.O. BOX 438 FAYETVILLE, NY 13066	NONE	EXEMPT	CHARITABLE	100.
MEMORIAL SLOAN KETTERING 1275 YORK AVENUE NEW YORK, NY 10065	NONE	EXEMPT	CHARITABLE	200.
NATIONAL FOUNDATION FOR FACIAL RECONSTRUCTION (NFFR) 317 EAST 34TH STREET, ROOM 901 NEW YORK, NY 10016	NONE	EXEMPT	CHARITABLE	500.
SALVATION ARMY 300 S.W. SECOND AVENUE BOCA RATON, FL 33432	NONE	EXEMPT	CHARITABLE	200.
SINAI REFORM TEMPLE 39 BRENTWOOD ROAD BAY SHORE NEW YORK, NY 11706	NONE	EXEMPT	CHARITABLE	10,000.
WOMEN'S DIV JEWISH FEDERATION 5890 SOUTH PINE ISLAND ROAD DAVIE, FL 33328	NONE	EXEMPT	CHARITABLE	10,000.
WORLD JEWISH CONGRESS P.O. BOX 90400 WASHINGTON, DC 20090-0400	NONE	EXEMPT	CHARITABLE	200.
Total from continuation sheets				21,300.

223631
05-01-12

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

SOURCE	AMOUNT
BANK OF AMERICA (CHECKING)-#0340-1286	18.
POWERSHARES	10.
U.S. TRUST-#060065841735	12,778.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	12,806.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
U.S. TRUST-#060065841735	21,392.	186.	21,206.
TOTAL TO FM 990-PF, PART I, LN 4	21,392.	186.	21,206.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
U.S. TRUST-#65841735 (NON TAXABLE DISTRIBUTIONS-FORM 1099)	729.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	729.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	3,529.	3,529.		0.
TO FORM 990-PF, PG 1, LN 16B	3,529.	3,529.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	252.	252.		0.
EXCISE TAX	1,250.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,502.	252.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	12,252.	12,252.		0.
FILING FEES	40.	0.		0.
POWERSHARES K-1 - INVESTMENT EXPENSES	102.	102.		0.
TO FORM 990-PF, PG 1, LN 23	12,394.	12,354.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK-SEE ATTACHED SCHEDULE	361,478.	533,484.
TOTAL TO FORM 990-PF, PART II, LINE 10B	361,478.	533,484.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
U.S. CORPORATE BONDS-SEE ATTACHED SCHEDULE	287,151.	292,631.
TOTAL TO FORM 990-PF, PART II, LINE 10C	287,151.	292,631.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PUBLIC REIT AND COMMODITIES	COST	50,575.	54,247.
TOTAL TO FORM 990-PF, PART II, LINE 13		50,575.	54,247.

Trade Date

U.S. TRUST
Bank of America Corporation

Portfolio Detail

Account: 06-06-006-5841735 HF TTE UD J & D BLECHMAN FDN D

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
15,360.690	BOFA GOVERNMENT RESERVES TRUST CLASS (Income Investment)	097100556	$15,360.69	$0.12	$15,360.69 1.000	$0.00	$1.54	0.01%
41,406.680	BOFA GOVERNMENT RESERVES TRUST CLASS	097100556	41,406.68	0.34	41,406.68 1.000	0.00	4.14	0.01
	Total Cash Equivalents		**$56,767.37**	**$0.46**	**$56,767.37**	**$0.00**	**$5.68**	**0.01%**
Total Cash/Currency			**$56,767.37**	**$0.46**	**$56,767.37**	**$0.00**	**$5.68**	**0.01%**
Equities								
Consumer Discretionary								
200.000	COACH INC Ticker: COH	189754104	$11,102.00 55.510	$0.00	$11,002.04 55.010	$99.96	$240.00	2.16%
200.000	MCDONALDS CORP Ticker: MCD	580135101	17,642.00 88.210	0.00	10,954.50 54.773	6,687.50	616.00	3.49
300.000	YUM BRANDS INC Ticker: YUM	988498101	19,920.00 66.400	0.00	11,395 55 37.985	8,524.45	402.00	2.01
	Total Consumer Discretionary		**$48,664.00**	**$0.00**	**$33,352.09**	**$15,311.91**	**$1,258.00**	**2.58%**
Consumer Staples								
200.000	DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: DEO	252430205	$23,316.00 116.580	$0.00	$9,527.40 47.637	$13,788.60	$554.80	2.37%
150.000	PEPSICO INC Ticker: PEP	713448108	10,264.50 68.430	80.63	9,912.32 66.082	352.18	322.50	3.14
400.000	PHILIP MORRIS INTL INC Ticker: PM	718172109	33,456.00 83.640	340.00	15,404.14 38.510	18,051.86	1,360.00	4.06
150.000	PROCTER & GAMBLE CO Ticker: PG	742718109	10,183.50 67.890	0.00	9,723.75 64.825	459.75	337.20	3.31

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Trade Date

Portfolio Detail

Account: 06-06-006-5841735 HF TTE UD J & D BLECHMAN FDN D

Dec. 01, 2012 through Dec. 31, 2012

Units	*Description*	*CUSIP*	*Market Value(1)/ Market Price*	*Accrued Income*	*Tax Cost/ Average Unit Cost*	*Unrealized Gain/Loss*	*Estimated Annual Income*	*Cur Yld/ YTM*
Equities (cont)								
Consumer Staples (cont)								
	Total Consumer Staples		**$77,220.00**	**$420.63**	**$44,567.61**	**$32,652.39**	**$2,574.50**	**3.33%**
Energy								
120.000	DIAMOND OFFSHORE DRILLING INC Ticker: DO	25271C102	$8,155.20 67.960	$0.00	$6,739.54 56.163	$1,415.66	$60.00	0.73%
690.000	KINDER MORGAN MGMT LLC SHS Ticker: KMR	49455U100	52,067.40 75.460	0.00	21,313.55 30.889	30,753.85	0.00	0.00
75.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105	5,745.75 76.610	0.00	7,465.88 99.545	-1,720.13	162.00	2.81
	Total Energy		**$65,968.35**	**$0.00**	**$35,518.97**	**$30,449.38**	**$222.00**	**0.33%**
Financials								
50.000	BLACKROCK INC CL A Ticker: BLK	09247X101	$10,335.50 206.710	$0.00	$8,960.12 179.202	$1,375.38	$300.00	2.90%
400.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101	13,672.00 34.180	0.00	12,111.94 30.280	1,560.06	352.00	2.57
300.000	WEYERHAEUSER CO Ticker: WY	962166104	8,346.00 27.820	0.00	7,564.50 25.215	781.50	204.00	2.44
	Total Financials		**$32,353.50**	**$0.00**	**$28,636.56**	**$3,716.94**	**$856.00**	**2.64%**
Health Care								
150.000	ABBOTT LABS Ticker: ABT	002824100	$9,825.00 65.500	$0.00	$7,239.18 48.261	$2,585.82	$84.00	0.85%
250.000	BAXTER INTL INC Ticker: BAX	071813109	16,665.00 66.660	112.50	13,887.28 55.549	2,777.72	450.00	2.70
	Total Health Care		**$26,490.00**	**$112.50**	**$21,126.46**	**$5,363.54**	**$534.00**	**2.01%**

Trade Date

U.S. TRUST
Bank of America Corporation

Portfolio Detail

Account: 06-06-006-5841735 HF TTE UD J & D BLECHMAN FDN D

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Industrials								
100.000	GENERAL DYNAMICS CORP Ticker: GD	369550108	$6,927.00 69 270	$0 00	$7,756.50 77.565	-$829.50	$204 00	2.94%
375.000	HONEYWELL INTL INC Ticker: HON	438516106	23,801.25 63.470	0 00	14,550.48 38.801	9,250.77	615.00	2.58
300.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109	24,603.00 82.010	0.00	17,422.50 58.075	7,180.50	642.00	2.60
	Total Industrials		**$55,331.25**	**$0.00**	**$39,729.48**	**$15,601.77**	**$1,461.00**	**2.64%**
Information Technology								
100.000	APPLE INC Ticker: AAPL	037833100	$53,217.29 532.173	$0.00	$19,724 50 197.245	$33,492.79	$1,060.00	1.99%
400.000	CORNING INC Ticker: GLW	219350105	5,048.00 12.620	0.00	5,321.28 13.303	-273 28	144.00	2.85
100.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	19,155.00 191.550	0.00	12,087 50 120.875	7,067 50	340.00	1 77
200.000	QUALCOMM INC Ticker: QCOM	747525103	12,371.92 61 860	0.00	7,203.20 36 016	5,168.72	200.00	1 61
	Total Information Technology		**$89,792.21**	**$0.00**	**$44,336.48**	**$45,455.73**	**$1,744.00**	**1.94%**
Materials								
200.000	FREEPORT-MCMORAN COPPER & GOLD INC COM Ticker: FCX	35671D857	$6,840.00 34.200	$0.00	$7,394.00 36.970	-$554.00	$250.00	3.65%
	Total Materials		**$6,840.00**	**$0.00**	**$7,394.00**	**-$554.00**	**$250.00**	**3.65%**
Other Equities								
500.000	ISHARES RUSSELL 2000 INDEX FUND Ticker: IWM	464287655	$42,158.90 84.318	$0 00	$30,257.50 60.515	$11,901.40	$843.50	2.00%
1,000.000	VANGUARD MSCI EAFE ETF FUND Ticker: VEA	921943858	35,230.00 35.230	0.00	30,521.00 30.521	4,709.00	1,380.00	3.91

Trade Date

Portfolio Detail

Account: 06-06-006-5841735 HF TTE UD J & D BLECHMAN FDN D

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Other Equities (cont)								
1,200.000	VANGUARD MSCI EMERGING MKTS ETF Ticker: VWO	922042858	53,436.00 44.530	0.00	46,038.00 38.365	7,398 00	1,170.00	2 19
	Total Other Equities		**$130,824.90**	**$0.00**	**$106,816.50**	**$24,008.40**	**$3,393.50**	**2.59%**
Total Equities	Corporate Bonds - Part II line 10(b)		**$533,484.21**	**$533.13**	**$361,478.15**	**$172,006.06**	**$12,293.00**	**2.30%**
Fixed Income								
Investment Grade Taxable								
60,000.000	***2013*** CME GROUP INC MTN DTD 08/12/08 5.400% DUE 08/01/13 Moody's: AA3 S&P: AA-	12572QAA3	$61,710.00 102.850	$1,350.00	$61,457.40 102.429	$252 60	$3,240.00	5.25% 0.56
60,000.000	***2014*** WYETH NT DTD 12/16/03 5.500% DUE 02/01/14 Moody's: A1 S&P: AA	983024AE0	63,253 20 105.422	1,375.00	62,959.80 104.933	293.40	3,300.00	5.21 0.52
60,000.000	WESTERN UN CO SR UNSECD NT DTD 02/26/09 6.500% DUE 02/26/14 Moody's: BAA1 S&P: BBB+	959802AJ8	63,681 60 106.136	1,354 16	61,190 40 101.984	2,491.20	3,900.00	6.12 0.91
50,000.000	***2015*** JPMORGAN CHASE & CO SR NT DTD 09/18/09 3.700% DUE 01/20/15 Moody's: A2 S&P: A	46625HHP8	52,644.00 105.288	827.36	51,447.00 102.894	1,197.00	1,850.00	3.51 1.10
	Total Investment Grade Taxable		**$241,288.80**	**$4,906.52**	**$237,054.60**	**$4,234.20**	**$12,290.00**	**5.09%**
Global High Yield Taxable								
550.000	ISHARES IBOXX $ HIGH YIELD CORP BD FUND	464288513	$51,342.50 93.350	$277.76	$50,096.75 91.085	$1,245.75	$3,388.00	6.59%

JEAN AND DAVID BLECHMAN FOUNDATION
2012 FORM 990-PF - PART II - BALANCE SHEET
END OF THE YEAR - COLUMNS (b) AND (c)
EIN 65-6218624

Trade Date

U.S. TRUST
Bank of America Corporation

Portfolio Detail

Account: 06-06-006-5841735 HF TTE UD J & D BLECHMAN FDN D

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Global High Yield Taxable (cont)								
	Total Global High Yield Taxable		**$51,342.50**	**$277.76**	**$50,096.75**	**$1,245.75**	**$3,388.00**	**6.59%**
Total Fixed Income	Corporate bonds - Part II line 10(c)		**$292,631.30**	**$5,184.28**	**$287,151.35**	**$5,479.95**	**$15,678.00**	**5.35%**
Real Estate								
Public REITs								
550.000	VANGUARD REIT ETF	922908553	$36,190.00 65.800	$0.00	$32,482.87 59.060	$3,707.13	$1,288.65	3.56%
	Total Public REITs		**$36,190.00**	**$0.00**	**$32,482.87**	**$3,707.13**	**$1,288.65**	**3.56%**
Total Real Estate			(1) **$36,190.00**	**$0.00**	(2) **$32,482.87**	**$3,707.13**	**$1,288.65**	**3.56%**
Tangible Assets								
Commodities								
650.000	POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	73935S105	$18,057.00 27.780	$0.00	$18,092	-$456.36	$0.00	0.00%
	Total Commodities		**$18,057.00**	**$0.00**		**-$456.36**	**$0.00**	**0.00%**
Total Tangible Assets			(1) **$18,057.00**		(2) **$18,092**			
			EOS $ 54,247		EOS $ 50,575			

U.S. TRUST
Bank of America Corporation

2012 Tax Information Letter

Account Number 060065841735

HF TTE UD J D BLECHMAN FDN D

EIN: 65-6218624

Proceeds From Broker Transactions

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	125.5	12/29/11	01/10/12	$1,178.41	$1,164.60	$13.81
BOEING CO	BA	097023105	100	02/11/11	02/07/12	$7,528.86	$7,269.50	$259.36
DEERE & CO	DE	244199105	75	02/11/11	02/07/12	$6,603.25	$7,144.88	$-541.63
TEXAS INSTRUMENTS INC	TXN	882508104	184	04/23/12	08/10/12	$5,441.35	$5,890.15	$-448.80
TEXAS INSTRUMENTS INC	TXN	882508104	116	04/23/12	08/10/12	$3,435.84	$3,713.36	$-277.52
COLUMBIA FDS SER TR SHORT TERM	NSTM X	19765H362	5040.32	02/09/12	11/06/12	$50,453.63	$50,000.00	$453.63
COLUMBIA FDS SER TR SHORT TERM	NSTM X	19765H362	5040.32	06/26/12	11/06/12	$50,453.64	$50,000.00	$453.64
Total short term gain/loss from sales:						✓ $125,094.98	✓ $125,182.49	✓ $-87.51

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	115.02	12/29/10	01/10/12	$1,080.05	$1,170.91	$-90.86
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	77.85	12/29/10	01/10/12	$731.02	$792.52	$-61.50
PIMCO TOTAL RETURN FUND	PTTR X	693390700	6346.33	11/27/09	01/10/12	$69,301.90	$70,000.00	$-698.10
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	785.05	10/30/08	01/10/12	$7,371.66	$6,046.89	$1,324.77
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	633.71	04/28/09	01/10/12	$5,950.57	$4,947.70	$1,002.87
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	599.52	05/12/09	01/10/12	$5,629.49	$4,956.36	$673.13

Attachment to 2012 Form 990-PF - Part IV

U.S. TRUST
Bank of America Corporation

2012 Tax Information Letter

Account Number 060065841735

HF TTE UD J D BLECHMAN FDN D

EIN: 65-6218624

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	554.94	07/22/09	01/10/12	$5,210.87	$4,968.90	$241.97
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	1006.04	08/20/08	01/10/12	$9,446.68	$9,891.87	$-445.19
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	502.51	08/22/08	01/10/12	$4,718.60	$4,945.99	$-227.39
ARTIO GLOBAL HIGH INCOME FUND	JHYI X	04315J860	2979.15	02/29/08	01/10/12	$27,974.18	$29,679.79	$-1,705.61
YUM BRANDS INC	YUM	988498101	100	11/09/07	02/07/12	$6,489.37	$3,810.76	$2,678.61
QUALCOMM INC	QCOM	747525103	350	02/08/05	02/07/12	$21,533.33	$12,605.60	$8,927.73
PHILIP MORRIS INTL INC	PM	718172109	200	02/12/08	02/07/12	$15,514.70	$10,061.09	$5,453.61
MCDONALDS CORP	MCD	580135101	50	04/28/09	02/07/12	$5,043.65	$2,738.63	$2,305.02
MARKET VECTORS ETF TR AGRIBUSI	MOO	57060U605	500	11/27/09	02/07/12	$26,436.19	$20,959.84	$5,476.35
DIAGEO PLC SPONSORED ADR NEW	DEO	25243Q205	150	02/11/09	02/07/12	$14,040.56	$7,874.33	$6,166.23
XL GROUP PLC	XL	G98290102	400	07/21/09	02/07/12	$8,489.83	$5,026.00	$3,463.83
XL GROUP PLC	XL	G98290102	400	09/24/09	02/07/12	$8,489.84	$6,558.00	$1,931.84
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	0.66	04/08/09	02/22/12	$52.58	$21.41	$31.17
COMCAST CORP NEW PFD		20030N408	700	02/05/09	02/27/12	$17,500.00	$15,911.07	$1,588.93
COMCAST CORP NEW PFD		20030N408	306	02/18/09	02/27/12	$7,650.00	$6,715.60	$934.40
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	2704.58	02/15/11	04/13/12	$17,904.32	$25,044.41	$-7,140.09
COMCAST CORP NEW PFD		20030N408	600	02/27/09	04/20/12	$15,000 00	$11,998.02	$3,001.98
COMCAST CORP NEW PFD		20030N408	394	02/18/09	04/20/12	$9,850.00	$8,646 88	$1,203.12
ABBOTT LABS	ABT	002824100	300	10/11/07	04/23/12	$17,837.24	$15,867.93	$1,969.31
MICROSOFT CORP	MSFT	594918104	750	03/27/08	04/23/12	$24,080.31	$21,238.13	$2,842.18
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	0.57	04/08/09	05/22/12	$40.28	$18.27	$22.01
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	0.4	04/08/09	08/28/12	$29.08	$12.46	$16.62
GOLDMAN SACHS GROUP INC PFD	GS PB	38144X500	450	05/12/08	11/06/12	$11,317.24	$10,647.00	$670.24
BECTON DICKINSON & COMPANY	BDX	075887109	70	04/16/08	11/06/12	$5,472.48	$5,866.60	$-394.12
BECTON DICKINSON & COMPANY	BDX	075887109	155	03/27/08	11/06/12	$12,117.62	$13,546.97	$-1,429.35
GOLDMAN SACHS GROUP INC PFD	GS PB	38144X500	67	06/10/08	11/06/12	$1,685.01	$1,552.93	$132.08
GOLDMAN SACHS GROUP INC PFD	GS PB	38144X500	29	06/10/08	11/06/12	$729.33	$671.52	$57.81
GOLDMAN SACHS GROUP INC PFD	GS PB	38144X500	319	06/10/08	11/06/12	$8,022.68	$7,374.90	$647.78

Attachment to 2012 Form 990-PF - Part IV

U.S. TRUST
Bank of America Corporation

2012 Tax Information Letter

Account Number 060065841735

HF TTE UD J D BLECHMAN FDN D

EIN: 65-6218624

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
GOLDMAN SACHS GROUP INC PFD	GS PB	38144X500	35	06/10/08	11/06/12	$880.23	$808.71	$71.52
HSBC HLDGS PLC ADR SER A REP 1	HBC PA	404280604	900	05/12/08	11/06/12	$22,742.31	$20,586.96	$2,155.35
HSBC HLDGS PLC ADR SER A REP 1	HBC PA	404280604	406	06/11/08	11/06/12	$10,259.31	$8,335.18	$1,924.13
HSBC HLDGS PLC ADR SER A REP 1	HBC PA	404280604	494	06/10/08	11/06/12	$12,483.00	$10,124.04	$2,358.96
HSBC HLDGS PLC ADR SER A REP 1	HBC PA	404280604	200	01/13/09	11/06/12	$5,053.84	$3,872.00	$1,181.84
ISHARES INC MSCI CDA INDEX FD	EWC	464286509	100	07/21/09	11/06/12	$2,845.02	$2,287.00	$558.02
ISHARES INC MSCI CDA INDEX FD	EWC	464286509	500	04/28/09	11/06/12	$14,225.07	$9,210.00	$5,015.07
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	0.04	04/08/09	11/23/12	$3.17	$1.33	$1.84
Total long term gain/loss from sales:						$461,232.61 ✓	$407,394.50 ✓	$53,838.11 ✓

Attachment to 2012 Form 990-PF- Part IV

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	Employer identification number (EIN) or
	JEAN AND DAVID BLECHMAN FOUNDATION	65-6218624
	Number, street, and room or suite no If a P O. box, see instructions. C/O MARJORIE A. HORWIN, CPA - 225 NE MIZNER BLVD.	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOCA RATON, FL 33432	

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

MBAF

- The books are in the care of ▶ 225 NE MIZNER BLVD., SUITE 685 - BOCA RATON, FL 33432
  Telephone No. ▶ 561-909-2100 FAX No. ▶ 561-392-3265
- 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	$ 716.
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	$ 949.
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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev 1-2013)

223841
01-21-13