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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 01-01-2012 , and ending 12-31-2012

Name of foundation ANNE AND ELI SHAPIRA CHARITABLE FOUNDATION		A Employer identification number 93-1306729	
Number and street (or P O box number if mail is not delivered to street address) 7327 SW Barnes Road		B Telephone number (see instructions) (877) 586-9416	
City or town, state, and ZIP code Portland, OR 97225		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,262,122		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	413	413		
	4 Dividends and interest from securities.	59,638	58,741		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-50,124			
	b Gross sales price for all assets on line 6a _____ 1,005,850				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	9,927	59,154		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	42,025			42,025
	15 Pension plans, employee benefits	1,796			1,796
	16a Legal fees (attach schedule)	<input type="checkbox"/> 100			100
	b Accounting fees (attach schedule)	<input type="checkbox"/> 3,575			3,575
	c Other professional fees (attach schedule)	<input type="checkbox"/> 6,618	6,519		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input type="checkbox"/> 1,717	577		272
	19 Depreciation (attach schedule) and depletion	<input type="checkbox"/> 205			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input type="checkbox"/> 8,812			8,812
	24 Total operating and administrative expenses. Add lines 13 through 23	64,848	7,096		56,580
	25 Contributions, gifts, grants paid	235,006			235,006
	26 Total expenses and disbursements. Add lines 24 and 25	299,854	7,096		291,586
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-289,927			
	b Net investment income (if negative, enter -0-)		52,058		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	108,588	74,364	74,364
	2	Savings and temporary cash investments	368,153	31,626	31,626
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,532	1,011	1,011
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).	431,723	426,114	434,052
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,357,855	1,451,109	1,720,389
	14	Land, buildings, and equipment basis ▶ 3,685 Less accumulated depreciation (attach schedule) ▶ 3,517	373	168	680
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,268,224	1,984,392	2,262,122	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	1,895	7,990	
	23	Total liabilities (add lines 17 through 22)	1,895	7,990	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,266,329	1,976,402	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	2,266,329	1,976,402	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,268,224	1,984,392	

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)	12,266,329
2	Enter amount from Part I, line 27a	-289,927
3	Other increases not included in line 2 (itemize) ▶ _____	
4	Add lines 1, 2, and 3	1,976,402
5	Decreases not included in line 2 (itemize) ▶ _____	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	1,976,402

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

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

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	-50,124
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) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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	240,439	2,527,019	0 09515
2010	307,673	2,685,327	0 11458
2009	503,820	2,812,623	0 17913
2008	513,163	3,423,428	0 14990
2007	326,064	3,950,616	0 08254

2 Total of line 1, column (d).	2	0 62128
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 12426
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,317,201
5 Multiply line 4 by line 3.	5	287,928
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	521
7 Add lines 5 and 6.	7	288,449
8 Enter qualifying distributions from Part XII, line 4.	8	291,586

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	521
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	521
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	521
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,532	
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	1,532
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,011
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 1,011	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> OR _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW SHAPIRA FOUNDATION ORG				
14	The books are in care of ▶ CATHY THOMPSON Telephone no ▶ (877) 586-9416 Located at ▶ 7327 SW BARNES ROAD 124 PORTLAND OR ZIP +4 ▶ 97225			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	5b		No
	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?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIJAHU SHAPIRA	Co-Trustee	0		
7327 SW BARNES ROAD 124 PORTLAND, OR 97225	2 00			
ANNE L SHAPIRA	Co-Trustee	0		
7327 SW BARNES ROAD 124 PORTLAND, OR 97225	2 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

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

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

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	1,938,339
b	Average of monthly cash balances.	1b	412,097
c	Fair market value of all other assets (see instructions).	1c	2,052
d	Total (add lines 1a, b, and c).	1d	2,352,488
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	
3	Subtract line 2 from line 1d.	3	2,352,488
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	35,287
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,317,201
6	Minimum investment return. Enter 5% of line 5.	6	115,860

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	115,860
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	521
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	521
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	115,339
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	115,339
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	115,339

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	291,586
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	291,586
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	521
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	291,065
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			
2		Undistributed income, if any, as of the end of 2012			
a		Enter amount for 2011 only.			
b		Total for prior years 20__, 20__, 20__			
3		Excess distributions carryover, if any, to 2012			
a		From 2007.			
b		From 2008.			
c		From 2009.			
d		From 2010.			
e		From 2011.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2012 from Part XII, line 4 \$ 291,586			
a		Applied to 2011, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2012 distributable amount.			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).			
8		Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.			
10		Analysis of line 9			
a		Excess from 2008.			
b		Excess from 2009.			
c		Excess from 2010.			
d		Excess from 2011.			
e		Excess from 2012.			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

ELIJAHU SHAPIRA

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

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

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

a

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

ROBERT THOMPSON
7327 SW BARNES ROAD 124
PORTLAND, OR 97225
(877) 586-9416
ROBBT@SHAPIRAFOUNDATION.ORG

b

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

SEND 1-2 PAGE LETTER DESCRIBING YOUR ORGANIZATION AND ITS EXPERIENCE IN THE FIELD, WHAT YOU PROPOSE TO DO, WHY THE PROJECT IS NEEDED, WHO WILL BE SERVED, IN WHAT GEOGRAPHIC AREAS, HOW PROJECT OR PROGRAM RELATES TO OUR AREAS OF EMPHASIS, AMOUNT OF GRANT REQUEST, HOW FUNDS WOULD BE USED, AND AMOUNT OF TOTAL PROJECT OR PROGRAM BUDGET. WE WILL EVALUATE, INFORM YOU WHETHER OR NOT YOUR PROJECT OR PROGRAM APPEARS TO MEET OUR GUIDELINES OR INTERESTS, AND MAY INVITE YOU TO SUBMIT A FULL GRANT APPLICATION. INFORMATION MAY BE OBTAINED AT WWW.SHAPIRAFOUNDATION.ORG

c

Any submission deadlines

No deadline

d

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

Grants will not be made to individuals, athletic teams, events, debt reduction drives, political organizations, or for benefit tickets, religious purposes, or lobbying activities

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	235,006
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	413	
4	Dividends and interest from securities. . . .			14	59,638	
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			18	-50,124	
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). .				9,927	
13	Total. Add line 12, columns (b), (d), and (e).					9,927

[illegible]

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p> (1) Cash.</p> <p> (2) Other assets.</p> <p>b Other transactions</p> <p> (1) Sales of assets to a noncharitable exempt organization.</p> <p> (2) Purchases of assets from a noncharitable exempt organization.</p> <p> (3) Rental of facilities, equipment, or other assets.</p> <p> (4) Reimbursement arrangements.</p> <p> (5) Loans or loan guarantees.</p> <p> (6) Performance of services or membership or fundraising solicitations.</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.</p> <p>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</p>		Yes	No
	1a(1)		No
	1a(2)		No
	1b(1)		No
	1b(2)		No
	1b(3)		No
	1b(4)		No
	1b(5)		No
	1b(6)		No
	1c		No

[illegible]

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

**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 or fiduciary) is based on all information of which preparer has any knowledge.

*****		2013-05-10	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00011809
	STAN HARDY CPA	STAN HARDY CPA			
	Firm's name <input type="checkbox"/>	HARDY & HOLMES LLC			Firm's EIN <input type="checkbox"/>
		1510 NE VILLAGE ST			
	Firm's address <input type="checkbox"/>	FAIRVIEW, OR 970243826			Phone no (503) 667-5355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Capital Gain Dividends			
12,380 SHS SWEDISH EXPT CR CORP ELEMENTS LKD TO	P	2010-10-14	2012-06-13
484 SHS JPMORGAN CHASE & CO ALERIAN MLP INDEX ET	P	2011-09-27	2012-10-24
102 ISHS TR S&PSMALL CAP 600 GROWTH INDEX	P	2004-07-30	2012-10-24
94 ISHS TR S&P MIDCAP 400 GROWTH	P	2010-10-14	2012-10-24
277 ISHS TR S&P LATIN AMER 40 INDEX FD	P	2009-12-17	2012-10-24
1,819 ISHS TR MSCI EMERGING MKTS INDEX	P	2008-07-31	2012-10-24
1,331 ISHS TR MSCI PACIFIC EX-JAPAN INDEX FD	P	2009-10-14	2012-10-24
280 ISHS MCSI BRIC INDEX FD	P	2010-10-14	2012-10-24
13,946 399 ISHS HUSSMAN STRATEGIC GROWTH FUND	P	2004-11-09	2012-09-24
125,000 PV GOLDMAN SACHS GROUP INC SR NT 6 6% 1/15/	P	2006-07-17	2012-01-15
73,000 PV CONOCOPHILLIPS GTD NT 4 75% 2/1/14 B/E D	P	2009-06-16	2012-08-17
655 SHS SPDR INDEX SHS FDS DOW JONES INTL REAL E	P	2011-11-15	2012-06-05
2,378 285 SHS PIMCO EMERGING MARKETS CURRENCY FD INSTI	P	2011-09-27	2012-05-22
5,174 129 SHS PRINCETON FUTURES STRATEGY FUND CLASS I	P	2011-09-27	2012-05-18
5,545 455 SHS LEUTHOLD ASSET ALLOCATION FD INSTITUTION	P	2011-09-27	2012-06-12
418 SHS JPMORGAN CHASE & CO ALERIAN MLP INDEX ET	P	2011-09-27	2012-03-15
637 ISHS TR S&P 500 GROWTH INDEX FD	P	2011-11-15	2012-10-24
61 ISHS MSCI BRIC INDEX FD	P	2011-12-16	2012-10-24
14,522 822 SHS WELLS FARGO ADVTG ULTRA SHORT TERM MUNI	P	2012-11-01	2012-12-18
2,441 SHS SWEDISH EXPT CR CORP ELEMENTS LKD TO	P	2012-06-14	2012-10-24
25 ISHS TR S&P MIDCAP 400 GROWTH	P	2012-08-09	2012-10-24
218 ISHS TR COHEN & STEERS REALTY MAJORS IND	P	2012-06-14	2012-10-24
694 ISHS TR S&P 500 GROWTH INDEX FD	P	2012-06-14	2012-10-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			879
93,548		104,900	-11,352
19,741		16,922	2,819
8,230		4,667	3,563
10,305		6,561	3,744
11,411		12,958	-1,547
71,165		52,583	18,582
56,513		61,757	-5,244
10,249		12,428	-2,179
153,415		219,156	-65,741
125,000		125,000	
77,252		77,252	
22,354		22,154	200
23,877		23,925	-48
46,956		52,025	-5,069
45,293		45,025	268
16,547		14,614	1,933
48,086		43,081	5,005
2,304		2,219	85
69,975		70,010	-35
20,887		18,869	2,018
2,741		2,722	19
16,734		16,586	148
52,388		50,560	1,828


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11,352
			2,819
			3,563
			3,744
			-1,547
			18,582
			-5,244
			-2,179
			-65,741
			200
			-48
			-5,069
			268
			1,933
			5,005
			85
			-35
			2,018
			19
			148
			1,828

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAKE-A-WISH FOUNDATION OF OREGON IN 2000 SW 1ST AVE SUITE 410 PORTLAND, OR 97201		509(A)(1)	SEASON OF WISHES CAMPAIGN, WISHING ON A WORKOUT DAY AT BEAVERTON CROSSFIT	2,000
TRANSITION PROJECTS INC 665 NW HOYT STREET PORTLAND, OR 97209		509(A)(1)	TO PROVIDE HOLIDAY MEALS FOR CLARK CENTER AND JEAN'S PLACE HOMELESS SHELTERS	7,445
TRANSITION PROJECTS INC 665 NW HOYT STREET PORTLAND, OR 97209		509(A)(1)	FOOD PURCHASE PROGRAM AT THE CLARK CENTER	5,000
CATLIN GABEL SCHOOL 8825 SW BARNES ROAD PORTLAND, OR 97225		509(A)(1)	CREATIVE ART SCHOOL CONSTRUCTION PROJECT	50,000
THE KENTON ACTION PLAN 6807 N VILLARD AVE PORTLAND, OR 97217		509(A)(1)	HARPER'S PLAYGROUND CONSTRUCTION PROJECT	10,000
COLORADO ORGANIZATION FOR VICTIM AS 90 GALAPAGO STREET DENVER, CO 80223		509(A)(2)	TO ASSIST VICTIM OF COLORADO THEATER SHOOTING	5,000
FOREST HEIGHTS SOCCER CLUB 10640 NW LOST PARK DRIVE PORTLAND, OR 97229		509(A)(2)	REPLACE NATURAL GRASS SPORTS FIELD WITH SYNTHETIC TURF ON FIELD ADJACENT TO ELEMENTARY SCHOOL, FOR SOCCER, LACROSSE, SCHOOL RECESS AND PE	50,000
MT HOOD KIWANIS CAMP INC 10725 SW BARBUR BLVD SUITE 50 PORTLAND, OR 97219		509(A)(1)	CAMPERSHIPS FOR DISADVANTAGED LOW-INCOME CHILDREN	7,500
DOUGY CENTER INC 3903 SE 52ND AVE PORTLAND, OR 97206	NONE	509(A)(1)	YOUTH GRIEF COUNSELING PROGRAM	3,000
JOIN A Center for Involvement 1435 NE 181st Suite 100 Portland, OR 97213		509(A)(2)	JOIN HOUSE REPAIR AND IMPROVEMENTS TO SHOWER AREA AND FAMILY MEETING SPACE	11,500
SUNSHINE PANTRY 7795 SW CIRrus DRIVE BEAVERTON, OR 97005	N/A	170B1AVI	RELOCATION AND CAPACITY IMPROVEMENT PROJECT	5,000
PORTLAND RESCUE MISSION PO BOX 3713 PORTLAND, OR 97208	N/A	509(A)(1)	ELECTRICAL AND HVAC SYSTEMS UPGRADE AT BURNSIDE SHELTER FOR HOMELESS	7,500
PORTLAND HOMELESS FAMILY SOLUTIONS 1838 SW JEFFERSON ST PORTLAND, OR 97201	N/A	170B1AVI	SHELTER HOLIDAY PARTY AT GOOSE HOLLOW FAMILY SHELTER	3,000
PORTLAND HOMELESS FAMILY SOLUTIONS 1838 SW JEFFERSON ST PORTLAND, OR 97201	N/A	170B1AVI	SHELTER LUNCH AT SALMON STREET LOCATION, GOOSE HOLLOW FAMILY SHELTER	948
ROSE HAVEN HOMELESS SHELTER PO BOX 11620 PORTLAND, OR 97211	N/A	509(A)(1)	ADVOCACY CASE MANAGER PROGRAM	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SAINT ANDRE BESSETTE CATHOLIC CHURC 601 WEST BURNSIDE ST PORTLAND,OR 97209	N/A	509(A)(1)	TO SUPPORT OPEN DOOR MINISTRIES MORNING HOSPITALITY PROGRAM TO ASSIST THE POOR AND HOMELESS AT THE DOWNTOWN CHAPEL	25,000
PORTLAND HOMELESS FAMILY SOLUTIONS 1838 SW JEFFERSON ST PORTLAND,OR 97201	N/A	170B1AVI	SHELTER DINNER NIGHT FOR GOOSE HOLLOW FAMILY SHELTER	1,149
MUDD-NICK FOUNDATION PO BOX 993 MANZANITA,OR 97130	N/A	509(A)(2)	PROVIDE FUNDRAISING DINNER FOR TILLAMOOK COUNTY YOUTH SUPPORT PROGRAMS	964
COMMUNITY TRANSITIONAL SCHOOL 6601 NE KILLINGSWORTH STREET PORTLAND,OR 97218	N/A	509(A)(1)	BUS TRANSPORTATION PROGRAM FOR TRANSIENT STUDENTS	5,000
SALVATION ARMY WEST WOMEN'S CHILDRE 211 ne 18th ave PORTLAND,OR 97232	N/A	509(A)(1)	Infant and toddler safety net project to enable purchase of cribs, crib mattresses, and infant supplies to assist women and children fleeing family violence	5,000
OREGON COMMUNITY WAREHOUSE INC 3969 NE MARTIN LUTHER KING JR BLVD PORTLAND,OR 97212	N/A	509(A)(1)	DELIVERY TRUCK PURCHASE PROGRAM	5,000
DALLAS COMMUNITY LIGHTHOUSE PO BOX 495787 GARLAND,TX 75049	N/A	509(A)(1)	KIDS CAMPUS TUTORIALS AND KIDS CAMPUS SUMMER ENRICHMENT PROGRAMS ADMINISTRATIVE COSTS	20,000
Total  3a				235,006

TY 2012 Accounting Fees Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PREPARATION OF 990- PF & CT-12	3,575	0	0	3,575

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Pnnter	2011-07-20	350	70	53	32.00 %	112			
HP Computer	2007-06-15	1,620	1,527	53	5.76 %	93			

**TY 2012 Investments Corporate
Bonds Schedule**

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY FIN CORP GTD 4.25%	27,643	28,684
DU PONT E I DE NEMOURS & CO FIXED 4.625%	29,263	29,472
MICROSOFT CORP NT 4.2% 6/1/19	28,929	28,820
WALMART STORES INC NOTES 4.125% 2/1/19	28,259	28,446
ANHEUSER BUSCH COS INC NT 4.5% 4/1/18	28,212	28,395
GENERAL ELECTRIC CAP CORP MED TERM 4.375	26,796	27,248
CATERPILLAR FINL SVCS CORP SR NT 4.625%	27,172	27,310
WALGREEN CO 4.875% 8/1/2013	100,773	102,467
ORACLE CORP 3.75% 7/8/2014	101,833	104,987
CONOCOPHILLIPS 4.75% 2/1/2014	27,234	28,223

TY 2012 Investments - Other Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD SCOTTSDALE FDS SH TERM	AT COST	79,683	80,320
SWEDISH EXPT CR CORP ELEMENTS INTL COMMO	AT COST	64,606	70,779
ISHARES TR FTSE CHINA 25 INDEX FD	AT COST	21,043	21,641
WELLS FARGO ADVTG ULTRA SHORT TERM MUNI	AT COST	105,015	105,000
PIMCO ALL ASSET FUND INST CLASS	AT COST	53,050	55,464
PIMCO TOTAL RETURN FUND INST CLASS	AT COST	80,025	78,670
THE OAKMARK INTERNATIONAL FUND CLASS I	AT COST	34,500	36,120
JO HAMBRO INTL SELECT FD CL I	AT COST	34,550	34,767
ARTIO GLOBAL HIGH INCOME FUND CLASS I	AT COST	24,022	25,108
PIMCO EMERGING LOCAL BOND FUND	AT COST	23,045	24,475
WISDOM TREE TR EMERGING MKTS EQUITY	AT COST	39,299	43,464
JP MORGAN CHASE & CO ALERIAN MLP INDEX	AT COST	41,535	45,690
TR S&P EMERGING MKTS	AT COST	12,397	13,730
GLOBAL X FDS GLOBAL X FTSE ASEAN 40 ETF	AT COST	20,431	23,055
CLAYMORE EXCHANGE TRADED FD TR 2	AT COST	31,640	31,695
LOOMIS SAYLES BOND FUND INSTL	AT COST	11,770	12,745
GOLDMAN SACHS HIGH YIELD MUNICIPAL FUND	AT COST	22,965	24,309
DRIEHAUS ACTIVE INCOME FUND	AT COST	52,025	54,880
DOUBLELINE TOTAL RETURN BOND FUND	AT COST	29,705	29,922
ISHARES INC MSCI PACIFIC EX-JAPAN INDEX	AT COST	27,347	30,547
ISHARES TR COHEN & STEERS REALTY	AT COST	56,630	73,199
MERGER FUND	AT COST	35,825	36,977
ISHARES S&P LATIN AMERICA 40	AT COST	28,739	27,970
ISHARES MSCI BRIC INDEX FUND	AT COST	25,603	28,751
ISHARES TR MSCI EMERGING MARKETS INDEX F	AT COST	3,058	7,007
ISHARES RUSSELL MICROCAP INDEX FUND	AT COST	22,319	32,648
POWERSHARES EXCH TR FD WATER RESOURCES	AT COST	16,658	26,270
ISHARES S & P SMALL CAP 600 VALUE	AT COST	18,180	31,069
ISHARES S & P MIDCAP 400 GROWTH	AT COST	19,023	45,993
GATEWAY FUND Y	AT COST	32,511	36,810

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES S & P SMALLCAP 600 GROWTH	AT COST	14,297	30,591
ISHARES S & P MIDCAP 400 VALUE	AT COST	29,455	46,097
HUSSMAN STRATEGIC GROWTH FUND #601	AT COST	42,525	41,380
ISHARES S&P 500 GROWTH INDX	AT COST	130,533	203,816
ISHARES RUSSELL 1000 VALUE	AT COST	167,100	209,430

TY 2012 Land, Etc. Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	3,685	3,517	168	680

TY 2012 Legal Fees Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REVIEW FOUNDATION DISTRIBUTION PLAN	100	0	0	100

TY 2012 Other Expenses Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Supplies	337			337
Postage & Box Rental	365			365
Insurance	1,155			1,155
Computer Online Backup, Antivirus Progra	279			279
Bookkeeping/Program Director	6,676			6,676

TY 2012 Other Liabilities Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Payroll taxes payable	1,895	7,990

TY 2012 Other Professional Fees Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	6,618	6,519	0	0

TY 2012 Taxes Schedule

Name: ANNE AND ELI SHAPIRA CHARITABLE
FOUNDATION

EIN: 93-1306729

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OR DEPT OF JUSTICE CT-12 FEES	272			272
FOREIGN TAXES PAID ON DIVIDENDS	577	577		
EXCISE TAX ON INVESTMENT INCOME	868			