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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 02-01-2012 , and ending 01-31-2013

Name of foundation DEBARTOLO FAMILY FOUNDATION INC		A Employer identification number 31-1739677	
Number and street (or P O box number if mail is not delivered to street address) 15436 N FLORIDA AVE STE 200		B Telephone number (see instructions) (813) 908-8400	
City or town, state, and ZIP code TAMPA, FL 33613		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 ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,151,836		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (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)	929,897			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	77,445	77,445		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	29,609			
	b Gross sales price for all assets on line 6a <u>2,253,308</u>				
	7 Capital gain net income (from Part IV , line 2)		29,609		
	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	1,036,951	107,054		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,246	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	491,856	30,253		0
	24 Total operating and administrative expenses. Add lines 13 through 23	495,102	30,253		0
	25 Contributions, gifts, grants paid	417,189			417,189
	26 Total expenses and disbursements. Add lines 24 and 25	912,291	30,253		417,189
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	124,660			
	b Net investment income (if negative, enter -0-)		76,801		
	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	225,536		
	2	Savings and temporary cash investments	41,954	306,379	306,379
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,294,569	2,481,492	2,845,457
	c	Investments—corporate bonds (attach schedule).	101,152	0	0
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ 1,320 Less accumulated depreciation (attach schedule) ▶ _____ 1,320			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,663,211	2,787,871	3,151,836
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,663,211	2,787,871	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,663,211	2,787,871	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,663,211	2,787,871	

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	2,663,211
2	Enter amount from Part I, line 27a	2	124,660
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,787,871
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	2,787,871

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	29,609
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	403,519	2,809,416	0 143631
2010	411,077	2,537,066	0 162029
2009	549,289	2,436,181	0 225471
2008	443,629	2,764,008	0 160502
2007	744,650	3,014,691	0 247007

2 Total of line 1, column (d).	2	0 938640
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 187728
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,008,284
5 Multiply line 4 by line 3.	5	564,739
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	768
7 Add lines 5 and 6.	7	565,507
8 Enter qualifying distributions from Part XII, line 4.	8	417,189

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 ☐ 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	1,536
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	1,536
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	1,536
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	0
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	34
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,570
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐	Refunded ☐	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 ☐ \$ _____ 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		No
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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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) ☐ 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	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	Yes	

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 DEBARTOLOFAMILYFOUNDATION COM				
14	The books are in care of ▶ DEBARTOLO HOLDINGS LLC Telephone no ▶ (813) 908-8400 Located at ▶ 15436 N FLORIDA AVE SUITE 200 TAMPA FL ZIP +4 ▶ 33613			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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? ☐ 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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?. ☐ Yes ☒ 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		
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?. ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
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))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

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

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

Total

number of other employees paid over \$50,000.

0

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.		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	
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.	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	2,602,650
b	Average of monthly cash balances.	1b	451,445
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,054,095
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	3,054,095
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	45,811
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,008,284
6	Minimum investment return. Enter 5% of line 5.	6	150,414

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	150,414
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,536
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,536
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	148,878
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	148,878
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	148,878

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	417,189
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	417,189
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	417,189
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				148,878
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				597,819
b From 2008.				306,938
c From 2009.				428,470
d From 2010.				285,629
e From 2011.				265,512
f Total of lines 3a through e.	1,884,368			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 417,189				
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.				148,878
e Remaining amount distributed out of corpus	268,311			
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	2,152,679			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	597,819			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,554,860			
10 Analysis of line 9				
a Excess from 2008. . . .				306,938
b Excess from 2009. . . .				428,470
c Excess from 2010. . . .				285,629
d Excess from 2011. . . .				265,512
e Excess from 2012. . . .				268,311

Part XIVPrivate 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) ☐ 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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1Information 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))

EDWARD J DEBARTOLO JR

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

2Information 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

MELISSA JOHNSON
15436 N FLORIDA AVE STE 200
TAMPA, FL 33613
(813) 964-8302

b

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

SCHOLARSHIP OR GRANT APPLICATION FORM

c

Any submission deadlines

APRIL 1ST FOR SCHOLARSHIPS, NO DEADLINE FOR GRANTS

d

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

TAMPA BAY AREA, FUNDS MUST BE USED FOR PROGRAMS AND NOT ADMINISTRATIVE COSTS

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 TableSee Additional Data Table				
Total			3a	417,189
b Approved for future payment				
Total			3b	0

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					
4 Dividends and interest from securities.			14	77,445	
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	29,609	
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		107,054	0
13 Total. Add line 12, columns (b), (d), and (e).			13		107,054

[illegible]

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

[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.

*****	2013-09-16	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ 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 ☒	PTIN P01456580
	DAVID S MALLITZ	DAVID S MALLITZ			
	Firm's name ☐	DAVID S MALLITZ VP-TAX DEBARTOLO HOLDINGS LLC 15436 N FLORIDA AVE		Firm's EIN ☐ 34-0652556	
	Firm's address ☐	SUITE TAMPA, FL 33613		Phone no (813) 908-8400	

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)
ALGER GROWTH & INCOME A 4438 402 SH	P	2012-08-01	2012-12-21
ALGER GROWTH & INCOME A 17 139 SH	P	2012-09-18	2012-12-21
ALGER GROWTH & INCOME A 32 693 SH	P	2012-12-18	2012-12-21
ALGER SPECTRA A 22 11 SH	P	2011-12-20	2012-11-09
ALGER SPECTRA A 50 312 SH	P	2011-12-20	2012-11-09
ALGER SPECTRA A 4042 037 SH	P	2011-11-04	2012-11-09
ALLIANCEBER SMALL CAP GRW ADV 1457 815 SH	P	2012-08-01	2012-11-12
ARCOS DORADOS HLDGS INC CL-A 734 SH	P	2011-04-20	2012-02-08
ARCOS DORADOS HLDGS INC CL-A 266 SH	P	2011-11-04	2012-02-08
AVAGO TECH 1776 SH	P	2011-02-03	2012-12-27
BLACKROCK MULTI-ASSET INC INST 4438 402 SH	P	2012-03-26	2012-11-14
BLACKROCK MULTI-ASSET INC INST 4761 905 SH	P	2012-03-27	2012-11-14
BLACKROCK MULTI-ASSET INC INST 32 334 SH	P	2012-04-03	2012-11-14
BLACKROCK MULTI-ASSET INC INST 29 527 SH	P	2012-05-02	2012-11-14
BLACKROCK MULTI-ASSET INC INST 40 308 SH	P	2012-06-04	2012-11-14
BLACKROCK MULTI-ASSET INC INST 37 125 SH	P	2012-06-29	2012-11-14
BLACKROCK MULTI-ASSET INC INST 34 722 SH	P	2012-07-31	2012-11-14
BLACKROCK MULTI-ASSET INC INST 42 646 SH	P	2012-08-31	2012-11-14
BLACKROCK MULTI-ASSET INC INST 37 071 SH	P	2012-09-28	2012-11-14
BLACKROCK MULTI-ASSET INC INST 39 699 SH	P	2012-10-31	2012-11-14
BOEING CO 548 SH	P	2011-12-05	2013-01-08
CALAMOS GLOBAL EQUITY I 4519 314 SH	P	2012-07-24	2012-09-26
DELAWARE DIVERSIFIED INC A 4890 814 SH	P	2011-11-15	2012-03-26
DELAWARE DIVERSIFIED INC A 1 042 SH	P	2011-11-22	2012-03-26
DELAWARE DIVERSIFIED INC A 15 603 SH	P	2011-12-22	2012-03-26
DELAWARE DIVERSIFIED INC A 54 712 SH	P	2011-12-22	2012-03-26
DELAWARE DIVERSIFIED INC A 70 803 SH	P	2011-12-22	2012-03-26
DELAWARE DIVERSIFIED INC A 16 252 SH	P	2012-01-20	2012-03-26
DELAWARE DIVERSIFIED INC A 16 355 SH	P	2012-02-22	2012-03-26
DELAWARE DIVERSIFIED INC A 15 857 SH	P	2012-03-22	2012-03-26

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DOW CHEMICAL CO 1686 SH	P	2012-06-08	2012-11-09
DREYFUS APPRECIATION FD 940 935 SH	P	2011-10-27	2012-05-14
DREYFUS APPRECIATION FD 550 943 SH	P	2011-11-01	2012-05-14
DREYFUS APPRECIATION FD 1101 07 SH	P	2011-11-15	2012-05-14
DREYFUS APPRECIATION FD 36 844 SH	P	2011-12-22	2012-05-14
DREYFUS APPRECIATION FD 10 07 SH	P	2012-04-03	2012-05-14
DREYFUS EMRGMKT DEBT LOC CUR I 4264 392 SH	P	2012-01-26	2012-05-17
EAGLE SMALL CAP GROWTH A 542 541 SH	P	2011-11-03	2012-06-04
EV MULTI STRAT ABSLTE RETURN I 10182 178 SH	P	2012-07-24	2012-11-01
FIDEL ADV FLOATING RT HI INC I 49 55 SH	P	2011-12-30	2012-12-10
FIDEL ADV FLOATING RT HI INC I 18 83 SH	P	2012-01-31	2012-12-10
FIDEL ADV FLOATING RT HI INC I 17 892 SH	P	2012-02-29	2012-12-10
FIDEL ADV FLOATING RT HI INC I 19 23 SH	P	2012-03-30	2012-12-10
FIDEL ADV FLOATING RT HI INC I 13 602 SH	P	2012-04-30	2012-12-10
FIDEL ADV FLOATING RT HI INC I 21 214 SH	P	2012-05-31	2012-12-10
FIDEL ADV FLOATING RT HI INC I 20 59 SH	P	2012-06-29	2012-12-10
FIDEL ADV FLOATING RT HI INC I 21 392 SH	P	2012-07-31	2012-12-10
FIDEL ADV FLOATING RT HI INC I 23 608 SH	P	2012-08-31	2012-12-10
FIDEL ADV FLOATING RT HI INC I 20 213 SH	P	2012-09-28	2012-12-10
FIDEL ADV FLOATING RT HI INC I 20 852 SH	P	2012-10-31	2012-12-10
FIDEL ADV FLOATING RT HI INC I 21 518 SH	P	2012-11-30	2012-12-10
FIDEL ADV FLOATING RT HI INC I 39 624 SH	P	2012-12-07	2012-12-10
FIDEL ADV FLOATING RT HI INC I 7723 85 SH	P	2011-11-04	2012-12-10
FIDEL ADV FLOATING RT HI INC I 13 355 SH	P	2011-11-30	2012-12-10
FIDELITY ADV STRAT INC I 31 659 SH	P	2011-07-29	2012-07-24
FIDELITY ADV STRAT INC I 31 718 SH	P	2011-08-31	2012-07-24
FIDELITY ADV STRAT INC I 30 376 SH	P	2011-09-30	2012-07-24
FIDELITY ADV STRAT INC I 31 516 SH	P	2011-10-31	2012-07-24
FIDELITY ADV STRAT INC I 31 093 SH	P	2011-11-30	2012-07-24
FIDELITY ADV STRAT INC I 72 389 SH	P	2011-12-22	2012-07-24

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FIDELITY ADV STRAT INC I 118 062 SH	P	2011-12-22	2012-07-24
FIDELITY ADV STRAT INC I 119 395 SH	P	2011-12-30	2012-07-24
FIDELITY ADV STRAT INC I 33 333 SH	P	2012-01-31	2012-07-24
FIDELITY ADV STRAT INC I 10 449 SH	P	2012-02-10	2012-07-24
FIDELITY ADV STRAT INC I 31 592 SH	P	2012-02-29	2012-07-24
FIDELITY ADV STRAT INC I 34 714 SH	P	2012-03-30	2012-07-24
FIDELITY ADV STRAT INC I 3678 239 SH	P	2012-04-25	2012-07-24
FIDELITY ADV STRAT INC I 23 433 SH	P	2012-04-30	2012-07-24
FIDELITY ADV STRAT INC I 48 32 SH	P	2012-05-31	2012-07-24
FIDELITY ADV STRAT INC I 44 079 SH	P	2012-06-29	2012-07-24
FIDELITY ADV STRAT INC I 10126 654 SH	P	2011-04-01	2012-07-24
FIDELITY ADV STRAT INC I 27 525 SH	P	2011-04-29	2012-07-24
FIDELITY ADV STRAT INC I 33 408 SH	P	2011-05-31	2012-07-24
FIDELITY ADV STRAT INC I 31 718 SH	P	2011-06-30	2012-07-24
GENERAL DYNAMICS 4 1/4 5-15-13 50000 SH	P	2009-08-07	2012-03-27
GENERAL ELECTRIC CO 1176 SH	P	2009-08-10	2012-10-19
GOLDMAN SACHS STRATEGIC INC I 4637 856 SH	P	2011-11-15	2012-04-25
GOLDMAN SACHS STRATEGIC INC I 1 726 SH	P	2011-11-30	2012-04-25
GOLDMAN SACHS STRATEGIC INC I 28 813 SH	P	2011-12-30	2012-04-25
GOLDMAN SACHS STRATEGIC INC I 6 558 SH	P	2012-01-31	2012-04-25
GOLDMAN SACHS STRATEGIC INC I 11 821 SH	P	2012-02-29	2012-04-25
GOLDMAN SACHS STRATEGIC INC I 10 285 SH	P	2012-03-30	2012-04-25
HARTFORD BALANCED INC I 2936 908 SH	P	2012-03-14	2012-05-31
HARTFORD BALANCED INC I 19 366 SH	P	2012-03-27	2012-05-31
HARTFORD CAP APPREC I 639 62 SH	P	2012-01-10	2012-08-30
MELCO CROWN ENTERTAINMENT ADR 1200 SH	P	2010-01-05	2012-12-21
MFS LIMITED MATURITY A 3758 17 SH	P	2011-11-30	2012-02-02
MFS LIMITED MATURITY I 11446 472 SH	P	2011-11-30	2012-09-18
MFS LIMITED MATURITY I 43 269 SH	P	2011-12-30	2012-09-18
MFS LIMITED MATURITY I 49 098 SH	P	2012-01-31	2012-09-18

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MFS LIMITED MATURITY I 30 147 SH	P	2012-02-29	2012-09-18
MFS LIMITED MATURITY I 26 428 SH	P	2012-03-30	2012-09-18
MFS LIMITED MATURITY I 12 124 SH	P	2012-04-30	2012-09-18
MFS LIMITED MATURITY I 27 089 SH	P	2012-05-31	2012-09-18
MFS LIMITED MATURITY I 27 196 SH	P	2012-06-29	2012-09-18
MFS LIMITED MATURITY I 27 144 SH	P	2012-07-31	2012-09-18
MFS LIMITED MATURITY I 27 157 SH	P	2012-08-31	2012-09-18
MFS TECHNOLOGY I 1558 765 SH	P	2011-11-15	2012-10-24
MFS UTILITIES A 3964 228 SH	P	2011-08-17	2012-02-24
MFS UTILITIES A 11 701 SH	P	2011-08-31	2012-02-24
MFS UTILITIES A 12 582 SH	P	2011-09-30	2012-02-24
MFS UTILITIES A 11 656 SH	P	2011-10-31	2012-02-24
MFS UTILITIES A 11 877 SH	P	2011-11-30	2012-02-24
MFS UTILITIES A 21 383 SH	P	2011-12-30	2012-02-24
MFS UTILITIES A 9 474 SH	P	2012-01-31	2012-02-24
PEPSICO INC NC 282 SH	P	2009-08-10	2012-11-20
PEPSICO INC NC 118 SH	P	2011-03-29	2012-11-20
PETROLEO BRAS SA ADS 2105 SH	P	2012-08-06	2012-11-09
PIONEER GLOBAL HIGH YIELD Y 5430 847 SH	P	2011-11-14	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 16 55 SH	P	2011-11-30	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 68 55 SH	P	2011-12-30	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 37 615 SH	P	2012-01-31	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 36 521 SH	P	2012-02-29	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 36 962 SH	P	2012-03-30	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 37 435 SH	P	2012-04-30	2012-06-04
PIONEER GLOBAL HIGH YIELD Y 38 442 SH	P	2012-05-31	2012-06-04
PIONEER MLTI AST ULT SHT INC Y 1982 161 SH	P	2012-11-20	2013-01-02
PIONEER MLTI AST ULT SHT INC Y 2477 701 SH	P	2012-11-20	2013-01-03
PIONEER MLTI AST ULT SHT INC Y 1077 28 SH	P	2012-11-20	2013-01-07
PIONEER MLTI AST ULT SHT INC Y 0 928 SH	P	2012-11-30	2013-01-07

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PIONEER MLTI AST ULT SHT INC Y 1498 601 SH	P	2012-12-27	2013-01-07
PRICELINE COM INC NEW 47 SH	P	2012-08-29	2012-10-23
PRUDENTIAL JENNISON EQ INC Z 92 957 SH	P	2011-09-16	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 2155 504 SH	P	2011-11-04	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 78 021 SH	P	2011-12-16	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 43 44 SH	P	2012-03-23	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 71 198 SH	P	2012-06-22	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 5066 73 SH	P	2010-08-24	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 81 343 SH	P	2010-09-17	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 94 196 SH	P	2010-12-17	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 110 171 SH	P	2011-03-18	2012-08-01
PRUDENTIAL JENNISON EQ INC Z 97 662 SH	P	2011-06-17	2012-08-01
PRUDENTIAL JENNISON NAT RES Z 1289 072 SH	P	2012-02-24	2012-05-08
PUTNAM DIVERSIFIED INC TR Y 85 06 SH	P	2010-04-14	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 117 824 SH	P	2010-05-14	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 120 028 SH	P	2010-06-15	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 120 132 SH	P	2010-07-14	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 119 045 SH	P	2010-08-16	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 789 262 SH	P	2010-08-17	2012-02-02
PUTNAM DIVERSIFIED INC TR Y 4519 513 SH	P	2010-08-17	2012-03-14
PUTNAM DIVERSIFIED INC TR Y 69 839 SH	P	2011-08-16	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 71 1 SH	P	2011-09-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 73 885 SH	P	2011-10-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 73 655 SH	P	2011-11-15	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 75 142 SH	P	2011-12-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 79 826 SH	P	2012-01-13	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 71 134 SH	P	2012-02-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 70 187 SH	P	2012-03-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 47 957 SH	P	2012-04-16	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 48 207 SH	P	2012-05-15	2012-08-14

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PUTNAM DIVERSIFIED INC TR Y 49 651 SH	P	2012-06-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 49 242 SH	P	2012-07-16	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 7176 274 SH	P	2010-08-17	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 224 935 SH	P	2010-09-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 223 196 SH	P	2010-10-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 206 654 SH	P	2010-11-16	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 210 559 SH	P	2010-12-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 104 903 SH	P	2011-01-13	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 85 785 SH	P	2011-02-15	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 86 628 SH	P	2011-03-15	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 86 418 SH	P	2011-04-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 87 05 SH	P	2011-05-16	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 65 935 SH	P	2011-06-14	2012-08-14
PUTNAM DIVERSIFIED INC TR Y 67 07 SH	P	2011-07-14	2012-08-14
RS GLOBAL NATURAL RES A 1581 289 SH	P	2012-08-09	2012-11-15
SIEMENS AKTIENGESELLSCHAFT 522 SH	P	2012-01-04	2012-04-19
TARGET CORPORATION 1082 SH	P	2011-08-11	2012-05-04
WAL-MART STORES 3 200 5-15-14 50000 SH	P	2009-08-07	2012-03-27
CAPITAL GAINS DIVIDENDS	P		

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)
108,475		106,610	1,865
419		431	-12
799		806	-7
298		261	37
679		594	85
54,527		50,000	4,527
56,578		56,097	481
15,877		18,555	-2,678
5,754		5,813	-59
54,754		52,216	2,538
47,180		46,648	532
50,619		50,000	619
344		338	6
314		311	3
428		406	22
395		385	10
369		366	3
453		453	0
394		398	-4
422		428	-6
40,257		39,702	555
60,242		55,181	5,061
44,898		45,729	-831
10		10	0
143		142	1
502		499	3
650		646	4
149		149	0
150		151	-1
146		145	1

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)
49,696		53,737	-4,041
39,529		38,738	791
23,145		21,630	1,515
46,256		44,384	1,872
1,548		1,484	64
423		449	-26
58,507		60,000	-1,493
20,090		21,306	-1,216
92,454		92,463	-9
491		477	14
186		184	2
177		175	2
190		189	1
135		134	1
210		206	4
204		201	3
212		211	1
234		233	1
200		201	-1
206		207	-1
213		214	-1
392		392	0
76,466		75,000	1,466
132		128	4
399		408	-9
400		402	-2
383		374	9
397		398	-1
392		386	6
913		882	31

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)
1,489		1,439	50
1,506		1,459	47
420		415	5
132		130	2
398		397	1
438		434	4
46,383		46,125	258
295		295	0
609		599	10
556		552	4
127,697		128,432	-735
347		354	-7
421		430	-9
400		405	-5
52,054		50,741	1,313
26,083		37,815	-11,732
45,590		44,384	1,206
17		16	1
283		273	10
64		63	1
116		115	1
101		102	-1
33,539		34,303	-764
221		226	-5
20,122		19,272	850
19,632		4,847	14,785
23,000		22,850	150
69,938		69,367	571
264		262	2
300		300	0

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)
184		184	0
161		161	0
74		74	0
166		165	1
166		165	1
166		166	0
166		166	0
26,296		25,728	568
70,167		65,846	4,321
207		198	9
223		199	24
206		199	7
210		200	10
378		362	16
168		161	7
19,348		17,411	1,937
8,096		7,606	490
44,162		42,372	1,790
50,833		51,810	-977
155		154	1
642		641	1
352		364	-12
342		360	-18
346		363	-17
350		366	-16
360		362	-2
20,000		20,000	0
25,000		25,000	0
10,870		10,870	0
9		9	0

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)
15,121		15,121	0
26,443		28,008	-1,565
1,258		1,177	81
29,164		28,000	1,164
1,056		981	75
588		606	-18
963		933	30
68,553		58,679	9,874
1,101		996	105
1,274		1,244	30
1,491		1,491	0
1,321		1,319	2
59,284		71,195	-11,911
629		668	-39
872		925	-53
888		933	-45
889		941	-52
881		949	-68
5,841		6,290	-449
34,303		34,925	-622
527		513	14
537		515	22
558		517	41
556		519	37
567		522	45
603		557	46
537		512	25
530		518	12
362		351	11
364		354	10

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)
375		358	17
372		361	11
54,181		55,382	-1,201
1,698		1,471	227
1,685		1,486	199
1,560		1,343	217
1,590		1,354	236
792		813	-21
648		671	-23
654		675	-21
652		680	-28
657		684	-27
498		509	-11
506		511	-5
55,614		56,942	-1,328
48,187		51,806	-3,619
60,602		51,383	9,219
52,774		50,284	2,490
579			579

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	
			1,865
			-12
			-7
			37
			85
			4,527
			481
			-2,678
			-59
			2,538
			532
			619
			6
			3
			22
			10
			3
			0
			-4
			-6
			555
			5,061
			-831
			0
			1
			3
			4
			0
			-1
			1

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	
			-4,041
			791
			1,515
			1,872
			64
			-26
			-1,493
			-1,216
			-9
			14
			2
			2
			1
			1
			4
			3
			1
			1
			-1
			-1
			-1
			0
			1,466
			4
			-9
			-2
			9
			-1
			6
			31

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	
			50
			47
			5
			2
			1
			4
			258
			0
			10
			4
			-735
			-7
			-9
			-5
			1,313
			-11,732
			1,206
			1
			10
			1
			1
			-1
			-764
			-5
			850
			14,785
			150
			571
			2
			0

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	
			0
			0
			0
			1
			1
			0
			0
			568
			4,321
			9
			24
			7
			10
			16
			7
			1,937
			490
			1,790
			-977
			1
			1
			-12
			-18
			-17
			-16
			-2
			0
			0
			0
			0

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	
			0
			-1,565
			81
			1,164
			75
			-18
			30
			9,874
			105
			30
			0
			2
			-11,911
			-39
			-53
			-45
			-52
			-68
			-449
			-622
			14
			22
			41
			37
			45
			46
			25
			12
			11
			10

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	
			17
			11
			-1,201
			227
			199
			217
			236
			-21
			-23
			-21
			-28
			-27
			-11
			-5
			-1,328
			-3,619
			9,219
			2,490
			579

Form 990PF Part VIII Line 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
EDWARD J DEBARTOLO JR	PRESIDENT 0 00	0	0	0
16210 SIERRA DE AVILA TAMPA,FL 33613				
CYNTHIA R DEBARTOLO	VICE PRESIDENT 0 00	0	0	0
16210 SIERRA DE AVILA TAMPA,FL 33613				
LISA MARIE DEBARTOLO	VICE PRESIDENT 0 00	0	0	0
934 S GOLF VIEW ST TAMPA,FL 33629				
TIFFANIE L DEBARTOLO	VICE PRESIDENT 0 00	0	0	0
418 THROCKMORTON AVE MILL VALLEY,CA 94941				
NICOLE A DEBARTOLO	VICE PRESIDENT 0 00	0	0	0
5138 WEST LONGFELLOW AVENUE TAMPA,FL 33629				
JAMES D PALERMO	SECRETARY 0 00	0	0	0
622 DANUBE AVENUE TAMPA,FL 33606				
DAVID S MALLITZ	TREASURER 0 00	0	0	0
16211 TALAVERA DE AVILA TAMPA,FL 33613				

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>				
ACADEMY AT THE LAKES 2331 COLLIER PARKWAY LAND O LAKES,FL 34639	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
ARIANNA ULBA 8586 KEY BISCAYNE DRIVE TAMPA,FL 33614	NONE	STUDENTS	SCHOLARSHIPS	2,500
ARTHRITIS FOUNDATION 3816 W LINEBAUGH AVENUE STE 303 TAMPA,FL 33618	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
AUTISM SPEAKS 1 EAST 33RD STREET 4TH FLOOR NEW YORK,NY 10016	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
BIG BROTHERS BIG SISTERS OF TAMPA BAY 711 S DALE MABRY HWY STE 300 TAMPA,FL 33609	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
BREAD OF LIFE FELLOWSHIP INC PO BOX 770451 WINTER GARDEN,FL 34777	NONE	PUBLIC CHARITY	PROGRAM SERVICES	3,000
BRIGHTER TOMORROWS 3111 W MARTIN LUTHER KING JR BLVD STE 100 TAMPA,FL 33607	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
BROOKWOOD FLORIDA 901 SEVENTH AVENUE SOUTH ST PETERSBURG,FL 33705	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
BUDDY BASEBALL PO BOX 290361 TEMPLE TERRACE,FL 33687	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
CALIFORNIA STATE PARKS CAPITAL DISTRICT 111 I STREET SACRAMENTO,CA 95841	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
CAMINITI EXCEPTIONAL CENTER 2600 WEST HUMPHREY TAMPA,FL 33511	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
CARLTON MANOR INC 45 WESTWOOD TERRACE NORTH ST PETERSBURG,FL 33710	NONE	PUBLIC CHARITY	PROGRAM SERVICES	25,000
CHILDREN'S CANCER CENTER 4901 W CYPRESS STREET TAMPA,FL 33607	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
CHILDREN'S DREAM FUND 235 2ND AVENUE SOUTH ST PETERSBURG,FL 33701	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
CORPORATE ANGEL NETWORK 1 LOOP ROAD WHITE PLAINS,NY 10604	NONE	PUBLIC CHARITY	PROGRAM SERVICES	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 <i>Paid during the year</i>				
COURTNEY GURDINEER 8418 98 NORTH LAKELAND, FL 33809	NONE	STUDENTS	SCHOLARSHIPS	2,500
COURTNEY KEENE 12025 NORTHUMBERLAND DRIVE TAMPA, FL 33626	NONE	STUDENTS	SCHOLARSHIPS	2,500
CYSTIC FIBROSIS FOUNDATION 5100 W KENNEDY BLVD TAMPA, FL 33609	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
DAVID WHITE 613 N GOMEZ AVENUE TAMPA, FL 33609	NONE	STUDENTS	SCHOLARSHIPS	2,500
EMMA ANGELO 21 S CALIFORNIA STREET STE 305 VENTURA, CA 93001	NONE	STUDENTS	SCHOLARSHIPS	9,959
FAIRY TAIL ENDINGS 2703 FORT WORTH STREET SARASOTA, FL 34231	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
FAMILY ENRICHMENT CENTER 1002 E MARTIN LUTHER KING JR BOULEVARD TAMPA, FL 33603	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
FEEDING AMERICA TAMPA BAY 4702 TRANSPORT DRIVE TAMPA, FL 33605	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
FEEDING CHILDREN EVERYWHERE PO BOX 258 SANFORD, FL 32773	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
FLORIDA NEXT FOUNDATION PO BOX 3178 TAMPA, FL 33601	NONE	PUBLIC CHARITY	PROGRAM SERVICES	25,000
FRANKIE'S FRIENDS 3000 BUSCH LAKE BLVD TAMPA, FL 33614	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
FREDDIE SOLOMON BOYS AND GIRLS CLUB 4805 E SLIGH AVE TAMPA, FL 33614	NONE	PUBLIC CHARITY	PROGRAM SERVICES	25,000
FRIENDS OF PASCO COUNTY LIBRARY SYSTEM 8012 LIBRARY ROAD HUDSON, FL 34667	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
GIMMIE4 INC PO BOX 321 LAKE WALES, FL 33859	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
GINA DELVA 641 N CARROLL ROAD LAKELAND, FL 33801	NONE	STUDENTS	SCHOLARSHIPS	2,500

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>				
GORRIE ELEMENTARY SCHOOL 705 W DE LEON STREET TAMPA, FL 33606	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
HCSO CHARITIES PO BOX 3371 TAMPA, FL 33601	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
HUGE DREAMS FOUNDATION INC 18811 TOURNAMENT TRAIL TAMPA, FL 33647	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
HUMANE SOCIETY OF NORTHWEST MONTANA 100 ADOPT A PET WAY KALISPELL, MT 59901	NONE	PUBLIC CHARITY	PROGRAM SERVICES	3,500
INCREDIBLE ME INSTITUTE INC 2301 TUDOR LANE CLEARWATER, FL 33763	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
J 316 SUBSIDIARIES 10151 DEERWOOD PARK BLVD BLDG 400 STE 220 JACKSONVILLE, FL 32256	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
JAYLYN PRUITT 9202 KINGSBRIDGE DRIVE TEMPLE TERRACE, FL 33637	NONE	STUDENTS	SCHOLARSHIPS	2,500
JEFFREY KRUSE 8406 CORNEY DRIVE PORT RICHEY, FL 34668	NONE	STUDENTS	SCHOLARSHIPS	2,500
JENNIFER RUIZ 2440 FAIRBANKS DRIVE CLEARWATER, FL 33674	NONE	STUDENTS	SCHOLARSHIPS	2,500
JESSICA PENA 445 WHOOKER STREET BARTOW, FL 33830	NONE	STUDENTS	SCHOLARSHIPS	2,500
JFCS OF SARASOTA 2688 FRUITVILLE ROAD SARASOTA, FL 34237	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
JULIANNE PANOBIANCO 13306 WAGNER DRIVE HUDSON, FL 34667	NONE	STUDENTS	SCHOLARSHIPS	2,500
KAREN SANDOVAL 6036 POINTE PLEASANT BOULEVARD WESLEY CHAPEL, FL 33545	NONE	STUDENTS	SCHOLARSHIPS	2,500
KATIE CLOONAN 4401 HENDERSON BOULEVARD TAMPA, FL 33629	NONE	STUDENTS	SCHOLARSHIPS	2,500
KIDS WITH A CALL INC PO BOX 7771 TAMPA, FL 33673	NONE	PUBLIC CHARITY	PROGRAM SERVICES	200

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>				
KIERSTEN CASH 7344 BENT GRASS DRIVE WINTER HAVEN,FL 33884	NONE	STUDENTS	SCHOLARSHIPS	2,500
KIERSTEN NELSON 1517 AVENUE F NORTH EAST WINTER HAVEN,FL 33884	NONE	STUDENTS	SCHOLARSHIPS	2,500
KRISTIE EDMONSON 1365 FOREST PARK STREET LAKELAND,FL 33803	NONE	STUDENTS	SCHOLARSHIPS	2,500
LAUREN GLOVER 5302 SMITH ROYALS ROAD PLAMT CITY,FL 33567	NONE	STUDENTS	SCHOLARSHIPS	2,500
LIFE ENRICHMENT CENTER 9704 N BLVD TAMPA,FL 33612	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
LORENA CABALLERO 12411 GREENLEE WAY RIVERVIEW,FL 33579	NONE	STUDENTS	SCHOLARSHIPS	2,500
LOWRY PARK ZOO 1101 W SLIGH AVENUE TAMPA,FL 33604	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,000
LUIS ZUNIGA-CANO 3905 W LEILA AVENUE TAMPA,FL 33616	NONE	STUDENTS	SCHOLARSHIPS	2,500
MALLORIE'S JOY 68 N WASHINGTON STREET APT 313 N ATTLEBORO,MA 02760	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
MARGARET KIRPATRICK 12234 WINDRIVE LANE HUDSON,FL 34667	NONE	STUDENTS	SCHOLARSHIPS	2,500
MARY BELLAMY 1922 ATLANTIS DRIVE CLEARWATER,FL 33763	NONE	STUDENTS	SCHOLARSHIPS	2,500
METROPOLITAN MINISTRIES 2301 NORTH TAMPA STREET TAMPA,FL 33602	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
MICHAEL CRESPO 4078 HOMESTEAD DRIVE LAKELAND,FL 33810	NONE	STUDENTS	SCHOLARSHIPS	2,500
MOSES HOUSE INC PO BOX 9115 TAMPA,FL 33674	NONE	PUBLIC CHARITY	PROGRAM SERVICES	3,000
NATHALIE BAZELAIS 9420 N 22ND STREET TAMPA,FL 33612	NONE	STUDENTS	SCHOLARSHIPS	2,500

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>				
NATHAN MICKENS 60 LINCOLN STREET FROSTPROOF, FL 33843	NONE	STUDENTS	SCHOLARSHIPS	2,500
NEW BETHEL TEMPLE OF DELIVERANCE 6221 PALM RIVER ROAD TAMPA, FL 33619	NONE	PUBLIC CHARITY	PROGRAM SERVICES	25,000
NEW LIFE VILLAGE 4926 VENICE LAKE AVE TAMPA, FL 33619	NONE	PUBLIC CHARITY	PROGRAM SERVICES	8,130
OASIS NETWORK OF NEW TAMPA 16057 TAMPA PALMS BLVD W UNIT 315 TAMPA, FL 33647	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
PAWSTRONG ANIMAL CANCER FOUNDATION 9820 SW 85TH TERRACE MIAMI, FL 33173	NONE	PUBLIC CHARITY	PROGRAM SERVICES	15,000
PLAYSMART INC 1311 N WESTSHORE BLVD STE 317 TAMPA, FL 33607	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
POWERSTORIES THEATRE 2105 W KENNEDY BLVD TAMPA, FL 33606	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
RACHEL HINDER 4151 AUDUBON OAKS CIRCLE LAKELAND, FL 33809	NONE	STUDENTS	SCHOLARSHIPS	2,500
ROAD RECOVERY 440 W 41ST STREET NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PROGRAM SERVICES	20,000
RUTH ECKERD HALL INC 1111 N MCMULLEN BOOTH RD CLEARWATER, FL 33759	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
RYAN NECE FOUNDATION 4401 W KENNEDY BLVD 3RD FL TAMPA, FL 33609	NONE	PUBLIC CHARITY	PROGRAM SERVICES	3,000
SANTA FE CATHOLIC HIGH SCHOOL 3110 EAST HWY 92 LAKELAND, FL 33801	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
SARA SAVITZ 3812 N ARLINGTON AVENUE TAMPA, FL 33606	NONE	STUDENTS	SCHOLARSHIPS	2,500
SCORE 6706 N LAKE DRIVE ZEPHYRHILLS, FL 33616	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
SENIORS AND LAW ENFORCEMENT TOGETHER PO BOX 912 MANGO, FL 33550	NONE	PUBLIC CHARITY	PROGRAM SERVICES	7,500

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>				
SHIRA SIMMONS 1780 HARBOR DRIVE CLEARWATER,FL 33755	NONE	STUDENTS	SCHOLARSHIPS	2,500
SIERRA STARKEY 12205 SNEAD PLACE TAMPA,FL 33624	NONE	STUDENTS	SCHOLARSHIPS	2,500
ST JOSEPH'S HOSPITAL FOUNDATION 2700 W DR MARTIN LUTHER KING JR BLVD STE 310 TAMPA,FL 33607	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 3507 I-275 FRONTAGE RD E TAMPA,FL 33607	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
ST LAWRENCE CATHOLIC SCHOOL 5221 N HIMES AVENUE TAMPA,FL 33614	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
ST MARY'S PARENTS ASSOCIATION 2101 S HUBERT AVENUE TAMPA,FL 33614	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
SUNCOAST PRIMATE SANCTUARY 4600 ALTERNATE HWY 19 PALM HARBOR,FL 34683	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
SYLVIA PANIAGUA 4014 DUNCAN OAKS PLANT CITY,FL 33667	NONE	STUDENTS	SCHOLARSHIPS	2,500
TAMPA BAY AMBASSADORS BASKETBALL PO BOX 957 ODESSA,FL 33556	NONE	PUBLIC CHARITY	PROGRAM SERVICES	250
TAMPA BAY VETERANS ALLIANCE PO BOX 1078 CLEARWATER,FL 33757	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500
TEAM RED WHITE & BLUE 506 EAST DAVIS BLVD TAMPA,FL 33606	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
THE ACADEMIES INC 3916 E HILLSBOROUGH AVE TAMPA,FL 33610	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,200
THE FUND FOR PUBLIC SCHOOLS 52 CHAMBERS STREET ROOM 305 NEW YORK,NY 10007	NONE	PUBLIC CHARITY	PROGRAM SERVICES	3,000
THE RONAN THOMPSON FOUNDATION PO BOX 44935 PHOENIX,AZ 85064	NONE	PUBLIC CHARITY	PROGRAM SERVICES	200
THE URBAN SPORTS INITIATIVE PO BOX 5745 ATLANTA,GA 31107	NONE	PUBLIC CHARITY	PROGRAM SERVICES	500

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>				
TOI OWENS 3615 N GARRIVON STREET TAMPA,FL 33619	NONE	STUDENTS	SCHOLARSHIPS	2,500
TRINITY CAFE 2801 N NEBRASKA AVE TAMPA,FL 33602	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
USF FOUNDATION 4202 E FOWLER AVE ATH100 TAMPA,FL 33620	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
VALENTINO ACHAK DENG 849 VALENCIA STREET SAN FRANCISCO,CA 94110	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
VICTORIA FINWALL 1400 LAUREL BRANCH PLACE BARTOW,FL 33830	NONE	STUDENTS	SCHOLARSHIPS	2,500
VOICES FOR CHILDREN CASA OF MONTEREY 945 S MAIN STREET STE 107 SALINAS,CA 93901	NONE	PUBLIC CHARITY	PROGRAM SERVICES	1,000
WARRICK DUNN CHARITIES 3223 HOWELL MILL ROAD NW ATLANTA,GA 30327	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,000
WE'RE HERE TO HELP INC 17857B JAMESTOWN WAY LUTZ,FL 33558	NONE	PUBLIC CHARITY	PROGRAM SERVICES	2,500
WHEELCHAIRS 4 KIDS 1406 STONEHAVEN WAY TARPON SPRINGS,FL 34689	NONE	PUBLIC CHARITY	PROGRAM SERVICES	10,000
ZEE PATEL 950 6TH STREET WINTER HAVEN,FL 33881	NONE	STUDENTS	SCHOLARSHIPS	2,500
Total  3a				417,189

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization DEBARTOLO FAMILY FOUNDATION INC	Employer identification number 31-1739677
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization DEBARTOLO FAMILY FOUNDATION INC	Employer identification number 31-1739677
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	See Additional Data Table _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 ____	 _____ _____ _____	 \$ _____	 Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization DEBARTOLO FAMILY FOUNDATION INC	Employer identification number 31-1739677
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization DEBARTOLO FAMILY FOUNDATION INC	Employer identification number 31-1739677
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:

Software Version:

EIN: 31-1739677

Name: DEBARTOLO FAMILY FOUNDATION INC

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	BRIGHT HOUSE NETWORKS LLC 4400 MLK BLVD TAMPA, FL 33614	\$ 20,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>2</u>	BROADRICK FAMILY FOUNDATION INC 19105 MERRY LANE LUTZ, FL 33548	\$ 35,860	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>3</u>	CAESARS ENTERTAINMENT OPERATING CO ONE CEASARS PALACE DRIVE LAS VEGAS, NV 89109	\$ 7,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>4</u>	CARUSO MANAGEMENT CO LTD 800 W FIFTH AVENUE SUITE 110 B NAPERVILLE, IL 60563	\$ 50,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>5</u>	CHERRY BEKAERT HOLLAND 1700 BAYBERRY CT SUITE 300 RICHMOND, VA 23226	\$ 8,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>6</u>	CULPEPPER BRAD MONICA 60 BAHAMA CIRCLE TAMPA, FL 33606	\$ 8,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>7</u>	DEBARTOLO HOLDINGS 15436 N FLORIDA AVE STE 200 TAMPA, FL 33613	\$ 21,689	Person ☐ Payroll ☒ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
8	DEBARTOLO NICOLE 5138 W LONGFELLOW AVE TAMPA, FL 33629	\$9,260	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
9	DENISE DEBARTOLO YORK 4380 PEBBLE BEACH DR CANFIELD, OH 44406	\$8,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
10	DYER KEVIN 1625 BEACH DRIVE NE ST PETERSBURG, FL 33704	\$11,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
11	EDWARD J DEBARTOLO JR 16210 SIERRA DE AVILA TAMPA, FL 33613	\$25,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
12	GEZA HENNI 28 S TREASURE DR TAMPA, FL 33609	\$15,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
13	GOLDMAN SACHS CO PO BOX 3527 PRINCETON, NJ 08543	\$13,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
14	HCSO CHARITIES PO BOX 3371 TAMPA, FL 33601	\$7,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
15	ITB CAPITAL MANAGEMENT LLC 201 N FRANKLIN STREET SUITE 1970 TAMPA, FL 33602	\$20,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
16	JEAN HENRI CINDY 530 LAFAYETTE BLFD OLDSMAR, FL 35677	\$25,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
17	KENNETH KENYHERCZ ANNETTE LANCASTER 14706 WATERCHASE BLVD TAMPA, FL 33626	\$17,900	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
18	KENNY BRYCE CHRISTA 4204 W SYLVAN RAMBLE TAMPA, FL 33609	\$10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
19	KOLAJ GIORGIO 29 CARPENTER AVE APT 3A MT KISCO, NY 10549	\$16,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
20	LIGHTNING FOUNDATION 401 CHANNELSIDE DRIVE TAMPA, FL 33602	\$33,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
21	MALLITZ INVESTMENT GROUP LLC 16509 BAYCROSS DRIVE LAKEWOOD RANCH, FL 34202	\$10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
22	MALLITZ DAVID ELIZABETH 16211 TALAVERA DE AVILA TAMPA, FL 33613	\$ 10,250	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
23	MICHAEL METCALF PO BOX 18141 TAMPA, FL 33679	\$ 75,100	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
24	MOFFITT CANCER CENTER 12902 MAGNOLIA DRIVE TAMPA, FL 33612	\$ 8,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
25	NEW FOUND FAMILY INC 11225 US 19 NORTH CLEARWATER, FL 33764	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
26	NID CORPORATION 15436 N FLORIDA AVE STE 200 TAMPA, FL 33613	\$ 150,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
27	PALERMO JIM 622 DANUBE AVENUE TAMPA, FL 33606	\$ 11,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
28	PEPIN TOM 8511 VAN DYKE ROAD ODESSA, FL 33556	\$ 11,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
29	SCHNEIROV BARRY 200 S BISCAYNE BAY BLVD STE 3700 MIAMI, FL 33131	\$ 6,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
30	SEMINOLE HARD ROCK HOTEL CASINO 5223 N ORIENT ROAD TAMPA, FL 33610	\$ 20,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
31	THE CAFARO FOUNDATION 3556 BELMONT AVENUE YOUNGSTOWN, OH 44504	\$ 45,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
32	YOU CAN CHANGE THE WORLD INC 4830 W KENNEDY BLVD STE 445 TAMPA, FL 33609	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
33	ZOLDAN BRUCE 3615 SUGARBUSH DRIVE CANFIELD, OH 44406	\$ 8,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

**TY 2012 Investments Corporate
Bonds Schedule**

Name: DEBARTOLO FAMILY FOUNDATION INC
EIN: 31-1739677

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MS INVESTMENT BONDS	0	0

**TY 2012 Investments Corporate
Stock Schedule****Name:** DEBARTOLO FAMILY FOUNDATION INC**EIN:** 31-1739677

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MS INVESTMENT EQUITIES	822,948	1,121,070
MS INVESTMENT MUTUAL FUNDS	1,658,544	1,724,387

TY 2012 Other Expenses Schedule**Name:** DEBARTOLO FAMILY FOUNDATION INC**EIN:** 31-1739677

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	30,253	30,253		0
CREDIT CARD FEES	5,387	0		0
EVENT EXPENSES	449,202	0		0
MARKETING	7,014	0		0

TY 2012 Substantial Contributors Schedule**Name:** DEBARTOLO FAMILY FOUNDATION INC**EIN:** 31-1739677

Name	Address
EDWARD J DEBARTOLO JR	16210 SIERRA DE AVILA TAMPA,FL 33613
NID CORPORATION	15436 N FLORIDA AVENUE SUITE 200 TAMPA,FL 33613

TY 2012 Taxes Schedule**Name:** DEBARTOLO FAMILY FOUNDATION INC**EIN:** 31-1739677

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	2,691	0		0
FOREIGN TAXES	555	0		0