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 April 1 , 2012, and ending March 31 , 2013

Name of foundation: Alvin I. and Peggy S. Brown Family Charitable Foundation

A Employer identification number: 52-6041735

Number and street (or P O box number if mail is not delivered to street address): 7900 Wisconsin Avenue

Room/suite: 403

B Telephone number (see instructions): 301-841-6751

City or town, state, and ZIP code: Bethesda, Maryland 20814-3633

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $14,050,522

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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 ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,331	1,331	1,331	
	4	Dividends and interest from securities	245,425	245,425	245,425	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	528,544			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		528,544		
	8	Net short-term capital gain			91,360	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	<7>	<7>	<7>	
	12	**Total.** Add lines 1 through 11	775,293	775,293	338,109	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest	23	23	23	23
	18	Taxes (attach schedule) (see instructions)	15,425	15,425	15,425	15,425
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	153,774	153,774	153,774	153,774
	24	**Total operating and administrative expenses.** Add lines 13 through 23	169,222	169,222	169,222	169,222
	25	Contributions, gifts, grants paid	398,980			398,980
	26	**Total expenses and disbursements.** Add lines 24 and 25	568,202	169,222	169,222	568,202
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	207,091			
	b	**Net investment income** (if negative, enter -0-)		606,071		
	c	**Adjusted net income** (if negative, enter -0-)			168,887	

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

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	523,924	632,354	632,354
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges Federal Income Taxes	5,100	2,343	2,343
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	783,391	602,158	1,405,888
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	9,233,899	9,513,793	12,009,937
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	10,546,314	10,750,648	14,050,522
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	10,546,314	10,750,648	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,546,314	10,750,648	

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	10,546,314
2	Enter amount from Part I, line 27a	2	207,091
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,753,405
5	Decreases not included in line 2 (itemize) ▶ Federal Income Tax FYE 3/31/12	5	2,757
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,750,648

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	Various Stocks			
c				
d	(see schedule Attached)			
e				

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

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

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

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	528,544
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	91,360

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	565,738	11,905,187	.0475
2010	576,788	8,509,112	.0678
2009	312,780	5,103,331	.0613
2008	237,414	4,906,596	.0484
2007	251,631	5,135,867	.0490

2	**Total** of line 1, column (d)	2	.2740
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	.0548
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,051,425
5	Multiply line 4 by line 3	5	715,221
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,061
7	Add lines 5 and 6	7	721,282
8	Enter qualifying distributions from Part XII, line 4	8	568,202

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary—see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	12,121
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	12,121
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	12,121
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 2,343		
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	2,343
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	9,778
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-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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		✓
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		✓
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ______			
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	N/A	

Website address ▶

14 The books are in care of ▶ the Foundation Telephone no. ▶ 301-841-6751
Located at ▶ 7900 Wisconsin Ave #403 Bethesda MD. ZIP+4 ▶ 20814-3633

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 |

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		✓
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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** N/A

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** ✓

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** N/A

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
Peggy S. Brown - 2500 South Ocean Blvd. Apt 282 Palm Beach, Florida 33480	President 3 hours	0	none	none
Barbara Brown - 243 Closson #16 Santa Fe, New Mexico 87501	Vice President 0 hours	0	none	none
Patricia Brown - P.O. Box 32 Mendocino, California 95460	Vice President 0 hours	0	none	none
Donna Brown - 341 Lamprecht Drive - Carbondale, Co. 81623	Vice President 0 hours	0	none	none

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				
N/A				

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 Donations made to various charitable organizations as listed within	none
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
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	1,490,868
b	Average of monthly cash balances	1b	578,139
c	Fair market value of all other assets (see instructions)	1c	11,181,221
d	**Total** (add lines 1a, b, and c)	1d	13,250,228
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,250,228
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	198,753
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,051,475
6	**Minimum investment return.** Enter 5% of line 5	6	652,574

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	652,574
2a	Tax on investment income for 2012 from Part VI, line 5	2a			
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	2,757		
c	Add lines 2a and 2b			2c	2,757
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	649,817
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	649,817
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	649,817

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	568,202
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	568,202
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	568,202

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					649,817
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	0				
b	From 2008	0				
c	From 2009	59,013				
d	From 2010	152,666				
e	From 2011					
f	**Total** of lines 3a through e		211,679			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 568,202					
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					
e	Remaining amount distributed out of corpus		(81,615)			
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		130,064			
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)		0			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		130,064			
10	Analysis of line 9:					
a	Excess from 2008	0				
b	Excess from 2009	0				
c	Excess from 2010	130,064				
d	Excess from 2011	0				
e	Excess from 2012	0				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c			N/A		
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

Peggy S. Brown

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.

N/A

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:

Contributions are made only to preselected charitable organizations. Unsolicited applications for funds are not accepted

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

See 2A

c Any submission deadlines:

none

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

none

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
1) Jewish Community Center Palm Beach, Florida	N/A	Qualified 501(c)(3) Charity	200,000 pledge + 2,720 other	202,720
2) Jewish Federation Palm Beach, FLORIDA	N/A	"	Donation	60,500
3) Southwestern College Santa Fe, New Mexico	N/A	"	DONATION	30,000
4) Creativity For Peace Santa Fe, New Mexico	N/A	"	DONATION	20,000
5) Doctors Without Borders USA	N/A	"	Donation	15,000
6) Compassionate Touch Network Santa Fe, New Mexico	N/A	"	DONATION	19,000
7) Women For Women International - Central Islip, New York	N/A	"	DONATION	10,000
8) California State Granges California, U.S.A	N/A	"	DONATION	10,000
9) Wild Wolf Sanctuary Santa Fe, New Mexico	N/A	"	Donation	5,000
10) NOYO Food Forest USA	N/A	"	Donation	5,000
11) South Florida Science Museum West Palm Beach, Florida	N/A	"	DONATION	5,000
ALL other charities - See list attached	N/A	"	DONATIONS	16,760
Total ▶ 3a				398,980
b *Approved for future payment*				
Jewish Community Center Pledge - Palm Beach, FLORIDA	N/A	Qualified 501(c)(3) charity	Building of a new Jewish Community Center in Palm Beach, Florida	$1,000,000
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) 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		N/A			
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					
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					
9 Net income or (loss) from special events			N/A		
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)					

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 ______

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

▶ [signature] | 5/28/13 | ▶ Assistant Treasurer

Signature of officer or trustee Charles Hamb | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

AIB/PSB Family Charitable Foundation
Schedule of Contributions Paid
Year Ended March 31, 2013

Date	Description	Check	Amount	Balance
Beginning Balance				$0.00
APRIL				
4/6/2012	The Peru Fund	3535	$2,000.00	
Total			$2,000.00	$2,000.00
MAY				
5/9/2012	JCC/Greater Palm Beach	3536	1 $200,000.00	
5/17/2012	Creativity for Peace	3537	4 $20,000.00	
Total			$220,000.00	$222,000.00
JUNE				
5/25/2012	California State Granger	3538	8 $10,000.00	
Total			$10,000.00	$232,000.00
July				
6/12/2012	So. Florida Science Museum	3640	$250.00	
6/12/2012	Palm Beach Habitat Center	3641	$1,000.00	
6/12/2012	JSSA	3642	$100.00	
Total			$1,350.00	$233,350.00
7/19/2012	Jewish Historical Society	3643	$1,000.00	
7/26/2012	ADL	3644	$100.00	
7/17/2012	Alzheimers Foundation	3645	$100.00	
7/19/2012	Norton Museum of Art	3646	$125.00	
7/18/2012	NCJW	3647	$35.00	
7/20/2012	Temple Israel	3648	$2,500.00	
7/17/2012	Southern Poverty Law Center	3649	$435.00	
7/20/2012	American Heart Association	3650	$105.00	
7/25/2012	Committee For Children	3651	$50.00	
7/24/2012	JSSA	3652	$150.00	
7/23/2012	Feeding America	3653	$100.00	
7/23/2012	National Breast Cancer Resear.	3654	$100.00	
7/24/2012	Washington Hebrew Cong.	3656	$225.00	
7/24/2012	Washington Hebrew Cong.	3657	$100.00	
Total			$5,125.00	$238,475.00
8/21/2012	NOYO Food Forest		10 $5,000.00	
8/22/2012	Southwestern College		3 $30,000.00	
9/20/2012	Mendocino Coast Child. Fund		$2,000.00	
9/16/2012	National Breast Cancer		$100.00	
Total			$37,100.00	$275,575.00
9/25/2012	Wild Spirit Wolf Sanctuary		9 $5,000.00	
10/3/2012	Doctors Without Boarders		5 $15,000.00	
10/3/2012	Women for Women		7 $10,000.00	

Total				$30,000.00	$305,575.00
	Contributions Made Nov. 2012			$0.00	$305,575.00
11/9/2012	Jewish Federation Palm Beach	3658	2	$50,000.00	
11/21/2012	Oxfam America	3659		$100.00	
11/21/2012	Temple Israel	3660		$35.00	
11/21/2012	Shrine Circus Fund	3661		$75.00	
11/21/2012	Friends Club	3662		$1,000.00	
11/21/2013	Friends of WLRN	3663		$100.00	
11/21/2012	Interfaith(Hand to Hand)	3664		$100.00	
11/27/2012	Palm Beach Civic Association	3665		$100.00	
11/27/2012	Emergency Medical Assistanc	3666		$100.00	
11/27/2012	Childrens' Defense Fund	3667		$100.00	
11/27/2012	AJFCS	3668		$1,000.00	
11/29/2012	Palm Beach Habilitation Center	3669		$1,000.00	
12/6/2012	Compassionate Touch Network	3545	6	$15,000.00	
12/3/2012	Hanley Center Foundation	3670		$1,000.00	
12/10/2012	JCC of Palm Beaches	3671	1	$250.00	
12/26/2012	Lion of Judah	3672		$150.00	
12/26/2012	JCC of Palm Beaches	3673	1	$1,500.00	
1/9/2013	PBHC Hub-a Hearts	3674		$225.00	
2/20/2013	Compassionate Touch Network	3546	6	$4,000.00	
	Balance at 2/28/13			$75,835.00	$381,410.00
2/1/2013	JCC Scholarship Fund	3675	1	$250.00	
2/8/2013	Lion of Judah -- Jewish Federation of Palm Beach	3676	2	$10,000.00	
2/8/2013	Florida Science Museum	3677	11	$5,000.00	
2/11/2013	Palm Beach Fire and Rescue	3678		$100.00	
2/25/2013	Jewish Federation Palm Beach	3679	2	$500.00	
	Balance at 3/31/13			$15,850.00	$397,260.00
3/14/2013	JCC	3680	1	$360.00	
3/14/2013	Low Vision Center	3681		$1,000.00	
3/29/2013	JCC Scholarship Fund	3682	1	$360.00	
	Balance at 3/31/13			$1,720.00	
					$398,980.00

Alvin I. and Peggy S. Brown Family Charitable Foundation
Schedule of Short and Long Term Capital Gains and Losses
Fiscal Year Ended March 31, 2013

Page 3- Part IV-Lines 2 and 3- Capital Gains and Losses

	Proceeds	Cost	Gain (Loss)	Purchase Date	Sale Date
Short-Term Capital Gains and Losses					
Constable Partners II- Flowthrough Investments	Various	Various	$75,889.00	Various	Various
Constable Partners I Flowthrough Investments	Various	Various	$2,443.00	Various	Various
Semper Vic Partners Flowthrough Investments	Various	Various	$13,028.00	Various	Various
Total Net Short-Term Gains Page 3 Part IV- Line 3			$91,360.00		
Long -Term Capital Gains and Losses					
Constable Partners I Flowthrough Investment	Various	Various	$1,084.00		
Constable Partners II Fllowthrough Investment	Various	Various	$45,424.00		
Semper Vic Partners- Flowthrough Investment	Various	Various	$85,797.00	Various	Various
Pershing Stocks- (See Schedule Attached)	$531,168.00	$226,289.00	$304,879.00	Various	Various
Total Net Long-Term Gains	$531,168.00	$226,289.00	$437,184.00		
Total Short and Long-Term Gains Page 3-PartIV-Line 2			$528,544.00		

Alvin and Peggy Brown Family Charitable Foundation
Schedule of Long Term Capital Gains and Losses- Pershing Account
Fiscal Year Ended March 31, 2013

Shares	Security	Selling Price	Cost	Gain(Loss)	Purchase Date	Sale Date
75	Philip Morris	$6,843.28	$1,140.75	$5,702.53	4/2/2008	8/9/12
50	Philip Morris	$4,501.32	$760.50	$3,740.82	4/2/2008	8/2/12
75	Philip Morris	$6,937.48	$1,140.75	$5,796.73	4/2/2008	8/16/12
75	Altria	$2,516.89	$2,944.50	($427.61)	3/2/01	8/22/12
525	Altria	$17,786.71	$19,839.75	($2,053.04)	3/2/01	3/13/13
225	Anheiser Bush	$21,538.94	$12,357.00	$9,181.94	8/13/10	3/13/13
500	Birkshire Hathaway	$51,785.78	$28,725.00	$23,060.78	1/21/2010	3/13/13
225	Brown Foreman	$15,604.14	$4,707.00	$10,897.14	9/28/00	3/13/13
325	Comcast	$12,575.59	$5,625.75	$6,949.84	5/11/99	3/13/13
50	Hasbro	$2,090.41	$632.07	$1,458.34	9/1/00	3/13/13
125	Martin Marietta	$13,088.35	$4,883.75	$8,204.60	4/22/03	3/13/13
48	Master Card	$25,314.66	$10,615.68	$14,698.98	6/10/10	3/13/13
75	Nestle	$53,796.29	$21,112.50	$32,683.79	7/9/08	3/13/13
525	Philip Morris	$47,563.93	$7,990.50	$39,573.43	4/2/2008	3/13/13
125	Scripps	$8,043.36	$3,130.00	$4,913.36	7/7/08	3/13/13
450	Unilever	$18,021.69	$11,421.00	$6,600.69	11/15/10	3'13/13
15	Washington Post	$6,568.73	$7,533.11	($964.38)	6/12/00	3/13/13
675	Wells Fargo	$24,812.64	$17,293.50	$7,519.14	8/13/10	3/13/13
245	Pernod Ricard	$31,937.47	$12,139.75	$19,797.72	2/3/10	3/13/13
325	British American Tobacco	$17,124.13	$4,810.00	$12,314.13	11/15/10	3/14/13
525	Diageo	$15,864.16	$5,911.50	$9,952.66	12/9/08	3/14/13
675	Sabmillar	$35,512.82	$12,852.00	$22,660.82	10/7/2008	3'14/13
450	Cie Financiere	$38,114.58	$10,422.00	$27,692.58	10/21/08	3/14/13
600	Heineken	$38,012.66	$16,434.00	$21,578.66	11/25/08	3/14/13
475	Swedish Match	$15,212.03	$1,866.75	$13,345.28	5/11/01	3/14/13
	Totals	$531,168.04	$226,289.11	**$304,878.93**		

Part II- Line 10B
Investments-Corporate Stocks and Bonds

	A Beginning of the Year Book Value	B End of the Year Book Value	C Year End Fair Market Value
Stocks Held in Pershing Investment	$783,391.00	$602,158.00	$1,405,888.00
Totals	$783,391.00	$602,158.00	$1,405,888.00

Part II-Line 13- Investments- Other Constable Partners II Partnership:	$3,572,030.00	$3,665,179.00	$3,886,598.00
Constable Partners I Partnership:	$71,482.00	$74,630.00	$65,268.00
Semper Vic Partners	$5,590,387.00	$5,773,984.00	$8,058,071.00
Totals:	$9,233,899.00	$9,513,793.00	$12,009,937.00

Alvin I. and Peggy S. Brown Family Charitable Foundation
Contributions Received and Other Income
April 1, 2012 to March 31, 2013

Part I-Line 1- Page 1

Contributions Received	
Cash-Alvin I. and Peggy S. Brown	$0.00
Total Contributions Received	$0.00

Part I-Line II- Other Income (Loss)

Ordinary Income(Loss)	($7.00)
Miscellaneous	$0.00
Total Other Income	($7.00)

Schedule of Other Expenses
Fiscal Year Ended March 31, 2013

Part I-Line 23- Other Expenses

Administrative Expenses- Management Fees	$16,552.00
Portfolio Deductions	$137,071.00
Professional Fees	$41.00
Foreign Fees	$110.00
Total	$153,774.00

Part I-Line 18- Taxes

Foreign Taxes	$15,425.00