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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

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

For calendar year 2012 or tax year beginning

6/1/2012

, and ending

5/31/2013

Name of foundation

ENA ZUCCHI TUW

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

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

Room/suite

City or town, state, and ZIP code

Winston Salem

NC

27101-3818

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

A Employer identification number

23-2667612

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► 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 ► H Check type of organization. Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 374,888 (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____

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

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	9,441	9,330	
	5 a Gross rents			
	b Net rental income or (loss)			
	6 a Net gain or (loss) from sale of assets not on line 10	1,202		
	b Gross sales price for all assets on line 6a	138,890		
	7 Capital gain net income (from Part IV, line 2)		1,202	
	8 Net short-term capital gain			
	9 Income modifications			
	10 a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)	5,300	5,300	
	12 Total. Add lines 1 through 11	15,943	15,832	0

Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,044	4,533	1,511
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16 a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	96	96	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	6,140	4,629	0
	25 Contributions, gifts, grants paid	17,300		17,300
	26 Total expenses and disbursements. Add lines 24 and 25.	23,440	4,629	0
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-7,497		
	b Net investment income (if negative, enter -0-)		11,203	
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

P 7 NV

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			
	2	Savings and temporary cash investments		10,607	15,897
	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			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)		209,304	
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		123,425	320,350
	14	Land, buildings, and equipment basis ►			358,991
		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)		343,336	336,247
					374,888
	17	Accounts payable and accrued expenses			
Net Assets or Fund Balances	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)		0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		343,336	336,247
	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)		343,336	336,247
	31	Total liabilities and net assets/fund balances (see instructions)		343,336	336,247

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	343,336
2	Enter amount from Part I, line 27a	2	-7,497
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	618
4	Add lines 1, 2, and 3	4	336,457
5	Decreases not included in line 2 (itemize) ► PY RETURN OF CAPITAL ADJUSTMENT	5	210
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	336,247

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69		(i) 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		
a			0	
b			0	
c			0	
d			0	
e			0	
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	1,202
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	0

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	17,489	357,670	0.048897
2010	17,436	368,155	0.047360
2009	18,000	341,283	0.052742
2008	20,930	319,248	0.065560
2007	12,600	441,016	0.028570

2 Total of line 1, column (d) 2 0.243129**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 0.048626**4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5** 4 362,101**5 Multiply line 4 by line 3** 5 17,608**6 Enter 1% of net investment income (1% of Part I, line 27b)** 6 112**7 Add lines 5 and 6** 7 17,720**8 Enter qualifying distributions from Part XII, line 4** 8 18,811

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)****1 a** 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**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-)**3** Add lines 1 and 2**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only) Others enter -0-)**5** Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-**6** Credits/Payments:**a** 2012 estimated tax payments and 2011 overpayment credited to 2012

6a | 104

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 | 104

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 | 8

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 | 0

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ►

Refunded ►

11 | 0

Part VII-A Statements Regarding Activities**1 a** 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 | X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

1b | X

*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities***c** Did the foundation file Form 1120-POL for this year?

1c | X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ _____ (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?

2 | X

*If "Yes," attach a detailed description of the activities***3** Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3 | X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a | X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b | N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 | X

*If "Yes," attach the statement required by General Instruction T***6** Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6 | X

- 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*

7 | X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►**NJ**

8b | X

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*

9 | X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 | X

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► WELLS FARGO BANK N.A.	Telephone no. ► 888-730-4933
	Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	ZIP+4 ► 27101-3818
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	Yes X No

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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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?	
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? 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.)	
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?	
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.)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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)?

Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

 Yes No

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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee	4 00	6,044	

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

►

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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		

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	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	NONE	
2		
All other program-related investments See instructions		
3	NONE	
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 353,871
b	Average of monthly cash balances	1b 13,744
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 367,615
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	3 367,615
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 5,514
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 362,101
6	Minimum investment return. Enter 5% of line 5	6 18,105

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 18,105
2a	Tax on investment income for 2012 from Part VI, line 5	2a 112
b	Income tax for 2012. (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 112
3	Distributable amount before adjustments Subtract line 2c from line 1	3 17,993
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 17,993
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 17,993

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 18,811
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 18,811
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)	5 112
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 18,699

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				17,993
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				3,657
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e		0		
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 18,811				3,657
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				15,154
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		0		
b Prior years' undistributed income Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0	
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013			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)				2,839
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				►		
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)		
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
b	85% of line 2a						
c	Qualifying distributions from Part XII, line 4 for each year listed						
d	Amounts included in line 2c not used directly for active conduct of exempt activities						
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c						
3	Complete 3a, b, or c for the alternative test relied upon.						
a	"Assets" alternative test—enter:						
(1)	Value of all assets						
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)						
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c	"Support" alternative test—enter:						
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)						
(3)	Largest amount of support from an exempt organization						
(4)	Gross investment income						

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 Attached Statement				
Total			► 3a	17,300
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) 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	9,441	
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	1,202	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a OMG ROYALTIES			01	5,300	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		15,943	0
13 Total. Add line 12, columns (b), (d), and (e)			13		15,943

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

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

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

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.

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 <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO		9/27/2013		P01251603
	Firm's name ► PricewaterhouseCoopers, LLP			Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000	

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23-2667612 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

NEW JERSEY HEALTH FDN, INC

Street

120 ALBANY ST, TOWER 2, FIFTH FL

City NEW BRUNSWICK	State NJ	Zip Code 08084-1501	Foreign Country
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Relationship NONE	Foundation Status 501 (C)(3) PUBLIC CHARITY	
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,300
---	------------------------

Name

LIBERTY SCIENCE CENTER INC

Street

222 JERSEY CITY BOULEVARD

City JERSEY CITY	State NJ	Zip Code 07305	Foreign Country
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Relationship NONE	Foundation Status 501 (C)(3) PUBLIC CHARITY	
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 4,000
---	------------------------

Name

FOUNDATION FOR MORRISTOWN MEDICAL

Street

475 SOUTH STREET FIRST FLOOR

City MORRISTOWN	State NJ	Zip Code 07960	Foreign Country
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Relationship NONE	Foundation Status 501 (C)(3) PUBLIC CHARITY	
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 4,000
---	------------------------

Name

GREATER LIFE, INC

Street

187 WAINWRIGHT ST

City NEWARK	State NJ	Zip Code 07108	Foreign Country
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Relationship NONE	Foundation Status 501 (C)(3) PUBLIC CHARITY	
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 4,000
---	------------------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status	
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status	
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Totals		Net Gain or Loss	
														Gross Sales	Cost, Other Basis and Expenses		
Long Term CG Distributions	Amount	1,328						0							136,890	137,688	0
Short Term CG Distributions		0															
1 X ARTISAN MID CAP FUND-INS	04314H600				2/11/2013	4/17/2013	504	500							0	0	0
2 X CREDIT SUISSE COMM RT ST	22544R305				8/29/2011	8/6/2012	684	750							0	0	-86
3 X DIAMOND HILL LONG-SHORT	25284S333				10/20/2011	2/7/2013	571	475							0	0	96
4 X DODGE & COX INTL STOCK F	256206103				7/12/2008	8/8/2012	2,549	3,251							0	0	-702
5 X DODGE & COX INTL STOCK F	256206103				7/12/2008	4/17/2012	524	642							0	0	-118
6 X DODGE & COX INTL STOCK F	256206103				7/12/2008	4/17/2013	430	482							0	0	-52
7 X ARTISAN INTERNATIONAL FU	04314H204				8/28/2011	8/6/2012	3,070	2,742							0	0	328
8 X ARTISAN INTERNATIONAL FU	04314H204				8/28/2011	4/17/2013	856	675							0	0	181
9 X DODGE & COX INCOME FD CQ	256210105				5/10/2012	11/19/2012	3,856	3,770							0	0	66
10 X DODGE & COX INCOME FD CQ	256210105				8/10/2012	11/19/2012	7,003	6,933							0	0	70
11 X DODGE & COX INCOME FD CQ	256210105				7/11/2008	11/19/2012	5,626	4,923							0	0	703
12 X DODGE & COX INCOME FD CQ	256210105				4/17/2013	4/17/2013	443	444							0	0	-1
13 X DREYFUS EMG MKT DEBT LO	261980494				8/26/2011	2/7/2013	2,478	2,432							0	0	46
14 X JP MORGAN MID CAP VALUE	339128100				12/28/2010	8/8/2012	514	447							0	0	67
15 X GATEWAY FUND - Y #1988	367528984				2/11/2013	4/17/2013	392	388							0	0	4
16 X HARBOR CAPITAL APRTN	411511504				5/25/2011	8/6/2012	281	273							0	0	18
17 X HARBOR CAPITAL APRTN	411511504				2/11/2013	4/17/2013	1,285	1,246							0	0	19
18 X HUSSMAN STRATEGIC GROW	448108100				10/20/2011	8/6/2012	6,487	7,338							0	0	-871
19 X HUSSMAN STRATEGIC GROW	448108100				10/20/2011	2/7/2013	10,356	6,486							0	0	-1,130
20 X HUSSMAN STRATEGIC GROW	448108100				2/14/2012	2/17/2013	1,335	1,521							0	0	-186
21 X ISHARES CORE S & P 500 ET	464287200				8/8/2012	2/7/2013	456	422							0	0	34
22 X ISHARES CORE S & P 500 ET	464287200				8/8/2012	4/17/2013	626	562							0	0	64
23 X ISHARES RUSSELL 2000 GRO	464287648				11/19/2012	2/7/2013	5,207	4,582							0	0	625
24 X ISHARES RUSSELL 2000 GRO	464287648				12/19/2012	2/7/2013	4,697	4,387							0	0	310
25 X KALMAR GR W/WAL SM CAP	483438206				2/11/2013	4/17/2013	392	362							0	0	0
26 X KEELEY SMALL CAP VAL FD C	487300808				12/28/2010	2/7/2013	4,481	3,624							0	0	857
27 X KEELEY SMALL CAP VAL FD C	487300808				12/28/2010	4/17/2013	521	403							0	0	118
28 X LAUDUS MONDRIAN INTL F/H	518550555				10/20/2011	8/8/2012	3,698	3,742							0	0	-134
29 X MFS VALUE FUND CLASS #8	552083694				2/14/2012	2/7/2013	587	623							0	0	-36
30 X MFS VALUE FUND CLASS #8	552083694				5/25/2011	8/8/2012	260	242							0	0	8
31 X MFS VALUE FUND CLASS #8	552083694				2/17/2013	4/17/2013	1,218	1,176							0	0	42
32 X MAINSTAY EP US EQUITY-INS	560631302				10/20/2011	8/6/2012	4,912	4,600							0	0	372
33 X MERGER FD SH BEN INT #256	569509108				10/20/2011	8/6/2012	1,571	1,565							0	0	6
34 X PIMCO TOTAL RET FD-INST #	693390700				11/19/2012	2/7/2013	20,746	21,506							0	0	-760
35 X PIMCO TOTAL RET FD-INST #	693390700				8/10/2012	2/7/2013	3,682	3,764							0	0	-82
36 X PIMCO TOTAL RET FD-INST #	693390700				8/10/2012	4/17/2013	841	652							0	0	-11
37 X PIMCO FOREIGN BD FD USD	248639882				2/4/2011	8/6/2012	1,169	1,100							0	0	69
38 X PIMCO FOREIGN BD FD USD	693390882				2/14/2012	8/6/2012	406	391							0	0	15
39 X PIMCO FOREIGN BD FD USD	693390882				8/26/2011	8/6/2012	2,050	1,972							0	0	78
40 X PIMCO FOREIGN BD USD	693390882				10/20/2011	2/7/2013	562	554							0	0	8
41 X PIMCO FOREIGN BD USD	693390882				8/26/2011	2/7/2013	396	360							0	0	6
42 X RIDGEWORTH SEIX HY BD-#	766287645				2/14/2012	8/6/2012	492	468							0	0	24
43 X RIDGEWORTH SEIX HY BD-#	766287645				8/26/2011	11/19/2012	1,687	1,574							0	0	93
44 X RIDGEWORTH SEIX HY BD-#	766287645				8/26/2011	2/7/2013	2,275	2,092							0	0	183
45 X RIDGEWORTH SEIX HY BD-#	766287645				8/26/2011	4/17/2013	369	337							0	0	32
46 X T ROWE PRICE SHORT TERM	77957P105				2/14/2012	8/6/2012	12,886	12,860							0	0	26
47 X T ROWE PRICE SHORT TERM	77957P105				11/19/2012	5/20/2013	5,020	5,009							0	0	-11
48 X TCW SMALL CAP GROWTH FU	87234NB49				11/19/2012	11/19/2012	582	622							0	0	-40
49 X TCW SMALL CAP GROWTH FU	87234NB49				12/28/2010	11/19/2012	3,482	4,012							0	0	-530
50 X TCW SMALL CAP GROWTH FU	87234NB49				12/28/2010	12/19/2012	3,026	3,321							0	0	-285
51 X TCW SMALL CAP GROWTH FU	87234NB49				8/26/2011	12/19/2012	1,525	1,455							0	0	70
52 X TCW SMALL CAP GROWTH FU	87234NB49				8/10/2012	12/19/2012	183	185							0	0	2
53 X VANGUARD REIT VIPER	922808533				12/28/2010	8/6/2012	329	270							0	0	59
54 X SPDR DJ WILSHIRE INTERNA	784633X63				5/23/2011	8/6/2012	1,085	1,110							0	0	-25
55 X SPDR DJ WILSHIRE INTERNA	784633X63				5/23/2011	4/17/2013	970	912							0	0	58
56 X VANGUARD REIT VIPER	922808533				11/19/2012	2/7/2013	685	631							0	0	54
57 X VANGUARD REIT VIPER	922808533				11/19/2012	4/17/2013	282	253							0	0	29
58 X VANGUARD REIT VIPER	922808533				12/28/2010	4/17/2013	352	270							0	0	82

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	
1	OMG ROYALTIES	5,300	5,300	5,300	0

Part I, Line 18 (990-PF) - Taxes

		96	96	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	96	96		

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1 COST BASIS ADJUSTMENT	1	87
2 FEDERAL EXCISE TAX REFUND	2	531
3 Total	3	618

Line 5 - Decreases not included in Part III, Line 2

1 PY RETURN OF CAPITAL ADJUSTMENT	1	210
2 Total	2	210

Part IV (990-PF) . Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	104
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	104

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

NJ does not require 990-PF if contributions are less than \$10,000

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Other	2519006868	23-2667612	04314H204	ARTISAN INTERNATIONAL FUND #661	\$17,951.78	671.85	\$13,746.00
Invest - Other	2519006868	23-2667612	256210105	DODGE & COX INCOME FD COM #147	\$28,951.96	2,096.45	\$26,929.57
Invest - Other	2519006868	23-2667612	411511504	HARBOR CAPITAL APRCTION-INST #2012	\$30,824.67	650.58	\$25,330.70
Invest - Other	2519006868	23-2667612	589509108	MERGER FD SH BEN INT #260	\$7,558.48	474.48	\$7,501.46
Invest - Other	2519006868	23-2667612	693390700	PIMCO TOTAL RET FD-INST #35	\$28,554.60	2,579.46	\$27,114.57
Invest - Other	2519006868	23-2667612	693390882	PIMCO FOREIGN BD FD USD H-INST #103	\$6,873.75	640.61	\$6,356.14
Invest - Other	2519006868	23-2667612	77957P105	T ROWE PRICE SHORT TERM BD FD #55	\$10,783.29	2,237.20	\$10,828.04
Invest - Other	2519006868	23-2667612	04314H600	ARTISAN MID CAP FUND-INS #1333	\$13,123.67	294.91	\$11,783.23
Invest - Other	2519006868	23-2667612	464287200	ISHARES CORE S & P 500 ETF	\$13,472.60	82.00	\$10,133.68
Invest - Other	2519006868	23-2667612	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	\$6,635.55	620.73	\$7,626.57
Invest - Other	2519006868	23-2667612	256206103	DODGE & COX INT'L STOCK FD #1048	\$18,391.34	487.32	\$11,897.01
Invest - Other	2519006868	23-2667612	552983694	MFS VALUE FUND-CLASS I #893	\$21,204.27	710.12	\$16,298.24
Invest - Other	2519006868	23-2667612	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	\$15,058.94	1,031.43	\$14,847.45
Invest - Other	2519006868	23-2667612	262028855	DRIEHAUS ACTIVE INCOME FUND	\$7,556.62	695.18	\$7,296.29
Invest - Other	2519006868	23-2667612	339128100	JP MORGAN MID CAP VALUE-I #758	\$9,730.73	300.15	\$7,059.43
Invest - Other	2519006868	23-2667612	922908553	VANGUARD REIT VIPER	\$12,881.96	182.00	\$9,839.31
Invest - Other	2519006868	23-2667612	483438206	KALMAR GR W/VAL SM CAP FD #2	\$6,596.77	349.41	\$6,027.24
Invest - Other	2519006868	23-2667612	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$14,040.18	338.00	\$15,247.18
Invest - Other	2519006868	23-2667612	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	\$14,749.01	418.89	\$14,492.81
Invest - Other	2519006868	23-2667612	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$12,294.88	299.00	\$11,039.03
Invest - Other	2519006868	23-2667612	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	\$9,864.35	475.85	\$7,919.08
Invest - Other	2519006868	23-2667612	76628T645	RIDGEWORTH SEIX HY BD-I #5855	\$15,822.63	1,537.67	\$14,399.17
Invest - Other	2519006868	23-2667612	367829884	GATEWAY FUND - Y #1986	\$12,923.10	457.94	\$12,591.71
Invest - Other	2519006868	23-2667612	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$16,774.55	2,227.70	\$19,402.54
Invest - Other	2519006868	23-2667612	487300808	KEELEY SMALL CAP VAL FD CL I #2251	\$6,371.12	189.79	\$4,643.93
TOTAL					\$358,990.80		\$320,350.38
Savings & Temp Inv	2519006868	23-2667612	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$9,860.65	9,860.65	\$9,860.65
Savings & Temp Inv	2519006868	23-2667612	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$6,036.81	6,036.81	\$6,036.81
Cash	2519006868	23-2667612			\$0.00	0.00	\$0.00
TOTAL					\$15,897.46		\$15,897.46
GRAND TOTAL					\$374,888.26		\$336,247.84