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Return 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

Department of the Treasury
Internal Revenue Service

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

07/01, 2012, and ending

06/30, 2013

Name of foundation DOREEN DOWNS MILLER FOUNDATION INC		A Employer identification number 74-3116739
Number and street (or P.O. box number if mail is not delivered to street address) C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR		B Telephone number (see instructions) (212) 440-0800
City or town, state, and ZIP code NEW YORK, NY 10005		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,160,326.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		NONE		N/A	
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	200.	200.		ATCH 1
4	Dividends and interest from securities	134,650.	134,650.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,045,548.			
b	Gross sales price for all assets on line 6a	1,707,688.			
7	Capital gain net income (from Part IV, line 2)		1,045,548.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 3	33,180.	29,276.		
12	Total. Add lines 1 through 11	1,213,578.	1,209,674.		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 4	1,063.			1,063.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) *	61,325.	24,892.		36,433.
17	Interest ATCH 6	170.	170.		
18	Taxes (attach schedule) (see instructions) ATCH 7	6,964.	219.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	250.			250.
24	Total operating and administrative expenses. Add lines 13 through 23	69,772.	25,281.		37,746.
25	Contributions, gifts, grants paid	575,365.			575,365.
26	Total expenses and disbursements. Add lines 24 and 25	645,137.	25,281.	0	613,111.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	568,441.			
b	Net investment income (if negative, enter -0-)		1,184,393.		
c	Adjusted net income (if negative, enter -0-)				

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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)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		17,461.	502,400.	502,400.
	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				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 9	1,819,946.	2,544,911.	2,850,073.	
	c	Investments - corporate bonds (attach schedule) ATCH 10	NONE	2,133,127.	2,100,333.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 11	4,209,774.	733,101.	707,520.	
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)	6,047,181.	5,913,539.	6,160,326.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	6,047,181.	5,913,539.		
	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)	6,047,181.	5,913,539.			
31	Total liabilities and net assets/fund balances (see instructions)	6,047,181.	5,913,539.			

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	6,047,181.
2	Enter amount from Part I, line 27a	2	568,441.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,615,622.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	702,083.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,913,539.

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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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,045,548.	
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	599,736.	6,139,838.	0.097679
2010	710,874.	6,571,428.	0.108176
2009	471,250.	6,040,197.	0.078019
2008	732,045.	5,902,089.	0.124032
2007	597,950.	7,511,411.	0.079606
2 Total of line 1, column (d)			2 0.487512
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 0.097502
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 6,123,153.
5 Multiply line 4 by line 3			5 597,020.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,844.
7 Add lines 5 and 6			7 608,864.
8 Enter qualifying distributions from Part XII, line 4			8 613,111.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	11,844.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	11,844.
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	11,844.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,182.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,682.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	54.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,268. *	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		N/A
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, _____		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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*** PENALTY/INTEREST AMOUNT OF \$52 IS INCLUDED FOR LATE PAYMENT OF EXCISE TAX DUE.**

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of BCRS ASSOCIATES, LLC Telephone no 212-440-0800			
Located at 77 WATER STREET, 9TH FLOOR, NEW YORK, NY ZIP+4 10005				
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	Yes	No
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.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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	N/A
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)? ☐ Yes ☒ No **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 **N/A**

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? ☐ Yes ☒ No **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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
ATCH 13		0	0	0

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		0	0	0

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		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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.	NONE
2 N/A	
3 N/A	
4 N/A	

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	NONE
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	3,604,777.
b	Average of monthly cash balances	1b	2,611,622.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,216,399.
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	6,216,399.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	93,246.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,123,153.
6	Minimum investment return. Enter 5% of line 5	6	306,158.

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	306,158.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,844.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,844.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	294,314.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	294,314.
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	294,314.

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	613,111.
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	613,111.
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	11,844.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	601,267.

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				294,314.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	231,321.			
b From 2008	437,430.			
c From 2009	170,336.			
d From 2010	385,045.			
e From 2011	305,470.			
f Total of lines 3a through e	1,529,602.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 613,111.				
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				294,314.
e Remaining amount distributed out of corpus	318,797.			
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	1,848,399.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	231,321.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,617,078.			
10 Analysis of line 9.				
a Excess from 2008	437,430.			
b Excess from 2009	170,336.			
c Excess from 2010	385,045.			
d Excess from 2011	305,470.			
e Excess from 2012	318,797.			

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

NOT APPLICABLE

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(1)(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

[illegible]

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))

DOREEN D MILLER

- 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:

ATCH 14

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

ANY FORMS

- 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

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 ATCH 15				
Total			3a	575,365.
b Approved for future payment NONE				
Total			3b	

Form 990-PF (2012)

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

DOREEN DOWNS MILLER FOUNDATION INC

Employer identification number

74-3116739

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 4		10,882.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,338.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	45,401.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back.	5	58,621.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 5		19,027.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	330,937.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	636,963.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back.	12	986,927.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		58,621.
14	Net long-term gain or (loss):			
a	Total for year	14a		986,927.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		1,045,548.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) or b \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if.

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero 18			
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) 19			
20	Add lines 18 and 19 20			
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶ 21			
22	Subtract line 21 from line 20. If zero or less, enter -0- 22			
23	Subtract line 22 from line 17. If zero or less, enter -0- 23			
24	Enter the smaller of the amount on line 17 or \$2,400 24			
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 25			
26	Subtract line 25 from line 24 26			
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-) 28			
29	Subtract line 28 from line 27 29			
30	Multiply line 29 by 15% (.15) 30			
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 31			
32	Add lines 30 and 31 32			
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 33			
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) 34			

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Employer identification number
74-3116739

DOREEN DOWNS MILLER FOUNDATION INC

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	2,338.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

434 6GM 526W

V 12-7.12

PAGE 39

Employer identification number

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a DISPOSITION OF PARTNERSHIP INTEREST - JPM GLOBAL ACC	VARIOUS	VARIOUS			371.
13,098 SHS MEDTRONIC INC	VARIOUS	VARIOUS	588,279.	286,676.	301,603.
730 SHS MERCK & CO INC.	VARIOUS	09/13/2012	32,316.	36,315.	-3,999.
22,995 SHS JPMORGAN ACCESS GROWTH FUND	VARIOUS	09/13/2012	374,820.	346,766.	28,054.
JP MORGAN #9000-SEE ATTACHED	VARIOUS	VARIOUS			4,908.
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					330,937.

Schedule D-1 (Form 1041) 2012

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				10,882.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				45,401.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				19,027.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				636,963.	
		DISPOSITION OF PARTNERSHIP INTEREST - JP				VARIOUS 371.	VARIOUS
588,279.		13,098 SHS MEDTRONIC INC 286,676.				VARIOUS 301,603.	VARIOUS
32,316.		730 SHS MERCK & CO INC. 36,315.				VARIOUS -3,999.	09/13/2012
374,820.		22,995 SHS JPMORGAN ACCESS GROWTH FUND 346,766.				VARIOUS 28,054.	09/13/2012
		JP MORGAN #9000-SEE ATTACHED				VARIOUS 2,338.	VARIOUS
		JP MORGAN #9000-SEE ATTACHED				VARIOUS 4,908.	VARIOUS
TOTAL GAIN (LOSS)						<u>1,045,548.</u>	

DOREEN DOWNS MILLER FOUNDATION, INC.

74-3116739

SUPPLEMENTARY STATEMENTS

PART: XV

LINE: 2

SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JP MORGAN #9129	2.	2.
JP MORGAN #0001	9.	9.
JP MORGAN #9000	1.	1.
JP MORGAN #8007	153.	153.
K-1-JP MORGAN GLOBAL ACCESS PORTFOLIOS	35.	35.
TOTAL	<u>200.</u>	<u>200.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
K-1-JP MORGAN GLOBAL ACCESS PORTFOLIOS	9,880.	9,880.
JP MORGAN #0001	9,119.	9,119.
JP MORGAN #9000	24,989.	24,989.
JP MORGAN #8007	90,662.	90,662.
TOTAL	<u>134,650.</u>	<u>134,650.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1-JP MORGAN GLOBAL ACCESS PORTFOLIOS	29,276.	29,276.
FEDERAL TAX REFUND	3,904.	
TOTALS	<u>33,180.</u>	<u>29,276.</u>

ATTACHMENT 4FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	1,063.			1,063.
TOTALS	<u>1,063.</u>			<u>1,063.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
BANK FEES-JPM #9129	600.		600.
INVESTMENT MGMT FEES-JPM #9000	6,397.	1,599.	4,798.
INVESTMENT MGMT FEES-JPM #8007	15,355.	3,839.	11,516.
K-1-JP MORGAN GLOBAL ACCESS	19,454.	19,454.	
CHARITABLE CONSULTING FEE	19,271.		19,271.
OTHER PROFESSIONAL FEES	248.		248.
TOTALS	<u>61,325.</u>	<u>24,892.</u>	<u>36,433.</u>

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
K-1-JPM GLOBAL ACCESS PORT	170.	170.
TOTALS	<u>170.</u>	<u>170.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL TAXES	6,745.	
FOREIGN TAXES-K-1 JPM GLOBAL	219.	219.
TOTALS	<u>6,964.</u>	<u>219.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
NYS FILING FEE	250.	250.
TOTALS	<u>250.</u>	<u>250.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE CLOSING LONG POSITION I	1,819,946.	2,544,911.	2,850,073.
TOTALS	<u>1,819,946.</u>	<u>2,544,911.</u>	<u>2,850,073.</u>

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE CLOSING LONG POSITION II		2,133,127.	2,100,333.
TOTALS		<u>2,133,127.</u>	<u>2,100,333.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ALTERNATIVE INVEST SUMMARY	4,209,774.	733,101.	707,520.
TOTALS	<u>4,209,774.</u>	<u>733,101.</u>	<u>707,520.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

EXCESS OF FMV OVER COST BASIS OF STOCK
CONTRIBUTED TO THE FOUNDATION FOR THE
YEAR ENDED 6/30/2011 (PRIOR PERIOD
ADJUSTMENT)

702,083.

TOTAL

702,083.

DOREEN DOWNS MILLER FOUNDATION INC

74-3116739

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>CONTRIBUTIONS</u>		<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
		<u>TO EMPLOYEE BENEFIT PLANS</u>	<u>COMPENSATION</u>	
DOREEN D MILLER C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	DIRECTOR, PRESIDENT, TREASURER	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

DOREEN D MILLER
C/O BCRS LLC; 77 WATER STREET, 9FL
NEW YORK, NY 10005

DOREEN DOWNS MILLER FOUNDATION INC

74-3116739

FORM 990PF, PART XV -- GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
----------------------------	--	----------------------------------	--------

SEE STATEMENT ATTACHED

SEE SCHEDULE ATTACHED

575,365.

TOTAL CONTRIBUTIONS PAID

575,365.

DOREEN DOWNS MILLER FOUNDATION INC

74-3116739

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
--------------------	--------------------------	---------------	---------------------------	---------------	--

FEDERAL TAX REFUND

3,904.

TOTALS

3,904.

FEDERAL CAPITAL GAIN DIVIDENDSATTACHMENT 4SHORT-TERM CAPITAL GAIN DIVIDENDS

JP MORGAN #9000
JP MORGAN #8007

446.
10,436.

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

10,882.LONG-TERM CAPITAL GAIN DIVIDENDSATTACHMENT 5

15% RATE CAPITAL GAIN DIVIDENDS

JP MORGAN #9000
JP MORGAN #8007

468.
18,559.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

19,027.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

19,027.

DOREEN DOWNS MILLER FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 6/30/2013
EIN: 74-3116739

DATE	CONTRIBUTION/CITY, STATE	AMOUNT
07/02/12	PLANNED PARENTHOOD FEDERATION OF AMERICA NEW YORK, NY 10001	1,500.00
07/11/12	NATIONAL WILDLIFE FEDERATION MERRIFIELD, VA 22116	500.00
07/17/12	FALMOUTH ACADEMY INC. FALMOUTH, MA 02540	3,500.00
8/3/2012	ADELPHI UNIVERSITY GARDEN CITY, NY 11530	75,000.00
08/30/12	WASHINGTON UNIVERSTITY IN ST. LOUIS ST. LOUIS, MO 63130	6,000.00
09/24/12	WORLD WILDLIFE FUND WASHINGTON, DC 20100	2,100.00
09/24/12	GIRLS INC NEW YORK, NY 10005	750.00
10/02/12	DOCTORS WITHOUT BORDERS NEW YORK, NY 20001	2,500.00
10/10/12	CALIFORNIA PARENTING INSTITUTE SANTA ROSA, CA 95407	225,000.00
10/16/12	NEW YORK PUBLIC RADIO NEW YORK, NY 10116	15,000.00
11/05/12	GARRISON INSTITUTE GARRISON, NY 10524	2,500.00
11/09/12	ADELPHI UNIVERSITY GARDEN CITY, NY 11530	1,000.00
11/19/2012	GRAMERCY PARK BLOCK ASSOCIATION NEW YORK, NY 10003	1,000.00
11/28/2012	WASHINGTON UNIVERSTITY IN ST. LOUIS ST. LOUIS, MO 63130	34,000.00
12/10/2012	WNYC RADIO NEW YORK, NY 10116	750.00

DOREEN DOWNS MILLER FOUNDATION
 CHARITABLE CONTRIBUTIONS
 FYE 6/30/2013
 EIN: 74-3116739

DATE	CONTRIBUTION/CITY, STATE	AMOUNT
02/04/13	GRAMERCY PARK BLOCK ASSOCIATION NEW YORK, NY 10003	500.00
02/12/13	IANDS DURHAM, NC 27705	1,265.00
02/22/12	ADELPHI UNIVERSITY GARDEN CITY, NY 11530	20,000.00
02/22/13	WNET NEW YORK, NY 10019	3,000.00
02/25/13	DOCTORS WITHOUT BORDERS NEW YORK, NY 20001	1,000.00
02/28/13	NATIONAL WILDLIFE FEDERATION MERRIFIELD, VA 22116	500.00
02/28/12	GARRISON UNIVERSITY GARRISON, NY 10524	10,000.00
02/28/13	NY ZERO TO THREE NETWORK NEW YORK, NY 10019	1,000.00
03/01/13	NYU NEW YORK, NY 10012	1,000.00
03/07/13	MIDDLE COUNTRY LIBRARY FOUNDATION CENTEREACH, NY 11720	3,000.00
03/08/13	THE NATURE CONSERVANCY ARLINGTON, VA 22203	1,000.00
03/12/13	PLANNED PARENTHOOD FEDERATION OF AMERICA NEW YORK, NY 10001	1,500.00
03/20/13	CLASSICAL ACTION NEW YORK, NY 10036	500.00
04/04/13	NY ZERO TO THREE NETWORK NEW YORK, NY 10019	5,000.00
04/10/13	FALMOUTH ACADEMY INC. FALMOUTH, MA 02540	125,000.00

DOREEN DOWNS MILLER FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 6/30/2013
EIN: 74-3116739

DATE	CONTRIBUTION/CITY, STATE	AMOUNT
04/10/13	UNITED WAY OF LONG ISLAND DEER PARK, NY 11729	20,000.00
06/28/13	ALLIANCE FOR CHILDHOOD COLLEGE PARK, MD 20741	5,000.00
06/27/13	AWSNA MINNEAPOLIS, MN 55403	5,000.00
TOTAL CONTRIBUTIONS PAID *		<u>\$575,365.00</u>

** ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE
FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE
CLASSIFIED UNDER SECTION 501 (c) (3) OF THE INTERNAL
REVENUE CODE.*

DOREEN DOWNS MILLER FOUNDATION, INC.

JP MORGAN #9000 REALIZED GAINS/LOSS
FYE 6/30/13

Settlement Date	Description	Quantity	Proceeds	Cost Basis	G/L Short Term	G/L Long Term
9/14/2012	BLACKROCK HIGH YIELD BOND	1,402.75	11,222.00	10,755.20	213.46	253.34
7/17/2012	COHEN & STEERS PREFERRED SECURITIES AND INCOME	705.271	8,964.00	8,738.54	111.26	114.20
7/18/2012	COHEN & STEERS PREFERRED SECURITIES AND INCOME	716.182	9,117.00	8,823.67	276.84	16.49
9/14/2012	COHEN & STEERS PREFERRED SECURITIES AND INCOME	1,181.19	15,509.00	14,544.88	15.38	948.74
9/14/2012	DOUBLELINE FDS TR TTL RTN BD I	4,879.10	55,573.00	54,953.70	619.30	-
9/14/2012	EATON VANCE FLOATING-RATE ADVANTAGE I	2,010.96	22,201.00	21,919.47	281.53	-
7/10/2012	EATON VANCE MUT FDS TR GLOBAL MACRO - I	1,004.69	9,846.00	10,314.74	-	(468.74)
7/11/2012	EATON VANCE MUT FDS TR GLOBAL MACRO - I	1,017.25	9,969.00	10,443.60	-	(474.60)
7/26/2012	EATON VANCE MUT FDS TR GLOBAL MACRO - I	4,579.15	44,921.45	46,552.45	(295.77)	(1,335.23)
9/14/2012	GATEWAY FUND - Y	1,347.54	37,273.00	35,761.13	553.69	958.18
9/28/2012	GATEWAY FUND - Y	209.474	5,771.00	5,427.47	-	343.53
10/17/2012	GATEWAY FUND - Y	195.77	5,415.00	5,072.40	-	342.60
1/8/2013	GATEWAY FUND - Y	67.947	1,857.00	1,760.51	-	96.49
1/9/2013	GATEWAY FUND - Y	142.381	3,887.00	3,689.09	-	197.91
2/20/2013	GATEWAY FUND - Y	336.589	9,374.00	8,721.02	-	652.98
6/7/2013	GATEWAY FUND - Y	410.366	11,560.00	10,632.58	-	927.42
9/14/2012	HARBOR CONVERTIBLE SEC FD-IS	732.669	7,356.00	7,249.95	53.98	52.07
9/14/2012	HARBOR HIGH YIELD BOND FUND - INS	2,459.18	27,715.00	27,395.32	-	319.68
10/19/2012	HARBOR HIGH YIELD BOND FUND - INS	987.857	11,064.00	10,992.94	-	71.06
9/14/2012	HSBC FDS TOTAL RETURN I	1,822.30	18,715.00	18,568.44	146.56	-
2/20/2013	HSBC FDS TOTAL RETURN I	450.147	4,605.00	4,573.94	31.06	-
10/2/2012	JPM HIGH YIELD FD - SEL FUND 3580	906.127	7,330.57	7,208.54	124.54	(2.51)
9/14/2012	JPM HIGH YIELD FD - SEL FUND 3580	1,248.65	10,164.00	10,114.06	-	49.94
9/25/2012	JPM HIGH YIELD FD - SEL FUND 3580	915.074	7,467.00	7,412.10	-	54.90
1/9/2013	JPM SHORT DURATION BOND FD - SEL FUND 3133	1,008.74	11,086.00	11,090.57	(19.91)	15.34
1/11/2013	JPM SHORT DURATION BOND FD - SEL FUND 3133	1,028.46	11,313.00	11,271.87	-	41.13
1/15/2013	JPM SHORT DURATION BOND FD - SEL FUND 3133	1,030.55	11,336.00	11,294.77	-	41.23
1/17/2013	JPM SHORT DURATION BOND FD - SEL FUND 3133	965.761	10,623.37	10,584.74	-	38.63
7/26/2012	JPM SHORT DURATION BOND FD - SEL FUND 3133	991.281	10,914.00	10,894.18	8.40	11.42
9/14/2012	JPM SHORT DURATION BOND FD - SEL FUND 3133	2,425.95	26,734.00	26,620.24	113.76	-
11/16/2012	JPM SHORT DURATION BOND FD - SEL FUND 3133	504.809	5,563.00	5,568.04	(5.04)	-
9/14/2012	JPM STR INC OPP FD FUND 3844	1,179.71	13,897.00	13,957.16	-	(60.16)
9/14/2012	JPM TR I MLT SC INCM SL JP MORGAN CHASE B	3,565.42	36,189.00	36,305.63	(133.29)	16.66
2/7/2013	JPM TR I MLT SC INCM SL JP MORGAN CHASE B	576.614	5,893.00	5,800.74	-	92.26
2/20/2013	JPM TR I MLT SC INCM SL JP MORGAN CHASE B	277.81	2,842.00	2,794.77	-	47.23
6/19/2013	JPM TR I MLT SC INCOME FD - SEL FUND 2130	574.165	5,845.00	5,776.10	-	68.90
6/25/2013	JPM TR I MLT SC INCOME FD - SEL FUND 2130	563.727	5,626.00	5,629.79	-	(3.79)
9/14/2012	MATTHEWS ASIA DIVIDEND INSTITUTIONAL	849.432	11,960.00	11,968.75	-	(8.75)
6/7/2013	PIMCO EMERGING LOCAL BOND-P	280.331	2,879.00	3,094.85	(215.85)	-
6/10/2013	PIMCO EMERGING LOCAL BOND-P	278.634	2,856.00	3,076.12	(220.12)	-
9/14/2012	PIMCO EMERGING MARKETS CORPORATE BOND FUND	964.43	11,496.00	10,994.50	501.50	-
6/25/2013	PRUDENTIAL TOTAL RETURN BD-Z	438.267	6,070.00	6,424.99	(354.99)	-
9/14/2012	RIDGEWORTH FDS SEIX FLRT HI I	2,529.12	22,585.00	22,458.54	-	126.46
9/14/2012	SIT MUT FDS INC DIVIDEND GRWTH	1,163.09	17,458.00	15,913.34	531.81	1,012.85
9/28/2012	SIT MUT FDS INC DIVIDEND GRWTH	388.859	5,794.00	4,938.51	-	855.49
9/14/2012	T ROWE PRICE INSTL INCOME FDS FLTG RATE FD F	2,106.49	21,423.00	21,928.57	-	(505.57)
TOTAL			617,258.39	610,012.51	2,338.10	4,907.78



DORREEN DOWNS MILLER FOUNDATION, INC.

For the Period 6/1/13 to 6/30/13

ATTACHMENT - CORPORATE STOCK

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
JPM EQUITY INCOME FD - SEL FUND 3128	11 77	15,086.085	177,563.22	157,316.08	20,247.14	3,696.09 482.75	2.08 %
4812C0-49-8 HLJE X							
JPM LARGE CAP GROWTH FD - SEL FUND 3118	25 94	4,432.259	114,972.80	106,952.98	8,019.82	465.38	0.40 %
4812C0-53-0 SEEG X							
NEUBERGER BER MU/C OPP-INS 64122Q-30-9 NMUL X	12 88	47,464.117	611,337.83	521,299.56	90,038.27	6,407.65	1.05 %
SIT DIVIDEND GROWTH FUND-I 82980D-70-7 SDVG X	16.35	35,482.085	580,132.09	523,223.33	56,908.76	9,225.34	1.59 %
Total US Large Cap Equity			\$1,484,005.94	\$1,308,791.95	\$175,213.99	\$19,794.46 \$482.75	1.33 %
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	115 50	3,170.000	366,135.00	312,305.36	53,829.64	5,373.15	1.47 %
EAFE Equity							
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	33 05	11,586.687	382,940.01	339,839.05	43,100.96	3,406.48	0.89 %
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	57 30	2,419.000	138,608.70	126,103.92	12,504.78	4,259.85	3.07 %
Total EAFE Equity			\$521,548.71	\$465,942.97	\$55,605.74	\$7,666.33	1.47 %

J.P.Morgan



DOREEN DOWNS MILLER FOUNDATION, INC.
For the Period 6/1/13 to 6/30/13

		Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
Asia ex-Japan Equity								
MATTHEWS PACIFIC TIGER FD-IS								
577130-83-4 MIPT X								
		24 00	10,759 567	258,229 61	249,302 29	8,927 32	2,173 43	0 84 %
Emerging Market Equity								
DELAWARE EMERGING MARKETS-I								
245914-81-7 DEMI X								
		13 96	11,387 659	158,971 72	154,002 68	4,969 04	1,617 04	1 02 %

J.P.Morgan



DOREEN DOWNS MILLER FDN INC TAP- DYS
For the Period 6/1/13 to 6/30/13

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
CLEARBRIDGE EQUITY INC FD-I CAP & INCOME I 52469H-59-4 SOPY X	16.80	668,873	11,237.07	11,217.00	20.07	238.78	2.13%
SIT DIVIDEND GROWTH FUND-I 82980D-70-7 SDVG X	16.35	1,678,147	27,437.70	22,610.10	4,827.60	436.31	1.59%
Total US Large Cap Equity			\$38,674.77	\$33,827.10	\$4,847.67	\$675.09	1.75%
Asia ex-Japan Equity							
MATTHEWS ASIA DIVIDEND-INS 577130-75-0 MIPI X	15.04	1,496,517	22,507.62	20,737.83	1,769.79	966.74	4.30%
				FAIR MARKET VALUE	BOOK VALUE		
TOTAL CORPORATE STOCK			2,850,073	2,544,911			

J.P.Morgan



DOREEN DOWNS MILLER FDN INC TAP- DYS ACCT A32109000
For the Period 6/1/13 to 6/30/13

ATTACHMENT - FIXED INCOME

US Fixed Income

COHEN & STEERS PREFERRED SECURITIES AND INCOME FUND INC 19248X-30-7	13 11	2,549 14	33,419 16	31,832 63	1,586 53	2,171 86	6 50 %
HARBOR HIGH YIELD BOND-INST 411511-55-3	10 83	2,597 95	28,135.74	28,630 59	(494 85)	1,657 48	5 89 %
HARBOR CONVERTIBLE SEC-INST 411512-73-4	10 39	1,607 27	16,699 51	16,218 24	481 27	364 84	2 18 %
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11 85	1,719 11	20,371 45	20,086 84	284 61	668 73 34 38	3 28 %
DOUBLELINE TOTAL RET BD-I 258620-10-3	11 03	7,143 25	78,790 00	79,862 82	(1,072 82)	4,321 66	5 49 %
JPM TR I MLT SC INCOME FD - SEL FUND 2130 48121A-29-0	10 03	3,267 64	32,774.41	32,274 42	499 99	937 81 58 82	2 86 %
PRUDENTIAL TOTAL RETURN BD-Z 74440B-40-5	13 97	2,607.77	36,430 57	38,168 01	(1,737.44)	1,374 29	3 77 %

J.P. Morgan



DOREEN DOWNS MILLER FDN INC TAP- DYS ACCT A32109000
For the Period 6/1/13 to 6/30/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
RIDGEWORTH SEIX FLOATING-I 76628T-67-8	8 97	3,710 44	33,282 63	32,803 31	479 32	1,558 38	4 68 %
TRP INST FLOATING RATE-F 77958B-10-5	10 17	3,077 62	31,299 38	31,166 43	132 95	1,431 09	4 57 %
BLACKROCK HIGH YIELD BOND 091929-63-8	7 98	4,823 73	38,493 35	37,487 90	1,005 45	2,435 98	6 33 %
Total US Fixed Income			\$349,696.20	\$348,531.19	\$1,165.01	\$16,922.12 \$93.20	4.84 %

Non-US Fixed Income

PIMCO EMERGING MARKETS CORPORATE BOND FUND 72201W-85-7	11.34	1,407.63	15,962 57	16,011.50	(48.93)	616 54	3 86 %
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Foreign Exchange & Non-USD Fixed Income

PIMCO EMERGING LOCAL BOND-P 72201M-39-6	9 78	985 51	9,638 29	10,880.03	(1,241.74)	468.11	4 86 %
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DOREEN DOWNS MILLER FOUNDATION, INC. ACCT A46848007
For the Period 6/1/13 to 6/30/13

US Fixed Income

DOUBLELINE TOTAL RET BD-I 258620-10-3	11 03	21,949 08	242,098 33	250,000 00	(7,901 67)	13,279 19	5 49%
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 90	40,834 85	445,099 82	450,000 00	(4,900 18)	4,900 18 326 68	1 10%
PIMCO TOTAL RETURN FUND-INST 693390-70-0	10 76	17,346 05	186,643 54	200,000 00	(13,356 46)	5,637 46	3 02%
RIDGEWORTH SEIX FLOATING-I 76628T-67-8	8 97	33,801 91	303,203 13	302,079 16	1,123 97	14,196 80	4 68%
BLACKROCK HIGH YIELD BOND 091929-63-8	7 98	38,123 60	304,226 31	303,545 19	681 12	19,252 41	6 33%
Total US Fixed Income			\$1,481,271.13	\$1,505,624.35	(\$24,353.22)	\$57,266.04 \$326.68	3.87%

J.P.Morgan



DOREEN DOWNS MILLER FOUNDATION, INC. ACCT A46848007
For the Period 6/1/13 to 6/30/13

	Price	Quantity	Value	Adjusted Tax Cost		Unrealized Gain/Loss	Est. Annual Income		Yield
				Original Cost			Accrued Interest		
Global Fixed Income									
TEMPLETON GLOBAL BOND FD-AD	12.91	18,881.86	243,764.79	252,079.16		(8,314.37)	14,123.62		5.79%
880208-40-0									
			<u>FAIR MARKET VALUE</u>	<u>BOOK VALUE</u>					
TOTAL FIXED INCOME		2,100,333		2,133,127					

J.P.Morgan



DOREEN DOWNS MILLER FOUNDATION, INC.

For the Period 6/1/13 to 6/30/13

ATTACHMENT - OTHER INVESTMENTS

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 66	10,288 412	99,386 06	101,327 25
GATEWAY FUND-Y 367829-88-4 GTEY X	27 89	3,769 132	105,121 09	104,094 24
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	12 14	7,792 183	94,597.10	102,639 50

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DOREEN DOWNS MILLER FOUNDATION, INC.
For the Period 6/1/13 to 6/30/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
THE ARBITRAGE FUND-I 03875R-20-5 ARBN X	12.76	7,889 106	100,664 99	103,337 33
Total Hedge Funds			\$395,769.24	\$411,398.32
Hard Assets				
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 16	18,765 440	190,656 87	208,487.63

J.P.Morgan



DOREEN DOWNS MILLER FDN INC TAP- DYS
For the Period 6/1/13 to 6/30/13

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11 10	4,287.169	47,587 58	46,937 53
GATEWAY FUND-Y 367829-88-4 GTEY X	27 89	617 865	17,232 25	16,008 89

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DOREEN DOWNS MILLER FDN INC TAP- DYS

For the Period 6/1/13 to 6/30/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
HSBC FDS	9.97	2,191,087	21,845.14	22,217.62
TOTAL RETURN I 40428X-15-6 HTRI X				
Total Hedge Funds			\$86,864.97	\$85,164.04

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. Accrued Div	Yield
Real Estate & Infrastructure						
NUVEEN GLOBAL INFRASTRUCT-I 670690-51-0 FGIY X	1,171.21	11,333.00		11,688.64	251.80	2.15%

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DOREEN DOWNS MILLER FDN INC TAP- DYS
For the Period 6/1/13 to 6/30/13

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc. Accrued Div	Yield
Real Estate & Infrastructure						
TORTOISE MLP & PIPELINE-INS 56166Y-40-4 TORIX	1,322 51	16,718.00		18,739 98	117 70	0 63 %
Total Real Estate & Infrastructure		\$28,051.00	\$0.00	\$30,428.62	\$369.50	
TOTAL OTHER INVESTMENTS						
		707,250		733,101		
				<u>BOOK VALUE</u>		
				<u>FAIR MARKET VALUE</u>		

JP Morgan

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 990, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	DOREEN DOWNS MILLER FOUNDATION INC	74-3116739
	Number, street, and room or suite no. If a P.O. box see instructions.	Social security number (SSN)
	105 ROCKAWAY AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	GARDEN CITY, NY 11530	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ **TRUE PARTNERS CONSULTING**

Telephone No. ▶ **631 777-6300**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/17, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ ☐ calendar year 20 or
 ▶ ☒ tax year beginning 07/01, 2012, and ending 06/30, 2013.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	7,500.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	7,500.

Caution: If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note**. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Enter filer's identifying number, see instructions	
Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
DOREEN DOWNS MILLER FOUNDATION INC	74-3116739	
Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
C/O BCRS ASSOCIATES, LLC		
City, town or post office, state, and ZIP code. For a foreign address, see instructions		
NEW YORK, NY 10005		

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **BCRS ASSOCIATES, LLC**
Telephone No. **212-440-0811** Fax No. **N/A**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **MAY 15**, 20 **14**.
- For calendar year _____, or other tax year beginning **JULY 1**, 20 **12**, and ending **JUNE 30**, 20 **13**.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension **ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 7,500.00
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 7,500.00
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Title **CPA**Date **2/14/2014**Form **8868** (Rev. 1-2014)