Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 07/01, 2012, and ending 06/30, 2013

Name of foundation: THE WERTH FAMILY FOUNDATION, INC.

A Employer identification number: 80-0024133

Number and street (or P O box number if mail is not delivered to street address): C/O PAMELA WERTH, 85 RIMMON ROAD

Room/suite:

B Telephone number (see instructions): (203) 387-7794 EXT 108

City or town, state, and ZIP code: WOODBRIDGE, CT 06525

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 ▶ ☐

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

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)* ▶ $ 9,179,219.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts grants, etc received (attach schedule)	1,005,750.			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	66,410.	66,410.	66,410.	ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	262,523.			
b	Gross sales price for all assets on line 6a 11,392,581.				
7	Capital gain net income (from Part IV, line 2)		262,523.		
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 2	8,740.	8,740.	8,740.	
12	**Total.** Add lines 1 through 11	1,343,423.	337,673.	75,150.	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 3	7,050.	7,050.	7,050.	
c	Other professional fees (attach schedule)				
17	Interest ATCH 4	1,022.	1,022.	1,022.	
18	Taxes (attach schedule) (see instructions) ATCH 5	1,333.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	31,042.	21,753.	21,753.	
24	**Total operating and administrative expenses.** Add lines 13 through 23	40,447.	29,825.	29,825.	
25	Contributions, gifts, grants paid	871,853.			871,853.
26	**Total expenses and disbursements.** Add lines 24 and 25	912,300.	29,825.	29,825.	871,853.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	431,123.			
b	**Net investment income** (if negative, enter -0-)		307,848.		
c	**Adjusted net income** (if negative, enter -0-)			45,325.	

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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			
	2	Savings and temporary cash investments	3,062,808.	5,857,956.	5,857,956.
	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 7	2,526,609.	2,620,814.	2,620,814.
	c	Investments - corporate bonds (attach schedule) ATCH 8	102,737.		
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	2,546,264.	700,449.	700,449.
	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)	8,238,418.	9,179,219.	9,179,219.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	8,238,418.	9,179,219.	
	30	**Total net assets or fund balances** (see instructions)	8,238,418.	9,179,219.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,238,418.	9,179,219.	

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	8,238,418.
2	Enter amount from Part I, line 27a	2	431,123.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10	3	509,678.
4	Add lines 1, 2, and 3	4	9,179,219.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,179,219.

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	262,523.
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	947,548.	8,587,099.	0.110346
2010	714,183.	8,347,896.	0.085552
2009	547,958.	7,125,054.	0.076906
2008	583,732.	5,962,003.	0.097909
2007	374,488.	6,500,342.	0.057611

2 Total of line 1, column (d)	2	0.428324
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	0.085665
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,961,751.
5 Multiply line 4 by line 3	5	767,708.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,078.
7 Add lines 5 and 6	7	770,786.
8 Enter qualifying distributions from Part XII, line 4	8	871,853.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _______________ **(attach copy of letter if necessary - see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	3,078.
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	3,078.
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	3,078.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — **6a** 4,922.		
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	4,922.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,844.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 1,844. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ __________ **(2)** On foundation managers ▶ $ __________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ __________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* ATCH 11	10	X	

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		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 ▶ DHL&S, P.C. Telephone no ▶ 203-929-3535

Located at ▶ 4 CORPORATE DRIVE SHELTON, CT ZIP+4 ▶ 06484

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
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

Form **990-PF** (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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		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				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
N/A		0
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 N/A 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	4,375,930.
b	Average of monthly cash balances	1b	4,595,790.
c	Fair market value of all other assets (see instructions)	1c	126,504.
d	**Total** (add lines 1a, b, and c)	1d	9,098,224.
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	9,098,224.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	136,473.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,961,751.
6	**Minimum investment return.** Enter 5% of line 5	6	448,088.

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	448,088.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,078.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,078.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	445,010.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	445,010.
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	445,010.

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	871,853.
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	871,853.
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	3,078.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	868,775.

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					445,010.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				161,392.	
b Total for prior years 20 10 , 20 09 , 20 08					
3 Excess distributions carryover, if any, to 2012					
a From 2007					
b From 2008					
c From 2009					
d From 2010					
e From 2011					
f **Total** of lines 3a through e					
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 871,853.					
a Applied to 2011, but not more than line 2a				161,392.	
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					445,010.
e Remaining amount distributed out of corpus		265,451.			
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		265,451.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		265,451.			
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	265,451.				

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(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

PETER WERTH JR

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

PETER WERTH JR

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 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 13				
Total . . . . ▶ **3a**				871,853.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue·					
a					
b					
c					
d					
e					
f					
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	66,410.	
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		8,200.		540.	
8 Gain or (loss) from sales of assets other than inventory			18	262,523.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		8,200.		329,473.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 337,673.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

▶ Pamela H Werth | 5-15-2014 | ▶ VP + Treasurer

Signature of officer or trustee | Date | Title Officer

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

Paid Preparer Use Only

Print/Type preparer's name PAUL M. STERCZALA, CPA	Preparer's signature Paul M Sterczala	Date 5/12/14	Check ☐ if self-employed	PTIN P00034531
Firm's name ▶ DWORKEN HILLMAN LAMORTE & STERCZALA			Firm's EIN ▶ 06-1308345	
Firm's address ▶ FOUR CORPORATE DRIVE, SUITE 488 SHELTON, CT 06484			Phone no. 203-929-3535	

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
THE WERTH FAMILY FOUNDATION, INC.

Employer identification number
80-0024133

Organization type (check one)

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

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

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

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization THE WERTH FAMILY FOUNDATION, INC.

Employer identification number 80-0024133

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PETER J. WERTH JR 85 RIMMON ROAD WOODBRIDGE, CT 06525	$ 1,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE WERTH FAMILY FOUNDATION, INC.

Employer identification number 80-0024133

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

Name of organization THE WERTH FAMILY FOUNDATION, INC.

Employer identification number 80-0024133

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

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
MERRILL LYNCH AC	31,352.	31,352.	31,352.
BALANCE POINT	11,344.	11,344.	11,344.
ML WP IV	4,517.	4,517.	4,517.
ML-WP V	3,929.	3,929.	3,929.
HERITAGE CAPITAL # 876	581.	581.	581.
HERITAGE CAPITAL # 884	14,652.	14,652.	14,652.
ISHARES S&P GSCI	35.	35.	35.
TOTAL	66,410.	66,410.	66,410.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER INCOME		8,740.	8,740.	8,740.
	TOTALS	8,740.	8,740.	8,740.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEE		7,050.	7,050.	7,050.	
	TOTALS	7,050.	7,050.	7,050.	

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INVESTMENT INTEREST EXPENSE	1,022.	1,022.	1,022.
TOTALS	1,022.	1,022.	1,022.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL INCOME TAX NET OF REF.	1,333.
TOTALS	1,333.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
MISCELLANEOUS EXPENSES/SERVICE	2,609.		
BANK CHARGES	11,597.	11,597.	11,597.
OTHER PORTFOLIO DEDUCTIONS	16,830.	10,150.	10,150.
FOREIGN TAX PAID ON DIV	6.	6.	6.
TOTALS	31,042.	21,753.	21,753.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH - EQUIT./MUT.FDS	2,092,439.	2,092,439.
HERITAGE CAPITAL #876	160,677.	160,677.
HERITAGE CAPITAL #884	367,698.	367,698.
TOTALS	2,620,814.	2,620,814.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH		
TOTALS		

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ML-WP TRUST (VIA MERRIL LYNCH)	161,500.	161,500.
ML BCP V	199,745.	199,745.
PAULSON RECOVERY		
OZOFII ACCESS LTD		
YORK ACCESS LTD CI I		
GLOBAL MACRO OPPORTUNITIES		
ISHARES S&P GSCI	188,558.	188,558.
BALANCED POINT	150,646.	150,646.
TOTALS	700,449.	700,449.

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN ON INVESTMENTS		509,678.
	TOTAL	509,678.

THE WERTH FAMILY FOUNDATION, INC. 80-0024133

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 11

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
PETER J. WERTH JR 85 RIMMON ROAD WOODBRIDGE, CT 06525	10/25/2012	1,000,000.
TOTAL CONTRIBUTION AMOUNTS		1,000,000.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
PETER J WERTH JR 85 RIMMON RD. WOODBRIDGE, CT 06525	PRESIDENT	0	0	0
PAMELA WERTH 85 RIMMON ROAD WOODBRIDGE, CT 06525	VICE PRESIDENT	0	0	0
PETER J WERTH III 245 NEWTON ROAD WOODBRIDGE, CT 06525	DIRECTOR	0	0	0
DEBORAH K BACHARD 180 CUTLERS FARM ROAD MONROE, CT 06468	SECRETARY	0	0	0
JAQUELINE A MOORE 25 GREAT POND ROAD SIMSBURY, CT 06070	DIRECTOR	0	0	0
SUZANNE WERTH 245 NEWTON ROAD WOODBRIDGE, CT 06525	DIRECTOR	0	0	0

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
DAVID MOORE 25 GREAT POND ROAD SIMSBURY, CT 06070	DIRECTOR	0	0	0
ROBERT BACHARD 180 CUTLERS FARM ROAD MONROE, CT 06468	180 CUTLERS FARM ROAD	0	0	0
	GRAND TOTALS			

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VARIOUS 501 (C) (3) ORGANIZATIONS-SEE ATTACHED SEE ATTACHED LIST VARIOUS, CT	NONE EXEMPT 501 (C) (3)	CHARITABLE	871,821.
VARIOUS DONATIONS THRU INVESTMENT ACTIVITY	NONE EXEMPT	CHARITABLE	32.
		TOTAL CONTRIBUTIONS PAID	871,853.

THE WERTH FAMILY FOUNDATION
SCHEDULE OF DONATIONS/CONTRIBUTIONS PAID
SUPPLEMENT TO FORM 990-PF, PART XV LINE 3A
F/Y/E 6/30/2013

Contributions

Charity	Date	Donation	Ch #	Cleared
SCSU Foundation	10/12/2012	13,221 00	515	Nov
Cardinal Shehan Center	10/22/2012	20,000 00	516	Nov
Literacy Volunteers of Greater NH	10/22/2012	20,000.00	517	Nov
CT Zoological Society	10/25/2012	50,000.00	518	Nov
CT Autism Spectrum Resource	11/10/2012	30,000 00	521	Nov
CFE Save the Sound	11/10/2012	15,000 00	522	Nov
Neighborhood Studios of FFLD County	11/10/2012	10,000 00	524	Nov
Mercy Learning Ctr - Bridgeport	11/10/2012	25,000 00	523	Dec
CPEP	1/2/2013	65,000 00	525	Jan
St Martin Deporres Academy	1/2/2013	10,000.00	526	Jan
Massaro Community Farm	1/2/2013	20,000.00	527	Jan
Healthy Eyes Alliance	2/18/2013	52,500 00	529	Mar
Long Warf Theatre	3/29/2013	70,000 00	531	Apr
SCSU Foundation	3/29/2013	52,500 00	532	Apr
Gearing Up	3/29/2013	2,500 00	534	Apr
Buddy Mentor Inc	3/29/2013	8,000 00	533	May
The McGivney Ctr	4/3/2013	15,000 00	535	Apr
Young Parents Program of Milford	6/1/2013	15,000.00	539	Jun
Bridgeport Arts & Cultural	6/1/2013	35,000 00	541	Jun
NEOA DARE	6/6/2013	2,400 00	542	Jun
Friends of the Edith Wheeler Memorial	6/6/2013	3,600 00	543	Jun
Save our Stepney Task Force	6/6/2013	2,400 00	544	Jun
CT Food Bank	6/1/2013	25,000 00	546	Jun
Womens Health Research - Yale	6/1/2013	100,000 00	548	Jun
Housatonic Valley Assn	6/6/2013	15,600 00	549	Jun
West Haven Comm House	6/6/2013	7,500.00	551	Jun
Arts Council of Greater NH	6/6/2013	15,000.00	552	Jun
Boys & Girls Village	6/6/2013	25,000 00	554	Jun
Bethany Historical Society	6/6/2013	1,200 00	555	Jun
Woodbridge Park Assn	6/6/2013	1,200 00	557	Jun
Habitat for Humanity Greater NH	6/6/2013	1,200 00	559	Jun
The Get In Touch Fdn	6/6/2013	1,200 00	560	Jun
A Place Called Hope	6/6/2013	1,200.00	563	Jun
HCC Foundation	6/1/2013	70,000 00	540	July
Ability Beyond Disability	6/6/2013	3,600.00	545	July
Elm Shakespeare Co	6/1/2013	12,000 00	547	July
Housatonic Valley Assn	6/6/2013	12,000 00	550	July
New Haven Home Recovery	6/6/2013	15,000.00	553	July
Friends of Woodbridge Public Library	6/6/2013	1,200 00	556	July
Ansonia Nature Center	6/6/2013	1,200 00	558	July
Creative Arts Workshop	6/6/2013	1,200 00	561	July
Joseph Lenihan Memorial Scholarship Fd	6/6/2013	1,200 00	562	July
Terri Brodeur Breast Cancer Foundation	6/6/2013	1,200.00	564	Sep
Loaves & Fishes	6/6/2013	10,000 00	565	July
Simsbury Land Conservation Trust	7/2/2013	1,200 00	566	July
YMCA of Greater Hartford	6/9/2013	2,400 00	567	July
Simsbury of ABC	6/9/2013	1,200.00	568	July
Brain Injury Assn of CT	6/9/2013	1,200 00	569	July
Boy Scouts of America	6/9/2013	1,200 00	570	July
MLB Players Alumni Assn	6/9/2013	1,200 00	571	July
Friends of Simsbury Public Library	6/9/2013	1,200 00	572	July
Food Share Inc	6/9/2013	2,400 00	573	July
Total Contributions		**871,821.00**		

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	Employer identification number
THE WERTH FAMILY FOUNDATION, INC.	80-0024133

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					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	132,777.
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	
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	132,777.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	112,596.
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	
9 Capital gain distributions	9	17,150.
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	129,746.

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

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			132,777.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			129,746.
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			262,523.

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?
☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box
☐ **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?
☐ **Yes.** Skip lines 27 thru 30 go to line 31 ☐ **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-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ 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
THE WERTH FAMILY FOUNDATION, INC.

Employer identification number
80-0024133

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

	(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)
1a	HERITAGE CAPITAL # 876 ST SEE ATTACHED		06/30/2013	3,778,206.	3,648,463.	129,743.
	HERITAGE CAPITAL #884 ST SEE ATTACHED	VAR	6/30/2013	5,384,021.	5,381,309.	2,712.
	ML WP ACTIVITY		06/30/2013	608.	286.	322.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 132,777.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2012**

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

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

	(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	ML #K45 L/T SEE ATTACHED	VAR	6/30/2013	2,161,270.	2,100,000.	61,270.
	ML WP ACTIVITY	VAR	6/30/2013	51,326.		51,326.

6b Total. *Combine the amounts in column (f) Enter here and on Schedule D, line 6b* . . . . 112,596.

Schedule D-1 (Form 1041) 2012

The Werth Family Foundation, Inc.
Schedule of Gains/Losses FYE 6/30/13
EIN: 80-0024133

Short-term Gains/(Losses):

A/C	Description	Date Acquired	Date Sold	Proceeds	Cost	Short-Term Gain/(loss)	Disallowed Loss	Adj. ST Gain/(loss)
HC876	RYDEX BIOT	Various	7/19/2012	60,531	55,453	5,079		5,079
HC876	RYDEX INVE	Various	7/23/2012	28,548	26,968	1,580		1,580
HC876	RYDEX INVE	Various	7/31/2012	27,891	26,968	923		923
HC876	RYDEX UTIL	Various	7/31/2012	54,287	53,006	1,281		1,281
HC876	RYDEX CONS	Various	8/21/2012	95,980	90,345	5,635		5,635
HC876	RYDEX CONS	Various	8/22/2012	95,344	89,990	5,354		5,354
HC876	RYDEX BIOT	Various	8/23/2012	1,202	1,170	32		32
HC876	RYDEX INVE	Various	8/23/2012	54,966	54,583	383		383
HC876	RYDEX RETA	Various	8/23/2012	57,332	55,553	1,778		1,778
HC876	RYDEX S&P	Various	8/23/2012	53,628	54,518	(890)		(890)
HC876	RYDEX RETA	Various	8/27/2012	40,467	39,034	1,433		1,433
HC876	RYDEX BIOT	Various	8/31/2012	60	57	3		3
HC876	RYDEX INVE	Various	9/4/2012	54,421	54,659	(238)		(238)
HC876	RYDEX REAL	Various	9/7/2012	84,273	81,989	2,285		2,285
HC876	RYDEX RETA	Various	9/7/2012	13,886	13,011	875		875
HC876	RYDEX INVE	Various	9/18/2012	26,346	27,330	(984)		(984)
HC876	RYDEX INVE	Various	9/19/2012	26,286	27,330	(1,043)		(1,043)
HC876	RYDEX INVE	Various	9/20/2012	52,937	52,632	305		305
HC876	RYDEX BANK	Various	9/21/2012	100,248	98,160	2,089		2,089
HC876	RYDEX BIOT	Various	9/24/2012	116,456	106,342	10,114		10,114
HC876	RYDEX LEIS	Various	9/28/2012	98,913	100,248	(1,335)	1,335	-
HC876	RYDEX INVE	Various	10/3/2012	28,695	28,284	411		411
HC876	RYDEX UTIL	Various	10/8/2012	59,028	58,635	393		393
HC876	RYDEX UTIL	Various	10/12/2012	59,380	59,524	(144)		(144)
HC876	RYDEX BIOT	Various	10/15/2012	115,109	106,342	8,766		8,766
HC876	RYDEX INVE	Various	10/15/2012	29,003	28,284	720		720
HC876	RYDEX UTIL	Various	10/15/2012	59,787	59,524	263		263
HC876	RYDEX BANK	Various	10/17/2012	59,016	59,028	(12)	12	-
HC876	RYDEX INVE	Various	10/26/2012	58,945	57,698	1,247		1,247
HC876	RYDEX LEIS	Various	10/26/2012	6,954	7,120	(166)	166	-
HC876	RYDEX REAL	Various	10/26/2012	100,530	102,462	(1,933)	1,863	(69)
HC876	RYDEX REAL	Various	11/7/2012	36,353	37,429	(1,077)		(1,077)
HC876	RYDEX REAL	Various	11/7/2012	36,353	37,429	(1,077)		(1,077)
HC876	RYDEX REAL	Various	11/8/2012	37,047	38,564	(1,517)		(1,517)
HC876	RYDEX LEIS	Various	11/26/2012	111,255	113,548	(2,293)		(2,293)
HC876	RYDEX BANK	Various	12/26/2012	268,871	259,115	9,756		9,756
HC876	RYDEX FINA	Various	12/31/2012	269,734	268,871	864		864
HC876	RYDEX LEIS	Various	1/4/2013	1,393	1,349	44		44
HC876	RYDEX BIOT	Various	3/20/2013	173,410	149,675	23,735		23,735
HC876	RYDEX LEIS	Various	3/20/2013	150,325	134,193	16,132		16,132
HC876	RYDEX BIOT	Various	4/1/2013	88,319	74,838	13,482		13,482
HC876	RYDEX LEIS	Various	4/1/2013	75,962	67,096	8,866		8,866
HC876	RYDEX TELE	Various	5/31/2013	81,364	82,491	(1,128)		(1,128)
HC876	RYDEX CONS	Various	6/5/2013	80,897	83,153	(2,257)	2,246	(11)
HC876	RYDEX CONS	Various	6/7/2013	82,423	85,399	(2,976)		(2,976)
HC876	RYDEX LEIS	Various	6/14/2013	161,330	149,519	11,810		11,810
HC876	RYDEX BIOT	Various	6/27/2013	159,874	143,644	16,229		16,229
HC876	RYDEX UTIL	Various	6/27/2013	242,850	251,525	(8,675)		(8,675)
				3,778,206	3,654,086	124,120	5,623	129,743

The Werth Family Foundation, Inc.
Schedule of Gains/Losses FYE 6/30/13
EIN: 80-0024133

A/C	Description	Date Acquired	Date Sold	Proceeds	Cost	Short-Term Gain/(loss)	Disallowed Loss	Adj. ST Gain/(loss)
HC884	ISHARES 20	10/20/2011	7/2/2012	$5,049 20	$4,963 99	85		85
HC884	ISHARES 20	11/5/2011	7/2/2012	$104,013 49	$103,106 40	907		907
HC884	ISHARES 20	6/7/2012	7/3/2012	$100,597 50	$100,572 79	25		25
HC884	ISHARES 20	11/5/2011	7/3/2012	$7,641 90	$7,632 88	9		9
HC884	POWERSHARE	4/24/2012	7/9/2012	$53,422 92	$54,035 36	(612)		(612)
HC884	POWERSHARE	4/23/2012	7/9/2012	$52,591 18	$53,533 48	(942)		(942)
HC884	RYDEX ETF	6/22/2012	7/20/2012	$44,708 02	$43,979 64	728		728
HC884	SPDR SER T	7/25/2012	8/6/2012	$47,771 57	$47,396 71	375		375
HC884	ISHARES RU	8/3/2012	8/22/2012	$114,525 63	$111,387 61	3,138		3,138
HC884	ISHARES 20	8/3/2012	8/24/2012	$108,033 39	$110,337 46	(2,304)	2,304	(0)
HC884	ISHARES 20	7/27/2012	8/24/2012	$108,033 38	$110,965 74	(2,932)	2,932	-
HC884	POWERSHARE	8/29/2012	9/7/2012	$45,503 94	$44,891 84	612		612
HC884	SPDR DOW J	8/31/2012	9/10/2012	$112,169 29	$110,726 32	1,443		1,443
HC884	CURRENCYSH	6/7/2012	9/14/2012	$55,022 34	$54,176 75	846		846
HC884	SPDR SER T	8/24/2012	9/14/2012	$113,485 45	$111,481 42	2,004		2,004
HC884	SPDR SER T	8/22/2012	9/14/2012	$112,344 90	$110,050 88	2,294		2,294
HC884	ISHARES S&	9/24/2012	10/26/2012	$97,573 29	$100,703 49	(3,130)		(3,130)
HC884	ISHARES S&	9/14/2012	10/26/2012	$90,754 52	$98,921 62	(8,167)		(8,167)
HC884	ISHARES U	6/25/2012	11/6/2012	$113,087 04	$108,409 73	4,677		4,677
HC884	SPDR SER T	10/26/2012	11/9/2012	$107,617 40	$108,530 85	(913)		(913)
HC884	ISHARES RU	11/16/2012	11/26/2012	$114,045 28	$110,038 09	4,007		4,007
HC884	NASDAQ-100	Various	11/26/2012	$101,813 48	$102,338 78	(525)	280	(245)
HC884	RYDEX INVE	Various	11/26/2012	$44,012 23	$44,497 48	(485)		(485)
HC884	RYDEX S&P	Various	11/26/2012	$55,960 68	$55,365 79	595		595
HC884	ISHARES 20	8/31/2012	11/30/2012	$86,819 50	$86,489 48	330		330
HC884	ISHARES 20	9/21/2012	11/30/2012	$11,850 37	$11,552 56	298		298
HC884	ISHARES 20	8/20/2012	11/30/2012	$129,231 32	$132,152 76	(2,921)		(2,921)
HC884	ISHARES S&	11/30/2012	12/7/2012	$127,658 79	$130,888 53	(3,230)	3,230	(0)
HC884	ISHARES S&	11/28/2012	12/7/2012	$63,363 01	$63,957 17	(594)	594	0
HC884	CURRENCYSH	11/9/2012	12/21/2012	$56,876 07	$54,951 23	1,925		1,925
HC884	NASDAQ-100	Various	12/21/2012	$54,528 02	$54,808 02	(280)		(280)
HC884	SPDR S&P 5	12/7/2012	12/21/2012	$111,253 56	$111,072 56	181		181
HC884	ISHARES S&	12/14/2012	1/4/2013	$194,040 72	$196,177 91	(2,137)		(2,137)
HC884	ISHARES S&	12/21/2012	1/4/2013	$3,005 84	$2,979 72	26		26
HC884	RYDEX NASD	Various	1/4/2013	$29,688 13	$28,685 72	1,002		1,002
HC884	ISHARES U	12/7/2012	1/11/2013	$114,324 73	$110,760 66	3,564		3,564
HC884	ISHARES IB	12/7/2012	2/15/2013	$109,424 56	$109,448 16	(24)		(24)
HC884	ISHARES IB	11/30/2012	2/15/2013	$111,850 00	$111,634 65	215		215
HC884	POWERSHARE	1/11/2013	2/15/2013	$114,197 25	$113,481 76	715		715
HC884	RYDEX REAL	Various	2/22/2013	$57,140 86	$56,659 52	481		481
HC884	RYDEX SGI	Various	2/22/2013	$26,333 10	$28,130 47	(1,797)		(1,797)
HC884	VANGUARD I	1/4/2013	2/22/2013	$113,726 84	$112,449 47	1,277		1,277
HC884	ISHARES RU	2/22/2013	3/1/2013	$113,606 70	$113,750 37	(144)		(144)
HC884	POWERSHARE	2/22/2013	3/1/2013	$114,077 78	$113,620 38	457		457
HC884	SPDR S&P 5	2/22/2013	3/1/2013	$113,714 11	$113,491 03	223		223
HC884	CURRENCYSH	1/7/2013	3/8/2013	$55,859 21	$56,254 01	(395)		(395)
HC884	VANGUARD I	3/15/2013	3/22/2013	$111,177 07	$113,340 20	(2,163)		(2,163)
HC884	RYDEX S&P	Various	4/1/2013	$112,963 43	$112,567 81	396		396
HC884	RYDEX REAL	Various	4/12/2013	$118,611 18	$113,093 62	5,518		5,518
HC884	RYDEX EURO	Various	4/19/2013	$88,245 64	$91,262 59	(3,017)	2,955	(62)
HC884	RYDEX GOVT	Various	5/10/2013	$87,964 85	$91,824 37	(3,860)		(3,860)
HC884	RYDEX RUSS	Various	5/13/2013	$120,837 83	$113,253 39	7,584		7,584
HC884	RYDEX REAL	Various	5/28/2013	$56,610 59	$56,626 69	(16)		(16)
HC884	RYDEX REAL	Various	5/31/2013	$54,452 46	$56,626 69	(2,174)		(2,174)
HC884	RYDEX SGI	Various	5/31/2013	$52,554 02	$58,709 12	(6,155)		(6,155)
HC884	RYDEX EURO	Various	6/7/2013	$91,116 33	$95,672 15	(4,556)		(4,556)
HC884	SPDR SER T	3/8/2013	6/11/2013	$221,185 48	$226,186 71	(5,001)		(5,001)
HC884	RYDEX RUSS	Various	6/14/2013	$110,357 55	$111,054 53	(697)	697	0
HC884	RYDEX S&P	Various	6/19/2013	$111,024 97	$111,736 02	(711)		(711)
HC884	RYDEX RUSSELL 2000 FD CL H	Various	6/28/2013	$113,104 82	$110,589 75	2,515		2,515
HC884	SPDR S&P 500 ETF TRUST UNIT	Various	6/28/2013	$111,466 33	$ 110,316 31	1,150		1,150
	HC 884 - Short Term			5,384,021	5,394,301	(10,280)	12,992	2,712

The Werth Family Foundation, Inc.
Schedule of Gains/Losses FYE 6/30/13
EIN: 80-0024133

Long-term Gain/(Losses):

A/C	Description	Date Acquired	Date Sold	Proceeds	Cost	Long-Term Gain/(loss)	Disallowed Loss	Adj. LT Gain/(loss)
~~ml- k45~~	~~NM General Motors Bond~~	~~8/29/2002~~	~~9/17/2002~~	~~100,000~~	~~100,000~~	-		
ML- K45	York Access Ltd	3/1/2010	1/17/2013	506,620	500,000	6,620		6,620
ML- k45	Paulson Recovery	3/1/2010	1/31/2013	454,162	500,000	(45,838)		(45,838)
ML- K45	OZOFII Access Ltd	3/1/2010	2/1/2013	581,592	500,000	81,592		81,592
ML- k45	Global Macro Opportunities Fund	4/1/2011	2/1/2013	518,896	500,000	18,896		18,896
	Long Term - Merrill Lynch K45			2,161,270	2,100,000	61,270	-	61,270

THE WERTH FAMILY FOUNDATION, INC.

2012

80-0024133

Description of Property

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
Listed Property															
Less Retired Assets															
Subtotals															
TOTALS.															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
ORGANIZATION COSTS	12/31/2001	489.	489.	489.	A248	5.000	
TOTALS.		489.	489.	489.			

*Assets Retired

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

Kind of Property		Description				P or D	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 CAPITAL GAIN DISTRIBUTIONS					17,150.	
		HERITAGE CAPITAL # 876 ST SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	06/30/2013
3,778,206.		3,648,463.					129,743.	
		HERITAGE CAPITAL #884 ST SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	6/30/2013
5,384,021.		5,381,309.					2,712.	
		ML #K45 L/T SEE ATTACHED					VAR	6/30/2013
2,161,270.		2,100,000.					61,270.	
		ML WP ACTIVITY PROPERTY TYPE: SECURITIES				P	VAR	06/30/2013
608.		286.					322.	
		ML WP ACTIVITY					VAR	6/30/2013
51,326.							51,326.	
TOTAL GAIN(LOSS)							262,523.	

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 . . . . ▶ ☒
- 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 8870, 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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE WERTH FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 80-0024133
	Number, street, and room or suite no If a P O box, see instructions C/O PAMELA WERTH 85 RIMMON ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions WOODBRIDGE, CT 06525	

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 ▶ DHL&S, P.C.

Telephone No ▶ 203 929-3535 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, 20 14, 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, 20 13

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	$ 2,500.
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	$ 6,422.
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	$

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)

- 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).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE WERTH FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 80-0024133
	Number, street, and room or suite no. If a P O box, see instructions. C/O PAMELA WERTH	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WOODBRIDGE, CT 06525	

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-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

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 ▶ DHL&S, P.C.

  Telephone No ▶ 203 929-3535 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

4 I request an additional 3-month extension of time until 05/15 , 20 14

5 For calendar year _____ , or other tax year beginning 07/01 , 20 12 , and ending 06/30 , 20 13

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension INFORMATION NEED TO FILE A COMPLETE AND ACCURATE TIME IS NOT YET AVAILABLE.

8a	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	8a	$ 2,500.
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 and any amount paid previously with Form 8868	8b	$ 4,922.
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-

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 ▶ Paul M Sterzala CPA Title ▶ 2/12/2014 Date ▶

Form **8868** (Rev 1-2013)