



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

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 10-01-2012, and ending 09-30-2013

Name of foundation: Sun Capital Partners Foundation Inc. A Employer identification number: 26-1513089. B Telephone number: (561) 394-0550. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 969,259. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	107,341	344,259	344,259	
	2 Savings and temporary cash investments		625,000	625,000	
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	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)	107,341	969,259	969,259		
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	107,341	969,259		
30 Total net assets or fund balances (see page 17 of the instructions)	107,341	969,259			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	107,341	969,259			

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	107,341
2	Enter amount from Part I, line 27a	2	853,693
3	Other increases not included in line 2 (itemize) ▶ _____	3	8,225
4	Add lines 1, 2, and 3	4	969,259
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	969,259

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			

(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV 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)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,137,248	157,163	7.236105
2010	1,029,215	160,187	6.425084
2009	559,569	81,576	6.859481
2008	285,538	45,439	6.283985
2007	403,606	63,148	6.39143

2	Total of line 1, column (d).	2	33.196085
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	6.639217
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	885,631
5	Multiply line 4 by line 3.	5	5,879,896
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	0
7	Add lines 5 and 6.	7	5,879,896
8	Enter qualifying distributions from Part XII, line 4.	8	1,346,307

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 page 18 of the instructions)

1a	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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0
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	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	0
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
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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
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? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____		
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? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14 The books are in care of ▶ <u>DONNA WOHLFARTH</u> Telephone no ▶ <u>(561) 394-0550</u> Located at ▶ <u>5200 TOWN CENTER CIRCLE SUITE 650 Boca Raton FL</u> ZIP +4 ▶ <u>33486</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶

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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	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
MARC J LEDER 5200 TOWN CENTER CIRCLE SUITE 650 BOCA RATON, FL 33486	DIRECTOR/PRESIDENT 1 0	0	0	0
RODGER R KROUSE 5200 TOWN CENTER CIRCLE SUITE 650 BOCA RATON, FL 33486	DIRECTOR/SECRETARY 1 0	0	0	0
KEVIN J CALHOUN 5200 TOWN CENTER CIRCLE SUITE 650 BOCA RATON, FL 33486	DIRECTOR/TREASURER 1 0	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

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

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

1	Expenses

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

1 NONE	Amount

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	0
b	Average of monthly cash balances.	1b	899,118
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	899,118
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	0
3	Subtract line 2 from line 1d.	3	899,118
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	13,487
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	885,631
6	Minimum investment return. Enter 5% of line 5.	6	44,282

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	44,282
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	0
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	44,282
4	Recoveries of amounts treated as qualifying distributions.	4	8,225
5	Add lines 3 and 4.	5	52,507
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	52,507

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	1,346,307
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,346,307
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,346,307

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				52,507
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010, 2009, 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.	400,449			
b From 2008.	283,266			
c From 2009.	555,490			
d From 2010.	1,021,206			
e From 2011.	1,129,078			
f Total of lines 3a through e.	3,389,489			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,346,307</u>				
a Applied to 2011, but not more than line 2a			0	
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.				52,507
e Remaining amount distributed out of corpus	1,293,800			
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	4,683,289			
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.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	400,449			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	4,282,840			
10 Analysis of line 9				
a Excess from 2008.	283,266			
b Excess from 2009.	555,490			
c Excess from 2010.	1,021,206			
d Excess from 2011.	1,129,078			
e Excess from 2012.	1,293,800			

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

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

b Check box to indicate whether the organization 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
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 organization 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))

See Additional Data Table

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

NA

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	1,339,548
b Approved for future payment American School in London Foundation PO Box 5910 Princeton, NJ 08543	n/a	509	educational	112,500
Total			▶ 3b	112,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Fees and contracts from government agencies, Membership dues, etc.

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

Table with 2 columns: 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.

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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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 Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN Firm's name Crowe Horwath LLP Firm's EIN Firm's address CHICAGO, IL 606024903 Phone no (312) 899-7000

Form 990PF Part XV Line 1a - 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).

LEDER FAMILY FOUNDATION INC
KROUSE FAMILY FOUNDATION INC
MARC J LEDER FOUNDATION INC

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Abramson Center 1425 Horsham Rd Northwest, PA 19454	n/a	509	TO ENHANCE THE QUALITY OF LIFE OF SENIORS BY PROVIDING EXCEPTIONAL CARE IN INNOVATIVE LIVING ENVIRONMENTS	500
Achievement & Rehabilitation Centers Inc 10250 NW 53rd St Sunrise, FL 33351	n/a	509	Help people with developmental disabilities	1,000
Adolph & Rose Levis Jewish Community Center 9801 Donna Klein Blvd Boca Raton, FL 33428	n/a	509	Committee-Camp Kavod	50,000
Alzheimer's Assoc 1028 East McDowell Road Phoenix, AZ 85006	n/a	509	Alzheimer's Assoc-Nancy Krouse	1,000
Amer Heart Assoc 7272 Greenville Ave Dallas, TX 75231	n/a	509	build healthier lives free of cardiovascular disease and stroke	10,000
American Friends of Meir Panim 5316 New Utrecht Ave Brooklyn, NY 11219	n/a	509	20 laptops for 5 After School Clubs & food kitchen	1,000
American Friends of Sheba Medical Ctre 250 West 57th Street 711 New York, NY 10107	n/a	509	Hospital without boundaries The Sheba Emergency fund	1,000
American National Red Cross 520 W 49th St New York, NY 10019	n/a	509	Disaster Preparedness and Relief	5,200
American Red Cross 3 Crescent Dr 300 Philadelphia, PA 19112	n/a	509	Hurricane Sandy Oct 2012	30,000
Association to Benefit Children 419 East 86th Street New York, NY 10028	n/a	509	fighting tirelessly to ensure all children are safe	25,000
Avarior PhilanthropyAcorn Charities 125 West 31st Street 59th Floor New York, NY 10001	n/a	509	improve quality of life and quality of care at the community and individual level	1,000
Beacon Health 5930 Heisley Road Mentor, OH 44060	n/a	509	empower adults with mental illness and substance use disorders	500
Best Buddies International Inc 100 Southeast Second Street Miami, FL 33131	n/a	509	creates opportunities for integrated employment and leadership for people with intellectual and developmental disabilities	49,000
Best Foot Forward Foundation Inc 16532 Gateway Bridge Drive Delray Beach, FL 33446	n/a	509	Provide educational opportunities to underprivileged youths under state care	15,000
Billy Esposito Fndtn dba A Caring Hand 2535 Marine Pl Belmore, NY 11710	n/a	509	Educational assistance to children	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Biomedical Resrch & Education Foundation of Southern Arizona 0-151 3601 S Tucson,AZ 857230001	n/a	509	support medical research & educational mission of the Southern Arizona VA Health Care System	25,000
Birthline Inc 155 SE 3rd Avenue Delray Beach,FL 33483	n/a	509	Providing free pregnancy tests/ultrasound	2,000
Bishop Noll Institute 1519 Hoffman Street Hammond,IN 46327	n/a	509	Educational	1,000
Boca Ballet Theatre Company 6879 Royal Orchid Circle Delray Beach,FL 33446	n/a	509	educate youth in classical ballet & concert dance	1,000
Boca Helping Hands 1500 NW 1st Court Boca Raton,FL 33432	n/a	509	Committee-Hot meals & assistance to individuals	54,536
Boca Raton Champions Golf Charities Inc 6450 East Rogers Circle Boca Raton,FL 33487	n/a	509	Raise funds for Boca Raton Community Hospital	1,275
Boca Raton Philharmonic Symphonia 2285 Potomac Road Boca Raton,FL 33431	n/a	509	Provide symphonic & other classical music programing/performance/education in music	10,000
Boca Raton Police Athletic League Inc 100 NW 2nd Ave Boca Raton,FL 33431	n/a	509	Committee-Half Marathon Athletic programs free of charge to children	10,000
Boys & Girls Club of Chicago Inc 300 N La Salle Street Chicago,IL 60654	n/a	509	promote girls' and boys' health, social, educational, vocational, and leadership development	10,000
BRRH Foundation Inc 745 Meadows Road Boca Raton,FL 33486	n/a	509	supports the hospital's mission of providing superior, compassionate health care	14,164
Catholic Charities Services Corp 1404 E 9th St 8th Floor Cleveland,OH 44114	n/a	509	Health & Human Services	300
Catholic Youth Organization 580 E Stevens Street Indianapolis,IN 46203	n/a	509	organizes youth activities	300
Chai-Life Line 37 Riverside Drive 2B New York,NY 10023	n/a	509	Addressing emotional needs of children with life threatening diseases	1,000
Charity GlobalCharity Water 200 Varick St Suite 201 New York,NY 10014	n/a	509	bring clean safe drinking water to people in developing nations	1,000
Charity Guild of Fort Lauderdale PO Box 39555 Ft Lauderdale,FL 33339	n/a	509	provide health care and social services for medically fragile, disadvantaged challenged children in Broward County	600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Claremont McKenna College 400 North Claremont Blvd Claremont, CA 91711	n/a	509	Dr Massoud Facility Chair Endowment	19,000
Clarity Foundation 4365 Executive Drive 300 San Diego, CA 92121	n/a	509	seek better treatment options for women with ovarian cancer	1,000
Colon Cancer Alliance 1025 Vermont Ave Suite 1066 Washington, DC 20005	n/a	509	Cure for Colon Cancer	1,000
Congregation B'nai Israel 2200 Yamato Road Boca Raton, FL 33431	n/a	509	preserve and perpetuate Jewish values and traditions	7,000
Consequences Foundation Inc 905 Brickell Bay Drive Lobby-2CL24 Miami, FL 33131	n/a	509	provide educational resources & experiences for at-risk youth that include scholarships, vocational training & camps	8,450
Crohns & Colitis Fndtn of America 200 Bloomingdale Rd White Plains, NY 10605	n/a	509	find a cure for Crohn's disease and ulcerative colitis	1,000
Dolphins Cycling Challenge 347 Don Shula Drive Miami Gardens, FL 33056	n/a	509	medical research/cancer	10,000
Don Estridge High Tech Middle School 1798 NW Spanish River Blvd Boca Raton, FL 33431	n/a	509	Educational	500
Eaglebrook School 271 Pine Nook Road Deerfield, MA 01342	n/a	509	Educational	1,000
Emory University Mail Stop 0970-001-9AA 1762 Clift Atlanta, GA 303224001	n/a	509	Educational	300
Fig Tree Ministries Inc 4908 NW 101 Ave Coral Springs, FL 33076	n/a	509	provides shelter & education to children in need	2,000
Florence Fuller Child Development Centers 200 NE 14th St Boca Raton, FL 33432	n/a	509	quality child care and family support	5,000
Food For the Poor Inc 6401 Lyons Rd Coconut Creek, FL 33073	n/a	509	provide emergency relief assistance, clean water, medicines, educational materials, homes	1,400
Foundation to Save Jersey Shore 788 Shrewsbury Ave 2201 Tinton Falls, NJ 07724	n/a	509	Save Jersey Shore hurricane Sandy 2012	5,000
Friends of Sandoway House Nature Ctre 142 S Ocean Blvd Delray Beach, FL 33483	n/a	509	Inspire care for wildlife	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Gabrielle's Angel Fndtn 136 E 57th St Ste 1704 New York, NY 10022	n/a	509	Mellenial Ball-cancer research	14,508
Gabrielle's Angel Fndtn for Cancer Resear 215 Park Ave South 2014 New York, NY 10003	n/a	509	cancer research	13,500
Georgetown University Dept Number 0733 Washington, DC 200730733	n/a	509	Educational	600
GIST Cancer Research Fund 55 Sawmill Rd New City, NY 10956	n/a	509	research of rare cancer called GIST	200
Gulf Stream School Inc 3600 Gulf Stream Road Gulf Stream, FL 33483	n/a	509	Educational	8,000
Handicapped Meet Christ Inc 1017 Bucida Rd Delray Beach, FL 33483	n/a	509	2 weekend retreats per year for physically disabled	1,000
Hebrew Union College-JIR One West 4th Street New York, NY 10012	n/a	509	Jewish seminary in North America and the academic, spiritual, and professional leadership development	10,000
Humane Society of Broward County 2070 Griffin Rd Ft Lauderdale, FL 33312	n/a	509	Foster & promote care of animals	100
Indego Africa Project 51 West 52nd Street 2300 New York, NY 10019	n/a	509	partners with cooperatives of Rwandan artisans, all women, and sells their fair trade handicrafts at high-end U S retailers and on its Webstore	3,500
Jewish Community Foundation 55 West 21st Street New York, NY 10010	n/a	509	Jamie Broke Lieberman IBC Fundr	1,361
Jewish Federation of Greater Philadelphia 1835 Market Street 1400 Philadelphia, PA 19103	n/a	509	volunteer resources to address the community's most crucial priorities in Philadelphia, Israel and overseas	5,000
Juntos Regalando Sonrisas Inc 20533 Biscayne Blvd Aventura, FL 33180	n/a	509	provides access to basic needs, play and wishes for children faced with economic and/or health challenges in Latin America and South Florida	8,152
Kids Charity of Tampa Bay Inc 106 S Tampania Ave Tampa, FL 33609	n/a	509	Improving the quality of life for foster children	10,000
Kids In Distressed Situations Inc 112 West 34th Street 1133 New York, NY 10120	n/a	509	minimize the impact of poverty and tragedy on the well-being of children and teens by building their self-esteem and dignity through the agency partner distribution	15,000
Laurel House PO Box 764 Norristown, PA 19404	n/a	509	provide safe haven for abused women and their children, to raise public awareness	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Let's Cure CP Inc PO Box 81993 Atlanta,GA 30366	n/a	509	develop medical procedures-treatment of Cerebral Palsy	200
Leukemia & Lymphoma Society Inc 9 Erie Drive Natick,MA 01760	n/a	509	funding blood cancer research and providing education	2,400
North Broward Hospital District Charitable Foundat 12 SE Davie Blvd Ft Lauderdale,FL 33316	n/a	509	Committee-Broward Health Fndtn/breast cancer awareness	50,000
Make-A-Wish Foundation of South Florida 4491 S State Road 7 201 Fort Lauderdale,FL 33314	n/a	509	grants the wishes of children with life-threatening medical conditions	1,000
Mastery Charter Schools Foundation 5700 Wayne Avenue Philadelphia,PA 19144	n/a	509	educational	25,000
Matt's Promise 171 Clermont Ave 6Q Brooklyn,NY 11205	n/a	509	making a difference in the lives of young people affected by terminal illnesses	9,340
Memorial Sloan-Kettering Cancer Center 245 Park Ave 41st Floor New York,NY 10167	n/a	509	highest-quality cancer care, access to that care, research and education	15,000
Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York,NY 10065	n/a	509	prevention, care, and cure of cancer	1,000
Mesothelioma Applied Research Fndtion Inc 1317 King Street Alexandria,VA 22314	n/a	509	Research, patient support & educational awareness	1,000
Mikey Czech Foundation 927 Silvermine Rd New Canaan,CT 06840	n/a	509	finance medical research for pediatric brain tumors	10,000
Minding Your Mind 42 West Lancaster Avenue 2nd Floor Ardmore,PA 19003	n/a	509	reduce the stigma associated with mental health issues - Amy & Steven Erlbaum	1,000
MS Hope for a Cure 2250 Broadway Suite 1K New York,NY 10024	n/a	509	Cure for MS	10,000
Multiple Myeloma ResearchNYC Marathon 383 Main Ave 5th Floor Norwalk,CT 06851	n/a	509	Multiple Myeloma Research/NYC Marathon (Santina Michel)	1,000
National Hemophilia Foundation 14 East 6th Street 1st Floor Lansdale,PA 19446	n/a	509	treatments and cures for bleeding and clotting disorders	10,000
Nat'l Psoriasis Foundation 20001 NE 21st Court Miami,FL 33179	n/a	509	find a cure for psoriasis and psoriatic arthritis, and to eliminate their devastating effects through research	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Nat'l Foundation for Facial Reconstruction 333 East 30th Street Lobby Unit New York, NY 10016	n/a	509	reconstructive plastic surgery for those in need	1,000
New York Cares Inc 65 Broadway 19th Floor New York, NY 10006	n/a	509	hurricane Sandy 2012	10,000
New York Foundation for the Arts Inc 385 Broadway 5F New York, NY 10013	n/a	509	to empower artists at critical stages in their creative lives	5,000
New Yorkers for Children Inc 5 Hanover Square 2103 New York, NY 10004	n/a	509	increase awareness of child welfare issues	19,145
Novak Djokovic Foundation 64 Allen Street 5th Floor New York, NY 10002	n/a	509	Early childhood education	6,500
NY Center for Children 333 East 70th Street New York, NY 10021	n/a	509	free, comprehensive evaluation and therapy services to victims of child abuse and their families	1,000
One Tail At A Time NFP 3303 W Ainslie 3 Chicago, IL 60625	n/a	509	care for foster dogs	300
Operation Homefront Inc 8930 Fourwinds Drive 340 San Antonio, TX 78239	n/a	509	Committee-emergency financial and other assistance to the families of Florida's service members	50,000
Optimist Club of West Pembroke Pines Inc 1566 SW 186 Lane Pembroke Pines, FL 33029	n/a	509	Promoting social welfare & common good for impoverished kids/families encourage youth athletics	100
Oswego College Foundation Inc 215 Sheldon Hall SUNY Oswego, NY 13126	n/a	509	Educational	5,000
Palisades Enrichment Programs 800 Via De La Paz Pacific Palisades, CA 90272	n/a	509	financially support students, teachers & staff	3,000
Pan Mass Challenge 77 Fourth Avenue Needham, MA 02494	n/a	509	research & treatment & education about cancer (Dwight Poler)	18,000
Pan Massachusetts Challenge 4 John Matthews Rd Southborough, MA 01772	n/a	509	research & treatment & education about cancer	1,000
Pap Corps-Valencia Reserve 1192 E Newport Ctr Drive 120 Deerfield Beach, FL 33442	n/a	509	Cancer Research	500
Partners In Health A Nonprofit Corp 888 Commonwealth Ave 3rd Floor Boston, MA 02215	n/a	509	bring the benefits of modern medicine to those in need	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Personal Ponies Ltd 3797 NW 52nd Street Boca Raton, FL 33496	n/a	509	offer children that are specially challenged the life use of a small Shetland pony to love and care for	1,000
Philadelphia Mural Arts Advocates 1727-29 Mt Vernon Street Philadelphia, PA 19130	n/a	509	Mural Arts unites artists and communities through a collaborative process	5,000
Pine Crest Preparatory School Inc 1501 NE 62nd St Ft Lauderdale, FL 33334	n/a	509	Educational	12,400
PRIDE Booster Club Inc 1450 Allenford Avenue Los Angeles, CA 90049	n/a	509	Educational	1,500
Prostate Cancer Foundation 1250 Fourth Street Santa Monica, CA 90401	n/a	509	Prostate Cancer research	4,400
Rebuilding Together NYC PO Box 3726 Grand Central Station New York, NY 10163	n/a	509	hurricane Sandy 2012	10,000
Reporters Instructed in Saving Colleagues 505-507 West 23rd Street New York, NY 10011	n/a	509	dedicated to promote the safety of freelance journalists in combat zones	1,000
Robin Hood Foundation 826 Broadway 9th Floor New York, NY 10003	n/a	509	fund and create programs/schools that generate results for families in New Yorks poorest neighborhoods	2,000
Rotary Club of Boca Raton Sunrise Fndtn PO Box 273468 Boca Raton, FL 33427	n/a	509	administer a broad range of humanitarian and educational programs and activities designed to improve the human condition	1,000
Rush Philanthropic Arts Foundation Inc 334 Grand Avenue Brooklyn, NY 11238	n/a	509	Providing disadvantaged urban youth with the arts	59,600
Rustys Morningstar Ranch Inc PO Box 759 Cornville, AZ 86325	n/a	509	Housing & professional care of autistic adults	500
Saint Andrew's School 3900 Jog Rd Boca Raton, FL 33434	n/a	509	Educational	5,000
Saint Joseph's College 1498 S College Avenue Rensselaer, IN 47978	n/a	509	Educational	2,000
Samuel Waxman Cancer Research Foundation 420 Lexington Avenue 825 New York, NY 10170	n/a	509	dedicated to curing and preventing cancer	9,250
Shopko Foundation Inc 700 Pilgrim Way Green Bay, WI 54304	n/a	509	support health of Shopko customers, teammates and communities	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Smiley Wiley Breast Cancer Foundation PO Box 4461 Tequesta, FL 33469	n/a	509	financial assist to individuals denied cancer treatment	6,867
Southeastern Healthcare Foundation 1329 SW 16th Street 3150 Gainesville, FL 32610	n/a	509	Childrens Miracle Network Shands/Alpha Chi Omega Dance Marathon	2,000
Special People Individual Needs Inc 7575 Tyler Blvd A-25 Mentor, OH 44060	n/a	509	enhance, inspire, & promote independence for special needs young adult	1,000
St Balderick's Foundation 1333 S Mayflower Ave 400 Monrovia, CA 91016	n/a	509	research to find cures for childhood cancers	500
St John the Baptist Cath Church & School 1849 Lincoln Ave Whiting, IN 46394	n/a	509	Educational	1,000
St Jude Children's Research Hospital Inc 4600 N Fairfax Drive 102 Arlington, VA 22203	n/a	509	Aid children suffering from cancer	9,000
Stand Among Friends Inc 777 Glades Rd Building NU84-120 Boca Raton, FL 33431	n/a	509	promotes opportunities for people with disabilities to live a life without limits	2,000
Susan G Komen Breast Cancer Foundation 6820 NW 122nd Ave Parkland, FL 33076	n/a	509	Breast Cancer treatment, diagnostics & research	1,500
The Compound Foundation 1755 Broadway 2nd Floor New York, NY 10019	n/a	509	promote education and culture exchange between china and us	35,600
The Edeyo Foundation PO Box 30261 New York, NY 10011	n/a	509	High quality free education, meal, health in Haiti	16,000
The Foundation for AIDS Research 120 Wall Street 13th Floor New York, NY 10005	n/a	509	Aids research	70,000
The Fresh Air Fund 633 Third Ave 14th Floor New York, NY 10017	n/a	509	provide NYC children with country vacations	8,750
The Hawn Foundation 1101 Brickell Ave Miami, FL 33131	n/a	509	earning program to improve academic performance	10,000
The Leukemia & Lymphoma Society Inc 1311 Mamaroneck Avenue 310 White Plains, NY 10605	n/a	509	Educational	7,800
The Multiple Myeloma Research Foundation 383 Main Ave 5th Floor Norwalk, CT 06851	n/a	509	fund laboratories & trials worldwide	850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Trustees of Dartmouth College 6066 Development Office Hanover, NH 03755	n/a	509	Educational	1,000
Trustees of the University of Pennsylvania 433 Franklin Building 3451 Walnut Philadelphia, PA 19104	n/a	509	Educational	600
Trustees of Tufts College 80 George Street 200 Medford, MA 02155	n/a	509	Educational	1,000
Tsinghua Education Foundation (NA) Inc 720 University Ave 100 Palo Alto, CA 94301	n/a	509	promote education and culture exchange between china and us	125,000
UJA Federation of New York 130 E 59th Street 929D New York, NY 10022	n/a	509	Inspires a passion for Jewish life and learning, and strengthens Jewish communities in NY	125,000
United Way of Palm Beach County 2600 Quantum Blvd Boynton Beach, FL 33426	n/a	509	improve the lives of individuals and families	200
University of Virginia PO Box 400807 Charlottesville, VA 229044807	n/a	509	Educational	8,000
Waters Edge Elementary School 21601 Shorewind Drive Boca Raton, FL 33428	n/a	509	Educational	3,500
Wayuu Taya Foundation Inc 225 Broadway Suite 1905 New York, NY 10007	n/a	509	improve the living conditions of Latin American indigenous people	10,000
Wounded Warrior Project 4899 Belfort Rd 300 Jacksonville, FL 32256	n/a	509	Support troupes/Soldier Ride Hamptons-Benjamin Barkoff	1,000
YMCA of S Palm Beach County Inc 6631 Palmetto Circle South Boca Raton, FL 33433	n/a	509	christian principles-programs that build health spirit, mind & body	300
Youth Renewal Fund 250 West 57th Street New York, NY 10107	n/a	509	supplemental ed to underprivileged Israeli youth	1,000
American School in London Foundation Inc PO Box 5910 Princeton, NJ 08543	n/a	509	educational	12,500
Total				1,339,548

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

Name of the organization

Sun Capital Partners Foundation Inc

Employer identification number

26-1513089

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization
Sun Capital Partners Foundation Inc

Employer identification number
26-1513089

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	marc j leder foundation inc 5200 Town Center Circle Suite 650 Boca Raton, FL 33486	\$ 1,100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Krouse Family Foundation Inc 5200 Town Center Circle Suite 650 Boca Raton, FL 33486	\$ 1,100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
Sun Capital Partners Foundation Inc

Employer identification number
26-1513089

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
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization
Sun Capital Partners Foundation Inc

Employer identification number
26-1513089

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
_____ _____ _____	_____ _____ _____

TY 2012 Accounting Fees Schedule

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	4,952			4,952

**TY 2012 All Other Program
Related Investments Schedule**

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

TY 2012 Land, Etc. Schedule

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

TY 2012 Other Expenses Schedule

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	827	0	0	827
LICENSES	61	0	0	61
MISCELLANEOUS EXPENSE	919	0	0	919

TY 2012 Other Increases Schedule

Name: Sun Capital Partners Foundation Inc

EIN: 26-1513089

Description	Amount
PRIOR YEAR REIMBURSEMENTS	8,225