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 DEC 1, 2012 **, and ending** NOV 30, 2013

Name of foundation: JOSEPH G. BRADLEY CHARITABLE FOUNDATION

A Employer identification number: 23-7647762

Number and street (or P O box number if mail is not delivered to street address): C/O COZEN O'CONNOR 1900 MARKET STREET

Room/suite:

B Telephone number: (215) 665-3723

City or town, state, and ZIP code: PHILADELPHIA, PA 19103

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 6,767,845.

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

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

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

		(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			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	31.	31.		STATEMENT 1
4	Dividends and interest from securities	99,908.	99,908.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	502,443.			
b	Gross sales price for all assets on line 6a 4,421,537.				
7	Capital gain net income (from Part IV, line 2)		502,443.		
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)				
11	Other income	-27.	0.		STATEMENT 3
12	**Total.** Add lines 1 through 11	602,355.	602,382.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	12,716.	6,358.		6,358.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest	822.	822.		0.
18	Taxes STMT 4	2,995.	371.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	14.	0.		3.
24	**Total operating and administrative expenses** Add lines 13 through 23	16,547.	7,551.		6,361.
25	Contributions, gifts, grants paid	285,000.			285,000.
26	**Total expenses and disbursements** Add lines 24 and 25	301,547.	7,551.		291,361.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	300,808.			
b	**Net investment income** (if negative, enter -0-)		594,831.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

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12-05-12 LHA For Paperwork Reduction Act Notice, see instructions

Form **990-PF** (2012)

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		268,068.	268,068.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 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			
	b	Investments - corporate stock STMT 6	4,555,958.	4,462,482.	6,267,642.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	39,362.	143,228.	229,495.
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶ ESTIMATED TAXES)	4,620.	2,640.	2,640.
	16	**Total assets** (to be completed by all filers)	4,599,940.	4,876,418.	6,767,845.
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			
	22	Other liabilities (describe ▶ MARGIN LOAN)	24,330.	0.	
	23	**Total liabilities** (add lines 17 through 22)	24,330.	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	4,575,610.	4,876,418.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	4,575,610.	4,876,418.	
	31	**Total liabilities and net assets/fund balances**	4,599,940.	4,876,418.	

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	4,575,610.
2	Enter amount from Part I, line 27a	2	300,808.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,876,418.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,876,418.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo , day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	4,421,537.		3,919,094.	502,443.

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				502,443.

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	502,443.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	286,237.	5,693,997.	.050270
2010	261,662.	5,762,958.	.045404
2009	227,169.	5,265,063.	.043146
2008	341,242.	4,509,255.	.075676
2007	390,944.	6,791,349.	.057565

2 **Total** of line 1, column (d)	2	.272061
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	.054412
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,189,472.
5 Multiply line 4 by line 3	5	336,782.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,948.
7 Add lines 5 and 6	7	342,730.
8 Enter qualifying distributions from Part XII, line 4	8	291,361.

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	11,897.
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	0.
3	Add lines 1 and 2			3	11,897.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	11,897.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,640.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	21,300.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	23,940.
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	12,043.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 12,043. **Refunded** ▶			11	0.

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 definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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? N/A	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) ▶ PA			
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	10		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X

Website address ▶ N/A

14 The books are in care of ▶ COZEN O'CONNOR Telephone no ▶(215) 665-3723

Located at ▶1900 MARKET STREET, PHILADELPHIA, PA ZIP+4 ▶19103

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		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

		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? ☐ 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		X
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		X
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) N/A	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)* N/A	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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)? N/A 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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 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.

(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
ANDREW R. NEHRBAS PENN VALLEY, PA 19072	TRUSTEE 0.00	12,716.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	6,166,975.
b	Average of monthly cash balances	1b	116,753.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,283,728.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,283,728.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	94,256.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,189,472.
6	**Minimum investment return.** Enter 5% of line 5	6	309,474.

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	309,474.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 11,897.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	11,897.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	297,577.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	297,577.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	297,577.

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	291,361.
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	
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	291,361.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	291,361.

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				297,577.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			269,176.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 291,361.				
a Applied to 2011, but not more than line 2a			269,176.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				22,185.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				275,392.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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).)

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

TO FOUNDATION

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

NO SPECIAL FORM

c Any submission deadlines:

NONE

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

DISTRIBUTIONS LIMITED TO ORGANIZATIONS THAT CARRY OUT THE PURPOSE OF THE FOUNDATION

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				
COE COLLEGE CEDAR RAPIDS, IA	NONE	501(C)(3)	FOR ORGAN RESTORATION	50,000.
CHURCH OF THE TRANSFIGURATION- ORLEANS CHURCH BUILDING FOUNDATION ORLEANS, MA	NONE	501(C)(3)	FOR ORGAN RESTORATION	75,000.
ST. MICHAEL'S EPISCOPAL CHURCH DETROIT, MI	NONE	501(C)(3)	FOR ORGAN RESTORATION	60,000.
ST. PAUL'S EPISCOPAL CHURCH ROCHESTER, NY	NONE	501(C)(3)	FOR ORGAN RESTORATION	50,000.
FINE ARTS MUSEUM OF SAN FRANCISCO SAN FRANCISCO, CA	NONE	501(C)(3)	FOR ORGAN RESTORATION	50,000.
Total			▶ 3a	285,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

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
	(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			14	31.	
4 Dividends and interest from securities			14	99,908.	
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			14	4.	
8 Gain or (loss) from sales of assets other than inventory			18	502,443.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a KINDER MORGAN ENERGY					
b PARTNERS		4,865.			
c LINN ENERGY LLC		-4,201.			
d ACCESS MIDSTREAM					
e PARTNERS LP		-695.			
12 Subtotal Add columns (b), (d), and (e)		-31.		602,386.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 602,355.

(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).

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	

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

▶ Andrew R Trustee 6/25/14 ▶ Trustee

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
ROBERT FRIEDMAN		6.23.14		

Firm's name ▶ COZEN O'CONNOR

Firm's EIN ▶ 23-1732832

Firm's address ▶ 1900 MARKET STREET
PHILADELPHIA, PA 19103-3508

Phone no. 215-665-4628

CONTINUATION FOR 990-PF, PART IV

JOSEPH G. BRADLEY CHARITABLE FOUNDATION 23-7647762 PAGE 1 OF 1

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 SCHEDULE ATTACHED	P		
b	SECURITIES LITIGATION PROCEEDS: UNITED HEALTH	P		
c	SECURITIES LITIGATION PROCEEDS: SEC VS. TYCO	P		
d	SECURITIES LITIGATION PROCEEDS: SEC VS. JP MORGA	P		
e	KINDER MORGAN ENERGY PARTNERS K-1	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	4,401,740.		3,919,094.	482,646.
b	13.			13.
c	20.			20.
d	202.			202.
e	301.			301.
f	19,261.			19,261.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				482,646.
b				13.
c				20.
d				202.
e				301.
f				19,261.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	502,443.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

Joseph G. Bradley Charitable Foundation
Legg Mason Investment Account
30-Nov-13

DESCRIPTION	# OF SHARES	SALE PRICE	COST	GAIN (LOSS)
Altisource Asset Mgmt Corp	500	52,068 58	43,298 94	8,769 64
Altisource Portfolio Solutions S A	1,000	88,592 51	78,967 00	9,625 51
Altisource Residential Corp	6,000	119,234 50	109,181 79	10,052 71
American Railcar Industries	1,000	35,073 74	43,860 94	(8,787 20)
Ametek Inc	1,500	72,880 27	65,724 49	7,155 78
Apache Corp	1,500	114,075 90	160,125 72	(46,049 82)
Ashland Inc	1,000	83,632 11	75,535 77	8,096 34
Athenahealth Inc	1,000	130,466 57	74,416 26	56,050 31
Cabellas Inc	1,000	59,862 70	54,564 48	5,298 22
Caterpillar Inc	1,000	85,581 63	66,105 22	19,476 41
Cigna Corp	1,000	53,445 89	46,757 55	6,688 34
Colgate Palmolive Company	800	94,335 28	88,474 99	5,860 29
Conagra Foods	1,500	48,991 70	45,405 10	3,586 60
Concur Technologies Inc	1,000	98,034 79	71,897 21	26,137 58
CST Brands Inc	1,500	48,098 32	47,650 46	447 86
Cushing Royalty & Income Fund	2,000	39,585 25	50,000 00	(10,414 75)
Cytec Industries Inc	1,500	129,389 51	70,983 86	58,405 65
Edwards Lifesciences Corp	1,500	97,018 01	104,552 67	(7,534 66)
Gas Natural Inc	6,000	49,025 51	61,505 58	(12,480 07)
Generac Holdings Inc	1,500	55,594 44	49,507 44	6,087 00
Green Mountain Coffee Roasters Inc	2,000	165,175 52	110,984 82	54,190 70
Halozyme Terapeutics Inc	5,000	64,526 18	58,529 61	5,996 57
Illumina Inc	1,500	103,296 30	59,924 91	43,371.39
ING US Inc	2,000	60,964 85	54,271 64	6,693 21
Intel Corp	2,000	42,077 07	46,186.05	(4,108 98)
International Business Machines Inc	400	74,524 70	76,272 80	(1,748 10)
Kinder Morgan Inc	1,000	34,700 27	38,443 11	(3,742 84)
Koppers Holdings Inc	3,000	115,477 46	114,784 28	693 18
Legg Mason Batterymarch Emerging Markets Trust	5,036	96,742 92	96,205 37	537 55
Lion William Homes Class A	2,000	44,222 32	51,691 32	(7,469 00)
Motorola Solutions Inc	1,000	64,347 90	57,932 46	6,415 44
Norfolk Southern Corp	1,000	75,985 36	79,703 48	(3,718 12)
Oracle Corp	1,000	34,189 08	26,239 37	7,949 71
Pepsico Inc	2,000	160,947 28	30,888 66	130,058 62
Pharmayclics Inc	1,000	85,172 27	79,343 34	5,828 93
Polaris Industries Inc	500	65,613.66	57,824 24	7,789 42
Price T Rowe Group Inc	1,000	72,569 30	63,820 68	8,748 62
Proto Labs Inc	1,000	50,392 52	44,394 21	5,998 31
Rockwood Holdings Inc	1,500	86,076 45	78,900 65	7,175 80
Rowan Copanies PLC	1,000	35,707 92	36,741 34	(1,033 42)
RS Investment Trust Technology Fund	4,480	77,419 84	79,004 57	(1,584 73)
Sandisk Corp	1,000	50,659 92	41,243 00	9,416 92
Scripps Networks Interactive Inc	1,500	111,005 79	101,832 56	9,173 23
Snyders Lance Inc	5,000	150,752 04	110,705 91	40,046 13
Stanley Black & Decker Inc	1,700	133,875 07	125,015 84	8,859 23
Starbucks Corp	1,000	55,626 46	48,691 39	6,935 07
Teradyne Inc	3,000	48,792 36	56,423 26	(7,630 90)
Thermo Fisher Scientific Inc	1,000	63,446 88	56,112 71	7,334 17
Triumph Group Inc	2,000	154,897 24	123,153 28	31,743 96
TRW Automotive Holdings Corp	1,000	67,807 03	58,904 20	8,902 83
Verifone Systems Inc	2,000	41,242 10	64,130 32	(22,888 22)
Vmware Inc	1,000	69,347 77	85,008 81	(15,661 04)
Ziopharm Oncology Inc	5,000	28,672 21	30,062 36	(1,390 15)
Eaton Corp	1,000	51,655 00	49,352 62	2,302 38
Linn Energy LLC	3000	90,491 59	98,056 28	(7,564 69)
Access Midstream Partners	1000	47,050 17	36,168 55	10,881 62
Icahn Enterprises Limited Partnership	1000	71,301 82	83,630 82	(12,329 00)
		4,401,739 83	3,919,094 29	482,645 54

Attachment to Form 990-PF
Part IV Line 1a

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
JANNEY MONTGOMERY SCOTT LLC	31.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	31.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JANNEY MONTGOMERY SCOTT LLC	118,946.	19,261.	99,685.
KINDER MORGAN ENERGY PARTNERS LP	209.	0.	209.
LINN ENERGY LLC	14.	0.	14.
TOTAL TO FM 990-PF, PART I, LN 4	119,169.	19,261.	99,908.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LINN ENERGY PARTNERS LP	4.	0.	
KINDER MORGAN ENERGY PARTNERS	4,865.	0.	
LINN ENERGY LLC	-4,201.	0.	
ACCESS MIDSTREAM PARTNERS LP	-695.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-27.	0.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	2,624.	0.		0.
FOREIGN TAXES	371.	371.		0.
TO FORM 990-PF, PG 1, LN 18	2,995.	371.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRIBUTIONS FROM K-1S	3.	0.		3.
NONDEDUCTIBLE EXPENSES	11.	0.		0.
TO FORM 990-PF, PG 1, LN 23	14.	0.		3.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	4,462,482.	6,267,642.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,462,482.	6,267,642.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KINDER MORGAN ENERGY PARTNERS LP	COST	0.	81,970.
MARKWEST ENERGY PARTNERS LP	COST	102,546.	103,605.
NEW SOURCE ENERGY PARTNERS LP	COST	40,682.	43,920.
TOTAL TO FORM 990-PF, PART II, LINE 13		143,228.	229,495.

Joseph G. Bradley Charitable Foundation
Legg Mason Investment Account
30-Nov-13

STOCK DESCRIPTION	# OF SHARES 11/30/2013	COST 11/30/2013	MARKET VALUE 11/30/2013
Agrium Inc	1,300 00	144,634 23	117,091 00
Allergan Inc	1,000 00	101,265 48	97,050 00
Aon PLC	200 00	15,455 50	16,328 00
Apple Inc	600 00	51,446 31	333,642 00
Baxter International Corp	1,000 00	13,792 41	68,450 00
Chevron Corporation	1,000 00	53,796 75	122,440 00
Claymore Guggenheim Spinoff ETF	2,000 00	88,952 01	93,060 00
Clearbridge Aggressive Growth Fund	520 26	53,173 41	79,068 96
Conoco Phillips	2,000 00	20,215 12	145,600 00
Deere & Co	1,000 00	35,833 06	84,240 00
Deutsche Bank Capital Tr V	1,000 00	25,000 00	27,380 00
Eaton Corp	1,000 00	51,655 00	72,660 00
Express Scripts Holding Company	1,500 00	96,676 00	101,025 00
Exxon Mobil Corp	2,000 00	24,125 00	186,960 00
Gladstone Capital Corp Ser 2016 Pfd	2,000 00	50,000 00	51,116 20
Green Mountain Coffee Roasters Inc	3,000 00	122,287 98	202,140 00
Halliburton Company	1,500 00	73,785 33	79,020 00
Henderson European Focus Fund Class C	6,489 91	200,000 00	208,845 23
Henderson Global Equity Income Fund Class C	13,017 86	86,721 92	106,486 11
Ingersol Rand PLC	1,000 00	50,329 40	71,420 00
Intrexon Corp	2,000 00	53,442 81	45,780 00
Ivy Science & Technology Class C	2,150 84	77,000 00	98,787 98
Kayne Anderson MLP Investment Company	1,500 00	45,083 02	55,845 00
Legg Mason Capital Mgmt Global Growth Trust	6,714.01	146,925 60	192,356 50
Legg Mason Capital Mgmt Special Invesment Trust	12,752 22	450,419 77	506,900 74
Legg Mason Capital Mgmt Value Trust	3,925 88	172,247 34	224,756 51
Legg Mason Partners Financial Services Fund	26,128 98	312,511 13	453,599 05
Legg Mason Western Asset Short-Term Bond Fund C	62,501 53	253,511 71	245,005 98
Loomis Sayles Strategic Income Fund	9,541 85	138,796 68	156,486 35
Merck & Co Inc	2,000 00	23,850 55	99,660 00
Merrill Lynch Capital Trust II 6 45% Pfd	2,000 00	50,000 00	50,100 00
Nielsen Holdings B V	2,000 00	73,375 59	86,320 00
PPG Industries Inc	1,500 00	76,263 22	276,090 00
PVH Corp	800 00	91,314 99	107,136 00
Royce Pennsylvania Mutual Fund	23,201 55	191,940 76	312,756 90
Sealed Air Corp	2,000 00	49,156 31	64,220 00
Spirit Realty Cap Inc	4,000 00	38,641 75	39,720 00
Stanley Black & Decker Inc	1,000 00	78,043 58	81,390 00
Syncronoss Technologies Inc	2,700 00	98,647 19	85,671 00
TICC Capital Corp	5,000 00	22,997 11	54,050 00
Touchstone Funds Sands Cap Select Growth Fund	8,799 83	100,000 00	148,453 09
Twenty First Century Fox Inc	1,600 00	49,891 11	53,584 00
United Technologies Corp	1,500 00	103,436 90	166,290 00
Vanguard FTSE Europe ETF	2,000 00	115,247 59	114,720 00
Vantiv Inc	2,000 00	54,933 99	60,600 00
Western Asset Emerging Markets Debt Fund Inc	3,000 00	50,809 99	50,880 00
Xilinx Inc	2,000 00	89,804 27	88,860 00
Ziopharm Oncology Inc	20,000 00	95,044 54	83,600 00
Total		**4,462,482.41**	**6,267,641.60**

Attachment to Form 990-PF
Part II Line 10b

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- 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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions JOSEPH G. BRADLEY CHARITABLE FOUNDATION	Employer identification number (EIN) or 23-7647762
	Number, street, and room or suite no If a P O box, see instructions C/O COZEN O'CONNOR 1900 MARKET STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions PHILADELPHIA, PA 19103	

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 ▶ COZEN O'CONNOR 1900 MARKET STREET - PHILADELPHIA, PA 19103
  Telephone No ▶ (215) 665-3723 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 JULY 15, 2014 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ ☐ calendar year ______ or
▶ ☒ tax year beginning DEC 1, 2012 , and ending NOV 30, 2013

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 23,940.
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	$ 2,640.
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	$ 21,300.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev 1-2013)

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