



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



Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

- Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

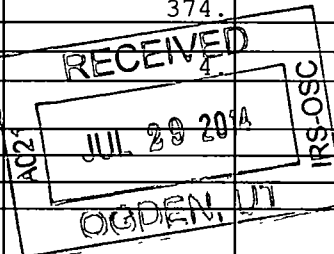
For calendar year 2013, or tax year beginning , 2013, and ending ,

Name of foundation SAPOFF FOUNDATION		A Employer identification number 22-2824248
Number and street (or P.O. box number if mail is not delivered to street address) c/o 245 LIVINGSTON AVE		B Telephone number (see the instructions) (732) 828-2800
City or town, state or province, country, and ZIP or foreign postal code NEW BRUNSWICK NJ 08901		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 201,159.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)	182,780.		
2 CK <input type="checkbox"/> if the foundn is not req to att Sch B			
3 Interest on savings and temporary cash investments.			
4 Dividends and interest from securities	4,708.	4,708.	
5 a Gross rents			
b Net rental income or (loss)			
6 a Net gain/(loss) from sale of assets not on line 10	1,496.	L-6a Stmt	
b Gross sales price for all assets on line 6a	417,011.		
7 Capital gain net income (from Part IV, line 2)	1,496.		
8 Net short-term capital gain		3,069.	
9 Income modifications.			
10 a Gross sales less returns and allowances			
b Less Cost of goods sold			
c Gross profit/(loss) (att sch)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11.	188,984.	6,204.	3,069.
13 Compensation of officers, directors, trustees, etc.			
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16 a Legal fees (attach schedule).			
b Accounting fees (attach sch). L-16b Stmt.	3,325.		
c Other prof fees (attach sch). L-16c Stmt.	374.	374.	
17 Interest.			
18 Taxes (attach schedule)(see Instrs) FOREIGN TAXES.	4.		
19 Depreciation (attach sch) and depletion			
20 Occupancy.			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)			
24 Total operating and administrative expenses. Add lines 13 through 23	3,703.	378.	
25 Contributions, gifts, grants paid	34,271.		34,271.
26 Total expenses and disbursements. Add lines 24 and 25	37,974.	378.	34,271.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements	151,010.		
b Net Investment Income (if negative, enter -0-).		5,826.	
c Adjusted net Income (if negative, enter -0-).		3,069.	



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	10,421.	77,288.	77,288.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	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) L-10a. Stmt . .	0.	6,996.	6,998.
	b Investments — corporate stock (attach schedule) L-10b. Stmt . .	17,861.	52,368.	51,933.
	c Investments — corporate bonds (attach schedule) L-10c. Stmt . .	13,348.	3,188.	3,080.
L I A B I L I T I E S	11 Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) L-13. Stmt . .	15,240.	68,040.	61,860.
	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).	56,870.	207,880.	201,159.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
N E T A S S E T B A L A N C E S	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
	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. X			
F U N D A S S E T B A L A N C E S	27 Capital stock, trust principal, or current funds	56,870.	207,880.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	56,870.	207,880.	
	31 Total liabilities and net assets/fund balances (see instructions)	56,870.	207,880.	

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	56,870.
2 Enter amount from Part I, line 27a	2	151,010.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	207,880.
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	207,880.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a SEE ATTACHED STMT #2 SHORT-TERM	P	01/01/13	06/30/13
b SEE ATTACHED STMT #2 LONG-TERM	P	01/01/12	12/31/13
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 206,220.		203,151.	3,069.
b 210,791.		212,364.	-1,573.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			3,069.
b			-1,573.
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	1,496.
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	3,069.

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 (column (b) divided by column (c))
2012	48,334.	72,367.	0.667901
2011	79,573.	85,214.	0.933802
2010	51,213.	86,912.	0.589251
2009	35,916.	117,221.	0.306396
2008	39,017.	123,458.	0.316035

2 Total of line 1, column (d)	2	2.813385
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.562677
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	91,373.
5 Multiply line 4 by line 3	5	51,413.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	58.
7 Add lines 5 and 6	7	51,471.
8 Enter qualifying distributions from Part XII, line 4	8	34,271.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
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	117.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	117.
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	117.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	295.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	295.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	178.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	178.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NJ - New Jersey		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

BAA

Form 990-PF (2013)

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? Website address	13	X	
14	The books are in care of <u>FRAZER EVANGELISTA & CO LLC</u> Telephone no. <u>(732) 828-2800</u> Located at <u>245 LIVINGSTON AVE,</u> <u>NEW BRUNSWICK, NJ</u> ZIP + 4 <u>08901-3057</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶	16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1 a	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		
1 b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
1 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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
3 a	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 2013 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 2013.)		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2013?		X

BAA

Form 990-PF (2013)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?. ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

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

7 a 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?**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
MEYER SAPOFF 1137 STUART RD PRINCETON NJ 08540	PRES 0.25	0.	0.	0.
ROBERT SAPOFF 12 DEAL LANE, LIVINGSTON NJ 07039	V P 0.25	0.	0.	0.
JUDITH B SLEPIAN 50 LAFAYETTE AVE, NEW BRUNSWICK NJ 08901	SEC/TREAS 0.25	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 — see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

None

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	1 a	54,023.
b	Average of monthly cash balances	1 b	38,741.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	92,764.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	92,764.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,391.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	91,373.
6	Minimum investment return. Enter 5% of line 5	6	4,569.

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	4,569.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	117.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	117.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,452.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,452.
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	4,452.

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	1 a	34,271.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	34,271.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	34,271.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				4,452.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years 20 , 20 , 20				
3 Excess distributions carryover, if any, to 2013				
a From 2008	39,017.			
b From 2009	35,916.			
c From 2010	51,233.			
d From 2011	79,596.			
e From 2012	40,622.			
f Total of lines 3a through e	246,384.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 34,271.				
a Applied to 2012, 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 2013 distributable amount				4,452.
e Remaining amount distributed out of corpus	29,819.			
5 Excess distributions carryover applied to 2013 (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	276,203.			
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				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7 (see instructions)	39,017.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	237,186.			
10 Analysis of line 9:				
a Excess from 2009	35,916.			
b Excess from 2010	51,233.			
c Excess from 2011	79,596.			
d Excess from 2012	40,622.			
e Excess from 2013	29,819.			

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				
ALBERT EINSTEIN COLLEGE OF MEDICINE	NONE	501 (C) 3	EDUCATIONAL	250.
ALZHEIMERS DISEASE RESEARCH	NONE	501 (C) 3	MEDICAL RESEARCH	50.
AMERICAN HEART ASSOCIATION	NONE	501 (C) 3	MEDICAL RESEARCH	50.
AMERICAN JEWISH COMMITTEE	NONE	501 (C) 3	CHARITABLE	250.
AMERICAN MUSEUM OF AMERICAN HISTORY	NONE	501 (C) 3	EDUCATIONAL	115.
ANTI DEFAMATION LEAGUE	NONE	501 (C) 3	CHARITABLE	100.
ARTHRITIS FOUNDATION	NONE	501 (C) 3	MEDICAL RESEARCH	200.
BICOL CLINIC FOUNDATION, INC.	NONE	501 (C) 3	MEDICAL RESEARCH	2,500.
BOCA RATON MUSEUM OF ART	NONE	501 (C) 3	EDUCATIONAL	1,000.
See Line 3a statement				29,756.
Total			3 a	34,271.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies . .					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	4,708.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory . . .			18	1,496.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue.					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				6,204.	
13	Total. Add line 12, columns (b), (d), and (e)					13

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**
► **Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Name of the organization

SAPOFF FOUNDATION

Employer identification number

22-2824248

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

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

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

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

SAPOFF FOUNDATION

22-2824248

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MEYER SAPOFF 1137 STUART ROAD PRINCETON NJ 08540	\$ 179,455.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

SAPOFF FOUNDATION

22-2824248

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
1	1,025 SHS. BAXTER INTERNATIONAL INC.	\$ 71,288.	03/05/13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,300 SHS. AMERICAN INTL GROUP NEW	\$ 64,571.	12/16/13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	8,400 SHS. OFFICE DEPOT INC	\$ 43,596.	12/16/13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

**Form 990-PF
Part I, Line 6a****Net Gain or Loss From Sale of Assets****2013**

Name

SAPOFF FOUNDATION

Employer Identification Number

22-2824248

Asset Information:

Description of Property: SEE ATTACHED STMT #2

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: 417,011. Cost or other basis (do not reduce by depreciation) 415,515.

Sales Expense: Valuation Method:

Total Gain (Loss): 1,496. Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Description of Property:

Date Acquired: How Acquired:

Date Sold: Name of Buyer:

Sales Price: Cost or other basis (do not reduce by depreciation)

Sales Expense: Valuation Method:

Total Gain (Loss): Accumulation Depreciation:

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
FL ASSOCIATION	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	25.
FRIENDS OF MORSELIFE	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	850.
FRIENDS OF HIGHLAND BEACH LIBRARY	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	100.
FRIENDS OF NJ STATE MUSEUM	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	250.
FRIENDS OF PRINCETON ART MUSEUM	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	500.
FRIENDS OF PRINCETON PUBLIC LIBRARY	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	100.
GEORGE STREET PLAYHOUSE	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	1,000.
GREENWOOD HOUSE	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	250.
ISRAEL CANCER RESEARCH FUND	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	MEDICAL RESEARCH	150.
JEWISH FEDERATION OF SOUTH PALM BEACH COUNTY	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	2,065.
JAFCO	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	1,800.
JEWISH FAMILY & CHILDRENS SERV.	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	360.
JEWISH WOMEN INTERNATIONAL	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	460.
LA SHIR	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	200.
KRAVIS CENTER FOR THE PERFORMING ARTS	NONE			Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	3,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
MCCARTER THEATRE	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	3,000.
MEMORIAL SLOAN KETT CANCER CTR	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	MEDICAL RESEARCH	250.
METROPOLITAN MUSEUM OF ART	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	500.
METROPOLITAN OPERA ASSN	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	2,500.
MIAMI CITY BALLET	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	2,050.
MUSEUM OF MODERN ART	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	360.
NATIONAL MUSEUM OF WOMEN IN THE ARTS	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	250.
NYU SCHOOL OF MEDICINE	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	50.
POLICE & TROOPERS RELIEF FND.	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	15.
POLYTECHNIC UNIVERSITY	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	250.
PRINCETON FIRST AID & RESCUE	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	100.
PRINCETON HOSPITAL	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	MEDICAL RESEARCH	4,000.
PRINCETON JEWISH CENTER	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	4,760.
SMITHSONIAN INSTITUTION	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	EDUCATIONAL	75.
THE JEWISH FOUNDATION FOR THE RIGHTEOUS	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501(C)3	CHARITABLE	100.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year TRENTON STATE COLLEGE	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501 (C) 3	EDUCATIONAL	250.
US MEMORIAL HOLOCAUST MUSEUM	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501 (C) 3	CHARITABLE	100.
WOMEN FOR GREENWOOD HOUSE	NONE			Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/>
		501 (C) 3	CHARITABLE	36.

Total

29,756.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	ACCOUNTING FEES	3,325.			

Total

3,325.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	INVESTMENT FEES	374.			

Total

374.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
GOV'T OBLIGATION			6,996.	6,998.
Total			<u>6,996.</u>	<u>6,998.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
CORPORATE STOCK	52,368.	51,933.
Total	<u>52,368.</u>	<u>51,933.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
CORPORATE BONDS	3,188.	3,080.
Total	<u>3,188.</u>	<u>3,080.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
MUTUAL FUNDS	2,000.	2,152.
OTHER INVESTMENT ASSETS	38,007.	31,601.
AGENCY SECURITIES	28,033.	28,107.
Total	<u>68,040.</u>	<u>61,860.</u>

SAPOFF FOUNDATION
2013 FORM 990PF, PAGE 2, PART II, LINES 10 & 13
INVESTMENTS

#22-2824248
STATEMENT #1

	<u>COST BASIS</u>	<u>FMV @ 12/31/13</u>
FNMA 0% STRIP, DUE 2/07/14	6996	6,998
TOTAL US & STATE GOV'T OBLIGATIONS - LINE 10A	6,996	6,998
CISCO SYSTEMS INC	2098	2,243
FRANK VALUE FD INV.	45759	44,896
TRANSCAT INC.	4511	4,794
TOTAL CORPORATE STOCK - LINE 10B	52,368	51,933
HSBC FINANCE CP 6% DUE 8/15/14	3188	3080
TOTAL CORPORATE BONDS - LINE 10C	3,188	3,080
MORTGAGE POOLS - LINE 12		
25,000.000 GNMA PL #274746 9%	-	-
OTHER - LINE 13		
MUTUAL FUNDS		
SCHWAB FUNDAMENTAL EMER MKT	1000	935
SCHWAB FUNDAMENTAL US SMALL	1000	1,217
	2,000	2,152
OTHER INVESTMENT ASSETS		
PLUM CREEK TIMBER CO	4350	4,651
PROSHS ULTRASHORT LEHMAN	9485	3,960
PROSHS ULTRASHORT S&P 500	6348	5,932
PROSHS ULTRASHORT DOW 30	14068	13,710
SAN JUAN BASIN ROYAL TR	3755	3,348
	38,007	31,601
AGENCY SECURITIES		
FNMA 5.8%, DUE 4/02/37	10127	10,104
FNMA 0.1768%, DUE 1/20/15	7984	8,000
FNMA 0.1984%, DUE 4/01/16	9922	10,002
	28,033	28,107
TOTAL OTHER INVESTMENTS - LINE 13	68,040	61,860
TOTAL SECURITIES	130,591	123,871

SAPOFF FOUNDATION
2013 FORM 990PF, PAGE 3, PART IV
CAPITAL GAINS AND LOSSES

#22-2824248
STATEMENT #2

SECURITY	# SHARES	SALES PROCEEDS	COST	WASH SALE GAIN(LOSS) DISALLOWED	TOTAL GAIN/(LOSS)	S/T	L/T
US TREASURIES							
US TREASURY BILL, DUE 3/21/13	53,000.0000	53,000 00	52,998.94		1.06	1 06	
US TREASURY BILL, 0%, DUE 10/31/13	11,000.0000	11,000 00	10,998 57		1.43	1.43	
US TREASURY NOTE, 0.25%, DUE 10/31/13	11,000 0000	11,000 00	10,999 57		0.43	0 43	
US TREASURY NOTE, 2.75%, DUE 10/31/13	32,000 0000	32,000 00	32,026 25		(26.25)	(26 25)	
EQUITIES							
BAXTER INTERNATIONAL	1,025	71,828 63	71,288 00		540.63		540 63
BIRKS & MAYORS CL A	1,090	1,624 19	1,008 43		615.76	615.76	
BIRKS & MAYORS CL A	1,616	2,245 29	7,892 24	(2,218 75)	(3,428 20)		(3428 20)
FANNIE MAE	4,000	2,879 79	3,180 14		(300 35)		(300 35)
FLANIGANS ENTERPRISES INC	400	4,015 92	3,105 48		910 44	910 44	
FREDDIE MAC VOTING SHS	11,300	14,505 09	12,657.97		1,847.12	1847.12	
FULTON FINANCIAL CORP	200	1,969 01	1,962 41		6 60	6 60	
RICKS CABARET INTL	442	5,048 68	3,895.72		1,152 96		1152 96
FIXED INCOME							
AMERICAN INTERNATIONAL GROUP NEW AIG	1,300 0000	65,526 81	64,571 00		955 81		955 81
AMERICAN WATER CAP, 8.25%, DUE 12/1/38	6,000 0000	6,000 00	6,058 56		(58 56)	(58 56)	
FINANCING CORP 0.0%, DUE 8/3/13	10,000	10,000.00	9,994 80		5.20	5 20	
FINANCING FED BK EN 0 0%, DUE 9/26/13	6,000	6,000 00	5,997.09		2.91	2 91	
GENERAL ELEC CAP 6 1% 10/15/26	10,000	10,000 00	10,160 00		(160 00)		(160 00)
GLENDALE ARIZONA STR 4.5%, DUE 7/1/13	10,000	10,000 00	10,079 20		(79 20)	(79 20)	
HOMEBA NC NATL 0.25%, DUE 9/12/13	10,000	10,000 00	10,000 00		-		
MORGAN STANLEY 5 05%, DUE 10/8/13	10,000	10,000.00	10,112.00		(112 00)	(112 00)	
OFFICE DEPOT INC	8,400	43,261 22	43,596 00		(334 78)		(334 78)
PUERTO RICO COMWL 5 5%, DUE 7/1/13	10,000	10,000 00	10,058 80		(58 80)	(58 80)	
PUERTO RICO ELEC PW 5%, DUE 7/1/13	10,000	10,000 00	10,052 30		(52.30)	(52 30)	
UNION CNTY NC EN 4 2%, DUE 6/1/23	10,000	10,000 00	10,040 40		(40 40)	(40 40)	
MUTUAL FUNDS							
SCHWAB TARGET 2040 FUND	342	5,106 09	5,000 00		106 09	106 09	
	<u>229,115 23</u>	<u>417,010 72</u>	<u>417,733 87</u>	<u>(2,218 75)</u>	<u>1,495 60</u>	<u>3,069 53</u>	<u>(1,573 93)</u>

**Application for Extension of Time To File an
Exempt Organization Return**► **File a separate application for each return.**

OMB No. 1545-1709

► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

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

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	<u>SAPOFF FOUNDATION</u>	<u>22-2824248</u>
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	<u>c/o 245 LIVINGSTON AVE</u>	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	<u>NEW BRUNSWICK</u>	<u>NJ 08901</u>

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 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 ► FRAZER EVANGELISTA & CO LLC

Telephone No. ► (732) 828-2800 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 Aug 15, 20 14, to file the exempt organization return for the organization named above.
- The extension is for the organization's return for:

- ☒ calendar year 20 13 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	295.
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	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.