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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation ERNEST & ROSE SAMUELS FOUNDATION INC		A Employer identification number 59-1733119	
Number and street (or P O box number if mail is not delivered to street address) c/o FELDHEIM 8 HILLCREST LANE		B Telephone number (see instructions) (516) 367-4849	
City or town, state or province, country, and ZIP or foreign postal code WOODBURY, NY 11797		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☒ \$ 3,890,689	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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	218,082	218,082	218,082	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	20,359			
	b Gross sales price for all assets on line 6a 390,062				
	7 Capital gain net income (from Part IV , line 2)		20,359		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	238,441	238,441	218,082	
	13 Compensation of officers, directors, trustees, etc	96,000	64,000	96,000	32,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	☒ 2,250	2,250	2,250	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	☒ 2,983	2,983		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☒ 517	517	517	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	101,750	69,750	98,767	32,000
	25 Contributions, gifts, grants paid	146,528			146,528
	26 Total expenses and disbursements. Add lines 24 and 25	248,278	69,750	98,767	178,528
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-9,837			
	b Net investment income (if negative, enter -0-)		168,691		
	c Adjusted net income (if negative, enter -0-)			119,315	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	75,734	89,342	89,342
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	911,141	1,002,719	1,002,719
	c	Investments—corporate bonds (attach schedule).	100,240		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,739,811	2,798,628	2,798,628
	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)	3,826,926	3,890,689	3,890,689	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
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	69,325	69,325	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,757,601	3,821,364	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,826,926	3,890,689	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,826,926	3,890,689		

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	3,826,926
2	Enter amount from Part I, line 27a	2	-9,837
3	Other increases not included in line 2 (itemize) ▶ _____	3	73,600
4	Add lines 1, 2, and 3	4	3,890,689
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	3,890,689

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)
1 a Capital Gain Dividends				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b			28,385	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	20,359
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	-579

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	179,000	3,633,821	0 04926
2011	168,660	3,648,540	0 04623
2010	143,274	3,447,019	0 04157
2009	167,261	2,895,289	0 05777
2008	205,922	3,428,491	0 06006

2 Total of line 1, column (d).	2	0 25488
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 05098
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,282,807
5 Multiply line 4 by line 3.	5	167,348
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,687
7 Add lines 5 and 6.	7	169,035
8 Enter qualifying distributions from Part XII, line 4.	8	178,528

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	1,687
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2.	3	1,687
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,687
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,160
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	3,160
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,473
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,473 Refunded	11	

Part VII-A Statements Regarding Activities

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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): ☒ FL _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of HERBERT D FELDHEIM Telephone no (516) 367-4849 Located at 8 HILLCREST LANE WOODBURY NY ZIP+4 11797			
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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		No
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?				
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?				
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
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?				
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		No

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
HERBERT FELDHEIM	President	48,000		
8 HILLCREST LANE	8 00			
WOODBURY, NY 11797				
DEBORAH FELDHEIM	Secretary	48,000		
11513 WEST HILL DRIVE	8 00			
ROCVILLE, MD 20852				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,250,261
b	Average of monthly cash balances.	1b	82,538
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,332,799
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	
3	Subtract line 2 from line 1d.	3	3,332,799
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	49,992
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,282,807
6	Minimum investment return. Enter 5% of line 5.	6	164,140

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	164,140
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,687
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,687
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	162,453
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	162,453
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	162,453

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	178,528
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	178,528
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	1,687
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	176,841
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				162,453
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			146,528	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 178,528				
a Applied to 2012, but not more than line 2a			146,528	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				32,000
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				130,453
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). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data TableSee Additional Data Table				
Total			3a	146,528
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

1a(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

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

Sign Here

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

Signature of officer or trustee

2014-05-12

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 Henry J Krostich CPACITP	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00051584
Firm's name ☐	FUOCO GROUP LLC			Firm's EIN ☐
Firm's address ☐	772 US HIGHWAY ONE SUITE 200 NORTH PALM BEACH, FL 33408			Phone no (561) 626-0400

Form 990-PF (2013)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WOUNDED WARRIOR PROTECT po box 758517 topeka,KS 66675			UNRESTRICTED	5,000
USO PO Box 96322 washington,DC 20090			UNRESTRICTED	5,000
FISHER HOUSE FUNDATION 111 Rockville Pike rockville,MD 20850			UNRESTRICTED	5,000
HABITAT FOR HUMANITY 270 Peachtree Street NW atlanta,GA 30303			UNRESTRICTED	5,000
UJA FEDERATION OF NY 130 East 59th Street New york, NY 10022			UNRESTRICTED	7,500
ISLAND HARVEST 199 second st mineola,NY 11501			UNRESTRICTED	7,500
DOCTORS WITHOUT BORDERS 333 7th Avenue New york, NY 10001			UNRESTRICTED	5,000
SMILE TRAIN 41 Madison Ave new york, NY 10010			UNRESTRICTED	5,000
CARE PO Box 7039 merrifield,VA 22116			UNRESTRICTED	2,264
CITY MEALS-ON-WHEELS 355 Lexington Ave new york, NY 10017			UNRESTRICTED	6,000
CITY HARVEST 6 East 32nd St new york, NY 10016			UNRESTRICTED	6,000
NATURE CONSERVANCY 4245 North Fairfax DR arlington,VA 22203			UNRESTRICTED	5,000
NEWSDAY CHARITIES 205 N Michigan Ave Chicago,IL 60601			UNRESTRICTED	4,000
US FUND FOR UNICEF 125 Maiden Lane new york, NY 10038			UNRESTRICTED	5,000
MAZON 125 Maiden Lane los angeles,CA 90025			UNRESTRICTED	5,000
Total  3a				146,528

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CREATE ARTS CENTER 816 Thayer Ave silver spring, MD 20910			UNRESTRICTED	5,000
A WIDER CIRCLE 9159 Brookville Rd silver spring, MD 20910			UNRESTRICTED	5,000
REBUILDING TOGETHER 1899 L Street NW washington, DC 20036			UNRESTRICTED	5,000
JUBILEE JUMPSTART 25 Ontario Rd NW washington, DC 20009			UNRESTRICTED	5,000
HOUSING UNLIMITED 1398 Lamberton Drive silver spring, MD 20902			UNRESTRICTED	5,000
AMERICAN JEWISH WORLD SERVICE 45 West 36th Street new york, NY 10018			UNRESTRICTED	5,000
WASHINGTON CENTER FOR PSYCHOANALYSIS 2120 L Street NW washington, DC 20037			UNRESTRICTED	5,000
WALTER JOHNSON HS EDUCATION FOUNDATION 640 Rock Spring Drive Bethesda, MD 20814			UNRESTRICTED	5,000
TEENS RUN DC 2121 K Street NW washington, DC 20037			UNRESTRICTED	5,000
US HOLOCAUST MUSEUM 100 Raoul Wallenberg Pl SW washington, DC 20024			UNRESTRICTED	5,000
CITY KIDS WILDERNESS PROJECT 2437 15th Street NW washington, DC 20009			UNRESTRICTED	5,000
JEWISH FEDERATION OF GW 6101 Montrose Road rockville, MD 20852			UNRESTRICTED	5,000
ELLINGTON FUND 3500 R Street NW washington, DC 20007			UNRESTRICTED	3,264
POTOMAC CONSERVANCY 8403 Colesville Road silver spring, MD 20910			UNRESTRICTED	5,000
Total  3a				146,528

TY 2013 Accounting Fees Schedule**Name:** ERNEST & ROSE SAMUELS FOUNDATION INC**EIN:** 59-1733119**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
fuoco group	2,250	2,250	2,250	0

**TY 2013 Investments Corporate
Stock Schedule****Name:** ERNEST & ROSE SAMUELS FOUNDATION INC**EIN:** 59-1733119**Software ID:** 13000170**Software Version:** 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC	98,448	98,448
BANK OF AMERICA CORP	15,570	15,570
BANK OF AMERICA		
BRISTOL MYERS SQUIBB	53,150	53,150
CHEVRON	260,562	260,562
EXXON MOBIL	20,240	20,240
FRONTIER COMMUNICATIONS	5,436	5,436
INTEL CORP	20,764	20,764
MICROSOFT INC	59,856	59,856
PFIZER INC	30,630	30,630
RBS CAPITAL FUNDING TR VII	41,960	41,960
RENAISSANCERE HOLDINGS 6.08%	21,493	21,493
SOUTHERN CO	89,702	89,702
VERIZON COMMUNICATIONS	239,508	239,508
WELLS FARGO & CO NEW	45,400	45,400

TY 2013 Investments - Other Schedule

Name: ERNEST & ROSE SAMUELS FOUNDATION INC

EIN: 59-1733119

Software ID: 13000170

Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GABELLI DIVIDENDS & INCOME 5.875%	FMV	49,300	49,300
Aberdeen Asia Pacific Prime Income Fund	FMV	139,076	139,076
Alliance bernstein Global Hi Income Fund	FMV	72,185	72,185
ALLIANCE BERNSTEIN HIGH INCOME FUND CL A	FMV	301,296	301,296
Alliance bernstein Income Fund Inc	FMV	114,851	114,851
Alpine Global Premir PPTY Fund	FMV	7,500	7,500
Alpine Total Dynamic Dividend Fund	FMV	35,275	35,275
American Income Fund	FMV	81,879	81,879
Blackrock Credit Allocation Income Tr	FMV	13,060	13,060
EATon Vance High Income Opportunities Fu	FMV	56,546	56,546
EATON VANCE INCOME FD OF BOSTON	FMV	55,447	55,447
Eaton Vance Tax - MGD Diversified Eq Inc	FMV	20,000	20,000
Eaton Vance Tax Mngd Global Diversified	FMV	21,840	21,840
Gabelli Equity Trust	FMV	169,735	169,735
GAMCO NATURAL RESOURCES GOLD & INCOME	FMV	13,795	13,795
ING Global Equity Div & Premium	FMV	10,740	10,740
LMP Cap & Income FD	FMV	39,500	39,500
MFS Multi Mkt Income TR	FMV	79,327	79,327
Nuveen EQ Prem Inc Fund	FMV	18,825	18,825
Nuveen Equity Prem Income FD	FMV	21,873	21,873
Nuveen Floating Rate Income FD	FMV	35,760	35,760
Nuveen Multi-Strategy Income & Growth #2	FMV	76,900	76,900
Nuveen Quality PFD Income FD -1	FMV	85,624	85,624
PIMCO TOTAL RETURN FUND CL C	FMV	58,448	58,448
Pioneer High Yield FD - C	FMV	21,760	21,760
Pioneer High Yield Fund - CL A	FMV	174,106	174,106
Putnam Master Inter Inc TR	FMV	51,005	51,005
Putnam Premier Income TR	FMV	4,298	4,298
UTS FTP HIGH YIELD INCOME CLOSED END	FMV	159,756	159,756
UNITS VK COHEN & STEERS MASTER INCOME PO	FMV		

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UTS ADT HIGH 50 DIVIDEND STRATEGY SER 31	FMV		
UTS FTP HIGH YEILD INCOME CLOSED END SER	FMV		
UNIT VAN KAMPEN COHEN & STEERS VALUE EQU	FMV		
UNIT VAN KAMPEN COHEN & STEERS VALUE EQU	FMV		
UTS VK CLO END STRAT COHEN & STEERS VALU	FMV		
WELLS FARGO ADVANTAGE INCOME	FMV	46,410	46,410
Western Asset Global High Income FD	FMV	85,680	85,680
western asset high income A	FMV	120,616	120,616
Western Asset High Income II	FMV	81,180	81,180
Western Asset High Income Opportunity	FMV	83,787	83,787
Western Asset Managed High Inc Fund	FMV	135,260	135,260
Zweig Total Return	FMV	2,328	2,328
FIRST TR INTERM DUR PRD & INC	FMV	42,500	42,500
UNIT ADVISORS HIGH 50 DIV	FMV	25,883	25,883
UNIT FIRST TRUST HIGH CLOSED 58	FMV	27,992	27,992
UNIT FIRST TRUST UNCOMMON VALUES	FMV	57,100	57,100
UNIT INVESCO CLOSED STRAT VAL	FMV	40,843	40,843
UNIT INVESCO CLOSED STRAT VALUE 2013-4	FMV	36,256	36,256
UNIT INVESCO COHEN & STEERS	FMV	23,086	23,086

TY 2013 Other Expenses Schedule**Name:** ERNEST & ROSE SAMUELS FOUNDATION INC**EIN:** 59-1733119**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	517	517	517	

TY 2013 Taxes Schedule**Name:** ERNEST & ROSE SAMUELS FOUNDATION INC**EIN:** 59-1733119**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US excise tax	2,983	2,983		