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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation

MICKY AND MADELEINE ARISON FAMILY FOUNDATION

C/O RICHARD SKOR, AFO LLC

A Employer identification number

20-4822537

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

TWO ALHAMBRA PLAZA, SUITE 1040

City or town, state, and ZIP code

CORAL GABLES, FL 33134

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

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) \$ 43,054,141.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1 Foreign organizations check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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 page 11 of the 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 (attach schedule)	0.			
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	789,331.	775,726.		ATCH 1
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-874,581.			
b Gross sales price for all assets on line 6a	18,984,373.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	28,959.	28,959.		ATCH 2
12 Total. Add lines 1 through 11	-56,291.	804,685.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	153,831.	153,831.		
17 Interest	133.	133.		
18 Taxes (attach schedule) (see page 14 of the instructions)	10,334.	10,334.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	91,554.	91,554.		
24 Total operating and administrative expenses. Add lines 13 through 23	255,852.	255,852.		
25 Contributions, gifts, grants paid	1,950,000.			1,950,000.
26 Total expenses and disbursements. Add lines 24 and 25	2,205,852.	255,852.		1,950,000.
27 Subtract line 26 from line 12	-2,262,143.			
a Excess of revenue over expenses and disbursements		548,833.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

Operating and Administrative Expenses

Revenue

For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 3 JSA ** ATCH 5

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		643,191.	473,429.	476,363.
	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 page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7	18,566,859.	16,207,299.	20,903,858.	
	c	Investments - corporate bonds (attach schedule) ATCH 8	11,772,543.	12,294,751.	12,690,550.	
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 9	10,511,654.	9,796,051.	8,983,370.		
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)	41,494,247.	38,771,530.	43,054,141.		
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				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	41,494,247.	38,771,530.		
	30	Total net assets or fund balances (see page 17 of the instructions)	41,494,247.	38,771,530.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	41,494,247.	38,771,530.			

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	41,494,247.
2	Enter amount from Part I, line 27a	2	-2,262,143.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	39,232,104.
5	Decreases not included in line 2 (itemize) ATTACHMENT 10	5	460,574.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	38,771,530.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-872,235.	
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,275,938.	38,184,546.	0.059604
2008	265,000.	46,108,373.	0.005747
2007	2,307,175.	53,855,720.	0.042840
2006	100,000.	9,706,070.	0.010303
2005			

2 Total of line 1, column (d)	2	0.118494
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	0.029624
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	40,692,032.
5 Multiply line 4 by line 3	5	1,205,461.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,488.
7 Add lines 5 and 6	7	1,210,949.
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.	8	1,950,000.

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 ruling letter if necessary - see instructions)		1	5,488.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	5,488.
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	5,488.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 69,700.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	69,700.
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	64,212.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	64,212.	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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)? 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		X
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
4a 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?	N/A	
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, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) FLORIDA		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? 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

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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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ RICHARD SKOR; AFO LLC Telephone no ☐ 786-270-3701			
Located at ☐ TWO ALHAMBRA PLAZA, SUITE 1040 CORAL GABLES, FL ZIP + 4 ☐ 33134				
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 2010, 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 page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ☐				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2010 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 2010)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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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 page 22 of the 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 page 22 of the instructions)? ☐ Yes ☒ No **5b** N/A

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 **6b** X

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? ☐ Yes ☒ No **7b** N/A

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 page 22 of the 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
ATTACHMENT 11		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the 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		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A - CHARITABLE PURPOSES ARE ACCOMPLISHED THROUGH
DISCRETIONARY GRANT MAKING PROGRAMS

2

3

4

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

2

All other program-related investments See page 24 of the instructions

3 NONE

Total. Add lines 1 through 3

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	40,241,639.
b	Average of monthly cash balances	1b	1,070,069.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	41,311,708.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	41,311,708.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	619,676.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,692,032.
6	Minimum investment return. Enter 5% of line 5	6	2,034,602.

Part XI Distributable Amount (see page 25 of the 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	2,034,602.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,488.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,488.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,029,114.
4	Recoveries of amounts treated as qualifying distributions	4	500,000.
5	Add lines 3 and 4	5	2,529,114.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,529,114.

Part XII Qualifying Distributions(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,950,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,950,000.
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 page 26 of the instructions)	5	5,488.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,944,512.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				2,529,114.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,903,436.	
b Total for prior years 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				0.
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,950,000.				
a Applied to 2009, but not more than line 2a			1,903,436.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				46,564.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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 page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				2,482,550.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010	0.			

Form 990-PF (2010)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Prior 3 years				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the 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))

N/A

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

N/A

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 page 28 of the 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 ATTACHMENT 12				
Total			▶ 3a	1,950,000.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2010)

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 page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	789,331.	
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			18	28,959.	
8 Gain or (loss) from sales of assets other than inventory			18	-874,581.	
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)				-56,291.	
13 Total. Add line 12, columns (b), (d), and (e)					-56,291.

(See worksheet in line 13 instructions on page 29 to verify calculations)

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)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

MARK T NASH

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's address ► 2001 ROSS AVENUE, SUITE 1800

DALLAS, TX

75201-2997

Phone no 214-999-1400

Check ☒ if self-employed

P00396721

Form 990-PF (2010)

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust **MICKY AND MADELEINE ARISON FAMILY FOUNDATION**
C/O RICHARD SKOR, AFO LLC

Employer identification number
20-4822537

Note: Form 5227 filers need to complete **only** Parts I and II

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	19,111.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	7,080.
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	26,191.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-1,128,848.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	159,340.
9 Capital gain distributions	9	71,082.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	-898,426.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		26,191.
14	Net long-term gain or (loss):			
a	Total for year	14a		-898,426.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		164.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-872,235.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** is necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	(3,000.)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust

MICKY AND MADELEINE ARISON FAMILY FOUNDATION

Employer identification number

20-4822537

[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	19,111
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

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FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					7,080.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					159,340.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					71,082.	
199,792.		APAX EUR 150164 SHS PROPERTY TYPE: SECURITIES 0.				P	VARIOUS 199,792.	VARIOUS
1,063,671.		MFO DODGE & COX 34941.13 SHS PROPERTY TYPE: SECURITIES 1,045,038.				P	VARIOUS 18,633.	VARIOUS
936,330.		MFO DODGE & COX 30729.55 SHS PROPERTY TYPE: SECURITIES 773,463.				P	5/20/2009 162,867.	6/18/2010
2,000,000.		MFO RIDGE FDS 189214.76 SHS PROPERTY TYPE: SECURITIES 1,970,786.				P	VARIOUS 29,214.	2/4/2010
2,005,994.		NT #26-56127 - SEE STATEMENT A PROPERTY TYPE: SECURITIES 1,995,703.				P	VARIOUS 10,291.	VARIOUS
1,997,372.		NT #26-56127 - SEE STATEMENT A PROPERTY TYPE: SECURITIES 1,924,513.				P	VARIOUS 72,859.	VARIOUS
407,809.		PIMCO FDS INVT MGMT 39250.16 SHS PROPERTY TYPE: SECURITIES 398,094.				P	VARIOUS 9,715.	2/4/2010
1,592,191.		PIMCO FDS INVT MGMT 153242.62 SHS PROPERTY TYPE: SECURITIES 1,523,232.				P	7/28/2010 68,959.	2/4/2010
52,306.		MFO WELLS FARGO ADV 4621.52 SHS PROPERTY TYPE: SECURITIES 52,240.				P	VARIOUS 66.	VARIOUS
		MFO WELLS FARGO ADV 175917.09 SHS				P	VARIOUS	VARIOUS

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,001,570.		PROPERTY TYPE: SECURITIES 1,852,548.					149,022.	
		MFC ISHARES TR RUSSELL 77253 SHS PROPERTY TYPE: SECURITIES				P	3/2/2007	5/19/2010
4,523,427.		6,304,730.					-1781303.	
		MFC ISHARES TR MSCI 25358 SHS PROPERTY TYPE: SECURITIES				P	11/30/2009	6/18/2010
1,282,665.		1,398,745.					-116,080.	
		NT #26-91720 - SEE STATEMENT B PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
921,220.		853,948.					67,272.	
		BARCLAYS PLC 2 SHS PROPERTY TYPE: SECURITIES				P	1/2/2008	9/3/2010
10.		34.					-24.	
		LLOYDS BANKING GROUP PLC 15 SHS					1/02/2008	9/03/2010
17.		1,037.					-1,020.	
TOTAL GAIN (LOSS)							<u>-872,235.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	769,985.	756,380.
INTEREST INCOME	19,346.	19,346.
TOTAL	<u>789,331.</u>	<u>775,726.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN TRUST #26-46807	2,736.	2,736.
NORTHERN TRUST #26-56127	503.	503.
NORTHERN TRUST #26-67948	735.	735.
AP EUROPE VII PRIVATE INVESTORS OFFSHORE	24,804.	24,804.
GUGGENHEIM PLUS II, LP	77.	77.
BLACKSTONE PARTNERS OFFSHORE, LTD	104.	104.
TOTALS	<u>28,959.</u>	<u>28,959.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	153,831.	153,831.
TOTALS	<u>153,831.</u>	<u>153,831.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INTEREST EXPENSE	133.	133.
TOTALS	<u>133.</u>	<u>133.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	10,334.	10,334.
TOTALS	<u>10,334.</u>	<u>10,334.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GUGGENHEIM PLUS II LP	7,417.	7,417.
BLACKSTONE PARTNERS OFFSHORE	53,433.	53,433.
SILVER CREEK LOW VOL STRATEGY	30,704.	30,704.
TOTALS	<u>91,554.</u>	<u>91,554.</u>



Northern Trust

Portfolio Value

As of 31 DEC 10

Consolidation Name

M&M ARISON FAMILY
FOUNDATION

Page 1 of 6

Security Description Long				Market Price Local			
Asset ID	Country of Shares/Par Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Common Stock							
#REORG/COVIDIEN REV STK SPLT/FOR STK SPLT			45 660				
COVIDIEN PLC USD0 20(PST CO							
CUSIP G2554F105	1,375 000 United States	0 00	62,782 50	55,453 25	7,329 25	0 00	7,329 25
3M CO COM			86 300				
CUSIP 88579Y101	995 000 United States	0 00	85,868 50	77,399 66	8,468 84	0 00	8,468 84
ABBOTT LABORATORIES, COMMON STOCK, NO			47 910				
PAR							
CUSIP 002824100	1,340 000 United States	0 00	64,199 40	68,563 30	-4,363 90	0 00	-4,363 90
ABBOTT LABORATORIES, COMMON STOCK, NO			47,910				
PAR							
CUSIP 002824100	2,480 000 United States	0 00	118,816 80	115,406 31	3,410 49	0 00	3,410 49
ACME PACKET INC COM STOCK			53 160				
CUSIP 004764106	565 000 United States	0 00	30,035 40	30,405 03	-369 63	0 00	-369 63
ADR BHP BILLITON LTD SPONSORED ADR			92 920				
CUSIP 088606108	900 000 Australia	0 00	83 628 00	57,202 90	26,425 10	0 00	26,425 10
AIR PRODUCTS AND CHEMICALS, INC., COMMON			90 950				
STOCK, \$1 PAR							
CUSIP 009158106	1,050 000 United States	514 50	95,497 50	69,655 36	25,842 14	0 00	25,842 14
AIR PRODUCTS AND CHEMICALS, INC., COMMON			90 950				
STOCK, \$1 PAR							
CUSIP 009158106	652 000 United States	319 48	59 299 40	48,352 13	10,947 27	0 00	10,947 27
ALEXION PHARMACEUTICALS INC COM			80 550				
CUSIP 015351109	910 000 United States	0 00	73,300 50	47,680 30	25,620 20	0 00	25,620 20
ALLIANCE DATA SYS CORP COM			71 030				
CUSIP 018581108	520 000 United States	0 00	36,935 60	35,248 83	1,686 77	0 00	1,686 77
AMAZON COM INC COM			180 000				
CUSIP 023135106	845 000 United States	0 00	152,100 00	65,973 29	86,126 71	0 00	86,126 71
AMERICAN EXPRESS CO., COMMON STOCK,			42 920				
\$ 60PAR							
CUSIP 025816109	2,790 000 United States	0 00	119,746 80	122,381 62	-2,634 82	0 00	-2,634 82
AMERICAN TOWER CORP CL A			51 640				
CUSIP 029912201	1,245 000 United States	0 00	64,291 80	63,682 63	609 17	0 00	609 17
AMGEN INC COMMON STOCK			54 900				
CUSIP 031162100	390 000 United States	0 00	21,411 00	21,512 79	-101 79	0 00	-101 79
ANADARKO PETROLEUM CORP., COMMON STOCK			76 160				
CUSIP 032511107	2,695 000 United States	0 00	205,251 20	140,781 41	64,469 79	0 00	64,469 79
APACHE CORP., COMMON STOCK, \$1 25 PAR			119 230				
CUSIP 037411105	1,645 000 United States	0 00	196,133 35	141,501 75	54,631 60	0 00	54,631 60
APACHE CORP., COMMON STOCK, \$1 25 PAR			119,230				
CUSIP 037411105	867 000 United States	0 00	103,372 41	61,081 88	42,290 53	0 00	42,290 53
APPLE INC COM STK			322 560				
CUSIP 037833100	983 000 United States	0 00	317,076 48	84,135 46	232,941 02	0 00	232,941 02
ASSURANT INC COM			38 520				
CUSIP 04621X108	955 000 United States	0 00	36,786 60	34,334 26	2,452 34	0 00	2,452 34

^ Complete cost information not available.

*Generated by Northern Trust on 26 Jul 11



Northern Trust

Portfolio Value

As of 31 DEC 10

Consolidation Name

M&M ARISON FAMILY
FOUNDATION

Page 2 of 6

Security Description Long		Country of		Market Price Local		Accrued Income/Expense	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Asset ID	Shares/Par Risk Name			Market Value						
Common Stock										
AUTODESK INC , COMMON STOCK				38 200						
CUSIP 052769106	1,695 000 United States			64,749 00	50,858 24	0 00	13,890 76	0 00		13,890 76
BANK NEW YORK MELLON CORP COM STK				30 200						
CUSIP 064058100	2,355 000 United States			71,121 00	62,431 05	0 00	8,689 95	0 00		8,689 95
BAXTER INTL INC COMMON STOCK				50 620						
CUSIP 071813109	1,455 000 United States			73,652 10	60,171 82	451 05	13,480 28	0 00		13,480 28
BOEING CO COM				65 260						
CUSIP 097023105	1,850 000 United States			120,731 00	130,870 80	0 00	-10,139 80	0 00		-10,139 80
CELGENE CORP COM				59 140						
CUSIP 151020104	1,220 000 United States			72,150 80	61,248 53	0 00	10,902 27	0 00		10,902 27
CERNER CORP COM				94 740						
CUSIP 156782104	1,018 000 United States			96,445 32	65,366 65	0 00	31,078 67	0 00		31,078 67
CHUBB CORP, COMMON STOCK, \$1 PAR				59 640						
CUSIP 171232101	760 000 United States			45,326 40	40,752 17	281 20	4,574 23	0 00		4,574 23
CISCO SYSTEMS INC COMMON STOCK				20 230						
CUSIP 17275R102	6,035 000 United States			122,088 05	125,966 09	0 00	-3,878 04	0 00		-3,878 04
CITRIX SYS INC COMMON STOCK				68 410						
CUSIP 177376100	2,685 000 United States			183,680 85	129,163 49	0 00	54,517 36	0 00		54,517 36
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL				73 290						
ACL A										
CUSIP 192446102	1,935 000 United States			141,816 15	86,326 98	0 00	55,489 17	0 00		55,489 17
CONAGRA FOODS INC				22 580						
CUSIP 205887102	3,960 000 United States			89,416 80	93,928 80	0 00	-4,512 00	0 00		-4,512 00
COSTCO WHOLESALE CORP NEW COM				72 210						
CUSIP 22160K105	870 000 United States			62,822 70	38,383 59	0 00	24,439 11	0 00		24,439 11
CUMMINS INC				110 010						
CUSIP 231021106	1,250 000 United States			137,512 50	66,519 47	0 00	70,993 03	0 00		70,993 03
DANAHER CORP COMMON STOCK \$ 01 PAR				47 170						
CUSIP 235851102	2,235 000 United States			105,424 95	82,683 82	44 70	22,741 13	0 00		22,741 13
DEERE & CO , COMMON STOCK, \$1 PAR				83 050						
CUSIP 244199105	1,690 000 United States			140,354 50	108,792 42	591 50	31,562 08	0 00		31,562 08
DEVON ENERGY CORP NEW COM				78 510						
CUSIP 25179M103	2,420 000 United States			189,994 20	144,135 44	0 00	45,858 76	0 00		45,858 76
DOLBY LABORATORIES INC CL A COM STK				66 700						
CUSIP 25659T107	905 000 United States			60,363 50	58,660 80	0 00	1,702 70	0 00		1,702 70
DOMINION RES INC VA NEW COM				42 720						
CUSIP 25746U109	545 000 United States			23,282 40	20,992 63	0 00	2,289 77	0 00		2,289 77
DOVER CORP , COMMON STOCK \$1 PAR				58 450						
CUSIP 260003108	1,690 000 United States			98,780 50	72,720 53	0 00	26,059 97	0 00		26,059 97
ECOLAB INC COMMON STOCK				50 420						
CUSIP 278865100	1,285 000 United States			64,789 70	48,254 66	224 87	16,535 04	0 00		16,535 04
EMC CORP COM				22 900						
CUSIP 268648102	4,895 000 United States			112,095 50	91,689 67	0 00	20,405 83	0 00		20,405 83

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Asset ID			Income/Expense	Market Value				
Common Stock								
EOG RESOURCES INC COM				91 410				
CUSIP 26875P101	490 000 United States		0 00	44,790 90	47,939 07	-3,148 17	0 00	-3,148 17
EOG MOBIL CORP COM				73 120				
CUSIP 30231G102	1,400 000 United States		0 00	102,368 00	82,516 00	19,852 00	0 00	19,852 00
EOG MOBIL CORP COM				73 120				
CUSIP 30231G102	855 000 United States		0 00	62,517 60	50,320 34	12,197 26	0 00	12,197 26
EOG MOBIL CORP COM				73 120				
CUSIP 30231G102	520 000 United States		0 00	38,022 40	32,174 95	5,847 45	0 00	5,847 45
F5 NETWORKS INC COM STK				130 160				
CUSIP 315616102	402 000 United States		0 00	52,324 32	27,183 91	25,140 41	0 00	25,140 41
FLUOR CORP NEW COM				66 260				
CUSIP 343412102	870 000 United States		108 75	57,646 20	38,493 33	19,152 87	0 00	19,152 87
FREEPORT-MCMORAN COPPER & GOLD INC				120 090				
CUSIP 35671D657	845 000 United States		0 00	101,476 05	37,181 92	64,294 13	0 00	64,294 13
GENERAL MILLS INC COM				35 590				
CUSIP 370334104	2,365 000 United States		0 00	84,170 35	83,070 62	1,099 73	0 00	1,099 73
GOOGLE INC CL A CL A				593 970				
CUSIP 38259P508	300 000 United States		0 00	178,191 00	140,924 93	37,266 07	0 00	37,266 07
GREEN MTN COFFEE ROASTERS				32 860				
CUSIP 393122106	1,980 000 United States		0 00	65,062 80	68,084 24	-3,021 44	0 00	-3,021 44
ILLINOIS TOOL WKS INC COM				53 400				
CUSIP 452308109	1,845 000 United States		627 30	98,523 00	81,710 99	16,812 01	0 00	16,812 01
INTERCONTINENTAL EXCHANGE INC COM				119 150				
CUSIP 45865V100	792 000 United States		0 00	94,366 80	85,135 15	9,231 65	0 00	9,231 65
INTERNATIONAL BUSINESS MACHS CORP COM				146 760				
CUSIP 459200101	894 000 United States		0 00	131,203 44	83,007 66	48,195 78	0 00	48,195 78
INTUITIVE SURGICAL INC COM NEW STK				257 750				
CUSIP 46120E602	247 000 United States		0 00	63,664 25	61,473 53	2,190 72	0 00	2,190 72
JOHNSON & JOHNSON COM USD1				61 850				
CUSIP 478160104	1,735 000 United States		0 00	107,309 75	103,544 80	3,764 95	0 00	3,764 95
JOHNSON CONTROLS INC. COMMON STOCK				38 200				
\$2 50 PAR								
CUSIP 478366107	3,870 000 United States		619 20	147,834 00	109,544 96	38,289 04	0 00	38,289 04
JPMORGAN CHASE & CO COM				42 420				
CUSIP 46625H100	3,365 000 United States		0 00	142,743 30	128,206 50	14,536 80	0 00	14,536 80
JUNIPER NETWORKS INC COM				36 920				
CUSIP 48203R104	2,686 000 United States		0 00	99,167 12	76,828 33	22,338 79	0 00	22,338 79
KANSAS CITY SOUTHN				47 860				
CUSIP 485170302	1,885 000 United States		0 00	90,216 10	71,574 03	18,642 07	0 00	18,642 07
KIMBERLY-CLARK CORP COMMON STOCK \$5				63 040				
PAR								
CUSIP 494368103	975 000 United States		884 40	61,464 00	58,855 49	2,608 51	0 00	2,608 51

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Common Stock											
KLA-TENCOR CORP						38.640					
CUSIP 482480100	2,350,000	United States		0.00		90,804.00	67,985.50	22,818.50	0.00	22,818.50	
LIFE TECHNOLOGIES CORP COM STK						55.500					
CUSIP 53217V109	1,285,000	United States		0.00		71,317.50	63,641.89	7,675.61	0.00	7,675.61	
LINEAR TECH CORP DEL						34.590					
CUSIP 535678106	1,390,000	United States		0.00		48,080.10	42,482.84	5,597.26	0.00	5,597.26	
MARSH & MCLENNAN CO'S INC, COMMON STOCK, \$1 PAR						27.340					
CUSIP 571748102	2,690,000	United States		0.00		73,544.60	56,251.67	17,292.93	0.00	17,292.93	
MASTERCARD INC CL A						224.110					
CUSIP 57636Q104	412,000	United States		0.00		92,333.32	62,551.95	29,781.37	0.00	29,781.37	
MC DONALD'S CORP, COMMON STOCK, NO PAR						76.760					
CUSIP 580135101	1,810,000	United States		0.00		138,935.60	89,396.33	49,539.27	0.00	49,539.27	
MC DONALD'S CORP COMMON STOCK, NO PAR						76.760					
CUSIP 580135101	1,160,000	United States		0.00		89,041.60	77,198.00	11,843.60	0.00	11,843.60	
MEDTRONIC, INC, COMMON STOCK, \$ 10 PAR						37.090					
CUSIP 585055106	3,880,000	United States		0.00		143,909.20	153,958.40	-10,049.20	0.00	-10,049.20	
MERCK & CO INC NEW COM						36.040					
CUSIP 58933Y105	3,505,000	United States		1,331.90		126,320.20	113,058.24	13,261.96	0.00	13,261.96	
MFO DODGE & COX INTERNATIONAL STOCK FUND						35.710					
CUSIP 256206103	73,583.610	International		0.00		2,627.670.71	1,862,458.42	765,212.29	0.00	765,212.29	
MFO JPMORGAN TRIUS LARGE CAP CORE PLUSFD SELECT CL						20.670					
CUSIP 4812A2389	54,792.580	United States		0.00		1,132,562.62	1,004,846.15	127,716.47	0.00	127,716.47	
MFO MANAGERS AMG FDS TIMESQUARE MID CAPGROWTH FD PREMIER						13.920					
CUSIP 561709833	90,121.460	United States		0.00		1,254,490.72	1,151,188.82	103,301.90	0.00	103,301.90	
MFO MATTHEWS INTL FDS PAC TIGER FD INV CL						23.440					
CUSIP 577130107	141,455.960	Asia Region		0.00		3,315,727.70	2,131,363.88	1,184,363.82	0.00	1,184,363.82	
MFO NUVEEN INVT TR TRADEWINDS VALUE OPPORTUNITIES FD CL I						35.170					
CUSIP 67064Y636	33,768.290	United States		19,590.38		1,187,630.75	1,028,373.63	159,257.12	0.00	159,257.12	
MFO ROWE T PRICE INTERNATIONAL FUNDS INCNEW ASIA FUND OPEN END FUND						19.180					
CUSIP 77956H500	31,009.370	Asia Region		0.00		594,759.71	507,348.43	87,411.28	0.00	87,411.28	
MICROSOFT CORP COM						27.920					
CUSIP 594918104	4,400,000	United States		0.00		122,848.00	113,124.00	9,724.00	0.00	9,724.00	
MICROSOFT CORP COM						27.920					
CUSIP 594918104	2,220,000	United States		0.00		61,982.40	68,087.40	-6,105.00	0.00	-6,105.00	
NATIONAL OILWELL VARCO COM STK						67.250					
CUSIP 637071101	2,000,000	United States		0.00		134,500.00	74,744.90	59,755.10	0.00	59,755.10	
NETAPP INC COM STK						54.960					
CUSIP 64110D104	2,020,000	United States		0.00		111,019.20	69,464.29	41,554.91	0.00	41,554.91	

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Common Stock								
NIKE INC CL B CL B				85 420				
CUSIP 654106103	1,641 000 United States	0 00		140,174 22	79,754 23	60,419 99	0 00	60,419 99
NORDSTROM, INC., COMMON STOCK, NO PAR				42 380				
CUSIP 655664100	1,095 000 United States	0 00		46,406 10	41,799 71	4,606 39	0 00	4,606 39
OCCIDENTAL PETROLEUM CORP				98 100				
CUSIP 674599105	1,845 000 United States	701 10		180,994 50	141,673 67	39,320 83	0 00	39,320 83
ORACLE CORPORATION COM				31 300				
CUSIP 68389X105	1,650 000 United States	0 00		51,645 00	26,936 32	24,708 68	0 00	24,708 68
PARKER-HANNIFIN CORP, COMMON STOCK, NO PAR				86 300				
CUSIP 701094104	1,120 000 United States	0 00		96,656 00	65,551 81	31,104 19	0 00	31,104 19
PEPSICO INC COM				65 330				
CUSIP 713448108	1,960 000 United States	940 80		128,046 80	122,087 82	5,958 98	0 00	5,958 98
PEPSICO INC COM				65 330				
CUSIP 713448108	1,990 000 United States	955 20		130,006 70	125,003 52	5,003 18	0 00	5,003 18
Pfizer Inc COM STK \$11 1/9 PAR				17 510				
CUSIP 717081103	7,450 000 United States	0 00		130,449 50	111,973 50	18,476 00	0 00	18,476 00
PNC FINANCIAL SERVICES GROUP COM STK				60 720				
CUSIP 693475105	1,510 000 United States	0 00		91,687 20	87,810 03	3,877 17	0 00	3,877 17
PRECISION CASTPARTS CORP COM				139 210				
CUSIP 740189105	449 000 United States	13 47		62,505 29	54,458 70	8,046 59	0 00	8,046 59
PRICELINE COM INC COM NEW STK				399 550				
CUSIP 741503403	46 000 United States	0 00		18,379 30	18,177 30	202 00	0 00	202 00
PROCTER & GAMBLE COM NPV				64 330				
CUSIP 742718109	2,150 000 United States	0 00		138,309 50	130,376 00	7,933 50	0 00	7,933 50
PRUDENTIAL FINL INC COM				58 710				
CUSIP 744320102	1,510 000 United States	0 00		88,652 10	80,618 90	8,033 20	0 00	8,033 20
QUALCOMM INC COM				49 490				
CUSIP 747525103	2,845 000 United States	0 00		140,799 05	121,447 62	19,351 43	0 00	19,351 43
QUEST DIAGNOSTICS INC COM				53 970				
CUSIP 74834L100	1,370 000 United States	0 00		73,938 90	69,229 83	4,709 07	0 00	4,709 07
RAYTHEON CO USD0 01				46 340				
CUSIP 755111507	1,430 000 United States	0 00		66,266 20	73,889 92	-7,623 72	0 00	-7,623 72
RED HAT INC COM				45 650				
CUSIP 756577102	1,360 000 United States	0 00		62,084 00	41,735 83	20,348 17	0 00	20,348 17
RIVERBED TECHNOLOGY INC COM				35 170				
CUSIP 768573107	1,885 000 United States	0 00		66,295 45	50,505 01	15,790 44	0 00	15,790 44
ROCKWELL COLLINS INC COM				58 260				
CUSIP 774341101	985 000 United States	0 00		57,386 10	59,751 66	-2,365 56	0 00	-2,365 56
SALESFORCE COM INC COM STK				132 000				
CUSIP 79466L302	760 000 United States	0 00		100,320 00	52,953 19	47,366 81	0 00	47,366 81
SCHLUMBERGER LTD COM COM				83 500				
CUSIP 806857108	2,210 000 United States	464 10		184,535 00	132,881 95	51,653 05	0 00	51,653 05

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Common Stock									
STARBUCKS CORP COM				32 130					
CUSIP 855244109		3,255,000 United States	0.00	104,583.15	81,595.92	22,987.23	0.00	22,987.23	
SUNCOR ENERGY INC NEW COM STK				38 290					
CUSIP 867224107		1,755,000 Canada	0.00	67,198.95	59,725.45	7,473.50	0.00	7,473.50	
SUSCO CORP , COMMON STOCK, \$1 PAR				29 400					
CUSIP 871829107		2,995,000 United States	0.00	89,053.00	85,732.77	2,320.23	0.00	2,320.23	
SUSCO CORP , COMMON STOCK, \$1 PAR				29 400					
CUSIP 871829107		3,345,000 United States	0.00	98,343.00	85,677.63	12,665.37	0.00	12,665.37	
TALISMAN ENERGY INC COM				22 190					
CUSIP 87425E103		3,815,000 Canada	0.00	84,654.85	42,433.87	42,220.98	0.00	42,220.98	
TERADATA CORP DEL COM STK				41.160					
CUSIP 88076W103		1,960,000 United States	0.00	80,673.60	76,839.27	3,834.33	0.00	3,834.33	
TIFFANY & CO COMMON STOCK				62 270					
CUSIP 886547108		2,060,000 United States	515.00	128,276.20	98,770.88	29,505.32	0.00	29,505.32	
TRAVELERS COS INC COM STK				55 710					
CUSIP 89417E109		1,970,000 United States	0.00	109,748.70	94,461.50	15,287.20	0.00	15,287.20	
UNITED TECHNOLOGIES CORP COM				78 720					
CUSIP 913017109		1,125,000 United States	0.00	88,560.00	77,081.85	11,478.15	0.00	11,478.15	
UNITED TECHNOLOGIES CORP COM				78 720					
CUSIP 913017109		2,120,000 United States	0.00	166,886.40	138,478.40	28,408.00	0.00	28,408.00	
UNITEDHEALTH GROUP INC COM				36 110					
CUSIP 91324P102		2,470,000 United States	0.00	89,191.70	70,592.60	18,599.10	0.00	18,599.10	
US BANCORP				26 970					
CUSIP 902973304		3,560,000 United States	178.00	96,013.20	84,712.34	11,300.86	0.00	11,300.86	
WAL-MART STORES, INC COMMON STOCK, \$10				53 930					
PAR									
CUSIP 931142103		1,620,000 United States	490.05	87,366.60	81,567.00	5,799.60	0.00	5,799.60	
WALT DISNEY CO				37 510					
CUSIP 254667106		3,175,000 United States	1,270.00	119,094.25	96,274.23	22,820.02	0.00	22,820.02	
WELLS FARGO & CO NEW COM STK				30 990					
CUSIP 949746101		3,215,000 United States	0.00	99,632.85	88,903.16	10,729.69	0.00	10,729.69	
WHOLE FOODS MKT INC COM				50 590					
CUSIP 966837106		1,905,000 United States	0.00	96,373.95	69,870.22	26,503.73	0.00	26,503.73	
Total Common Stock			31,116.95	20,903,857.78	16,207,298.91	4,696,558.87	0.00	4,696,558.87	

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Asset ID	Shares/Par Risk Name			Market Value	Cost	Income/Expense		- Market	- Translation	- Total			
Fixed Income													
Government Agencies													
MFO DREYFUS EMERGING MARKETS DEBT				14,460									
LOCAL CURRENCY FUND-I				525,026.11	514,497.97	0.00		10,528.14	0.00	10,528.14			
CUSIP 261980494	36,308,860 United States			10,270									
MFO EATON VANCE MUTUAL FDS TRUST GLOBAL													
MACRO ABSOLUTE RETURN FD CL I				709,357.73	717,528.39	2,874.59		-8,170.66	0.00	-8,170.66			
CUSIP 277923728	69,070,860 United States			11,250									
MFO JPMORGAN TR I INTL CURRENCY INCOME													
FD SELECT CL													
CUSIP 4812A3296	46,273,200 United States			520,573.50	504,369.58	37.02		16,203.92	0.00	16,203.92			
MFO RIDGEWORTH FDS INTERMEDIATE BD FD				10,380									
CL I													
CUSIP 76628T702	311,203,590 United States			3,230,293.26	3,218,250.03	7,173.80		12,043.23	0.00	12,043.23			
MFO TEMPLETON INCOME TR GLOBAL BD FD				13,560									
ADVISOR CL													
CUSIP 880208400	81,778,950 International			1,108,922.56	1,085,670.56	0.00		23,252.00	0.00	23,252.00			
Total Government Agencies													
				10,085.41	6,040,316.53	53,856.63		53,856.63	0.00	53,856.63			
Corporate Bonds													
MFO EATON VANCE MUTUAL FDS TR FLOATING				8,960									
RATE-I													
CUSIP 277911491	119,344,640 United States			1,069,327.97	1,039,891.13	3,688.94		29,436.84	0.00	29,436.84			
MFO JPMORGAN TR II HIGH YIELD FD CL R6				8,150									
CUSIP 4812C0126	139,949,290 United States			1,140,586.71	1,085,378.90	7,921.70		55,207.81	0.00	55,207.81			
MFO PIMCO LOW DURATION OPEN END FUND				10,390									
CUSIP 693303034	321,349,200 United States			3,338,818.18	3,099,930.31	7,908.11		238,887.87	0.00	238,887.87			
Total Corporate Bonds													
				19,519.75	5,225,200.34	323,532.52		323,532.52	0.00	323,532.52			
Other Fixed Income													
MFO JPMORGAN TR I STRATEGIC INCOME				11,830									
OPPTYS FD SELECT CL													
CUSIP 4812A4351	88,558,230 United States			1,047,643.86	1,029,234.22	3,002.35		18,409.64	0.00	18,409.64			
Total Other Fixed Income													
				3,002.35	1,047,643.86	18,409.64		18,409.64	0.00	18,409.64			
Total Fixed Income													
				32,607.51	12,284,751.09	395,798.79		395,798.79	0.00	395,798.79			

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Hedge Fund							
Hedge Fund of Funds							
CF BLACKSTONE PARTNERS OFFSHORE LTD FD							
CUSIP 452999GH2	4,000,000 International		0.00		1,046,420	4,000,000.00	185,680.00
CF SILVER CREEK LOW VOL SRAT II LTD LV12CL					131,430		
A1 SER 0704 FUND							
CUSIP 112999JO6	4,090,600 International		0.00		537,627.55	552,252.60	-14,625.05
CF SILVER CREEK LOW VOL SRAT II LTD LV12CL					131,430		
A1 SER 0708 (ONLY QEII) FUND							
CUSIP 528999EE1	14,263,110 International		0.00		1,874,600.54	2,000,000.00	-125,399.46
CF SILVER CREEK LOW VOL STRATEGIES II LTD					52,620		
LV12 CL S SER A1_0807B SIDEPOCKET FU							
CUSIP 112999AD9	832,690 United States		0.00		43,816.14	70,291.11	-26,474.97
CF SILVER CREEK LOW VOL STRATEGIES II LTD					0.000		
LV12 CL S SER A1_0707B SIDEPOCKET FD							
CUSIP 827599AE1	78,890 United States		0.00		7,564.54	7,564.54	-7,564.54
CF SILVER CREEK LOW VOL STRATGS II LTD					6,640		
LV12 CL S SER A-1_0807A SIDE POCKET FUND							
CUSIP 112999AA5	564,090 United States		0.00		3,745.55	53,627.19	-49,881.64
CF SILVER CREEK LOW VOL STRATGS II LTD LV12					92,240		
CL S SER A-1_0707A SIDE POCKET FD							
CUSIP 827599AD3	236,420 United States		0.00		21,807.38	22,680.62	-873.24
CF SILVER CREEK LV12 CL S SER A1_0908A FUND					54,400		
CUSIP 528999DD4	1,018,180 United States		0.00		55,388.99	106,259.04	-50,870.05
CF SILVER CREEK LV12 CL S SER A1_0908B FUND					68,570		
CUSIP 528999EF8	81,960 United States		0.00		5,621.36	8,555.58	-2,934.22
CF SILVER CREEK LV12 CL S SER A1_0908C FUND					96,700		
CUSIP 528999004							
CF SILVER CREEK LV12 CL S SER A1_0308(FOR					111,643.05	120,880.20	-9,237.15
QE II ONLY) FUND					18,140		
CUSIP 308999RT0	729,180 United States		0.00		13,227.32	69,221.20	-55,993.88
Total Hedge Fund of Funds							
			0.00		6,853,157.88	7,011,332.08	-158,174.20
Total Hedge Fund							
			0.00		6,853,157.88	7,011,332.08	-158,174.20

^ Complete cost information not available.

*Generated by Northern Trust on 26 Jul 11



Northern Trust

Portfolio Value

As of 31 DEC 10

Consolidation Name

M&M ARISON FAMILY
FOUNDATION

Page 1 of 1

Security Description Long			Market Price Local				
Asset ID	Country of Shares/Par Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Venture Capital and Partnerships							
Partnerships							
APAX EUROPE VII-B			1 013				
SEDOL 676852U	909,120 140 Europe Region	0 00	1,235,514 04	1,284,884 35	15 883 86	-65,254 17	-49,370 31
GUGGENHEIM PLUS II, LP			894,153 000				
CUSIP 000473801	1,499,500 000 United States	0 00	894,153 00	1,499,500 00	-605,347 00	0 00	-605,347 00
Total Partnerships		0 00	2,129,667 04	2,784,384 35	-589,463 14	-65,254 17	-654,717 31
Total Venture Capital and Partnerships							
		0 00	2,129,667 04	2,784,384 35	-589,463 14	-65,254 17	-654,717 31

^ Complete cost information not available.

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Portfolio Value

As of 31 DEC 10

Consolidation Name

M&M ARISON FAMILY
FOUNDATION

Page 1 of 1

Security Description Long		Country of		Market Price Local		Unrealized Gain/Loss		Unrealized Gain/Loss	
Asset ID	Shares/Par Risk Name	Income/Expense	Accrued	Market Value	Cost	- Market	- Translation	- Total	
Real Estate									
Real Estate									
GUGGENHEIM REIT FUND				545 000					
CUSIP 9951AR997	335 000 Unknown	0.00		545 00	335 00	210 00	0 00	210 00	
Total Real Estate		0.00		545 00	335 00	210 00	0 00	210 00	
Total Real Estate		0.00		545.00	335.00	210.00	0.00	210.00	

^ Complete cost information not available.

*Generated by Northern Trust on 26 Jul 11

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITIES	16,207,299.	20,903,858.
TOTALS	<u>16,207,299.</u>	<u>20,903,858.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS	5,225,200.	5,548,733.
GOVERNMENT AGENCIES	6,040,317.	6,094,173.
OTHER FIXED INCOME	1,029,234.	1,047,644.
TOTALS	<u>12,294,751.</u>	<u>12,690,550.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HEDGE FUNDS REAL ESTATE	9,795,716. 335.	8,982,825. 545.
TOTALS	<u>9,796,051.</u>	<u>8,983,370.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK/TAX DIFFERENCE	460,574.
TOTAL	<u>460,574.</u>

MICKY AND MADELEINE ARISON FAMILY FOUNDATION

20-4822537

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES M. DUBIN 1285 AVENUE OF THE AMERICAS 24TH FLOOR NEW YORK, NY 10019	TRUSTEE 5.00	0.	0.	0.
JOHN J. O'NEIL 1285 AVENUE OF THE AMERICAS 32ND FLOOR NEW YORK, NY 10019	TRUSTEE 5.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SUSAN G. KOMEN BREAST CANCER FOUNDATION 5005 LBJ FREEMWAY, SUITE 250 DALLAS, TX 75244	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
AMERICAN CANCER SOCIETY 8095 NW 12TH STREET, SUITE 200 DORAL, FL 33126	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
WOMEN OF TOMORROW MENTOR AND SCHOLARSHIP PROGRAM 22 EAST FLAGLER STREET, 6TH FLOOR MIAMI, FL 33131	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
AMERICAN HEART ASSOCIATION 2600 SW 3RD AVE #900 MIAMI, FL 33129	NONE	PUBLIC CHARITY	GENERAL FUND	75,000
BIG BROTHERS/BIG SISTERS INTERNATIONAL PLAZA 701 SW 27 AVE #800 MIAMI, FL 33135-3026	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
BOYS & GIRLS CLUB P O BOX 330219 MIAMI, FL 33233-0219	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S BEREAVEMENT CENTER 7600 S. RED ROAD, SUITE 307 MIAMI, FL 33143	NONE PUBLIC CHARITY	GENERAL FUND	5,000
DIABETES RESEARCH INSTITUTE 200 SOUTH PARK ROAD #100 HOLLYWOOD, FL 33021	NONE PUBLIC CHARITY	GENERAL FUND	10,000.
FAIRCHILD TROPICAL GARDENS 10901 OLD CUTLER ROAD CORAL GABLES, FL 33156-4296	NONE PUBLIC CHARITY	GENERAL FUND	10,000.
MIAMI LIGHTHOUSE FOR THE BLIND 601 SW 8TH AVENUE MIAMI, FL 33130	NONE PUBLIC CHARITY	GENERAL FUND	10,000.
MUSEUM OF CONTEMPORARY ART JOAN LEHMAN BUILDING 700 N E. 125 STREET NORTH MIAMI, FL 33161	NONE PUBLIC CHARITY	GENERAL FUND	100,000.
SAVE VENICE, INC. 1104 LEXINGTON AVENUE, 4C NEW YORK, NY 10075	NONE PUBLIC CHARITY	GENERAL FUND	50,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST. JUDES CHILDREN'S HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105-1942	NONE PUBLIC CHARITY	GENERAL FUND	25,000.
VOICES FOR CHILDREN FOUNDATION 1500 NW 12 AVE #1117 MIAMI, FL 33136	NONE PUBLIC CHARITY	GENERAL FUND	50,000
MIAMI ART MUSEUM 101 WEST FLAGLER STREET MIAMI, FL 33130	NONE PUBLIC CHARITY	GENERAL FUND	200,000
BAPTIST HEALTH SOUTH FLORIDA FOUNDATION 8900 NORTH KENDALL DRIVE MIAMI, FL 33176	NONE PUBLIC CHARITY	GENERAL FUND	25,000.
MIAMI CHILDREN'S MUSEUM 980 MACARTHUR CAUSEWAY MIAMI, FL 33132	NONE PUBLIC CHARITY	GENERAL FUND	10,000
MUSICIANS ON CALL, INC 1133 BROADWAY SUITE 630 NEW YORK, NY 10010	NONE PUBLIC CHARITY	GENERAL FUND	5,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
NEW WORLD SYMPHONY 541 LINCOLN ROAD MIAMI BEACH, FL 33139	NONE	PUBLIC CHARITY	BUILDING CAMPAIGN	500,000.
PROJECT MEDISHARE 8260 NE 2ND AVENUE, SUITE B MIAMI, FL 33138	NONE	PUBLIC CHARITY	GENERAL FUND	500,000.
THE EVERGLADES FOUNDATION 18001 OLD CUTLER ROAD, SUITE 625 PALMETTO BAY, FL 33157	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
THE JEWISH GUILD FOR THE BLIND 15 WEST 65TH STREET NEW YORK, NY 10023-6601	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
UNITED WAY OF MIAMI-DADE 3250 SW 3RD AVENUE MIAMI, FL 33129-2172	NONE	PUBLIC CHARITY	GENERAL FUND	200,000
UNIV. OF MIAMI - SYLVESTER COMPRE CANCER CENTER 1600 NW 10TH AVENUE, RMSB 1140 (R-699) MIAMI, FL 33136	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
TOTAL CONTRIBUTIONS PAID				<u>1,950,000.</u>

ATTACHMENT 1

[illegible]

2010 Tax Information Statement

Page 6 of 29
 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2010 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
1025.0000	031162100	AMGEN INC	VARIOUS	01/04/2010	59,101.71	62,236.91	-3,135.20	0.00
325.0000	469814107	JACOBS ENGR GROUP INC	02/10/2009	01/04/2010	12,408.99	13,463.65	-1,054.66	0.00
1625.0000	126650100	CVS CORP	VARIOUS	01/08/2010	55,622.32	52,916.48	2,705.84	0.00
3400.0000	00507V109	ACTIVISION BLIZZARD INC COM STK	VARIOUS	01/21/2010	35,882.46	40,438.90	-4,556.44	0.00
310.0000	760975102	RESEARCH IN MOTION LTD	VARIOUS	01/29/2010	20,224.80	22,566.96	-2,342.16	0.00
215.0000	35671D857	FREEPORT MCMORAN C & G CL B COM STK	VARIOUS	02/01/2010	15,316.56	8,772.39	6,544.17	0.00
3180.0000	000375204	ABB LTD SPONSORED ADR	VARIOUS	02/09/2010	57,337.21	60,075.07	-2,737.86	0.00
855.0000	747525103	QUALCOMM INC	VARIOUS	02/09/2010	32,515.16	40,922.46	-8,407.30	0.00
1560.0000	46625H100	J P MORGAN CHASE & CO	VARIOUS	02/16/2010	62,423.56	39,955.05	22,468.51	0.00
205.0000	071813109	BAXTER INTL INC	03/10/2009	02/17/2010	11,800.70	10,459.08	1,341.62	0.00
295.0000	931142103	WAL MART STORES INC	04/09/2009	02/18/2010	15,688.08	14,893.81	794.27	0.00
90.0000	12572Q105	CME GROUP INC	VARIOUS	02/23/2010	24,976.33	24,784.24	192.09	0.00
105.0000	12572Q105	CME GROUP INC	VARIOUS	02/24/2010	29,857.90	24,276.60	5,581.30	0.00
70.0000	931142103	WAL MART STORES INC	04/09/2009	03/09/2010	3,799.55	3,534.13	265.42	0.00
77.0000	037833100	APPLE COMPUTER INC	VARIOUS	03/12/2010	17,398.32	11,579.44	5,818.88	0.00
62.0000	037833100	APPLE COMPUTER INC	06/23/2009	03/26/2010	14,261.72	8,284.98	5,976.74	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Page 7 of 28
 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1435.0000	345838106	FOREST LABS INC	VARIOUS	04/08/2010	41,589.62	45,719.90	-4,130.28	0.00
50.0000	760975102	RESEARCH IN MOTION LTD	VARIOUS	04/09/2010	3,506.69	3,514.92	-8.23	0.00
640.0000	704549104	PEABODY ENERGY CORP COM	10/22/2009	04/12/2010	30,839.22	27,826.69	3,012.53	0.00
80.0000	61166W101	MONSANTO CO COM	VARIOUS	04/13/2010	5,406.49	7,291.92	-1,885.43	0.00
451.0000	38141G104	GOLDMAN SACHS GROUP INC	VARIOUS	04/19/2010	72,149.17	73,401.72	-1,252.55	0.00
76.0000	09247X101	BLACKROCK INC CL A	04/01/2010	04/23/2010	15,999.84	15,806.62	193.22	0.00
290.0000	61166W101	MONSANTO CO COM	VARIOUS	04/26/2010	18,995.08	24,540.45	-5,545.37	0.00
200.0000	91324P102	UNITEDHEALTH GROUP INC	07/24/2009	04/27/2010	6,047.46	5,487.50	559.96	0.00
483.0000	58155Q103	MCKESSON HBOC INC	VARIOUS	05/07/2010	31,257.93	30,467.91	790.02	0.00
477.0000	58155Q103	MCKESSON HBOC INC	VARIOUS	05/10/2010	31,459.19	29,111.94	2,347.25	0.00
590.0000	054303102	AVON PRODS INC	VARIOUS	05/13/2010	17,010.35	18,322.15	-1,311.80	0.00
1225.0000	500255104	KOHL'S CORP	VARIOUS	05/21/2010	63,176.10	65,742.03	-2,565.93	0.00
13.0000	09247X101	BLACKROCK INC CL A	04/01/2010	06/08/2010	1,989.61	2,703.76	-714.15	0.00
76.0000	57636Q104	MASTERCARD INC CL A	08/04/2009	06/24/2010	16,407.06	15,290.05	1,117.01	0.00
235.0000	31428X106	FEDEX CORP	VARIOUS	07/01/2010	16,568.75	20,708.14	-4,139.39	0.00
385.0000	747525103	QUALCOMM INC	08/24/2009	07/01/2010	12,407.11	18,270.67	-5,863.56	0.00
325.0000	428236103	HEWLETT PACKARD CO COM	11/18/2009	07/07/2010	14,613.99	16,436.94	-1,822.95	0.00
425.0000	G1151C101	ACCENTURE PLC SHS CL A NEW	04/14/2010	07/20/2010	16,288.70	18,349.84	-2,061.14	0.00
255.0000	478160104	JOHNSON & JOHNSON	12/01/2009	07/23/2010	14,609.11	16,180.01	-1,570.90	0.00
10.0000	G1151C101	ACCENTURE PLC SHS CL A NEW	04/14/2010	07/23/2010	399.86	431.76	-31.90	0.00

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2010 Tax Information Statement

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Ref: PMM

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2 ALHAMBRA PLZ. STE. 1040
CORAL GABLES, FL 33134-5249

Account Number: 26-56127

Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
130.0000	156782104	CERNER CORP	04/14/2010	07/29/2010	9,934.47	11,484.81	-1,550.34	0.00
715.0000	820280105	SHAW GROUP INC	VARIOUS	08/02/2010	23,699.63	25,182.53	-1,482.90	0.00
590.0000	58405U102	MEDCO HEALTH SOLUTIONS INC	VARIOUS	08/03/2010	27,942.87	37,830.58	-9,887.71	0.00
1360.0000	585055106	MEDTRONIC INC	VARIOUS	08/05/2010	51,407.13	59,300.46	-7,893.33	0.00
255.0000	G2554F105	COVIDIEN PLC	03/02/2010	08/05/2010	9,707.15	12,733.99	-3,026.84	0.00
575.0000	655664100	NORDSTROM INC	VARIOUS	08/16/2010	17,497.41	22,346.94	-4,849.53	0.00
995.0000	74762E102	QUANTA SERVICES INC	VARIOUS	08/16/2010	18,622.00	20,661.89	-2,039.89	0.00
405.0000	820280105	SHAW GROUP INC	VARIOUS	08/16/2010	12,695.96	14,012.48	-1,316.52	0.00
405.0000	820280105	SHAW GROUP INC	05/21/2010	08/16/2010	12,720.83	13,288.37	-567.54	0.00
490.0000	58405U102	MEDCO HEALTH SOLUTIONS INC	VARIOUS	08/23/2010	22,180.61	29,022.51	-6,841.90	0.00
1137.0000	74762E102	QUANTA SERVICES INC	VARIOUS	08/23/2010	21,364.78	21,863.81	-499.03	0.00
1123.0000	74762E102	QUANTA SERVICES INC	VARIOUS	08/26/2010	20,246.34	20,453.60	-207.26	0.00
465.0000	867224107	SUNCOR ENERGY INC NEW COM STK	04/30/2010	09/01/2010	14,460.47	16,063.66	-1,603.19	0.00
1340.0000	268648102	EMC CORP MASS	VARIOUS	09/07/2010	26,372.22	26,716.47	-344.25	0.00
325.0000	53217V109	LIFE TECHNOLOGIES CORP COM STK	VARIOUS	09/08/2010	14,759.79	16,859.45	-2,099.66	0.00
1180.0000	550021109	LULULEMON ATHLETICA INC COM	VARIOUS	09/10/2010	46,791.86	42,092.79	4,699.07	0.00
420.0000	756577102	RED HAT INC	VARIOUS	09/23/2010	17,013.74	13,789.61	3,224.13	0.00
115.0000	002824100	ABBOTT LABORATORIES	02/17/2010	09/28/2010	6,006.53	6,306.38	-299.85	0.00
70.0000	015351109	ALEXION PHARMACEUTICALS INC COM	04/30/2010	09/28/2010	4,541.60	3,846.85	694.75	0.00
175.0000	023135106	AMAZON COM INC	03/01/2010	09/28/2010	27,808.55	20,976.48	6,832.07	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
210.0000	025816109	AMERICAN EXPRESS CO	04/26/2010	09/28/2010	9,143.99	9,918.15	-774.16	0.00
300.0000	052769106	AUTODESK, INC	05/04/2010	09/28/2010	9,655.76	10,080.00	-424.24	0.00
75.0000	156782104	CERNER CORP	VARIOUS	09/28/2010	6,075.18	5,727.65	347.53	0.00
365.0000	177376100	CITRIX SYS INC	VARIOUS	09/28/2010	25,773.89	21,336.25	4,437.64	0.00
220.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CLA	08/31/2010	09/28/2010	14,275.32	12,745.96	1,529.36	0.00
165.0000	231021106	CUMMINS ENGINE INC	05/04/2010	09/28/2010	14,938.82	11,576.11	3,362.71	0.00
125.0000	244199105	DEERE & CO	08/18/2010	09/28/2010	8,931.78	8,269.91	661.87	0.00
40.0000	25659T107	DOLBY LABORATORIES INC CLA	06/24/2010	09/28/2010	2,402.18	2,633.95	-231.77	0.00
240.0000	268648102	EMC CORP MASS	04/19/2010	09/28/2010	5,106.20	4,604.69	501.51	0.00
100.0000	30231G102	EXXON MOBIL CORP	06/28/2010	09/28/2010	6,191.07	5,885.42	305.65	0.00
50.0000	31428X106	FEDEX CORP	12/17/2009	09/28/2010	4,209.12	4,287.44	-78.32	0.00
100.0000	315616102	F5 NETWORKS INC	VARIOUS	09/28/2010	10,380.28	8,599.63	1,780.65	0.00
170.0000	35671D857	FREEPORT MCMORAN C & G CL B COM STK	07/26/2010	09/28/2010	14,710.17	12,181.20	2,528.97	0.00
35.0000	45865V100	INTERCONTINENTALEXCHANGE INC COM	09/20/2010	09/28/2010	3,684.18	3,676.96	7.22	0.00
15.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	09/28/2010	4,328.86	5,063.99	-735.13	0.00
385.0000	478366107	JOHNSON CONTROLS INC	03/26/2010	09/28/2010	11,689.59	12,634.74	-945.15	0.00
270.0000	48203R104	JUNIPER NETWORKS INC	04/14/2010	09/28/2010	8,383.23	8,468.39	-85.16	0.00
220.0000	485170302	KANSAS CITY SOUTHERN INDS INC NEW	07/13/2010	09/28/2010	8,411.36	8,308.08	103.28	0.00

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2010 Tax Information Statement

Page 10 of 23
 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
50.0000	53217V109	LIFE TECHNOLOGIES CORP COM STK	04/27/2010	09/28/2010	2,389.55	2,578.80	-189.25	0.00
85.0000	580135101	MCDONALDS CORP	08/31/2010	09/28/2010	6,342.97	6,230.04	112.93	0.00
665.0000	64110D104	NETAPP INC COM STK	VARIOUS	09/28/2010	34,006.00	29,179.64	4,826.36	0.00
295.0000	655664100	NORDSTROM INC	05/17/2010	09/28/2010	11,209.84	11,354.81	-144.97	0.00
30.0000	740189105	PRECISION CASTPARTS CORP	08/03/2010	09/28/2010	3,878.69	3,735.33	143.36	0.00
95.0000	756577102	RED HAT INC	04/22/2010	09/28/2010	3,894.48	2,980.17	914.31	0.00
10.0000	79466L302	SALESFORCE COM INC COM STK	06/23/2010	09/28/2010	1,141.56	928.41	213.15	0.00
175.0000	855244109	STARBUCKS CORP	07/13/2010	09/28/2010	4,549.33	4,522.28	27.05	0.00
55.0000	867224107	SUNCOR ENERGY INC NEW COM STK	04/30/2010	09/28/2010	1,726.50	1,900.00	-173.50	0.00
110.0000	871829107	SYSCO CORP	03/05/2010	09/28/2010	3,232.05	3,203.32	28.73	0.00
110.0000	872540109	TJX COS INC NEW	04/14/2010	09/28/2010	4,962.26	5,080.64	-118.38	0.00
40.0000	88579Y101	3M CO	05/26/2010	09/28/2010	3,475.27	3,215.43	259.84	0.00
235.0000	886547108	TIFFANY & CO NEW	04/07/2010	09/28/2010	10,976.35	11,466.83	-490.48	0.00
200.0000	888339207	TITANIUM METALS CORP COM NEW	08/04/2010	09/28/2010	3,987.41	3,992.88	-5.47	0.00
170.0000	966837106	WHOLE FOODS MKT INC	08/04/2010	09/28/2010	6,344.12	6,353.15	-9.03	0.00
88.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	10/14/2010	24,074.74	28,675.16	-4,600.42	0.00
139.0000	315616102	F5 NETWORKS INC	07/16/2010	10/27/2010	15,946.23	10,705.42	5,240.81	0.00
1100.0000	881624209	TEVA PHARMACEUTICALS INDS LTD ADR	10/29/2010	11/01/2010	57,694.68	57,440.79	253.89	0.00
660.0000	88579Y101	3M CO	05/26/2010	11/04/2010	57,569.11	53,054.56	4,514.55	0.00

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2010 Tax Information Statement

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 Recipient's Name and Address: Ref: PMM
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
185.0000	64110D104	NETAPP INC COM STK	08/05/2010	11/17/2010	10,083.87	8,112.25	1,971.62	0.00
375.0000	002824100	ABBOTT LABORATORIES	VARIOUS	11/18/2010	17,744.70	20,488.95	-2,744.25	0.00
72.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	11/18/2010	19,018.03	22,106.14	-3,088.11	0.00
740.0000	31428X106	FEDEX CORP	VARIOUS	11/22/2010	64,501.38	61,851.47	2,649.91	0.00
335.0000	872540109	TJX COS INC NEW	VARIOUS	11/22/2010	15,419.96	15,078.63	341.33	0.00
1315.0000	872540109	TJX COS INC NEW	VARIOUS	12/07/2010	59,165.45	55,562.39	3,603.06	0.00
114.0000	315616102	F5 NETWORKS INC	VARIOUS	12/10/2010	15,962.58	8,453.61	7,508.97	0.00
304.0000	888339207	TITANIUM METALS CORP COM NEW	VARIOUS	12/16/2010	5,238.10	6,068.22	-830.12	0.00
2372.0000	888339207	TITANIUM METALS CORP COM NEW	VARIOUS	12/17/2010	42,015.24	46,154.61	-4,139.37	0.00
430.0000	64110D104	NETAPP INC COM STK	VARIOUS	12/20/2010	23,669.98	16,908.95	6,761.03	0.00
50.0000	002824100	ABBOTT LABORATORIES	02/19/2010	12/29/2010	2,372.55	2,723.07	-350.52	0.00
Total Short Term Sales						1,995,703.20	✓ 10,291.40	0.00
Long Term 15% Sales								
970.0000	469814107	JACOBS ENGR GROUP INC	02/01/2007	01/04/2010	37,036.08	45,155.58	-8,119.50	0.00
820.0000	302571104	FPL GROUP INC	VARIOUS	01/14/2010	41,028.59	29,672.06	11,356.53	0.00
325.0000	742718109	PROCTER & GAMBLE CO	02/01/2007	02/11/2010	20,142.75	21,141.25	-998.50	0.00
755.0000	071813109	BAXTER INTL INC	VARIOUS	02/17/2010	43,461.10	38,759.02	4,702.08	0.00
270.0000	931142103	WAL MART STORES INC	10/09/2008	02/18/2010	14,358.58	13,750.37	608.21	0.00
220.0000	931142103	WAL MART STORES INC	10/15/2008	03/09/2010	11,941.45	11,039.25	902.20	0.00

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2010 Tax Information Statement

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 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
15.0000	037833100	APPLE COMPUTER INC	02/01/2007	03/26/2010	3,450.42	1,283.86	2,166.56	0.00
840.0000	931142103	WAL MART STORES INC	VARIOUS	03/26/2010	46,643.35	41,175.96	5,467.39	0.00
200.0000	H01301102	ALCON INC	02/01/2007	03/26/2010	32,056.13	23,621.74	8,434.39	0.00
187.0000	H01301102	ALCON INC	02/01/2007	03/31/2010	30,158.40	22,086.33	8,072.07	0.00
430.0000	478160104	JOHNSON & JOHNSON	02/01/2007	04/01/2010	28,162.89	28,705.81	-542.92	0.00
193.0000	H01301102	ALCON INC	02/01/2007	04/01/2010	31,141.83	22,794.98	8,346.85	0.00
309.0000	760975102	RESEARCH IN MOTION LTD	VARIOUS	04/09/2010	21,671.35	11,706.97	9,964.38	0.00
306.0000	760975102	RESEARCH IN MOTION LTD	02/23/2009	04/12/2010	21,506.09	11,418.33	10,087.76	0.00
400.0000	375558103	GILEAD SCIENCES INC	02/01/2007	04/13/2010	18,507.53	14,219.28	4,288.25	0.00
285.0000	61166W101	MONSANTO CO COM	VARIOUS	04/13/2010	19,260.59	28,072.67	-8,812.08	0.00
230.0000	H8817H100	TRANSOCEAN LTD	VARIOUS	04/13/2010	19,466.87	20,301.41	-834.54	0.00
763.0000	91324P102	UNITEDHEALTH GROUP INC	02/12/2009	04/14/2010	23,831.98	22,318.13	1,513.85	0.00
101.0000	037833100	APPLE COMPUTER INC	02/01/2007	04/22/2010	26,788.80	8,644.64	18,144.16	0.00
22.0000	38259P508	GOOGLE INC CL A	02/01/2007	04/22/2010	11,983.25	10,766.76	1,216.49	0.00
270.0000	G2554F105	COVIDIEN PLC	08/06/2008	04/22/2010	13,248.71	13,884.04	-635.33	0.00
330.0000	61945A107	MOSAIC CO COM	VARIOUS	04/23/2010	17,679.19	19,541.92	-1,862.73	0.00
280.0000	61166W101	MONSANTO CO COM	11/21/2007	04/26/2010	18,340.08	24,894.32	-6,554.24	0.00
933.0000	91324P102	UNITEDHEALTH GROUP INC	VARIOUS	04/27/2010	28,211.39	23,309.94	4,901.45	0.00
738.0000	H8817H100	TRANSOCEAN LTD	VARIOUS	04/29/2010	58,923.06	55,463.19	3,459.87	0.00
1175.0000	61945A107	MOSAIC CO COM	VARIOUS	05/03/2010	59,849.03	51,537.76	8,311.27	0.00

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2010 Tax Information Statement

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 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ, STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-56127
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
635.0000	00724F101	ADOBE SYS INC	02/01/2007	05/07/2010	20,646.17	24,523.70	-3,877.53	0.00
129.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	03/20/2007	05/07/2010	9,293.26	9,577.41	-284.15	0.00
380.0000	088606108	BHP LTD SPONSORED ADR	VARIOUS	05/10/2010	26,781.49	28,987.89	-2,206.40	0.00
870.0000	594918104	MICROSOFT CORP COM	02/01/2007	05/27/2010	22,588.13	26,682.90	-4,094.77	0.00
60.0000	38259P508	GOOGLE INC CL A	02/01/2007	06/07/2010	29,607.36	29,363.90	243.46	0.00
77.0000	09247X101	BLACKROCK INC CL A	VARIOUS	06/08/2010	11,784.59	11,646.68	137.91	0.00
410.0000	375558103	GILEAD SCIENCES INC	02/01/2007	06/08/2010	13,658.88	14,574.76	-915.88	0.00
945.0000	375558103	GILEAD SCIENCES INC	02/01/2007	06/15/2010	33,057.52	33,593.05	-535.53	0.00
390.0000	594918104	MICROSOFT CORP COM	02/01/2007	06/15/2010	10,362.51	11,961.30	-1,598.79	0.00
680.0000	594918104	MICROSOFT CORP COM	02/01/2007	06/15/2010	17,686.64	20,855.60	-3,168.96	0.00
845.0000	00724F101	ADOBE SYS INC	02/01/2007	06/24/2010	25,828.76	32,633.90	-6,805.14	0.00
1360.0000	17275R102	CISCO SYS INC	02/01/2007	06/24/2010	30,795.59	36,400.40	-5,604.81	0.00
62.0000	38259P508	GOOGLE INC CL A	02/01/2007	06/24/2010	29,581.14	30,342.70	-761.56	0.00
835.0000	68389X105	ORACLE CORPORATION	02/01/2007	06/24/2010	18,682.30	14,403.75	4,278.55	0.00
945.0000	00724F101	ADOBE SYS INC	VARIOUS	07/01/2010	24,955.05	29,906.05	-4,951.00	0.00
80.0000	09247X101	BLACKROCK INC CL A	VARIOUS	07/01/2010	11,252.58	10,463.35	789.23	0.00
290.0000	637071101	NATIONAL-OILWELL INC	02/01/2007	07/01/2010	9,420.49	8,702.32	718.17	0.00
945.0000	68389X105	ORACLE CORPORATION	02/01/2007	07/01/2010	20,266.70	16,301.25	3,965.45	0.00
855.0000	808513105	CHARLES SCHWAB CORP NEW	VARIOUS	07/01/2010	11,789.48	16,124.29	-4,334.81	0.00

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2010 Tax Information Statement

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MICKY & MADELINE ARISON FAMILY FDN
C/O NORMA CASTILLO, AFO, LLC
2 ALHAMBRA PLZ, STE. 1040
CORAL GABLES, FL 33134-5249

26-56127

XX-XXX2537

Account Number:

Recipient's Tax ID Number:

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
135.0000	428236103	HEWLETT PACKARD CO COM	02/01/2007	07/07/2010	6,070.43	5,729.40	341.03	0.00
186.0000	459200101	INTL BUSINESS MACHINES CORP	VARIOUS	07/07/2010	23,618.46	23,376.03	242.43	0.00
3660.0000	808513105	CHARLES SCHWAB CORP NEW	VARIOUS	07/16/2010	55,695.47	63,862.16	-8,166.69	0.00
345.0000	774341101	ROCKWELL COLLINS INC	02/01/2007	07/21/2010	18,689.12	23,621.39	-4,932.27	0.00
1050.0000	478160104	JOHNSON & JOHNSON	02/01/2007	07/23/2010	60,155.17	70,095.59	-9,940.42	0.00
1450.0000	G1151C101	ACCENTURE PLC SHS CL A NEW	02/01/2007	07/23/2010	57,979.59	54,824.50	3,155.09	0.00
93.0000	57636Q104	MASTERCARD INC CL A	VARIOUS	08/03/2010	18,720.24	15,325.42	3,394.82	0.00
175.0000	G2554F105	COVIDIEN PLC	VARIOUS	08/05/2010	6,661.77	8,045.93	-1,384.16	0.00
205.0000	742718109	PROCTER & GAMBLE CO	02/01/2007	08/10/2010	12,499.36	13,335.25	-835.89	0.00
975.0000	742718109	PROCTER & GAMBLE CO	02/01/2007	08/12/2010	58,564.73	63,423.75	-4,859.02	0.00
400.0000	428236103	HEWLETT PACKARD CO COM	02/01/2007	08/16/2010	16,223.97	16,976.00	-752.03	0.00
1125.0000	17275R102	CISCO SYS INC	02/01/2007	08/18/2010	25,233.32	30,110.63	-4,877.31	0.00
750.0000	58405U102	MEDCO HEALTH SOLUTIONS INC	08/05/2009	08/23/2010	33,949.90	39,380.10	-5,430.20	0.00
890.0000	594918104	MICROSOFT CORP COM	02/01/2007	08/23/2010	21,717.86	27,296.30	-5,578.44	0.00
267.0000	09247X101	BLACKROCK INC CL A	VARIOUS	08/30/2010	37,924.01	30,881.88	7,042.13	0.00
980.0000	68389X105	ORACLE CORPORATION	02/01/2007	09/01/2010	21,977.01	16,905.00	5,072.01	0.00
855.0000	68389X105	ORACLE CORPORATION	02/01/2007	09/07/2010	20,974.16	14,748.75	6,225.41	0.00
945.0000	17275R102	CISCO SYS INC	02/01/2007	09/08/2010	19,578.75	25,292.92	-5,714.17	0.00
50.0000	38259P508	GOOGLE INC CL A	02/01/2007	09/08/2010	23,423.42	24,469.92	-1,046.50	0.00

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2010 Tax Information Statement

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 Recipient's Name and Address:
 MICKY & MADELINE ARISON FAMILY FDN
 C/O NORMA CASTILLO, AFO, LLC
 2 ALHAMBRA PLZ. STE. 1040
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THE NORTHERN TRUST COMPANY
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
80.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	03/20/2007	09/28/2010	6,687.43	5,939.48	747.95	0.00
70.0000	037411105	APACHE CORP	02/01/2007	09/28/2010	6,766.97	4,962.30	1,804.67	0.00
150.0000	037833100	APPLE COMPUTER INC	02/01/2007	09/28/2010	43,093.28	12,838.57	30,254.71	0.00
140.0000	054303102	AVON PRODS INC	07/24/2009	09/28/2010	4,582.16	4,145.27	436.89	0.00
115.0000	088606108	BHP LTD SPONSORED ADR	VARIOUS	09/28/2010	8,795.10	8,570.42	224.68	0.00
180.0000	097023105	BOEING CO	02/01/2007	09/28/2010	11,569.66	16,471.93	-4,902.27	0.00
15.0000	151020104	CELGENE CORP	05/20/2008	09/28/2010	869.34	876.11	-6.77	0.00
430.0000	17275R102	CISCO SYS INC	02/01/2007	09/28/2010	9,399.68	11,508.95	-2,109.27	0.00
75.0000	22160K105	COSTCO WHSL CORP NEW	07/25/2008	09/28/2010	4,848.80	4,681.79	167.01	0.00
345.0000	235851102	DANAHER CORP	02/01/2007	09/28/2010	14,201.31	12,763.28	1,438.03	0.00
45.0000	254687106	WALT DISNEY CO	02/01/2007	09/28/2010	1,488.12	1,557.35	-69.23	0.00
105.0000	278865100	ECOLAB INC	02/01/2007	09/28/2010	5,295.72	4,647.30	648.42	0.00
15.0000	38259P508	GOOGLE INC CL A	02/01/2007	09/28/2010	7,878.34	7,340.98	537.36	0.00
95.0000	428236103	HEWLETT PACKARD CO COM	02/01/2007	09/28/2010	3,945.22	4,031.80	-86.58	0.00
60.0000	459200101	INTL BUSINESS MACHINES CORP	08/12/2008	09/28/2010	8,093.34	7,509.71	583.63	0.00
25.0000	57636Q104	MASTERCARD INC CL A	03/18/2009	09/28/2010	5,560.94	4,016.98	1,543.96	0.00
115.0000	594918104	MICROSOFT CORP COM	02/01/2007	09/28/2010	2,817.88	3,527.05	-709.17	0.00
125.0000	637071101	NATIONAL-OILWELL INC	02/01/2007	09/28/2010	5,517.40	3,751.00	1,766.40	0.00
245.0000	654106103	NIKE INC CLASS B	02/01/2007	09/28/2010	19,675.03	12,257.35	7,417.68	0.00

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260.0000	68389X105	ORACLE CORPORATION	02/01/2007	09/28/2010	7,048.48	4,485.00	2,563.48	0.00
145.0000	713448108	PEPSICO INC	02/01/2007	09/28/2010	9,669.18	9,448.20	220.98	0.00
185.0000	747525103	QUALCOMM INC	VARIOUS	09/28/2010	8,128.96	8,690.47	-561.51	0.00
65.0000	774341101	ROCKWELL COLLINS INC	02/01/2007	09/28/2010	3,748.40	4,450.41	-702.01	0.00
135.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	02/01/2007	09/28/2010	8,103.37	8,625.15	-521.78	0.00
450.0000	87425E103	TALISMAN ENERGY INC	VARIOUS	09/28/2010	7,478.87	3,924.71	3,554.16	0.00
75.0000	913017109	UNITED TECHNOLOGIES CORP	02/01/2007	09/28/2010	5,347.61	5,138.79	208.82	0.00
115.0000	G2554F105	COVIDIEN PLC	10/15/2008	09/28/2010	4,611.66	5,101.77	-490.11	0.00
240.0000	22160K105	COSTCO WHSL CORP NEW	VARIOUS	10/07/2010	15,601.90	11,543.98	4,057.92	0.00
1300.0000	428236103	HEWLETT PACKARD CO COM	02/01/2007	10/13/2010	54,565.54	55,172.00	-606.46	0.00
905.0000	054303102	AVON PRODS INC	VARIOUS	11/05/2010	26,706.91	24,486.53	2,220.38	0.00
1060.0000	054303102	AVON PRODS INC	VARIOUS	11/18/2010	31,126.16	27,625.75	3,500.41	0.00
745.0000	17275R102	CISCO SYS INC	02/01/2007	11/18/2010	14,554.89	19,939.93	-5,385.04	0.00
275.0000	002824100	ABBOTT LABORATORIES	02/01/2007	12/29/2010	13,049.03	14,470.50	-1,421.47	0.00
Total Long Term 15% Sales						1,997,371.55	✓ 72,859.05	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Page 4 of 13
 Recipient's Name and Address:
 MICKY & MADELEINE ARISON FAMILY
 C/O NORMA CASTILLO, AFO LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-91720
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2010 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax	
								Withheld	
Short Term Sales									
765.0000	867914103	SUNTRUST BANKS INC	05/25/2010	07/21/2010	17,172.95	19,239.75	-2,066.80	0.00	0.00
80.0000	867914103	SUNTRUST BANKS INC	05/25/2010	07/23/2010	1,981.26	2,012.00	-30.74	0.00	0.00
1105.0000	020002101	ALLSTATE CORP	05/25/2010	08/06/2010	31,895.83	32,188.87	-293.04	0.00	0.00
445.0000	020002101	ALLSTATE CORP	05/25/2010	08/09/2010	13,057.85	12,962.94	94.91	0.00	0.00
265.0000	037411105	APACHE CORP	05/25/2010	08/12/2010	24,638.27	22,795.11	1,843.16	0.00	0.00
1255.0000	24702R101	DELL INC	05/25/2010	08/24/2010	14,446.56	16,603.65	-2,157.09	0.00	0.00
150.0000	037411105	APACHE CORP	05/25/2010	09/15/2010	14,066.61	12,902.90	1,163.71	0.00	0.00
120.0000	674599105	OCCIDENTAL PETROLEUM CORP	05/25/2010	09/15/2010	9,358.33	9,214.55	143.78	0.00	0.00
2645.0000	24702R101	DELL INC	05/25/2010	09/23/2010	32,218.20	34,993.35	-2,775.15	0.00	0.00
1240.0000	24702R101	DELL INC	05/25/2010	09/23/2010	15,170.64	16,405.20	-1,234.56	0.00	0.00
430.0000	002824100	ABBOTT LABORATORIES	05/25/2010	09/29/2010	22,547.01	20,009.96	2,537.05	0.00	0.00
305.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	06/17/2010	09/29/2010	25,325.76	21,460.07	3,865.69	0.00	0.00
10.0000	018581108	ALLIANCE DATA SYSTEMS CORP	05/25/2010	09/29/2010	664.49	677.86	-13.37	0.00	0.00
45.0000	031162100	AMGEN INC	08/04/2010	09/29/2010	2,449.31	2,482.25	-32.94	0.00	0.00
535.0000	032511107	ANADARKO PETROLEUM CORP	VARIOUS	09/29/2010	30,795.00	28,194.11	2,600.89	0.00	0.00
210.0000	037411105	APACHE CORP	05/25/2010	09/29/2010	20,550.33	18,064.05	2,486.28	0.00	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

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Ref: PMM

Account Number: 26-91720
Recipient's Tax ID Number: XX-XXX2537

Recipient's Name and Address:
MICKY & MADELEINE ARISON FAMILY
C/O NORMA CASTILLO, AFO LLC
2 ALHAMBRA PLZ. STE. 1040
CORAL GABLES, FL 33134-5249

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
35.0000	064058100	BANK NEW YORK MELLON CORP COM STK	05/25/2010	09/29/2010	902.81	927.85	-25.04	0.00
300.0000	071813109	BAXTER INTL INC	05/25/2010	09/29/2010	14,304.90	12,406.56	1,898.34	0.00
135.0000	171232101	CHUBB CORP COM	08/09/2010	09/29/2010	7,689.98	7,302.79	387.19	0.00
150.0000	17275R102	CISCO SYS INC	05/25/2010	09/29/2010	3,252.69	3,436.50	-183.81	0.00
310.0000	25179M103	DEVON ENERGY CORP NEW	05/25/2010	09/29/2010	20,072.50	18,463.63	1,608.87	0.00
470.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	09/29/2010	20,569.95	18,103.74	2,466.21	0.00
410.0000	260003108	DOVER CORP	05/25/2010	09/29/2010	21,068.35	17,642.26	3,426.09	0.00
295.0000	30231G102	EXXON MOBIL CORP	05/25/2010	09/29/2010	18,183.52	17,387.30	796.22	0.00
145.0000	343412102	FLUOR CORP	05/25/2010	09/29/2010	7,279.63	6,415.55	864.08	0.00
215.0000	370334104	GENERAL MILLS INC	05/25/2010	09/29/2010	7,910.37	7,551.88	358.49	0.00
200.0000	452308109	ILLINOIS TOOL WORKS INC COM	05/25/2010	09/29/2010	9,353.50	8,857.56	495.94	0.00
215.0000	46625H100	J P MORGAN CHASE & CO	05/25/2010	09/29/2010	8,293.49	8,191.50	101.99	0.00
155.0000	478160104	JOHNSON & JOHNSON	05/25/2010	09/29/2010	9,639.31	9,250.40	388.91	0.00
810.0000	482480100	KLA-TENCOR CORP	05/25/2010	09/29/2010	28,299.62	23,433.30	4,866.32	0.00
155.0000	494368103	KIMBERLY CLARK CORP	05/25/2010	09/29/2010	10,036.10	9,356.51	679.59	0.00
185.0000	535678106	LINEAR TECHNOLOGY	09/23/2010	09/29/2010	5,745.17	5,659.74	85.43	0.00
560.0000	571748102	MARSH & MCLENNAN COS INC	05/25/2010	09/29/2010	13,507.08	11,710.38	1,796.70	0.00
200.0000	580135101	MCDONALDS CORP	05/25/2010	09/29/2010	14,871.87	13,310.00	1,561.87	0.00
125.0000	585055106	MEDTRONIC INC	05/25/2010	09/29/2010	4,159.93	4,960.00	-800.07	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Page 6 of 13

Recipient's Name and Address:

MICKY & MADELEINE ARISON FAMILY
C/O NORMA CASTILLO, AFO LLC
2 ALHAMBRA PLZ. STE. 1040
CORAL GABLES, FL 33134-5249

26-91720

XX-XXX2537

Account Number:

Recipient's Tax ID Number:

☐ Corrected

☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
280.0000	58933Y105	MERCK & CO INC	VARIOUS	09/29/2010	10,332.08	9,956.72	365.36	0.00
15.0000	594918104	MICROSOFT CORP COM	05/25/2010	09/29/2010	367.12	385.65	-18.53	0.00
110.0000	674599105	OCCIDENTAL PETROLEUM CORP	05/25/2010	09/29/2010	8,329.61	8,446.67	-117.06	0.00
305.0000	701094104	PARKER HANNIFIN CORP	05/25/2010	09/29/2010	21,551.49	17,851.16	3,700.33	0.00
220.0000	713448108	PEPSICO INC	05/25/2010	09/29/2010	14,632.41	13,703.73	928.68	0.00
1540.0000	717081103	PFIZER INC	05/25/2010	09/29/2010	26,642.94	23,146.20	3,496.74	0.00
90.0000	742718109	PROCTER & GAMBLE CO	05/25/2010	09/29/2010	5,420.66	5,457.60	-36.94	0.00
180.0000	744320102	PRUDENTIAL FINL INC	05/25/2010	09/29/2010	10,274.14	9,610.20	663.94	0.00
65.0000	748341100	QUEST DIAGNOSTICS INC	05/25/2010	09/29/2010	3,228.75	3,323.79	-95.04	0.00
110.0000	867914103	SUNTRUST BANKS INC	05/25/2010	09/29/2010	2,810.46	2,766.50	43.96	0.00
170.0000	871829107	SYSCO CORP	05/25/2010	09/29/2010	4,952.87	4,866.30	86.57	0.00
165.0000	88579Y101	3M CO	05/25/2010	09/29/2010	14,415.55	12,835.12	1,580.43	0.00
280.0000	89417E109	THE TRAVELERS COMPANIES INC.	05/25/2010	09/29/2010	14,533.85	13,426.00	1,107.85	0.00
310.0000	913017109	UNITED TECHNOLOGIES CORP	05/25/2010	09/29/2010	22,166.30	20,249.20	1,917.10	0.00
685.0000	91324P102	UNITEDHEALTH GROUP INC	05/25/2010	09/29/2010	23,885.48	19,577.30	4,308.18	0.00
180.0000	931142103	WAL MART STORES INC	05/25/2010	09/29/2010	9,611.52	9,063.00	548.52	0.00
70.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	10/15/2010	3,121.32	2,696.30	425.02	0.00
45.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	10/15/2010	2,003.36	1,733.34	270.02	0.00
370.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	10/15/2010	16,482.41	14,251.88	2,230.53	0.00
10.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	10/15/2010	445.72	385.19	60.53	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Page 7 of 13
 Recipient's Name and Address:
 MICKY & MADELEINE ARISON FAMILY
 C/O NORMA CASTILLO, AFO LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Account Number: 26-91720
 Recipient's Tax ID Number: XX-XXX2537

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
120.0000	701094104	PARKER HANNIFIN CORP	05/25/2010	11/05/2010	9,705.43	7,023.41	2,682.02	0.00
105.0000	89417E109	THE TRAVELERS COMPANIES INC.	05/25/2010	11/05/2010	6,025.84	5,034.75	991.09	0.00
125.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	11/17/2010	5,311.62	4,814.83	496.79	0.00
160.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	11/17/2010	6,800.73	6,162.98	637.75	0.00
405.0000	867914103	SUNTRUST BANKS INC	05/25/2010	11/17/2010	9,861.90	10,185.75	-323.85	0.00
435.0000	867914103	SUNTRUST BANKS INC	05/25/2010	11/17/2010	10,507.46	10,940.25	-432.79	0.00
10.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	11/18/2010	425.63	385.19	40.44	0.00
215.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	11/18/2010	9,148.31	8,281.50	866.81	0.00
295.0000	674599105	OCCIDENTAL PETROLEUM CORP	05/25/2010	11/23/2010	26,010.21	22,652.43	3,357.78	0.00
1110.0000	949746101	WELLS FARGO & CO NEW	05/25/2010	12/01/2010	30,370.97	31,224.30	-853.33	0.00
50.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/07/2010	2,000.05	1,446.50	553.55	0.00
5.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/08/2010	200.00	144.65	55.35	0.00
50.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/08/2010	1,997.96	1,446.50	551.46	0.00
45.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	12/09/2010	1,874.88	1,733.34	141.54	0.00
550.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	12/09/2010	22,935.71	21,185.23	1,750.48	0.00
185.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/09/2010	7,394.93	5,352.05	2,042.88	0.00
50.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/09/2010	2,000.97	1,446.50	554.47	0.00
365.0000	494368103	KIMBERLY CLARK CORP	05/25/2010	12/09/2010	22,579.50	22,033.08	546.42	0.00
330.0000	25746U109	DOMINION RES INC VA NEW	05/25/2010	12/10/2010	13,701.21	12,711.13	990.08	0.00
185.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/10/2010	7,313.59	5,352.05	1,961.54	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Page 8 of 13

Account Number: 26-91720
 Recipient's Tax ID Number: XX-XXX2537
 Recipient's Name and Address:
 MICKY & MADELEINE ARISON FAMILY
 C/O NORMA CASTILLO, AFO LLC
 2 ALHAMBRA PLZ. STE. 1040
 CORAL GABLES, FL 33134-5249

Ref: PMM

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
5.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/10/2010	198.66	144.65	54.01	0.00
35.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/13/2010	1,377.59	1,012.55	365.04	0.00
160.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/17/2010	6,390.55	4,628.80	1,761.75	0.00
5.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/20/2010	199.49	144.65	54.84	0.00
5.0000	482480100	KLA-TENCOR CORP	05/25/2010	12/27/2010	199.40	144.65	54.75	0.00
Total Short Term Sales						853,947.64	✓ 67,272.16	0.00

This is important tax information and is being furnished to you.

20-4822537

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Form 4797 (2010)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255
(see instructions)

19	(a) Description of section 1245, 1250, 1252, 1254, or 1255 property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			

These columns relate to the properties on lines 19A through 19D		Property A	Property B	Property C	Property D
20	Gross sales price (Note: See line 1 before completing)	20			
21	Cost or other basis plus expense of sale	21			
22	Depreciation (or depletion) allowed or allowable	22			
23	Adjusted basis Subtract line 22 from line 21	23			
24	Total gain Subtract line 23 from line 20	24			
25	If section 1245 property:				
a	Depreciation allowed or allowable from line 22	25a			
b	Enter the smaller of line 24 or 25a	25b			
26	If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291				
a	Additional depreciation after 1975 (see instructions)	26a			
b	Applicable percentage multiplied by the smaller of line 24 or line 26a (see instructions)	26b			
c	Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e	26c			
d	Additional depreciation after 1969 and before 1976	26d			
e	Enter the smaller of line 26c or 26d	26e			
f	Section 291 amount (corporations only)	26f			
g	Add lines 26b, 26e, and 26f	26g			
27	If section 1252 property. Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership)				
a	Soil, water, and land clearing expenses	27a			
b	Line 27a multiplied by applicable percentage (see instructions)	27b			
c	Enter the smaller of line 24 or 27b	27c			
28	If section 1254 property:				
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion (see instructions)	28a			
b	Enter the smaller of line 24 or 28a	28b			
29	If section 1255 property:				
a	Applicable percentage of payments excluded from income under section 126 (see instructions)	29a			
b	Enter the smaller of line 24 or 29a (see instructions)	29b			

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 36. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less
(see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33
34	Recomputed depreciation (see instructions)	34
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35

Form 4797 (2010)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	MICKY AND MADELEINE ARISON FAMILY FOU	Employer identification number
	C/O RICHARD SKOR, AFO LLC		20-4822537
	Number, street, and room or suite no. If a P.O. box, see instructions	TWO ALHAMBRA PLAZA, SUITE 1040	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	CORAL GABLES, FL 33134	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► RICHARD SKOR; AFO LLC

Telephone No ► 786 270-3701

FAX No ► 786 497-9850

- 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 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 10 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	69,700.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	69,700.
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 \$	NONE

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization	MICKY AND MADELEINE ARISON FAM	Employer identification number	20-4822537
	C/O RICHARD SKOR, AFO LLC			
	Number, street, and room or suite no. If a P.O. box, see instructions TWO ALHAMBRA PLAZA, SUITE 1040			
City, town or post office, state, and ZIP code. For a foreign address, see instructions. CORAL GABLES, FL 33134				

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☒ RICHARD SKOR; AFO LLC
Telephone No. FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/15, 2011
- 5 For calendar year 2010, or other tax year beginning , 20 , and ending , 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension TAXPAYER REQUESTS ADDITIONAL TIME IN ORDER TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	69,700.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	69,700.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete and that I am authorized to prepare this form.

Signature Title Date

Form 8868 (Rev. 1-2011)