Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 07/01 **, 2010, and ending** 06/30 **, 20** 11

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: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

A Employer identification number: 52-1276724

Number and street (or P O box number if mail is not delivered to street address): 11820 PARKLAWN DRIVE, SUITE 200 | Room/suite:

B Telephone number (see page 10 of the instructions): (301) 230-3000

City or town, state, and ZIP code: ROCKVILLE, MD 20852

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,369,964.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)
Revenue	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	87.	87.		ATCH 1
	4	Dividends and interest from securities	46,639.	46,639.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	57,611.			
	b	Gross sales price for all assets on line 6a 876,693.				
	7	Capital gain net income (from Part IV, line 2)		57,611.		
	8	Net short-term capital gain			16,043.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	228.	228.		ATCH 3
	12	**Total.** Add lines 1 through 11	104,565.	104,565.	16,043.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	150.	0.	0.	0.
	b	Accounting fees (attach schedule) ATCH 5	1,600.	0.	0.	0.
	c	Other professional fees (attach schedule) *	17,117.	17,117.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) **	18.	18.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	18,885.	17,135.	0.	0.
	25	Contributions, gifts, grants paid	115,300.			115,300.
	26	**Total expenses and disbursements** Add lines 24 and 25	134,185.	17,135.	0.	115,300.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-29,620.			
	b	**Net investment income** (if negative, enter -0-)		87,430.		
	c	**Adjusted net income** (if negative, enter -0-)			16,043.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	63,434.	33,779.	33,779.
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 8	2,408,035.	2,408,070.	2,336,185.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,471,469.	2,441,849.	2,369,964.
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. ▶ X			
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	2,471,469.	2,441,849.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	2,471,469.	2,441,849.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,471,469.	2,441,849.	

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	2,471,469.
2 Enter amount from Part I, line 27a	2	-29,620.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,441,849.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,441,849.

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	57,611.
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	16,043.

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	77,550.	2,148,402.	0.036097
2008	77,050.	1,978,961.	0.038935
2007	364,823.	3,172,081.	0.115011
2006	51,700.	2,880,074.	0.017951
2005	98,805.	2,478,955.	0.039858

2	**Total** of line 1, column (d)	2	0.247852
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	0.049570
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,270,073.
5	Multiply line 4 by line 3	5	112,528.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	874.
7	Add lines 5 and 6	7	113,402.
8	Enter qualifying distributions from Part XII, line 4	8	115,300.

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

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)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	874.
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	874.
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	874.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 524.		
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	524.
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	350.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ Refunded ▶		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?	1a		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)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ___ (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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MD,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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 ▶ STEVEN FANAROFF Telephone no ▶ 301-230-3000

Located at ▶ 11820 PARKLAWN DRIVE, SUITE 200 ROCKVILLE, MD ZIP + 4 ▶ 20852

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

			Yes	No
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		X
	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		
	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		X
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		
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

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes	[X] 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	[X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes	[X] 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	[X] 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	[X] 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)?			**5b**	X
Organizations relying on a current notice regarding disaster assistance check here ▶ [X]				
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	[X] No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes	[X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			**6b**	X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes	[X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			**7b**	X

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
STEVEN FANAROFF 11718 SPLIT TREE CIRCLE	DIRECTOR	0.	0.	0.
SONIA POLSKY 9817 SOTWEED DRIVE	OFFICER	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 ▶

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	
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 ▶	

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	2,256,591.
b	Average of monthly cash balances	1b	48,052.
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	2,304,643.
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	2,304,643.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	34,570.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,270,073.
6	**Minimum investment return.** Enter 5% of line 5	6	113,504.

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	113,504.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	874.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	874.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	112,630.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	112,630.
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	112,630.

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	115,300.
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	115,300.
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	874.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	114,426.

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					112,630.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only					
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	72,592.				
d From 2008					
e From 2009					
f Total of lines 3a through e		72,592.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 115,300.					
a Applied to 2009, but not more than line 2a					
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					112,630.
e Remaining amount distributed out of corpus		2,670.			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		75,262.			
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					
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		75,262.			
10 Analysis of line 9					
a Excess from 2006					
b Excess from 2007	72,592.				
c Excess from 2008					
d Excess from 2009					
e Excess from 2010	2,670.				

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)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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))

NONE

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

NONE

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

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see 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:

ATTACHMENT 9

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

ATTACHMENT 10

c Any submission deadlines.

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 11				
Total . . . . ▶ **3a**				115,300.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			14	87.	
4 Dividends and interest from securities			14	46,639.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	57,611.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER REVENUE			18	228.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				104,565.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 104,565.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 | 11-10-11 Date | ▶ Pres Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID FLINCHUM CPA	David Flinchum CPA	11/9/11		P00054429

Firm's name ▶ BERLIN, RAMOS & COMPANY, P.A. — Firm's EIN ▶ 52-1367749

Firm's address ▶ 11200 ROCKVILLE PIKE STE 400 ROCKVILLE, MD 20852 — Phone no 301.589.9000

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)	
		SEE ATTACHED STATEMENT A- SHORT TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
504,181.		486,425.					17,756.	
		SEE ATTACHED STATEMENT A- LONG TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
366,231.		324,663.					41,568.	
		SEE ATTACHED STATEMENT A-1 PROPERTY TYPE: SECURITIES				P	VAR	VAR
6,262.		7,994.					-1,732.	
		CASH IN-LIEU PROPERTY TYPE: SECURITIES				P	04/18/2011	04/18/2011
19.							19.	
TOTAL GAIN(LOSS)							57,611.	

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: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Employer identification number: 52-1276724

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	16,043.
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	
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	16,043.

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	41,568.
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	
9	Capital gain distributions	9	
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	41,568.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

Part III **Summary of Parts I and II**
Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			16,043.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			41,568.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			57,611.

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,** as 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 ( )

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-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ 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: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Employer identification number: 52-1276724

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED STATEMENT A- SHORT TERM			504,181.	486,425.	17,756.
SEE ATTACHED STATEMENT A-1			6,262.	7,994.	-1,732.
CASH IN-LIEU	04/18/2011	04/18/2011	19.		19.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 16,043.

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

Schedule D-1 (Form 1041) 2010

JSA
0F1221 1 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE ATTACHED STATEMENT A-LONG TERM			366,231.	324,663.	41,568.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					41,568.

JSA
0F1222 1 000

STATEMENT A-1

Louis and Helen Fanaroff Charitable Foundation
52-1276724
6/30/2011

	Purchase Date	Sale Date	Total Proceeds	Total Cost	Gain/ (Loss)
SHORT TERM					
Per Gain and Loss Statement.			504,180.60	486,424.61	17,755.99
Additions:					
175 Shs AK Steel Holding Corp	8/25/2009	6/30/2010	2,142.89	3,702.90	(1,560.01)
65 Shs Exxon Mobile Corp	5/20/2010	6/28/2010	3,824.85	3,974.18	(149.33)
5 Shs Exxon Mobile Corp	5/17/2010	6/28/2010	294.22	317.18	(22.96)
			6,261.96	7,994.26	(1,732.30)
Total Short Term			**510,442.56**	**494,418.87**	**16,023.69**
LONG TERM					
Per Gain and Loss Statement			366,231.48	324,662.92	41,568.56
Total Long Term			**366,231.48**	**324,662.92**	**41,568.56**
Total Short and Long Term			**876,674.04**	**819,081.79**	**57,592.25**
				Plus cash in Lieu	18.99
					57,611.24

STATEMENT A

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Summary

Description	Amount
Short-Term	$17,755 99
Long-Term	$41,568 56
Cash in Lieu[1]	$18 99
LT Cap Gains Distribution from Bernstein Funds	$4,044 05
Total	**$63,387.59**

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/25/2010	06/23/2011	40	SMITHFIELD FOODS INC	$21 55	$15 23	$861 89	$609 07	$252 82
888-33875	01/03/2011	06/22/2011	140	COMMERCIAL METALS CO	$14 42	$16 87	$2,019 40	$2,361.10	($341 70)
888-33875	12/08/2010	06/21/2011	25	PARKER HANNIFIN CORP	$85 72	$85 06	$2,142 95	$2,126 44	$16 51
888-33875	10/05/2010	06/21/2011	25	ACCENTURE PLC-CL A	$54 81	$44.58	$1,370 34	$1,114 59	$255 75
888-33875	03/01/2011	06/20/2011	4	HUNTINGTON INGALLS INDUST-WI	$36 00	$38 58	$144 00	$154 31	($10 31)
888-33875	12/17/2010	06/20/2011	8	HUNTINGTON INGALLS INDUST-WI	$36 00	$37 18	$288 01	$297 47	($9 46)
888-33875	10/05/2010	06/20/2011	15	HUNTINGTON INGALLS INDUST-WI	$36 00	$34.10	$540 02	$511 53	$28 49
888-33875	09/24/2010	06/13/2011	20	NEWFIELD EXPLORATION CO	$66 61	$55 12	$1,332 28	$1,102 46	$229 82
888-33875	03/18/2011	06/10/2011	10	SOUTHWESTERN ENERGY	$42 27	$41 07	$422 74	$410 69	$12.05
888-33875	12/10/2010	06/10/2011	30	SOUTHWESTERN ENERGY	$42 27	$35 65	$1,268 22	$1,069 44	$198 78
888-33875	03/15/2011	06/09/2011	5	DTE ENERGY COMPANY	$49 55	$48 14	$247 76	$240 71	$7 05
888-33875	03/08/2011	06/09/2011	45	DTE ENERGY COMPANY	$49 55	$48 67	$2,229 87	$2,190 01	$39.86
888-33875	03/24/2011	06/03/2011	60	TIME WARNER INC	$35 30	$35 69	$2,118 13	$2,141 14	($23 01)
888-33875	09/02/2010	05/31/2011	150	DELL INC	$16 02	$12 27	$2,402 27	$1,841 03	$561 24
888-33875	02/22/2011	05/26/2011	23	AON CORP	$51.87	$52 76	$1,192.97	$1,213 52	($20 55)
888-33875	01/18/2011	05/26/2011	30	CAMERON INTERNATIONAL CORP	$47 76	$51 84	$1,432 82	$1,555 12	($122 30)
888-33875	08/03/2010	05/24/2011	16	GOLDMAN SACHS GROUP INC	$135 40	$153 55	$2,166 40	$2,456.74	($290 34)
888-33875	02/25/2011	05/18/2011	20	COMCAST CORP-CL A	$25 14	$25 06	$502 87	$501 28	$1 59
888-33875	02/16/2011	05/17/2011	55	ARCHER-DANIELS-MIDLAND CO	$31 87	$37 11	$1,752 61	$2,041 26	($288 65)
888-33875	01/03/2011	05/17/2011	90	DOW CHEMICAL	$37 11	$34 93	$3,340 17	$3,143.57	$196 60
888-33875	12/08/2010	05/17/2011	75	ARCHER-DANIELS-MIDLAND CO	$31 87	$30 09	$2,389 93	$2,256 49	$133 44

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	08/03/2010	05/17/2011	4	GOLDMAN SACHS GROUP INC	$140 32	$153 55	$561 27	$614 18	($52 91)
888-33875	07/27/2010	05/17/2011	6	GOLDMAN SACHS GROUP INC	$140 32	$147 77	$841 91	$886 62	($44 71)
888-33875	03/07/2011	05/16/2011	40	EDISON INTERNATIONAL	$39 64	$37 60	$1,585 60	$1,503 82	$81 78
888-33875	12/17/2010	05/16/2011	45	EDISON INTERNATIONAL	$39 64	$38 43	$1,783 79	$1,729 18	$54 61
888-33875	11/18/2010	05/13/2011	20	ALLERGAN INC	$80 48	$68 82	$1,609 50	$1,376 39	$233 11
888-33875	09/21/2010	05/12/2011	40	MORGAN STANLEY	$24.47	$26.70	$978 94	$1,067 86	($88 92)
888-33875	07/27/2010	05/12/2011	10	GOLDMAN SACHS GROUP INC	$141 93	$147 77	$1,419 29	$1,477 70	($58 41)
888-33875	07/16/2010	05/12/2011	14	GOLDMAN SACHS GROUP INC	$141.93	$150 08	$1,987 00	$2,101 14	($114 14)
888-33875	01/25/2011	05/10/2011	5	JUNIPER NETWORKS INC	$37 75	$34 87	$188 76	$174 33	$14 43
888-33875	01/25/2011	05/10/2011	45	JUNIPER NETWORKS INC	$37.75	$34 87	$1,698 88	$1,568 97	$129 91
888-33875	06/29/2010	05/06/2011	30	LEAR CORP	$51.81	$34 00	$1,554 35	$1,020.02	$534 33
888-33875	06/14/2010	05/06/2011	5	LOWE'S COS INC	$25 70	$23 73	$128 50	$118 67	$9 83
888-33875	05/12/2010	05/06/2011	75	LOWE'S COS INC	$25 70	$27 09	$1,927 54	$2,031 50	($103 96)
888-33875	05/11/2010	05/06/2011	60	LOWE'S COS INC	$25 70	$26 90	$1,542 03	$1,613 80	($71 77)
888-33875	06/29/2010	05/05/2011	25	JOHNSON & JOHNSON	$64 97	$59 10	$1,624.37	$1,477 56	$146 81
888-33875	12/17/2010	05/04/2011	40	EDISON INTERNATIONAL	$39 11	$38 43	$1,564 48	$1,537 04	$27 44
888-33875	11/22/2010	05/04/2011	30	SOUTHWESTERN ENERGY	$42 53	$37 52	$1,276 03	$1,125 60	$150 43
888-33875	11/03/2010	05/04/2011	50	LIMITED BRANDS INC	$40 47	$29 65	$2,023.42	$1,482 39	$541 03
888-33875	11/03/2010	05/04/2011	15	SOUTHWESTERN ENERGY	$42 53	$35 15	$638 02	$527 27	$110 75
888-33875	06/08/2010	04/27/2011	30	DIRECTV-CLASS A	$47 71	$37 71	$1,431 22	$1,131 17	$300 05
888-33875	04/08/2011	04/26/2011	25	TEVA PHARMACEUTICAL-SP ADR	$46.01	$50 64	$1,150 21	$1,266 05	($115 84)
888-33875	12/20/2010	04/26/2011	40	ROVI CORP	$49 56	$56 97	$1,982 51	$2,278 96	($296 45)
888-33875	02/22/2011	04/25/2011	7	AON CORP	$52 22	$52 76	$365 53	$369 33	($3 80)
888-33875	02/14/2011	04/25/2011	35	AON CORP	$52 22	$50 26	$1,827 66	$1,759 09	$68 57
888-33875	01/31/2011	04/25/2011	30	AON CORP	$52 22	$45 55	$1,566 56	$1,366 43	$200 13
888-33875	01/03/2011	04/25/2011	20	AON CORP	$52 22	$46 18	$1,044 37	$923 61	$120 76
888-33875	01/20/2011	04/21/2011	15	ROCKWELL AUTOMATION INC	$95 09	$74 75	$1,426 28	$1,121 25	$305 03
888-33875	10/04/2010	04/21/2011	20	KOHLS CORP	$52 00	$52 37	$1,040 01	$1,047 49	($7 48)
888-33875	09/28/2010	04/21/2011	25	KOHLS CORP	$52.00	$52 97	$1,300 01	$1,324.25	($24 24)
888-33875	09/21/2010	04/21/2011	20	KOHLS CORP	$52 00	$51 69	$1,040 01	$1,033 79	$6 22

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/03/2010	04/20/2011	30	CONSTELLATION ENERGY GROUP	$33 41	$35 82	$1,002 15	$1,074 49	($72 34)
888-33875	04/30/2010	04/20/2011	70	CONSTELLATION ENERGY GROUP	$33 41	$36 47	$2,338 35	$2,552 77	($214 42)
888-33875	06/08/2010	04/18/2011	40	DIRECTV-CLASS A	$45 85	$37 71	$1,834 15	$1,508 22	$325 93
888-33875	08/16/2010	04/14/2011	35	KIMBERLY-CLARK CORP	$65 37	$64 60	$2,288 05	$2,260 92	$27 13
888-33875	01/31/2011	04/13/2011	40	HONEYWELL INTERNATIONAL INC	$57 40	$55 52	$2,296 20	$2,220 70	$75 50
888-33875	01/03/2011	04/13/2011	30	AON CORP	$52 45	$46 18	$1,573 60	$1,385 42	$188 18
888-33875	04/23/2010	04/13/2011	37 384	OVERLAY A PORTFOLIO CLASS 1	$11 75	$10 90	$439 26	$407 49	$31 77
888-33875	03/08/2011	04/12/2011	30	CARNIVAL CORP	$38 60	$40 69	$1,158 05	$1,220 61	($62 56)
888-33875	09/07/2010	04/12/2011	65	STARBUCKS CORP	$35 68	$24 81	$2,319 17	$1,612 63	$706 54
888-33875	03/22/2011	04/07/2011	20	EMERSON ELECTRIC CO	$58 25	$57 45	$1,164 99	$1,148.91	$16 08
888-33875	02/17/2011	04/07/2011	35	EMERSON ELECTRIC CO	$58 25	$61.85	$2,038 73	$2,164 78	($126 05)
888-33875	02/08/2011	04/07/2011	25	EMERSON ELECTRIC CO	$58 25	$61.31	$1,456 24	$1,532 81	($76 57)
888-33875	02/02/2011	04/07/2011	55	EMERSON ELECTRIC CO	$58 25	$59 83	$3,203 72	$3,290 73	($87 01)
888-33875	12/10/2010	04/07/2011	25	HONEYWELL INTERNATIONAL INC	$58 70	$51 85	$1,467 55	$1,296 31	$171 24
888-33875	11/08/2010	04/07/2011	12	HONEYWELL INTERNATIONAL INC	$58 70	$49.12	$704 43	$589 47	$114 96
888-33875	09/01/2010	04/06/2011	30	CAPITAL ONE FINANCIAL CORP	$52 01	$38 84	$1,560 20	$1,165 25	$394 95
888-33875	08/30/2010	04/06/2011	20	CAPITAL ONE FINANCIAL CORP	$52 01	$38 21	$1,040 14	$764 10	$276 04
888-33875	12/06/2010	04/05/2011	20	EATON CORP	$55 73	$49 83	$1,114 54	$996 69	$117 85
888-33875	11/26/2010	04/05/2011	20	EATON CORP	$55 73	$49 03	$1,114 54	$980 68	$133 86
888-33875	11/12/2010	04/05/2011	4	EATON CORP	$55 73	$47 04	$222 91	$188 16	$34 75
888-33875	07/29/2010	04/05/2011	25	HESS CORP	$86 52	$53.42	$2,163 09	$1,335 46	$827 63
888-33875	06/02/2010	04/05/2011	25	KOHLS CORP	$54 51	$50.96	$1,362 65	$1,273 90	$88 75
888-33875	02/18/2011	04/04/2011	30	MCKESSON CORP	$79 27	$80 57	$2,378 14	$2,417 07	($38 93)
888-33875	10/08/2010	04/04/2011	65	CISCO SYSTEMS INC	$17 04	$22 42	$1,107 77	$1,457 01	($349 24)
888-33875	11/11/2010	04/01/2011	60	ALCOA INC	$17 48	$13.77	$1,048 99	$825 95	$223 04
888-33875	09/21/2010	03/30/2011	10	KOHLS CORP	$52 95	$51 69	$529 48	$516 89	$12 59
888-33875	09/21/2010	03/30/2011	15	KOHLS CORP	$52 95	$51 69	$794 22	$775 34	$18 88
888-33875	09/16/2010	03/30/2011	40	KOHLS CORP	$52 95	$50 20	$2,117 92	$2,008 02	$109 90
888-33875	03/08/2011	03/29/2011	5	CARNIVAL CORP	$38 02	$40 69	$190 08	$203 44	($13 36)
888-33875	12/23/2010	03/29/2011	20	CARNIVAL CORP	$38 02	$46 25	$760 32	$924 91	($164 59)

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/29/2010	03/29/2011	40	CARNIVAL CORP	$38 02	$42 86	$1,520 63	$1,714 31	($193 68)
888-33875	10/19/2010	03/29/2011	55	CARNIVAL CORP	$38 02	$39 27	$2,090 87	$2,159 67	($68 80)
888-33875	05/21/2010	03/29/2011	80	COMERICA INC	$36 42	$38 43	$2,913 26	$3,074 32	($161 06)
888-33875	07/09/2010	03/24/2011	2	OCCIDENTAL PETROLEUM CORP	$99 80	$81 16	$199 60	$162 32	$37.28
888-33875	06/09/2010	03/24/2011	20	OCCIDENTAL PETROLEUM CORP	$99 80	$81 77	$1,996 03	$1,635 48	$360 55
888-33875	04/29/2010	03/22/2011	10	ALCON INC	$164 51	$156 87	$1,645.13	$1,568 68	$76 45
888-33875	09/01/2010	03/21/2011	4	CME GROUP INC	$286 01	$253 40	$1,144 06	$1,013 59	$130 47
888-33875	09/01/2010	03/21/2011	4	CME GROUP INC	$286 01	$253 40	$1,144 06	$1,013 58	$130 48
888-33875	03/18/2010	03/18/2011	16	COSTCO WHOLESALE CORP	$70 47	$61 20	$1,127 47	$979 19	$148 28
888-33875	10/08/2010	03/17/2011	10	CISCO SYSTEMS INC	$17 00	$22 42	$170 00	$224 15	($54 15)
888-33875	10/04/2010	03/17/2011	50	CISCO SYSTEMS INC	$17 00	$21 67	$850 01	$1,083 40	($233 39)
888-33875	08/02/2010	03/17/2011	50	CISCO SYSTEMS INC	$17 00	$23 67	$850 01	$1,183 28	($333 27)
888-33875	04/12/2010	03/17/2011	10	CISCO SYSTEMS INC	$17 00	$26 58	$170 00	$265 84	($95 84)
888-33875	03/18/2010	03/17/2011	45	INTEL CORP	$19 91	$22 04	$895 75	$991 62	($95 87)
888-33875	11/12/2010	03/16/2011	75	DELTA AIR LINES INC	$10 21	$13 52	$766 10	$1,014 00	($247 90)
888-33875	04/08/2010	03/16/2011	19	GOODRICH CORP	$81 38	$70 26	$1,546 31	$1,335 01	$211 30
888-33875	03/25/2010	03/16/2011	150	DELTA AIR LINES INC	$10 21	$14 29	$1,532 21	$2,144 20	($611 99)
888-33875	03/18/2010	03/16/2011	29	COSTCO WHOLESALE CORP	$69 96	$61 20	$2,028 79	$1,774 79	$254 00
888-33875	11/08/2010	03/14/2011	18	HONEYWELL INTERNATIONAL INC	$55 51	$49 12	$999.23	$884 20	$115 03
888-33875	12/15/2010	03/11/2011	21	POTASH CORP OF SASKATCHEWAN	$54 26	$46 48	$1,139 41	$976 00	$163 41
888-33875	11/19/2010	03/11/2011	50	VODAFONE GROUP PLC-SP ADR	$28 81	$26 76	$1,440 48	$1,337 79	$102 69
888-33875	03/18/2010	03/11/2011	5	VODAFONE GROUP PLC-SP ADR	$28 81	$22.53	$144 05	$112 66	$31 39
888-33875	03/18/2010	03/11/2011	110	VODAFONE GROUP PLC-SP ADR	$28 81	$22 53	$3,169 07	$2,478 43	$690 64
888-33875	07/02/2010	03/08/2011	75	FIFTH THIRD BANCORP	$13 71	$12 02	$1,027 98	$901 57	$126 41
888-33875	06/24/2010	03/08/2011	275	FIFTH THIRD BANCORP	$13 71	$13 27	$3,769.26	$3,648 54	$120 72
888-33875	08/30/2010	03/07/2011	10	CAPITAL ONE FINANCIAL CORP	$48 53	$38 21	$485.30	$382 05	$103 25
888-33875	08/16/2010	03/07/2011	30	KIMBERLY-CLARK CORP	$64 40	$64 60	$1,932 04	$1,937 94	($5 90)
888-33875	06/04/2010	03/07/2011	25	CAPITAL ONE FINANCIAL CORP	$48 53	$39 90	$1,213 25	$997 42	$215 83
888-33875	05/11/2010	03/07/2011	100	FORD MOTOR CO	$14 09	$12 40	$1,408 90	$1,240 00	$168 90
888-33875	05/05/2010	03/07/2011	95	FORD MOTOR CO	$14 09	$12 26	$1,338 46	$1,164 31	$174 15

Capital Gains

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/25/2010	03/07/2011	125	DELTA AIR LINES INC	$10 01	$14 29	$1,251 65	$1,786 84	($535 19)
888-33875	03/18/2010	03/07/2011	70	FORD MOTOR CO	$14 09	$14 14	$986.23	$989 49	($3 26)
888-33875	03/17/2010	03/07/2011	100	DELTA AIR LINES INC	$10 01	$12 97	$1,001 32	$1,297 32	($296 00)
888-33875	03/19/2010	03/04/2011	7	ALCON INC	$165 97	$162 42	$1,161 77	$1,136 97	$24 80
888-33875	12/08/2010	03/03/2011	15	PARKER HANNIFIN CORP	$89 08	$85 06	$1,336 16	$1,275 86	$60.30
888-33875	10/21/2010	03/03/2011	13	DEERE & CO	$92 67	$76 80	$1,204 68	$998 40	$206 28
888-33875	08/20/2010	03/03/2011	15	PARKER HANNIFIN CORP	$89 08	$63 06	$1,336 17	$945 88	$390 29
888-33875	08/20/2010	03/03/2011	15	PARKER HANNIFIN CORP	$89 08	$63 06	$1,336 17	$945 87	$390 30
888-33875	08/10/2010	03/03/2011	35	PARKER HANNIFIN CORP	$89 08	$65 03	$3,117 72	$2,276 19	$841 53
888-33875	11/12/2010	02/24/2011	18	EATON CORP	$104 80	$94 08	$1,886 31	$1,693 46	$192 85
888-33875	11/09/2010	02/24/2011	22	EATON CORP	$104 80	$93 17	$2,305 49	$2,049 71	$255 78
888-33875	11/09/2010	02/24/2011	3	EATON CORP	$104 80	$93 17	$314 39	$279 51	$34 88
888-33875	05/05/2010	02/24/2011	105	FORD MOTOR CO	$14 63	$12 26	$1,536 48	$1,286 87	$249 61
888-33875	04/12/2010	02/24/2011	40	CISCO SYSTEMS INC	$18 29	$26 58	$731.79	$1,063 36	($331 57)
888-33875	03/29/2010	02/24/2011	60	CISCO SYSTEMS INC	$18 29	$26 61	$1,097 68	$1,596 55	($498 87)
888-33875	03/18/2010	02/24/2011	5	FORD MOTOR CO	$14 63	$14 14	$73 17	$70 68	$2 49
888-33875	10/11/2010	02/23/2011	30	VERTEX PHARMACEUTICALS INC	$43 92	$34 92	$1,317 48	$1,047 54	$269 94
888-33875	04/30/2010	02/23/2011	30	VERTEX PHARMACEUTICALS INC	$43 92	$39 15	$1,317 49	$1,174 37	$143 12
888-33875	01/26/2011	02/18/2011	5	NETFLIX INC	$232 10	$183 61	$1,160 49	$918 05	$242 44
888-33875	01/26/2011	02/17/2011	1	NETFLIX INC	$235 64	$183 61	$235 64	$183 61	$52 03
888-33875	01/24/2011	02/17/2011	4	NETFLIX INC	$235 64	$181 78	$942 54	$727 12	$215 42
888-33875	11/08/2010	02/17/2011	5	HONEYWELL INTERNATIONAL INC	$57 42	$49.12	$287 11	$245 61	$41 50
888-33875	09/02/2010	02/17/2011	50	MICROSOFT CORP	$27 16	$23 90	$1,358 02	$1,194.95	$163 07
888-33875	07/14/2010	02/17/2011	60	MICROSOFT CORP	$27 16	$25 41	$1,629 62	$1,524 76	$104 86
888-33875	07/13/2010	02/17/2011	15	MICROSOFT CORP	$27.16	$24 97	$407 41	$374 61	$32 80
888-33875	06/24/2010	02/17/2011	45	HONEYWELL INTERNATIONAL INC	$57 42	$41 06	$2,583 96	$1,847 78	$736 18
888-33875	01/24/2011	02/16/2011	12	NETFLIX INC	$239 42	$181.78	$2,873 08	$2,181.38	$691 70
888-33875	10/21/2010	02/16/2011	7	DEERE & CO	$95 61	$76 80	$669 27	$537 60	$131 67
888-33875	10/01/2010	02/16/2011	27	DEERE & CO	$95 61	$68 74	$2,581 45	$1,855 90	$725 55
888-33875	05/05/2010	02/16/2011	25	CAPITAL ONE FINANCIAL CORP	$52 13	$45 05	$1,303 15	$1,126 36	$176 79

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/26/2010	02/15/2011	50	NVIDIA CORP	$22 75	$11 94	$1,137 57	$597 12	$540 45
888-33875	10/01/2010	02/15/2011	3	DEERE & CO	$93 45	$68 74	$280 35	$206 21	$74 14
888-33875	09/20/2010	02/15/2011	18	DEERE & CO	$93 45	$73 30	$1,682 08	$1,319 48	$362 60
888-33875	04/07/2010	02/15/2011	350	SAFEWAY INC	$21 75	$25 48	$7,612 57	$8,919 22	($1,306 65)
888-33875	03/18/2010	02/14/2011	17	PEPSICO INC	$63 28	$66 48	$1,075 74	$1,130 16	($54 42)
888-33875	03/18/2010	02/11/2011	85	FORD MOTOR CO	$16 08	$14 14	$1,367 20	$1,201 52	$165 68
888-33875	10/26/2010	02/10/2011	70	NVIDIA CORP	$22 95	$11 94	$1,606 65	$835 98	$770 67
888-33875	06/02/2010	02/09/2011	60	COMCAST CORP-CL A	$23.54	$18 34	$1,412 63	$1,100 25	$312 38
888-33875	03/17/2010	02/09/2011	50	GAP INC/THE	$21 27	$23 13	$1,063 30	$1,156 45	($93 15)
888-33875	09/20/2010	02/07/2011	12	DEERE & CO	$94 33	$73 31	$1,131 91	$879 66	$252 25
888-33875	11/03/2010	02/02/2011	15	SOUTHWESTERN ENERGY	$39 01	$35 15	$585 09	$527 28	$57 81
888-33875	10/21/2010	02/02/2011	20	SOUTHWESTERN ENERGY	$39 01	$34 41	$780 11	$688 25	$91 86
888-33875	09/08/2010	02/01/2011	20	CF INDUSTRIES HOLDINGS INC	$137 39	$97 14	$2,747 87	$1,942 81	$805 06
888-33875	08/11/2010	02/01/2011	15	CF INDUSTRIES HOLDINGS INC	$137 39	$79 94	$2,060 91	$1,199 17	$861 74
888-33875	03/18/2010	02/01/2011	5	FORD MOTOR CO	$16.15	$14 14	$80 74	$70.68	$10 06
888-33875	03/18/2010	02/01/2011	85	MICROSOFT CORP	$27 92	$29 67	$2,373 42	$2,521 68	($148 26)
888-33875	02/16/2010	02/01/2011	24	COOPER INDUSTRIES PLC	$62 07	$44 76	$1,489 63	$1,074 35	$415 28
888-33875	02/03/2010	02/01/2011	70	FORD MOTOR CO	$16 15	$11 53	$1,130 41	$807 28	$323 13
888-33875	12/15/2010	01/28/2011	11	POTASH CORP OF SASKATCHEWAN	$174 41	$139 43	$1,918 51	$1,533 71	$384 80
888-33875	06/15/2010	01/28/2011	150	SARA LEE CORP	$17 09	$14 75	$2,563 07	$2,212 56	$350 51
888-33875	05/21/2010	01/28/2011	100	SARA LEE CORP	$17 09	$14 46	$1,708 71	$1,446 34	$262.37
888-33875	05/10/2010	01/28/2011	20	TARGET CORP	$54 46	$56 67	$1,089 15	$1,133 42	($44 27)
888-33875	05/06/2010	01/28/2011	75	SARA LEE CORP	$17 09	$13.57	$1,281 53	$1,018 07	$263 46
888-33875	12/03/2010	01/26/2011	20	AGRIUM INC	$87 89	$84 33	$1,757 82	$1,686 55	$71 27
888-33875	10/26/2010	01/26/2011	60	NVIDIA CORP	$24 66	$11 94	$1,479 77	$716 55	$763 22
888-33875	09/24/2010	01/26/2011	10	ALTRIA GROUP INC	$24 37	$23 98	$243 66	$239 84	$3 82
888-33875	09/23/2010	01/26/2011	125	ALTRIA GROUP INC	$24 37	$23 59	$3,045 71	$2,949 33	$96 38
888-33875	08/16/2010	01/26/2011	30	AGRIUM INC	$87 89	$66 47	$2,636 73	$1,994 07	$642 66
888-33875	08/19/2010	01/25/2011	10	FREEPORT-MCMORAN COPPER	$105 46	$72 85	$1,054 57	$728 45	$326 12
888-33875	05/25/2010	01/24/2011	65	CABLEVISION SYS CORP	$33 98	$23 13	$2,208 80	$1,503 74	$705 06

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/21/2010	01/21/2011	25	SOUTHWESTERN ENERGY	$38 15	$34 41	$953 85	$860 31	$93 54
888-33875	08/19/2010	01/20/2011	5	FREEPORT-MCMORAN COPPER	$109 80	$72 84	$548 99	$364 22	$184 77
888-33875	08/10/2010	01/20/2011	4	FREEPORT-MCMORAN COPPER	$109.80	$72 78	$439 19	$291.12	$148 07
888-33875	04/23/2010	01/20/2011	37 021	OVERLAY A PORTFOLIO CLASS 1	$11 52	$10 90	$426 48	$403 53	$22 95
888-33875	10/21/2010	01/18/2011	55	SOUTHWESTERN ENERGY	$39 04	$34 41	$2,147 25	$1,892 68	$254 57
888-33875	07/13/2010	01/14/2011	51	MICROSOFT CORP	$28 05	$24 97	$1,430 70	$1,273 66	$157 04
888-33875	02/16/2010	01/14/2011	25	MICROSOFT CORP	$28 05	$28 27	$701 32	$706 73	($5 41)
888-33875	02/11/2010	01/14/2011	24	MICROSOFT CORP	$28 05	$28 25	$673 27	$678 02	($4 75)
888-33875	06/29/2010	01/10/2011	15	LEAR CORP	$108 41	$68 00	$1,626 13	$1,020 03	$606 10
888-33875	04/07/2010	01/10/2011	85	AT&T INC	$28 38	$25 83	$2,412 26	$2,195 18	$217 08
888-33875	08/10/2010	01/03/2011	10	FREEPORT-MCMORAN COPPER	$122 01	$72 78	$1,220 07	$727.79	$492 28
888-33875	02/11/2010	01/03/2011	2	FREEPORT-MCMORAN COPPER	$122 01	$73 43	$244 01	$146 86	$97 15
888-33875	03/18/2010	12/30/2010	24	PEPSICO INC	$65 22	$66 48	$1,565 24	$1,595 53	($30 29)
888-33875	07/29/2010	12/29/2010	30	HESS CORP	$75 71	$53 42	$2,271 26	$1,602 55	$668 71
888-33875	07/29/2010	12/29/2010	25	HESS CORP	$75 71	$53 42	$1,892 72	$1,335 46	$557 26
888-33875	05/25/2010	12/29/2010	70	CABLEVISION SYS CORP	$33 90	$23 13	$2,373 34	$1,619 42	$753 92
888-33875	05/04/2010	12/22/2010	45	COMCAST CORP-CL A	$22 22	$19.85	$1,000 11	$893.28	$106 83
888-33875	03/18/2010	12/22/2010	25	COVIDIEN PLC	$45 64	$50 81	$1,140 97	$1,270 14	($129 17)
888-33875	06/23/2010	12/20/2010	35	NEWS CORP	$14 45	$13 40	$505 66	$468 90	$36.76
888-33875	05/05/2010	12/17/2010	25	HEWLETT-PACKARD CO	$41 95	$50 94	$1,048 87	$1,273 40	($224 53)
888-33875	05/03/2010	12/17/2010	25	HEWLETT-PACKARD CO	$41 95	$52 82	$1,048 87	$1,320 62	($271 75)
888-33875	03/18/2010	12/17/2010	10	HEWLETT-PACKARD CO	$41 95	$52 62	$419 55	$526 24	($106 69)
888-33875	03/16/2010	12/16/2010	250	PEPCO HOLDINGS INC	$18 20	$17 24	$4,549 35	$4,310 35	$239 00
888-33875	03/18/2010	12/14/2010	25	COVIDIEN PLC	$45 09	$50 81	$1,127 18	$1,270 14	($142 96)
888-33875	01/21/2010	12/14/2010	5	COVIDIEN PLC	$45 09	$51 39	$225 44	$256 94	($31 50)
888-33875	08/11/2010	12/10/2010	10	CF INDUSTRIES HOLDINGS INC	$122 72	$79 95	$1,227 17	$799 45	$427 72
888-33875	03/18/2010	12/08/2010	50	ILLINOIS TOOL WORKS	$50 54	$46 98	$2,527.12	$2,349 23	$177 89
888-33875	03/02/2010	12/08/2010	15	ILLINOIS TOOL WORKS	$50 54	$46 16	$758 14	$692 44	$65 70
888-33875	01/20/2010	12/08/2010	25	ROYAL CARIBBEAN CRUISES LTD	$43 17	$26 83	$1,079 15	$670 67	$408 48
888-33875	03/24/2010	12/03/2010	175	ALTRIA GROUP INC	$23 79	$20 46	$4,163 81	$3,581 04	$582 77

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/18/2010	12/03/2010	275	MOTOROLA INC	$8 08	$7 28	$2,222 36	$2,000 68	$221 68
888-33875	04/08/2010	11/30/2010	85	ROWAN COMPANIES INC	$30 38	$29 62	$2,581 98	$2,518 05	$63 93
888-33875	06/29/2010	11/23/2010	25	PROCTER & GAMBLE CO	$62 56	$60 28	$1,563 90	$1,507 12	$56 78
888-33875	06/25/2010	11/23/2010	30	PROCTER & GAMBLE CO	$62 56	$60 24	$1,876 67	$1,807 05	$69 62
888-33875	07/01/2010	11/22/2010	100	BANK OF AMERICA CORP	$11 28	$13 57	$1,128 27	$1,357 45	($229 18)
888-33875	06/15/2010	11/22/2010	134	BANK OF AMERICA CORP	$11 28	$15 60	$1,511 88	$2,090 16	($578 28)
888-33875	03/23/2010	11/22/2010	100	BANK OF AMERICA CORP	$11.28	$17 08	$1,128 27	$1,707 53	($579 26)
888-33875	03/18/2010	11/22/2010	236	BANK OF AMERICA CORP	$11 28	$17 13	$2,662 72	$4,043 72	($1,381 00)
888-33875	03/02/2010	11/19/2010	10	ILLINOIS TOOL WORKS	$47 25	$46 16	$472.53	$461 62	$10 91
888-33875	06/25/2010	11/17/2010	30	PROCTER & GAMBLE CO	$63 38	$60.24	$1,901 51	$1,807.06	$94 45
888-33875	06/24/2010	11/17/2010	40	PROCTER & GAMBLE CO	$63 38	$61 14	$2,535 35	$2,445 56	$89 79
888-33875	05/04/2010	11/17/2010	65	COMCAST CORP-CL A	$20 40	$19 85	$1,326.11	$1,290 28	$35 83
888-33875	03/18/2010	11/17/2010	9	PEPSICO INC	$63 90	$66 48	$575.06	$598 32	($23 26)
888-33875	11/30/2009	11/17/2010	5	PEPSICO INC	$63 90	$62 29	$319 48	$311 44	$8 04
888-33875	08/23/2010	11/12/2010	35	JUNIPER NETWORKS INC	$35 64	$27 23	$1,247 56	$953 17	$294 39
888-33875	04/23/2010	11/12/2010	4308 576	OVERLAY A PORTFOLIO CLASS 1	$11 31	$10 90	$48,730 00	$46,963 48	$1,766 52
888-33875	03/18/2010	11/12/2010	40	MICROSOFT CORP	$26 31	$29 67	$1,052 36	$1,186 67	($134 31)
888-33875	02/16/2010	11/12/2010	5	MICROSOFT CORP	$26 31	$28 27	$131 54	$141 35	($9 81)
888-33875	02/03/2010	11/11/2010	65	FORD MOTOR CO	$16 39	$11 53	$1,065 25	$749 62	$315 63
888-33875	12/17/2009	11/11/2010	35	GARMIN LTD	$29 36	$30 76	$1,027 71	$1,076 70	($48 99)
888-33875	11/12/2009	11/11/2010	10	GARMIN LTD	$29 36	$29 76	$293 63	$297 58	($3 95)
888-33875	06/25/2010	11/08/2010	19	POLO RALPH LAUREN CORP	$100 47	$77 10	$1,908 96	$1,464.98	$443 98
888-33875	03/18/2010	11/08/2010	80	BANK OF AMERICA CORP	$12 53	$17 13	$1,002 72	$1,370 75	($368 03)
888-33875	11/30/2009	11/08/2010	15	PEPSICO INC	$65 09	$62 29	$976 30	$934 33	$41 97
888-33875	05/05/2010	11/05/2010	30	DOVER CORP	$55 13	$51 64	$1,653 79	$1,549 10	$104 69
888-33875	04/06/2010	11/05/2010	3	DOVER CORP	$55 13	$47.34	$165 38	$142 03	$23 35
888-33875	06/25/2010	11/04/2010	11	POLO RALPH LAUREN CORP	$99 06	$77 10	$1,089 71	$848 15	$241 56
888-33875	07/08/2010	11/02/2010	36	FREEPORT-MCMORAN COPPER	$97.71	$63 07	$3,517 43	$2,270 64	$1,246 79
888-33875	03/18/2010	11/02/2010	10	FREEPORT-MCMORAN COPPER	$97 71	$80 57	$977 07	$805 66	$171 41
888-33875	01/21/2010	11/02/2010	40	COVIDIEN PLC	$39 86	$51 39	$1,594 57	$2,055 48	($460 91)

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/19/2010	11/01/2010	50	KLA-TENCOR CORPORATION	$35 62	$28 88	$1,781 05	$1,443 82	$337 23
888-33875	05/04/2010	10/29/2010	60	COMCAST CORP-CL A	$20 64	$19 85	$1,238 58	$1,191 03	$47 55
888-33875	03/18/2010	10/27/2010	30	HEWLETT-PACKARD CO	$42 09	$52 62	$1,262 64	$1,578 74	($316 10)
888-33875	05/03/2010	10/25/2010	12	FEDEX CORP	$89 58	$91 92	$1,074 93	$1,103 05	($28 12)
888-33875	03/18/2010	10/22/2010	25	MOTOROLA INC	$7.86	$7 28	$196 51	$181 88	$14 63
888-33875	02/10/2010	10/22/2010	200	MOTOROLA INC	$7.86	$6 65	$1,572 08	$1,330 56	$241 52
888-33875	02/02/2010	10/22/2010	25	MOTOROLA INC	$7 86	$6 45	$196.51	$161 13	$35 38
888-33875	05/04/2010	10/21/2010	20	COMCAST CORP-CL A	$19 61	$19 85	$392 24	$397 01	($4 77)
888-33875	03/23/2010	10/21/2010	50	COMCAST CORP-CL A	$19 61	$17 99	$980 61	$899 64	$80 97
888-33875	04/06/2010	10/19/2010	23	DOVER CORP	$52 74	$47 34	$1,212 92	$1,088 91	$124 01
888-33875	04/06/2010	10/15/2010	9	DOVER CORP	$53 92	$47 34	$485 26	$426 09	$59 17
888-33875	03/18/2010	10/15/2010	10	FREEPORT-MCMORAN COPPER	$98 00	$80 57	$980 05	$805 67	$174 38
888-33875	02/22/2010	10/15/2010	15	DOVER CORP	$53 92	$45 97	$808 76	$689 49	$119.27
888-33875	02/22/2010	10/15/2010	14	FREEPORT-MCMORAN COPPER	$98 00	$76 98	$1,372.06	$1,077 72	$294 34
888-33875	02/11/2010	10/15/2010	10	FREEPORT-MCMORAN COPPER	$98 00	$73 43	$980 05	$734 32	$245 73
888-33875	02/03/2010	10/15/2010	165	FORD MOTOR CO	$13 73	$11 53	$2,265 07	$1,902 88	$362 19
888-33875	08/23/2010	10/14/2010	50	JUNIPER NETWORKS INC	$31 64	$27 23	$1,582 06	$1,361 68	$220 38
888-33875	04/23/2010	10/14/2010	38 019	OVERLAY A PORTFOLIO CLASS 1	$11.25	$10 90	$427 71	$414 41	$13 30
888-33875	02/22/2010	10/14/2010	11	FREEPORT-MCMORAN COPPER	$99 37	$76 98	$1,093 09	$846 78	$246 31
888-33875	02/11/2010	10/14/2010	3	FREEPORT-MCMORAN COPPER	$99 37	$73 43	$298 12	$220 30	$77 82
888-33875	02/22/2010	10/13/2010	5	DOVER CORP	$54 80	$45 97	$274.00	$229 83	$44 17
888-33875	02/22/2010	10/13/2010	15	DOVER CORP	$54 80	$45 97	$821 99	$689 50	$132 49
888-33875	02/09/2010	10/13/2010	30	DOVER CORP	$54 80	$42 02	$1,643 98	$1,260 57	$383 41
888-33875	10/15/2009	10/08/2010	19	TARGET CORP	$54 20	$50 34	$1,029.77	$956 54	$73 23
888-33875	02/11/2010	10/07/2010	5	FREEPORT-MCMORAN COPPER	$91 31	$73 43	$456 55	$367 16	$89 39
888-33875	07/16/2010	10/01/2010	14	VISA INC - CLASS A SHRS	$73 39	$72 84	$1,027 51	$1,019 71	$7 80
888-33875	03/11/2010	10/01/2010	60	ROSS STORES INC	$55 16	$52 42	$3,309 86	$3,145 14	$164 72
888-33875	03/01/2010	10/01/2010	20	ROSS STORES INC	$55.16	$49.19	$1,103 29	$983 80	$119 49
888-33875	11/27/2009	10/01/2010	12	FRANKLIN RESOURCES INC	$107 25	$109 98	$1,287.03	$1,319 72	($32 69)
888-33875	05/06/2010	09/30/2010	100	SARA LEE CORP	$13 48	$13 57	$1,347 66	$1,357 43	($9 77)

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/31/2010	09/30/2010	150	SARA LEE CORP	$13 48	$13 94	$2,021 49	$2,090 36	($68 87)
888-33875	11/27/2009	09/30/2010	50	INTEL CORP	$19 26	$19 11	$962 79	$955 72	$7 07
888-33875	03/11/2010	09/28/2010	100	BANK OF AMERICA CORP	$13 25	$17.17	$1,324 77	$1,716 82	($392 05)
888-33875	07/28/2010	09/27/2010	35	COMMUNITY HEALTH SYSTEMS INC	$30 85	$31.13	$1,079 87	$1,089 45	($9 58)
888-33875	05/24/2010	09/27/2010	50	COMMUNITY HEALTH SYSTEMS INC	$30 85	$39 09	$1,542 67	$1,954 44	($411 77)
888-33875	04/28/2010	09/27/2010	55	COMMUNITY HEALTH SYSTEMS INC	$30.85	$40.27	$1,696 94	$2,215 03	($518 09)
888-33875	03/23/2010	09/27/2010	75	COMCAST CORP-CL A	$18 36	$17.99	$1,377 20	$1,349 46	$27 74
888-33875	06/23/2010	09/23/2010	15	PROCTER & GAMBLE CO	$61 23	$60 98	$918 44	$914 67	$3 77
888-33875	05/21/2010	09/23/2010	50	PROCTER & GAMBLE CO	$61.23	$61 55	$3,061 47	$3,077 60	($16 13)
888-33875	05/20/2010	09/23/2010	15	PROCTER & GAMBLE CO	$61 23	$62 24	$918 44	$933 67	($15 23)
888-33875	05/18/2010	09/23/2010	70	PROCTER & GAMBLE CO	$61 23	$63 40	$4,286 05	$4,437 74	($151 69)
888-33875	05/03/2010	09/23/2010	13	FEDEX CORP	$83.36	$91 92	$1,083 64	$1,194 97	($111 33)
888-33875	07/16/2010	09/22/2010	26	VISA INC - CLASS A SHRS	$70 20	$72 84	$1,825 09	$1,893 75	($68 66)
888-33875	05/03/2010	09/22/2010	4	VISA INC - CLASS A SHRS	$70.20	$89 93	$280 78	$359 72	($78 94)
888-33875	12/17/2009	09/22/2010	50	SPX CORP	$62 69	$55.11	$3,134 41	$2,755 59	$378 82
888-33875	11/09/2009	09/20/2010	600	SPRINT NEXTEL CORP	$4 60	$3 08	$2,761 92	$1,847 10	$914 82
888-33875	04/19/2010	09/17/2010	27	WELLS FARGO & COMPANY	$25 94	$32 57	$700 30	$879 42	($179 12)
888-33875	04/16/2010	09/17/2010	20	WELLS FARGO & COMPANY	$25 94	$32 55	$518 74	$650 97	($132 23)
888-33875	05/24/2010	09/15/2010	55	HYATT HOTELS CORP - CL A	$38.61	$38 19	$2,123 62	$2,100 36	$23 26
888-33875	03/23/2010	09/15/2010	25	COMCAST CORP-CL A	$17 95	$17.99	$448 80	$449 82	($1 02)
888-33875	12/23/2009	09/15/2010	35	COMCAST CORP-CL A	$17 95	$17 02	$628 33	$595 67	$32 66
888-33875	12/07/2009	09/15/2010	175	HUNTSMAN CORP	$10 22	$10.77	$1,787 64	$1,884 75	($97 11)
888-33875	04/16/2010	09/13/2010	98	WELLS FARGO & COMPANY	$26 37	$32 55	$2,584 31	$3,189 73	($605 42)
888-33875	11/27/2009	09/03/2010	18	FRANKLIN RESOURCES INC	$102.11	$109 98	$1,838 03	$1,979 57	($141 54)
888-33875	01/25/2010	08/31/2010	5	GOLDMAN SACHS GROUP INC	$137 20	$157.13	$686 00	$785 64	($99 64)
888-33875	01/22/2010	08/31/2010	10	GOLDMAN SACHS GROUP INC	$137 20	$156 73	$1,371 99	$1,567 26	($195 27)
888-33875	10/19/2009	08/31/2010	10	GOLDMAN SACHS GROUP INC	$137 20	$185 33	$1,372 00	$1,853 33	($481 33)
888-33875	08/31/2009	08/31/2010	25	GOLDMAN SACHS GROUP INC	$137 20	$163 34	$3,430 00	$4,083.55	($653 55)
888-33875	05/03/2010	08/30/2010	21	VISA INC - CLASS A SHRS	$70 11	$89 93	$1,472 37	$1,888 52	($416 15)
888-33875	03/11/2010	08/27/2010	5	BANK OF AMERICA CORP	$12 60	$17 17	$62 99	$85 84	($22 85)

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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/27/2010	08/27/2010	75	BANK OF AMERICA CORP	$12 60	$15 02	$944 92	$1,126 48	($181 56)
888-33875	01/26/2010	08/27/2010	275	BANK OF AMERICA CORP	$12 60	$15 04	$3,464 70	$4,137.32	($672 62)
888-33875	12/16/2009	08/27/2010	75	BANK OF AMERICA CORP	$12 60	$15 36	$944 92	$1,152 14	($207 22)
888-33875	12/09/2009	08/27/2010	120	BANK OF AMERICA CORP	$12 60	$15 46	$1,511 87	$1,854 77	($342 90)
888-33875	08/21/2009	08/18/2010	15	ILLINOIS TOOL WORKS	$42 83	$42 28	$642 37	$634 25	$8 12
888-33875	04/06/2010	08/17/2010	65	PRINCIPAL FINANCIAL GROUP	$23 02	$30 13	$1,495 99	$1,958 46	($462 47)
888-33875	04/01/2010	08/17/2010	157	PRINCIPAL FINANCIAL GROUP	$23 02	$29 49	$3,613 38	$4,630 50	($1,017 12)
888-33875	10/14/2009	08/17/2010	3	PRINCIPAL FINANCIAL GROUP	$23 02	$29 26	$69 05	$87.79	($18 74)
888-33875	01/21/2010	08/13/2010	10	COVIDIEN PLC	$38 08	$51 39	$380 79	$513 87	($133 08)
888-33875	12/22/2009	08/13/2010	30	COVIDIEN PLC	$38.08	$47 40	$1,142.36	$1,422 01	($279 65)
888-33875	09/17/2009	08/12/2010	60	ARCELORMITTAL-NY REGISTERED	$30 31	$40 56	$1,818 32	$2,433 35	($615 03)
888-33875	02/16/2010	08/09/2010	45	MICROSOFT CORP	$25 53	$28 27	$1,149 06	$1,272 13	($123 07)
888-33875	02/12/2010	08/09/2010	50	MICROSOFT CORP	$25 53	$27 76	$1,276 73	$1,387 90	($111 17)
888-33875	02/11/2010	08/09/2010	26	MICROSOFT CORP	$25 53	$28 25	$663.90	$734 53	($70 63)
888-33875	03/25/2010	08/06/2010	50	CVS/CAREMARK CORP	$29 63	$36 44	$1,481 32	$1,822 06	($340 74)
888-33875	12/23/2009	08/05/2010	100	COMCAST CORP-CL A	$19 00	$17 02	$1,900 27	$1,701 92	$198 35
888-33875	03/18/2010	08/02/2010	20	CAMERON INTERNATIONAL CORP	$40 90	$43 35	$817.93	$866 97	($49 04)
888-33875	11/10/2009	08/02/2010	12	FRANKLIN RESOURCES INC	$103 82	$113 74	$1,245 81	$1,364 82	($119 01)
888-33875	03/18/2010	07/29/2010	34	BANK OF AMERICA CORP	$14 00	$17 13	$476 00	$582 57	($106 57)
888-33875	02/18/2010	07/28/2010	65	AOL INC	$20 90	$24 54	$1,358 39	$1,595 20	($236 81)
888-33875	08/25/2009	07/28/2010	150	VALERO ENERGY CORP	$17.20	$18 92	$2,580 53	$2,838 50	($257 97)
888-33875	08/11/2009	07/28/2010	75	VALERO ENERGY CORP	$17 20	$18 26	$1,290 26	$1,369 33	($79 07)
888-33875	02/02/2010	07/26/2010	175	MOTOROLA INC	$7 84	$6 45	$1,372 79	$1,127 91	$244 88
888-33875	02/01/2010	07/26/2010	200	MOTOROLA INC	$7 84	$6 30	$1,568 90	$1,259 66	$309 24
888-33875	01/14/2010	07/26/2010	200	MOTOROLA INC	$7 84	$7.74	$1,568 90	$1,548 00	$20 90
888-33875	01/08/2010	07/26/2010	300	MOTOROLA INC	$7 84	$7 90	$2,353 35	$2,370 69	($17 34)
888-33875	04/27/2010	07/21/2010	15	TRANSOCEAN LTD	$47 91	$84 71	$718 71	$1,270 60	($551 89)
888-33875	03/09/2010	07/21/2010	30	TRANSOCEAN LTD	$47 91	$85 26	$1,437 43	$2,557 79	($1,120 36)
888-33875	04/23/2010	07/16/2010	39 02	OVERLAY A PORTFOLIO CLASS 1	$10 34	$10.90	$403 47	$425.32	($21 85)
888-33875	07/27/2009	07/15/2010	11	ALCON INC	$154 72	$128 69	$1,701 97	$1,415 55	$286 42

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	07/17/2009	07/15/2010	110	INTEL CORP	$21 30	$18 67	$2,342 87	$2,053 57	$289 30
888-33875	05/05/2010	07/13/2010	30	CAPITAL ONE FINANCIAL CORP	$44 11	$45 05	$1,323 31	$1,351 63	($28 32)
888-33875	05/05/2010	07/13/2010	5	CAPITAL ONE FINANCIAL CORP	$44 11	$45 05	$220 55	$225 27	($4 72)
888-33875	03/18/2010	07/12/2010	200	NOKIA CORP-SPON ADR	$8 39	$15 19	$1,678 92	$3,038.74	($1,359 82)
888-33875	07/17/2009	07/08/2010	80	INTEL CORP	$20 03	$18 67	$1,602 79	$1,493.50	$109 29
888-33875	04/27/2010	07/07/2010	45	RELIANCE STEEL & ALUMINUM	$36 35	$50 24	$1,635 80	$2,260 65	($624 85)
888-33875	11/09/2009	07/07/2010	38	INGERSOLL-RAND PLC	$33 78	$34 58	$1,283 77	$1,314 02	($30 25)
888-33875	10/22/2009	07/07/2010	7	INGERSOLL-RAND PLC	$33 78	$34 92	$236 48	$244 47	($7 99)
						Total	**$504,180.60**	**$486,424.61**	**$17,755.99**

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	07/01/2009	06/23/2011	105	SMITHFIELD FOODS INC	$21 55	$14 05	$2,262 47	$1,474 78	$787 69
888-33875	04/17/2009	06/21/2011	5	TIME WARNER CABLE	$75.67	$29 12	$378 36	$145 58	$232 78
888-33875	04/17/2009	06/21/2011	25	TIME WARNER CABLE	$75 67	$29 12	$1,891 81	$727 88	$1,163 93
888-33875	04/02/2009	06/21/2011	31	TIME WARNER CABLE	$75 67	$25 40	$2,345 84	$787 53	$1,558 31
888-33875	08/25/2009	06/20/2011	5	HUNTINGTON INGALLS INDUST-WI	$36 00	$27 59	$180 00	$137 96	$42 04
888-33875	08/24/2009	06/20/2011	5	HUNTINGTON INGALLS INDUST-WI	$36 00	$27 63	$180 01	$138 13	$41 88
888-33875	02/24/2010	06/13/2011	5	NEWFIELD EXPLORATION CO	$66.61	$48 90	$333 07	$244 51	$88 56
888-33875	03/18/2010	06/09/2011	83	INGERSOLL-RAND PLC	$44 88	$35 27	$3,724 66	$2,927 68	$796 98
888-33875	11/09/2009	06/09/2011	37	INGERSOLL-RAND PLC	$44 88	$32 67	$1,660 39	$1,208 95	$451 44
888-33875	02/24/2010	06/07/2011	35	NEWFIELD EXPLORATION CO	$70 13	$48 90	$2,454 72	$1,711 55	$743 17
888-33875	02/18/2010	06/07/2011	5	NEWFIELD EXPLORATION CO	$70 13	$50 98	$350 68	$254 91	$95 77
888-33875	12/14/2009	06/07/2011	10	DEVON ENERGY CORPORATION	$80 74	$66 89	$807 38	$668 85	$138 53
888-33875	11/17/2009	06/07/2011	30	DEVON ENERGY CORPORATION	$80 74	$71 14	$2,422 13	$2,134 34	$287 79
888-33875	07/14/2009	06/07/2011	15	DEVON ENERGY CORPORATION	$80 74	$52 53	$1,211 07	$787.89	$423 18
888-33875	04/02/2009	06/03/2011	35	TIME WARNER INC	$35 30	$19 73	$1,235 57	$690 70	$544 87
888-33875	03/18/2010	05/26/2011	40	CAMERON INTERNATIONAL CORP	$47 76	$43 35	$1,910 42	$1,733 94	$176 48
888-33875	01/21/2010	05/19/2011	50	WELLS FARGO & COMPANY	$28 58	$27 58	$1,428 99	$1,379 24	$49 75

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/20/2010	05/19/2011	64	WELLS FARGO & COMPANY	$28 58	$28 06	$1,829 10	$1,795 95	$33 15
888-33875	03/03/2010	05/18/2011	30	COMCAST CORP-CL A	$25 14	$16 86	$754 31	$505 93	$248 38
888-33875	02/05/2010	05/17/2011	50	DOW CHEMICAL	$37 11	$26 35	$1,855 65	$1,317 29	$538 36
888-33875	02/05/2010	05/17/2011	25	DOW CHEMICAL	$37.11	$26 35	$927 83	$658.65	$269 18
888-33875	03/03/2010	05/16/2011	150	COMCAST CORP-CL A	$24 87	$16 86	$3,729.78	$2,529 66	$1,200 12
888-33875	12/31/2009	05/16/2011	39	JPMORGAN CHASE & CO	$43 17	$41 98	$1,683.75	$1,637 30	$46 45
888-33875	12/14/2009	05/16/2011	61	JPMORGAN CHASE & CO	$43 17	$41 74	$2,633 56	$2,546 27	$87 29
888-33875	05/14/2009	05/16/2011	2	JPMORGAN CHASE & CO	$43 17	$35 06	$86 35	$70 12	$16 23
888-33875	05/11/2009	05/16/2011	148	JPMORGAN CHASE & CO	$43 17	$37 07	$6,389 62	$5,485 99	$903 63
888-33875	04/28/2009	05/16/2011	15	JPMORGAN CHASE & CO	$43 17	$32 86	$647 60	$492 88	$154 72
888-33875	03/18/2010	05/13/2011	55	GILEAD SCIENCES INC	$41 24	$47 29	$2,268 47	$2,600 77	($332 30)
888-33875	02/08/2010	05/13/2011	5	GILEAD SCIENCES INC	$41 24	$46 24	$206 22	$231.18	($24 96)
888-33875	05/11/2009	05/13/2011	2	JPMORGAN CHASE & CO	$43 13	$37 07	$86 27	$74 14	$12 13
888-33875	04/28/2009	05/13/2011	33	JPMORGAN CHASE & CO	$43 13	$32 86	$1,423 39	$1,084 33	$339 06
888-33875	01/25/2010	05/12/2011	1	GOLDMAN SACHS GROUP INC	$141 93	$157 13	$141 93	$157 13	($15 20)
888-33875	10/13/2009	05/12/2011	125	MORGAN STANLEY	$24 47	$31 30	$3,059 20	$3,911 99	($852 79)
888-33875	03/18/2010	05/06/2011	30	CAMERON INTERNATIONAL CORP	$48 10	$43 35	$1,443 14	$1,300 46	$142 68
888-33875	01/20/2010	05/05/2011	36	WELLS FARGO & COMPANY	$27 89	$28 06	$1,003.90	$1,010 22	($6 32)
888-33875	12/18/2009	05/05/2011	39	WELLS FARGO & COMPANY	$27 89	$26 69	$1,087 55	$1,041 09	$46 46
888-33875	04/02/2009	04/29/2011	40	TIME WARNER INC	$37.84	$19 73	$1,513 55	$789 38	$724 17
888-33875	12/18/2009	04/28/2011	11	WELLS FARGO & COMPANY	$29 27	$26 69	$322 02	$293 64	$28 38
888-33875	12/15/2009	04/28/2011	125	WELLS FARGO & COMPANY	$29 27	$25 00	$3,659 33	$3,125 00	$534 33
888-33875	12/04/2009	04/28/2011	44	WELLS FARGO & COMPANY	$29.27	$27 20	$1,288 08	$1,196 58	$91 50
888-33875	11/17/2009	04/27/2011	65	TE CONNECTIVITY LTD	$35 42	$24 52	$2,302 58	$1,593 80	$708 78
888-33875	10/26/2009	04/26/2011	5	EMC CORP/MASS	$28 20	$17 37	$141 00	$86 84	$54.16
888-33875	10/20/2009	04/26/2011	70	EMC CORP/MASS	$28 20	$17 84	$1,974 05	$1,248 71	$725 34
888-33875	10/09/2008	04/26/2011	50	TEVA PHARMACEUTICAL-SP ADR	$46 01	$43 06	$2,300 41	$2,152 76	$147 65
888-33875	07/25/2008	04/26/2011	50	TEVA PHARMACEUTICAL-SP ADR	$46 01	$45 75	$2,300 41	$2,287 73	$12 68
888-33875	05/12/2008	04/26/2011	20	TEVA PHARMACEUTICAL-SP ADR	$46 01	$44 66	$920 16	$893 18	$26 98
888-33875	01/27/2010	04/25/2011	10	GOLDMAN SACHS GROUP INC	$151 73	$149 55	$1,517 25	$1,495 50	$21 75

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/25/2010	04/25/2011	5	GOLDMAN SACHS GROUP INC	$151 73	$157 13	$758 63	$785 64	($27 01)
888-33875	04/20/2009	04/21/2011	75	NEWS CORP	$17 38	$7 81	$1,303 24	$585.71	$717 53
888-33875	06/20/2007	04/15/2011	5	APPLE INC	$331 39	$122 84	$1,656 93	$614 18	$1,042 75
888-33875	03/18/2010	04/14/2011	150	DELL INC	$14 98	$14 43	$2,246 66	$2,164 61	$82 05
888-33875	11/23/2009	04/14/2011	100	DELL INC	$14 98	$14 69	$1,497 77	$1,469 40	$28 37
888-33875	09/22/2009	04/12/2011	85	BB&T CORP	$27 30	$28 99	$2,320 51	$2,464 13	($143 62)
888-33875	03/18/2010	04/07/2011	50	GARMIN LTD	$33 67	$36 43	$1,683 62	$1,821 69	($138 07)
888-33875	12/23/2009	04/07/2011	15	GARMIN LTD	$33 67	$30 50	$505 09	$457 51	$47 58
888-33875	12/07/2009	04/06/2011	25	SUNCOR ENERGY INC	$44 72	$35 78	$1,117 94	$894 59	$223 35
888-33875	03/18/2010	04/05/2011	55	INTEL CORP	$19 75	$22 04	$1,086 22	$1,211 98	($125 76)
888-33875	03/18/2010	04/05/2011	10	KOHLS CORP	$54.51	$54 65	$545 06	$546 48	($1 42)
888-33875	09/22/2009	04/05/2011	5	BB&T CORP	$27.51	$28 99	$137 53	$144 95	($7 42)
888-33875	09/16/2009	04/05/2011	45	BB&T CORP	$27 51	$29 05	$1,237 78	$1,307 05	($69 27)
888-33875	07/01/2009	04/05/2011	85	SMITHFIELD FOODS INC	$23 99	$14 05	$2,038 92	$1,193 87	$845 05
888-33875	06/16/2009	03/31/2011	50	JPMORGAN CHASE & CO	$46 25	$33 84	$2,312 58	$1,691 78	$620 80
888-33875	03/18/2010	03/30/2011	40	KOHLS CORP	$52 95	$54 65	$2,117 92	$2,185 91	($67 99)
888-33875	06/05/2009	03/30/2011	3	KOHLS CORP	$52 95	$46 17	$158 84	$138 50	$20 34
888-33875	11/06/2007	03/30/2011	13	SCHLUMBERGER LTD	$93 68	$98 25	$1,217 81	$1,277 30	($59 49)
888-33875	11/06/2007	03/28/2011	12	SCHLUMBERGER LTD	$90 81	$98 25	$1,089 70	$1,179 04	($89 34)
888-33875	02/19/2010	03/25/2011	25	ENSCO PLC- SPON ADR	$58.17	$42 99	$1,454 22	$1,074 72	$379 50
888-33875	05/26/2009	03/25/2011	18	ENSCO PLC- SPON ADR	$58 17	$35 75	$1,047 03	$643 42	$403 61
888-33875	12/23/2009	03/24/2011	35	GARMIN LTD	$33 89	$30 50	$1,185 98	$1,067 54	$118.44
888-33875	12/17/2009	03/24/2011	50	GARMIN LTD	$33 89	$30 76	$1,694.25	$1,538 14	$156 11
888-33875	03/19/2010	03/22/2011	8	ALCON INC	$164.51	$162 42	$1,316 11	$1,299 39	$16 72
888-33875	10/03/2008	03/21/2011	3	CME GROUP INC	$286 01	$395 31	$858 04	$1,185 93	($327 89)
888-33875	10/29/2007	03/21/2011	15	SCHLUMBERGER LTD	$89 11	$99 82	$1,336 63	$1,497.34	($160 71)
888-33875	11/27/2009	03/17/2011	15	INTEL CORP	$19 91	$19 11	$298 59	$286 72	$11 87
888-33875	02/18/2010	03/16/2011	15	NEWFIELD EXPLORATION CO	$68 91	$50 98	$1,033 58	$764 73	$268 85
888-33875	01/25/2010	03/16/2011	14	GOLDMAN SACHS GROUP INC	$155 20	$157 13	$2,172 73	$2,199 80	($27 07)
888-33875	06/08/2009	03/16/2011	1	COSTCO WHOLESALE CORP	$69 96	$47 45	$69 96	$47 45	$22 51

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/31/2009	03/16/2011	45	THE WALT DISNEY CO	$40 87	$18 07	$1,839 27	$813 27	$1,026 00
888-33875	02/25/2010	03/15/2011	16	COOPER INDUSTRIES PLC	$61 06	$44 77	$976.92	$716 24	$260 68
888-33875	06/05/2009	03/14/2011	23	KOHLS CORP	$53 82	$46 17	$1,237 76	$1,061 80	$175 96
888-33875	02/08/2010	03/11/2011	35	GILEAD SCIENCES INC	$40.93	$46 24	$1,432 48	$1,618 25	($185 77)
888-33875	11/27/2009	03/11/2011	60	INTEL CORP	$20 85	$19 11	$1,251 28	$1,146 87	$104 41
888-33875	05/07/2009	03/11/2011	85	VODAFONE GROUP PLC-SP ADR	$28 81	$18 31	$2,448 82	$1,556.30	$892 52
888-33875	11/17/2009	03/10/2011	10	TYCO ELECTRONICS LTD	$34 66	$24 52	$346 57	$245 20	$101 37
888-33875	10/06/2009	03/10/2011	40	TYCO ELECTRONICS LTD	$34 66	$21 72	$1,386 29	$868 93	$517 36
888-33875	06/16/2009	03/10/2011	8	JPMORGAN CHASE & CO	$46 02	$33 84	$368 16	$270 68	$97 48
888-33875	05/27/2009	03/10/2011	42	JPMORGAN CHASE & CO	$46 02	$36 29	$1,932 84	$1,524 10	$408 74
888-33875	04/28/2009	03/09/2011	30	JPMORGAN CHASE & CO	$46 63	$32 86	$1,398 94	$985 75	$413 19
888-33875	11/13/2009	03/07/2011	140	FORD MOTOR CO	$14 09	$8 36	$1,972 46	$1,170 34	$802.12
888-33875	02/25/2009	03/07/2011	95	NEWS CORP	$17 47	$5 96	$1,659 18	$565 80	$1,093 38
888-33875	02/08/2010	03/04/2011	4	ALCON INC	$165 97	$156 39	$663 87	$625 55	$38.32
888-33875	05/26/2009	03/04/2011	22	ENSCO PLC- SPON ADR	$56 97	$35 75	$1,253 44	$786.40	$467 04
888-33875	12/07/2009	03/03/2011	10	SUNCOR ENERGY INC	$46 72	$35 78	$467 18	$357 83	$109 35
888-33875	11/27/2009	03/03/2011	30	SUNCOR ENERGY INC	$46 72	$35 91	$1,401 56	$1,077 21	$324 35
888-33875	10/03/2008	03/03/2011	4	CME GROUP INC	$309 19	$395 31	$1,236 74	$1,581 25	($344 51)
888-33875	10/29/2007	03/03/2011	13	SCHLUMBERGER LTD	$92 49	$99 82	$1,202 41	$1,297 69	($95 28)
888-33875	10/29/2007	03/01/2011	22	SCHLUMBERGER LTD	$92 70	$99 82	$2,039 51	$2,196 09	($156 58)
888-33875	06/18/2007	03/01/2011	3	SCHLUMBERGER LTD	$92 70	$84 86	$278 11	$254 58	$23 53
888-33875	06/05/2009	02/28/2011	24	KOHLS CORP	$53 44	$46 17	$1,282 67	$1,107 97	$174 70
888-33875	10/14/2009	02/24/2011	5	CISCO SYSTEMS INC	$18 29	$24 42	$91 47	$122 12	($30 65)
888-33875	02/08/2010	02/23/2011	6	ALCON INC	$165 43	$156 39	$992 61	$938.32	$54 29
888-33875	01/15/2010	02/23/2011	1	ALCON INC	$165 43	$153 60	$165 43	$153 60	$11 83
888-33875	11/12/2009	02/23/2011	20	VERTEX PHARMACEUTICALS INC	$43 92	$40 71	$878.33	$814 10	$64 23
888-33875	12/04/2009	02/22/2011	6	WELLS FARGO & COMPANY	$31 59	$27 20	$189 53	$163 17	$26 36
888-33875	05/08/2009	02/22/2011	39	WELLS FARGO & COMPANY	$31 59	$22 00	$1,231.95	$858 00	$373 95
888-33875	10/03/2008	02/18/2011	4	CME GROUP INC	$302 92	$395 31	$1,211 68	$1,581 25	($369 57)
888-33875	06/20/2007	02/18/2011	4	APPLE INC	$353 27	$122 84	$1,413 09	$491 34	$921 75

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/08/2010	02/17/2011	10	GILEAD SCIENCES INC	$39 32	$46 24	$393 18	$462 36	($69 18)
888-33875	01/20/2010	02/17/2011	20	GILEAD SCIENCES INC	$39 32	$45 73	$786 37	$914 52	($128 15)
888-33875	10/14/2009	02/16/2011	50	CISCO SYSTEMS INC	$18 63	$24.42	$931 32	$1,221 17	($289 85)
888-33875	12/31/1998	02/16/2011	55	CISCO SYSTEMS INC	$18 63	$23 23	$1,024 46	$1,277 48	($253 02)
888-33875	01/20/2010	02/15/2011	20	GILEAD SCIENCES INC	$38 85	$45.73	$776 97	$914.52	($137 55)
888-33875	05/08/2009	02/15/2011	136	WELLS FARGO & COMPANY	$34 04	$22 00	$4,629 37	$2,992 00	$1,637 37
888-33875	03/31/2009	02/15/2011	23	GILEAD SCIENCES INC	$38 85	$46 13	$893 51	$1,061 01	($167 50)
888-33875	12/31/1998	02/14/2011	70	CISCO SYSTEMS INC	$18.82	$23 23	$1,317 52	$1,625 89	($308 37)
888-33875	01/15/2010	02/10/2011	9	ALCON INC	$164 15	$153 60	$1,477 33	$1,382 41	$94 92
888-33875	01/11/2010	02/10/2011	1	ALCON INC	$164 15	$154 89	$164.15	$154 89	$9 26
888-33875	12/31/1998	02/10/2011	135	CISCO SYSTEMS INC	$19 11	$23 23	$2,580 28	$3,135 65	($555 37)
888-33875	05/14/2009	02/08/2011	35	KOHLS CORP	$51 78	$42 17	$1,812 37	$1,476 02	$336 35
888-33875	10/06/2009	02/07/2011	10	TYCO ELECTRONICS LTD	$36 98	$21 72	$369 84	$217 23	$152 61
888-33875	08/25/2009	02/07/2011	30	TYCO ELECTRONICS LTD	$36 98	$23 50	$1,109 51	$705 11	$404 40
888-33875	10/08/2009	02/01/2011	11	COOPER INDUSTRIES PLC	$62 07	$38.75	$682 74	$426 30	$256 44
888-33875	01/11/2010	01/31/2011	13	ALCON INC	$163 30	$154 89	$2,122 91	$2,013 53	$109 38
888-33875	10/20/2009	01/28/2011	12	TARGET CORP	$54 46	$49 95	$653 49	$599 43	$54 06
888-33875	05/12/2008	01/27/2011	4	CME GROUP INC	$310.40	$465 07	$1,241 61	$1,860 27	($618 66)
888-33875	08/25/2009	01/25/2011	20	TYCO ELECTRONICS LTD	$37 00	$23 50	$740 08	$470 08	$270 00
888-33875	05/13/2009	01/25/2011	5	TYCO ELECTRONICS LTD	$37.00	$16 28	$185 02	$81 41	$103 61
888-33875	05/03/2007	01/24/2011	3	GOOGLE INC-CL A	$607 63	$469 47	$1,822 90	$1,408 40	$414 50
888-33875	10/09/2008	01/21/2011	89	GILEAD SCIENCES INC	$38 15	$41 62	$3,395 28	$3,704 08	($308 80)
888-33875	10/20/2009	01/19/2011	80	EMC CORP/MASS	$24 18	$17 84	$1,934 36	$1,427 10	$507 26
888-33875	09/21/2009	01/19/2011	10	EMC CORP/MASS	$24 18	$16 74	$241 80	$167 35	$74 45
888-33875	01/11/2010	01/14/2011	11	ALCON INC	$163 05	$154 89	$1,793 53	$1,703 75	$89.78
888-33875	11/10/2009	01/14/2011	10	ALCON INC	$163 05	$147 59	$1,630 49	$1,475 90	$154 59
888-33875	10/22/2009	01/14/2011	4	ALCON INC	$163 05	$146.69	$652 20	$586 76	$65 44
888-33875	10/22/2009	01/10/2011	6	ALCON INC	$162 50	$146 69	$974 99	$880 13	$94 86
888-33875	10/07/2009	01/10/2011	8	ALCON INC	$162 50	$138 27	$1,299 99	$1,106 13	$193 86
888-33875	06/15/2009	01/10/2011	70	AT&T INC	$28.38	$24 54	$1,986 56	$1,718 03	$268 53

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/07/2009	01/05/2011	2	ALCON INC	$163 15	$138 27	$326 30	$276 53	$49 77
888-33875	09/24/2009	01/05/2011	5	ALCON INC	$163 15	$140.27	$815 74	$701 33	$114 41
888-33875	09/24/2009	12/30/2010	5	ALCON INC	$163 53	$140 27	$817 67	$701 33	$116 34
888-33875	09/09/2009	12/30/2010	3	ALCON INC	$163 53	$134 56	$490 60	$403 69	$86 91
888-33875	11/06/2009	12/27/2010	50	CONOCOPHILLIPS	$67 07	$51 96	$3,353 45	$2,598 23	$755 22
888-33875	10/19/2009	12/27/2010	10	CONOCOPHILLIPS	$67 07	$52 59	$670 69	$525 89	$144 80
888-33875	06/15/2009	12/22/2010	30	AT&T INC	$29 02	$24 54	$870 62	$736 30	$134 32
888-33875	06/02/2009	12/22/2010	45	AT&T INC	$29 02	$24 92	$1,305 93	$1,121 24	$184 69
888-33875	09/09/2009	12/20/2010	6	ALCON INC	$161 70	$134 57	$970 20	$807 39	$162 81
888-33875	02/25/2009	12/20/2010	80	NEWS CORP	$14 45	$5 96	$1,155 79	$476 46	$679 33
888-33875	09/09/2009	12/17/2010	1	ALCON INC	$162 14	$134 57	$162 14	$134 57	$27 57
888-33875	08/31/2009	12/17/2010	10	ALCON INC	$162.14	$128.77	$1,621 41	$1,287 66	$333 75
888-33875	07/27/2009	12/17/2010	1	ALCON INC	$162 14	$128 69	$162 14	$128 69	$33 45
888-33875	11/12/2009	12/14/2010	45	VERTEX PHARMACEUTICALS INC	$34 18	$40 70	$1,538 01	$1,831 71	($293 70)
888-33875	05/14/2009	12/13/2010	15	KOHLS CORP	$53 45	$42 17	$801 78	$632 58	$169 20
888-33875	01/28/2009	12/13/2010	15	KOHLS CORP	$53 45	$38 56	$801 78	$578 36	$223 42
888-33875	05/12/2008	12/13/2010	25	TEVA PHARMACEUTICAL-SP ADR	$53.43	$44 66	$1,335 85	$1,116 48	$219 37
888-33875	06/08/2009	12/09/2010	14	COSTCO WHOLESALE CORP	$70 57	$47.45	$987 95	$664.30	$323 65
888-33875	06/02/2009	12/09/2010	140	AT&T INC	$28 73	$24 92	$4,022 34	$3,488 30	$534 04
888-33875	06/02/2009	12/09/2010	5	AT&T INC	$28 73	$24 92	$143.66	$124 58	$19 08
888-33875	03/27/2008	12/07/2010	30	CELGENE CORP	$57 17	$61 70	$1,715 21	$1,851 05	($135 84)
888-33875	11/13/2007	12/07/2010	10	CELGENE CORP	$57 17	$62 54	$571 74	$625 35	($53 61)
888-33875	08/13/2007	12/07/2010	5	CELGENE CORP	$57 17	$60 41	$285 87	$302 03	($16 16)
888-33875	07/23/2009	12/03/2010	25	ALTRIA GROUP INC	$23 79	$17 31	$594 83	$432 77	$162 06
888-33875	04/02/2009	12/02/2010	12	TIME WARNER CABLE	$64 81	$25 40	$777 73	$304 85	$472 88
888-33875	02/20/2009	12/02/2010	2	TIME WARNER CABLE	$64 81	$24 44	$129.62	$48 88	$80 74
888-33875	06/20/2007	11/29/2010	5	APPLE INC	$313 41	$122 83	$1,567 04	$614 17	$952 87
888-33875	11/13/2009	11/24/2010	85	FORD MOTOR CO	$15 89	$8 36	$1,350 23	$710 57	$639 66
888-33875	11/06/2009	11/24/2010	60	FORD MOTOR CO	$15 89	$7.61	$953.11	$456 87	$496 24
888-33875	06/11/2009	11/24/2010	225	D R HORTON INC	$10 11	$9 55	$2,275 58	$2,148 84	$126 74

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	11/12/2009	11/19/2010	25	ILLINOIS TOOL WORKS	$47 25	$48 79	$1,181.34	$1,219 84	($38 50)
888-33875	10/21/2009	11/19/2010	5	ILLINOIS TOOL WORKS	$47 25	$49 14	$236 27	$245 70	($9 43)
888-33875	10/20/2009	11/19/2010	18	TARGET CORP	$55 33	$49 95	$995 99	$899 15	$96 84
888-33875	06/08/2009	11/19/2010	10	COSTCO WHOLESALE CORP	$66 53	$47 45	$665 25	$474 50	$190 75
888-33875	02/10/2009	11/19/2010	7	COSTCO WHOLESALE CORP	$66 53	$44 45	$465 68	$311 16	$154 52
888-33875	09/23/2009	11/18/2010	200	PULTE GROUP INC	$6 72	$12.11	$1,343 74	$2,421 48	($1,077 74)
888-33875	01/28/2009	11/17/2010	35	KOHLS CORP	$52 34	$38 56	$1,831 80	$1,349 50	$482 30
888-33875	02/20/2009	11/16/2010	4	TIME WARNER CABLE	$62 46	$24 44	$249 84	$97 76	$152 08
888-33875	02/20/2009	11/16/2010	5	TIME WARNER CABLE	$62.46	$24 44	$312.30	$122 19	$190 11
888-33875	02/20/2009	11/16/2010	5	TIME WARNER CABLE	$62 46	$24 44	$312 30	$122 19	$190 11
888-33875	12/08/2008	11/16/2010	16	TIME WARNER CABLE	$62 46	$30 62	$999 34	$489 85	$509 49
888-33875	11/19/2008	11/16/2010	10	TIME WARNER CABLE	$62 46	$25 51	$624 59	$255 11	$369 48
888-33875	10/14/2009	11/12/2010	70	SUNCOR ENERGY INC	$34 34	$38 99	$2,403 93	$2,729.27	($325 34)
888-33875	05/27/2009	11/12/2010	55	DANAHER CORP	$43 46	$30 55	$2,390.52	$1,680 00	$710 52
888-33875	12/11/2007	11/12/2010	294 855	BERNSTEIN EMERGING MARKETS PORTFOLIO	$32 65	$40.96	$9,530 76	$12,077 26	($2,546 50)
888-33875	06/25/2007	11/12/2010	51.487	BERNSTEIN EMERGING MARKETS PORTFOLIO	$32 65	$45 78	$1,664.24	$2,356 96	($692 72)
888-33875	06/18/2007	11/12/2010	1098 131	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$14 09	$12 95	$15,472 67	$14,220 80	$1,251 87
888-33875	05/03/2007	11/12/2010	321 315	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$14 09	$13 21	$4,527.33	$4,244 57	$282 76
888-33875	05/03/2007	11/12/2010	753 841	BERNSTEIN INTERNATIONAL PORTFOLIO	$15 62	$28 08	$11,775 00	$21,167 86	($9,392 86)
888-33875	02/11/2009	11/10/2010	200	CBS CORP-CLASS B NON VOTING	$16 74	$5 91	$3,348 86	$1,182 52	$2,166 34
888-33875	10/21/2009	11/09/2010	20	ILLINOIS TOOL WORKS	$48 32	$49 14	$966 34	$982 80	($16 46)
888-33875	03/05/2009	11/08/2010	18	PEPSICO INC	$65 09	$46 86	$1,171 57	$843 44	$328 13
888-33875	10/21/2009	11/03/2010	25	ILLINOIS TOOL WORKS	$46 21	$49 14	$1,155 37	$1,228 51	($73 14)
888-33875	06/20/2007	11/02/2010	1	APPLE INC	$310 03	$122.83	$310 03	$122 83	$187 20
888-33875	05/03/2007	11/02/2010	2 .	APPLE INC	$310 03	$100 85	$620 05	$201.70	$418 35
888-33875	10/20/2009	10/28/2010	15	TARGET CORP	$52 33	$49.95	$784 89	$749 29	$35 60

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/15/2009	10/28/2010	6	TARGET CORP	$52 33	$50 35	$313.96	$302 07	$11 89
888-33875	05/12/2008	10/28/2010	25	TEVA PHARMACEUTICAL-SP ADR	$52 08	$44 66	$1,302 09	$1,116 48	$185 61
888-33875	05/03/2007	10/28/2010	2	GOOGLE INC-CL A	$615 79	$469 47	$1,231 57	$938 93	$292 64
888-33875	02/10/2009	10/27/2010	16	COSTCO WHOLESALE CORP	$62 77	$44 45	$1,004 38	$711 22	$293 16
888-33875	11/12/2008	10/27/2010	15	HEWLETT-PACKARD CO	$42 09	$31 99	$631 32	$479 84	$151 48
888-33875	09/18/2009	10/22/2010	35	KLA-TENCOR CORPORATION	$36 08	$35 38	$1,262 89	$1,238 45	$24 44
888-33875	07/27/2009	10/22/2010	8	ALCON INC	$167 34	$128 69	$1,338 74	$1,029 48	$309 26
888-33875	05/13/2009	10/22/2010	30	TYCO ELECTRONICS LTD	$31 36	$16 28	$940 67	$488 45	$452 22
888-33875	03/05/2009	10/22/2010	7	PEPSICO INC	$65 08	$46 86	$455 59	$328 00	$127 59
888-33875	02/06/2009	10/22/2010	10	PEPSICO INC	$65 08	$52 84	$650 85	$528 44	$122 41
888-33875	09/18/2009	10/20/2010	30	ILLINOIS TOOL WORKS	$46 73	$44 59	$1,401 90	$1,337 66	$64 24
888-33875	02/06/2009	10/20/2010	15	PEPSICO INC	$65 26	$52 84	$978.87	$792 66	$186 21
888-33875	10/03/2008	10/20/2010	15	PEPSICO INC	$65.26	$70 98	$978 87	$1,064 76	($85 89)
888-33875	05/03/2007	10/19/2010	9	APPLE INC	$310 59	$100 85	$2,795 33	$907 64	$1,887 69
888-33875	05/13/2009	10/08/2010	4	TARGET CORP	$54 20	$40 52	$216 79	$162 07	$54 72
888-33875	09/28/2009	10/07/2010	10	FREEPORT-MCMORAN COPPER	$91.31	$68 99	$913 10	$689 93	$223 17
888-33875	09/21/2009	10/07/2010	55	EMC CORP/MASS	$19 56	$16 74	$1,075 92	$920.45	$155 47
888-33875	02/10/2009	10/06/2010	12	COSTCO WHOLESALE CORP	$63 80	$44 45	$765 59	$533 42	$232 17
888-33875	12/17/2008	10/06/2010	5	COSTCO WHOLESALE CORP	$63 80	$53 81	$318 99	$269 07	$49 92
888-33875	11/12/2008	10/06/2010	25	HEWLETT-PACKARD CO	$40 71	$31 99	$1,017 74	$799 74	$218 00
888-33875	09/18/2009	10/05/2010	35	KLA-TENCOR CORPORATION	$35 06	$35 38	$1,227 04	$1,238 45	($11 41)
888-33875	04/02/2009	10/05/2010	34	TIME WARNER INC	$30 44	$19 73	$1,035 05	$670 97	$364 08
888-33875	02/20/2009	10/05/2010	31	TIME WARNER INC	$30 44	$15 61	$943 73	$483 76	$459 97
888-33875	06/20/2007	10/04/2010	25	GILEAD SCIENCES INC	$35 35	$39 78	$883 86	$994 38	($110 52)
888-33875	05/03/2007	10/04/2010	10	GILEAD SCIENCES INC	$35 35	$41.69	$353 54	$416 86	($63 32)
888-33875	05/13/2009	10/01/2010	22	TARGET CORP	$53 46	$40 52	$1,176 12	$891.38	$284 74
888-33875	02/20/2009	10/01/2010	30	TIME WARNER INC	$30 67	$15 61	$919 98	$468 16	$451 82
888-33875	02/20/2009	10/01/2010	5	TIME WARNER INC	$30 67	$15 61	$153 33	$78 03	$75 30
888-33875	12/08/2008	10/01/2010	5	TIME WARNER INC	$30 67	$19 55	$153 33	$97 75	$55 58
888-33875	11/12/2008	10/01/2010	25	HEWLETT-PACKARD CO	$40 56	$31 99	$1,014 08	$799 74	$214 34

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Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	07/17/2009	09/30/2010	20	INTEL CORP	$19 26	$18 67	$385 11	$373 38	$11 73
888-33875	09/18/2009	09/23/2010	5	ILLINOIS TOOL WORKS	$45 87	$44 59	$229 36	$222 94	$6 42
888-33875	08/21/2009	09/23/2010	15	ILLINOIS TOOL WORKS	$45 87	$42 28	$688 08	$634 25	$53.83
888-33875	12/17/2008	09/22/2010	18	COSTCO WHOLESALE CORP	$62 04	$53 82	$1,116 71	$968 67	$148 04
888-33875	05/03/2007	09/22/2010	30	GILEAD SCIENCES INC	$36 06	$41 69	$1,081 87	$1,250 57	($168 70)
888-33875	08/11/2009	09/20/2010	525	SPRINT NEXTEL CORP	$4 60	$3 58	$2,416 68	$1,879 29	$537 39
888-33875	11/12/2008	09/17/2010	25	HEWLETT-PACKARD CO	$39 47	$31 99	$986 78	$799 74	$187 04
888-33875	11/12/2008	09/15/2010	10	HEWLETT-PACKARD CO	$39 81	$31 99	$398 14	$319 90	$78 24
888-33875	07/25/2008	09/15/2010	43	HEWLETT-PACKARD CO	$39 81	$43 48	$1,712 00	$1,869 52	($157 52)
888-33875	05/13/2009	09/14/2010	20	TARGET CORP	$53 98	$40.52	$1,079 53	$810 34	$269 19
888-33875	05/03/2007	09/09/2010	2	GOOGLE INC-CL A	$479 47	$469 47	$958 94	$938 93	$20 01
888-33875	05/13/2009	09/03/2010	9	TARGET CORP	$52 85	$40 52	$475 68	$364 65	$111 03
888-33875	04/30/2009	09/03/2010	12	TARGET CORP	$52 85	$40 98	$634 25	$491 80	$142 45
888-33875	07/25/2008	09/02/2010	40	HEWLETT-PACKARD CO	$39 32	$43 48	$1,572 76	$1,739 09	($166 33)
888-33875	05/13/2009	09/01/2010	65	TYCO ELECTRONICS LTD	$25 19	$16 28	$1,637 11	$1,058 31	$578 80
888-33875	04/27/2009	09/01/2010	55	TYCO ELECTRONICS LTD	$25 19	$16 98	$1,385 25	$934 05	$451 20
888-33875	04/30/2009	08/30/2010	18	TARGET CORP	$51 11	$40 98	$919 95	$737 71	$182 24
888-33875	07/17/2009	08/27/2010	145	INTEL CORP	$18 31	$18 67	$2,654 65	$2,706 97	($52 32)
888-33875	12/17/2008	08/24/2010	22	COSTCO WHOLESALE CORP	$54 60	$53 81	$1,201.15	$1,183 92	$17 23
888-33875	07/25/2008	08/24/2010	20	HEWLETT-PACKARD CO	$38 66	$43 48	$773 25	$869 54	($96 29)
888-33875	05/03/2007	08/24/2010	45	GILEAD SCIENCES INC	$32 25	$41 69	$1,451.28	$1,875 85	($424 57)
888-33875	05/27/2009	08/20/2010	55	DANAHER CORP	$36 28	$30 55	$1,995 13	$1,680 00	$315 13
888-33875	06/30/2009	08/18/2010	15	ILLINOIS TOOL WORKS	$42.83	$37 33	$642.38	$559 93	$82 45
888-33875	07/28/2009	08/17/2010	20	SPX CORP	$59 82	$54 19	$1,196 39	$1,083 89	$112 50
888-33875	07/17/2009	08/12/2010	70	INTEL CORP	$19 50	$18 67	$1,365 20	$1,306.82	$58 38
888-33875	06/03/2009	08/12/2010	110	XL GROUP PLC	$17 69	$9 97	$1,945 75	$1,096 55	$849 20
888-33875	07/27/2009	08/10/2010	145	TEXTRON INC	$20 21	$11 08	$2,929 73	$1,605 91	$1,323 82
888-33875	04/30/2009	08/09/2010	28	MERCK & CO INC	$35 33	$23.74	$989 34	$664.70	$324 64
888-33875	04/17/2009	08/09/2010	42	MERCK & CO INC	$35 33	$24.02	$1,484 01	$1,008 98	$475 03
888-33875	07/21/2009	08/02/2010	35	CIMAREX ENERGY CO	$70 85	$32.76	$2,479 71	$1,146 74	$1,332 97

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Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	07/08/2009	08/02/2010	40	CAMERON INTERNATIONAL CORP	$40 90	$25 28	$1,635 87	$1,011 24	$624 63
888-33875	11/19/2007	08/02/2010	8	FRANKLIN RESOURCES INC	$103 82	$116 51	$830 54	$932 11	($101 57)
888-33875	04/02/2009	07/28/2010	5	AOL INC	$20 90	$17 60	$104 49	$88 01	$16.48
888-33875	07/25/2008	07/26/2010	50	HEWLETT-PACKARD CO	$46 22	$43.48	$2,311 08	$2,173.86	$137 22
888-33875	07/14/2009	07/20/2010	20	DEVON ENERGY CORPORATION	$60 86	$52 53	$1,217 26	$1,050 53	$166 73
888-33875	10/03/2008	07/16/2010	30	PEPSICO INC	$62 49	$70 98	$1,874 60	$2,129 52	($254 92)
888-33875	12/17/2008	07/15/2010	25	COSTCO WHOLESALE CORP	$56 15	$53 81	$1,403 72	$1,345 36	$58 36
888-33875	05/12/2008	07/15/2010	10	COSTCO WHOLESALE CORP	$56 15	$72 65	$561 49	$726 46	($164 97)
888-33875	06/18/2007	07/15/2010	22	SCHLUMBERGER LTD	$57 73	$84 86	$1,270 08	$1,866 95	($596 87)
888-33875	05/03/2007	07/13/2010	3	GOOGLE INC-CL A	$491 69	$469 47	$1,475 08	$1,408 40	$66 68
888-33875	06/26/2009	07/08/2010	25	INTEL CORP	$20 03	$16 19	$500 87	$404 75	$96 12
888-33875	06/04/2009	07/07/2010	35	INGERSOLL-RAND PLC	$33 78	$21.95	$1,182 42	$768 41	$414 01
888-33875	05/26/2009	07/07/2010	25	ENSCO PLC- SPON ADR	$40 70	$35.75	$1,017 51	$893 64	$123 87
888-33875	06/03/2009	07/02/2010	65	XL GROUP PLC	$16 02	$9.97	$1,041 49	$647 96	$393 53
						Total	$366,231.48	$324,662.92	$41,568.56

Cash in Lieu Capital Gains[1]

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	//	04/18/2011	0	HUNTINGTON INGALLS INDUST-WI	$0 00	$0 00	$18 99	$0 00	$18 99
						Total	$18.99	$0.00	$18.99

LT Cap Gains Distribution from Bernstein Funds

Account No.	Income Date	Description		Amount
888-33875	12/22/2010	OVERLAY A PORTFOLIO CLASS 1 LONG CAPITAL GAIN		$4,044 05
			Total	$4,044.05

[1] Cash in Lieu Cash representing the value of fractional stock shares, generally paid out as the result of corporate mergers

The information above reflects the total gains and losses of the accounts in your relationship and therefore may include nontaxable accounts To simplify your tax planning process, we encourage you to

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2010 - 06/30/2011

customize this page with a Personalized Account Analysis that aligns with your tax obligations or contact your Bernstein Advisor Please note that prior to 2008, long-term capital gains distributions from mutual funds can be found on the Income report Please see your Year-End Tax Report for your official tax record You should verify the accuracy of all calculations with your tax advisor

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.	18.	18.
EAGLE BANK	69.	69.
TOTAL	87.	87.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.		46,639.	46,639.
	TOTAL	46,639.	46,639.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME		228.	228.
	TOTALS	228.	228.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		150.			
	TOTALS	150.	0.	0.	0.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING		1,600.			
	TOTALS	1,600.	0.	0.	0.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	16,971.	16,971.
BANK SERVICE FEES	146.	146.
TOTALS	17,117.	17,117.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	18.	18.
TOTALS	18.	18.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SANFORD BERNSTEIN	2,408,070.	2,336,185.
TOTALS	2,408,070.	2,336,185.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

STEVEN FANAROFF
11820 PARKLAWN DRIVE, SUITE 200
ROCKVILLE, MD 20852
301-230-3000

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER STATING NAME OF ORGANIZATION AND SUBMITTING PROOF OF ITS TAX-EXEMPT STATUS AND STATING PURPOSE FOR WHICH GRANT WILL BE USED.

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YESHIVA OF GREATER WASHINGTON 2010 LINDEN LANE SILVER SPRING, MD 20910	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	1,500.
FRIENDS OF LUBEVITCH 11621 SEVEN LOCKS ROAD POTOMAC, MD 20854	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	1,500.
EAGLEBANK FOUNDATION 7815 WOODMONT AVENUE BETHESDA, MD 20814	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	5,000.
B'NAI ISRAEL 6301 MONTROSE ROAD ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	100,000.
AMERICAN JEWISH COMMITTEE 1156 15TH STREET, NW, SUITE 1201 WASHINGTON, DC 20005	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	5,000.
JEWISH COMMUNITY CENTER 6125 MONTROSE ROAD ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	500.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARTNERSHIP FOR JEWISH LIFE AND LEARNING 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	1,800.
		TOTAL CONTRIBUTIONS PAID	115,300.