

### See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



### Form 990-PF

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

2011

OMB No 1545-0052

For calendar year 2011 or tax year beginning , and ending Name of foundation A Employer Identification number The Michael and Karen Stone Family Foundation Inc. 05-0544633 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number (see instructions) Foundation Source 501 Silverside Rd 123 (800) 839-1754 City or town, state, and ZIP code C If exemption application is pending, check here Wilmington 19809-1377 DE G Check all that apply Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, Address change Name change check here and attach computation H Check type of organization X Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here Fair market value of all assets at end J Accounting method X Cash F If the foundation is in a 60-month termination of year (from Part II, col (c), Other (specify) under section 507(b)(1)(B), check here line 16) ▶\$ 8.657,762 (Part I, column (d) must be on cash basis) Part I Analysis of Revenue and Expenses (The total of (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net for charitable amounts in columns (b), (c), and (d) may not necessarily equal expenses per purposes income income the amounts in column (a) (see instructions) ) books (cash basis only) 1.951.468 Contributions, gifts, grants, etc., received (attach schedule) Check ▶ If the foundation is not required to attach Sch B Interest on savings and temporary cash investments 383 383 65,586 65.586 Dividends and interest from securities 5 a Gross rents b Net rental income or (loss) 311.980 6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 2,556,155 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10 a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) (attach schedule) 11 Other income (attach schedule) 27,387 5.253 12 Total. Add lines 1 through 11 2,356,804 2,627,377 13 Compensation of officers, directors, trustees, etc Expenses 14 Other employee salaries and wages 15 Pension plans, employee benefits 16 a Legal fees (attach schedule) b Accounting fees (attack schedule) Administrative c Other professional fees (attach schedule) 7.249 50,000 57.249 Taxes (attach schedule) (see instructions 13,109 19 Depreciation (attach schedule) and depletion 20 Occupandy 21 Travel, conference and 22 Printing and publications 23 225,158 25,512 Other expenses (attach schedule) 251,341 24 Total operating and administrative expenses. Add lines 13 through 23 321.699 232,407 75.512 25 235,867 235,867 Contributions, gifts, grants paid 26 Total expenses and disbursements Add lines 24 and 25 557,566 232,407 311,379 Subtract line 26 from line 12 1,799,238 a Excess of revenue over expenses and disbursements 2,394,970 **b** Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)

(For Paperwork Reduction Act Notice, see instructions.

(ATA)

Form 990-PF (2014

Pa	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	of year
- 4		should be for end-of-year amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments .	1,920,367	2,448,272	2,448,272
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons (attach schedule) (see instructions)		i	
	7	Other notes and loans receivable (attach schedule)   409,906			
!	1	Less allowance for doubtful accounts	409,906	409,906	400,000
ts	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges .			
As	10 a	Investments—U S and state government obligations (attach schedule)			
•		nvestments—corporate stock (attach schedule)	1,656,416	635,730	760,500
	(	c Investments—corporate bonds (attach schedule)	,		
	11	Investments—land, buildings, and equipment basis		- "	
		Less accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investmentsother (attach schedule)	2,512,418	4,804,437	5,048,990
	14	Land, buildings, and equipment basis ▶		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	5 0 10 10 10 10
		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)	6,499,107	8,298,345	8,657,762
	17	Accounts payable and accrued expenses .			
'n	18	Grants payable			
<u>ë</u>	19	Deferred revenue		·	
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
iak	21	Mortgages and other notes payable (attach schedule)			
_	22	Other liabilities (describe ▶ )			
	23	Total liabilities (add lines 17 through 22)	0	0	-
		Foundations that follow SFAS 117, check here			
Balances		and complete lines 24 through 26 and lines 30 and 31.			
ū	24	Unrestricted			
aja	25	Temporarily restricted			'
	26	Permanently restricted			
n		Foundations that do not follow SFAS 117, check here.			
Ţ		and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds			,
Net Assets or Fun	28	Paid-in or capital surplus, or land, bldg, and equipment fund .			
Še	29	Retained earnings, accumulated income, endowment, or other funds.	6,499,107	8,298,345	
Ą	30	Total net assets or fund balances (see instructions)	6,499,107	8,298,345	
et	31	Total liabilities and net assets/fund balances (see		5,200,010	
Z		instructions)	6,499,107	8,298,345	
Pa	rt III	Analysis of Changes in Net Assets or Fund Balances	0, 100, 107	3,230,040	
_		net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with	-	
		of-year figure reported on prior year's return)	.   1	6,499,107	
2		r amount from Part I, line 27a		2	1,799,238
		r increases not included in line 2 (itemize)		3	1,700,200
		lines 1, 2, and 3	••••••••••••••••••••••••••••••••••••••	. 4	8,298,345
		eases not included in line 2 (itemize)		E	3,200,040
		net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b) line 30	6	0.000.045
		Tartin, o			8,298,345

(a) List and describe the k	ind(s) of property sold (e.g., real estat or common stock, 200 shs MLC Co	te,	(b) How acquired P—Purchase		te acquired , day, yr)	(d) Date sold (mo , day, yr )	
1a Publicly-traded Securities		<u>,                                      </u>	D-Donation	(****	,		
b Passthrough K1 Capital Gain			<del>                                     </del>				
c EATFRESH, LLC			P		4/24/2006	12/31/2011	
d STONE COACHELLA, LLC			Р		11/2/2007	3/31/2011	
e							
(e) Gross sales price	(f) Depreciation allowed (or allowable)		or other basis pense of sale		(h) Gain or (loss) (e) plus (f) minus (g)		
a 2,978,085			396,170			2,581,915	
b						7,056	
С			32,816			-32,816	
_d0		-	0			0	
e		h	40/04/00				
Complete only for assets showin					(I) Gains (Col. (		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		ess of col (i) ol (j), if any	•	ol (k), but not lo Losses (fro	· ·	
a			5, <sub>()</sub> , <u>u.r.</u>			2,581,915	
b						7,056	
c		*				-32,816	
d							
e							
2 Capital gain net income or (n	P. 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						
3 Net short-term capital gain or	- · ·					2,556,155	
If gain, also enter in Part I, lin in Part I, line 8	ne 8, column (c) (see instructi	ons) If (loss)	), enter -0-	3			
Part V Qualification Unde	r Section 4940(e) for Red	duced Tax	on Net Investme		ome		
If section 4940(d)(2) applies, lear Was the foundation liable for the If "Yes," the foundation does not	section 4942 tax on the distr qualify under section 4940(e	) Do not con	nplete this part			Yes X No	
	int in each column for each ye	ear, see the i	nstructions before	making	any entries	(4)	
(a)  Base period years  Calendar year (or tax year beginning in)	(b) Adjusted qualifying distribution	s Net value	(c) e of noncharitable-use a	ıssets		(d) bution ratio vided by col (c))	
2010	284	527	5,893	3,708		0 048276	
2009	240	,925	4,028	3,543		0.059805	
2008		,227		5,988		0 047113	
2007		,844		7,440		0 021915	
2006	165	,193	5,428	3,011		0 030433	
2 Total of line 1, column (d)					2	0 207542	
3 Average distribution ratio for the number of years the found	the 5-year base period—divi idation has been in existence			′ <u> </u>	3	0 041508	
4 Enter the net value of noncha	arıtable-use assets for 2011 f	rom Part X, I	ine 5		4	7,108,429	
5 Multiply line 4 by line 3					5	295,057	
6 Enter 1% of net investment in	ncome (1% of Part I, line 27b				6	23,950	
7 Add lines 5 and 6					7	319,007	
8 Enter qualifying distributions	from Part XII, line 4				8	311,379	
If line 8 is equal to or greater the Part VI instructions	than line 7, check the box in	Part VI, line	1b, and complete	that par	t using a 1%		

Forn	m 990-PF (2011) The Michael and Karen Stone Family Foundation Inc 05-05	544633	Pa	ige 4					
Pa	Fix I Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instr	uctions	;)						
1 8	a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 ☐	_							
	Date of ruling or determination letter (attach copy of letter if necessary—see instructions)								
ŧ	b Domestic foundations that meet the section 4940(e) requirements in Part V, check	47	,899						
_	here  and enter 1% of Part I, line 27b								
•	c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%								
2	of Part I, line 12, col. (b)  Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)								
3	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  Add lines 1 and 2	47,899							
4									
5									
6	Credits/Payments		,899	1					
á	a 2011 estimated tax payments and 2010 overpayment credited to 2011 . 6a 10,804								
	Exempt foreign organizations—tax withheld at source 6b								
(	Tax paid with application for extension of time to file (Form 8868)  6c 46,064								
C	Backup withholding erroneously withheld .								
7	Total credits and payments Add lines 6a through 6d	56	,868						
8	Enter any penalty for underpayment of estimated tax. Check here		0						
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		0						
10	The state of the s	88	,969						
	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 8,969 Refunded ▶ 11		0	L					
Pa	rt VII-A Statements Regarding Activities								
1 a	a Dunng the tax year, did the foundation attempt to influence any national, state, or local legislation or did it	<u> </u>	Yes	No					
	participate or intervene in any political campaign?	1a		<u> </u>					
t	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the	1 1							
	instructions for definition)?	1b		Χ,					
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials	1 1							
	published or distributed by the foundation in connection with the activities  C Did the foundation file Form 1120-POL for this year?	4-		لـــــا					
	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	1c		_X					
•	(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?	2		X					
	If "Yes," attach a detailed description of the activities								
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	L							
	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		Χ					
	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Х					
_	b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Х						
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5_		X					
c	If "Yes," attach the statement required by General Instruction T								
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either								
	By language in the governing instrument, or      Divided levelation that off attractive and								
	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?	-							
7	that conflict with the state law remain in the governing instrument?  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						
_	a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	-	^						
٠,	DE								
ı	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	l					
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes,"								
	complete Part XIV	9		Х					
10	Did any persons become substantial contributors during the tax year? If "Yes." attach a schedule listing								

their names and addresses

Form	990-PF (2011) The Michael and Karen Stone Family Foundation Inc 05-054	4633	Pa	age 5
Par	VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had	<u> </u>		<del></del>
	advisory privileges? If "Yes," attach statement (see instructions)	12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ▶			
14	The books are in care of ▶ Foundation Source Telephone no ▶	(800	) 839-	1754
	Located at ► 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ► 19809-1377	,		
15	Section 4947(a)(1) nonexempt chantable trusts filing Form 990-PF in lieu of Form 1041—Check here		<b>&gt;</b>	
	and enter the amount of tax-exempt interest received or accrued during the year . • 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of		- 1	
	the foreign country			
Pa	t 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?		: 1	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	if the foundation agreed to make a grant to or to employ the official for a period			
	after termination of government service, if terminating within 90 days ) . Yes X No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations	-		
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  Organizations relying on a current notice regarding disaster assistance check here	1b	N/A	
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,			
Ŭ	that were not corrected before the first day of the tax year beginning in 2011?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private	100		
_	operating foundation defined in section 4942(j)(3) or 4942(j)(5))	1		
а	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d	ł		
	and 6e, Part XIII) for tax year(s) beginning before 2011?	1		
	If "Yes," list the years   20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)		:	
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
	to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business			
_	enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation			1
	or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved	1		
	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 2011)	31	NI/A	
A-	,	3b	N/A	X
4a b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable	4a	-	<del>  ^-</del> -
W	numose that had not been removed from jeonardy before the first day of the tax year beginning in 20112	4h		

Pa	rt VII	-B	State	emer	nts F	lega	rdin	g Act	tivitie	es fo	or Wh	ich Fori	m 47	20 May Be	Requ	ired (	conti	nued	)					
			year o																					Ī
							-		_			egislation	(secti	on 4945(e))?				Yes	X	No				ł
												_		or to carry		·			لنا					ı
			directly								•		,			•		Yes	X	No				ı
												sımılar pu	-					Yes	X	No				l
			-			_						e, etc , org ee instruct		tion described				Yes	X	No				l
					•			_				scientific, l children or		•			_	Yes	<u> </u>	No				ŀ
b	If any answer is "Yes" to 5a(1)-(5), did any of the					f the ti	ransa	actions	fail to qua	lıfv ur	nder the except	tions d	escribe	ed in	,	ىن					ı			
													-	ce (see instruc							5b	N/A		_
												sistance c			,				• 🗀					Ī
С	-							_	-			aım exem											ļ	1
	tax be	cau	se it ma	aıntaır	ned ex	pend	iture	respor	nsibilit	y for	the gra	int?						Yes		No		İ	ł	ı
	If "Ye	s," a	ttach tl	he stat	temer	it requ	ured	by Reg	gulatic	ns s	ection	53 4945–5	5(d)					•						i
3a			undatio		-	-			ny fur	nds, c	directly	or indirec	tly, to	pay				Yes	X	No				I
b	Did th	e fo	•	n, du	nng th	e yea			nums,	dıred	ctly or ı	ndırectly,	on a p	personal benef	it contr	act?	_	1 103		140	6b		Х	=
7a			•				as th	e foun	dation	ара	arty to a	ı prohibite	d tax	shelter transac	tion?		Г	Yes	Х	No				ı
b	If "Ye	s," d	id the f	ounda	ation r	eceiv	e any	proce	eds o	r hav	e any i	net income	e attri	butable to the t	ransac	tion?				1	7b	N/A	\ <u> </u>	_
	art V													Foundatio			rs, Hi	ghly	Paid	d Em	ploy	ees,		_
	_			nd Co					-			-	_											
1	List	all o	fficer	s, dir	ecto	rs, tr	uste	es, fo	unda	tion	n mana	agers an	d the	eir compens	ation	(see i	nstru	ction	s).					
(a) Name and address									If not paid, enter er		(d) Contributions to employee benefit plans nd deferred compensation			าร			se aco		_					
SEI	ΞΑΠ	ACI	HMEN	IT								, poo		······································	1	-		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					-	_
			• • • • • •																					
							••••																	_
																						-		_
2			satio		ive h	ighe	st-pa	aid en	nploy	ees	(othe	r than th	ose	included on	line 1	see	inst	uctio	ns).	lf nor	ie,			_
(a	) Name	and a	address	of eac	h emp	loyee	paid m	ore tha	ın \$50,	000	ho	de, and ave urs per wee oted to posit	k	(c) Compens	ation	er pla	Contri mploye ans and compe	e bene I deferr	fit ed			nse aco llowan		
NO	NE .												00											
													00											_
											<del> </del> -		00							<u> </u>				_
													00											_
· <b>-</b> - ·													00											
				<del></del>			naid		<b>^</b>		1		00			ļ				<del>                                     </del>				_

Page 6

Form **990-PF** (2011)

05-0544633

Form 990-PF (2011)

The Michael and Karen Stone Family Foundation inc		5-0544633 Page 1
Part VIII Information About Officers, Directors, Trustees, Fo	oundation Managers, Highly Paid	Employees,
and Contractors (continued)  3 Five highest-paid independent contractors for professional services (see in	estructions) If your optor UNIONE !!	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(a) Components
NONE	(b) Type of service	(c) Compensation
NONE		0
Tatal auch as of others are supplied to 000 for a foreign and		
Total number of others receiving over \$50,000 for professional services	<u> </u>	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant sta	atistical information such as	
the number of organizations and other beneficianes served, conferences convened, research papers		Expenses
1 The Foundation has begun a new program to support the provision of free		
patients. The goal of this program is patient advocacy for cancer victims.	aimed at alleviation of both	
emotional and physical suffering for those victims		50,000
2		
•••••		
2		
3		
••••••		
4		
Part IX-B Summary of Program-Related Investments (see ins	structions)	
Describe the two largest program-related investments made by the foundation during the tax year	on lines 1 and 2	Amount
1		
•••••		
•		
2		
••••••••••••		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3	. ▶	0_

Pas	Minimum Investment Return (All domestic foundations must complete this part. Foreign 1 see instructions)	foundati	ons,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,	<u>(* 'j</u> ≱⊲	
•	purposes	3,00	
а	Average monthly fair market value of securities	1a	1,371,715
b	Average of monthly cash balances	1b	850,956
c	Fair market value of all other assets (see instructions)	1c	4,994,008
d	Total (add lines 1a, b, and c)	1d	7,216,679
e	Reduction claimed for blockage or other factors reported on lines 1a and	10	1,210,010
-	1c (attach detailed explanation)	14.3 15	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,216,679
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see		7,210,010
•	instructions)	4	108,250
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,108,429
6	Minimum investment return. Enter 5% of line 5	6	355,421
_	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating		000,121
	foundations and certain foreign organizations check here  and do not complete this part )		
1	Minimum investment return from Part X, line 6	T1 T	355,421
2a	Tax on investment income for 2011 from Part VI, line 5 . 2a 47,899		333,421
b	Income tax for 2011 (This does not include the tax from Part VI)  2b  0	A35	
c	Add lines 2a and 2b	2c	47,899
3	Distributable amount before adjustments Subtract line 2c from line 1	3	307,522
4	Recoveries of amounts treated as qualifying distributions	4	001,022
5	Add lines 3 and 4	5	307,522
6	Deduction from distributable amount (see instructions)	6	301,022
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII,	<b>├</b> °	
•	line 1	7	307,522
		<del></del>	301,322
Par	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish chantable, etc., purposes	T,7T	
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	311,379
b	Program-related investments—total from Part IX-B	1b	0,1,0.0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out chantable, etc.	<del>                                     </del>	
_	purposes .	2	0
3	Amounts set aside for specific charitable projects that satisfy the	<del> </del>	
a	Suitability test (pnor IRS approval required)	3a	
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	311,379
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
•	income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	311,379
•	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found		011,079
	oualities for the section 4940(e) reduction of tax in those years	GGUOTI	

	Am Shaladada mcome (see mshachons	(a)	(b)	(c)	(d)
1	Distributable amount for 2011 from Part XI,	Corpus	Years prior to 2010	2010	2011
_	line 7	<del></del>			307,522
2	Undistributed income, if any, as of the end of 2011.			400.054	
a b	Enter amount for 2010 only		0	198,051	
3	Total for prior years 20, 20, 20  Excess distributions carryover, if any, to 2011				
а	From 2006 0				
b	From 2007 0				
c	From 2008 0				
d	From 2009 0	( i			
e	From 2010 0				
f	Total of lines 3a through e	0			
4	Qualifying distributions for 2011 from Part				
	XII, line 4 > \$311,379				
а	Applied to 2010, but not more than line 2a			198,051	
b	Applied to undistributed income of prior years				
	(Election required—see instructions) .		0		
C	Treated as distributions out of corpus (Election				
	required—see instructions)				
d	Applied to 2011 distributable amount				113,328
е	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2011	0			0
	(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:				
а	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract				}
	line 4b from line 2b		0		
C	Enter the amount of pnor years' undistributed				
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a)				
	tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable				
_	amount—see instructions	<del></del>	0		
е	Undistributed income for 2010 Subtract line				
	4a from line 2a Taxable amount—see			ام	
f	Instructions . Undistributed income for 2011 Subtract	\		- 0	
•	lines 4d and 5 from line 1. This amount must				
	be distributed in 2012				194,194
7	Amounts treated as distributions out of				104,104
	corpus to satisfy requirements imposed by		ļ		
	section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006				
	not applied on line 5 or line 7 (see instructions)	0	·		
9	Excess distributions carryover to 2012.				
	Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
а	Excess from 2007	<u>]</u>	1		
b	Excess from 2008	<u> </u>			
C	Excess from 2009	긔			
d	Excess from 2010	긔	}		
е	Excess from 2011 (	)			

	1 990-PF (2011) The Michael and Karen Ston 1 XIV Private Operating Foundations (s			uestion 9)	05-0544	1633 Page 10
	If the foundation has received a ruling or determination foundation, and the ruling is effective for 2011, entitle	ation letter that it is a	private operating	<b>•</b>		
	Check box to indicate whether the foundation is a	private operating fou	ndation described in	4942(J)(3) or	4942(J)(5)	
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(a) Tatal
	investment return from Part X for each	(a) 2011	<b>(b)</b> 2010	(c) 2009	(d) 2008	(e) Total
	year listed	0				0
b	85% of line 2a	0	0	0	0	0
С	Qualifying distributions from Part XII, fine 4 for each year listed	o				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test—enter					
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in				-	
	Part X, line 6 for each year listed	0				0
С	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on secunties loans (section 512(a)(5)), or royalties)					0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income .					0
1	Information (Co assets at any time during the year Information Regarding Foundation Manage List any managers of the foundation who have con	ear—see instruc gers:	tions.)			
	before the close of any tax year (but only if they have					
Мк	chael R Stone					
k	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which				ortion of the	
	ONE				<del> </del>	
2	Information Regarding Contribution, Gran Check here ► X if the foundation only makes unsolicited requests for funds. If the foundation mother conditions, complete items 2a, b, c, and d.  The name, address, and telephone number of the	s contributions to pre akes gifts, grants, et	selected chantable c (see instructions)	organizations and do to individuals or org		
ŀ	The form in which applications should be submitted	ed and information a	nd materials they sh	nould include		
_	Any submission deadlines					
-	Any restrictions or limitations on awards, such as factors	by geographical are	as, chantable fields,	kinds of institutions	, or other	

Part XV Supplementary Information (continued)

Grants and Contributions Paid During the Year or Approved for Future Payment										
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount						
Name and address (home or business)	or substantial contributor	recipient	- Contribution							
a Paid during the year	<del>-</del>									
ARCH ACADEMY	N/A	509(a)(1)	General & Unrestricted	200						
9455 FARNHAM ST										
SAN DIEGO CA 92123										
BIG BROTHERS BIG SISTERS - SAN DIEGO CNTY	N/A	509(a)(1)	General & Unrestricted	34,839						
8515 ARJONS DR STE A				1:						
SAN DIEGO CA 92126	NI/A	500(a)(4)	A	40.000						
BISHOP SCHOOL 7607 LA JOLLA BLVD	N/A	509(a)(1)	Annual Fund	10,000						
LA JOLLA BLVD										
COMPUTERS 2 SD KIDS	N/A	509(a)(1)	General & Unrestricted	500						
8324 MIRAMAR MALL	19/7	505(a)(1)	General & Onlestricted	300						
SAN DIEGO CA 92121										
DUKE UNIVERSITY, IRON DUKES PROGRAM	N/A	509(a)(1)	Iron Dukes Program	10,000						
ATTN JACK WINTERS, BOX 90542				,						
DURHAM NC 27708										
FREE THE CHILDREN INTERNATIONAL	N/A	509(a)(1)	Adopt a Village in	15,000						
P O BOX 32099			Pimbiniet							
HARTFORD CT 06510										
FRIENDS OF VISTA HILL FOUNDATION	N/A	509(a)(1)	Stein Education Center	5,000						
8910 CLRMNT MESA BLVD			Equestrian Therapy							
SAN DIEGO CA 92123			Program							
HOTCHKISS SCHOOL	N/A	509(a)(1)	General & Unrestricted	5,000						
PO BOX 800		]								
LAKEVILLE CT 06039	N/A	E00(=)(1)	Faculty Cabalanabia	5 000						
HOTCHKISS SCHOOL PO BOX 800	I IN/A	509(a)(1)	Faculty Scholarship	5,000						
LAKEVILLE CT 06039			runu							
LA JOLLA YMCA	N/A	509(a)(1)	General & Unrestricted	500						
8355 CLIFFRIDGE AVE		000(0)(1)	Conordi d'Omestrotod							
LA JOLLA CA 92037										
MONARCH SCHOOL PROJECT	N/A	509(a)(1)	General & Unrestricted	10,000						
808 W CEDAR ST	Ì			,						
SAN DIEGO CA 92101			<u> </u>							
Total See Attached Statement		·	► 3a	235,867						
b Approved for future payment										
	Ì	}								
	Ì	1								
		1								
	1									
	<u> </u>									
Total			▶ 3b	0						

Form 990-PF (2011) The Michael and Karen Stone Famil	y Foundation Inc			05-054	4633 Page <b>12</b>
Part XVI-A Analysis of Income-Producing Acti	vities				
Enter gross amounts unless otherwise indicated	Unrelated bus	iness income	Excluded by section	n 512, 513, or 514	(e)
and gross and an early and an early make make a	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					(See instructions)
a b					
С					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					<u> </u>
3 Interest on savings and temporary cash investments	-		14	383	
4 Dividends and interest from securities	<u> </u>		14	65,586	<u> </u>
5 Net rental income or (loss) from real estate					
a Debt-financed property					
<ul><li>b Not debt-financed property</li><li>6 Net rental income or (loss) from personal property</li></ul>					
7 Other investment income					<del></del>
8 Gain or (loss) from sales of assets other than inventory	525990	116	18	311,864	
9 Net income or (loss) from special events	020000			011,004	
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a K-1 Pass-Through Loss	525990	-1,580	14	-45,450	† · · · · · · · · · · · · · · · · · · ·
<b>b</b> Federal Tax Refund			01	23,714	
c Interest from Note Receivable			14	50,703	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-1,464		406,800	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e)				13	405,336
(See worksheet in line 13 instructions to verify calculations )		<u> </u>			
Part XVI-B Relationship of Activities to the Ac					
Line No. Explain below how each activity for which income the accomplishment of the foundation's exempt	•			•	ictions )
the accomplishment of the foundation's exempt	purposes (other the	- Providing id	nds for such purp		ictions /
<del></del>		. <u></u>			
<del> </del>					
			·		
			-		
	<del>.</del>				
	<del></del>	<del></del>			<del></del>
	··		<del></del>		<del></del>
				<del></del>	
		<del></del>			<del></del>
(					

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

1		n 501(c) of the Code	•	ngage in any of the foll section 501(c)(3) organ	•	•	•		Ye	s No	
а			foundation to	a noncharitable exemp	ot organization	on of				كبك إك	
	(1) Casl			•					1a(1)	<u> </u>	
L		er assets .	•		•	•			1a(2)	X	
b		ansactions	مرد ماطمه سمطه						41-74)		
		s of assets to a nonc		able exempt organization	nn .			• •	1b(1) 1b(2)	X	
		tal of facilities, equip		• •	J11		•		1b(2)	$\frac{1}{x}$	
		nbursement arranger			•		•		1b(4)	X	
		ns or loan guarantee:							1b(5)	X	
	(6) Perf	ormance of services	or membersh	nip or fundraising solicit	tations .		•		1b(6)	X	
С	Sharing	of facilities, equipme	ent, mailing lis	ts, other assets, or paid	d employees	<b>3</b> .			1c	X	
d	value of	the goods, other ass	sets, or service	complete the following es given by the reportion ement, show in column	ng foundatio	n If the	e foundation red	eived less than	n fair marke	t ed	
(a)	Line no	(b) Amount involved	(c) Name	of nonchantable exempt orga	nization	(d) Des	conption of transfers,	transactions, and s	haring arrange	ements	
				<del></del>			-		<del></del>		
			<b></b>	· <del></del>					-		
							<del></del>				
						<del> </del>					
			<u> </u>		+						
	describe	ed in section 501(c) o	of the Code (o	ated with, or related to, ther than section 501(d					Yes X No	<del></del>	
a	ir res,"	complete the follows  (a) Name of organization		thi Time of a se	-on-rotic-	1	4-3	December of sold			
		(a) Name or organization		(b) Type of org	Januzauon		(c)	Description of relat	onsnip		
					<del> </del>						
	gn corre			d this return, including accompanying schedules and statements, and to the best of my kno n taxpayer) is based on all information of which preparer has any knowledge			owledge and belief, it is true,  May the IRS discuss this return with the preparer shown below (see				
не	re	1						instructions)		No	
	l S	Print/Type preparer's na		Datè Preparer's signature	litle	<del></del> -	Date	<u> </u>	PTIN		
Pa	id	Timo Type preparers na	ai i i C	1 '			Date	Check I if	L IIII		
	eparer	Jeffrey D Haskell		Jeffrey D. Haske	<u>                                     </u>		11/13/2012	self-employed	P0134577	70	
	e Only	Firm's name ► Fo	undation Sou					Firm's EIN 🕨 📒	1-0398347		
	Ciny	Firm's address > 55	Walls Drive,	Fairfield, CT 06824				Phone no (80	0) 839-175	4	
		·								E (2011)	

### Schedule B

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

Department of the Treasury Internal Revenue Service

Name of the organization

### **Schedule of Contributors**

▶Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Employer identification number

The Michael and Karen Stone Family Foundation Inc. 05-0544633 Organization type (check one) Filers of: Section: Form 990 or 990-EZ 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and п For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year **>** \$ \_\_\_\_\_ Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on

Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Scriedule B (F	om 990, 990-E2, 0r 990-PF) (2011)		Page Z
Name of org	ganization el and Karen Stone Family Foundation Inc		Employer identification number 05-0544633
Part I	Contributors (see instructions). Use duplicate copies	s of Part I if additional space is	needed.
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Stone, Michael R  1021 Muirlands Drive  La Jolla CA 92037  Foreign State or Province  Foreign Country	\$ 1,951,468	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	Foreign State or Province <sup>-</sup> Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
6	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Name of organization
The Michael and Karen Stone Family Foundation Inc

Employer identification number 05-0544633

Part II	Noncash Property (see instructions). Use duplicate cop	oles of Part II if additional space	ce is needed.
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STR HOLDINGS INC STRI, 50000 sh	\$ 455,750	12/2/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STR HOLDINGS INC STRI, 100000 sh	\$ 902,500	11/30/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STR HOLDINGS INC STRI, 15000 sh	\$ 261,525	3/21/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>0</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u></u> 0	

Name of or	<del></del>			Employer identification number
	el and Karen Stone Family Foundation Inc	malbalara 4	Albudians 4s - 41 - 51	05-0544633
Part III	Exclusively religious, charitable, etc., i			
	total more than \$1,000 for the year. Cor For organizations completing Part III, ente			
				structions) > \$ 0
	Use duplicate copies of Part III if additiona			structions) > 5
(a) No.	Ose duplicate copies of Fart III ii additiona	ii space is nee	ded	
from	(b) Purpose of gift	(c)	Use of gift	(d) Description of how gift is held
Part I				
			• • • • • • • • • • • • • • • • • • • •	
		(e) T	ransfer of gift	· · · · · · · · · · · · · · · · · · ·
		(0) .	.u.ioioi oi giit	
	Transferee's name, address, and 2	ZIP + 4	Relationsh	ip of transferor to transferee
	For Prov Country			
(a) No. from	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
Part I	(b) i dipose oi giit	(0	, ose or girt	(a) Description of now girt is neigh
		(a) T	remedes of eith	
		(e) i	ransfer of gift	
	Transferen's name address and	7ID ± 4	Polotionah	in of transferor to transferor
	Transferee's name, address, and	ZIF + 4	Relationsh	ip of transferor to transferee
	For Prov Country			
(a) No.				
from Part I	(b) Purpose of gift	(C	) Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	
			<b>-</b>	
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of transferor to transferee
		• • • • • • • • • • • • • • • • • • • •		
	For Prov Country			
(a) No.				
from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
Faiti	-			
			• • • • • • • • • • • • • • • • • • • •	
		(e) 1	ransfer of gift	
		- ,	_	
	Transferee's name, address, and	ZIP + 4	Relationsh	nip of transferor to transferee
	For Prov Country		1	

# Form 990-PF, Part I, Line 6 - Gain/Loss from Sale of Assets Other Than Inventory

116	0	0	TOTAL:
or Loss	Basis	Sales	
Net Gain	Cost	Gross	
			•

Price Gost Valuation of Sale & Price Basis Method Imprv Cost Pass-through K-1 UBI Capital Gain		
nption Price Basis Method	Cost	Net Gain
gh K-1 UBI Capital Gain	Basis	$\dashv$
		116

### Form 990-PF, Part I, Line 11 - Other Income

	21	TOTAL: 27,387	5,253		o
		(a)	(q)	(၁)	
		Revenue	Net Investment	Adjusted	
	Description	per Books	Income	Net Income	_
-	1 EATFRESH, LLC K-1 Pass-Through Share of Partnership Loss	-3,933	-3,933		0
7	2 Federal Tax Refund	23,714	0		0
က	3 MIT PRIVATE EQUITY FUND IV, LP K-1 Pass-Through Share of Partnership Income	300	1,880		0
4	4 SOPHROSYNE TECHNOLOGY PARTNERS, LP K-1 Pass-Through Share of Partnership Income	868	898		0
က	5 STX FILMWORKS, LLC K-1 Pass-Through Share of Partnership Loss	-45,232	-45,232		0
9	6 TSL EQUITY PARTNERS, LP K-1 Pass-Through Share of Partnership Income	967	296		0
7	7 Interest Income from Note Receivable	50,703	50,703		o
8					
6					
10					$\neg$

Form 990-PF, Part I, Line 16c - Other Professional Fees

(a)         (b)         (c)         (d)           Expenses per Books         Net Investment Books         Adjusted Net Charitable Income Income Purpose         Purpose           50,000         50,000         0         50,000		TOTAL: 57,249	7,249	0	20,000
Net Investment Adjusted Net Charita Income Income Purpos 0 0 0		(a)	(q)		(p)
7,249 0 0 0 0	Description	Expenses per Books	Net Investment Income		Charitable Purpose
0 0		7,249	7,249		0
		20,000		0	50,000

### Form 990-PF, Part I, Line 18 - Taxes

TOTAL:         13,109         0         0           1 Extmated Tax for 2011         Description         Expenses per Books Income         (b) (c) (d) (d) (d) (d) (d) (d) (d) (d) (d) (d	0		0	0	0	_						
Description  Description  Description  Description  Description  Description  Description  TOTAL:  (a)  (b)  Expenses per Income  9,800  138  0  3,171  0		(d) Charitable Purpose										
Description  Description  Description  Description  Description  Description  Description  TOTAL:  (a)  (b)  Expenses per Income  9,800  138  0  3,171  0	0	(c) Adjusted Net Income	0	0	0							
Description  TOTAL: 13, (a)  Expenses pe Books 9, (a)  9, (b)  3, (c)  3, (d)	0	(b) Net Investment Income	0									
Description	13,109	(a) Expenses per Books	008'6	138	3,171							
1 Estima 2 UBTI 1 2 UBTI 1 2 Excise 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	TOTAL:	Iton		ax - 2010	Tax for 2010							
1 1: 1: 1: 1: 1: 2: 2: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 2: 1: 1: 1: 1: 1: 1: 1: 1: 1: 1: 1: 1: 1:			1 Estin	2 UBT	3 Exci	4	2	9	7	8	6	0

### Form 990-PF, Part I, Line 23 - Other Expenses

TOTAL	<b>AL</b> : 251,341	225,158	0	25,512
	(a)	(q)	(0)	(p)
	Expenses per	Net Investment	Adjusted Net	Charitable
Description	Books	Income	Income	Purpose
1 Administrative Fees	25,487	0	0	25,487
2 Bank Charges	30	30	0	
3 MIT PRIVATE EQUITY FUND IV, LP K-1 Expenses	3,360	3,333	0	
4 SOPHROSYNE TECHNOLOGY PARTNERS, LP K-1 Expenses	5,838	5,838	0	
5 State or Local Filing Fees	25	0	0	25
6 STONE COACHELLA, LLC K-1 Expenses	215,893	215,893	0	
7 STX FILMWORKS, LLC K-1 Expenses	644	0	0	
8 TSL EQUITY PARTNERS, LP K-1 Expenses	64	94	0	
6				
10				

## Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

Description 1 ARGAN, INC (AGX) 2 3 4 4 5 6			
ARGAN, INC. (AGX)		Book Value	FMV
	Shares	End of Year	End of Year
2 3 4 5 6 6	20,000	635,730	760,500
3 6 6 1			
4 5 6 1			
9			
9			
8			
6			
10			

### Form 990-PF, Part II, Line 7 - Other Notes

٠,	_						
	Relatshp	None					
	Consid FMV	400,000 None					
	Consid	Cash & Note					
	Purpose of Loan	3/15/2015 Annually 16 00% Investment					
	Interest Rate	16 00%			_		
	Repay Terms	Interest Annually					
	Maturity Date	3/15/2015					
	Date of Note	3/12/2010					
	Secunty Provided	Liens					
400,000	Balance Security Due FMV Provided	400,000 Liens					i
409,906		409,906		:			
TOTAL: 400,000 409,906	Original Amount	400,000 409,906					
TOTAL:	501(c)(3) Original Balance Org Amount Due BV						
	Borrower's Name	Satellite Tracking of People, LLC					

7

က

4

5

ဖ

10

6

8

### Form 990-PF, Part II, Line 13 - Investments - Other

	TOTAL:	L: 4,804,437	5,048,990
		Book Value	FMV
	Asset Description	End of Year	End of Year
-	MIT PRIVATE EQUITY FUND IV, LP	68,773	83,480
7	MULLIGAN FUNDING LLC - NET ADVANCES	1,800,000	1,800,000
ო	3 PARK WEST PARTNERS LIMITED	1,000,000	999,450
4	ROSE GROVE OFFSHORE FUND I, LTD	1,500,000	1,676,960
2	5 SOPHROSYNE TECHNOLOGY PARTNERS, LP	255,865	262,983
9	6 STX FILMWORKS, LLC	105,374	151,250
^	TSL EQUITY PARTNERS, LP	74,425	74,867
∞			
6			
9			

© 2011 CCH Small Firm Services All rights reserved

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

0	Expense Acct	0							
0	Benefits	0							
0	Comp	0							
TOTAL:	Avg Hrs	-							
<b>L</b>	Title	President / Director / Secretary							
	Zip Code	19809							
	State	DE							
	Cıty	Wilmington							
	Street	urce Rd							
	Name								
		_	7	က	4	10	9	 ω	 1

The Michael and Karen Stone Fami	lly Foundation Inc			05-0544	633 Page 1 of 2
Form 990-PF, Part XV, Line	3a - Grants and	Con	tributions F	Paid During the	Year
Recipient(s) paid during the year					
Name					
NORWALK GRASSROOTS TENNIS IN	ıc				
Street					
394 W AVE					
City		State	Zip Code	Foreign Count	-
NORWALK		CT	06850	Foreign Count	ıy
Relationship	Foundation Status	<u> </u>	100000		
N/A	509(a)(1)				
Purpose of grant/contribution	1009(8)(1)		· · · · · · · · · · · · · · · · · · ·		Amount
General & Unrestricted					5,000
Line Line Line Line Line Line Line Line	aliana and and and and and and and and and	Maralle '	de Gallice de refesiólóbile.		
Name					
SAN DIEGO MUSEUM OF ART					
Street					
1450 EL PRADO			,		
City			Zip Code	Foreign Count	ry
SAN DIEGO	<u> </u>	CA	92101		
Relationship	Foundation Status				
N/A	[509(a)(1)				
Purpose of grant/contribution					Amount
General & Unrestricted	Lis Charac and the Alfabli Whole and the Arthurst Le	Labor a Albert	i jah didir r n librare, prit.		25,000
Name	.mi Mare - Machide III. ci. N. ottokalnik indi odan Bula deserti	MARINIA POLICE	magazini sagazan da alim , spira , basa in Apitah .	waydd lifetament ( c t terminal attention -	the transfer to the state of th
SHELBURNE FARMS					
Street					
HARBOR RD					
City		State	Zip Code	Foreign Count	TV
SHELBURNE		VT	05482		•
Relationship	Foundation Status			•	
N/A	509(a)(2)				
Purpose of grant/contribution					Amount
General & Unrestricted					30,000
Para and the second sec	ed, alternative, additional to the community	delichter-virr	. Line 5, 460 tall CHILLE	re malla at 15 . A and - the Callett	The contract of the contract o
Name					
THE GILLISPIE SCHOOL Street	<del></del>	-			
7380 GIRARD AVE		Stata	Zip Code	Foreign Count	
City		1	92037	Foreign Count	ry
LA JOLLA Relationship	Foundation Status	CA	192037		<del></del>
N/A					
<u> </u>	509(a)(2)				Amount
Purpose of grant/contribution General & Unrestricted					Amount 64,328
General & Officer					
Name					
THE GILLISPIE SCHOOL					
Street					
7380 GIRARD AVE					
City		State	Zip Code	Foreign Count	try
LA JOLLA		CA	92037		
Relationship	Foundation Status	i			
N/A	509(a)(2)				
Purpose of grant/contribution					Amount
Annual Giving Campaign		ugommon sous			10,000
Name		10.7000.30-		-1-10 pt-1-15 - 1 to day	To the second se
UC SAN DIEGO FOUNDATION					
Street		-			
RADY SCHOOL OF MANAGEMENT U	INIVERSITY OF CALL	FORNI	Δ		
City	ATTENDITION OAL		Zip Code	Foreign Coun	trv
LA JOLLA		CA	92093	. 5.5.g 55dii.	<del></del> ,
Relationship	Foundation Status		102000		•
N/A	509(a)(1)	-			
Purpose of grant/contribution	1+00(0/(.)			<del></del>	Amount
Fellowships for the Future Fund					1,000

The Michael and Karen Stone Famil				05-054	4633 Page 2 of	2	
Form 990-PF, Part XV, Line 3	<u> 3a - Grants and</u>	Cont	tributions	Paid During the	Year		
Recipient(s) paid during the year							
Name UC SAN DIEGO FOUNDATION							
Street	<del></del>			-		—	
RADY SCHOOL OF MANAGEMENT UN	NIVERSITY OF CALI	FORNIA					
City	State	try	_				
LA JOLLA	- 1 ii - 0 i i		92093				
Relationship N/A	Foundation Status						
Purpose of grant/contribution	509(a)(1)	<del></del>			Amount	—	
Rady School Graduate Fellowships Fund	b				2,5	00	
Name			in in the state of	hende 15039 4 486, 1 - 2 - 32-46		icsign ed	
UC SAN DIEGO FOUNDATION							
Street					· · · · · · · · · · · · · · · · · · ·		
RADY SCHOOL OF MANAGEMENT UN	IVERSITY OF CALI						
City LA JOLLA			Zip Code	Foreign Coun	try		
Relationship	Foundation Status		92093		<del></del>	—	
N/A	509(a)(1)						
Purpose of grant/contribution					Amount		
Rady School Golf Classic Fund	*10. 2 man. min at n				1,0	00	
Name				. <u> </u>		inii	
UC SAN DIEGO FOUNDATION - BIRCH	AQUARIUM AT SC	RIPPS					
Street							
9500 GILMAN DR City		Canan	7:- 0-4-	Faraira Caus	A		
LA JOLLA	į		Zip Code 92093	Foreign Coun	try		
Relationship	Foundation Status	<u> </u>	102000			—	
N/A	509(a)(1)						
Purpose of grant/contribution					Amount		
Boundless Energy Program	. հավանաներ հայ հայան է անկայ	dadadi da da Tilli	Latification in the Company	r (nastro). Irroll modern Scotler.	1,0	00	
Name							
Street	·			*		—	
ou eet							
City		State	Zip Code	Foreign Coun	Foreign Country		
			<u> </u>		·		
Relationship	Foundation Status						
Purpose of grant/contribution			• • • • • • • • • • • • • • • • • • • •		Amount		
r dipose of granteenthibation					Amount	0	
Name							
Name							
Street		_				_	
			<b>-</b>				
City		State	Zip Code	Foreign Coun	try		
Relationship	Foundation Status	<u> </u>	<u> </u>			—	
Relationship	Status						
Purpose of grant/contribution					Amount		
						0	
Name	pagement count out referent in them to the profession is		FERRES	- Tr Carlotte and Annual Control of the Control of	The sale property and the same of the sale		
Street					· · · · · · · · · · · · · · · · · · ·		
City		C4-4-	Zin Cada	Familian Occur	4		
City		State	Zip Code	Foreign Coun	ury		
Relationship	Foundation Status	I				—	
Purpose of grant/contribution					Amount	Λ	