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

2011

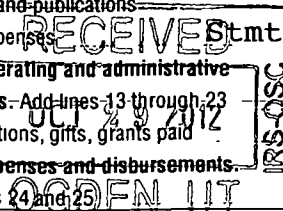
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning

, and ending

Name of foundation The Rosenthal Family Foundation		A Employer identification number 13-6104817
Number and street (or P.O. box number if mail is not delivered to street address) 2777 Summer Street	Room/suite 208B	B Telephone number 203-325-9900
City or town, state, and ZIP code STAMFORD, CT 06905		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 24,928,282.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(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	1,064,150.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16.	16.		Statement 1
	4 Dividends and interest from securities	504,408.	504,408.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	489,405.			
	b Gross sales price for all assets on line 6a	6,701,642.			
	7 Capital gain net income (from Part IV, line 2)		489,405.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	119,675.	119,675.		Statement 3	
12 Total. Add lines 1 through 11	2,177,654.	1,113,504.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	60,000.	3,000.		57,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 4	13,012.	0.		13,012.
	b Accounting fees Stmt 5	60,000.	20,000.		40,000.
	c Other professional fees Stmt 6	319,736.	239,736.		80,000.
	17 Interest				
	18 Taxes Stmt 7	16,185.	16,185.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	22,953.	0.		22,953.
	22 Printing and publications	695.	0.		695.
	23 Other expenses Stmt 8	2,420.	0.		2,420.
	24 Total operating and administrative expenses. Add lines 13 through 23	495,001.	278,921.		216,080.
	25 Contributions, gifts, grants paid	1,783,524.			1,783,524.
26 Total expenses and disbursements. Add lines 24 and 25	2,278,525.	278,921.		1,999,604.	
27 Subtract line 26 from line 12	-100,871.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		834,583.			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	809,076.	640,304.	640,304.
	3 Accounts receivable ▶ 6.			
	Less: allowance for doubtful accounts ▶	510.	6.	6.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 9	2,575,847.	1,091,631.	1,102,681.
	b Investments - corporate stock			
	c Investments - corporate bonds Stmt 10	3,220,543.	1,256,784.	1,324,281.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 11	18,105,408.	21,596,525.	21,861,010.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	24,711,384.	24,585,250.	24,928,282.	
Liabilities	17 Accounts payable and accrued expenses	218,747.	193,484.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	218,747.	193,484.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	765,328.	765,328.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	23,727,309.	23,626,438.		
30 Total net assets or fund balances	24,492,637.	24,391,766.		
31 Total liabilities and net assets/fund balances	24,711,384.	24,585,250.		

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	24,492,637.
2 Enter amount from Part I, line 27a	2	-100,871.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	24,391,766.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,391,766.

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				
b See Attached Statements				
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 6,701,642.		6,518,253.	489,405.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV 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			489,405.

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	489,405.
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) If (loss), enter -0- in Part I, line 8 }	3	N/A

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 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))
2010	1,516,104.	22,735,690.	.066684
2009	1,019,644.	24,520,952.	.041583
2008	959,173.	24,184,267.	.039661
2007	1,083,286.	23,790,351.	.045535
2006	975,654.	18,282,872.	.053364

2 Total of line 1, column (d)	2	.246827
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	.049365
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	23,533,484.
5 Multiply line 4 by line 3	5	1,161,730.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,346.
7 Add lines 5 and 6	7	1,170,076.
8 Enter qualifying distributions from Part XII, line 4	8	1,999,604.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	8,346.
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	0.
3 Add lines 1 and 2		3	8,346.
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	8,346.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,272.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,272.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,926.	
11 Enter the amount of line 10 to be credited to 2012 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► None	13	X	
14	The books are in care of ► ASSETS ADMIN & MANAGEMENT INC Telephone no ► 203-325-9900 Located at ► 2777 Summer Street Suite 208B, STAMFORD, CT ZIP+4 ► 06905			
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	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 instructions.) N/A	2b	
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 2011 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 2011.) N/A	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 2011?	4b	X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ 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 ☒ 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 ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(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
See Statement 12		60,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ASSETS ADMIN. & MANAGEMENT, INC. - 2777 SUMMER STREET, SUITE 208B, STAMFORD, CT 06905	ASSET MANAGEMENT, ACCOUNTING,	220,000.

Total number of others receiving over \$50,000 for professional services

0

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	23,489,080.
b	Average of monthly cash balances	1b	402,782.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	23,891,862.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	23,891,862.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	358,378.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,533,484.
6	Minimum investment return. Enter 5% of line 5	6	1,176,674.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,176,674.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	8,346.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,346.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,168,328.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,168,328.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,168,328.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,999,604.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,999,604.
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	5	8,346.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,991,258.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,168,328.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	34,856.			
b From 2007				
c From 2008				
d From 2009				
e From 2010	387,707.			
f Total of lines 3a through e	422,563.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,999,604.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,168,328.
e Remaining amount distributed out of corpus	831,276.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,253,839.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	34,856.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,218,983.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	387,707.			
e Excess from 2011	831,276.			

N/A

►

11

4942(j)(3)

4942(j)(5)

(4) Gross investment income

[illegible]

NO SPECIFIC RESTRICTIONS

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				
See Attached Statement	N/A	Public charity	Unrestricted grant	1,783,524.
Total			3a	1,783,524.
b Approved for future payment				
None				
Total			3b	0.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011

Name of the organization

The Rosenthal Family Foundation

Employer identification number

13-6104817

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 foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

The Rosenthal Family Foundation

13-6104817

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Hinda G. Rosenthal Charitable Lead Annuity Trust 1 C/O AA&M, Inc., 2777 Summer Street, Suite 208B, Stamford, CT 06905	\$ 508,150.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	Hinda G. Rosenthal Charitable Lead Annuity Trust 2 C/O AA&M, Inc., 2777 Summer Street, Suite 208B, Stamford, CT 06905	\$ 556,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

13-6104817

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

The Rosenthal Family Foundation

13-6104817

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT. PAID</u>	
1	AFRICAN MILLENIUM FOUNDATION		750.00	
2	ALLIANCE FOR CHILDREN'S RIGHTS		1,000.00	
3	ALZHEIMER'S ASSOCIATION OF LA		500.00	
4	AMERICAN CANCER SOCIETY		1,000.00	
5	AMER/ ACADEMY OF ARTS & LETTERS		22,000.00	
6	AMERICAN ASSOC: FOR CANCER RESEARCH INC.		17,096.00	
7	AMERICAN CINEMATHEQUE, THE		2,500.00	
8	AMERICAN FED.FOR AGING RESEARCH		37,500.00	
9	AMERICAN FILM INSTITUTE-FADIMAN		15,000.00	
10	AMERICAN FILM INSTITUTE-R.P. ROGERS		15,000.00	
11	AMERICAN FILM INSTITUTE-R.P. ROGERS 2ND AWARD		5,000.00	
12	AMERICANS FOR THE ARTS		15,000.00	
13	AMERICANS FOR THE ARTS		25,000.00	
14	AMERICAN FRIENDS OF PARENTS CIRCLE		3,000.00	
15	AMERICAN MUSEUM OF NATURAL HISTORY		500.00	

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT.PAID</u>	
16	AMERICAN RED CROSS		5,000.00	
17	AMNESTY INTERNATIONAL U.S.A.		1,000.00	
18	ANN RICHARDS SCHOOL		2,500.00	
19	ASIA SOCIETY		10,000.00	
20	AUTISM SPEAKS (FR: CURE AUTISM NOW)		5,000.00	
21	BARD COLLEGE		5,000.00	
22	BARNARD COLLEGE		10,000.00	
23	BILL FOUNDATION		5,000.00	
24	BOOKENDS		500.00	
25	BRAVE NEW FOUNDATION(BRAVE NEW FILMS)		5,000.00	
26	BRENTWOOD VILLAGE TREE FDN		750.00	
27	BROOKLYN ACADEMY OF MUSIC		1,000.00	
28	CA INSTITUTE OF THE ARTS		20,000.00	
29	CA LEAGUE OF CONSERVATION VOTERS EDU.FUND		3,000.00	
30	CA PARTICIPATION PROJECT		500.00	

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT. PAID</u>	
31	CANTEEN ARTS		2,500.00	
32	CATTICUS CORPORATION-UAL PROJECT		500.00	
33	CEMAR		5,000.00	
34	CENTER FOR EARLY EDUCATION		1,000.00	
35	CHOATE ROSEMARY HALL FOUNDATION		3,980.00	
36	CHRYSLIS (Los Angeles, CA)		5,000.00	
37	CLASSIC STAGE COMPANY		2,000.00	
38	CODEPINK		3,000.00	
39	COMMITTEE TO BRIDGE THE GAP		1,000.00	
40	COMMON CAUSE		5,000.00	
41	COMMUNITY MEDIA PROJECT		12,500.00	
42	COMMUNITY PARTNERS FBO COLLEGE MATCH		2,000.00	
43	CONNECTICUT COLLEGE		1,000.00	
44	COURAGE CAMPAIGN INSTITUTE		5,000.00	
45	DEATH PENALTY FOCUS		1,000.00	

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT.PAID</u>	
46	DEFENDERS OF WILDLIFE		40,000.00	
47	DILLON HENRY FOUNDATION		1,000.00	
48	ELLA BAKER CENTER		5,000.00	
49	ENVIRONMENT CALIFORNIA		2,000.00	
50	EXCEPTIONAL CHILDREN'S FDN (FORMERLY KAYNE ERAS)		3,000.00	
51	FAIRFIELD COUNTY MEDICAL ASSOCIATION		6,073.34	
52	FAIRWARNING (MYRON LEVIN)		5,000.00	
53	FESTIVAL OF NEW AMERICAN MUSIC		1,000.00	
54	FIRE STATION 19/BRENTWOOD		1,000.00	
55	FISH OF STAMFORD, INC		500.00	
56	FRIENDS OF ROBINSON GARDENS		13,000.00	
57	FRIENDS OF THE SABAN FREE CLINIC		6,000.00	
58	GABRIELLA AXELRAD EDUCATION FDN.		2,700.00	
59	GARDEN SCHOOL FOUNDATION		1,000.00	
60	GET LIT/FBO MAGIC POETRY BUS		1,250.00	

10/11/2012 THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT. PAID</u>		
61	GOOD DOG FOUNDATION, THE		1,000.00	
62	GRTR WEST HOLLYWD FOOD COAL:		10,000.00	
63	GUERNICA MAGAZINE		500.00	
64	GUGGENHEIM MUSEUM		1,750.00	
65	HAMILTON GALLERIES		1,200.00	
66	HAMMER MUSEUM		3,000.00	
67	HEAL THE BAY		1,000.00	
68	HIDDEN HARVEST		3,500.00	
69	HIGH COUNTRY NEWS RESEARCH FUND		1,000.00	
70	HUMAN ARTS ASSOCIATION (MIGRAINEPROJECT)		10,000.00	
71	HUMANE SOCIETY OF THE UNITED STATES		1,000.00	
72	HUMAN RIGHTS CAMPAIGN		5,000.00	
73	HUMAN RIGHTS WATCH		2,500.00	
74	IAVA (IRAQ & AFGHANISTAN VETERANS OF AMERICA		10,000.00	
75	INTERNATIONAL DOCUMENTARY ASSOC.(IDA)		100,000.00	

10/11/2012 THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
<u>RECIPIENT OF CONTRIBUTION</u>			<u>AMT. PAID</u>	
76	IDA (PROJECT "ELE SIKSTEMA USA"		10,000.00	
77	IFP FISCAL SPONSORSHIP		53,500.00	
78	INSIGHT LA		20,000.00	
79	INTERNATIONAL PEACE INITIATIVES		1,500.00	
80	IRIS ARTS & EDUCATION GROUP		5,000.00	
81	ISRAEL AT HEART		30,000.00	
82	JACARANDA MUSIC AT THE EDGE		1,000.00	
83	JEWISH MUSEUM		1,000.00	
84	JHPIEGO		5,000.00	
85	KCET-CHANNEL 28 (Los Angeles, CA)		3,000.00	
86	KCRW-FM PUBLIC RADIO		2,500.00	
87	KJAZZ 99 (name change from KLON RADIO)		1,000.00	
88	KPCC FM		2,500.00	
89	LANGE FOUNDATION		5,000.00	
90	LANGE FOUNDATION		6,000.00	

10/11/2012				
- THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT. PAID</u>	
91	LEAGUE OF CONSERVATION VOTERS FD.-EDUC FD		5,000.00	
92	LIBERTY HILL FDN - BERTHA WOLF		55,700.00	
93	LIBRARY FDN OF LOS ANGELES		2,700.00	
94	LINCOLN CENTER FOR THE PERFORMING ARTS, INC.		2,500.00	
95	LINCOLN CENTER THEATER VIVIAN BEAUMONT THEATRE, INC		20,000.00	
96	LONG RIDGE FIRE COMPANY (Stamford)		500.00	
97	LOS ANGELES CONSERVANCY		2,500.00	
98	L A COUNTY MUSEUM OF ART		6,000.00	
99	LOS ANGELES GAY & LESBIAN CENTER		500.00	
100	MADRE		500.00	
101	MANHATTAN THEATRE CLUB		6,150.00	
102	MARCH OF DIMES		2,000.00	
103	METROPOLITAN MUSEUM OF ART (New York)		1,200.00	
104	MOTHER JONES INVESTIGATIVE FUND		42,500.00	
105	MUSEUM OF MODERN ART (New York)		1,500.00	

10/11/2012 THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
<u>RECIPIENT OF CONTRIBUTION</u>			<u>AMT.PAID</u>	
106	MVP BASKETBALL CAMP		1,000.00	
107	MY FRIEND'S PLACE		1,000.00	
108	NARAL FOUNDATION		9,000.00	
109	NARRATIVE MAGAZINE		500.00	
110	NATIONAL LAWYER'S GUILD FDN(AETA DEFENSE FUND)		500.00	
111	NATIONAL PARTNERSHIP FOR WOMEN & FAMILY		60,000.00	
112	NATIONAL TRUST FOR HISTORIC PRESERVATION		1,000.00	
113	NATURAL RESOURCES DEFENSE COUNCIL		10,000.00	
114	NEW CANAAN COUNTRY SCHOOL		5,000.00	
115	NEW ROADS SCHOOL		75,000.00	
116	NEW YORK PUBLIC LIBRARY		1,500.00	
117	NMAI/ NAT. MUSE. AMER INDIAN/SMITHSONIAN		1,000.00	
118	NORTH EAST TREES		5,000.00	
119	OCEAN PARK COMMUNITY,CA		500.00	
120	OJAI FOUNDATION		2,500.00	

10/11/2012 • THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
<u>RECIPIENT OF CONTRIBUTION</u>			<u>AMT. PAID</u>	
121	OPERATION USA		1,000.00	
122	OUTWARD BOUND USA		2,500.00	
123	PASADENA ARTS COUNCIL		10,800.00	
124	PEGASUS THERAPEUTIC RIDING INC.		500.00	
125	PEN CENTER USA		383,500.00	
126	PEOPLE FOR THE AMERICAN WAY		30,000.00	
127	PET SMART CHARITIES		3,000.00	
128	PETS ARE WONDERFUL (PAWS)		2,000.00	
129	PETS FOR VETS		3,000.00	
130	PHOTO BASED ART INC(BLIND SPOT)		1,500.00	
131	PITZER COLLEGE		11,000.00	
132	PLANNED PARENTHOOD- FEDERATION		11,900.00	
133	PLAYWRIGHTS HORIZONS, INC.		20,000.00	
134	PLOUGHSHARES FUND		10,000.00	
135	POETS AND WRITERS, INC.		1,000.00	

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT. PAID</u>	
136	PUBLIC INTEREST PICTURES INC		2,500.00	
137	RADCLIFFE COLLEGE		1,000.00	
138	REAL NEWS PROJECT		5,000.00	
139	REPRISE		1,500.00	
140	RICHLAND COUNTY FOUNDATION		500.00	
141	ROGUE MACHINE THEATER		1,000.00	
142	RYMAN ARTS		1,000.00	
143	SALK INSTITUTE, THE		1,000.00	
144	SANTA MONICA-MALIBU EDUCATION FDN.		1,000.00	
145	SMMOA (Santa Monica Museum of Art)		1,000.00	
146	SCHOOL OF LOST BORDERS		6,000.00	
147	SHELTER PARTNERSHIP (Los Angeles)		7,500.00	
148	SILVERMINE GUILD ARTS CENTER		1,500.00	
149	SLC FILM CENTER		35,000.00	
150	STAMFORD POLICE ASSOCIATION, INC.		500.00	

10/11/2012				
THE ROSENTHAL FAMILY FOUNDATION				
SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011				
<u>RECIPIENT OF CONTRIBUTION</u>			<u>AMT. PAID</u>	
151	STUDENT VOICE PROJECT		3,000.00	
152	SUNDANCE INSTITUTE		3,000.00	
153	TEACH FOR AMERICA		5,000.00	
154	THREEPENNY REVIEW		5,000.00	
155	TIDES CENTER-(TRIBES IN TRANSITION)		15,000.00	
156	TIKKUN MAGAZINE AND NSP		1,000.00	
157	TREE PEOPLE		5,000.00	
158	TRICKLE UP		2,500.00	
159	TURNEFFE ATOLL TRUST		5,000.00	
160	UNION OF CONCERNED SCIENTISTS		125,000.00	
161	UCLA FOUNDATION#810360 - FRIENDS OF ENGLISH-CAROLYN SEE		750.00	
162	UCLAMED.CTR. L. RIGLER CTR HEALTH SCIENCES		500.00	
163	UNIV. OF CA PRESS FOUNDATION		15,000.00	
164	UC RIVERSIDE FOUNDATION		20,000.00	
165	UNIVERSITY OF MANITOBA/FINAN.AIDS & AWARDS		1,024.30	

	10/11/2012 THE ROSENTHAL FAMILY FOUNDATION			
	SCHEDULE OF CONTRIBUTIONS MADE THROUGH DECEMBER, 2011			
	<u>RECIPIENT OF CONTRIBUTION</u>		<u>AMT.PAID</u>	
166	VENICE ARTS		1,000.00	
167	VIOLENCE POLICY CENTER		3,000.00	
168	VIRGINIA AVENUE PROJECT		1,000.00	
169	VISITING NURSE & HOSPICE CARE & MASONIC CARE		1,500.00	
170	WHITNEY MUSEUM OF AMERICAN ART		250.00	
171	WITNESS		1,000.00	
172	WOMEN'S CAMPAIGN INTERNATIONAL		10,000.00	
173	WOMEN FOR WOMEN INTERNATIONAL		2,500.00	
174	WOMEN'S MEDIA CENTER,THE		2,500.00	
175	WORD THEATRE(see Theatre Insite)		1,000.00	
	YEAR END TOTALS		1,783,523.64	

The Rosenthal Family Foundation

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	THROUGH NORTHERN TRUST COMPANY-BONDS ACCOUNT	P	Various	Various
b	THROUGH NORTHERN TRUST COMPANY-BONDS ACCOUNT	P	Various	Various
c	52 SHARES NETFLIX INC.	P	08/25/06	02/02/11
d	104 SHARES NETFLIX INC.	P	07/27/06	05/03/11
e	CERBERUS INTERNATIONAL	P	12/31/98	10/03/11
f	THROUGH CERBERUS ASIA PARTNERS LP	P	Various	Various
g	THROUGH CERBERUS ASIA PARTNERS LP	P	Various	Various
h	THROUGH COLCHESTER GLOBAL FUND	P	Various	Various
i	THROUGH COLCHESTER GLOBAL FUND	P	Various	Various
j	THROUGH JUBILEE TAX EXEMPT PARTNERS LP	P	Various	Various
k	THROUGH JUBILEE TAX EXEMPT PARTNERS LP	P	Various	Various
l	THROUGH TECHNOLOGY CROSSOVER VENTURES	P	Various	Various
m	THROUGH TECHNOLOGY CROSSOVER VENTURES	P	Various	Various
n	THROUGH WELLINGTON TRUST COMPANY	P	Various	Various
o	THROUGH WELLINGTON TRUST COMPANY	P	Various	Various

(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 3,327,780.		3,310,401.	17,379.
b 2,515,349.		2,429,511.	85,838.
c 10,912.		969.	9,943.
d 24,301.		2,069.	22,232.
e 69,158.		14,691.	54,467.
f			-687.
g			5,981.
h			5,516.
i			15,277.
j			4,155.
k			43,596.
l			60.
m			68,530.
n			-7,287.
o			130,013.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			17,379.
b			85,838.
c			9,943.
d			22,232.
e			54,467.
f			-687.
g			5,981.
h			5,516.
i			15,277.
j			4,155.
k			43,596.
l			60.
m			68,530.
n			-7,287.
o			130,013.

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

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)
If (loss), enter "-0-" in Part I, line 8 }

3

2011 Tax Information Statement

Page 6 of 37
 Recipient's Name and Address: THE ROSENTHAL FAMILY FOUNDATION
 Ref: TMA
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

2011 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
100000.0000	912828PJ3	UNITED STATES TREAS NTS DTD 00321 1.375% DUE 11-30-2015 REG	12/20/2010	01/04/2011	97,191.08	97,234.72	-43.64	0.00
40000.0000	912810QL5	UNITED STATES TREAS BDS DTD 00219 4.25% DUE 11-15-2040 REG	11/19/2010	01/13/2011	38,388.90	39,959.54	-1,570.64	0.00
90000.0000	912828KH2	US TREAS NTS DTD 00224 .875 DUE 03-31-2011 REG	09/22/2010	01/13/2011	90,133.29	90,309.68	-176.39	0.00
125000.0000	912828LG3	UNITED STATES TREAS NTS NT 1% DUE 07-31-2011 REG	Various	01/13/2011	125,536.70	125,818.78	-282.08	0.00
30000.0000	912828LZ1	UNITED STATES TREAS NTS USD 2.125% DUE 11-30-2014 REG	02/02/2010	01/13/2011	30,848.34	29,777.45	1,070.89	0.00
75000.0000	912828ML1	UNITED STATES TREAS NTS DTD 00275 1% DUE 12-31-2011 REG	12/01/2010	01/13/2011	75,500.73	75,507.09	-6.36	0.00
120000.0000	912828NB2	UNITED STATES TREAS NTS NT 1% DUE 04-30-2012 REG	05/18/2010	01/13/2011	120,974.60	120,534.78	439.82	0.00
110000.0000	912828NC0	UNITED STATES TREAS NTS DTD 05-17-2010 1.375 DUE 05-15-2013	05/18/2010	01/13/2011	111,671.12	110,374.20	1,296.92	0.00
45000.0000	912828ND8	UNITED STATES TREAS NTS 3.50 DUE 05-15-2020 REG	07/08/2010	01/13/2011	46,087.91	46,777.33	-689.42	0.00
75000.0000	912828NS5	UNITED STATES TREAS NTS DTD 00305 .625% DUE 06-30-2012 REG	07/08/2010	01/13/2011	75,225.33	75,003.18	222.15	0.00
40000.0000	912828NT3	UNITED STATES TREAS NTS DTD 00306 2.625% DUE 08-15-2020 REG	10/25/2010	01/13/2011	37,918.59	40,229.85	-2,311.28	0.00

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 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
45000.0000	912828NX4	UNITED STATES TREAS NTS DTD 00310 3.75% DUE 09-30-2012 REG	10/19/2010	01/13/2011	44,901.41	45,015.97	-114.56	0.00
45000.0000	912828PC8	UNITED STATES TREAS NTS 2.625 DUE 11-15-2020 REG	11/22/2010	01/13/2011	42,435.17	44,291.79	-1,856.62	0.00
75000.0000	912828PK0	US TREAS NTS DTD 00322 2.25 DUE 11-30-2017 REG	12/01/2010	01/13/2011	73,277.04	74,675.10	-1,398.06	0.00
60000.0000	912828PL8	UNITED STATES TREAS NTS DTD 00323 7.5% DUE 12-15-2013 REG	12/20/2010	01/13/2011	59,652.92	59,552.54	100.38	0.00
70000.0000	05565QB4	BP CAP MARKETS PLC 5.25% DUE 11-07-2013 BEO	05/05/2010	01/14/2011	76,248.90	76,402.90	-154.00	0.00
30000.0000	075887AW9	BECTON DICKINSON & 3.25% DUE 11-12-2020	Various	01/14/2011	28,347.00	29,593.95	-1,246.95	0.00
15000.0000	134429AV1	CAMPBELL SOUP CO 3.05% DUE 07-15-2017	06/30/2010	01/14/2011	15,177.00	14,956.65	220.35	0.00
70000.0000	2515A14E8	DEUTSCHE BK AG 3.25% DUE 01-11-2016	01/04/2011	01/14/2011	70,130.90	69,935.60	195.30	0.00
75000.0000	341081FD4	FL PWR & LT CO 5.25% DUE 02-01-2041	12/06/2010	01/14/2011	75,405.00	74,814.00	591.00	0.00
25000.0000	36962G4R2	GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY MTN 4.375% DUE 09-16-2020	09/13/2010	01/14/2011	24,554.50	24,804.25	-249.75	0.00
40000.0000	373334JS1	GEORGIA PWR CO 4.75% DUE 09-01-2040	08/27/2010	01/14/2011	36,964.40	39,308.80	-2,344.40	0.00
25000.0000	428236BF9	HEWLETT PACKARD CO 3.75% DUE 12-01-2020	11/30/2010	01/14/2011	24,455.75	25,162.01	-706.26	0.00
40000.0000	46625HHR4	JPMORGAN CHASE & 3.4% DUE 06-24-2015	06/17/2010	01/14/2011	40,912.00	39,918.00	994.00	0.00

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 THE ROSENTHAL FAMILY FOUNDATION
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Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
60000.0000	594918AJ3	MICROSOFT CORP 4.5 DUE 10-01-2040	09/23/2010	01/14/2011	54,861.00	59,940.60	-5,079.60	0.00
45000.0000	670348AL9	NUCOR CORP 4.125% DUE 09-15-2022	Various	01/14/2011	44,011.35	44,946.90	-935.55	0.00
45000.0000	713448BR8	PEPSICO INC SR NT 3.125 DUE 11-01-2020	10/19/2010	01/14/2011	42,291.00	44,625.15	-2,334.15	0.00
25000.0000	78008KBS1	ROYAL BK CDA GLOBAL MEDIUM TERM SR BK NTTRANCHE # TR 41 2.625 DUE 12-15-2015	07/07/2010	01/14/2011	25,070.50	24,940.00	130.50	0.00
60000.0000	78010XAG6	ROYAL BK SCOTLAND 3.95% DUE 09-21-2015	Various	01/14/2011	58,638.00	60,097.60	-1,459.60	0.00
40000.0000	808513AD7	SCHWAB CHARLES 4.45% DUE 07-22-2020	Various	01/14/2011	40,423.60	40,301.12	122.48	0.00
75000.0000	85771PAC6	STATOIL ASA 5.1% DUE 08-17-2040	08/11/2010	01/14/2011	73,800.00	75,460.50	-1,660.50	0.00
15000.0000	89152UAE2	TOTAL CAP 2.3% DUE 03-15-2016	09/08/2010	01/14/2011	14,724.00	14,963.10	-239.10	0.00
45000.0000	931142CS0	WAL-MART STORES 5.625% DUE 04-01-2040	03/24/2010	01/14/2011	47,133.00	44,619.75	2,513.25	0.00
90000.0000	961214BP7	WESTPAC BKG CORP 3% DUE 12-09-2015	12/02/2010	01/14/2011	89,945.10	89,904.61	40.49	0.00
30000.0000	46625HHR4	JPMORGAN CHASE & 3.4% DUE 06-24-2015	06/17/2010	02/18/2011	30,288.30	29,938.50	349.80	0.00
1000.0000	912828PL8	UNITED STATES TREAS NTS DTD 00323 75% DUE 12-15-2013 REG	12/20/2010	02/18/2011	987.38	992.54	-5.16	0.00
13000.0000	912828ND8	UNITED STATES TREAS NTS 3.50 DUE 05-15-2020 REG	07/08/2010	03/22/2011	13,303.11	13,513.45	-210.34	0.00
17000.0000	912828ND8	UNITED STATES TREAS NTS 3.50 DUE 05-15-2020 REG	07/08/2010	03/29/2011	17,171.26	17,671.43	-500.17	0.00

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

Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
11000.0000	912828NT3	UNITED STATES TREAS NTS DTD 00306 2.625%DUE 08-15-2020 REG	10/25/2010	03/29/2011	10,282.38	11,083.21	-780.83	0.00
60000.0000	912828KH2	US TREAS NTS DTD 00224 .875 DUE 03-31-2011 REG	09/22/2010	03/31/2011	60,000.00	60,206.45	-206.45	0.00
40000.0000	78010XAG6	ROYAL BK SCOTLAND 3.95% DUE 09-21-2015	09/14/2010	05/10/2011	40,669.60	40,030.40	639.20	0.00
10000.0000	404280AK5	HSBC HOLDINGS PLC 5.1 DUE 04-05-2021	03/29/2011	05/11/2011	10,313.60	9,978.30	335.30	0.00
25000.0000	912828PY0	UNITED STATES TREAS NTS DTD 00335 2.75% DUE 02-28-2018 REG	03/16/2011	05/20/2011	25,495.02	25,308.70	186.32	0.00
25000.0000	912828PX2	UNITED STATES TREAS NTS DTD 00334 3.625%DUE 02-15-2021 REG	04/13/2011	05/25/2011	26,122.95	25,311.62	811.33	0.00
25000.0000	06366QJG0	BK MONTREAL MEDIUM TERM SR NTS 800 TRANCHE # TR 153 1.75 DUE 04-29-2014	Various	06/27/2011	25,290.75	25,003.60	287.15	0.00
60000.0000	961214BP7	WESTPAC BKG CORP 3% DUE 12-09-2015	12/02/2010	07/06/2011	60,590.40	59,936.40	654.00	0.00
25000.0000	149123BS9	CATERPILLAR INC 5.2% DUE 05-27-2041	05/24/2011	07/15/2011	25,480.00	24,947.25	532.75	0.00
50000.0000	341081FD4	FL PWR & LT CO 5.25% DUE 02-01-2041	12/06/2010	07/15/2011	52,107.00	49,876.00	2,231.00	0.00
25000.0000	46625HHX1	JPMORGAN CHASE & 3.45% DUE 03-01-2016	02/17/2011	07/15/2011	25,603.25	25,003.25	600.00	0.00
30000.0000	912828PC8	UNITED STATES TREAS NTS 2.625 DUE 11-15-2020 REG	Various	07/27/2011	29,384.65	29,247.62	137.03	0.00
75000.0000	912828LG3	UNITED STATES TREAS NTS NT 1% DUE 07-31-2011 REG	Various	08/01/2011	75,000.00	75,441.66	-441.66	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
25000.0000	912828LV0	UNITED STATES TREAS NTS DTD 00260 1% DUE 08-31-2011 REG	07/27/2011	08/12/2011	25,011.64	25,019.62	-7.99	0.00
25000.0000	912810QL5	UNITED STATES TREAS BDS DTD 00219 4.25% DUE 11-15-2040 REG	11/19/2010	08/16/2011	27,795.80	24,974.71	2,821.09	0.00
25000.0000	585055AU0	MEDTRONIC INC 2.625% DUE 03-15-2016	03/10/2011	09/14/2011	26,008.00	24,887.25	1,120.75	0.00
50000.0000	912828PK0	US TREAS NTS DTD 00322 2.25 DUE 11-30-2017 REG	12/20/2010	09/15/2011	52,775.19	48,710.44	4,064.75	0.00
30000.0000	912828QU7	UNITED STATES TREAS NTS DTD 00355 6.25% DUE 07-15-2014 REG	07/19/2011	09/15/2011	30,238.96	29,976.66	262.30	0.00
25000.0000	064149DB7	BANK N S HALIFAX 2.9% DUE 03-29-2016	03/22/2011	09/20/2011	25,991.00	24,958.50	1,032.50	0.00
25000.0000	458140AJ9	INTEL CORP 3.3 DUE 10-01-2021	Various	09/20/2011	25,283.25	24,954.85	328.40	0.00
19000.0000	912828NT3	UNITED STATES TREAS NTS DTD 00306 2.625% DUE 08-15-2020 REG	10/25/2010	09/27/2011	20,268.32	19,109.18	1,159.14	0.00
35000.0000	912828PY0	UNITED STATES TREAS NTS DTD 00335 2.75% DUE 02-28-2018 REG	03/16/2011	09/27/2011	38,095.17	35,432.17	2,663.00	0.00
50000.0000	912828QU7	UNITED STATES TREAS NTS DTD 00355 6.25% DUE 07-15-2014 REG	07/27/2011	09/27/2011	50,327.96	49,939.62	388.34	0.00
35000.0000	912828RF9	UNITED STATES TREAS NTS TNOTE 1 DUE 08-31-2016 REG	Various	09/27/2011	35,087.38	35,273.95	-186.57	0.00
50000.0000	2515A14E8	DEUTSCHE BK AG 3.25% DUE 01-11-2016	01/04/2011	10/24/2011	50,227.50	49,954.00	273.50	0.00
10000.0000	912828PL8	UNITED STATES TREAS NTS DTD 00323 7.5% DUE 12-15-2013 REG	07/27/2011	10/31/2011	10,100.36	10,060.97	39.39	0.00
5000.0000	912828QJ2	US TREAS NTS DTD 02/28/2011 2.125 DUE 02-29-2016 REG	03/11/2011	10/31/2011	5,290.61	5,017.60	273.01	0.00

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 THE ROSENTHAL FAMILY FOUNDATION
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Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
40000.0000	912828ML1	UNITED STATES TREAS NTS DTD 00275 1% DUE 12-31-2011 REG	12/01/2010	11/04/2011	40,057.68	40,270.45	-212.77	0.00
5000.0000	278642AC7	EBAY INC 3.25% DUE 10-15-2020	05/18/2011	11/08/2011	5,013.20	4,713.78	299.42	0.00
10000.0000	278642AC7	EBAY INC 3.25% DUE 10-15-2020	05/18/2011	11/08/2011	9,990.30	9,427.56	562.74	0.00
5000.0000	278642AC7	EBAY INC 3.25% DUE 10-15-2020	05/18/2011	11/08/2011	5,014.30	4,713.78	300.52	0.00
10000.0000	278642AC7	EBAY INC 3.25% DUE 10-15-2020	Various	11/08/2011	10,024.80	9,427.56	597.24	0.00
9000.0000	74005PAZ7	PRAXAIR INC 3% DUE 09-01-2021	08/31/2011	11/08/2011	9,126.81	8,925.57	201.24	0.00
16000.0000	74005PAZ7	PRAXAIR INC 3% DUE 09-01-2021	08/31/2011	11/09/2011	16,235.04	15,867.68	367.36	0.00
60000.0000	912828ML1	UNITED STATES TREAS NTS DTD 00275 1% DUE 12-31-2011 REG	Various	11/14/2011	60,074.80	60,249.42	-174.62	0.00
25000.0000	89114QAB4	TORONTO DOMINION 2.5 DUE 07-14-2016	07/07/2011	11/15/2011	25,520.00	24,906.75	613.25	0.00
25000.0000	055451AK4	BHP BILLITON FIN 1.875% DUE 11-21-2016	11/16/2011	12/02/2011	25,070.50	24,867.25	203.25	0.00
25000.0000	912828QJ2	US TREAS NTS DTD 02/28/2011 2.125 DUE 02-29-2016 REG	03/11/2011	12/05/2011	26,489.17	25,087.97	1,401.20	0.00
25000.0000	438516BA3	HONEYWELL INTL INC 4.25% DUE 03-01-2021	02/14/2011	12/06/2011	27,731.50	24,936.75	2,794.75	0.00
25000.0000	912828QB9	UNITED STATES TREAS NTS DTD 00338 2.875% DUE 03-31-2018 REG	04/13/2011	12/06/2011	27,390.53	25,022.56	2,367.97	0.00
30000.0000	912828QX1	UNITED STATES TREAS NTS 1.5 DUE 07-31-2016	08/16/2011	12/06/2011	30,890.52	30,823.93	66.59	0.00
25000.0000	09247XAH4	BLACKROCK INC 4.25% DUE 05-24-2021	Various	12/15/2011	26,000.50	24,880.53	1,119.97	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
25000.0000	404280AL3	HSBC HLDGS PLC 4.875% DUE 01-14-2022	11/14/2011	12/15/2011	26,042.50	24,977.25	1,065.25	0.00
25000.0000	611662BM8	MONSANTO CO 2.75% DUE 04-15-2016	04/12/2011	12/19/2011	26,234.00	24,946.75	1,287.25	0.00
25000.0000	718172AK5	PHILIP MORRIS INTL 4.125% DUE 05-17-2021	05/10/2011	12/21/2011	27,446.75	24,858.25	2,588.50	0.00
Total Short Term Sales					3,327,779.82	3,310,401.18	17,378.63	0.00
Long Term 15% Sales								
290000.0000	3133XTXH4	FHLB 1.625% BDS 27/07/2011 USD 1.625 09/02/2009 01/13/2011 07-27-2011	09/02/2009	01/13/2011	292,083.65	293,171.73	-1,088.08	0.00
75000.0000	3134A4KX1	FHLMC MTN 6.25 07-15-2032	10/31/2005	01/13/2011	90,375.45	87,003.75	3,371.70	0.00
78000.0000	31359MGK3	FNMA DTD 11/03/2000 6.625 11-15-2030 07/21/2005 01/13/2011	07/21/2005	01/13/2011	97,317.09	97,243.85	73.24	0.00
60000.0000	31359MTG8	FNMA NT 4.625 10-15-2013	12/09/2004	01/13/2011	65,804.28	60,810.36	4,993.92	0.00
200000.0000	3137EACA5	FHLMC PREASSIGN 00049 3.75 03-27-2019	07/14/2009	01/13/2011	207,337.80	198,998.40	8,339.40	0.00
80000.0000	912810EX2	UNITED STATES TREAS BDS DTD 08/15/1996 6.75% DUE 08-15-2026 REG	Various	01/13/2011	105,412.18	98,475.04	6,937.14	0.00
160000.0000	912828FW6	UNITED STATES TREAS NTS DTD 00141 4.625% DUE 10-31-2011 REG	11/02/2006	01/13/2011	165,436.96	160,537.50	4,899.46	0.00
50000.0000	912828LG3	UNITED STATES TREAS NTS NT 1% DUE 07-31-2011 REG	11/20/2009	01/13/2011	50,214.68	50,347.82	-133.14	0.00
100000.0000	912828LV0	UNITED STATES TREAS NTS DTD 00260 1% DUE 08-31-2011 REG	08/26/2009	01/13/2011	100,484.04	99,890.96	593.08	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
10000.0000	912828LZ1	UNITED STATES TREAS NTS USD 2.125% DUE 11-30-2014 REG	12/18/2009	01/13/2011	10,282.78	9,939.88	342.90	0.00
60000.0000	912828MB3	UNITED STATES TREAS NTS NT 1.125% DUE 12-15-2012 REG	12/18/2009	01/13/2011	60,604.49	59,681.45	923.04	0.00
45000.0000	17275RAE2	CISCO SYS INC SR NT 4.95 DUE 02-15-2019 REG	02/10/2009	01/14/2011	49,050.00	45,548.55	3,501.45	0.00
45000.0000	24422EQR3	DEERE JOHN CAP CORP MEDIUM TERM NTS-BOOKENTRY SR NT 5.35% DUE 04-03-2018	03/31/2008	01/14/2011	49,882.50	44,862.30	5,020.20	0.00
45000.0000	38141GEU4	GOLDMAN SACHS GROUP INC FOR FUTURE EQUITGOLDMAN SACHS GP 5.625 DUE 01/15/17	01/03/2007	01/14/2011	47,430.00	44,968.95	2,461.05	0.00
45000.0000	58013MEB6	MCDONALDS CORP 5.8% DUE 10-15-2017 TRANCHE # TR 00098 5.8 10-15-2017 BEO	10/15/2007	01/14/2011	52,236.00	45,152.55	7,083.45	0.00
45000.0000	59018YN56	MERRILL LYNCH & CO INC MEDIUM TERM NTS BTRANCHE # TR 00676 6.15 DUE 04-25-2013	04/22/2008	01/14/2011	48,288.60	44,940.60	3,348.00	0.00
30000.0000	92344RAA0	VERIZON NEW ENG INC BD 6.5 DUE 09-15-2011 BEO	12/16/2004	01/14/2011	31,023.00	33,074.10	-2,051.10	0.00
50000.0000	912810EX2	UNITED STATES TREAS BDS DTD 08/15/1996 6.75% DUE 08-15-2026 REG	04/25/2007	01/21/2011	65,204.88	61,546.89	3,657.99	0.00
5.6900	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	01/25/2011	5.69	5.75	-0.06	0.00
30.6300	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	01/25/2011	30.63	30.64	-0.01	0.00

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 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
4.0700	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	01/31/2011	4.07	4.25	-0.18	0.00
6.8000	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	01/31/2011	6.80	6.88	-0.08	0.00
5.8900	36220PSF0	GNMA POOL #284118 10% 06-15-2020 REG	04/25/2007	01/31/2011	5.89	6.58	-0.69	0.00
58.2600	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	01/31/2011	58.26	63.18	-4.92	0.00
65.1800	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	01/31/2011	65.18	69.05	-3.87	0.00
122.6100	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	01/31/2011	122.61	129.66	-7.05	0.00
169.1300	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	01/31/2011	169.13	183.03	-13.90	0.00
30000.0000	59018YN56	MERRILL LYNCH & CO INC MEDIUM TERM NTS BTRANCHE # TR 00676.6.15 DUE 04-25-2013	04/22/2008	02/15/2011	32,408.40	29,960.40	2,448.00	0.00
24000.0000	912828LZ1	UNITED STATES TREAS NTS USD 2.125% DUE 11-30-2014 REG	02/02/2010	02/18/2011	24,360.86	23,821.95	538.91	0.00
32.5700	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	02/22/2011	32.57	32.43	0.14	0.00
251.2600	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	02/22/2011	251.26	254.09	-2.83	0.00
99.5700	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	02/22/2011	99.57	98.14	1.43	0.00

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 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
5.1700	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU I-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	02/25/2011	5.17	5.22	-0.05	0.00
15.3800	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	02/25/2011	15.38	15.39	-0.01	0.00
68.1800	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	02/25/2011	68.18	70.38	-2.20	0.00
160.5100	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	02/25/2011	160.51	165.79	-5.28	0.00
164.2400	31387YYY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	02/25/2011	164.24	167.29	-3.05	0.00
31.8900	31401COZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	02/25/2011	31.89	31.59	0.30	0.00
24000.0000	912828FW5	UNITED STATES TREAS NTS DTD 00141 4.625% DUE 10-31-2011 REG	11/02/2006	03/10/2011	24,672.11	24,080.63	591.48	0.00
30000.0000	38141GEU4	GOLDMAN SACHS GROUP INC FOR FUTURE EQUITY GOLDMAN SACHS GP 5.625% DUE 01-15-17	01/03/2007	03/11/2011	31,724.40	29,979.30	1,745.10	0.00
4.1000	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	03/15/2011	4.10	4.28	-0.18	0.00
6.8400	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	03/15/2011	6.84	6.92	-0.08	0.00
5.9400	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEO	04/25/2007	03/15/2011	5.94	6.64	-0.70	0.00
58.7000	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	03/15/2011	58.70	63.65	-4.95	0.00

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☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
75.0800	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	03/15/2011	75.08	79.54	-4.46	0.00
113.2300	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	03/15/2011	113.23	119.74	-6.51	0.00
159.4400	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	03/15/2011	159.44	172.54	-13.10	0.00
30000.0000	58013MEB6	MCDONALDS CORP 5.8% DUE 10-15-2017 TRANCHE # TR 00098 5.8 10-15-2017 BEQ	10/15/2007	03/16/2011	35,037.00	30,101.70	4,935.30	0.00
32.4000	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	03/21/2011	32.40	32.26	0.14	0.00
78.2400	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	03/21/2011	78.24	79.12	-0.88	0.00
95.5500	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	03/21/2011	95.55	94.18	1.37	0.00
24000.0000	912828FW5	UNITED STATES TREAS NTS DTD 00141 4.625% DUE 10-31-2011 REG	11/02/2006	03/23/2011	24,629.92	24,080.62	549.30	0.00
10000.0000	912828HA1	UNITED STATES TREAS NTS 4.75 DUE 08-15-2017 BEQ	08/27/2007	03/23/2011	11,345.66	10,117.19	1,228.47	0.00
5.1600	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASS THRU 1-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	03/25/2011	5.16	5.21	-0.05	0.00
17.3800	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA 2 VAR RATE 04-25-2033 REG	04/25/2007	03/25/2011	17.38	17.39	-0.01	0.00
41.4300	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	03/25/2011	41.43	42.77	-1.34	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
104.6400	31386HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	03/25/2011	104.64	108.08	-3.44	0.00
98.2400	31387YYY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	03/25/2011	98.24	100.06	-1.82	0.00
23.9500	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	03/25/2011	23.95	23.72	0.23	0.00
30000.0000	17275RAE2	CISCO SYS INC SR NT 4.96 DUE 02-15-2019 REG	02/10/2009	04/05/2011	32,080.20	30,365.70	1,714.50	0.00
30000.0000	24422EQR3	DEERE JOHN CAP CORP MEDIUM TERM NTS-BOOKENTRY SR NT 5.35% DUE 04-03-2018	03/31/2008	04/05/2011	33,199.50	29,908.20	3,291.30	0.00
4.1300	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	04/15/2011	4.13	4.32	-0.19	0.00
6.8900	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	04/15/2011	6.89	6.97	-0.08	0.00
6.0000	36220PSF0	GNMA POOL #284118 10% 06-15-2020 REG	04/25/2007	04/15/2011	6.00	6.70	-0.70	0.00
60.1100	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	04/15/2011	60.11	65.18	-5.07	0.00
146.1100	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	04/15/2011	146.11	154.79	-8.68	0.00
174.4900	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	04/15/2011	174.49	184.52	-10.03	0.00
115.0700	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	04/15/2011	115.07	124.53	-9.46	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1188.9600	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 BEQ	04/25/2007	04/15/2011	1,188.96	1,245.42	-56.46	0.00
857.4400	36202DM32	GNMAII POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	04/20/2011	857.44	853.83	3.61	0.00
437.4400	36202KHJ7	GNMAII POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	04/20/2011	437.44	442.36	-4.92	0.00
52.6300	36225CKZ8	GNMAII POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	04/20/2011	52.63	51.87	0.76	0.00
24000.0000	912828FW5	UNITED STATES TREAS NTS DTD 00141 4.625%DUE 10-31-2011 REG	11/02/2006	04/21/2011	24,553.98	24,080.63	473.35	0.00
5.1500	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASS THRU I-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	04/25/2011	5.15	5.20	-0.05	0.00
7.8900	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLJA-2 VAR RATE 04-25-2033 REG	04/25/2007	04/25/2011	7.89	7.89	0.00	0.00
34.0400	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	04/25/2011	34.04	35.14	-1.10	0.00
167.7600	31386HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	04/25/2011	167.76	173.28	-5.52	0.00
59.5300	31387YYY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	04/25/2011	59.53	60.63	-1.10	0.00
16.0000	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	04/25/2011	16.00	15.85	0.15	0.00
25000.0000	92344RAA0	VERIZON NEW ENG INC BD 6.5 DUE 09-15-2011 BEQ	12/16/2004	04/27/2011	25,587.25	27,561.75	-1,974.50	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
4.1600	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	05/16/2011	4.16	4.35	-0.19	0.00
6.9400	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	05/16/2011	6.94	7.02	-0.08	0.00
6.2400	36220PSF0	GNMA POOL #284118 10% 06-15-2020 REG	04/25/2007	05/16/2011	6.24	6.97	-0.73	0.00
58.6500	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/16/2001	05/16/2011	58.65	63.60	-4.95	0.00
62.5300	36225ACX6	GNMA POOL #780886 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	05/16/2011	62.53	66.24	-3.71	0.00
146.2700	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	05/16/2011	146.27	154.88	-8.41	0.00
134.9100	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	05/16/2011	134.91	146.00	-11.09	0.00
220.4100	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 REG	04/25/2007	05/16/2011	220.41	230.88	-10.47	0.00
15000.0000	3134A4KX1	FHLMC MTN 6.25 07-15-2032	Various	05/18/2011	18,769.46	17,296.22	1,473.24	0.00
771.0400	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	05/20/2011	771.04	767.79	3.25	0.00
85.6200	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	05/20/2011	85.62	86.58	-0.96	0.00
13.3300	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	05/20/2011	13.33	13.14	0.19	0.00
5.1800	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	05/25/2011	5.18	5.23	-0.05	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
19.8500	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	05/25/2011	19.85	19.86	-0.01	0.00
26.1100	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	05/25/2011	26.11	26.95	-0.84	0.00
147.3500	31386HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	05/25/2011	147.35	152.20	-4.85	0.00
111.2500	31387YYV3	FNMA POOL #598427 8% DUE 02-01-2017 REG	04/25/2007	05/25/2011	111.25	113.31	-2.06	0.00
15.7400	31401COZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	05/25/2011	15.74	15.59	0.15	0.00
25.9200	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	06/15/2011	25.92	27.09	-1.17	0.00
6.9900	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	06/15/2011	6.99	7.07	-0.08	0.00
6.1000	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEO	04/25/2007	06/15/2011	6.10	6.81	-0.71	0.00
59.1700	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	06/15/2011	59.17	64.16	-4.99	0.00
72.5600	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	06/15/2011	72.56	76.87	-4.31	0.00
123.3000	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	06/15/2011	123.30	130.39	-7.09	0.00
156.8700	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	06/15/2011	156.87	169.76	-12.89	0.00
3800.2500	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 BEO	04/25/2007	06/15/2011	3,800.25	3,980.70	-180.45	0.00

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
28.2100	36202DM32	GNMAIL POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	06/20/2011	28.21	28.09	0.12	0.00
84.5200	36202KHJ7	GNMAIL POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	06/20/2011	84.52	85.47	-0.95	0.00
53.5200	36225CKZ8	GNMAIL POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	06/20/2011	53.52	52.75	0.77	0.00
15.9100	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	06/27/2011	15.91	16.07	-0.16	0.00
7.1700	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	06/27/2011	7.17	7.17	0.00	0.00
74.3700	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	06/27/2011	74.37	76.77	-2.40	0.00
192.9600	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	06/27/2011	192.96	199.31	-6.35	0.00
59.8200	31387YY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	06/27/2011	59.82	60.93	-1.11	0.00
16.3900	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	06/27/2011	16.39	16.24	0.15	0.00
4.4000	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	07/15/2011	4.40	4.60	-0.20	0.00
7.0400	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	07/15/2011	7.04	7.12	-0.08	0.00
6.1600	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEQ	04/25/2007	07/15/2011	6.16	6.88	-0.72	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
61.3900	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	07/15/2011	61.39	66.57	-5.18	0.00
61.8700	36225ACX6	GNMA POOL #780866 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	07/15/2011	61.87	65.54	-3.67	0.00
218.6200	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	07/15/2011	218.62	231.19	-12.57	0.00
113.4900	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	07/15/2011	113.49	122.82	-9.33	0.00
1793.0300	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 BEQ	04/25/2007	07/15/2011	1,793.03	1,878.17	-85.14	0.00
28.3600	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	07/20/2011	28.36	28.24	0.12	0.00
82.3000	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	07/20/2011	82.30	83.23	-0.93	0.00
13.3400	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	07/20/2011	13.34	13.15	0.19	0.00
5.2400	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU I-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	07/25/2011	5.24	5.29	-0.05	0.00
65.4200	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	07/25/2011	65.42	65.45	-0.03	0.00
48.9000	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	07/25/2011	48.90	50.48	-1.58	0.00
100.7400	31386HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	07/25/2011	100.74	104.05	-3.31	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
87.5400	31387YYY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	07/25/2011	87.54	89.17	-1.63	0.00
15.8400	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	07/25/2011	15.84	15.69	0.15	0.00
6000.0000	912828LZ1	UNITED STATES TREAS NTS USD 2.125% DUE 11-30-2014 REG	02/02/2010	07/26/2011	6,263.18	5,955.49	307.69	0.00
210000.0000	3133XTXH4	FHLLB 1.625% BDS 27/07/2011 USD 1.625 07-27-2011	09/02/2009	07/27/2011	210,000.00	212,296.77	-2,296.77	0.00
75000.0000	912828LV0	UNITED STATES TREAS NTS DTD 00260 1% DUE 08-31-2011 REG	08/26/2009	08/12/2011	75,034.91	74,918.22	116.68	0.00
4.4400	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	08/15/2011	4.44	4.64	-0.20	0.00
7.0900	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	08/15/2011	7.09	7.17	-0.08	0.00
6.2100	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEQ	04/25/2007	08/15/2011	6.21	6.94	-0.73	0.00
299.5900	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	08/15/2011	299.59	324.87	-25.28	0.00
67.7900	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	08/15/2011	67.79	71.82	-4.03	0.00
140.4400	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	08/15/2011	140.44	148.52	-8.08	0.00
108.0100	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	08/15/2011	108.01	116.89	-8.88	0.00
6070.9000	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 BEQ	04/25/2007	08/15/2011	6,070.90	6,359.18	-288.28	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
28.1800	36202DM32	GNMAIL POOL #003078 SER 2031 5.5% DUE 06-20-2031 REG	04/25/2007	08/22/2011	28.18	28.06	0.12	0.00
86.2800	36202KHJ7	GNMAIL POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	08/22/2011	86.28	87.25	-0.97	0.00
13.7300	36225CKZ8	GNMAIL POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	08/22/2011	13.73	13.53	0.20	0.00
5.2800	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	08/25/2011	5.28	5.33	-0.05	0.00
25.1800	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	08/25/2011	25.18	25.19	-0.01	0.00
7.6600	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	08/25/2011	7.66	7.91	-0.25	0.00
179.9600	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	08/25/2011	179.96	185.88	-5.92	0.00
56.1300	31387YY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	08/25/2011	56.13	57.17	-1.04	0.00
27.7000	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 09-01-2033 REG	04/25/2007	08/25/2011	27.70	27.44	0.26	0.00
28000.0000	912828FW5	UNITED STATES TREAS NTS DTD 00141 4.625%DUE 10-31-2011 REG	Various	09/14/2011	28,146.47	27,995.31	151.16	0.00
4.4700	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	09/15/2011	4.47	4.67	-0.20	0.00
7.1400	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	09/15/2011	7.14	7.22	-0.08	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federally Income Tax Withheld
6.2700	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEQ	04/25/2007	09/15/2011	6.27	7.00	-0.73	0.00
59.4600	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	09/15/2011	59.46	64.48	-5.02	0.00
62.1400	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	09/15/2011	62.14	65.83	-3.69	0.00
160.0600	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	09/15/2011	160.06	169.28	-9.20	0.00
93.5800	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	09/15/2011	93.58	101.27	-7.69	0.00
4089.3200	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 8.287 DUE 04-15-2034 BEQ	04/25/2007	09/15/2011	4,089.32	4,283.50	-194.18	0.00
679.5000	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	09/20/2011	679.50	676.64	2.86	0.00
78.2700	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	09/20/2011	78.27	79.15	-0.88	0.00
13.7800	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	09/20/2011	13.78	13.58	0.20	0.00
10000.0000	89152UAE2	TOTAL CAP 2.3% DUE 03-15-2016	09/08/2010	09/21/2011	10,305.10	9,975.40	329.70	0.00
5.2800	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU I-A-3 VAR DUE 04-25-2034 REG	07/01/2004	09/26/2011	5.28	5.33	-0.05	0.00
21.6500	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	09/26/2011	21.65	21.66	-0.01	0.00
7.2900	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	09/28/2011	7.29	7.53	-0.24	0.00

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 Recipient's Name and Address: Ref: TMA
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
114.2000	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	09/26/2011	114.20	117.96	-3.76	0.00
58.5600	31387YYY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	09/26/2011	58.56	59.64	-1.08	0.00
609.5700	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	09/26/2011	609.57	603.84	5.73	0.00
4.5100	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	10/17/2011	4.51	4.71	-0.20	0.00
7.1900	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	10/17/2011	7.19	7.27	-0.08	0.00
6.3200	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEO	04/25/2007	10/17/2011	6.32	7.06	-0.74	0.00
138.6600	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	10/17/2011	138.66	150.36	-11.70	0.00
64.3400	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	10/17/2011	64.34	68.16	-3.82	0.00
154.5800	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	10/17/2011	154.58	163.47	-8.89	0.00
103.7700	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	10/17/2011	103.77	112.30	-8.53	0.00
20000.0000	78008KBS1	ROYAL BK CDA GLOBAL MEDIUM TERM SR BK NITRANCHE # TR 41 2.625 DUE 12-15-2015	07/07/2010	10/17/2011	20,602.80	19,952.00	650.80	0.00
4965.9500	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CLA-4 6.287 DUE 04-15-2034 BEO	04/25/2007	10/17/2011	4,965.95	5,201.76	-235.81	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
29.6400	36202DM32	GNMAII POOL #003078 SER 2031 5.5% DUE 08-20-2031 REG	04/25/2007	10/20/2011	29.64	29.52	0.12	0.00
84.0700	36202KHJ7	GNMAII POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	10/20/2011	84.07	85.02	-0.95	0.00
40.6700	36225CKZ8	GNMAII POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	10/20/2011	40.67	40.09	0.58	0.00
3.5200	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-A-3 VAR DUE 04-28-2034 REG	07/01/2004	10/25/2011	3.52	3.56	-0.04	0.00
39.4600	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	10/25/2011	39.46	39.48	-0.02	0.00
28.6100	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	10/25/2011	28.61	29.53	-0.92	0.00
227.5700	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	10/25/2011	227.57	235.06	-7.49	0.00
57.1400	31387YY3	FNMA POOL #598427 6% DUE 02-01-2017 REG	Various	10/25/2011	57.14	58.20	-1.06	0.00
26.5900	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	10/25/2011	26.59	26.34	0.25	0.00
4.5400	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	11/15/2011	4.54	4.74	-0.20	0.00
7.2400	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	11/15/2011	7.24	7.32	-0.08	0.00
6.3700	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEQ	04/25/2007	11/15/2011	6.37	7.12	-0.75	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
59.8200	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	11/15/2011	59.82	64.87	-5.05	0.00
73.5400	36225ACX6	GNMA POOL #780086 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	11/15/2011	73.54	77.91	-4.37	0.00
132.2600	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	11/15/2011	132.26	139.87	-7.61	0.00
183.9300	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	11/15/2011	183.93	199.05	-15.12	0.00
11334.6100	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 REG	04/25/2007	11/15/2011	11,334.61	11,872.83	-538.22	0.00
27.1900	36202DM32	GNMA POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	11/21/2011	27.19	27.08	0.11	0.00
75.4100	36202KHJ7	GNMA POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	11/21/2011	75.41	76.26	-0.85	0.00
14.8500	36225CKZ8	GNMA POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	11/21/2011	14.85	14.64	0.21	0.00
5.3000	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASSTHRU 1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	11/25/2011	5.30	5.35	-0.05	0.00
43.1500	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-25-2033 REG	04/25/2007	11/25/2011	43.15	43.17	-0.02	0.00
62.8000	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	11/25/2011	62.80	64.83	-2.03	0.00
185.9100	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	11/25/2011	185.91	192.03	-6.12	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

Account Number: 26-88559
 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
55.3800	31387YV3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	11/25/2011	55.38	56.41	-1.03	0.00
14.6100	31401CQ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	11/25/2011	14.61	14.47	0.14	0.00
100000.0000	3137EACA5	FHLMC PREASSIGN 00049 3.75 03-27-2019	07/14/2009	12/06/2011	112,926.40	99,499.20	13,427.20	0.00
30000.0000	713448BR8	PEPSICO INC SR NT 3.125 DUE 11-01-2020	10/19/2010	12/06/2011	30,810.00	29,750.10	1,059.90	0.00
4.5800	36207K6H8	GNMA POOL #434772 SER 2030 9% DUE 06-15-2030 REG	02/27/2001	12/15/2011	4.58	4.79	-0.21	0.00
7.2900	36211STW7	GNMA POOL #521765 SER 2030 8% DUE 01-15-2030 REG	01/21/2000	12/15/2011	7.29	7.37	-0.08	0.00
6.4300	36220PSF0	GNMA POOL #284118 10% 06-15-2020 BEO	04/25/2007	12/15/2011	6.43	7.18	-0.75	0.00
67.8500	36225A6A3	GNMA POOL #780865 SER 2017 9.5% DUE 11-15-2017 REG	02/15/2001	12/15/2011	67.85	73.58	-5.73	0.00
107.7300	36225ACX6	GNMA POOL #780886 SER 2017 8.5% DUE 11-15-2017 REG	03/07/2001	12/15/2011	107.73	114.13	-6.40	0.00
210.6100	36225ATD2	GNMA POOL #780548 SER 2017 8.5% DUE 12-15-2017 REG	02/15/2001	12/15/2011	210.61	222.72	-12.11	0.00
87.3800	36225BFZ6	GNMA POOL #781084 SER 2017 9% DUE 12-15-2017 REG	05/02/2001	12/15/2011	87.38	94.56	-7.18	0.00
30000.0000	808513AD7	SCHWAB CHARLES 4.45% DUE 07-22-2020	Various	12/15/2011	31,727.70	30,217.62	1,510.08	0.00
7222.2500	929766AD5	CMO WACHOVIA BK TR 2002-C1 CTF A-1 CL A-4 6.287 DUE 04-15-2034 BEO	Various	12/15/2011	7,222.25	7,565.20	-342.95	0.00

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 Recipient's Name and Address:
 THE ROSENTHAL FAMILY FOUNDATION
 C/O ARNOLD PAPERNO

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 Recipient's Tax ID Number: XX-XXX4817

☐ Corrected ☐ 2nd TIN notice

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

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
25000.0000	373334JS1	GEORGIA PWR CO 4.75% DUE 09-01-2040	08/27/2010	12/19/2011	28,232.25	24,568.00	3,664.25	0.00
27.3500	36202DM32	GNMAII POOL #003078 SER 2031 5.5% DUE 05-20-2031 REG	04/25/2007	12/20/2011	27.35	27.23	0.12	0.00
79.5300	36202KHJ7	GNMAII POOL #008333 SER 2018 ADJ RT 03-20-2018	04/25/2007	12/20/2011	79.53	80.43	-0.90	0.00
15.3600	36225CKZ8	GNMAII POOL #080311 SER 2029 ADJ RT 08-20-2029	08/23/1999	12/20/2011	15.36	15.14	0.22	0.00
5.3000	07384MG22	CMO BEAR STEARNS ARM TR 2004-1 MTG PASS THRU I-1-A-3 VAR DUE 04-25-2034 REG	07/01/2004	12/27/2011	5.30	5.35	-0.05	0.00
19.0500	161546FM3	CHASE FDG MTG LN 2003-3 ASSET BKD CTF CLIA-2 VAR RATE 04-26-2033 REG	04/25/2007	12/27/2011	19.05	19.06	-0.01	0.00
29.2200	31371HYB8	FNMA POOL #252806 7.5% DUE 10-01-2029 REG	01/03/2002	12/27/2011	29.22	30.16	-0.94	0.00
121.7000	31385HXT4	FNMA POOL #545290 7.5% DUE 10-01-2016 REG	04/25/2007	12/27/2011	121.70	125.70	-4.00	0.00
71.8100	31387YYV3	FNMA POOL #598427 6% DUE 02-01-2017 REG	04/25/2007	12/27/2011	71.81	73.14	-1.33	0.00
14.6600	31401CQZ9	FNMA POOL #704372 ADJ RT DUE 05-01-2033 REG	04/25/2007	12/27/2011	14.66	14.52	0.14	0.00
Total Long Term 15% Sales						2,515,348.92	2,429,511.13	85,837.78

4244191

The Rosenthal Family Foundation

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	OZ OVERSEAS FUND II, LTD	P	Various	Various
b	PERRY PARTNERS INTERNATIONAL INC	P	Various	Various
c	GRUSS GLOBAL INVESTORS LTD	P	12/31/09	04/01/11
d	THROUGH FLAG PRIVATE EQUITY III,LP	P	Various	Various
e	THROUGH FLAG PRIVATE EQUITY III,LP, LP	P	Various	Various
f	FLAG VENTURE PARTNERS VI, LP	P	Various	Various
g	FLAG VENTURE PARTNERS VI, LP	P	Various	Various
h	NEXT GENERATION PARTNERS V,LP	P	Various	Various
i	NEXT GENERATION PARTNERS V,LP	P	Various	Various
j	TIFF PARTNERS II, LLC	P	Various	Various
k	TIFF PARTNERS II, LLC	P	Various	Various
l				
m				
n				
o				

(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 50,342.		87,048.	-36,706.
b 6,197.		8,564.	-2,367.
c 697,603.		665,000.	32,603.
d			539.
e			12,421.
f			3,730.
g			18,957.
h			449.
i			6,660.
j			-10.
k			-1,884.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-36,706.
b			-2,367.
c			32,603.
d			539.
e			12,421.
f			3,730.
g			18,957.
h			449.
i			6,660.
j			-10.
k			-1,884.
l			
m			
n			
o			

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	489,405.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
CHECKING ACCOUNT	16.
Total to Form 990-PF, Part I, line 3, Column A	16.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDEND INCOME	185,011.	0.	185,011.
INTEREST INCOME	113,801.	0.	113,801.
THROUGH CERBERUS ASIA PARTNERS, L.P.	460.	0.	460.
THROUGH COLCHESTER GLOBAL BOND FUND	135,685.	0.	135,685.
THROUGH FLAG PRIVATE EQUITY III, L.P.	8,351.	0.	8,351.
THROUGH FLAG VENTURE PARTNERS VI, L.P.	1,307.	0.	1,307.
THROUGH JUBILEE TAX EXEMPT PARTNERS, L.P.	2,000.	0.	2,000.
THROUGH NEXT GENERATION PARTNERS V, L.P.	452.	0.	452.
THROUGH NORTHERN TRUST COMPANY BRANDES	358.	0.	358.
THROUGH TECHNOLOGY CROSSOVER VENTURES II,III,V & VI LPs	1,636.	0.	1,636.
THROUGH TIFF PARTNERS II, L.P.	482.	0.	482.
THROUGH WELLINGTON TRUST COMPANY, NA	54,865.	0.	54,865.
Total to Fm 990-PF, Part I, ln 4	504,408.	0.	504,408.

Form 990-PF	Other Income	Statement	3
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
THROUGH CERBERUS ASIA PARTNERS, L.P.	-79.	-79.	
THROUGH COLCHESTER GLOBAL BOND FUND	121,843.	121,843.	
THROUGH FLAG PRIVATE EQUITY III, L.P.	-3,646.	-3,646.	
THROUGH FLAG VENTURE PARTNERS VI, L.P.	-628.	-628.	
THROUGH NEXT GENERATION PARTNERS V, L.P.	57.	57.	
THROUGH TIFF PARTNERS II, LLC	-99.	-99.	
THROUGH WELLINGTON TRUST COMPANY NA	1,537.	1,537.	
THROUGH WLR RECOVERY FUND	690.	690.	
Total to Form 990-PF, Part I, line 11	119,675.	119,675.	

Form 990-PF	Legal Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	13,012.	0.		13,012.
To Fm 990-PF, Pg 1, ln 16a	13,012.	0.		13,012.

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX PREPARATION/PLANNING FEES	20,000.	20,000.		0.
ACCOUNTING/RECORD KEEPING	40,000.	0.		40,000.
To Form 990-PF, Pg 1, ln 16b	60,000.	20,000.		40,000.

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PORTFOLIO MANAGEMENT/ADMINISTRATION FEES	188,421.	188,421.		0.
GRANT & ADMINISTRATION EXPENSES	80,000.	0.		80,000.
CAMBRIDGE ASSOCIATES FEES	51,315.	51,315.		0.
To Form 990-PF, Pg 1, ln 16c	319,736.	239,736.		80,000.

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN WITHHOLDING TAXES	16,185.	16,185.		0.
To Form 990-PF, Pg 1, ln 18	16,185.	16,185.		0.

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FILING FEES	750.	0.		750.
MISCELLANEOUS	1,670.	0.		1,670.
To Form 990-PF, Pg 1, ln 23	2,420.	0.		2,420.

Form 990-PF	U.S. and State/City Government Obligations		Statement	9
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. GOVERNMENT BONDS	X		998,027.	1,013,803.
U.S. GOVERNMENT MORTGAGE BACKED SECURITIES	X		68,609.	63,357.
HYDRO-QUEBEC GTD GLOBAL		X	24,995.	25,521.
Total U.S. Government Obligations			1,066,636.	1,077,160.
Total State and Municipal Government Obligations			24,995.	25,521.
Total to Form 990-PF, Part II, line 10a			1,091,631.	1,102,681.

Form 990-PF	Corporate Bonds	Statement	10
Description	Book Value	Fair Market Value	
U.S. GOVERNMENT AGENCY BONDS	296,746.	337,224.	
CORPORATE BONDS	915,142.	944,597.	
COMMERCIAL MORTGAGE-BACKED SECURITIES	41,181.	39,440.	
ASSET BACKED SECURITIES	1,476.	1,327.	
NON-GOVERNMENT BACKED CMOS	2,239.	1,693.	
Total to Form 990-PF, Part II, line 10c	1,256,784.	1,324,281.	

Form 990-PF	Other Investments	Statement	11
Description	Valuation Method	Book Value	Fair Market Value
TECHNOLOGY CROSSOVER VENTURE II LP	COST	92,291.	0.
TIFF PARTNERS II	COST	180,486.	16,166.
CERBERUS INTL LTD	COST	54,491.	284,809.
CERBERUS ASIA PARTNERS, LTD	COST	330,545.	72,849.
TECHNOLOGY CROSSOVER VENTURE III LP	COST	90,471.	15,088.
TECHNOLOGY CROSSOVER VENTURE V LP	COST	481,378.	347,257.
FIR TREE INTERNATIONAL VALUE FUND	COST	300,000.	547,642.
SIRIOS OVERSEAS FUND	COST	300,000.	450,808.
OZ OVERSEAS FUND II	COST	11,686.	32,050.
CONTRARIAN OFFSHORE FUND	COST	250,000.	445,199.
DAVIDSON KEMPNER INTERNATIONAL FUND	COST	250,000.	454,999.
JUBILEE TAX EXEMPT PARTNERS, L.P.	COST	332,889.	555,183.

NEXT GENERATION PARTNERS V, L.P.	COST	450,000.	379,695.
VIKING GLOBAL EQUITIES III	COST	300,000.	633,224.
FLAG PRIVATE EQUITY III, L.P.	COST	326,000.	312,275.
FLAG VENTURE PARTNERS VI, L.P.	COST	453,000.	476,803.
TECHNOLOGY CROSSOVER VENTURE VI LP	COST	301,020.	133,586.
GREENLIGHT MASTERS OFFSHORE	COST	2,900,000.	3,205,088.
GRUSS GLOBAL INVESTORS	COST	35,000.	36,716.
WELLINGTON TRUST COMPANY NA	COST	3,616,353.	3,499,900.
COLCHESTER GLOBAL BOND FUND	COST	2,100,000.	2,427,812.
LEXINGTON CAPITAL PARTNERS	COST	56,175.	55,559.
ISHARES MCSI ACWI INDEX FUND	COST	8,315,503.	7,445,282.
PERRY PARTNERS INTERNATIONAL	COST	35,245.	22,701.
WLR RECOVERY FUND	COST	33,992.	10,319.

Total to Form 990-PF, Part II, line 13

21,596,525.

21,861,010.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 12
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Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Expense Contrib Account
NANCY STEPHENS ROSENTHAL 255 N. SALT AIR, LOS ANGELES, CA 90049	PRESIDENT & TRUSTEE 30.00	10,000.	0. 0.
JAMIE R. WOLF 812 N. FOOTHILL RD, BEVERLY HILLS, CA 90210	SECRETARY & TRUSTEE 20.00	10,000.	0. 0.
RICK ROSENTHAL 255 N. SALT AIR, LOS ANGELES, CA 90049	TREASURER & TRUSTEE 10.00	10,000.	0. 0.
NOAH ROSENTHAL 2015 NICHOLS CANYON ROAD, LOS ANGELES, CA 90046	TRUSTEE 10.00	10,000.	0. 0.
DAVID M. WOLF 812 N. FOOTHILL RD, BEVERLY HILLS, CA 90210	TRUSTEE 10.00	10,000.	0. 0.

The Rosenthal Family Foundation

13-6104817

KATE WOLF

TRUSTEE

5031 MERIDIAN STREET, LOS ANGELES,

CA 90042

10.00

10,000.

0.

0.

Totals included on 990-PF, Page 6, Part VIII

60,000.

0.

0.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	The Rosenthal Family Foundation	☒ 13-6104817
	Number, street, and room or suite no. If a P.O. box, see instructions. 2777 Summer Street, No. 208B	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. STAMFORD, CT 06905	

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

04

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

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

ASSETS ADMIN & MANAGEMENT INC

- The books are in the care of **2777 Summer Street Suite 208B, STAMFORD, CT - 06905**
Telephone No. **203-325-9900** FAX No. **203-353-9677**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **November 15, 2012.**

5 For calendar year **2011**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension **Form K-1s from outside investments have not been received**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	10,300.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	11,272.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ☐

Title ☐

Date ☐

Form 8868 (Rev. 1-2012)