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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation ELLIOTT AND MARLYS BADZIN FAMILY FOUNDATION C/O DICK SHERMAN		A Employer identification number 27-1454722
Number and street (or P O box number if mail is not delivered to street address) 1380 CORPORATE CENTER CURVE	Room/suite 200	B Telephone number 651-405-7612
City or town, state, and ZIP code EAGAN, MN 55121		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. 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) \$ 1,614,812.	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)
1 Contributions, gifts, grants, etc., received		1,000,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		13,404.	13,404.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<728.>			
b Gross sales price for all assets on line 6a	682,378.				
7 Capital gain net income (from Part IV, line 2)			0.		
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					
12 Total. Add lines 1 through 11		1,012,676.	13,404.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		2,581.	0.		0.
b Accounting fees					
c Other professional fees STMT 3		8,566.	8,566.		0.
17 Interest					
18 Taxes STMT 4		374.	274.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		25.	0.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		11,546.	8,840.		25.
25 Contributions, gifts, grants paid		21,355.			21,355.
26 Total expenses and disbursements. Add lines 24 and 25		32,901.	8,840.		21,380.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		979,775.			
b Net investment income (if negative, enter -0-)			4,564.		
c Adjusted net income (if negative, enter -0-)				N/A	

123501
12-02-11

LHA For Paperwork Reduction Act Notice, see instructions.

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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	695,295.	1,674,460.	1,614,202.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	0.	610.	610.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	695,295.	1,675,070.	1,614,812.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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)	0.	0.	
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	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	695,295.	1,675,070.		
30 Total net assets or fund balances	695,295.	1,675,070.		
31 Total liabilities and net assets/fund balances	695,295.	1,675,070.		

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	695,295.
2 Enter amount from Part I, line 27a	2	979,775.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,675,070.
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	1,675,070.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a GENWORTH #907 - SEE ATTACHED	P	VARIOUS	12/31/11
b GENWORTH #907 - SEE ATTACHED	P	VARIOUS	12/31/11
c GENWORTH #908 - SEE ATTACHED	P	VARIOUS	12/31/11
d GENWORTH #908 - SEE ATTACHED	P	VARIOUS	12/31/11
e CAPITAL GAINS DIVIDENDS			

(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 447,846.		451,538.	<3,692.>
b 19,299.		18,852.	447.
c 96,816.		98,824.	<2,008.>
d 117,924.		113,892.	4,032.
e 493.			493.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<3,692.>
b			447.
c			<2,008.>
d			4,032.
e			493.

2 Capital gain net income or (net capital loss)	2	<728.>
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	4,971.	360,791.	.013778
2009	0.	344,750.	.000000
2008			
2007			
2006			

2 Total of line 1, column (d)	2	.013778
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	.006889
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,068,333.
5 Multiply line 4 by line 3	5	7,360.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	46.
7 Add lines 5 and 6	7	7,406.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	21,380.

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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	46.
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	46.
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	46.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	46.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	46.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MN		
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?	13	X	
Website address ► N/A				
14	The books are in care of ► ELLIOTT BADZIN	Telephone no. ►	651-405-7612	
Located at ► 1380 CORPORATE CENTER CURVE, SUITE 200, EAGAN, MN		ZIP+4 ►	55121	
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	N/A	
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?		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? If "Yes," list the years ►	☐ Yes ☒ No	
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	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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 ☒

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?

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

5b

6b

7b

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ELLIOTT BADZIN 1380 CORPORATE CENTER CURVE, SUITE 20 EAGAN, MN 55121	CFO/ TREASURER 1.00	0.	0.	0.
MARLYS BADZIN 1380 CORPORATE CENTER CURVE, SUITE 20 EAGAN, MN 55121	CEO/ PRESIDENT 1.00	0.	0.	0.
FARLEY KAUFMANN 2501 WAYZATA BLVD MINNEAPOLIS, MN 55405	DIRECTOR 1.00	0.	0.	0.
RICHARD KELBER 4800 WELLS FARGO CENTER, 90 S 7TH ST MINNEAPOLIS, MN 55402	DIRECTOR 1.00	0.	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
NONE		

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

Part IX-A Summary of Direct Charitable Activities	
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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.

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.

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	0.
b	Average of monthly cash balances	1b	1,084,602.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,084,602.
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	1,084,602.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,269.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,068,333.
6	Minimum investment return. Enter 5% of line 5	6	53,417.

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	53,417.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	46.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	46.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	53,371.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	53,371.
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	53,371.

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	21,380.
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	21,380.
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	46.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,334.

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				53,371.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			13,055.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 21,380.				
a Applied to 2010, but not more than line 2a			13,055.	
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				8,325.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				45,046.
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

**ELLIOTT AND MARLYS BADZIN FAMILY
FOUNDATION C/O DICK SHERMAN**

Form 990-PF (2011)

27-1454722 Page 10

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 7

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

NONE

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

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

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

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

- c Any submission deadlines:

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

**ELLIOTT AND MARLYS BADZIN FAMILY
FOUNDATION C/O DICK SHERMAN**

Form 990-PF (2011)

27-1454722 Page 11

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				
BETH EL SYNAGOGUE 5224 W. 26TH STREET ST. LOUIS PARK, MN 55416		PUBLIC CHARITY	CHARITABLE	21,355.
Total				21,355.
b Approved for future payment				
NONE				
Total				0.

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

► CFO

May the IRS discuss this return with the preparer shown below (see note 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

FARLEY S. KAUFMANN

Preparer's Signature Zarley Kaufman Date 6/5/11
OF LAPIDUS & COMPANY, LLP

Firm's EIN ▶	41-0721734
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Firm's address ► 2501 WAYZATA BOULEVARD
MINNEAPOLIS, MN 55405-2197

Phone no. (612) 377-4404

Form 990-PF (2011)

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

ELLIOTT AND MARLYS BADZIN FAMILY
FOUNDATION C/O DICK SHERMAN

Employer identification number

27-1454722

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

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

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
**ELLIOTT AND MARLYS BADZIN FAMILY
 FOUNDATION C/O DICK SHERMAN**

Employer identification number
27-1454722

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	ELLIOTT & MARLYS BADZIN 1380 CORPORATE CENTER CURVE, SUITE 200 EAGAN, MN 55121	\$ 1,000,000.	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.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

ELLIOTT AND MARLYS BADZIN FAMILY
FOUNDATION C/O DICK SHERMAN

Employer identification number

27-1454722

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization ELLIOTT AND MARLYS BADZIN FAMILY FOUNDATION C/O DICK SHERMAN	Employer identification number 27-1454722
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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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GENWORTH #907	3,054.	76.	2,978.
GENWORTH #908	3,908.	228.	3,680.
US BANK	6,935.	189.	6,746.
TOTAL TO FM 990-PF, PART I, LN 4	13,897.	493.	13,404.

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MOSS & BARNETT	2,581.	0.		0.
TO FM 990-PF, PG 1, LN 16A	2,581.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	8,566.	8,566.		0.
TO FORM 990-PF, PG 1, LN 16C	8,566.	8,566.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TREASURY	100.	0.		0.
FOREIGN TAXES PAID	274.	274.		0.
TO FORM 990-PF, PG 1, LN 18	374.	274.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF MN REGISTRATION	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	25.	0.		25.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DEPOSIT IN TRANSIT	COST	610.	610.
TOTAL TO FORM 990-PF, PART II, LINE 13		610.	610.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

ELLIOTT BADZIN
MARLYS BADZIN

CURSED \$15.03.30

Schedule B Report
Centworth Financial Trust Co.FORM 92.02 PAGE 1
03/15/2012

Account 307 R & M Radwin Paly Foundation
For dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transp	Asset Name	Units Required	Date	Date	Net Proceeds	Ratio	Gain/Loss
01/12/11	3502-11	Asset sale (by shares) 815491407 Consumer Discretionary SPDR	286.0000	Various	01/12/11	7,770.64	7,740.10	30.54 ST
01/20/11	3502-11	Asset sale (by shares) 464287653 iShares Russell 2000 Index	368.0000	Various	01/20/11	23,631.73	23,239.88	372.15 ST
01/20/11	3502-11	Asset sale (by shares) 78355W106 Guggenheim S&P 500 Equal Weight	2.0000	12/06/10	01/20/11	85.66	32.17	3.49 ST
01/20/11	3502-11	Asset sale (by shares) 78467Y107 MidCap SPDRs	4.0000	09/14/10	01/20/11	565.38	567.62	27.76 ST
01/20/11	3502-11	Asset sale (by shares) 81369Y704 Industrial Select Sector SPDR	21.0000	12/06/10	01/20/11	748.44	716.29	32.15 ST
02/03/11	3502-11	Asset sale (by shares) 464287101 iShares S&P 100 Index	3.0000	01/20/11	02/03/11	171.18	171.28	1.82 ST
02/03/11	3502-11	Asset sale (by shares) 464287440 iShares Barclays 7-10 Year Treasury	84.0000	Various	02/03/11	7,764.93	7,617.13	147.82 ST
02/03/11	3502-11	Asset sale (by shares) 464287457 iShares Barclays 1-3 Yr Tbx Bond	159.0000	03/02/10	02/03/11	13,322.64	13,290.08	32.56 ST
02/03/11	3502-11	Asset sale (by shares) 78355W106 Guggenheim S&P 500 Equal Weight	4.0000	12/06/10	02/03/11	196.57	184.35	12.22 ST
02/03/11	3502-11	Asset sale (by shares) 78467Y107 MidCap SPDRs	2.0000	09/14/10	02/03/11	170.87	143.91	26.96 ST
02/03/11	3502-11	Asset sale (by shares) 81369Y704 Industrial Select Sector SPDR	3.4000	12/06/10	02/03/11	329.85	306.98	22.87 ST
02/23/11	3502-11	Asset sale (by shares) 81369Y704 Industrial Select Sector SPDR	653.0000	Various	02/23/11	23,618.77	22,336.98	1,289.79 ST
02/24/11	3502-11	Asset sale (by shares) 78355W106 Guggenheim S&P 500 Equal Weight	140.0000	Various	02/24/11	7,876.41	7,511.14	365.27 ST
02/24/11	3502-11	Asset sale (by shares) 78355W106 Guggenheim S&P 500 Equal Weight	489.0000	Various	02/24/11	23,868.19	22,611.98	1,256.21 ST
02/24/11	3502-11	Asset sale (by shares) 78467Y107 MidCap SPDRs	187.0000	Various	02/24/11	31,928.91	29,317.63	2,603.28 ST

CUSTID \$15.03.30

Schedule D Report
Genworth Financial Trust Co.PAGE 2
03/15/2012

Account 44907 E & M Radzin Family Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: 45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
03/10/11	3502-11 Asset sale (by shares) 464287101 iShares S&P 100 Index	406.0000	01/20/11 03/10/11	23,833.82	23,450.26	383.46 ST
03/10/11	3502-11 Asset sale (by shares) 722012205 Pimco MWF	1.0000	02/03/11 03/10/11	53.56	52.85	0.71 ST
04/13/11	3502-11 Asset sale (by shares) 464287455 iShares Russell 2000 Index	281.0000	Various 04/13/11	22,874.80	24,007.97	-1,033.37 ST
04/13/11	3502-11 Asset sale (by shares) 722012205 Pimco MWF	2.0000	02/03/11 04/13/11	107.43	105.69	1.74 ST
04/13/11	3502-11 Asset sale (by shares) 813697308 Consumer Staples Select Sector SPDR	5.0000	04/08/11 04/13/11	183.01	182.15	0.86 ST
04/13/11	3502-11 Asset sale (by shares) 813697506 Energy Select Sector SPDR	106.0000	Various 04/13/11	7,571.74	8,054.50	-482.76 ST
04/18/11	3502-11 Asset sale (by shares) 464287234 iShares EEMX Emerging Markets	161.0000	Various 04/18/11	7,689.12	8,071.59	-382.47 ST
04/18/11	3502-11 Asset sale (by shares) 464289446 iShares Barclays 1-3 Year Credit Bond	1.0000	02/03/11 04/18/11	104.56	104.87	0.19 ST
04/18/11	3502-11 Asset sale (by shares) 784627103 SPDR S&P 500	179.0000	Various 04/18/11	23,246.98	23,914.44	-667.66 ST
04/18/11	3502-11 Asset sale (by shares) 784677109 SPDR Dow Jones Industrial Average	128.0000	04/08/11 04/18/11	15,488.72	15,852.93	-364.21 ST
04/18/11	3502-11 Asset sale (by shares) 784677107 MidCap SPDR	138.0000	Various 04/18/11	23,206.94	24,155.93	-948.99 ST
04/18/11	3502-11 Asset sale (by shares) 813697308 Consumer Staples Select Sector SPDR	2.0000	04/08/11 04/18/11	61.18	60.72	0.46 ST
05/05/11	3502-11 Asset sale (by shares) 784637107 SPDR Gold Trust	52.0000	04/29/11 05/05/11	7,487.66	7,851.36	-363.70 ST
05/11/11	3502-11 Asset sale (by shares) 464287455 iShares MSCI EAFE Index	123.0000	05/02/11 05/11/11	7,527.91	7,878.69	-350.78 ST
05/17/11	3502-11 Asset sale (by shares) 464287200 iShares S&P 500 Index Fund	57.0000	04/29/11 05/17/11	7,575.30	7,806.26	-230.96 ST

Account 4907 H & M Radzin Realty Foundation
For dates from 01/01/11 to 12/31/11
Excluding US Cap Gains Distributions From Mutual Funds
Taxpayer ID: -45-4722

Date	Transaction Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
05/17/11	3502-11 Asset sale (by shares) 78467X109 SPDR Dow Jones Industrial Average	296.0900	Various 05/17/11	36,733.60	37,856.24	-1,121.64 ST
06/23/11	3502-11 Asset sale (by shares) 81369X209 Health Care Select Sector SPDR	221.0000	05/02/11 05/23/11	7,072.29	7,873.00	-2.71 ST
05/25/11	3502-11 Asset sale (by shares) 81369X309 Consumer Staples Select Sector SPDR	254.0000	04/09/11 05/25/11	8,066.28	7,711.00	355.28 ST
05/27/11	3502-11 Asset sale (by shares) 464287226 iShares Barclays Aggregate Bond	127.0000	Various 05/27/11	13,637.60	13,324.36	313.24 ST
05/27/11	3502-11 Asset sale (by shares) 464287457 iShares Barclays 1-3 Tr Bond	15.0000	Various 05/27/11	1,265.26	1,261.45	3.43 ST
05/27/11	3502-11 Asset sale (by shares) 464288646 iShares Barclays 1-3 Year Credit Bond	52.0000	02/03/11 05/27/11	5,460.37	5,427.13	33.24 ST
05/17/11	3502-11 Asset sale (by shares) 72201X205 Fisco ETF	102.0000	02/03/11 05/27/11	5,503.39	5,396.21	113.18 ST
06/09/11	3502-11 Asset sale (by shares) 464286103 iShares MSCI Australia Index	117.0000	05/27/11 06/09/11	3,026.53	3,117.92	-91.39 ST
06/09/11	3502-11 Asset sale (by shares) 464286886 iShares MSCI Germany Index	3.0000	05/27/11 06/09/11	80.43	78.84	1.59 ST
06/09/11	3502-11 Asset sale (by shares) 464287390 iShares G2P Latin America	2.0000	05/27/11 06/09/11	101.14	104.19	-3.05 ST
06/09/11	3502-11 Asset sale (by shares) 464287465 iShares MSCI EAFE Index	7.0000	05/27/11 06/09/11	423.37	425.72	-2.35 ST
06/09/11	3502-11 Asset sale (by shares) 464287635 iShares Russell 2000 Index	83.0000	05/27/11 06/09/11	4,214.54	4,431.73	-217.19 ST
06/09/11	3502-11 Asset sale (by shares) 464287776 iShares Dow Jones US Financial Services	75.0000	05/27/11 06/09/11	3,959.59	4,186.14	-226.55 ST
06/09/11	3502-11 Asset sale (by shares) 72935X401 PowerShares Golden Dragon VXX China	145.0000	05/27/11 06/09/11	3,660.14	3,891.96	-231.74 ST
06/09/11	3502-11 Asset sale (by shares) 78463X301 SPDR S&P Emerging Asia Pacific	3.0000	05/27/11 06/09/11	256.41	256.04	-0.63 ST

Account 14907 R & H Radin Realty Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Transaction Code & Description	Date	Date	Units	Acquired	Sold	Net Proceeds	Basic	Gain/Loss
Date	Cusip	Asset Name						
06/09/11	3502-11	Asset sale (by shares)	2.0000	05/27/11	06/09/11	58.55	38.98	-0.43 ST
	78463X673	SPDR S&P Int'l Industrials Sector						
06/09/11	3502-11	Asset sale (by shares)	2.0000	05/27/11	06/09/11	109.78	110.31	-1.13 ST
	922042866	Vanguard MSCI Pacific ETF						
06/09/11	3502-11	Asset sale (by shares)	1.0000	05/27/11	06/09/11	53.13	53.47	-0.34 ST
	922042874	Vanguard MSCI European ETF						
06/09/11	3502-11	Asset sale (by shares)	23.0000	05/27/11	06/09/11	2,092.60	2,152.26	-99.66 ST
	922041108	Vanguard Consumer Discretionary ETF						
06/21/11	3502-11	Asset sale (by shares)	73.0000	05/27/11	06/21/11	3,612.63	3,803.94	-180.41 ST
	464287390	iShares S&P Latin America						
06/21/11	3502-11	Asset sale (by shares)	2.0000	05/27/11	06/21/11	160.47	167.24	-6.77 ST
	464287635	iShares Russell 2000 Index						
06/21/11	3502-11	Asset sale (by shares)	87.0000	Various	06/21/11	2,207.41	2,342.36	-134.95 ST
	73935X364	PowerShares Dynamic Technology						
06/21/11	3502-11	Asset sale (by shares)	50.0000	05/27/11	06/21/11	1,498.63	1,567.28	-68.65 ST
	73935X369	PowerShares Dynamic Industrials						
06/21/11	3502-11	Asset sale (by shares)	97.0000	05/27/11	06/21/11	2,995.60	3,189.86	-114.26 ST
	761396209	Reverseshares Bid Cap						
06/21/11	3502-11	Asset sale (by shares)	47.0000	05/27/11	06/21/11	706.08	738.84	-31.36 ST
	81369Y605	Financial Select Sector SPDR						
08/04/11	3502-11	Asset sale (by shares)	56.0000	05/27/11	08/04/11	1,276.24	1,471.62	-195.38 ST
	464286804	iShares MSCI Germany Index						
08/04/11	3502-11	Asset sale (by shares)	2.0000	05/27/11	08/04/11	240.33	238.49	4.04 ST
	464286661	iShares Barclays 3-7 Year Treasury Bond						
08/04/11	3502-11	Asset sale (by shares)	66.0000	Various	08/04/11	2,241.39	3,194.15	-352.80 ST
	576600837	Market Vectors Coal ETF						
08/04/11	3502-11	Asset sale (by shares)	78.0000	05/27/11	08/04/11	3,018.72	3,129.65	-210.94 ST
	73935X385	PowerShares Dynamic Energy						
08/04/11	3502-11	Asset sale (by shares)	3.0000	05/27/11	08/04/11	240.66	256.04	-15.38 ST
	78463X301	SPDR S&P Emerging Asia Pacific						

Account 14907 E & H Hadwin Family Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1/2 Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code	Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
08/06/11	3502-11	Asset sale (by shares) 81369Y100 Materials Select Sector SPDR	24.0800	05/27/11 08/04/11	849.39	944.85	-95.46 ST
08/06/11	3502-11	Asset sale (by shares) 81369Y704 Industrial Select Sector SPDR	104.0800	05/27/11 08/04/11	3,979.01	3,878.90	-500.89 ST
08/06/11	3502-11	Asset sale (by shares) 922042866 Vanguard MSCI Pacific ETF	5.0000	05/27/11 08/04/11	267.28	277.27	-9.99 ST
09/28/11	3502-11	Asset sale (by shares) 464287192 iShares Dow Jones Transportation Avg.	16.0000	08/04/11 09/28/11	1,247.99	1,592.76	-144.77 ST
09/28/11	3502-11	Asset sale (by shares) 464287515 iShares US Software Index	1.0000	05/27/11 09/28/11	54.62	64.21	-9.59 ST
09/28/11	3502-11	Asset sale (by shares) 464287556 iShares Nasdaq Biotechnology Index	1.0000	05/27/11 09/28/11	96.40	107.89	-11.49 ST
09/28/11	3502-11	Asset sale (by shares) 464287721 iShares Dow Jones US Technology	12.0000	05/27/11 09/28/11	742.80	793.72	-50.92 ST
09/28/11	3502-11	Asset sale (by shares) 464288461 iShares Barclays 3-7 Year Treasury Bond	9.0000	06/09/11 09/28/11	1,089.85	1,059.73	30.12 ST
09/28/11	3502-11	Asset sale (by shares) 73935X799 PowerShares Dynamic Pharmaceuticals	7.0000	05/27/11 09/28/11	176.64	187.03	-10.39 ST
09/28/11	3502-11	Asset sale (by shares) 78463X573 SPDR S&P Int'l Industrials Sector	54.0000	Various 09/28/11	1,228.50	1,583.84	-355.34 ST
09/28/11	3502-11	Asset sale (by shares) 81369Y209 Health Care Select Sector SPDR	13.0000	05/27/11 09/28/11	422.03	463.30	-41.27 ST
09/28/11	3502-11	Asset sale (by shares) 81369Y308 Consumer Staples Select Sector SPDR	24.0000	05/27/11 09/28/11	722.21	770.85	-48.64 ST
09/28/11	3502-11	Asset sale (by shares) 81369Y407 Consumer Discretionary SPDR	10.0000	05/27/11 09/28/11	569.14	402.10	167.04 ST
09/28/11	3502-11	Asset sale (by shares) 81369Y704 Industrial Select Sector SPDR	103.0000	05/27/11 09/28/11	2,134.72	3,042.60	-907.88 ST
09/28/11	3502-11	Asset sale (by shares) 81369Y056 Utilities Select Sector SPDR	12.0000	05/27/11 09/28/11	407.30	403.91	3.39 ST

Account 1907 R & W Radwin Family Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4921

Date	Cusip	Asset Name	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
11/03/11	3502-11	Asset sale (by shares) 464287465 iShares MSCI EAFE Index	112.0000	05/27/11 11/03/11	5,870.47	6,811.80	-941.03 ST
11/03/11	3502-11	Asset sale (by shares) 464287055 iShares Russell 2000 Index	5.0000	05/27/11 11/03/11	372.48	418.09	-45.61 ST
11/03/11	3502-11	Asset sale (by shares) 464287713 iShares Dow Jones US Telecom	14.0000	05/27/11 11/03/11	298.62	358.52	-59.90 ST
11/03/11	3502-11	Asset sale (by shares) 464287721 iShares Dow Jones US Technology	4.0000	05/27/11 11/03/11	264.82	264.57	0.25 ST
11/03/11	3502-11	Asset sale (by shares) 464288461 iShares Barclays 3-7 Year Treasury Bond	30.0000	06/05/11 11/03/11	3,642.00	3,532.43	109.57 ST
11/03/11	3502-11	Asset sale (by shares) 73935X385 PowerShares Dynamic Energy	15.0000	05/27/11 11/03/11	534.00	637.43	-103.43 ST
11/03/11	3502-11	Asset sale (by shares) 73935X799 PowerShares Dynamic Pharmaceuticals	5.0000	05/27/11 11/03/11	133.18	133.59	-0.41 ST
11/03/11	3502-11	Asset sale (by shares) 78464X888 SPDR S&P Homebuilders	21.0000	05/27/11 11/03/11	338.15	393.10	-54.95 ST
11/03/11	3502-11	Asset sale (by shares) 81369X100 Materials Select Sector SPDR	10.0000	05/27/11 11/03/11	349.13	393.49	-44.36 ST
11/03/11	3502-11	Asset sale (by shares) 81369X209 Health Care Select Sector SPDR	1.0000	05/27/11 11/03/11	100.78	106.91	-6.13 ST
11/03/11	3502-11	Asset sale (by shares) 81369X467 Consumer Discretionary SPDR	10.0000	05/27/11 11/03/11	389.30	402.29	-12.99 ST
11/03/11	3502-11	Asset sale (by shares) 81369X506 Energy Select Sector SPDR	11.0000	05/27/11 11/03/11	782.70	840.71	-58.01 ST
11/03/11	3502-11	Asset sale (by shares) 923908553 Vanguard REXM Index ETF	25.0000	Various 11/03/11	1,446.67	1,504.08	-57.41 ST
12/05/11	3502-11	Asset sale (by shares) 464287200 iShares S&P 500 Index Fund	50.0000	09/28/11 12/05/11	6,373.14	5,831.75	481.39 ST
12/05/11	3502-11	Asset sale (by shares) 464287465 iShares MSCI EAFE Index	13.0000	05/27/11 12/05/11	672.11	790.62	-118.51 ST

Account 1907 E & M Radzin Family Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding MF Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Date	Transac Code & Description	Date	Date	Units Acquired	Sold	Net Proceeds	Basis	Gain/Loss
12/05/11	3502-11 Asset sale (by shares) 464267556 iShares Nasdaq Biotechnology Index	05/27/11	12/05/11	102.55		102.55	107.98	-5.43 ST
12/05/11	3502-11 Asset sale (by shares) 464288661 iShares Barclays 3-7 Year Treasury Bond	Various	12/05/11	58.0000		7,034.25	6,830.00	203.45 OT
12/05/11	3502-11 Asset sale (by shares) 813693229 Health Care Select Sector SPDR	05/27/11	12/05/11	2.0000		67.46	71.20	-3.62 ST
12/05/11	3502-11 Asset sale (by shares) 813693407 Consumer Discretionary SPDR	05/27/11	12/05/11	2.0000		79.26	80.46	-1.20 ST
11/05/11	3502-11 Asset sale (by shares) 813693506 Energy Select Sector SPDR	05/27/11	12/05/11	1.0000		71.77	76.43	-4.66 ST
12/05/11	3502-11 Asset sale (by shares) 813693704 Industrial Select Sector SPDR	05/27/11	12/05/11	2.0000		69.45	74.61	-5.36 ST
03/10/11	3502-11 Asset sale (by shares) 464287226 iShares Barclays Aggregate Bond	03/02/10	03/10/11	1.0000		105.34	104.40	0.94 LT
04/13/11	3502-11 Asset sale (by shares) 464287226 iShares Barclays Aggregate Bond	03/02/10	04/13/11	4.0000		420.81	417.60	3.21 LT
04/13/11	3502-11 Asset sale (by shares) 464287457 iShares Barclays 1-3 Yr Tbx Bond	03/02/10	04/13/11	2.0000		167.74	167.17	0.57 LT
04/18/11	3502-11 Asset sale (by shares) 464287226 iShares Barclays Aggregate Bond	03/02/10	04/18/11	1.0000		105.65	104.40	1.25 LT
05/27/11	3502-11 Asset sale (by shares) 464287226 iShares Barclays Aggregate Bond	Various	05/27/11	133.0000		14,281.88	13,883.85	398.03 LT
05/27/11	3502-11 Asset sale (by shares) 464287457 iShares Barclays 1-3 Yr Tbx Bond	Various	05/27/11	50.0000		4,217.59	4,173.05	42.54 LT

Account 007 E & M Bedzin Paly Foundation
 For Dates From 01/01/11 to 12/31/11
 Excluding 12 Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Transaction Code & Description		Date	Date			
Date	Consp	Asset Name	Units Acquired	Sold	Net Proceeds	Gain/Loss
		Short Term Gain from Sales			211,698.30	7,974.07
		Short term Loss from Sales			236,147.27	-11,666.22
		Net Short Term Gain (-Loss)			447,845.57	-3,692.15
		No Gain or Loss			0.00	0.00
		Long Term Gain from Sales			19,299.01	446.54
		Long Term Loss from Sales			0.00	0.00
		Net Long Term Gain (-Loss)			19,299.01	446.54

This is an unaudited evaluation of your Genworth Financial Asset Management, Inc. account that is subject to revision or change.

Long-term Capital Gains distributions from mutual funds are not included in this report, but can be netted against long-term losses from sales on your Schedule D.

Short-term Capital Gains Distributions from mutual funds are not included because they are reported with dividends and not on the Schedule D.

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Account / 4908 E & M Radwin Family Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding 1/2 Cap Gains Distributions from Mutual Funds
 Taxpayer ID: 4-45-4722

Date	Transac Code	Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
01/05/11	3502-11	Asset sale (by shares) 028081848 American Century Short-Term Govt Adv	51.3420	03/03/10 01/05/11	500.07	501.10	-1.03 ST
01/05/11	3502-11	Asset sale (by shares) 314208005 Replicated Gov Ultrashort Duration	186.6780	03/03/10 01/05/11	1,873.57	1,869.00	3.77 ST
01/05/11	3502-11	Asset sale (by shares) 458140100 Intel Corporation	1.0000	03/12/10 01/05/11	21.18	21.30	-0.12 ST
01/05/11	3502-11	Asset sale (by shares) 464288711 iShares S&P Global Utilities	1.0000	03/03/10 01/05/11	44.96	45.48	-0.52 ST
01/05/11	3502-11	Asset sale (by shares) 922031703 Vanguard Short Term Treas-IV	89.5610	03/03/10 01/05/11	954.72	959.05	-14.33 ST
01/12/11	3502-11	Asset sale (by shares) 509330105 Merck & Company, Inc.	6.0000	Various 01/12/11	222.81	227.40	-4.59 ST
01/12/11	3502-11	Asset sale (by shares) 913017109 United Technologies Corp.	1.0000	04/14/10 01/12/11	79.86	73.54	5.82 ST
01/18/11	3502-11	Asset sale (by shares) 002895207 Abercrombie & Fitch Co.	1.0000	02/02/10 01/18/11	62.07	36.71	15.36 ST
01/21/11	3502-11	Asset sale (by shares) 008252108 Affiliated Managers Group, Inc.	1.0000	03/03/10 01/21/11	160.19	74.80	25.39 ST
01/21/11	3502-11	Asset sale (by shares) 237194105 Darden Restaurants, Inc.	2.0000	07/22/10 01/21/11	138.87	127.42	11.55 ST
01/21/11	3502-11	Asset sale (by shares) 794661302 Salesforce.com	1.0000	03/03/10 01/21/11	132.91	71.54	61.37 ST
01/25/11	3502-11	Asset sale (by shares) 149123101 Caterpillar, Inc.	1.0000	04/11/10 01/25/11	24.33	69.92	24.41 ST
01/26/11	3502-11	Asset sale (by shares) 219350105 Corning, Inc.	11.0000	Various 01/26/11	237.71	187.38	40.33 ST
01/28/11	3502-11	Asset sale (by shares) 055610201 BOK Financial Corporation	1.0000	03/03/10 01/28/11	136.13	136.14	19.99 ST
01/31/11	3502-11	Asset sale (by shares) 055610201 BOK Financial Corporation	2.0000	03/03/10 01/31/11	103.23	90.76	12.47 ST

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Schedule D Report
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03/15/2012

Account 1908 E & M Badkin Family Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1/2 Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transaction Code & Description	Date	Units Acquired	Sold	Net Proceeds	Cost	Gain/Loss
01/31/11	3502-11 Asset sale (by shares) 803111103 Sara Lee Corporation	10/05/10	01/31/11	189.24	138.34	50.90 ST	
02/02/11	3502-11 Asset sale (by shares) 717081103 Pfizer, Inc.	Various	02/02/11	286.50	246.45	40.05 ST	
02/03/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	08/11/10	02/03/11	99.06	69.82	29.24 ST	
02/07/11	3502-11 Asset sale (by shares) 681919106 Omnicom Group, Inc.	10/05/10	02/07/11	239.83	201.21	37.72 ST	
02/08/11	3502-11 Asset sale (by shares) 075813109 Beckman Coulter, Inc.	01/12/11	02/08/11	330.59	291.49	39.10 ST	
02/08/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	08/11/10	02/08/11	100.59	69.93	30.66 ST	
02/11/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	08/11/10	02/11/11	100.27	69.92	30.35 ST	
02/16/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	01/24/11	02/16/11	106.00	92.97	13.03 ST	
02/17/11	3502-11 Asset sale (by shares) 751028101 Palcooy Holdings, Inc.	06/23/10	02/17/11	121.49	168.14	24.25 ST	
02/18/11	3502-11 Asset sale (by shares) 794601302 Salesforce.com	03/03/10	02/18/11	283.16	143.00	140.08 ST	
02/25/11	3502-11 Asset sale (by shares) 714046109 PerkinElmer, Inc.	02/08/11	02/25/11	106.49	106.32	0.17 ST	
03/01/11	3502-11 Asset sale (by shares) 002031107 AQR Diversified Arbitrage N	03/05/10	03/01/11	22.40	21.46	0.94 ST	
03/01/11	3502-11 Asset sale (by shares) 038751106 Arbitrage Fund Class A	03/03/10	03/01/11	42.81	43.28	-0.47 ST	
03/01/11	3502-11 Asset sale (by shares) 156420102 Genworth Financial Contra Fund	Various	03/03/11	12.07	343.39	-331.92 ST	
03/01/11	3502-11 Asset sale (by shares) 194162103 Colgate-Palmolive, Inc.	Various	03/01/11	155.88	168.47	-12.59 ST	

Account 14908 E & M Madrin Emly Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: 45-4723

Date	Cusip	Asset Name	Units Acquired	Date	Sold	Net Proceeds	Basis	Gain/Loss
03/01/11	3502-11	Asset sale (by shares) 219350105 Corning, Inc.	1.0000	11/04/10	03/01/11	22.41	18.78	3.63 ST
03/01/11	3502-11	Asset sale (by shares) 466258100 JPMorgan Chase & Co.	1.0000	03/12/10	03/01/11	45.90	43.35	2.55 ST
03/01/11	3502-11	Asset sale (by shares) 560630823 MainStay Epoch Int'l Small Cap	2.4430	03/03/10	03/01/11	49.62	39.48	10.14 ST
03/01/11	3502-11	Asset sale (by shares) 576360104 Mastercard, Inc.	1.0000	03/03/10	03/01/11	242.83	232.67	10.16 ST
03/01/11	3502-11	Asset sale (by shares) 589509106 Neuberger Fund	2.6910	03/03/10	03/01/11	43.00	42.41	0.59 ST
03/01/11	3502-11	Asset sale (by shares) 783968491 Guggenheim Managed Futures Strategy E	1.0850	12/29/10	03/01/11	28.54	27.89	0.65 ST
03/01/11	3502-11	Asset sale (by shares) 803111103 Sara Lee Corporation	1.0000	10/05/10	03/01/11	17.81	14.40	2.41 ST
03/01/11	3502-11	Asset sale (by shares) 885792101 3M Company	1.0000	03/03/10	03/01/11	91.06	81.34	9.72 ST
03/03/11	3502-11	Asset sale (by shares) 466258100 JPMorgan Chase & Co.	1.0000	01/12/10	03/03/11	45.81	43.35	2.46 ST
03/03/11	3502-11	Asset sale (by shares) 714046109 PackinElmer, Inc.	6.0000	02/08/11	03/03/11	166.21	159.47	6.74 ST
03/09/11	3502-11	Asset sale (by shares) 458240100 Intel Corporation	14.0000	Various	03/09/11	293.69	299.35	-5.66 ST
03/09/11	3502-11	Asset sale (by shares) 803111103 Sara Lee Corporation	15.4800	Various	03/09/11	254.61	232.97	21.64 ST
03/15/11	3502-11	Asset sale (by shares) 225448305 Credit Suisse Commodity Return Str	570.6920	12/22/10	03/15/11	5,199.00	5,199.00	No Gain or Loss
03/22/11	3502-11	Asset sale (by shares) 294592107 Dolby Laboratories, Inc.	1.0000	11/08/10	03/22/11	142.73	208.38	-65.65 ST
03/29/11	3502-11	Asset sale (by shares) 091929275 Blackrock Low Duration Bond Service	96.9320	04/06/10	03/29/11	929.80	920.16	9.64 ST

Account 4908 E A M Radin Only Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1st Cap Gains Distributions From Mutual Funds.
Taxpayer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
03/29/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	2.0000	Various 03/29/11	331.12	296.03	34.19 ST
03/29/11	3502-11 Asset sale (by shares) 156470993 Genworth Financial Contra Fund	2.3240	10/18/10 03/29/11	4.07	208.85	-204.78 ST
03/29/11	3502-11 Asset sale (by shares) 314200308 Federated Short-Term Income Fund	107.5160	04/06/10 03/29/11	924.54	914.95	9.59 ST
03/29/11	3502-11 Asset sale (by shares) 885792101 3M Company	1.0000	04/21/10 03/29/11	92.67	85.44	7.23 ST
03/29/11	3502-11 Asset sale (by shares) 913017109 United Technologies Corp.	3.8000	04/14/10 03/29/11	262.42	220.64	41.77 ST
03/30/11	3502-11 Asset sale (by shares) 090872207 Bio-Rad Laboratories, Inc.	1.0000	07/21/10 03/30/11	119.26	88.29	30.97 ST
03/30/11	3502-11 Asset sale (by shares) 134162103 Colgate-Palmolive, Inc.	1.0000	03/08/11 03/30/11	80.80	78.29	2.51 ST
03/30/11	3502-11 Asset sale (by shares) 885792101 3M Company	1.0000	04/21/10 03/30/11	92.50	85.44	7.06 ST
03/31/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	1.0000	02/15/11 03/31/11	111.62	103.03	8.57 ST
04/01/11	3502-11 Asset sale (by shares) 013817101 Alcoa, Inc.	1.0000	03/03/11 04/01/11	17.76	16.63	1.13 ST
04/01/11	3502-11 Asset sale (by shares) 268648102 EMC Corporation	1.0000	03/09/11 04/01/11	26.87	26.75	0.12 ST
04/01/11	3502-11 Asset sale (by shares) 275792104 East West Bancorp, Inc.	1.0000	01/28/11 04/01/11	22.16	21.91	0.25 ST
04/04/11	3502-11 Asset sale (by shares) 885792101 3M Company	1.8000	04/21/10 04/04/11	93.02	85.44	7.58 ST
04/04/11	3502-11 Asset sale (by shares) 086010201 Triumph Group, Inc.	1.0000	09/10/10 04/04/11	89.55	71.15	18.40 ST
04/05/11	3502-11 Asset sale (by shares) 013817101 Alcoa, Inc.	2.0000	03/08/11 04/05/11	35.12	33.27	1.85 ST

Account #4908 B & H Backup Paly Foundation

For dates from 01/01/11 to 12/31/11

Excluding 1% Cap Gains Distributions from Mutual Funds

Stampayer ID: -45-6722

Date	Transac Code & Description	Units Acquired	Date	Sold	Net Proceeds	Basis	Gain/Loss
04/05/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	1.0000	03/30/11	04/05/11	113.08	110.71	2.29 ST
04/05/11	3502-11 Asset sale (by shares) 698390767 WINCO Low Duration Admin	0.0350	04/04/11	04/05/11	0.37	0.37	No Gain or Loss
04/08/11	3502-11 Asset sale (by shares) 149123101 Caterpillar, Inc.	1.0000	04/01/11	04/08/11	110.38	112.00	-1.62 ST
04/11/11	3502-11 Asset sale (by shares) 589337105 Xerox & Company, Inc.	6.0000	Various	04/11/11	202.59	198.93	4.56 ST
04/15/11	3502-11 Asset sale (by shares) 539830109 Lockheed Martin Corp.	1.0000	12/07/10	04/15/11	77.97	69.12	8.85 ST
04/19/11	3502-11 Asset sale (by shares) 219350105 Corning, Inc.	1.0000	11/04/10	04/19/11	19.40	18.78	0.70 ST
04/19/11	3502-11 Asset sale (by shares) 268648102 EEC Corporation	3.0000	03/09/11	04/19/11	79.20	80.25	-1.05 ST
04/19/11	3502-11 Asset sale (by shares) 371981109 Gentex Corp.	1.0000	12/21/10	04/19/11	26.71	29.71	-3.00 ST
04/26/11	3502-11 Asset sale (by shares) 214280754 Federated Ultrashort Bond Instl Svc	0.1050	04/04/11	04/26/11	1.80	1.80	No Gain or Loss
04/26/11	3502-11 Asset sale (by shares) 698390767 WINCO Low Duration Admin	0.2520	04/04/11	04/26/11	2.65	2.63	0.02 ST
04/27/11	3502-11 Asset sale (by shares) 674590105 Occidental Petroleum Corp.	2.0000	10/22/10	04/27/11	205.62	158.97	47.25 ST
04/29/11	3502-11 Asset sale (by shares) 785050100 GSK Health Solutions Corp.	1.0000	07/02/10	04/29/11	54.73	36.96	17.76 ST
05/04/11	3502-11 Asset sale (by shares) 085792101 3M Company	1.0000	01/26/11	05/04/11	193.52	177.34	16.18 ST
05/05/11	3502-11 Asset sale (by shares) 620107102 Enticuity, Inc.	18.0000	Various	05/05/11	190.02	230.13	-140.11 ST
05/06/11	3502-11 Asset sale (by shares) 620107102 Enticuity, Inc.	5.0000	03/29/11	05/06/11	52.53	77.30	-24.77 ST

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Account 94908 M & M Baskin Paly Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Date	Transaction Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
05/13/11	3502-11 Asset sale (by shares) 194162103 Colgate-Palmolive, Inc.	3.0000	Various 05/13/11	261.02	236.08	22.94 ST
05/13/11	3502-11 Asset sale (by shares) 539930109 Lockheed Martin Corp.	1.0000	12/07/10 05/13/11	80.12	69.12	11.00 ST
05/16/11	3502-11 Asset sale (by shares) 143123101 Caterpillar, Inc.	1.0000	04/07/11 05/16/11	105.68	110.72	-5.04 ST
05/16/11	3502-11 Asset sale (by shares) 186420303 Genworth Financial Centre Fund	10.6078	Various 05/16/11	12.09	238.74	-226.65 ST
05/16/11	3502-11 Asset sale (by shares) 363530108 General Dynamics Corp.	1.0000	01/31/11 05/16/11	72.79	74.17	-0.38 ST
05/16/11	3502-11 Asset sale (by shares) 464288711 iShares S&P Global Utilities	1.0000	03/01/11 05/16/11	46.75	46.79	-0.04 ST
05/16/11	3502-11 Asset sale (by shares) 548661107 Lowe's Companies, Inc.	2.0000	Various 05/16/11	76.50	72.12	4.38 ST
05/16/11	3502-11 Asset sale (by shares) 591568108 MetLife, Inc.	1.0000	08/13/10 05/16/11	64.20	39.50	4.70 ST
05/16/11	3502-11 Asset sale (by shares) 885791101 3M Company	1.0000	02/02/11 05/16/11	95.82	88.04	7.48 ST
05/16/11	3502-11 Asset sale (by shares) 913017109 United Technologies Corp.	1.0000	08/19/10 05/16/11	88.94	69.77	19.37 ST
05/16/11	3502-11 Asset sale (by shares) 962904101 Williams-Sonoma, Inc.	1.0000	11/24/10 05/16/11	44.38	33.76	10.60 ST
05/19/11	3502-11 Asset sale (by shares) 116119401 Calamos Convertible &	8.3030	Various 05/19/11	178.37	159.39	18.98 ST
05/19/11	3502-11 Asset sale (by shares) 816145200 Fidelity Convertible Securities	4.0450	Various 05/19/11	109.98	96.89	13.09 ST
05/19/11	3502-11 Asset sale (by shares) 354728305 Franklin Templeton Hard Currency A	21.6200	12/16/10 05/19/11	220.09	206.69	13.40 ST
05/19/11	3502-11 Asset sale (by shares) 404255101 BNS Holdings Corp.	1.0000	10/15/10 05/19/11	77.41	62.24	15.17 ST

Account 4508 N & M Media Paly Foundation
For dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains Distributions from Mutual Funds
Employer ID: -45-4722

Date	Cusip	Asset Name	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
05/19/11	3502-11	Asset sale (by shares) 693991823 FHYCO Convertible Adm	6.6390 Various	05/19/11	180.09	91.34	8.75 ST
05/20/11	3502-11	Asset sale (by shares) 247961702 Delta Air Lines, Inc.	8.0000 04/04/11	05/20/11	36.52	49.28	7.33 ST
05/20/11	3502-11	Asset sale (by shares) 539830109 Lockheed Martin Corp.	2.8000 Various	05/20/11	159.75	160.40	0.26 ST
05/20/11	3502-11	Asset sale (by shares) 913617109 United Technologies Corp.	1.4000 08/19/10	05/20/11	87.86	69.78	18.08 ST
05/27/11	3502-11	Asset sale (by shares) 025091845 American Century Short-Term Govt Adv	1.2510 Various	05/27/11	12.25	12.25	0.01 ST
05/27/11	3502-11	Asset sale (by shares) 091928275 BlackRock Low Duration Bond Service	19.9360 Various	05/27/11	193.97	192.47	1.50 ST
05/27/11	3502-11	Asset sale (by shares) 314288805 Federated Gov Ultrashort Duration	0.2048 07/30/10	05/27/11	2.02	2.03	-0.01 ST
05/27/11	3502-11	Asset sale (by shares) 314288805 Federated Short-Term Income Fund	47.4928 Various	05/27/11	410.80	407.23	3.57 ST
05/27/11	3502-11	Asset sale (by shares) 481418717 Ramius Dynamic Replication Fund	369.5900 Various	05/27/11	2,773.51	1,718.17	55.34 ST
05/27/11	3502-11	Asset sale (by shares) 464288877 iShares MSCI EAFE Value Index	43.0000 Various	05/27/11	2,282.44	1,977.50	304.94 ST
05/27/11	3502-11	Asset sale (by shares) 464288845 iShares MSCI EAFE Growth Index	16.0000 Various	05/27/11	2,284.56	1,910.68	373.88 ST
05/27/11	3502-11	Asset sale (by shares) 779578204 T. Rowe Price Short Term Bond Adv	67.7870 Various	05/27/11	330.12	329.87	0.25 ST
05/27/11	3502-11	Asset sale (by shares) 322031783 Vanguard Short Term Treas-1V	8.8278 Various	05/27/11	63.46	63.26	0.20 ST
06/02/11	3502-11	Asset sale (by shares) 025091845 American Century Short-Term Govt Adv	0.0410 05/31/11	06/02/11	0.40	0.40	No Gain or Loss
06/02/11	3502-11	Asset sale (by shares) 091928275 BlackRock Low Duration Bond Service	1.4900 05/31/11	06/02/11	14.50	14.50	No Gain or Loss

Account 4903 E & M Radwin Early Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1/2 Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Date	Code & Description Cusip Asset Name	Units Acquired	Date Sold	Net Proceeds	Costs	Gain/Loss
06/02/11	3502-11 Asset sale (by shares)	0.0910 05/31/11 06/02/11	0.90	0.90	No Gain or Loss		
	314208805 Federated Gov Ultrashort Duration						
06/02/11	3502-11 Asset sale (by shares)	1.2600 05/31/11 06/02/11	10.91	10.90	0.01 ST		
	314208308 Federated Short-Term Income Fund						
06/02/11	3502-11 Asset sale (by shares)	1.0010 05/31/11 06/02/11	10.51	10.51	No Gain or Loss		
	779572204 T. Rowe Price Short Term Bond Adv						
06/02/11	3502-11 Asset sale (by shares)	0.0690 05/31/11 06/02/11	0.74	0.74	No Gain or Loss		
	022031703 Vanguard Short Term Treas-FV						
06/03/11	3502-11 Asset sale (by shares)	0.5000 08/04/10 06/03/11	17.36	13.00	4.36 ST		
	556269108 Steven Madden Ltd.						
06/10/11	3502-11 Asset sale (by shares)	78.0138 12/29/10 06/10/11	777.79	643.53	-134.26 ST		
	002038842 RGR Managed Futures Strategy H						
06/10/11	3502-11 Asset sale (by shares)	1.0000 03/29/11 06/10/11	16.68	15.59	1.09 ST		
	095160205 Alcom International, Inc.						
06/10/11	3502-11 Asset sale (by shares)	0.0400 Various 06/10/11	34.45	218.17	-183.72 ST		
	156420503 Genworth Financial Contra Fund						
06/10/11	3502-11 Asset sale (by shares)	1.0000 01/29/11 06/10/11	8.09	8.72	-0.63 ST		
	493267108 KeyCorp						
06/10/11	3502-11 Asset sale (by shares)	1.0000 03/29/11 06/10/11	7.65	7.88	-0.23 ST		
	571837103 Marshall & Ilsley Corp.						
06/10/11	3502-11 Asset sale (by shares)	1.0000 01/31/11 06/10/11	24.02	27.60	-3.58 ST		
	594918104 Microsoft Corporation						
06/10/11	3502-11 Asset sale (by shares)	100.9780 01/05/11 06/10/11	1,107.73	1,066.35	41.38 ST		
	638727745 Natixis RGR Managed Futures Strategy A						
06/10/11	3502-11 Asset sale (by shares)	1.0000 03/29/11 06/10/11	11.85	12.40	-0.55 ST		
	680223104 Old Republic Int'l Corporation						
06/10/11	3502-11 Asset sale (by shares)	17.5160 12/29/10 06/10/11	466.89	460.44	6.45 ST		
	783563491 Guggenheim Managed Futures Strategy H						
06/10/11	3502-11 Asset sale (by shares)	1.0000 05/27/11 06/10/11	26.21	28.02	-1.81 ST		
	928574209 Vodafone Group Public Ltd., Co. ADR						

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Account 4908 B & H Bonds Only Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding LT Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Date	Unit	Transaction Code & Description Asset Name	Units Acquired	Date Sold	Net Proceeds	Price	Gain/Loss
06/14/11	3502-11 Asset sale (by shares)	594918104 Microsoft Corporation	17.0000 Various	06/14/11	412.31	444.89	-32.57 ST
06/14/11	3502-11 Asset sale (by shares)	608728209 Molson Coors Brewing Co.	3.0000 05/19/11	06/14/11	133.14	138.13	-4.99 ST
06/14/11	3502-11 Asset sale (by shares)	717081103 Pfizer, Inc.	11.0000 Various	06/14/11	214.51	216.41	0.10 ST
06/15/11	3502-11 Asset sale (by shares)	638725745 Matrix ASG Managed Futures Strategy A	88.1460 01/09/11	06/15/11	831.10	832.58	19.82 ST
06/21/11	3502-11 Asset sale (by shares)	000375204 ABB Ltd.	1.0000 05/27/11	06/21/11	25.10	26.30	-1.20 ST
06/21/11	3502-11 Asset sale (by shares)	018537101 American Electric Power Company, Inc.	1.0000 05/14/11	06/21/11	38.11	37.72	0.39 ST
06/21/11	3502-11 Asset sale (by shares)	054536107 AXA ADR	1.0000 05/27/11	06/21/11	21.77	20.83	0.94 ST
06/21/11	3502-11 Asset sale (by shares)	067385204 Barclays PLC ADR	1.0000 05/27/11	06/21/11	16.64	18.11	-1.47 ST
06/21/11	3502-11 Asset sale (by shares)	465717106 Ytochin Corp. ADR	1.0000 05/27/11	06/21/11	19.60	20.13	-0.53 ST
06/21/11	3502-11 Asset sale (by shares)	587908108 Maximus, Inc.	1.0000 03/29/11	06/21/11	9.16	9.48	-1.32 ST
06/21/11	3502-11 Asset sale (by shares)	829300105 Singapore Airlines Ltd.	1.0000 05/27/11	06/21/11	22.44	22.64	-0.20 ST
06/21/11	3502-11 Asset sale (by shares)	928527201 Viamont SA ADR	1.0000 05/27/11	06/21/11	26.65	27.16	-0.47 ST
06/23/11	3502-11 Asset sale (by shares)	639820109 Lockheed Martin Corp.	4.0000 Various	06/23/11	313.90	316.00	-0.10 ST
06/23/11	3502-11 Asset sale (by shares)	913017109 United Technologies Corp.	2.0000 Various	06/23/11	168.02	142.41	25.61 ST
06/29/11	3502-11 Asset sale (by shares)	404257101 RHH Holdings Corp.	1.0000 10/15/10	06/29/11	73.50	62.34	11.26 ST

Account 4908 H & M Babin Faly Foundation
For dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Cusip	Asset Name	Units Acquired	Date Sold	Net Proceeds	Gain/Loss
06/29/11	3502-11	Asset sale (by shares) 356283108 Steward Madden Ltd.	4.0000	Various 06/29/11	148.54	110.73 37.81 ST
06/29/11	3502-11	Asset sale (by shares) 785058100 Sun Health Solutions Corp.	2.0000	Various 06/29/11	111.70	70.51 41.19 ST
07/05/11	3502-11	Asset sale (by shares) 091928275 Blankinsek Low Duration Bond Service	0.0010	06/30/11 07/05/11	0.81	0.01 No Gain or Loss
07/09/11	3502-11	Asset sale (by shares) 913017109 United Technologies Corp.	4.0000	Various 07/09/11	358.43	335.23 23.20 ST
07/07/11	3502-11	Asset sale (by shares) 063071102 Bank of Montreal	0.6340	03/29/11 07/07/11	40.61	39.74 0.87 ST
07/07/11	3502-11	Asset sale (by shares) 109063109 Briggs & Stratton Corporation	1.0000	03/30/11 07/07/11	20.75	21.66 -0.91 ST
07/07/11	3502-11	Asset sale (by shares) 268648102 ZEC Corporation	1.0000	03/09/11 07/07/11	28.14	26.70 1.39 ST
07/07/11	3502-11	Asset sale (by shares) 302316102 Ramon Mobil Corporation	1.0000	02/03/11 07/07/11	82.12	62.26 19.86 ST
07/07/11	3502-11	Asset sale (by shares) 528661107 Lowe's Companies, Inc.	1.0500	04/27/11 07/07/11	23.03	26.33 -2.69 ST
07/11/11	3502-11	Asset sale (by shares) 245908076 Delaware High-Yield Opportunities A	335.1670	Various 07/11/11	1,408.54	1,424.24 -15.70 ST
07/11/11	3502-11	Asset sale (by shares) 262018055 Driehaus Active Income Fund	115.1310	Various 07/11/11	1,279.11	1,272.37 6.74 ST
07/11/11	3502-11	Asset sale (by shares) 353918101 Franklin High Income Fund	641.6280	Various 07/11/11	1,286.07	1,312.10 -16.03 ST
07/11/11	3502-11	Asset sale (by shares) 741481204 F. Rowe Price High Yield Adv	302.7650	Various 07/11/11	1,396.91	1,405.73 -18.82 ST
07/12/11	3502-11	Asset sale (by shares) 001018103 ADPT Corp.	1.0000	03/29/11 07/12/11	2.98	2.88 0.09 ST
07/12/11	3502-11	Asset sale (by shares) 002038442 AQR Managed Futures Strategy N	0.9850	11/29/10 07/12/11	80.42	92.56 -4.14 ST

Account 4908 E & S Redfin Fmlly Foundation
For Dates from 01/01/11 to 12/31/11
Excluding 1% Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Transaction Code & Description	Date	Date	Units Acquired	Sold	Net Proceeds	Basis	Gain/Loss
Note Cusip Asset Name							
07/12/11 3502-11 Asset sale (by shares) 156420303 Gannett Financial Contra Fund	0.0119	02/04/11 07/12/11			3.75	24.31	-18.56 ST
07/12/11 3502-11 Asset sale (by shares) 653058101 M/I Home, Inc.	1.0000	03/29/11 07/12/11			12.31	14.00	-2.59 ST
07/12/11 3502-11 Asset sale (by shares) 783568491 Guggenheim Managed Futures Strategy R	25.9950	12/29/10 07/12/11			655.07	668.00	-13.91 ST
07/13/11 3502-11 Asset sale (by shares) 200340107 Comerica, Inc.	1.0000	08/29/11 07/13/11			32.93	36.50	-3.57 ST
07/22/11 3502-11 Asset sale (by shares) 548651107 Lowe's Companies, Inc.	14.0000	Various 07/22/11			315.80	353.03	-43.23 ST
07/22/11 3502-11 Asset sale (by shares) 608718209 Molson Coors Brewing Co.	2.0000	05/13/11 07/22/11			93.17	92.08	1.09 ST
07/22/11 3502-11 Asset sale (by shares) 724479100 Pitney Bowes, Inc.	3.0000	05/14/11 07/22/11			67.12	68.52	-1.40 ST
07/25/11 3502-11 Asset sale (by shares) 200340107 Comerica, Inc.	1.0000	03/29/11 07/25/11			33.40	36.50	-3.10 ST
07/26/11 3502-11 Asset sale (by shares) 245908876 Delaware High-Yield Opportunities A	1.2900	07/22/11 07/26/11			5.43	5.43	No Gain or Loss
07/28/11 3502-11 Asset sale (by shares) 247361702 Delta Air Lines, Inc.	28.0000	Various 07/28/11			215.43	277.04	-61.61 ST
08/02/11 3502-11 Asset sale (by shares) 741481704 F. Rouse Price High Yield Adv	0.4470	07/29/11 08/02/11			3.04	3.06	-0.02 ST
08/05/11 3502-11 Asset sale (by shares) 001018103 ANPT Corp.	47.0000	Various 08/05/11			131.60	136.59	-4.99 ST
08/05/11 3502-11 Asset sale (by shares) 024482103 Alexander & Baldwin, Inc.	4.0000	Various 08/05/11			177.24	185.18	-7.94 ST
08/05/11 3502-11 Asset sale (by shares) 040790107 Arkansas Best Corp.	6.0000	Various 08/05/11			136.08	149.00	-12.92 ST
08/05/11 3502-11 Asset sale (by shares) 045487105 Associated Banc-Corp.	10.0000	Various 08/05/11			128.50	145.00	-17.20 ST

Account 4908 Z & B Bedside Baby Foundation
For dates from 01/01/11 to 12/31/11
Excluding MF Cap Gains Distributions from Mutual Funds
Taxpayer ID: 45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
08/05/11	3502-11 Asset sale (by shares) 045671101 Bank of Montreal	2.0000 Various	08/05/11	119.02	126.33	-7.31 ST
08/05/11	3502-11 Asset sale (by shares) 095180105 Blount International, Inc.	14.0000 Various	08/05/11	222.41	226.49	-4.07 ST
08/05/11	3502-11 Asset sale (by shares) 110394103 Brytten Group, Inc.	3.0000 Various	08/05/11	220.90	235.39	-14.49 ST
08/05/11	3502-11 Asset sale (by shares) 141491108 Cardinal Health, Inc.	4.0000 Various	08/05/11	162.68	170.50	-7.82 ST
08/05/11	3502-11 Asset sale (by shares) 200340107 Cencora, Inc.	3.0000 Various	08/05/11	90.00	107.81	-17.81 ST
08/05/11	3502-11 Asset sale (by shares) 254709108 Discover Financial Services	9.0000 Various	08/05/11	213.48	221.44	-7.96 ST
08/05/11	3502-11 Asset sale (by shares) 402307102 Gulf Island Fabrication, Inc.	8.0000 Various	08/05/11	212.72	254.73	-42.01 ST
08/05/11	3502-11 Asset sale (by shares) 478128106 JARVIS Pacific, Inc.	11.0000 Various	08/05/11	177.87	212.91	-34.64 ST
08/05/11	3502-11 Asset sale (by shares) 471109108 Jarden Corporation	5.0000 Various	08/05/11	145.60	172.87	-27.27 ST
08/05/11	3502-11 Asset sale (by shares) 493267108 KeyCorp	15.0000 Various	08/05/11	113.78	130.39	-16.61 ST
08/05/11	3502-11 Asset sale (by shares) 552620100 MIRA, Inc.	10.0000 Various	08/05/11	77.10	99.64	-22.54 ST
09/05/11	3502-11 Asset sale (by shares) 583058101 M/I Homes, Inc.	13.0000 Various	08/05/11	128.61	184.33	-55.72 ST
08/05/11	3502-11 Asset sale (by shares) 567988108 Mariposa, Inc.	21.0000 Various	08/05/11	168.39	197.71	-29.32 ST
08/05/11	3502-11 Asset sale (by shares) 680223104 Old Republic Int'l Corporation	10.0000 Various	08/05/11	98.60	127.28	-28.68 ST
08/05/11	3502-11 Asset sale (by shares) 832248108 Smithfield Foods, Inc.	9.0000 Various	08/05/11	184.32	213.68	-29.36 ST

Account 4988 E & M Hedrin Family Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1/1 Cap Gains Distributions from Mutual Funds
Taxpayer ID: 45-4722

Date	Cusip	Asset Name	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
09/05/11	3502-11	Asset sale (by shares) 260372101 Stewart Information Services Corp.	5.0000 Various	09/05/11	50.20	52.08	-1.88 ST
09/05/11	3502-11	Asset sale (by shares) 867916103 SunTrust Banks, Inc.	3.0000 Various	09/05/11	67.20	87.24	-20.04 ST
09/05/11	3502-11	Asset sale (by shares) 00585X105 Assured Guaranty Ltd.	10.0000 Various	09/05/11	125.30	153.95	-28.65 ST
09/05/11	3502-11	Asset sale (by shares) 036280102 XL Group, Ltd.	8.0000 Various	09/05/11	165.04	190.09	-25.05 ST
09/18/11	3502-11	Asset sale (by shares) 585055106 Medtronic, Inc.	11.0000	06/23/11 09/18/11	339.94	414.44	-75.50 ST
09/10/11	3502-11	Asset sale (by shares) 68331C108 WGLS Corp.	9.0000 Various	09/10/11	354.29	404.13	-49.84 ST
09/10/11	3502-11	Asset sale (by shares) 842587107 Southern Co.	1.0000	05/16/11 09/10/11	37.90	40.43	-2.45 ST
09/10/11	3502-11	Asset sale (by shares) 91311K102 United Utilities Group PLC ADR	1.0000	09/14/11 09/10/11	18.66	20.06	-1.40 ST
09/22/11	3502-11	Asset sale (by shares) 012653101 Albemarle Corporation	3.0000	03/29/11 09/22/11	135.00	175.87	-40.87 ST
09/22/11	3502-11	Asset sale (by shares) 097022105 Boeing Co.	7.0000 Various	09/22/11	412.90	519.61	-106.71 ST
09/22/11	3502-11	Asset sale (by shares) 219360105 Corning, Inc.	22.0000 Various	09/22/11	216.18	429.38	-213.20 ST
09/22/11	3502-11	Asset sale (by shares) 278642103 eBay, Inc.	9.0000	05/17/11 09/22/11	220.19	245.36	-25.17 ST
09/22/11	3502-11	Asset sale (by shares) 853612823 Franklin Floating Rate Daily Income A	77.5220 Various	09/22/11	675.21	711.80	-36.59 ST
09/22/11	3502-11	Asset sale (by shares) 779388402 T. Rowe Price Instl Floating Rate	74.7320 Various	09/22/11	726.39	774.56	-48.17 ST
09/22/11	3502-11	Asset sale (by shares) 834211104 Salera Holdings, Inc.	5.0000	05/17/11 09/22/11	267.78	292.55	-24.77 ST

Account 14908 E & M Madrin Pkwy Foundation
For dates from 01/01/11 to 12/31/11
Excluding Yr Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Code	Asset Name	Units Acquired	Date Sold	Net Proceeds	Base	Gain/Loss
08/22/11	3502-11	Asset sale (by shares) 922207105 Varian Semiconductor Equip. Assoc., Inc.	10.0000	Various 08/22/11	500.18	553.02	45.18 ST
08/24/11	3502-11	Asset sale (by shares) 245908976 Delaware High-Yield Opportunities A	0.0030	08/22/11 08/24/11	0.01	0.01	No Gain or Loss
08/29/11	3502-11	Asset sale (by shares) 054524107 AXA ADR	1.0000	05/27/11 08/29/11	15.24	20.83	-5.59 ST
08/29/11	3502-11	Asset sale (by shares) 353611872 Franklin Floating Rate Daily Access A	234.8810	Various 08/29/11	2,031.72	1,158.52	-124.80 ST
08/29/11	3502-11	Asset sale (by shares) 500456481 Konatsu Ltd.	1.0000	05/27/11 08/29/11	25.75	29.84	-4.09 ST
08/29/11	3502-11	Asset sale (by shares) 508472303 Koninklijke Philips Nieuw ADR	1.0000	05/27/11 08/29/11	20.41	27.38	-6.94 ST
08/29/11	3502-11	Asset sale (by shares) 779588402 T. Rowe Price Instl Floating Rate	217.6050	Various 08/29/11	2,142.06	1,258.30	-156.14 ST
09/02/11	3502-11	Asset sale (by shares) 353617823 Franklin Floating Rate Daily Access A	1.0370	08/31/11 09/02/11	17.78	17.74	0.04 ST
09/02/11	3502-11	Asset sale (by shares) 779588402 T. Rowe Price Instl Floating Rate	1.8920	08/31/11 09/02/11	18.54	18.47	0.07 ST
09/07/11	3502-11	Asset sale (by shares) 731028101 Kellogg Holdings, Inc.	2.0000	06/13/11 09/07/11	170.48	180.66	-10.18 ST
09/07/11	3502-11	Asset sale (by shares) 647791181 Ingersoll-Rand Co. Ltd.	2.0000	07/22/11 09/07/11	100.34	121.16	-20.82 ST
09/15/11	3502-11	Asset sale (by shares) 002038842 AQR Managed Futures Strategy R	116.3580	12/29/10 09/15/11	1,341.76	1,404.49	-62.73 ST
09/16/11	3502-11	Asset sale (by shares) 054524107 AXA ADR	1.0000	05/27/11 09/16/11	13.82	20.83	-7.01 ST
09/16/11	3502-11	Asset sale (by shares) 253651103 Nichold, Inc.	1.0000	08/22/11 09/16/11	28.87	25.81	3.06 ST
09/16/11	3502-11	Asset sale (by shares) 465717106 Kroger Corp. ADR	1.0000	05/27/11 09/16/11	20.98	20.13	0.85 ST

Account 4908 E & W Radwin Realty Foundation
For dates from 01/01/11 to 12/31/11
Excluding for Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code & Description	Date	Date	Units Acquired	Sold	Net Proceeds	Cost	Gain/Loss
09/16/11	3502-11 Asset sale (by shares) 63872745 Haxius ASG Managed Futures Strategy A	183.9080	Various	09/16/11		1,999.56	1,946.31	47.25 ST
09/16/11	3502-11 Asset sale (by shares) 783563491 Guggenheim Managed Futures Strategy B	35.8470	12/29/10	09/16/11		879.69	921.27	-41.58 ST
09/16/11	3502-11 Asset sale (by shares) 829300106 Singapore Airlines Ltd.	1.0000	05/27/11	09/16/11		17.80	22.68	-4.88 ST
09/16/11	3502-11 Asset sale (by shares) 896818191 Triumph Group, Inc.	1.0000	09/30/10	09/16/11		50.83	38.03	12.80 ST
09/16/11	3502-11 Asset sale (by shares) 928522201 Vivendi SA ADR	1.0000	05/27/11	09/16/11		21.93	27.16	-5.23 ST
09/21/11	3502-11 Asset sale (by shares) 783563491 Guggenheim Managed Futures Strategy B	69.0530	Various	09/21/11		1,780.78	1,780.33	-79.65 ST
09/23/11	3502-11 Asset sale (by shares) 015817101 Alcoa, Inc.	37.0000	Various	09/23/11		374.93	601.64	-226.71 ST
09/23/11	3502-11 Asset sale (by shares) 268648102 EEC Corporation	2.0000	03/09/11	09/23/11		41.13	53.50	-12.37 ST
09/23/11	3502-11 Asset sale (by shares) 047791101 Ingersoll-Rand Co. Ltd.	8.0000	07/22/11	09/23/11		242.29	323.18	-80.89 ST
09/26/11	3502-11 Asset sale (by shares) 570600100 Market Vectors Gold Miners ETF	137.0000	07/11/11	09/26/11		7,623.46	7,744.78	-121.32 ST
09/26/11	3502-11 Asset sale (by shares) 784534107 SPDR Gold Trust	41.0000	04/21/11	09/26/11		6,409.17	6,167.79	241.38 ST
09/27/11	3502-11 Asset sale (by shares) 784534107 SPDR Gold Trust	19.0000	08/21/11	09/27/11		3,076.19	2,858.24	217.95 ST
10/03/11	3502-11 Asset sale (by shares) 751028101 Balcory Holdings, Inc.	1.0000	05/19/11	10/03/11		76.93	90.21	-13.28 ST
10/04/11	3502-11 Asset sale (by shares) 025081845 American Century Short-Term Govt Adv	424.3260	Various	10/04/11		4,171.13	4,173.00	-1.87 ST
10/04/11	3502-11 Asset sale (by shares) 156420303 Genworth Financial Contra Fund	0.1070	Various	10/04/11		249.69	224.40	25.29 ST

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Schedule D Report
Carnegie Financial Trust Co.

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Account 4908 E & M Radzin Paly Foundation
For dates from 01/01/11 to 12/31/11
Excluding 17% Cap Gains Distributions from Mutual Funds
Taxpayer ID: 45-4722

Date	Transaction Code & Description	Units Acquired	Date	Units Sold	Net Proceeds	Basic	Gain/Loss
10/04/11	3502-11 Asset sale (by shares) 314208805 Federated Gov Ultrashort Duration	234.3750	09/28/11	10/04/11	2,322.65	2,325.00	-2.35 ST
10/04/11	3502-11 Asset sale (by shares) 359612023 Franklin Floating Rate Daily Access 1	0.0010	09/30/11	10/04/11	0.01	0.01	No Gain or Loss
10/04/11	3502-11 Asset sale (by shares) 779588402 T. Rowe Price Instl Floating Rate	0.0010	09/30/11	10/04/11	0.01	0.01	No Gain or Loss
10/04/11	3502-11 Asset sale (by shares) 783864532 Rydex B&P 500 E	39.2780	09/16/11	10/04/11	890.55	954.00	-73.45 ST
10/04/11	3502-11 Asset sale (by shares) 868157108 Superior Energy Services, Inc.	1.0000	06/29/11	10/04/11	23.07	35.48	-12.41 ST
10/05/11	3502-11 Asset sale (by shares) 314208805 Federated Gov Ultrashort Duration	0.0230	10/04/11	10/05/11	0.23	0.23	No Gain or Loss
10/06/11	3502-11 Asset sale (by shares) 281458105 GS Local Emerging Markets Debt 1	31.5850	Various	10/06/11	277.94	302.37	-24.43 ST
10/06/11	3502-11 Asset sale (by shares) 722018375 VIMCO Emerging Local Bond Adm	27.5780	Various	10/06/11	280.74	296.24	-15.50 ST
10/11/11	3502-11 Asset sale (by shares) 868157108 Superior Energy Services, Inc.	12.0000	Various	10/11/11	284.27	440.74	-156.47 ST
10/17/11	3502-11 Asset sale (by shares) 025081845 American Century Short-Term Govt Adv	16.4040	10/06/11	10/17/11	162.04	162.04	No Gain or Loss
10/17/11	3502-11 Asset sale (by shares) 025537101 American Electric Power Company, Inc.	1.0000	05/16/11	10/17/11	38.51	37.72	0.79 ST
10/17/11	3502-11 Asset sale (by shares) 087400337 Barclays EFX S&P Dynamic VECTOR EFX	47.6000	09/15/11	10/17/11	5,863.36	5,872.79	-9.43 ST
10/17/11	3502-11 Asset sale (by shares) 109043109 Briggs & Stratton Corporation	7.0000	Various	10/17/11	102.93	155.73	-52.80 ST
10/17/11	3502-11 Asset sale (by shares) 268648102 EMC Corporation	4.0000	Various	10/17/11	92.16	106.27	-14.11 ST
10/17/11	3502-11 Asset sale (by shares) 314208805 Federated Gov Ultrashort Duration	0.0460	10/04/11	10/17/11	0.46	0.45	0.01 ST

Account 4908 M & M Radkin Pkly Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1/2 Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code	Description	Date	Units	Net Proceeds	Basis	Gain/Loss
Date	Cusip	Asset Name	Acquired	Sold			
10/17/11	3502-11	Asset sale (by shares) 314208805 Federated Gov Ultrashort Duration	16.2790 10/06/11	10/17/11	161.93	161.93	-0.01 ST
10/17/11	3502-11	Asset sale (by shares) 500458401 Komatsu Ltd.	1.0000 05/27/11	10/17/11	22.95	29.84	-6.89 ST
10/17/11	3502-11	Asset sale (by shares) 546551107 Lowe's Companies, Inc.	13.0000 Various	10/17/11	274.05	313.64	-39.58 ST
10/17/11	3502-11	Asset sale (by shares) 724479100 Pitney Bowes, Inc.	7.0000 06/14/11	10/17/11	141.93	159.88	-17.95 ST
10/17/11	3502-11	Asset sale (by shares) 816851109 Sanyo Energy	1.0000 05/16/11	10/17/11	52.32	54.57	-2.25 ST
10/17/11	3502-11	Asset sale (by shares) 920821201 Vivendi SA ADR	1.0000 05/27/11	10/17/11	22.90	27.15	-4.25 ST
10/17/11	3502-11	Asset sale (by shares) 930570209 Vodafone Group Public Ltd., Co. ADR	1.0000 05/27/11	10/17/11	27.34	28.02	-0.68 ST
10/27/11	3502-11	Asset sale (by shares) 509331105 Harco & Company, Inc.	11.0000 Various	10/27/11	373.23	342.21	31.02 ST
10/27/11	3502-11	Asset sale (by shares) 724479100 Pitney Bowes, Inc.	5.0400 06/14/11	10/27/11	104.73	114.20	-9.47 ST
10/28/11	3502-11	Asset sale (by shares) 294460001 Equinix, Inc.	3.0000 02/18/11	10/28/11	303.07	273.63	29.44 ST
10/31/11	3502-11	Asset sale (by shares) 294460001 Equinix, Inc.	9.0000 Various	10/31/11	868.75	861.80	6.95 ST
11/02/11	3502-11	Asset sale (by shares) 381450103 GE Local Emerging Markets Debt A	0.2050 10/31/11	11/02/11	1.86	1.89	-0.03 ST
11/02/11	3502-11	Asset sale (by shares) 72201P175 PIMCO Emerging Local Bond ADR	0.1290 10/31/11	11/02/11	1.35	1.37	-0.02 ST
11/03/11	3502-11	Asset sale (by shares) 245908076 Delaware High-Yield Opportunities A	59.5250 10/17/11	11/03/11	233.93	225.00	8.93 ST
11/03/11	3502-11	Asset sale (by shares) 353330101 Franklin High Income Fund	97.3470 10/17/11	11/03/11	189.83	183.99	5.84 ST

Account 1908 E & M Bedkin Family Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding 1% Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Date	Transac Date	Code Cusip	Description Asset Name	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
11/15/11	3502-11	Asset sale (by shares)	10.0000	Various	11/15/11	559.93	673.32	-113.39 ST
		002696207	abacrombie & Fitch Co.					
11/15/11	3502-11	Asset sale (by shares)	12.0000	Various	11/15/11	629.74	813.61	-183.87 ST
		012653101	Albemarle Corporation					
11/15/11	3502-11	Asset sale (by shares)	2.0000	03/29/11	11/15/11	60.20	54.71	5.49 ST
		404250101	AMG Holdings Corp.					
11/15/11	3502-11	Asset sale (by shares)	17.0000	Various	11/15/11	520.01	962.47	-442.46 ST
		979378102	Bovi Corporation					
11/15/11	3502-11	Asset sale (by shares)	3.0000	03/29/11	11/15/11	149.05	162.02	-12.97 ST
		785050100	BXC Health Solutions Corp.					
11/18/11	3502-11	Asset sale (by shares)	8.0000	10/27/11	11/18/11	372.18	396.89	-24.71 ST
		083656102	Thermo Electron Corp.					
12/07/11	3502-11	Asset sale (by shares)	13.0000	Various	12/07/11	244.21	255.12	-10.91 ST
		724478100	Pitney Bowes, Inc.					
12/08/11	3502	Proceeds from Sale of Asset	18.0000	Various	12/08/11	698.40	684.17	14.23 ST
		629850101	Walco Holding Co.					
12/13/11	3502-11	Asset sale (by shares)	2.0000	04/05/11	12/13/11	46.28	52.04	-5.76 ST
		246648102	EMC Corporation					
12/13/11	3502-11	Asset sale (by shares)	8.0000	07/26/11	12/13/11	132.43	145.35	-12.92 ST
		369604103	General Electric Co.					
12/13/11	3502-11	Asset sale (by shares)	1.0000	03/29/11	12/13/11	134.39	142.12	-7.73 ST
		777779307	Rosetta Resources, Inc.					
12/14/11	3502-11	Asset sale (by shares)	11.0000	Various	12/14/11	457.98	537.43	-79.45 ST
		777779307	Rosetta Resources, Inc.					
12/19/11	3502-11	Asset sale (by shares)	0.0320	10/06/11	12/19/11	0.32	0.32	No Gain or Loss
		314200805	Federated Gov Datacenter Duration					
12/23/11	3502-11	Asset sale (by shares)	11.0000	Various	12/23/11	238.51	301.69	-63.18 ST
		268648102	EMC Corporation					
12/23/11	3502-11	Asset sale (by shares)	18.0000	Various	12/23/11	224.63	285.95	-61.32 ST
		369604103	General Electric Co.					

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Schedule D Report
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Account #998 E & K Bedain Fund Foundation
For dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Transaction Code & Description	Date	Date	Units Acquired	Sold	Net Proceeds	Gain/Loss
Date	Comp	Asset Name				
12/27/11	3502-11	Asset sale (by shares) 001308105 The AMR Corporation	3.0000	05/16/11 12/27/11	35.40	37.58 -2.18 ST
12/27/11	3502-11	Asset sale (by shares) 025537101 American Electric Power Company, Inc.	1.0000	05/16/11 12/27/11	41.52	37.71 3.81 ST
12/27/11	3502-11	Asset sale (by shares) 054536107 AXI AMR	1.0000	05/27/11 12/27/11	13.13	20.88 -7.70 ST
12/27/11	3502-11	Asset sale (by shares) 109043109 Briggs & Stratton Corporation	1.0000	03/31/11 12/27/11	15.79	22.71 -6.92 ST
12/27/11	3502-11	Asset sale (by shares) 125896100 CMS Energy Corporation	2.0000	05/16/11 12/27/11	43.89	40.52 3.37 ST
12/27/11	3502-11	Asset sale (by shares) 191228109 Coca-Cola Enterprises, Inc.	27.0000	Various 12/27/11	704.45	692.33 12.12 ST
12/27/11	3502-11	Asset sale (by shares) 210371100 Constellation Energy Group, Inc.	1.0000	05/16/11 12/27/11	39.59	37.39 2.20 ST
12/27/11	3502-11	Asset sale (by shares) 233331107 DTE Energy Company	1.0000	05/16/11 12/27/11	50.55	52.58 1.97 ST
12/27/11	3502-11	Asset sale (by shares) 251572202 Deutsche Post AG AMR	1.0000	08/27/11 12/27/11	15.29	18.62 -3.33 ST
12/27/11	3502-11	Asset sale (by shares) 268780103 EON AG AMR	1.0000	05/16/11 12/27/11	21.68	28.79 -7.11 ST
12/27/11	3502-11	Asset sale (by shares) 275798104 East West Bancorp, Inc.	1.0000	01/28/11 12/27/11	19.62	21.51 -2.89 ST
12/27/11	3502-11	Asset sale (by shares) 391164100 Great Plains Energy, Inc.	1.0000	08/10/11 12/27/11	21.80	17.25 4.55 ST
12/27/11	3502-11	Asset sale (by shares) 556269108 Steven Madden Ltd.	1.0000	03/29/11 12/27/11	34.38	30.80 3.58 ST
12/27/11	3502-11	Asset sale (by shares) 616274380 National Grid PLC	1.0000	08/16/11 12/27/11	48.92	50.17 -1.25 ST
12/27/11	3502-11	Asset sale (by shares) 658399101 Nextera Energy, Inc.	1.0000	05/16/11 12/27/11	60.37	58.49 1.88 ST

Account 4908 E & W Madrin Faly Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding 1/2 Cap Gains Distributions from Mutual Funds
 Taxpayer ID: --45-4722

Transaction Code & Description	Date	Date	Units Acquired	Sold	Net Proceeds	Basis	Gain/Loss
Date	Cash	Asset Name					
12/27/11 3502-11 Asset sale (by shares) 66987103 Novartis AG ADR			1.0000	05/27/11 12/27/11	56.96	62.00	-5.03 ST
12/27/11 3502-11 Asset sale (by shares) 693511106 PPL Corporation			2.0000	05/16/11 12/27/11	59.23	55.48	3.74 ST
12/27/11 3502-11 Asset sale (by shares) 717081103 Pfizer, Inc.			1.0000	05/04/11 12/27/11	21.73	20.45	1.28 ST
12/27/11 3502-11 Asset sale (by shares) 842587107 Southern Co.			1.0000	05/16/11 12/27/11	45.97	48.44	-2.47 ST
12/27/11 3502-11 Asset sale (by shares) 885791101 3M Company			1.0000	02/26/11 12/27/11	81.86	90.88	-9.02 ST
12/27/11 3502-11 Asset sale (by shares) 899896104 Tupperware Corporation			10.0000	Various 12/27/11	538.50	594.40	-55.90 ST
12/27/11 3502-11 Asset sale (by shares) 902681105 UGI Corporation			1.0000	05/16/11 12/27/11	29.13	32.25	-3.12 ST
12/27/11 3502-11 Asset sale (by shares) 969457100 Williams Co., Inc.			1.0000	05/16/11 12/27/11	22.71	30.10	-7.39 ST
11/09/11 3502-11 Asset sale (by shares) 986161104 Macy's, Inc.			2.0000	10/17/11 12/29/11	65.62	59.28	6.34 ST
03/29/11 3502-11 Asset sale (by shares) 025001845 American Century Short-Term Govt Adv			26.0000	03/03/10 03/29/11	253.04	253.82	-0.78 LT
03/29/11 3502-11 Asset sale (by shares) 053016103 Automatic Data Processing, Inc.			5.0000	02/03/10 03/29/11	253.34	218.64	34.70 LT
03/29/11 3502-11 Asset sale (by shares) 075887109 Becton, Dickinson & Co.			2.0000	03/03/10 03/29/11	158.83	158.00	0.83 LT
03/29/11 3502-11 Asset sale (by shares) 126119401 Calamos Convertible A			36.7140	03/03/10 03/29/11	750.43	694.26	56.17 LT
03/29/11 3502-11 Asset sale (by shares) 314208004 Federated Cov Ultrashort Duration			95.5450	01/03/10 03/29/11	948.76	946.85	1.91 LT
03/29/11 3502-11 Asset sale (by shares) 316145300 Fidelity Convertible Securities			31.2770	03/03/10 03/29/11	843.54	705.92	137.62 LT

Account 4909 Z & M Radgin Family Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding 1/1 Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
03/29/11	3502-11 Asset sale (by shares) 369580108 General Dynamics Corp.	3.0000	03/03/10 03/29/11	229.15	221.64	7.51 LT
03/29/11	3502-11 Asset sale (by shares) 38145W105 GS Local Emerging Markets Debt A	94.6130	03/03/10 03/29/11	900.72	858.14	42.58 LT
03/29/11	3502-11 Asset sale (by shares) 384802164 W.W. Springer, Inc.	2.0000	03/03/10 03/29/11	276.57	208.66	67.91 LT
03/29/11	3502-11 Asset sale (by shares) 452308109 Illinois Tool Works, Inc.	4.0000	03/03/10 03/29/11	216.67	186.56	30.11 LT
03/29/11	3502-11 Asset sale (by shares) 459200101 IBM	2.0000	Various 03/29/11	325.64	235.62	90.02 LT
03/29/11	3502-11 Asset sale (by shares) 478160104 Johnson & Johnson	2.0000	Various 03/29/11	177.62	190.88	-13.26 LT
03/29/11	3502-11 Asset sale (by shares) 548661107 Lowe's Companies, Inc.	10.5000	03/03/10 03/29/11	269.57	238.35	31.22 LT
03/29/11	3502-11 Asset sale (by shares) 593391023 FIMCO Convertible Admin	28.0470	03/03/10 03/29/11	412.99	373.17	39.82 LT
03/29/11	3502-11 Asset sale (by shares) 72201F375 FIMCO Emerging Local Bond Adm	84.6900	03/03/10 03/29/11	902.40	857.91	44.49 LT
03/29/11	3502-11 Asset sale (by shares) 74005P104 Praxair, Inc.	3.0000	03/03/10 03/29/11	303.21	233.37	69.84 LT
03/29/11	3502-11 Asset sale (by shares) 747718109 Procter & Gamble Company	3.0000	03/03/10 03/29/11	183.48	190.99	-7.51 LT
03/29/11	3502-11 Asset sale (by shares) 779572204 T. Rowe Price Short Term Bond Adv	370.2740	03/03/10 03/29/11	1,792.13	1,799.53	-7.40 LT
03/29/11	3502-11 Asset sale (by shares) 863667101 Stryker Corporation	4.0000	03/03/10 03/29/11	243.88	218.24	25.64 LT
03/29/11	3502-11 Asset sale (by shares) 87612K104 Target Corporation	4.0000	03/03/10 03/29/11	196.56	206.44	-9.88 LT
03/29/11	3502-11 Asset sale (by shares) 88579P101 3M Company	2.0000	03/03/10 03/29/11	185.34	162.68	22.66 LT

Account 4908 E & W Radwin Faly Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding If Cap Gains Distributions from Mutual Funds
 Taxpayer ID: --45-4722

Date	Cusip	Asset Name	Units Acquired	Date Sold	Net Proceeds	Basic	Gain/Loss
03/29/11	3502-11	Asset sale (by shares) 922031703 Vanguard Short Term Treas-IV	45.3820	03/03/10 03/29/11	483.32	491.04	-7.72 LT
04/01/11	3502-11	Asset sale (by shares) 003021847 Aberdeen Asia Bond Institutional	231.1520	03/03/10 04/01/11	2,547.30	2,420.16	127.14 LT
04/04/11	3502-11	Asset sale (by shares) 46625H100 JPMorgan Chase & Co.	1.0000	03/12/10 04/04/11	46.21	49.35	2.86 LT
04/15/11	3502-11	Asset sale (by shares) 053015103 Automatic Data Processing, Inc.	1.0000	03/03/10 04/15/11	51.79	41.13	9.66 LT
04/18/11	3502-11	Asset sale (by shares) 011668101 Albemarle Corporation	1.0000	03/03/10 04/18/11	57.20	40.20	17.00 LT
04/18/11	3502-11	Asset sale (by shares) 073302101 EE Aerospace, Inc.	1.0000	03/03/10 04/18/11	36.06	27.16	8.90 LT
04/18/11	3502-11	Asset sale (by shares) 501889200 LKQ Corporation	1.0000	03/03/10 04/18/11	23.28	19.77	3.51 LT
04/29/11	3502-11	Asset sale (by shares) 156782104 Connex Corp.	1.0000	03/03/10 04/29/11	124.84	83.45	31.09 LT
05/13/11	3502-11	Asset sale (by shares) 913017109 United Technologies Corp.	2.0000	04/14/10 05/13/11	179.55	147.09	32.46 LT
05/16/11	3502-11	Asset sale (by shares) 055015103 Automatic Data Processing, Inc.	2.0000	03/03/10 05/16/11	187.33	84.25	23.08 LT
05/16/11	3502-11	Asset sale (by shares) 075887109 Rectus, Dickinson & Co.	1.0000	03/03/10 05/16/11	47.92	79.00	8.92 LT
05/16/11	3502-11	Asset sale (by shares) 369558109 General Dynamics Corp.	1.0000	03/03/10 05/16/11	73.78	78.80	-0.10 LT
05/16/11	3502-11	Asset sale (by shares) 384802104 W.W. Grainger, Inc.	2.0000	03/03/10 05/16/11	149.77	104.33	45.44 LT
05/16/11	3502-11	Asset sale (by shares) 452308109 Illinois Tool Works, Inc.	2.0000	03/03/10 05/16/11	115.49	93.28	22.21 LT
05/16/11	3502-11	Asset sale (by shares) 459200101 IBM	1.0000	03/03/10 05/16/11	149.36	117.81	41.55 LT

Account 4908 M & M Babin Paly Foundation
For Dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
05/16/11	3502-11 Asset sale (by shares) 464288712 iShares S&P 500 Index	32.0000	03/03/10 05/16/11	1,496.00	1,455.36	40.64 LT
05/16/11	3502-11 Asset sale (by shares) 470150104 Johnson & Johnson	2.0900	03/03/10 05/16/11	132.59	127.23	5.36 LT
05/16/11	3502-11 Asset sale (by shares) 549651107 Lowe's Companies, Inc.	1.0000	03/03/10 05/16/11	25.50	23.85	1.65 LT
05/16/11	3502-11 Asset sale (by shares) 549651107 Lowe's Companies, Inc.	2.0000	03/03/10 05/16/11	51.00	47.71	3.29 LT
05/16/11	3502-11 Asset sale (by shares) 740057104 Procter & Gamble, Inc.	1.0000	03/03/10 05/16/11	103.00	77.46	25.54 LT
05/16/11	3502-11 Asset sale (by shares) 742718108 Procter & Gamble Company	2.0000	03/03/10 05/16/11	133.15	127.93	5.22 LT
05/16/11	3502-11 Asset sale (by shares) 863667101 Stryker Corporation	1.0000	03/03/10 05/16/11	127.20	108.12	19.08 LT
05/16/11	3502-11 Asset sale (by shares) 875128106 Target Corporation	2.0000	03/03/10 05/16/11	101.65	103.21	-1.57 LT
05/16/11	3502-11 Asset sale (by shares) 913017109 United Technologies Corp.	1.0000	04/14/10 05/16/11	88.93	73.54	15.39 LT
05/19/11	3502-11 Asset sale (by shares) 128119401 Calamos Convertible A	30.4110	Various 05/19/11	1,855.24	1,709.87	145.37 LT
05/19/11	3502-11 Asset sale (by shares) 316145200 Fidelity Convertible Securities	80.5680	Various 05/19/11	2,190.63	1,819.33	371.30 LT
05/19/11	3502-11 Asset sale (by shares) 354728305 Franklin Templeton Hard Currency A	258.2220	03/03/10 05/19/11	3,616.16	2,410.13	206.03 LT
05/19/11	3502-11 Asset sale (by shares) 464288805 iShares MSCI EAFE Growth Index	1.0000	03/03/10 05/19/11	63.09	54.74	8.35 LT
05/19/11	3502-11 Asset sale (by shares) 693191823 PIMCO Convertible Admin	68.6650	Various 05/19/11	1,025.85	910.24	115.61 LT
05/27/11	3502-11 Asset sale (by shares) 025081845 American Century Short-Term Govt Mkt	72.1030	Various 05/27/11	707.45	704.55	2.90 LT

Account 1904 R & H Madala Paly Foundation
For dates from 01/01/11 to 12/31/11
Excluding LT Cap Gains distributions from Mutual Funds
Employer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss	
05/27/11	3502-11 Asset sale (by shares) 091918275 Blackrock Low Duration Bond Service	634.9420	Various	05/27/11	6,372.79	6,254.95	117.84 LT
05/27/11	3502-11 Asset sale (by shares) 262018855 Driehaus Active Income Fund	2,328.2410	03/03/10	05/27/11	26,169.43	25,424.39	745.04 LT
05/27/11	3502-11 Asset sale (by shares) 314208895 Federated Gov Ultrashort Duration	268.9570	03/03/10	05/27/11	2,668.84	2,665.36	3.48 LT
05/27/11	3502-11 Asset sale (by shares) 314208308 Federated Short-Term Income Fund	767.7780	Various	05/27/11	6,122.29	6,023.26	99.03 LT
05/27/11	3502-11 Asset sale (by shares) 464288877 18shares BSCI K&M Value Index	10.0000	03/03/10	05/27/11	530.80	498.00	40.80 LT
05/27/11	3502-11 Asset sale (by shares) 464288885 18shares BSCI K&M Growth Index	11.0000	03/03/10	05/27/11	698.05	602.14	95.92 LT
05/27/11	3502-11 Asset sale (by shares) 779572204 F. Lowe Price Short Term Bond Adv	2,525.7670	Various	03/27/11	12,300.49	12,275.16	25.33 LT
05/27/11	3502-11 Asset sale (by shares) .922031703 Vanguard Short Term Treas-IV	123.8470	Various	05/27/11	1,323.98	1,331.13	-7.15 LT
06/10/11	3502-11 Asset sale (by shares) 08203H107 LQR Diversified Arbitrage B	16.2040	03/05/10	06/10/11	182.93	173.92	7.01 LT
06/10/11	3502-11 Asset sale (by shares) 08875B106 Arbitrage Fund Class B	27.8240	03/03/10	06/10/11	393.03	354.97	-1.94 LT
06/10/11	3502-11 Asset sale (by shares) 38145B105 GS Local Emerging Markets Debt A	47.9350	03/03/10	06/10/11	474.09	434.78	39.31 LT
06/10/11	3502-11 Asset sale (by shares) 569502106 Maxpar Fund	22.0420	03/03/10	06/10/11	386.06	347.38	9.68 LT
06/10/11	3502-11 Asset sale (by shares) 12201P375 FIMCO Emerging Local Bond Adv	43.0480	03/03/10	06/10/11	474.82	436.09	38.74 LT
06/21/11	3502-11 Asset sale (by shares) 003021847 Aberdeen Asia Bond Institutional	246.0730	03/03/10	06/21/11	2,726.49	2,576.39	150.11 LT
06/21/11	3502-11 Asset sale (by shares) 245908876 Delaware High-Yield Opportunities A	301.3120	03/03/10	06/21/11	1,250.44	1,172.11	78.33 LT

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Schedule D Report
Gosworth Financial Trust Co.NET WT-02 PAGE 25
03/15/2012

Account 4908 E & M Madrin Family Foundation
 For dates from 01/01/11 to 12/31/11
 Excluding for Cap Gains Distributions from Mutual Funds
 Employer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
06/21/11	3502-11 Asset sale (by shares) 262028855 Driehaus Active Income Fund	246.2350	03/03/10 06/21/11	2,788.88	2,688.83	100.05 LT
06/21/11	3502-11 Asset sale (by shares) 353538101 Franklin High Income Fund	576.8830	03/03/10 06/21/11	1,157.53	1,094.18	63.35 LT
06/21/11	3502-11 Asset sale (by shares) 741481204 T. Rowe Price High Yield Adv	181.6510	03/03/10 06/21/11	1,233.68	1,171.91	61.77 LT
07/07/11	3502-11 Asset sale (by shares) 580135101 McDonald's Corp.	2.0800	06/29/10 07/07/11	86.11	65.59	20.52 LT
07/11/11	3502-11 Asset sale (by shares) 24598876 Delaware High-Yield Opportunities A	16.7350	Various 07/11/11	70.12	65.75	4.37 LT
07/11/11	3502-11 Asset sale (by shares) 262028855 Driehaus Active Income Fund	356.8840	03/03/10 07/11/11	3,868.98	3,837.18	31.80 LT
07/11/11	3502-11 Asset sale (by shares) 353538101 Franklin High Income Fund	33.1870	Various 07/11/11	71.05	67.07	3.98 LT
07/11/11	3502-11 Asset sale (by shares) 741481204 T. Rowe Price High Yield Adv	12.7160	Various 07/11/11	86.98	82.43	4.55 LT
07/22/11	3502-11 Asset sale (by shares) 941848103 Waters Corp.	1.0000	03/03/10 07/22/11	97.99	62.42	35.57 LT
08/16/11	3502-11 Asset sale (by shares) 353612823 Franklin Floating Rate Daily Access A	192.6210	03/03/10 08/16/11	1,168.43	1,188.38	-19.95 LT
08/16/11	3502-11 Asset sale (by shares) 779588402 T. Rowe Price Instl Floating Rate	123.9280	03/03/10 08/16/11	1,203.24	1,237.89	-34.65 LT
08/22/11	3502-11 Asset sale (by shares) 012653101 Albemarle Corporation	5.0000	Various 08/22/11	226.67	206.32	20.35 LT
08/22/11	3502-11 Asset sale (by shares) 278662103 eBay, Inc.	6.0000	Various 08/22/11	165.13	147.59	17.54 LT
08/22/11	3502-11 Asset sale (by shares) 353612823 Franklin Floating Rate Daily Access A	156.9340	Various 08/22/11	1,566.89	1,406.19	160.70 LT
08/22/11	3502-11 Asset sale (by shares) 779588402 T. Rowe Price Instl Floating Rate	182.4780	Various 08/22/11	1,384.89	1,434.86	-49.97 LT

Account 4908 S & W British Faly Foundation
For dates from 01/01/11 to 12/31/11
Excluding LP Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code & Description	Units Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
08/22/11	3502-11 Asset sale (by shares) 834218104 Solera Holdings, Inc.	0.0000 Various	08/22/11	214.23	187.93	56.30 LT
08/29/11	3502-11 Asset sale (by shares) 156782104 Carmax Corp.	1.0000 03/03/10	08/29/11	65.63	41.73	23.90 LT
10/04/11	3502-11 Asset sale (by shares) 381458105 GS Local Emerging Markets Debt A	73.0310 03/03/10	10/04/11	627.87	662.95	-35.08 LT
10/04/11	3502-11 Asset sale (by shares) 72201F375 FIMCO Emerging Local Bond A&A	65.7650 03/03/10	10/04/11	654.36	666.20	-11.84 LT
10/06/11	3502-11 Asset sale (by shares) 003021847 Aberdeen Asia Bond Institutional	242.5350 03/03/10	10/06/11	2,536.92	2,559.34	-2.42 LT
10/06/11	3502-11 Asset sale (by shares) 381458105 GS Local Emerging Markets Debt A	346.7760 Various	10/06/11	2,171.62	2,241.72	-70.10 LT
10/06/11	3502-11 Asset sale (by shares) 72201F375 FIMCO Emerging Local Bond A&A	222.8370 Various	10/06/11	2,268.48	2,261.25	7.23 LT
10/17/11	3502-11 Asset sale (by shares) 002038107 AQR Diversified Arbitrage N	85.6190 Various	10/17/11	950.37	913.94	26.43 LT
10/17/11	3502-11 Asset sale (by shares) 030758106 Arbitrage Fund Class R	165.0750 03/03/10	10/17/11	1,897.55	1,864.19	33.36 LT
10/17/11	3502-11 Asset sale (by shares) 073102101 BS Aerospace, Inc.	1.0000 03/03/10	10/17/11	34.51	27.16	7.35 LT
10/17/11	3502-11 Asset sale (by shares) 509509108 Morgan Fund	115.7790 03/03/10	10/17/11	1,822.26	1,824.67	-2.41 LT
10/17/11	3502-11 Asset sale (by shares) 783058100 BMC Health Solutions Corp.	1.0000 07/22/10	10/17/11	56.29	33.55	22.74 LT
11/15/11	3502-11 Asset sale (by shares) 001896207 Abercrombie & Fitch Co.	2.0000 03/03/10	11/15/11	111.99	73.42	38.57 LT
11/15/11	3502-11 Asset sale (by shares) 156782104 Carmax Corp.	2.0000 03/03/10	11/15/11	127.57	83.45	44.12 LT
11/15/11	3502-11 Asset sale (by shares) 444253101 HCS Holdings Corp.	1.0000 10/15/10	11/15/11	90.30	62.24	28.06 LT

Account 1908 E & M Badin Emly Foundation
For dates from 01/01/11 to 12/31/11
Excluding 1% Cap Gains Distributions from Mutual Funds
Taxpayer ID: -45-4722

Date	Transac Code	Asset Name	Units	Date Acquired	Date Sold	Net Proceeds	Basis	Gain/Loss
11/15/11	3502-11	Asset sale (by shares) 779376102 Bovi Corporation	4.0000	03/03/10	11/15/11	122.25	139.15	-16.89 LT
11/15/11	3502-11	Asset sale (by shares) 894892104 Wyndham Hotels & Resorts, Inc.	3.0000	03/03/10	11/15/11	182.64	123.61	49.03 LT
12/08/11	3502	Proceeds from Sale of Asset 629850101 Malco Holding Co.	6.0000	Various	12/08/11	232.90	151.02	81.72 LT
12/13/11	3502-11	Asset sale (by shares) 251795103 Devon Energy Corporation	2.0000	12/07/10	12/13/11	130.82	148.75	-17.93 LT
12/13/11	3502-11	Asset sale (by shares) 777779307 Rosetta Resources, Inc.	6.0000	03/03/10	12/13/11	268.77	139.26	129.51 LT
12/27/11	3502-11	Asset sale (by shares) 073813103 Baxter International, Inc.	1.0000	03/03/10	12/27/11	49.77	58.96	-9.19 LT
12/27/11	3502-11	Asset sale (by shares) 235851102 Danaher Corporation	1.0000	03/03/10	12/27/11	47.78	87.92	-9.86 LT
12/27/11	3502-11	Asset sale (by shares) 263534109 E.I. du Pont de Nemours & Co.	1.0000	11/10/10	12/27/11	45.94	47.35	-1.41 LT
12/27/11	3502-11	Asset sale (by shares) 464287234 iShares MSCI Emerging Markets	4.0000	03/03/10	12/27/11	152.72	161.92	-9.20 LT
12/27/11	3502-11	Asset sale (by shares) 899896104 Tupperware Corporation	4.0000	03/03/10	12/27/11	223.40	189.12	34.28 LT
12/27/11	3502-11	Asset sale (by shares) 969984101 Williams-Sonoma, Inc.	2.0000	11/24/10	12/27/11	27.68	33.76	-6.08 LT

Account: 4908 E & H Salsin Maly Foundation
 For Dates from 01/01/11 to 12/31/11
 Excluding 17 Cap Gains Distributions from Mutual Funds
 Taxpayer ID: -45-4722

Transaction Code & Description	Date	Date					
Date	Crashp	Asset Name	Units Acquired	Sold	Net Proceeds	Basis	Gain/Loss
Short Term Gain from Sales					43,169.61	40,147.89	3,021.72
Short Term Loss from Sales					33,646.74	58,675.99	-25,029.24
Net Short Term Gain (-Loss)					95,816.35	98,823.87	-2,007.53
No Gain or Loss					5,403.48	5,403.48	0.00
Long Term Gain from Sales					99,556.08	95,137.47	4,418.61
Long Term Loss from Sales					18,368.15	18,754.15	-385.98
Net Long Term Gain (-Loss)					117,924.23	113,891.60	4,032.63

This is an unaudited evaluation of your Genworth Financial Asset Management, Inc. account that is subject to revision or change.

Long-term Capital Gains distributions from mutual funds are not included in this report, but can be netted against Long-term Losses from sales on your Schedule D.

Short-term Capital Gains distributions from mutual funds are not included because they are reported with dividends and not on the schedule D.

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 Report file created as E:\testdata\RESEARCH\Scheduled_1634988_123111.TXT

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

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. ELLIOTT AND MARLYS BADZIN FAMILY FOUNDATION C/O DICK SHERMAN	Employer identification number (EIN) or ☒ 27-1454722
	Number, street, and room or suite no. If a P.O. box, see instructions. 1380 CORPORATE CENTER CURVE, NO. 200	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. EAGAN, MN 55121	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	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

ELLIOTT BADZIN

- The books are in the care of ► **1380 CORPORATE CENTER CURVE, SUITE 200 - EAGAN, MN 55121**
Telephone No. ► **651-405-7612** FAX No ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	46.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	46.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)