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

2011

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

For calendar year 2011 or tax year beginning

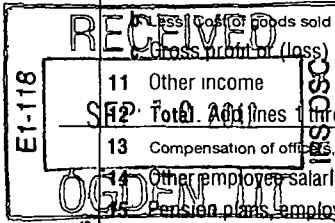
, and ending

Name of foundation THE STEIN FAMILY FUND		A Employer identification number 36-3261176
Number and street (or P.O. box number if mail is not delivered to street address) C/O ANSEL EDIDIN 1101 LAKE COOK RD.		B Telephone number 847-580-4100
City or town, state, and ZIP code DEERFIELD, IL 60015-5233		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,909,579. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		1,100.		N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		288.	288.		STATEMENT 1
4 Dividends and interest from securities		42,132.	42,132.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<80,266.>			
b Gross sales price for all assets on line 6a		1,183,231.			
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					
11 Other income		76,888.	76,888.		STATEMENT 3
12 Total. Add lines 1 through 11		40,142.	119,308.		
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 4		4,502.	0.		2,250.
b Accounting fees STMT 5		4,817.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		672.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		10,648.	8,014.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		20,639.	8,014.		2,265.
25 Contributions, gifts, grants paid		80,080.			80,080.
26 Total expenses and disbursements. Add lines 24 and 25		100,719.	8,014.		82,345.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<60,577.>			
b Net investment income (if negative, enter -0-)			111,294.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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			
	2 Savings and temporary cash investments	178,205.	34,760.	34,760.
	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 STMT 8	355,080.	533,841.	553,039.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	950,207.	854,314.	1,321,780.
	14 Land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,483,492.	1,422,915.	1,909,579.
	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.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,160,429.	1,160,429.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	323,063.	262,486.	
30 Total net assets or fund balances	1,483,492.	1,422,915.		
31 Total liabilities and net assets/fund balances	1,483,492.	1,422,915.		

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	1,483,492.
2 Enter amount from Part I, line 27a	2	<60,577.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,422,915.
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	1,422,915.

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 MORGANSTANLEY SMITHBARNEY - S/T (SEE			
b ATTACHED)	P	VARIOUS	12/31/11
c MORGANSTANLEY SMITHBARNEY - L/T (SEE			
d ATTACHED)	P	VARIOUS	12/31/11
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b 600,518.		625,711.	<25,193.>
c			
d 1,003,770.		1,058,843.	<55,073.>
e			

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			
b			<25,193.>
c			
d			<55,073.>
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	<80,266.>
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	76,859.	1,821,971.	.042185
2009	72,726.	1,668,707.	.043582
2008	65,135.	1,803,336.	.036119
2007	78,445.	1,972,384.	.039772
2006	38,915.	1,746,474.	.022282

2 Total of line 1, column (d)	2	.183940
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	.036788
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,818,202.
5 Multiply line 4 by line 3	5	66,888.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,113.
7 Add lines 5 and 6	7	68,001.
8 Enter qualifying distributions from Part XII, line 4	8	82,345.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,113.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,113.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,113.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,000.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	950.
a 2011 estimated tax payments and 2010 overpayment credited to 2011		6d	
b Exempt foreign organizations - tax withheld at source		7	1,950.
c Tax paid with application for extension of time to file (Form 8868)		8	1.
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	836.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		11	0.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 836. Refunded			

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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► KESSLER ORLEAN SILVER & CO Telephone no. ► 847-580-4100 Located at ► 1101 LAKE COOK ROAD SUITE C, DEERFIELD, IL ZIP+4 ► 60015			
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	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☒ N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

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
JUDIE STEIN FRIEDMAN 4011 CORNELL RD AGOURA, CA 91301-2725	DIRECTOR 5.00	0.	0.	0.
IRA FRIEDMAN 4011 CORNELL RD AGOURA, CA 91301-2725	TRUSTEE 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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2011)

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	971,097.
b	Average of monthly cash balances	1b	146,034.
c	Fair market value of all other assets	1c	728,759.
d	Total (add lines 1a, b, and c)	1d	1,845,890.
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	1,845,890.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,688.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,818,202.
6	Minimum investment return Enter 5% of line 5	6	90,910.

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	90,910.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,113.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,113.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	89,797.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	89,797.
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	89,797.

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	82,345.
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	82,345.
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	1,113.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,232.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				89,797.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			80,227.	
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: ▶ \$ 82,345.				
a Applied to 2010, but not more than line 2a			80,227.	
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				2,118.
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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				87,679.
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				

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 <i>Paid during the year</i>				
ACE OF HEARTS PO BOX 2357 BEVERLY HILLS, CA 90213			UNRESTRICTED	150.
ANIMAL'S ANGELS PO BOX 943 YORK, SC 29745			UNRESTRICTED	300.
CENTER THEATRE GROUP 135 NORTH GRAND AVE LA, CA 90012			UNRESTRICTED	34,100.
FORTE ANIMAL RESCUE PO BOX 10085 MARINA DEL REY, CA 90295			UNRESTRICTED	100.
HUMANE SOCIETY 519 L STREET, NW WASHINGTON, DC 20037			UNRESTRICTED	7,980.
Total	SEE CONTINUATION SHEET(S)			80,080.
b <i>Approved for future payment</i>				
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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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**

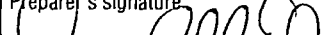
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee _____ Date 9.7.12 Title DIRECTOR

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name ANSEL H. EDIDIN	Preparer's signature 	Date 8/31/12	Check ☐ if self-employed	PTIN P00116171
Firm's name ▶ KESSLER, ORLEAN, SILVER & CO. P.C.			Firm's EIN ▶ 36-3117333	
Firm's address ▶ 1101 LAKE COOK ROAD, SUITE C DEERFIELD, IL 60015			Phone no. (847) 580-4100	

2011 Statement Linked Realized Gain/Loss - Detail

As of 05/23/2012

JUDIE STEIN
4011 CORNELL ROAD
AGOURA HILLS CA 91301-2725

Prepared by Kevin Michael Peters

Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
Short Term							
AMERICAN TOWER CP CLASS A	029912201	22,000	04/04/11	\$1,145.54	04/06/11	\$1,119.63	\$(25.91)
EXPRESS SCRIPTS INC COMMON	302182100	1,000	04/04/11	57.19	08/04/11	50.57	(6.62)
	302182100	2,000	04/04/11	114.38	08/04/11	101.15	(13.23)
	302182100	2,000	04/04/11	114.38	08/04/11	101.15	(13.23)
Totals				\$285.95		\$252.87	\$(33.08)
GOLDMAN SACHS GRO 4 1/2 1-31-21 Coupon: 4.500 Maturity: 01/31/2021	38143UQX2	100,000,000	01/27/11	-	03/29/11	95,016.00	-
MOTOROLA MOBILITY HLDGS INC	620097105	10,000	08/05/11	224.92	08/17/11	381.39	156.47
	620097105	21,000	08/05/11	472.32	08/18/11	795.14	322.82
	620097105	7,000	08/11/11	167.50	08/18/11	265.04	97.54
	620097105	7,000	08/11/11	167.50	08/19/11	265.08	97.58
	620097105	9,000	08/12/11	225.55	08/19/11	340.82	115.27
Totals				\$1,257.79		\$2,047.47	\$789.68
APPLE INC	AAPL	2,000	04/04/11	680.86	06/20/11	632.10	(48.76)
ADOBE SYSTEMS	ADBE	34,000	04/04/11	1,172.28	04/27/11	1,128.75	(43.53)
ALLERGAN INC	AGN	4,000	04/04/11	291.44	05/24/11	329.21	37.77
	AGN	5,000	04/04/11	364.30	05/19/11	415.84	51.54
Totals				\$655.74		\$745.05	\$89.31
ALBEMARLE CORPORATION	ALB	3,000	04/04/11	181.32	09/23/11	121.87	(59.45)
	ALB	6,000	04/04/11	362.64	09/22/11	244.85	(117.79)
Totals				\$543.96		\$366.72	\$(177.24)
AMGEN INC	AMGN	11,000	04/04/11	594.99	04/18/11	604.48	9.49
ADMIRAL GROUP PLC UNSPONS ADR	AMIGY	4,000	04/04/11	106.39	11/08/11	76.28	(30.11)
	AMIGY	31,000	04/04/11	824.61	11/08/11	591.21	(233.40)
	AMIGY	4,000	11/07/11	75.40	11/08/11	76.29	0.89
Totals				\$1,006.40		\$743.78	\$(262.62)
AMAZON COM INC	AMZN	1,000	04/04/11	182.92	07/27/11	220.38	37.46
	AMZN	1,000	04/04/11	182.92	07/13/11	213.58	30.66
	AMZN	2,000	04/04/11	365.84	10/26/11	401.82	35.98
	AMZN	2,000	04/04/11	365.84	05/18/11	389.05	23.21

Third-party and Morgan Stanley Smith Barney research on certain companies is available to clients of the firm at no cost. Clients can access this research at www.morganstanleysmithbarney.com or contact their Financial Advisor to request a copy of this research be sent to them.

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Prepared by Kevin Michael Peters

Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
AMZN	AMZN	3.000	04/04/11	\$548.76	11/22/11	\$568.06	\$19.30
AMZN	AMZN	5.000	04/04/11	914.60	10/26/11	1,004.39	89.79
Totals				\$2,560.88		\$2,797.28	\$236.40
ALLEGHENY TECH INC	ATI	1.000	04/04/11	67.87	09/22/11	38.65	(29.22)
ATI	ATI	1.000	04/04/11	67.87	09/22/11	38.66	(29.21)
ATI	ATI	2.000	04/04/11	135.75	09/22/11	77.31	(58.44)
ATI	ATI	2.000	04/04/11	135.74	10/20/11	76.38	(59.36)
ATI	ATI	4.000	04/04/11	271.49	11/23/11	171.70	(99.79)
ATI	ATI	5.000	04/04/11	339.36	11/18/11	234.53	(104.83)
ATI	ATI	6.000	04/04/11	407.23	06/24/11	367.45	(39.78)
ATI	ATI	6.000	04/04/11	407.23	10/05/11	202.30	(204.93)
ATI	ATI	11.000	04/04/11	746.59	08/12/11	530.92	(215.67)
ATI	ATI	13.000	04/04/11	882.33	10/05/11	438.33	(444.00)
ATI	ATI	18.000	04/04/11	1,221.69	05/17/11	1,207.54	(14.15)
Totals				\$4,683.15		\$3,383.77	\$(1,299.38)
BOEING CO	BA	3.000	04/04/11	221.25	09/22/11	174.44	(46.81)
BA	BA	8.000	04/04/11	590.00	09/27/11	507.19	(82.81)
BA	BA	8.000	04/04/11	590.00	06/23/11	571.51	(18.49)
Totals				\$1,401.25		\$1,253.14	\$(148.11)
BAKER HUGHES INC	BHI	2.000	04/04/11	145.88	08/10/11	116.41	(29.47)
BHI	BHI	15.000	04/04/11	1,094.10	09/29/11	725.48	(368.62)
Totals				\$1,239.98		\$841.89	\$(398.09)
SOTHEBY'S CL A	BID	6.000	04/04/11	322.26	05/04/11	276.22	(46.04)
BID	BID	17.000	04/04/11	913.07	05/11/11	713.79	(199.28)
Totals				\$1,235.33		\$990.01	\$(245.32)
SPDR BARCLAYS CAPITAL 1-3 MONT	BIL	56.000	07/27/11	2,568.15	10/17/11	2,566.99	(1.16)
BIL	BIL	70.000	07/27/11	3,210.19	09/08/11	3,208.76	(1.43)
BIL	BIL	76.000	07/27/11	3,485.35	10/24/11	3,483.77	(1.58)
BIL	BIL	129.000	07/27/11	5,915.93	10/17/11	5,913.24	(2.69)
BIL	BIL	145.000	07/27/11	6,649.69	08/18/11	6,647.18	(2.51)
BIL	BIL	270.000	07/27/11	12,382.17	09/06/11	12,376.56	(5.61)
BIL	BIL	475.000	07/27/11	21,783.45	10/10/11	21,773.63	(9.82)
BIL	BIL	179.000	07/29/11	8,208.94	10/24/11	8,205.20	(3.74)

2011 Statement Linked Realized Gain/Loss - Detail

As of 05/23/2012

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Prepared by Kevin Michael Peters

Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
BIL		175.000	08/02/11	\$8,025.47	10/27/11	\$8,021.84	\$(3.63)
BIL		145.000	08/04/11	6,649.70	10/27/11	6,646.67	(3.03)
BIL		60.000	08/15/11	2,751.60	10/27/11	2,750.35	(1.25)
BIL		115.000	08/15/11	5,273.90	11/14/11	5,271.50	(2.40)
BIL		20.000	08/23/11	917.20	11/30/11	916.58	(0.62)
BIL		75.000	08/23/11	3,439.49	11/14/11	3,437.93	(1.56)
BIL		95.000	09/14/11	4,355.52	11/30/11	4,353.77	(1.75)
BIL		95.000	09/15/11	4,355.75	11/30/11	4,353.77	(1.98)
BIL		15.000	10/20/11	687.74	11/30/11	687.43	-0.31
BIL		165.000	10/20/11	7,565.10	12/01/11	7,561.80	(3.30)
BIL		280.000	11/01/11	12,837.97	12/01/11	12,832.15	(5.82)
BIL		30.000	11/17/11	1,375.50	12/01/11	1,374.88	(0.62)
Totals				\$122,438.81		\$122,384.00	\$(54.81)
BRISTOL MYERS SQUIBB CO		38.000	04/04/11	1,017.49	10/11/11	1,255.14	237.65
PEABODY ENERGY CORP		4.000	04/04/11	289.40	05/12/11	242.26	(47.14)
BTU		6.000	04/04/11	434.10	05/20/11	352.62	(81.48)
BTU		6.000	04/04/11	434.10	05/16/11	351.42	(82.68)
BTU		13.000	04/04/11	940.55	06/08/11	731.43	(209.12)
Totals				\$2,098.15		\$1,677.73	\$(420.42)
BORG WARNER INC		1.000	04/04/11	81.88	05/31/11	71.90	(9.98)
BWA		2.000	04/04/11	163.76	05/23/11	136.18	(27.58)
BWA		3.000	04/04/11	245.64	05/23/11	204.27	(41.37)
BWA		3.000	04/04/11	245.64	05/25/11	204.99	(40.65)
BWA		3.000	04/04/11	245.64	05/18/11	211.65	(33.99)
BWA		4.000	04/04/11	327.52	05/25/11	273.33	(54.19)
BWA		4.000	04/04/11	327.52	05/02/11	308.43	(19.09)
BWA		5.000	04/04/11	409.40	05/17/11	352.92	(56.48)
BWA		6.000	04/04/11	491.28	05/17/11	423.50	(67.78)
Totals				\$2,538.28		\$2,187.17	\$(351.11)
CAMERON INTNL CORP		7.000	04/04/11	398.97	05/24/11	331.13	(67.84)
CAM		9.000	04/04/11	512.95	06/01/11	417.29	(95.66)
CAM		10.000	04/04/11	569.95	05/18/11	479.74	(90.21)
Totals				\$1,481.87		\$1,228.16	\$(253.71)

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723-0655536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
CATERPILLAR INC	CAT	2.000	04/04/11	\$225.98	06/13/11	\$190.34	\$(35.64)
	CAT	3.000	04/04/11	338.97	05/11/11	329.48	(9.49)
	CAT	3.000	04/04/11	338.97	05/13/11	326.05	(12.92)
	CAT	5.000	04/04/11	564.95	05/17/11	524.37	(40.58)
	CAT	9.000	04/04/11	1,016.91	08/15/11	818.25	(198.66)
Totals				\$2,485.78		\$2,188.49	\$(297.29)
CHICAGO BRIDGE & IRON CO. N V.	CBI	3.000	04/04/11	122.55	08/05/11	104.05	(18.50)
	CBI	7.000	04/04/11	285.95	08/09/11	205.22	(80.73)
	CBI	10.000	04/04/11	408.50	10/04/11	259.07	(149.43)
	CBI	2.000	04/06/11	83.19	10/04/11	51.81	(31.38)
Totals				\$900.19		\$620.15	\$(280.04)
CHECK POINT SOFTWARE TECH LTD	CHKP	6.000	04/04/11	311.43	05/24/11	318.09	6.66
	CHKP	6.000	04/04/11	311.43	05/19/11	328.74	17.31
	CHKP	6.000	04/04/11	311.43	06/22/11	323.48	12.05
	CHKP	20.000	04/04/11	1,038.12	08/10/11	979.96	(58.16)
Totals				\$1,972.41		\$1,950.27	\$(22.14)
CONTINENTAL RESOURCES INC	CLR	11.000	04/04/11	792.22	04/14/11	720.62	(71.60)
PROSHARES ULTRASHT DJ-UBS CMD	CMD	12.000	05/12/11	595.32	06/06/11	523.08	(72.24)
	CMD	2.000	05/16/11	95.72	06/06/11	87.18	(8.54)
	CMD	5.000	05/16/11	239.30	06/08/11	216.68	(22.62)
	CMD	5.000	05/16/11	239.30	07/12/11	231.59	(7.71)
Totals				\$1,169.64		\$1,058.53	\$(111.11)
CME GROUP INC	CME	3.000	04/04/11	917.55	10/25/11	786.41	(131.14)
CUMMINS INC	CMI	1.000	04/04/11	111.24	08/10/11	87.84	(23.40)
	CMI	1.000	04/04/11	111.24	08/10/11	87.85	(23.39)
	CMI	2.000	04/04/11	222.48	08/10/11	175.69	(46.79)
	CMI	2.000	04/04/11	222.48	05/13/11	220.82	(1.66)
	CMI	4.000	04/04/11	444.96	05/12/11	448.51	3.55
	CMI	4.000	04/04/11	444.96	05/17/11	429.54	(15.42)
	CMI	5.000	04/04/11	556.20	05/20/11	534.88	(21.32)
	CMI	1.000	07/29/11	105.34	08/10/11	87.85	(17.49)
Totals				\$2,218.90		\$2,072.98	\$(145.92)
COMPASS MINERALS INTER INC	CMP	3.000	04/04/11	285.78	06/17/11	254.67	(31.11)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
CMP		13.000	04/04/11	\$1,238.38	06/27/11	\$1,073.63	\$ (164.75)
Totals				\$1,524.16		\$1,328.30	\$ (195.86)
CANADIAN NATURAL RESOURCES LTD	CNQ	4.000	04/04/11	196.94	04/14/11	177.44	(19.50)
	CNQ	5.000	04/04/11	246.18	08/11/11	178.99	(67.19)
	CNQ	10.000	04/04/11	492.36	05/12/11	413.88	(78.48)
	CNQ	35.000	04/04/11	1,723.25	10/07/11	1,031.14	(692.11)
Totals				\$2,658.73		\$1,801.45	\$ (857.28)
ROCKWELL COLLINS INC	COL	16.000	04/04/11	1,032.16	08/11/11	710.40	(321.76)
SALESFORCE.COM,INC.	CRM	1.000	04/04/11	134.25	07/28/11	146.37	12.12
	CRM	2.000	04/04/11	268.50	05/24/11	299.01	30.51
	CRM	3.000	04/04/11	402.75	05/18/11	403.56	0.81
	CRM	3.000	04/04/11	402.75	07/29/11	434.20	31.45
	CRM	4.000	04/04/11	537.00	07/21/11	603.05	66.05
	CRM	1.000	09/15/11	131.85	11/21/11	108.97	(22.88)
	CRM	1.000	09/15/11	131.84	11/21/11	108.97	(22.87)
	CRM	1.000	12/05/11	127.08	12/16/11	108.83	(18.25)
	CRM	1.000	12/05/11	127.08	12/16/11	108.82	(18.26)
Totals				\$2,263.10		\$2,321.78	\$58.68
COGNIZANT TECH SOLUTIONS CL A	CTSH	1.000	04/04/11	82.25	06/14/11	70.69	(11.56)
	CTSH	1.000	04/04/11	82.25	05/23/11	72.21	(10.04)
	CTSH	1.000	04/04/11	82.25	06/14/11	70.69	(11.56)
	CTSH	2.000	04/04/11	164.50	05/23/11	144.43	(20.07)
	CTSH	3.000	04/04/11	246.75	06/16/11	194.59	(52.16)
	CTSH	4.000	04/04/11	329.00	08/10/11	249.51	(79.49)
	CTSH	5.000	04/04/11	411.25	06/14/11	353.47	(57.78)
	CTSH	6.000	04/04/11	493.50	08/02/11	429.04	(64.46)
	CTSH	14.000	04/04/11	1,151.50	08/19/11	769.14	(382.36)
	CTSH	1.000	04/27/11	81.36	08/19/11	54.93	(26.43)
	CTSH	1.000	04/27/11	81.37	08/19/11	54.94	(26.43)
	CTSH	1.000	04/27/11	81.36	08/19/11	54.94	(26.42)
	CTSH	1.000	04/27/11	81.36	08/19/11	54.94	(26.42)
	CTSH	2.000	04/27/11	162.72	08/19/11	109.87	(52.85)
	CTSH	1.000	05/18/11	73.49	08/19/11	54.94	(18.55)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
CITRIX SYSTEMS INC	Totals			\$3,604.91		\$2,738.33	\$(866.58)
	CTXS	1.000	04/04/11	\$75.93	06/17/11	\$73.88	\$(2.05)
	CTXS	1.000	04/04/11	75.93	06/17/11	73.88	(2.05)
	CTXS	2.000	04/04/11	151.86	10/27/11	150.86	(1.00)
	CTXS	2.000	04/04/11	151.86	05/18/11	165.76	13.90
	CTXS	4.000	04/04/11	303.73	05/19/11	332.59	28.86
	CTXS	5.000	04/04/11	379.66	06/17/11	369.43	(10.23)
	CTXS	6.000	04/04/11	455.59	08/11/11	372.29	(83.30)
CHEVRON CORP	Totals			\$1,594.56		\$1,538.69	\$(55.87)
	CVX	15.000	04/04/11	1,623.15	05/09/11	1,566.48	(56.67)
DOMINION RES INC (NEW)	D	28.000	04/04/11	1,255.80	11/09/11	1,452.83	197.03
SPDR DJIA TRUST	DIA	36.000	07/01/11	4,501.47	08/04/11	4,162.72	(338.75)
	DIA	38.000	07/01/11	4,751.56	08/15/11	4,342.87	(408.69)
	DIA	35.000	11/14/11	4,224.54	11/23/11	3,951.40	(273.14)
DISCOVERY COMMUNICATIONS SER A	Totals			\$13,477.57		\$12,456.99	\$(1,020.58)
	DISCA	5.000	04/04/11	202.80	07/25/11	200.85	(1.95)
	DISCA	5.000	04/04/11	202.80	11/11/11	216.15	13.35
	DISCA	5.000	04/04/11	202.80	07/20/11	201.21	(1.59)
DENBURY RESOURCES INC NEW	Totals			\$608.40		\$618.21	\$9.81
	DNR	27.000	04/04/11	661.50	04/28/11	585.33	(76.17)
DOW CHEMICAL CO	DOW	4.000	04/04/11	152.98	08/05/11	119.71	(33.27)
	DOW	11.000	04/04/11	420.71	05/17/11	402.74	(17.97)
	DOW	13.000	04/04/11	497.20	09/23/11	308.74	(188.46)
	DOW	16.000	04/04/11	611.94	11/17/11	418.59	(193.35)
DEVON ENERGY CORP NEW	Totals			\$1,682.83		\$1,249.78	\$(433.05)
	DVN	12.000	04/04/11	1,102.20	06/24/11	920.49	(181.71)
EBAY INC	EBAY	5.000	04/04/11	154.88	11/18/11	149.39	(5.49)
ENCANA CORP	ECA	42.000	04/04/11	1,461.09	11/17/11	803.83	(657.26)
ISHARES MSCI EMERGING MKTS FD	EEM	136.000	04/04/11	6,760.29	04/28/11	6,738.40	(21.89)
	EEM	195.000	07/05/11	9,387.40	08/02/11	8,916.99	(470.41)
	EEM	218.000	10/27/11	9,267.38	11/17/11	8,343.89	(923.49)
EMC CORP MASS	Totals			\$25,415.07		\$23,999.28	\$(1,415.79)
	EMC	15.000	04/04/11	391.43	06/13/11	395.56	4.13

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AGOURA HILLS CA 91301-2725

Prepared by Kevin Michael Peters
Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
EMERSON ELECTRIC CO	EMR	21.000	04/04/11	\$1,238.58	05/13/11	\$1,138.89	\$ (99.69)
EOG RESOURCES INC	EOG	2.000	04/04/11	237.64	05/24/11	213.45	(24.19)
	EOG	2.000	04/04/11	237.64	09/22/11	154.77	(82.87)
	EOG	7.000	04/04/11	831.74	05/05/11	726.12	(105.62)
Totals				\$1,307.02		\$1,094.34	\$ (212.68)
ENERGY XXI BERMUDA LTD COM NEW	EXXI	5.000	04/27/11	175.63	07/27/11	166.21	(9.42)
FORTUNE BRANDS HOME & SEC INC	FBHS	18.000	05/26/11	248.85	10/07/11	228.11	(20.74)
	FBHS	4.000	06/17/11	55.34	10/07/11	50.69	(4.65)
Totals				\$304.19		\$278.80	\$ (25.39)
FREEMPORT MCMORAN CP&GLD	FCX	4.000	04/04/11	222.87	09/22/11	130.74	(92.13)
	FCX	5.000	04/04/11	278.59	05/23/11	237.14	(41.45)
	FCX	5.000	04/04/11	278.59	04/14/11	260.78	(17.81)
	FCX	5.000	04/04/11	278.59	05/11/11	241.85	(36.74)
	FCX	6.000	04/04/11	334.31	06/23/11	287.73	(46.58)
	FCX	9.000	04/04/11	501.46	05/05/11	450.61	(50.85)
	FCX	32.000	04/04/11	1,782.97	09/29/11	1,015.81	(767.16)
Totals				\$3,677.38		\$2,624.66	\$ (1,052.72)
FIFTH 3RD BANCORP OHIO	FITB	45.000	04/04/11	630.86	05/13/11	562.04	(68.82)
	FITB	69.000	04/04/11	967.31	05/04/11	908.44	(58.87)
Totals				\$1,598.17		\$1,470.48	\$ (127.69)
FLOWERVE CORP	FLS	4.000	04/04/11	529.44	06/09/11	442.59	(86.85)
	FLS	4.000	04/04/11	529.44	06/14/11	424.21	(105.23)
	FLS	5.000	04/04/11	661.80	05/26/11	580.26	(81.54)
Totals				\$1,720.68		\$1,447.06	\$ (273.62)
FIRST SOLAR, INC.	FSLR	4.000	04/04/11	630.00	05/27/11	473.99	(156.01)
	FSLR	6.000	04/04/11	945.00	06/24/11	707.22	(237.78)
Totals				\$1,575.00		\$1,181.21	\$ (393.79)
FMC TECHNOLOGIES INC	FTI	4.000	04/04/11	200.28	04/26/11	188.58	(11.70)
	FTI	26.000	04/04/11	1,301.82	05/05/11	1,123.12	(178.70)
Totals				\$1,502.10		\$1,311.70	\$ (190.40)
ISHARES FTSE/CHINA 25 INDEX FD	FXI	20.000	04/04/11	923.31	04/28/11	902.66	(20.65)
MARKET VECTORS GOLD MINERS	GDX	6.000	07/18/11	364.73	08/08/11	339.48	(25.25)
	GDX	1.000	07/22/11	60.74	08/08/11	56.58	(4.16)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
GDX		3.000	07/22/11	\$182.21	08/08/11	\$169.74	\$(12.47)
GDX		2.000	07/25/11	120.98	08/16/11	121.36	0.38
GDX		2.000	07/25/11	120.98	08/08/11	113.16	(7.82)
GDX		6.000	07/25/11	362.93	08/09/11	335.73	(27.20)
GDX		2.000	07/29/11	113.68	08/16/11	121.36	7.68
GDX		3.000	08/03/11	177.41	08/16/11	182.03	4.62
Totals				\$1,503.66		\$1,439.44	\$(64.22)
GILEAD SCIENCE	GILD	12.000	07/21/11	513.94	09/27/11	482.75	(31.19)
SPDR GOLD TR GOLD SHS	GLD	1.000	08/08/11	167.15	09/23/11	164.28	(2.87)
	GLD	3.000	08/08/11	501.46	09/22/11	504.96	3.50
	GLD	2.000	08/09/11	339.46	09/23/11	328.57	(10.89)
	GLD	2.000	08/18/11	354.44	09/23/11	328.57	(25.87)
Totals				\$1,362.51		\$1,326.38	\$(36.13)
CORNING INC	GLW	71.000	04/04/11	1,462.25	05/20/11	1,406.58	(55.67)
ALCON INC	H01301102	-	04/04/11	946.75	04/12/11	973.48	26.73
	H01301102	6.000	04/04/11	49.25	04/12/11	49.20	-0.05
Totals				\$996.00		\$1,022.68	\$26.68
HASBRO INC	HAS	2.000	04/04/11	94.19	10/12/11	69.48	(24.71)
HCP INCORPORATED	HCP	42.000	04/04/11	1,584.77	05/09/11	1,573.86	(10.91)
H J HEINZ CO	HNZ	3.000	04/04/11	147.35	10/11/11	152.57	5.22
	HNZ	5.000	04/04/11	245.58	10/12/11	256.21	10.63
	HNZ	7.000	04/04/11	343.81	09/13/11	349.43	5.62
	HNZ	10.000	04/04/11	491.15	10/05/11	497.26	6.11
	HNZ	11.000	04/04/11	540.27	09/16/11	564.24	23.97
Totals				\$1,768.16		\$1,819.71	\$51.55
STARWOOD HTLS & RSTS WW INC	HOT	4.000	04/04/11	230.08	05/18/11	229.07	(1.01)
	HOT	5.000	04/04/11	287.60	11/23/11	222.64	(64.96)
Totals				\$517.68		\$451.71	\$(65.97)
HEWLETT PACKARD	HPQ	33.000	04/04/11	1,335.18	06/22/11	1,160.74	(174.44)
	HPQ	3.000	05/18/11	108.59	06/22/11	105.52	(3.07)
	HPQ	1.000	05/19/11	36.07	06/22/11	35.18	(0.89)
Totals				\$1,479.84		\$1,301.44	\$(178.40)
HOSPITALITY PPTYS TR COM SBI	HPT	32.000	04/04/11	749.12	06/09/11	715.18	(33.94)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
INTERDIGITAL INC	IDCC	4.000	04/04/11	\$196.32	10/27/11	\$178.73	\$(17.59)
	IDCC	15.000	04/04/11	736.20	08/15/11	894.78	158.58
	IDCC	1.000	05/12/11	45.02	10/27/11	44.68	-0.34
	IDCC	4.000	05/12/11	180.07	10/28/11	176.09	(3.98)
	IDCC	4.000	05/12/11	180.07	10/27/11	178.73	(1.34)
	IDCC	1.000	09/20/11	61.47	10/28/11	44.02	(17.45)
	IDCC	4.000	09/29/11	203.31	10/28/11	176.09	(27.22)
Totals				\$1,602.46		\$1,693.12	\$90.66
ILLUMINA INC	ILMN	1.000	04/04/11	70.23	10/03/11	38.64	(31.59)
	ILMN	7.000	04/04/11	491.61	12/13/11	189.24	(302.37)
Totals				\$561.84		\$227.88	\$(333.96)
IMPERIAL OIL LTD COM NEW	IMO	2.000	04/04/11	105.44	06/27/11	87.79	(17.65)
	IMO	16.000	04/04/11	843.52	06/22/11	724.40	(119.12)
	IMO	2.000	04/05/11	107.56	06/27/11	87.79	(19.77)
Totals				\$1,056.52		\$899.98	\$(156.54)
INTEL CORP	INTC	20.000	05/19/11	467.88	11/04/11	475.99	8.11
ISRAEL CHEMICALS LTD ADR	ISCHY	28.000	04/04/11	485.80	05/03/11	476.17	(9.63)
ISHARES RUSSELL 2000 INDEX FD	IWM	222.000	04/04/11	18,831.81	05/02/11	19,037.68	205.87
	IWM	226.000	04/04/11	19,171.13	04/27/11	19,307.55	136.42
	IWM	124.000	10/17/11	8,654.03	10/20/11	8,547.05	(106.98)
	IWM	58.000	10/27/11	4,395.56	11/23/11	3,932.14	(463.42)
Totals				\$51,052.53		\$50,824.42	\$(228.11)
ORIX CORP	IX	7.000	08/01/11	383.93	11/07/11	300.64	(83.29)
	IX	7.000	08/01/11	383.93	09/16/11	286.51	(97.42)
Totals				\$767.86		\$587.15	\$(180.71)
JOHNSON CONTROLS INCORPORATED	JCI	2.000	04/04/11	83.49	04/18/11	76.10	(7.39)
	JCI	6.000	04/04/11	250.48	04/19/11	228.94	(21.54)
	JCI	30.000	04/04/11	1,252.42	05/17/11	1,146.20	(106.22)
Totals				\$1,586.39		\$1,451.24	\$(135.15)
JOHNSON & JOHNSON	JNJ	9.000	04/04/11	541.08	11/04/11	575.98	34.90
	JNJ	9.000	04/04/11	541.08	12/02/11	570.46	29.38
Totals				\$1,082.16		\$1,146.44	\$64.28
JPMORGAN CHASE & CO	JPM	5.000	04/04/11	231.25	06/23/11	199.43	(31.82)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
JPM	JPM	19,000	04/04/11	\$878.75	05/02/11	\$869.13	\$(9.62)
JPM	JPM	19,000	04/04/11	878.75	06/23/11	757.85	(120.90)
Totals				\$1,988.75		\$1,826.41	\$(162.34)
NORDSTROM INC	JWN	6,000	04/04/11	271.08	05/19/11	277.20	6.12
JWN	JWN	19,000	04/04/11	858.42	06/27/11	865.21	6.79
Totals				\$1,129.50		\$1,142.41	\$12.91
KIMBERLY CLARK CORP	KMB	1,000	04/04/11	65.70	12/05/11	70.74	5.04
KMB	KMB	5,000	04/04/11	328.50	12/05/11	353.73	25.23
Totals				\$394.20		\$424.47	\$30.27
KINDER MORGAN MGMT LLC	KMR	-	06/13/11	-	11/14/11	24.88	24.88
KMR	KMR	-	06/13/11	-	08/12/11	23.07	23.07
Totals				-		\$47.95	\$47.95
KOMATSU LTD SPON ADR NEW	KMTUY	18,000	04/04/11	606.60	09/09/11	419.49	(187.11)
KMTUY	KMTUY	4,000	05/11/11	140.35	09/13/11	92.34	(48.01)
KMTUY	KMTUY	7,000	05/11/11	245.60	09/09/11	163.14	(82.46)
KMTUY	KMTUY	13,000	06/30/11	402.47	09/13/11	300.11	(102.36)
Totals				\$1,395.02		\$975.08	\$(419.94)
COCA COLA CO	KO	6,000	04/04/11	406.02	05/09/11	401.67	(4.35)
KO	KO	6,000	04/04/11	406.02	12/22/11	414.29	8.27
KO	KO	7,000	04/04/11	473.69	04/28/11	469.43	(4.26)
KO	KO	7,000	04/04/11	473.69	05/09/11	468.62	(5.07)
Totals				\$1,759.42		\$1,754.01	\$(5.41)
KOHL'S CORPORATION WISC	KSS	1,000	08/11/11	47.72	12/13/11	51.33	3.61
KSS	KSS	4,000	08/11/11	190.86	12/13/11	205.31	14.45
Totals				\$238.58		\$256.64	\$18.06
LORILLARD INC	LO	1,000	04/04/11	94.96	10/21/11	115.52	20.56
LO	LO	9,000	04/04/11	854.64	10/20/11	1,028.67	174.03
LO	LO	2,000	05/19/11	230.60	11/10/11	214.83	(15.77)
LO	LO	2,000	05/19/11	230.60	10/21/11	231.08	0.48
Totals				\$1,410.80		\$1,590.10	\$179.30
LOGITECH INTL SA	LOGI	61,000	04/04/11	888.04	06/14/11	733.03	(155.01)
LAS VEGAS SANDS CORPORATION	LVS	4,000	06/07/11	162.14	10/03/11	148.02	(14.12)
LVS	LVS	11,000	06/07/11	445.88	11/29/11	496.24	50.36

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Totals				\$608.02		\$644.26	\$36.24
MICROCHIP TECHNOLOGY INC	MCHP	7.000	04/04/11	\$263.45	05/17/11	\$274.41	\$10.96
MF GLOBAL HLDGS LTD COM	MFGLQ	48.000	04/04/11	417.01	08/05/11	306.49	(110.52)
MEAD JOHNSON NUTRITION COMPANY	MJN	1.000	04/04/11	58.39	10/03/11	68.79	10.40
3M COMPANY	MMM	10.000	04/04/11	937.20	12/05/11	811.41	(125.79)
MICROSOFT CORP	MSFT	19.000	08/10/11	462.46	12/02/11	479.74	17.28
MONSTER WORLDWIDE INC	MWW	26.000	04/04/11	425.88	05/19/11	380.90	(44.98)
NAVISTAR INTL CORP	NAV	2.000	04/04/11	138.64	06/13/11	107.46	(31.18)
	NAV	4.000	04/04/11	277.28	06/08/11	227.58	(49.70)
	NAV	4.000	04/04/11	277.28	09/12/11	143.53	(133.75)
	NAV	4.000	04/04/11	277.28	06/10/11	219.18	(58.10)
	NAV	4.000	04/04/11	277.28	08/03/11	185.03	(92.25)
Totals				\$1,247.76		\$882.78	\$(364.98)
NATL FUEL GAS CO	NFG	6.000	04/04/11	452.88	12/22/11	329.91	(122.97)
NETFLIX INC	NFLX	2.000	04/04/11	489.56	06/16/11	501.76	12.20
	NFLX	2.000	04/04/11	489.56	06/07/11	529.39	39.83
	NFLX	2.000	04/04/11	489.56	07/13/11	596.79	107.23
	NFLX	4.000	04/04/11	979.12	09/30/11	440.30	(538.82)
	NFLX	1.000	04/28/11	237.71	09/30/11	110.07	(127.64)
	NFLX	1.000	07/05/11	288.36	09/30/11	110.07	(178.29)
	NFLX	1.000	07/26/11	253.81	09/30/11	110.08	(143.73)
Totals				\$3,227.68		\$2,398.46	\$(829.22)
NATIONAL OILWELL VARCO INC	NOV	2.000	04/04/11	163.18	06/15/11	140.22	(22.96)
	NOV	3.000	04/04/11	244.77	06/17/11	207.58	(37.19)
	NOV	4.000	04/04/11	326.36	07/28/11	326.01	-0.35
	NOV	5.000	04/04/11	407.95	06/27/11	349.97	(57.98)
Totals				\$1,142.26		\$1,023.78	\$(118.48)
NORFOLK SOUTHERN CORP	NSC	3.000	04/04/11	207.72	05/17/11	212.69	4.97
	NSC	12.000	04/04/11	830.88	05/26/11	859.18	28.30
Totals				\$1,038.60		\$1,071.87	\$33.27
NESTLE SPON ADR REP REG SHR	NSRGY	2.000	04/04/11	115.36	10/24/11	116.63	1.27
	NSRGY	8.000	04/04/11	461.44	10/27/11	472.73	11.29
	NSRGY	9.000	04/04/11	519.12	11/04/11	514.34	(4.78)

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Totals				\$1,095.92		\$1,103.70	\$7.78
NOVO NORDISK A/S ADR	NVO	2.000	04/04/11	\$252.48	10/14/11	\$199.76	\$(52.72)
	NVO	3.000	04/04/11	378.72	08/26/11	303.55	(75.17)
	NVO	6.000	04/04/11	757.44	10/07/11	573.77	(183.67)
	NVO	8.000	04/04/11	1,009.92	10/14/11	799.06	(210.86)
Totals				\$2,398.56		\$1,876.14	\$(522.42)
NOVARTIS AG ADR	NVS	0.536	04/12/11	29.75	04/12/11	29.70	-0.05
NOVOZYMES A/S UNSPONS APR	NVZMY	1.000	04/04/11	159.15	08/11/11	145.64	(13.51)
	NVZMY	2.000	04/04/11	318.30	06/20/11	305.88	(12.42)
	NVZMY	3.000	04/04/11	477.45	10/05/11	402.12	(75.33)
Totals				\$954.90		\$853.64	\$(101.26)
NXP SEMICONDUCTORS NV	NXPI	31.000	04/04/11	944.88	05/26/11	861.39	(83.49)
NEW YORK COMMUNITY BANCORP INC	NYB	84.000	04/04/11	1,453.20	11/09/11	1,036.10	(417.10)
ORACLE CORP	ORCL	7.000	04/04/11	240.07	05/18/11	235.64	(4.43)
	ORCL	12.000	04/04/11	411.56	05/23/11	397.31	(14.25)
	ORCL	22.000	04/04/11	754.52	12/22/11	561.02	(193.50)
Totals				\$1,406.15		\$1,193.97	\$(212.18)
OCCIDENTAL PETROLEUM CORP DE	OXY	3.000	04/04/11	311.79	11/16/11	299.00	(12.79)
	OXY	11.000	04/04/11	1,143.23	11/15/11	1,081.84	(61.39)
	OXY	2.000	04/05/11	206.82	11/16/11	199.34	(7.48)
Totals				\$1,661.84		\$1,580.18	\$(81.66)
VERIFONE SYSTEMS INC	PAY	10.000	04/04/11	544.93	05/04/11	479.70	(65.23)
PEPSICO INC NC	PEP	1.000	05/18/11	71.01	12/01/11	64.04	(6.97)
	PEP	1.000	05/19/11	71.66	12/01/11	64.05	(7.61)
	PEP	13.000	05/19/11	932.63	12/01/11	832.60	(100.03)
Totals				\$1,075.30		\$960.69	\$(114.61)
PROCTER & GAMBLE	PG	2.000	04/04/11	124.46	12/05/11	129.51	5.05
	PG	4.000	04/04/11	248.92	09/27/11	253.09	4.17
	PG	8.000	04/04/11	497.84	12/05/11	518.05	20.21
	PG	11.000	04/04/11	684.53	10/27/11	716.63	32.10
Totals				\$1,555.75		\$1,617.28	\$61.53
PROGRESS ENERGY INC	PGN	45.000	04/04/11	2,108.25	10/11/11	2,287.13	178.88
PROTECTIVE LIFE CP	PL	4.000	04/04/11	107.19	06/13/11	87.16	(20.03)

2011 Statement Linked Realized Gain/Loss - Detail

As of 05/23/2012

JUDIE STEIN
4011 CORNELL ROAD
AGOURA HILLS CA 91301-2725

Prepared by Kevin Michael Peters
Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
PL		9.000	04/04/11	\$241.18	06/10/11	\$197.10	\$(44.08)
PL		13.000	04/04/11	348.37	07/13/11	290.87	(57.50)
PL		19.000	04/04/11	509.16	06/07/11	424.81	(84.35)
Totals				\$1,205.90		\$599.94	\$(205.96)
POTASH CP OF SASKATCHEWAN INC	POT	7.000	04/04/11	429.31	05/12/11	359.25	(70.06)
	POT	25.000	04/04/11	1,533.25	08/19/11	1,304.87	(228.38)
Totals				\$1,962.56		\$1,664.12	\$(298.44)
PVH CORPORATION	PVH	2.000	04/04/11	131.58	08/01/11	140.94	9.36
PROSHARES ULTRASHORT QQQ	QID	2.000	04/04/11	102.64	07/20/11	94.26	(8.38)
	QID	2.000	04/04/11	102.64	07/22/11	93.20	(9.44)
	QID	6.000	04/04/11	307.92	05/09/11	292.77	(15.15)
	QID	17.000	04/04/11	872.44	05/10/11	819.78	(52.66)
	QID	1.000	04/14/11	52.73	08/15/11	54.10	1.37
	QID	2.000	04/14/11	105.46	08/22/11	120.09	14.63
	QID	2.000	04/18/11	108.75	09/27/11	97.27	(11.48)
	QID	2.000	04/18/11	108.75	08/22/11	120.09	11.34
	QID	2.000	04/19/11	105.65	10/06/11	101.71	(3.94)
	QID	2.000	04/20/11	100.23	10/06/11	101.71	1.48
	QID	3.000	05/04/11	147.12	10/27/11	128.94	(18.18)
	QID	4.000	05/04/11	196.16	10/06/11	203.42	7.26
	QID	3.000	05/05/11	146.92	10/27/11	128.94	(17.98)
	QID	3.000	07/12/11	147.11	10/27/11	128.94	(18.17)
	QID	1.000	09/02/11	53.17	10/31/11	43.30	(9.87)
	QID	2.000	09/02/11	106.34	10/27/11	85.96	(20.38)
	QID	2.000	09/22/11	102.76	11/30/11	91.01	(11.75)
	QID	3.000	09/22/11	154.13	10/31/11	129.89	(24.24)
	QID	6.000	09/23/11	315.08	11/30/11	273.02	(42.06)
	QID	4.000	10/04/11	224.70	11/30/11	182.01	(42.69)
	QID	2.000	10/20/11	92.44	11/30/11	91.01	(1.43)
	QID	5.000	10/24/11	221.02	11/30/11	227.51	6.49
	QID	6.000	11/09/11	269.25	11/30/11	273.02	3.77
	QID	1.000	11/10/11	44.69	11/30/11	45.49	0.80
	QID	4.000	11/10/11	178.76	12/21/11	186.11	7.35

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	QID	6 000	11/15/11	\$258.66	12/21/11	\$279.17	\$20.51
	Totals			\$4,625.52		\$4,392.72	\$(232.80)
POWERSHARES QQQ TR	QQQ	75 000	07/19/11	4,408.47	08/04/11	4,121.97	(286.50)
	QQQ	80 000	07/19/11	4,702.37	08/15/11	4,325.51	(376.86)
	Totals			\$9,110.84		\$8,447.48	\$(663.36)
ROCHE HOLDINGS ADR	RHHBY	4 000	04/04/11	144.44	10/17/11	156.79	12.35
	RHHBY	18 000	04/04/11	649.98	11/10/11	688.27	38.29
	Totals			\$794.42		\$845.06	\$50.64
RED HAT INC	RHT	4 000	09/12/11	149.80	12/22/11	160.95	11.15
	RHT	6 000	09/12/11	224.69	12/21/11	240.83	16.14
	RHT	2 000	09/13/11	76.86	12/22/11	80.48	3.62
	Totals			\$451.35		\$482.26	\$30.91
ROCKWELL AUTOMATION INC	ROK	4 000	04/04/11	385.56	06/15/11	315.92	(69.64)
	ROK	10 000	04/04/11	963.90	08/22/11	537.93	(425.97)
	Totals			\$1,349.46		\$853.85	\$(495.61)
ROVI CORPORATION	ROVI	7 000	04/04/11	367.43	11/10/11	198.49	(168.94)
	ROVI	8 000	04/04/11	419.92	11/09/11	242.95	(176.97)
	ROVI	4 000	08/31/11	197.70	11/10/11	113.43	(84.27)
	Totals			\$985.05		\$554.87	\$(430.18)
RANGE RESOURCES CORP	RRC	6 000	04/04/11	349.14	05/18/11	313.87	(35.27)
REPUBLIC SERVICES INC	RSG	37 000	08/18/11	1,008.44	12/06/11	1,003.46	(4.98)
RAYTHEON CO (NEW)	RTN	4 000	05/24/11	198.24	10/28/11	174.51	(23.73)
	RTN	17 000	05/24/11	842.52	12/05/11	772.65	(69.87)
	Totals			\$1,040.76		\$947.16	\$(93.60)
STARBUCKS CORP WASHINGTON	SBUX	14 000	04/04/11	517.69	05/18/11	507.51	(10.18)
SCANA CORP NEW	SCG	22 000	04/04/11	870.76	06/10/11	859.43	(11.33)
PROSHARES ULTRASHORT S&P500	SDS	1 000	04/04/11	20.73	09/12/11	25.06	4.33
	SDS	2 000	04/04/11	41.46	08/23/11	51.93	10.47
	SDS	3 000	04/04/11	62.18	09/12/11	75.19	13.01
	SDS	4 000	04/04/11	82.91	09/12/11	100.26	17.35
	SDS	6 000	04/04/11	124.37	07/20/11	121.29	(3.08)
	SDS	7 000	04/04/11	145.09	09/12/11	175.45	30.36
	SDS	7 000	04/04/11	145.09	07/22/11	138.35	(6.74)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	SDS	8.000	04/04/11	\$165.82	06/24/11	\$175.91	\$10.09
	SDS	12.000	04/04/11	248.73	06/28/11	259.00	10.27
	SDS	16.000	04/04/11	331.64	05/09/11	325.02	(6.62)
	SDS	7.000	04/14/11	150.65	09/12/11	175.45	24.80
	SDS	11.000	04/18/11	239.21	09/12/11	275.71	36.50
	SDS	5.000	04/19/11	107.45	09/12/11	125.32	17.87
	SDS	4.000	04/20/11	82.98	09/12/11	100.26	17.28
	SDS	17.000	05/04/11	343.89	09/12/11	426.10	82.21
	SDS	7.000	05/05/11	143.01	09/12/11	175.45	32.44
	SDS	6.000	07/12/11	123.49	09/12/11	150.39	26.90
	SDS	5.000	09/01/11	114.99	09/12/11	125.36	10.37
	SDS	16.000	09/01/11	367.97	09/15/11	366.78	(1.19)
	SDS	30.000	09/01/11	689.94	09/15/11	687.72	(2.22)
	SDS	35.000	09/01/11	804.93	09/14/11	816.34	11.41
	SDS	44.000	09/01/11	1,011.91	09/15/11	1,008.65	(3.26)
	SDS	53.000	09/01/11	1,218.89	09/12/11	1,328.44	109.55
	SDS	4.000	09/06/11	98.72	09/15/11	91.69	(7.03)
	SDS	8.000	09/06/11	197.44	09/15/11	183.39	(14.05)
	SDS	8.000	09/08/11	188.42	09/27/11	185.48	(2.94)
	SDS	11.000	09/08/11	259.08	10/11/11	248.71	(10.37)
	SDS	14.000	09/08/11	329.74	09/26/11	345.65	15.91
	SDS	14.000	09/08/11	329.74	10/07/11	335.15	5.41
	SDS	17.000	09/08/11	400.40	10/06/11	412.41	12.01
	SDS	19.000	09/08/11	447.50	10/27/11	376.33	(71.17)
	SDS	90.000	09/08/11	2,119.74	09/15/11	2,063.15	(56.59)
	SDS	2.000	09/22/11	51.00	10/28/11	38.74	(12.26)
	SDS	3.000	09/22/11	76.49	10/27/11	59.42	(17.07)
	SDS	4.000	09/23/11	103.44	11/30/11	80.72	(22.72)
	SDS	10.000	09/23/11	258.59	10/28/11	193.69	(64.90)
	SDS	12.000	10/04/11	323.88	11/30/11	242.17	(81.71)
	SDS	12.000	10/20/11	262.44	11/30/11	242.17	(20.27)
	SDS	3.000	10/24/11	62.13	11/30/11	60.54	(1.59)
	SDS	13.000	11/09/11	268.42	11/30/11	262.35	(6.07)

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723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
SDS	SDS	12.000	11/10/11	\$246.84	11/30/11	\$242.17	\$(4.67)
SDS	SDS	6.000	11/15/11	118.71	11/30/11	121.08	2.37
SDS	SDS	14.000	11/15/11	276.98	12/09/11	280.41	3.43
SDS	SDS	1.000	11/16/11	19.95	12/09/11	20.03	0.08
SDS	SDS	7.000	11/16/11	139.65	12/20/11	141.40	1.75
Totals				\$13,346.63		\$13,436.28	\$89.65
SINA.COM	SINA	1.000	04/04/11	115.50	06/09/11	92.47	(23.03)
	SINA	2.000	04/04/11	231.00	07/12/11	214.98	(16.02)
	SINA	2.000	04/04/11	231.00	08/03/11	199.30	(31.70)
	SINA	2.000	04/04/11	231.00	07/19/11	242.72	11.72
	SINA	4.000	04/04/11	462.00	06/09/11	360.76	(101.24)
	SINA	8.000	04/04/11	924.00	09/30/11	572.37	(351.63)
Totals				\$2,194.50		\$1,682.60	\$(511.90)
SCHLUMBERGER LTD	SLB	4.000	04/04/11	375.04	05/11/11	329.05	(45.99)
SLM CORPORATION	SLM	22.000	04/04/11	336.77	11/28/11	266.43	(70.34)
PROSHARES ULTRASHORT BASIC MAT	SMN	5.000	05/12/11	86.96	08/09/11	120.72	33.76
	SMN	5.000	05/12/11	86.96	08/12/11	104.43	17.47
	SMN	6.000	05/12/11	104.36	08/09/11	148.14	43.78
	SMN	7.000	05/12/11	121.75	07/22/11	111.65	(10.10)
	SMN	11.000	05/12/11	191.32	08/10/11	256.30	64.98
	SMN	3.000	06/06/11	54.68	08/12/11	62.66	7.98
	SMN	4.000	06/06/11	72.90	08/15/11	81.97	9.07
	SMN	14.000	06/06/11	255.17	09/08/11	277.07	21.90
	SMN	5.000	07/12/11	84.64	09/08/11	98.95	14.31
	SMN	7.000	07/12/11	118.50	10/06/11	170.32	51.82
	SMN	3.000	09/23/11	79.69	10/06/11	73.00	(6.69)
	SMN	4.000	09/23/11	106.26	10/11/11	91.27	(14.99)
Totals				\$1,363.19		\$1,596.48	\$233.29
SANDISK CORP	SNDK	26.000	04/04/11	1,214.46	06/24/11	1,042.63	(171.83)
SENIOR HSG PPTY TR SBI	SNH	37.000	04/04/11	851.68	06/10/11	846.24	(5.44)
SPDR TRUST SERIES 1	SPY	4.000	04/04/11	532.79	05/20/11	535.09	2.30
	SPY	70.000	04/04/11	9,323.85	05/16/11	9,339.29	15.44
	SPY	75.000	04/04/11	9,989.83	05/09/11	10,060.08	70.25

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	SPY	132.000	04/04/11	\$17,582.11	05/05/11	\$17,628.66	\$46.55
	SPY	65.000	04/27/11	8,792.55	05/20/11	8,695.25	(97.30)
	SPY	74.000	04/27/11	10,009.97	06/06/11	9,617.69	(392.28)
	SPY	29.000	04/28/11	3,940.48	06/06/11	3,769.09	(171.39)
	SPY	41.000	04/28/11	5,571.02	06/07/11	5,313.13	(257.89)
	SPY	2.000	05/02/11	272.90	07/12/11	263.59	(9.31)
	SPY	66.000	05/02/11	9,005.56	06/07/11	8,552.85	(452.71)
	SPY	69.000	05/02/11	9,414.90	06/23/11	8,782.21	(632.69)
	SPY	71.000	06/01/11	9,480.78	07/12/11	9,357.50	(123.28)
	SPY	71.000	06/21/11	9,193.63	07/12/11	9,357.50	163.87
	SPY	36.000	06/29/11	4,702.91	07/12/11	4,744.66	41.75
	SPY	102.000	06/29/11	13,324.93	07/13/11	13,493.94	169.01
	SPY	4.000	06/30/11	527.63	07/29/11	516.13	(11.50)
	SPY	40.000	06/30/11	5,276.33	07/13/11	5,291.74	15.41
	SPY	66.000	06/30/11	8,705.95	07/27/11	8,648.86	(57.09)
	SPY	68.000	06/30/11	8,969.77	07/15/11	8,908.85	(60.92)
	SPY	70.000	06/30/11	9,233.58	07/18/11	9,103.43	(130.15)
	SPY	67.000	07/21/11	9,009.17	07/29/11	8,645.10	(364.07)
	SPY	6.000	10/10/11	712.97	11/21/11	714.35	1.38
	SPY	70.000	10/10/11	8,318.01	11/21/11	8,360.22	42.21
	SPY	104.000	10/10/11	12,358.19	11/01/11	12,667.84	309.65
	SPY	29.000	10/24/11	3,625.22	11/21/11	3,452.68	(172.54)
	SPY	35.000	10/24/11	4,375.27	11/21/11	4,161.42	(213.85)
	SPY	36.000	10/24/11	4,500.27	11/22/11	4,298.53	(201.74)
	SPY	104.000	11/30/11	12,925.65	12/14/11	12,666.48	(259.17)
	SPY	36.000	12/01/11	4,493.73	12/14/11	4,384.55	(109.18)
Totals				\$214,169.95		\$211,330.71	\$(2,839.24)
STERICYCLE INC	SRCL	2.000	04/04/11	184.00	11/15/11	158.88	(25.12)
	SRCL	2.000	04/04/11	184.00	11/18/11	154.93	(29.07)
	SRCL	3.000	04/04/11	276.00	11/11/11	238.12	(37.88)
	SRCL	1.000	07/29/11	82.60	11/18/11	77.47	(5.13)
Totals				\$726.60		\$629.40	\$(97.20)
STRYKER CORP	SYK	5.000	05/16/11	318.60	08/11/11	231.25	(87.35)

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	SYK	5.000	05/16/11	\$318.60	08/04/11	\$257.29	\$(61.31)
	SYK	11.000	05/16/11	700.92	08/18/11	505.66	(195.26)
	SYK	1.000	05/19/11	63.97	08/18/11	45.97	(18.00)
	SYK	7.000	05/20/11	444.80	08/18/11	321.79	(123.01)
Totals				\$1,846.89		\$1,361.96	\$(484.93)
TEVA PHARMACEUTICALS ADR	TEVA	22.000	04/04/11	1,106.74	08/11/11	837.49	(269.25)
TEEKAY CORP	TK	3.000	04/04/11	111.45	08/01/11	82.68	(28.77)
	TK	12.000	04/04/11	445.80	08/11/11	277.69	(168.11)
Totals				\$557.25		\$360.37	\$(196.88)
TRINITY IND DELAWARE	TRN	3.000	04/04/11	112.65	06/23/11	95.71	(16.94)
	TRN	8.000	04/04/11	300.40	07/18/11	264.24	(36.16)
Totals				\$413.05		\$359.95	\$(53.10)
TAIWAN SMCNDCTR MFG CO LTD ADR	TSM	83.000	04/04/11	1,014.93	05/18/11	1,123.66	108.73
PROSHARES ULTASHORT 2000	TWM	2.000	04/04/11	82.27	09/27/11	104.75	22.48
	TWM	2.000	04/04/11	82.27	07/22/11	80.40	(1.87)
	TWM	4.000	04/04/11	164.54	06/24/11	177.43	12.89
	TWM	5.000	04/04/11	205.68	06/22/11	218.75	13.07
	TWM	6.000	04/04/11	246.82	06/28/11	260.24	13.42
	TWM	13.000	04/04/11	534.77	04/06/11	524.52	(10.25)
	TWM	1.000	06/06/11	44.68	10/28/11	39.06	(5.62)
	TWM	8.000	06/06/11	357.45	10/06/11	425.70	68.25
	TWM	9.000	06/06/11	402.14	10/27/11	365.90	(36.24)
	TWM	5.000	06/08/11	231.10	10/28/11	195.31	(35.79)
	TWM	1.000	09/02/11	52.10	10/28/11	39.07	(13.03)
	TWM	2.000	09/02/11	104.20	11/04/11	81.58	(22.62)
	TWM	6.000	09/13/11	316.13	11/04/11	244.74	(71.39)
	TWM	2.000	09/22/11	116.35	11/30/11	82.33	(34.02)
	TWM	5.000	09/23/11	295.88	11/30/11	205.81	(90.07)
	TWM	5.000	10/04/11	310.94	11/30/11	205.81	(105.13)
	TWM	5.000	10/20/11	241.35	11/30/11	205.81	(35.54)
	TWM	4.000	11/09/11	172.40	11/30/11	164.65	(7.75)
	TWM	5.000	11/10/11	211.45	11/30/11	205.81	(5.64)
	TWM	3.000	11/15/11	120.85	11/30/11	123.50	2.65

2011 Statement Linked Realized Gain/Loss - Detail

As of 05/23/2012

JUDIE STEIN
4011 CORNELL ROAD
AGOURA HILLS CA 91301-2725

Prepared by Kevin Michael Peters

Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
TWM	TWM	6.000	11/15/11	\$241.70	12/02/11	\$234.48	\$(7.22)
TWM	TWM	6.000	11/16/11	240.46	12/02/11	234.47	(5.99)
Totals				\$4,775.53		\$4,420.12	\$(355.41)
TEXTRON INC							
TXT	TXT	1.000	04/04/11	27.36	05/19/11	23.43	(3.93)
TXT	TXT	1.000	04/04/11	27.36	05/20/11	22.95	(4.41)
TXT	TXT	2.000	04/04/11	54.71	05/20/11	45.90	(8.81)
TXT	TXT	3.000	04/04/11	82.07	05/20/11	68.86	(13.21)
TXT	TXT	14.000	04/04/11	383.02	05/20/11	321.35	(61.67)
TXT	TXT	18.000	04/04/11	492.44	05/19/11	421.76	(70.68)
TXT	TXT	1.000	04/27/11	25.82	05/20/11	22.95	(2.87)
TXT	TXT	1.000	04/27/11	25.82	05/20/11	22.95	(2.87)
TXT	TXT	2.000	04/27/11	51.64	05/20/11	45.91	(5.73)
TXT	TXT	18.000	04/27/11	464.78	05/31/11	408.88	(55.90)
Totals				\$1,635.02		\$1,404.94	\$(230.08)
UNITEDHEALTH GP INC							
UNH	UNH	9.000	04/04/11	411.01	05/19/11	456.17	45.16
UNH	UNH	15.000	04/04/11	685.02	11/04/11	680.38	(4.64)
UNH	UNH	15.000	04/04/11	685.02	08/01/11	717.31	32.29
Totals				\$1,781.05		\$1,853.86	\$72.81
V F CORPORATION							
VFC	VFC	1.000	04/04/11	98.73	09/16/11	125.14	26.41
VFC	VFC	2.000	04/04/11	197.46	11/04/11	273.05	75.59
Totals				\$296.19		\$398.19	\$102.00
VERISK ANALYTICS CL A							
VRSK	VRSK	15.000	04/04/11	496.65	05/26/11	506.12	9.47
WATERS CORP							
WAT	WAT	5.000	04/04/11	445.15	12/14/11	359.01	(86.14)
WABCO HLDGS INC							
WBC	WBC	5.000	05/02/11	371.91	11/22/11	210.00	(161.91)
WBC	WBC	5.000	05/03/11	361.77	11/22/11	210.00	(151.77)
WBC	WBC	6.000	05/11/11	432.02	11/22/11	252.01	(180.01)
WBC	WBC	6.000	09/12/11	268.65	11/22/11	252.01	(16.64)
WBC	WBC	2.000	09/27/11	84.55	11/22/11	84.00	(0.55)
Totals				\$1,518.90		\$1,008.02	\$(510.88)
WEBMD HEALTH CORP CLA A COM							
WBMD	WBMD	5.000	04/04/11	263.30	07/22/11	181.78	(81.52)
WBMD	WBMD	6.000	04/04/11	315.96	07/20/11	210.44	(105.52)
WBMD	WBMD	13.000	04/04/11	684.58	07/18/11	427.09	(257.49)
Totals				\$1,263.84		\$819.31	\$(444.53)

2011 Statement Linked Realized Gain/Loss - Detail

As of 05/23/2012

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Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
WADDELL&REED FINCL INC CL A	WDR	1,000	04/04/11	\$41.19	08/05/11	\$32.22	\$8.97)
	WDR	9,000	04/04/11	370.71	08/05/11	290.01	(80.70)
	WDR	9,000	07/29/11	332.90	08/05/11	290.01	(42.89)
Totals				\$744.80		\$612.24	\$(132.56)
WELLS FARGO & CO NEW	WFC	20,000	04/04/11	634.80	04/20/11	576.23	(58.57)
	WFC	25,000	04/04/11	793.50	04/21/11	714.10	(79.40)
Totals				\$1,428.30		\$1,290.33	\$(137.97)
WASTE MGMT INC (DELA)	WM	19,000	04/04/11	715.66	08/03/11	576.34	(139.32)
	WM	20,000	04/04/11	753.33	07/29/11	643.43	(109.90)
Totals				\$1,468.99		\$1,219.77	\$(249.22)
WAL MART STORES INC	WMT	26,000	06/22/11	1,378.98	12/05/11	1,518.84	139.86
WPP PLC ADR	WPPGY	7,000	04/04/11	444.51	09/02/11	357.25	(87.26)
WEIGHT WATCHERS INTL INC	WTW	2,000	05/23/11	168.10	08/12/11	116.68	(51.42)
WYNN RESORTS LTD	WYNN	4,000	04/04/11	538.24	11/17/11	480.01	(58.23)
	WYNN	5,000	04/04/11	672.80	09/30/11	583.80	(89.00)
Totals				\$1,211.04		\$1,063.81	\$(147.23)
MATERIALS SEL SECT SPDR FD	XLB	35,000	04/04/11	1,417.50	04/28/11	1,425.59	8.09
YUM BRANDS INC	YUM	1,000	05/18/11	55.32	08/03/11	50.34	(4.98)
	YUM	1,000	05/19/11	56.23	09/30/11	49.56	(6.67)
	YUM	1,000	05/19/11	56.24	09/30/11	49.56	(6.68)
	YUM	1,000	05/19/11	56.24	09/30/11	49.56	(6.68)
	YUM	1,000	05/19/11	56.24	09/30/11	49.56	(6.68)
	YUM	1,000	05/19/11	56.49	09/30/11	49.56	(6.93)
	YUM	4,000	05/19/11	224.94	08/03/11	201.40	(23.54)
	YUM	5,000	05/19/11	281.18	07/12/11	277.06	(4.12)
	YUM	7,000	05/19/11	393.64	09/02/11	367.98	(25.66)
	YUM	4,000	05/25/11	223.36	09/30/11	198.20	(25.16)
Totals				\$1,459.88		\$1,342.78	\$(117.10)
PIMCO 25+YR ZERO CPN US TIF	ZROZ	4,000	08/05/11	335.98	09/16/11	381.91	45.93
	ZROZ	4,000	08/05/11	335.98	09/20/11	394.59	58.61
	ZROZ	1,000	08/18/11	91.55	09/29/11	105.19	13.64
	ZROZ	2,000	08/18/11	183.10	09/20/11	197.29	14.19
	ZROZ	2,000	08/18/11	183.10	09/29/11	210.37	27.27

2011 Statement Linked Realized Gain/Loss - Detail

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Ph. +1 914 225-6680

723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ZROZ		3.000	08/18/11	\$274.65	09/27/11	\$312.02	\$37.37
Totals				\$1,404.36		\$1,601.37	\$197.01
Short Term Totals							
Long Term							
CORTS-BOEING 6 1/8 2-15-33 Coupon: 6 125 Maturity: 02/15/2033	22082Q206	1,000.000	02/16/07	25,173.00	03/29/11	24,515.42	(657.58)
BAC CAP TRUST II 7.000 2-01-32 Coupon: 7.000 Maturity: 02/01/2032	BAC.V	2,000.000	02/16/07	50,519.73	03/29/11	47,890.48	(2,629.25)
BP PLC ADS	BP	450.000	02/16/07	28,292.68	03/29/11	19,631.42	(8,661.26)
FRANKLIN INCOME C	FCISX	29,296.875	08/24/06	78,138.58	04/01/11	66,796.58	(11,342.00)
	FCISX	29,296.875	08/24/06	78,138.58	04/01/11	66,796.58	(11,342.00)
	FCISX	124.255	09/06/06	331.41	04/01/11	283.30	(48.11)
	FCISX	124.255	09/06/06	331.41	04/01/11	283.30	(48.11)
	FCISX	124.299	10/04/06	331.52	04/01/11	283.40	(48.12)
	FCISX	124.299	10/04/06	331.52	04/01/11	283.40	(48.12)
	FCISX	122.451	11/03/06	326.59	04/01/11	279.19	(47.41)
	FCISX	122.451	11/03/06	326.59	04/01/11	279.19	(47.41)
	FCISX	123.149	12/05/06	328.46	04/01/11	280.78	(47.68)
	FCISX	123.149	12/05/06	328.46	04/01/11	280.78	(47.68)
	FCISX	214.953	12/05/06	573.31	04/01/11	490.09	(83.22)
	FCISX	214.953	12/05/06	573.31	04/01/11	490.09	(83.22)
	FCISX	220.549	12/05/06	588.23	04/01/11	502.85	(85.38)
	FCISX	220.549	12/05/06	588.23	04/01/11	502.85	(85.38)
	FCISX	124.528	01/08/07	332.13	04/01/11	283.93	(48.21)
	FCISX	124.528	01/08/07	332.13	04/01/11	283.93	(48.21)
	FCISX	13,011.153	02/01/07	34,702.44	04/01/11	29,665.30	(5,037.14)
	FCISX	13,011.153	02/01/07	34,702.44	04/01/11	29,665.30	(5,037.14)
	FCISX	17,667.845	05/17/07	47,122.44	04/01/11	40,283.12	(6,839.33)
	FCISX	17,667.845	05/17/07	47,122.44	04/01/11	40,283.12	(6,839.33)
Totals				\$325,550.17		\$278,297.05	\$(47,253.12)
FIDELITY ADV STRAT INC C	FSRCX	12,942.192	08/24/06	150,472.40	03/29/11	161,389.00	10,916.60
	FSRCX	4.420	09/01/06	51.39	03/29/11	55.12	3.73
	FSRCX	43.441	10/02/06	505.07	03/29/11	541.71	36.64

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723-065536-135,723-065772-135

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	FSRCX	45.425	11/01/06	\$528.14	03/29/11	\$566.45	\$38.31
	FSRCX	43.628	12/01/06	507.24	03/29/11	544.04	36.80
	FSRCX	11.107	12/26/06	129.14	03/29/11	138.50	9.36
	FSRCX	38.856	12/26/06	451.76	03/29/11	484.53	32.77
	FSRCX	63.861	01/03/07	742.49	03/29/11	796.35	53.86
	FSRCX	47.553	02/01/07	552.88	03/29/11	592.99	40.11
	FSRCX	5,982.906	02/01/07	69,560.26	03/29/11	74,606.97	5,046.71
Totals				\$223,500.77		\$239,715.66	\$16,214.89
GABELLI ASSET AAA		3,672.017	01/01/90	181,985.16	04/01/11	193,441.86	11,456.70
NUVEEN MULT CURR ST GV INC FD		2,500.000	04/25/07	48,422.48	03/29/11	34,092.36	(14,330.12)
JPMCHASE CAP XII 6 1/4 10-15-33		2,000.000	02/16/07	50,390.50	03/29/11	48,412.25	(1,978.25)
Coupon: 6.250 Maturity: 10/15/2033							
PBS ON SPX .000 12-31-12		10,000.000	12/04/07	100,000.00	03/29/11	94,571.74	(5,428.26)
MS CAP TR VI 6.600 2-01-46		1,000.000	07/06/07	25,008.51	03/29/11	23,201.92	(1,806.59)
Coupon: 6.600 Maturity: 02/01/2046							
Long Term Totals:				\$1,055,828.00		\$1,003,770.16	\$55,057.84
2011 Short & Long Term Totals:				\$1,684,542.82		\$1,699,304.15	\$18,761.33

** Gain/Loss is only calculated when an original cost basis is available.

The above summary/prices/quotes/statistics/ have been obtained from sources believed reliable but are not necessarily complete and cannot be guaranteed. The information contained in client monthly account statements and confirmations reflects all transactions, and as such supersedes all other reports for financial and tax purposes. This report does not supersede or replace your monthly Client Statement. If we do not hold the securities in a Morgan Stanley Smith Barney account, the report reflects securities which we believe you own, based upon your communications with our Financial Advisor. Investments and services offered through Morgan Stanley Smith Barney LLC, and accounts carried by Citigroup Global Markets Inc., Members SIPC. © 2012 Morgan Stanley Smith Barney

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GENTLE GIANTS PO BOX 6005 NORCO, CA 92860			UNRESTRICTED	300.
GREENPEACE INC 702 H STREET NW SUITE 300 WASHINGTON, DC 20001			UNRESTRICTED	50.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S. GRAND AVE LA, CA 90012			UNRESTRICTED	10,000.
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BOULEVARD LA, CA 90036			UNRESTRICTED	400.
HSUS EQUINE PROTECTIVE 2100 L ST, NW WASHINGTON, DC 20037			UNRESTRICTED	10,200.
NOAH'S LOST ARK 8424 BEDELL ROAD BERLIN CENTER, OH 44401			UNRESTRICTED	100.
PETA 501 FRONT ST NORFOLK, VA 23510			UNRESTRICTED	5,000.
SIMON WEISENTHAL CENTER 1399 SOUTH ROXBURY LA, CA 90035			UNRESTRICTED	1,800.
SPCA INTERNATIONAL PO BOX 92240 WASHINGTON, DC 20090			UNRESTRICTED	300.
ST JUDE CHILDREN'S RESEARCH 262 DANNY THOMAS PLACE MEMPHIS, TN 38105			UNRESTRICTED	100.
Total from continuation sheets				37,450.

THE STEIN FAMILY FUND

36-3261176

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
STARFISH ANIMAL RESCUE PO BOX 292345 LA, CA 90029			UNRESTRICTED	50.
THE FORGOTTEN DOG FOUNDATION 1112 MONTANA AVENUE #166 SANTA MONICA, CA 90403			UNRESTRICTED	600.
WORLD WILDLIFE FUND 1250 24TH STREET N.W. PO BOX 97180 WASHINGTON, DC 20090			UNRESTRICTED	200.
NOAH'S BARK PET RESCUE 24413 CRENSHAW BLVD TORRANCE, CA 90505			UNRESTRICTED	100.
PHYSICIANS COMMITTEE FOR RESPONSIBLE MEDICINE 5100 WISCONSIN AVE N.W. STE 400 WASHINGTON, DC 20016			UNRESTRICTED	1,000.
NHRAC PO BOX 92240 WASHINGTON, DC 20090			UNRESTRICTED	200.
ANIMAL LEGAL DEFENSE FUND 919 SOUTHWEST TAYLOR STREET PORTLAND, OR 97205			UNRESTRICTED	500.
WORLD JEWISH CONGRESS 6505 WILSHIRE BLVD LA, CA 90048			UNRESTRICTED	1,500.
NATIONAL WASP WWII MUSEUM 210 AVENGER FIELD ROAD SWEETWATER, TX 79556			UNRESTRICTED	250.
WORLD SOCIETY FOR PROTECTION OF ANIMALS 89 SOUTH STREET, 2ND FLOOR BOSTON, MA 02111			UNRESTRICTED	100.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
1330 N DEARBORN	288.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	288.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TAX-EXEMPT INCOME-1330 N DEARBORN	2.	0.	2.
TAXABLE DIVIDENDS	23,386.	0.	23,386.
TAXABLE INTEREST	18,744.	0.	18,744.
TOTAL TO FM 990-PF, PART I, LN 4	42,132.	0.	42,132.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASS THRU RENTAL INCOME	74,295.	74,295.	
OTHER INCOME	2,593.	2,593.	
TOTAL TO FORM 990-PF, PART I, LINE 11	76,888.	76,888.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	4,502.	0.		2,250.
TO FM 990-PF, PG 1, LN 16A	4,502.	0.		2,250.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,817.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,817.	0.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ESTIMATED PAYMENT	672.	0.		0.
TO FORM 990-PF, PG 1, LN 18	672.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	7,719.	7,719.		0.
ILLINOIS FILING FEES	15.	0.		15.
COMPUTER EXPENSE	1,597.	0.		0.
MISCELLANEOUS	1,022.	0.		0.
FOREIGN TAXES PAID	295.	295.		0.
TO FORM 990-PF, PG 1, LN 23	10,648.	8,014.		15.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
REPSOL INT'L CAPITAL LTD	0.	0.	
BAC CAPITAL TR II CAP SECS	0.	0.	
BP PLC	0.	0.	
CORTS TR BOEING	0.	0.	
JP MORGAN CHASE CAP XII TR	0.	0.	
MORGAN STANLEY CAP TR VI	0.	0.	
MORGAN STANLEY S&P 500	0.	0.	
NUVEEN MULTI CURRENCY	0.	0.	
CENTURY LINK INC	16,740.	18,673.	
SEADRILL LTD	9,954.	10,152.	
ALLY FINL	36,780.	50,999.	
PRIN FIN CP	47,500.	50,348.	
MORGAN STANLEY S&P 500	422,867.	422,867.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	533,841.	553,039.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GABELLI ASSET FUND	COST	0.	0.
FRANKLIN INCOME CLASS C	COST	0.	0.
FIDELITY ADVISOR STRATEGIC	COST	0.	0.
1330 N. DEARBORN	COST	303,166.	728,759.
E V FLOATING RATE HI INC	COST	24,138.	25,434.
OPPENHEIMER SR. FLOATING	COST	77,440.	77,440.
REGIONS FINANCIAL CORP	COST	48,778.	49,101.
CMS ENERGY CORP	COST	49,500.	49,444.
CONTL AIRLINES	COST	89,598.	93,206.
GMAC LLC	COST	43,441.	49,569.
ADVANCED MICRO DEVICES	COST	9,763.	9,981.
SLM CORP	COST	42,879.	48,506.
CINCINNATI BELL	COST	50,250.	51,295.
BARCLAYS BANK	COST	43,235.	49,283.
GENWORTH FINANCIAL	COST	27,000.	39,756.
STANCORP FIN GROUP	COST	45,126.	50,006.
TOTAL TO FORM 990-PF, PART II, LINE 13		854,314.	1,321,780.