Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation
AVY AND MARCIE STEIN FOUNDATION

A Employer identification number
36-3993406

Number and street (or P O box number if mail is not delivered to street address)
1101 SKOKIE BOULEVARD

Room/suite
260

B Telephone number (see instructions)
( ) -

City or town, state, and ZIP code
NORTHBROOK, IL 60062

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
[X] Address change [ ] 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 [X] 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) ▶ $ 53,056.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ____________
(Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	329,840.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2.	2.		
	4 Dividends and interest from securities	20.	20.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,962.			
	b Gross sales price for all assets on line 6a 152,878.				
	7 Capital gain net income (from Part IV, line 2)		103,472.		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	327,900.	103,494.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,421.	2,211.		2,210.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	25.			25.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 2	495.	248.		247.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,941.	2,459.		2,482.
	25 Contributions, gifts, grants paid	319,122.			319,122.
	26 **Total expenses and disbursements** Add lines 24 and 25	324,063.	2,459.	0	321,604.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	3,837.			
	b **Net investment income** (if negative, enter -0-)		101,035.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1		Cash - non-interest-bearing	45,919.	37,866.	37,866.
	2		Savings and temporary cash investments			
	3		Accounts receivable ▶ 15,190.			
			Less allowance for doubtful accounts ▶		15,190.	15,190.
	4		Pledges receivable ▶			
			Less allowance for doubtful accounts ▶			
	5		Grants receivable			
	6		Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7		Other notes and loans receivable (attach schedule) ▶			
			Less allowance for doubtful accounts ▶			
	8		Inventories for sale or use			
	9		Prepaid expenses and deferred charges			
	10	a	Investments - U S and state government obligations (attach schedule)			
		b	Investments - corporate stock (attach schedule)			
		c	Investments - corporate bonds (attach schedule)			
	11		Investments - land, buildings, and equipment basis ▶			
			Less accumulated depreciation (attach schedule) ▶			
	12		Investments - mortgage loans			
	13		Investments - other (attach schedule)			
	14		Land, buildings, and equipment basis ▶			
			Less accumulated depreciation (attach schedule) ▶			
	15		Other assets (describe ▶)			
	16		**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	45,919.	53,056.	53,056.
Liabilities	17		Accounts payable and accrued expenses			
	18		Grants payable			
	19		Deferred revenue			
	20		Loans from officers, directors, trustees, and other disqualified persons			
	21		Mortgages and other notes payable (attach schedule)			
	22		Other liabilities (describe ▶)			
	23		**Total liabilities** (add lines 17 through 22)	0	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	45,919.	53,056.	
	28		Paid-in or capital surplus, or land, bldg , and equipment fund			
	29		Retained earnings, accumulated income, endowment, or other funds			
	30		**Total net assets or fund balances** (see instructions)	45,919.	53,056.	
	31		**Total liabilities and net assets/fund balances** (see instructions)	45,919.	53,056.	

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	45,919.
2	Enter amount from Part I, line 27a	2	3,837.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 3	3	3,300.
4	Add lines 1, 2, and 3	4	53,056.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	53,056.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	103,472.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	466,323.	58,763.	7.935657
2009	494,357.	74,737.	6.614622
2008	781,340.	49,076.	15.921020
2007	695,746.	249,383.	2.789869
2006	787,915.	103,430.	7.617857

2	**Total** of line 1, column (d)	2	40.879025
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	8.175805
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	64,497.
5	Multiply line 4 by line 3	5	527,315.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,010.
7	Add lines 5 and 6	7	528,325.
8	Enter qualifying distributions from Part XII, line 4	8	321,604.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,021.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,021.
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	2,021.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . . 6a: 6,807.		
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	6,807.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,786.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 4,786. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶$ ________ **(2)** On foundation managers ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ AVY STEIN Telephone no ▶ 312-422-2400

Located at ▶ 1101 SKOKIE BOULEVARD, SUITE 260 NORTHBROOK, IL ZIP + 4 ▶ 60062

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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)	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)*	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)*

		Yes	No
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)? (see instructions) ☐ 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)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 4		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

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 NOT APPLICABLE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

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	
b	Average of monthly cash balances	1b	65,479.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	65,479.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	65,479.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	982.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	64,497.
6	**Minimum investment return.** Enter 5% of line 5	6	3,225.

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	3,225.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,021.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,021.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,204.
4	Recoveries of amounts treated as qualifying distributions			4	1,200.
5	Add lines 3 and 4			5	2,404.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,404.

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	321,604.
b	Program-related investments - total from Part IX-B	1b	
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	321,604.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	321,604.

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					2,404.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years 20 09 ,20 08 ,20 07					
3 Excess distributions carryover, if any, to 2011					
a From 2006	795,319.				
b From 2007	686,239.				
c From 2008	781,548.				
d From 2009	494,357.				
e From 2010	464,571.				
f **Total** of lines 3a through e		3,222,034.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 321,604.					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2011 distributable amount					2,404.
e Remaining amount distributed out of corpus		319,200.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,541,234.			
b Prior years' undistributed income. Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		795,319.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		2,745,915.			
10 Analysis of line 9					
a Excess from 2007	686,239.				
b Excess from 2008	781,548.				
c Excess from 2009	494,357.				
d Excess from 2010	464,571.				
e Excess from 2011	319,200.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

AVY & MARCIE STEIN

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

N/A

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

Check here ▶ [X] 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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 5				
Total . . . . ▶ **3a**				319,122.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2.	
4 Dividends and interest from securities			14	20.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-1,962.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-1,940.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -1,940.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ [signature] | 8/27/12 ▶ President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL DICKER	[signature]	08/22/2012		P00071233

Firm's name ▶ TOPEL FORMAN L.L.C. Firm's EIN ▶ 36-2469413

Firm's address ▶ 500 NORTH MICHIGAN AVE, SUITE 1700 CHICAGO, IL 60611 Phone no 312-642-0006

JSA
1E1493 2 000
2JV0MO 1714 8/22/2012 8:12:37 AM V 11-5.1

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
AVY AND MARCIE STEIN FOUNDATION

Employer identification number
36-3993406

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)

Name of organization AVY AND MARCIE STEIN FOUNDATION	Employer identification number 36-3993406

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	AVY & MARCIE STEIN 57 MAPLE HILL RD GLENCOE, IL 60022	$ 175,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	AVY & MARCIE STEIN 57 MAPLE HILL RD GLENCOE, IL 60022	$ 110,194.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
3	AVY & MARCIE STEIN 57 MAPLE HILL RD GLENCOE, IL 60022	$ 44,646.	Person [X] Payroll [ ] Noncash [X] (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 AVY AND MARCIE STEIN FOUNDATION

Employer identification number 36-3993406

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
2	SEE ATTACHED	$ 110,194.	10/14/2011
3	SEE ATTACHED	$ 44,646.	12/20/2011
		$	
		$	
		$	
		$	

Name of organization AVY AND MARCIE STEIN FOUNDATION

Employer identification number 36-3993406

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. See instructions.) ▶ $

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

(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

(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

(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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GOLDMAN SACHS - ASSORTED SECURITIES				D	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
152,878.		49,406.					103,472.	
TOTAL GAIN(LOSS)							103,472.	

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FEDERAL EXCISE TAX		
IL CHARITY BUREAU FUND	15.	15.
IL ATTORNEY GENERAL	10.	10.
TOTALS	25.	25.

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	495.	248.	247.
TOTALS	495.	248.	247.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RECOVERY OF AMTS TREATED AS QUAL DISTRIB	3,300.
TOTAL	3,300.

AVY AND MARCIE STEIN FOUNDATION 36-3993406

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
AVY STEIN 1101 SKOKIE BOULEVARD 260 NORTHBROOK, IL 60062	DIRECTOR	0	0	0
MARCIE STEIN 1101 SKOKIE BOULEVARD 260 NORTHBROOK, IL 60062	DIRECTOR	0	0	0
	GRAND TOTALS	0	0	0

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

ATTACHMENT 5

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
B U I L D.	NO RELATIONSHIP PUBLIC	UNRESTRICTED	14,780
CHICAGO DRAMATISTS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	250
CHICAGO HUMANITIES FESTIVAL	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,000.
FRIENDS FOR HEALTH	NO RELATIONSHIP PUBLIC	UNRESTRICTED	5,000
FAMILY SERVICES OF GLENCOE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,250
FOLDS OF HONOR FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF HEATHER STEANS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
HIGHLAND PARK PLAYERS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
HOST FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
NORTHSHORE CHAPTER OF INFANT WELLFARE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	250
JEWISH UNITED FUND	NO RELATIONSHIP PUBLIC	UNRESTRICTED	68,000.
LEUKEMIA AND LYMPHOMA SOCIETY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,500

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MERCY HOUSES FOR BOYS & GIRLS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	12,500.
NEW YORK UNIVERSITY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,500
NICKLAUS CHILDREN'S HEALTH CARE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	19,200
NORTH SHORE CONGREGATIONAL ISRAEL	NO RELATIONSHIP PUBLIC	UNRESTRICTED	25,500.
NORTH SHORE COUNTRY DAY SCHOOL	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,500.

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTHWESTERN UNIVERSITY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	5,000
PORCHLIGHT MUSIC THEATRE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	7,500
RAVINIA FESTIVAL	NO RELATIONSHIP PUBLIC	UNRESTRICTED	7,500.
STARLIGHT CHILDREN'S FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,000
TEACH FOR AMERICA	NO RELATIONSHIP PUBLIC	UNRESTRICTED	10,000.
UNIVERSITY OF ILLINOIS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	900

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WRITER'S THEATER	NO RELATIONSHIP PUBLIC	UNRESTRICTED	25,000
CYSTIC FIBROSIS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	650
MUSIC THEATRE COMPANY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	10,000
WOMEN'S BOARD OF RAVINIA	NO RELATIONSHIP PUBLIC	UNRESTRICTED	6,533
CHARLES M SCHWARTZ MEMORIAL FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	700
INVEST FOR KIDS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000.

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRAIN RESEARCH FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	5,000
CLAREMONT MCKENNA COLLEGE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	12,500.
NORTHLIGHT THEATRE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
DISCOVERY LAND COMPANY FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
MDS RESEARCH - MOFFIT CANCER CENTER	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
BIRTHRIGHT ISRAEL FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	10,000

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FREE WHEELCHAIR MISSION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,059
MVUSD HS ATHLETIC FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
EVERYBODY WINS DC	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,200
WOMENS BOARD OF CHICAGO HORTICULTURAL SOCIETY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
FOOD ALLERGY INSTITUTE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	350
NEW SCHOOLS FOR CHICAGO	NO RELATIONSHIP PUBLIC	UNRESTRICTED	12,500

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAMBS FARM	NO RELATIONSHIP PUBLIC	UNRESTRICTED	600
JEWISH NATIONAL FUND	NO RELATIONSHIP PUBLIC	UNRESTRICTED	3,600
KESHET	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
PARENT PROJECT MUSCULAR DYSTROPHY	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500.
US FUND FOR UNICEF	NO RELATIONSHIP PUBLIC	UNRESTRICTED	300
MRIC - CHILDRENS HOSPITAL	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,500

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHICAGOLAND CHAMBER OF COMMERCE FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
AUTISM SPEAKS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	250
CLARKE CARES FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
LANCE ARMSTRONG FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500.
JUVENILE DIABETES RESEARCH FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
COMMUNITIES IN SCHOOLS	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CHILDREN'S HEALTHCARE CHARITY INC	NO RELATIONSHIP PUBLIC	UNRESTRICTED	7,000
THE VOLUNTEER CENTER - UBLINKER CENTER	NO RELATIONSHIP PUBLIC	UNRESTRICTED	250
AMERICAN JEWISH COMMITTEE	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
JEWISH FAMILY SERVICES	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500
BEST FUTURES INC	NO RELATIONSHIP PUBLIC	UNRESTRICTED	2,500.
IJGA	NO RELATIONSHIP PUBLIC	UNRESTRICTED	500.

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

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EVANS SCHOLARS FOUNDATION	NO RELATIONSHIP PUBLIC	UNRESTRICTED	8,500.
THE COMMUNITY FOUNDATION OF DECATUR	NO RELATIONSHIP PUBLIC	UNRESTRICTED	1,000
		TOTAL CONTRIBUTIONS PAID	319,122.

FEDERAL FOOTNOTES

PLEASE NOTE THAT BANK OF AMERICA ERROUNEOUSLY TRANSFERRED FUNDS OUT OF AN UNAUTHORIZED FOUNDATION ACCOUNT. THIS TRANSACTION WAS CORRECTED AS SOON AS THE FOUNDATION BECAME AWARE OF THE UNAUTHORIZED TRANSACTION.

YEAR TO DATE GAINS AND LOSSES

This information is for general guidance and should not be used for tax purposes You should use only your official form 1099's or other tax records for tax reporting This information is not, and should not be construed as tax, accounting or legal advice Please consult with your tax advisor regarding the tax consequences of your investment decisions The cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account were provided by you or a third party and Goldman Sachs makes no representation as to the accuracy of such information

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
AMAZON COM INC CMN	Dec 09 2008	Oct 19 2011	20.00 [9]	4,777 90	1,032.21	0 00	3,745 69	3,745.69	LT
AMERICAN EXPRESS CO. CMN	Feb 12 2009	Oct 19 2011	80.00 [9]	3,729 53	1,246 50	0.00	2,483 03	2,483 03	LT
	Mar 17 2009	Oct 19 2011	20 00 [9]	932.38	250 54	0 00	681.84	681 84	LT
APPLE, INC CMN	Dec 09 2008	Oct 19 2011	30.00 [9]	12,177 96	3,026.51	0.00	9,151 45	9,151 45	LT
	Jan 15 2009	Oct 19 2011	25.00 [9]	10,148 30	2,034 91	0 00	8,113 39	8,113 39	LT
	Jan 15 2009	Oct 19 2011	30.00 [9]	12,177 96	2,459 55	0 00	9,718 41	9,718.41	LT
	Feb 12 2009	Oct 19 2011	20 00 [9]	8,118 64	1,964.19	0 00	6,154.45	6,154 45	LT
	Jun 15 2009	Oct 19 2011	10 00 [9]	4,059 32	1,358 66	0 00	2,700 66	2,700 66	LT
	Jun 15 2009	Oct 19 2011	1 00 [9]	405 93	135 65	0 00	270 28	270 28	LT
	Jun 25 2009	Oct 19 2011	10 00 [9]	4,059 32	1,392 91	0 00	2,666 41	2,666.41	LT
CATERPILLAR INC (DELAWARE) CMN	Mar 17 2009	Oct 19 2011	20.00 [9]	1,691 56	526 73	0.00	1,164 83	1,164 83	LT
CBRE GROUP INC CMN	Nov 12 2008	Oct 19 2011	178.00 [9]	2,659 65	671.06	0 00	1,988 59	1,988 59	LT
CBS CORPORATION CMN CLASS B	Mar 17 2009	Oct 19 2011	100 00 [9]	2,381 95	408 26	0.00	1,973 69	1,973 69	LT
CIGNA CORPORATION CMN	Dec 09 2008	Oct 19 2011	20 00 [9]	873 18	293.07	0.00	580.11	580 11	LT
CITRIX SYSTEMS INC CMN	Oct 06 2008	Oct 19 2011	20.00 [9]	1,313 17	397 08	0 00	916 09	916.09	LT
COCA-COLA ENTERPRISES, INC CMN	Dec 09 2008	Oct 19 2011	40.00 [9]	1,025 98	0.17	0 00	1,025 81	1,025.81	LT
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	Dec 09 2008	Oct 19 2011	20.00 [9]	1,420 57	373.30	0 00	1,047 27	1,047.27	LT
DOW CHEMICAL CO CMN	Mar 17 2009	Oct 19 2011	80 00 [9]	2,168 75	635.64	0 00	1,533 11	1,533.11	LT
EL PASO CORP CMN	Mar 17 2009	Oct 19 2011	60 00 [9]	1,460 97	392 31	0 00	1,068.66	1,068 66	LT
FEDERAL MOGUL CORP CMN	Mar 17 2009	Oct 19 2011	20.00 [9]	357.81	79.08	0 00	278 73	278.73	LT
FORD MOTOR COMPANY CMN	Feb 12 2009	Oct 19 2011	180 00 [9]	2,125 75	321 53	0.00	1,804.22	1,804.22	LT
FREEPORT-MCMORAN COPPER & GOLD CMN	Dec 09 2008	Oct 19 2011	80.00 [9]	2,878.34	795.36	0.00	2,082.98	2,082.98	LT
HARLEY-DAVIDSON INC CMN	Mar 17 2009	Oct 19 2011	20.00 [9]	690 78	227 11	0 00	463 67	463 67	LT

[9] This position is a gifted security

AVY & MARCIE STEIN FOUNDATION - BROK

Realized Gains and Losses (Continued)

Period Ended December 31, 2011

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
INTERNATIONAL PAPER CO CMN	Feb 12 2009	Oct 19 2011	20 00 [9]	518.19	142.30	0 00	375.89	375.89	LT
	Mar 17 2009	Oct 19 2011	20 00 [9]	518 19	143.86	0.00	374.33	374.33	LT
JOHNSON CONTROLS INC CMN	Mar 17 2009	Oct 19 2011	20 00 [9]	640 78	192 38	0.00	448 40	448 40	LT
LAS VEGAS SANDS CORP CMN	Mar 17 2009	Oct 19 2011	40 00 [9]	1,798 36	85 98	0 00	1,712 38	1,712 38	LT
LIBERTY GLOBAL INC CMN CLASS A	Mar 17 2009	Oct 19 2011	20 00 [9]	808 58	246 72	0 00	561 86	561 86	LT
LIBERTY GLOBAL, INC CMN CLASS C	Mar 17 2009	Oct 19 2011	20.00 [9]	770 58	236 18	0 00	534 40	534 40	LT
LIMITED BRANDS, INC CMN	Feb 12 2009	Oct 19 2011	40 00 [9]	1,667 96	328 43	0 00	1,339 53	1,339 53	LT
MACERICH COMPANY CMN	Mar 17 2009	Oct 19 2011	20.00 [9]	886.98	157 37	0 00	729.61	729 61	LT
MACY'S INC. CMN	Dec 09 2008	Oct 19 2011	20.00 [9]	591 78	176 65	0.00	415 13	415 13	LT
MERCK & CO , INC. CMN	Dec 09 2008	Oct 19 2011	69.00 [9]	2,259 01	666 56	0 00	1,592.45	1,592 45	LT
NORDSTROM INC CMN	Jan 12 2009	Oct 19 2011	20.00 [9]	1,030 38	270 51	0.00	759 87	759 87	LT
OSHKOSH CORPORATION CMN	Mar 17 2009	Oct 19 2011	20 00 [9]	384.79	125 83	0 00	258.96	258.96	LT
ROYAL CARIBBEAN CRUISES LTD ISIN LR0008862868	Mar 17 2009	Oct 19 2011	20 00 [9]	523 18	157 02	0 00	366 16	366.16	LT
SIMON PROPERTY GROUP INC CMN	Mar 17 2009	Oct 19 2011	20 00 [9]	2,335 75	636 15	0.00	1,699 60	1,699 60	LT
STARBUCKS CORP CMN	Feb 12 2009	Oct 19 2011	20.00 [9]	838.58	198.83	0 00	639.75	639.75	LT
STARWOOD HOTELS & RESORTS CMN	Feb 12 2009	Oct 19 2011	20.00 [9]	938.18	260.55	0 00	677 63	677 63	LT
THE SOUTHERN CO CMN	Mar 17 2009	Oct 19 2011	40.00 [9]	1,726 37	1,141.24	0 00	585 13	585 13	LT
	Aug 03 2009	Oct 19 2011	20.00 [9]	863 18	625.08	0 00	238.10	238 10	LT
TRW AUTOMOTIVE HOLDINGS CORP. CMN	Mar 17 2009	Oct 19 2011	20 00 [9]	799.78	43.49	0 00	756 29	756 29	LT
VIRGIN MEDIA INC CMN	Mar 17 2009	Oct 19 2011	20.00 [9]	536.18	97.53	0 00	438 65	438 65	LT
WHOLE FOODS MARKET INC CMN	Nov 05 2008	Oct 19 2011	20 00 [9]	1,435 37	210 29	0 00	1,225 08	1,225 08	LT
WYNDHAM WORLDWIDE CORP CMN	Mar 17 2009	Oct 19 2011	40 00 [9]	1,244 37	161 98	0 00	1,082 39	1,082 39	LT
WYNN RESORTS, LIMITED CMN	Mar 17 2009	Oct 19 2011	20 00 [9]	2,751.04	395 23	0 00	2,355.81	2,355.81	LT
XL GROUP PLC CMN	Mar 17 2009	Oct 19 2011	40 00 [9]	797.58	158 18	0.00	639 40	639 40	LT
AMERICAN TOWER CORPORATION CMN CLASS	Jun 08 2006	Dec 20 2011	48.00 [9]	2,868 28	1,416.98	0 00	1,451 30	1,451 30	LT
A	Jun 28 2006	Dec 20 2011	10 00 [9]	597.56	295 29	0 00	302.27	302 27	LT
	Apr 21 2009	Dec 20 2011	383 00 [9]	22,886 46	12,321 26	0 00	10,565 20	10,565 20	LT
APPLE, INC. CMN	Jul 01 2009	Dec 20 2011	12 00 [9]	4,730 70	1,726.91	0.00	3,003 79	3,003 79	LT
	Aug 07 2009	Dec 20 2011	7 00 [9]	2,759 57	1,159.73	0 00	1,599 84	1,599 84	LT
CROWN CASTLE INTL CORP COMMON STOCK	Oct 08 2008	Dec 20 2011	20 00 [9]	880.14	438.70	0 00	441.44	441.44	LT
	Oct 08 2008	Dec 20 2011	20 00 [9]	880 14	437 91	0.00	442 23	442 23	LT
	Oct 08 2008	Dec 20 2011	23 00 [9]	1,012 16	502 05	0.00	510.11	510 11	LT

[9] This position is a gifted security

AVY & MARCIE STEIN FOUNDATION - BROK

Realized Gains and Losses (Continued)

Period Ended December 31, 2011

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
	Apr 21 2009	Dec 20 2011	90 00 [9]	3,960 64	2,042 10	0.00	1,918.54	1,918.54	LT
LOWES COMPANIES INC CMN	Mar 09 2009	Dec 20 2011	69 00 [9]	1,764 45	959.84	0 00	804 61	804 61	LT
MASTERCARD INCORPORATED CMN CLASS A	Jul 21 2010	Dec 20 2011	6 00 [9]	2,236 89	1,224 25	0.00	1,012.64	1,012 64	LT

	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)
LONG TERM GAINS	152,877 83	49,405 69	0 00	103,472 14	103,472 14
NET LONG TERM GAINS (LOSSES)	**152,877.83**	**49,405.69**	**0.00**	**103,472.14**	**103,472.14**

[9] This position is a gifted security

AVY & MARCIE STEIN FOUNDATION - BROK

Investment Activity (Continued)

Period Ended October 31, 2011

	Type of Activity	Trade Date	Settlement Date	Quantity	Price	Net Settlement Amount Accrued Interest
NORDSTROM INC CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	51 5700	1,030 38
OSHKOSH CORPORATION CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	19 2900	384 79
ROYAL CARIBBEAN CRUISES LTD ISIN LR0008862868	Sale	Oct 19 11	Oct 24 11	(20 00)	26 2100	523 18
SIMON PROPERTY GROUP INC CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	116 8400	2,335 75
STARBUCKS CORP. CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	41.9800	838 58
STARWOOD HOTELS & RESORTS CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	46 9600	938 18
THE SOUTHERN CO CMN	Sale	Oct 19 11	Oct 24 11	(60 00)	43 2100	2,589 55
TRW AUTOMOTIVE HOLDINGS CORP CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	40 0400	799 78
VIRGIN MEDIA INC CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	26 8600	536 18
WHOLE FOODS MARKET INC CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	71 8200	1,435.37
WYNDHAM WORLDWIDE CORP CMN	Sale	Oct 19 11	Oct 24 11	(40 00)	31 1600	1,244 37
WYNN RESORTS, LIMITED CMN	Sale	Oct 19 11	Oct 24 11	(20 00)	137.6050	2,751 04
XL GROUP PLC CMN	Sale	Oct 19 11	Oct 24 11	(40 00)	19 9900	797 58
TOTAL PURCHASES & SALES						**108,300.86**

SECURITY DEPOSITS & WITHDRAWALS

	Type of Activity	Effective Date	Quantity	Price	Value / Accrued Interest
AMAZON.COM INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	246 7100	4,934 20
AMERICAN EXPRESS CO TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	100 00	46 1000	4,610 00
APPLE, INC. TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	50 00	422 0000	21,100 00
APPLE, INC. TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	76.00	422.0000	32,072.00
CATERPILLAR INC (DELAWARE) TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	84 0900	1,681 80
CBRE GROUP INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	178 00	15 2200	2,709 16
CBS CORPORATION TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	100.00	23.5900	2,359 00
CIGNA CORPORATION TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	44 7000	894 00
CITRIX SYSTEMS INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	63.0200	1,260 40
COCA-COLA ENTERPRISES, INC. TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	26 0200	1,040 80
COGNIZANT TECHNOLOGY TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	72 2200	1,444 40
DOW CHEMICAL CO TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	80 00	27 6800	2,214 40

AVY & MARCIE STEIN FOUNDATION - BROK

Investment Activity (Continued)

Period Ended October 31, 2011

	Type of Activity	Effective Date	Quantity	Price	Value / Accrued Interest
EL PASO CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	60 00	19 5900	1,175 40
FEDERAL MOGUL CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	18 6900	373 80
FORD MOTOR COMPANY TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	180.00	11 5600	2,080 80
FREEPORT-MCMORAN COPPER & GOLD TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	80 00	36 7700	2,941 60
HARLEY-DAVIDSON INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	37 8700	757 40
INTERNATIONAL PAPER CO. TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	26.0100	1,040 40
JOHNSON CONTROLS INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	32 3400	646 80
LAS VEGAS SANDS CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	45 2500	1,810 00
LIBERTY GLOBAL INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	39 8400	796 80
LIBERTY GLOBAL, INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20.00	38 0400	760 80
LIMITED BRANDS, INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	42 6600	1,706 40
MACERICH COMPANY TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	44 5300	890 60
MACY'S INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	29 2600	585 20
MERCK & CO , INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	69 00	32 9800	2,275 62
NORDSTROM INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	50 7000	1,014 00
OSHKOSH CORPORATION TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	19.0600	381 20
ROYAL CARIBBEAN CRUISES LTD TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	26.5300	530 60
SIMON PROPERTY GROUP INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	115 8900	2,317 80
STARBUCKS CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	42.2200	844 40
STARWOOD HOTELS & RESORTS TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	47 3200	946 40
THE SOUTHERN CO TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	60 00	42 6700	2,560.20
TRW AUTOMOTIVE HOLDINGS CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	40 0300	800 60
VIRGIN MEDIA INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	26 3800	527 60
WHOLE FOODS MARKET INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	69 1200	1,382 40
WYNDHAM WORLDWIDE CORP. TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	31 1800	1,247 20
WYNN RESORTS, LIMITED TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	20 00	134.4800	2,689 60

AVY & MARCIE STEIN FOUNDATION - BROK

Investment Activity (Continued)

Period Ended October 31, 2011

	Type of Activity	Effective Date	Quantity	Price	Value / Accrued Interest
XL GROUP PLC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Oct 14 11	40 00	19 7500	790 00
TOTAL SECURITY DEPOSITS & WITHDRAWALS					**110,193.78**

PURCHASES & SALES

	Type of Activity	Trade Date	Settlement Date	Quantity	Price	Net Settlement Amount Accrued Interest
AMERICAN TOWER CORPORATION CMN CLASS A AVG PRICE IN ACCORD WITH THE CLIENT'S INSTRUCTIONS	Sale	Dec 20 11	Dec 23 11	(441 00)	59.7868	26,352.29
APPLE, INC CMN	Sale	Dec 20 11	Dec 23 11	(19 00)	394 4300	7,490 27
CROWN CASTLE INTL CORP COMMON STOCK	Sale	Dec 20 11	Dec 23 11	(153 00)	44 0300	6,733 09
LOWES COMPANIES INC CMN	Sale	Dec 20 11	Dec 23 11	(69 00)	25.5850	1,764 45
MASTERCARD INCORPORATED CMN CLASS A	Sale	Dec 20 11	Dec 23 11	(6 00)	373.0100	2,236 89
TOTAL PURCHASES & SALES						**44,576.99**

SECURITY DEPOSITS & WITHDRAWALS

	Type of Activity	Effective Date	Quantity	Price	Value / Accrued Interest
AMERICAN TOWER CORPORATION TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Dec 20 11	441 00	59.8000	26,371.80
APPLE, INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Dec 20 11	19 00	395 9500	7,523 05
CROWN CASTLE INTL CORP TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Dec 20 11	153 00	44 0000	6,732 00
LOWES COMPANIES INC TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Dec 20 11	69 00	25 7300	1,775 37
MASTERCARD INCORPORATED TRFR FROM ACCT AVY H STEIN 1999 TRUST DTD	Deposit	Dec 20 11	6 00	373 9100	2,243 46
TOTAL SECURITY DEPOSITS & WITHDRAWALS					**44,645.68**