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 07/01 **, 2011, and ending** 06/30, **20**12

Name of foundation
LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

A Employer identification number
52-1276724

Number and street (or P O box number if mail is not delivered to street address)
11820 PARKLAWN DRIVE, SUITE 200

Room/suite

B Telephone number (see instructions)
(301) 230-3000

City or town, state, and ZIP code
ROCKVILLE, MD 20852

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2\. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,231,425.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ____________________
(Part I, column (d) must be on cash basis.)

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)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	41.	41.		ATCH 1
	4	Dividends and interest from securities	67,849.	67,849.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	57,911.			
	b	Gross sales price for all assets on line 6a 772,128.				
	7	Capital gain net income (from Part IV, line 2)		57,911.		
	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)	34.	34.		ATCH 3
	12	**Total.** Add lines 1 through 11	125,835.	125,835.		
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) ATCH 4	150.			
	b	Accounting fees (attach schedule) ATCH 5	1,750.			
	c	Other professional fees (attach schedule) *	17,312.	17,312.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) **	533.	183.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	19,745.	17,495.		
	25	Contributions, gifts, grants paid	7,500.			7,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	27,245.	17,495.	0	7,500.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	98,590.			
	b	**Net investment income** (if negative, enter -0-)		108,340.		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions.

*ATCH 6 JSA ** ATCH 7

Form **990-PF** (2011) 18

	Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	33,779.	55,420.	55,420.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	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) ATCH 8	2,408,070.	2,485,019.	2,176,005.
	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)	2,441,849.	2,540,439.	2,231,425.
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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,441,849.	2,540,439.	
	30 **Total net assets or fund balances** (see instructions)	2,441,849.	2,540,439.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,441,849.	2,540,439.	

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	2,441,849.
2	Enter amount from Part I, line 27a	2	98,590.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,540,439.
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	2,540,439.

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

	(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				
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 57,911.

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 -11,017.

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	114,426.	2,270,073.	0.050406
2009	77,550.	2,148,402.	0.036097
2008	77,050.	1,978,961.	0.038935
2007	364,823.	3,172,081.	0.115011
2006	51,700.	2,880,074.	0.017951

2	**Total** of line 1, column (d)	2	0.258400
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	0.051680
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,224,363.
5	Multiply line 4 by line 3	5	114,955.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,083.
7	Add lines 5 and 6	7	116,038.
8	Enter qualifying distributions from Part XII, line 4	8	7,500.

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	2,167.
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	2,167.
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	2,167.
6	Credits/Payments.		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . **6a**		
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	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	20.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶	9	2,187.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **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) ▶ MD,			
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)*

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 ▶ STEVEN FANAROFF Telephone no ▶ 301-230-3000

Located at ▶ 11820 PARKLAWN DRIVE, SUITE 200 ROCKVILLE, MD ZIP + 4 ▶ 20852

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		X
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)*

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** X

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** X

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
STEVEN FANAROFF 11718 SPLIT TREE CIRCLE	DIRECTOR	0	0	0
SONIA POLSKY 9817 SOTWEED DRIVE	OFFICER	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 N/A	
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 NONE	
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	2,221,076.
b	Average of monthly cash balances	1b	37,161.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,258,237.
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	2,258,237.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,874.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,224,363.
6	**Minimum investment return.** Enter 5% of line 5	6	111,218.

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	111,218.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,167.		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,167.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	109,051.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	109,051.
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	109,051.

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	7,500.
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	7,500.
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	7,500.

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					109,051.
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					
b From 2007	72,592.				
c From 2008					
d From 2009					
e From 2010	2,670.				
f **Total** of lines 3a through e		75,262.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 7,500.					
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					7,500.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		75,262.			75,262.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5					
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					26,289.
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)					
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 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	Prior 3 years			
	(a) 2011	(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).)

NONE

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

NONE

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

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

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

ATTACHMENT 9

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

ATTACHMENT 10

c Any submission deadlines

NONE

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

NONE

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 11				
Total ▶ 3a				7,500.
b *Approved for future payment*				
Total ▶ 3b				

Form **990-PF** (2011)

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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	41.	
4 Dividends and interest from securities			14	67,849.	
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	57,911.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER REVENUE			18	34.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				125,835.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 125,835.

(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)

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 of officer or trustee:
Date: 9/12/12
Title: President

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
DAVID FLINCHUM CPA	CPA	9/10/12		P00054429

Firm's name ▶ BERLIN, RAMOS & COMPANY, P.A.
Firm's EIN ▶ 52-1367749
Firm's address ▶ 11200 ROCKVILLE PIKE STE 400
ROCKVILLE, MD 20852
Phone no 301.589.9000

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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					32,604.	
		SEE ATTACHED STATEMENT A- SHORT TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
328,001.		339,038.					-11,037.	
		SEE ATTACHED STATEMENT A- LONG TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
411,503.		375,179.					36,324.	
		CASH IN-LIEU PROPERTY TYPE: SECURITIES				P	07/13/2011	07/13/2011
20.							20.	
TOTAL GAIN(LOSS)		....					57,911.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.	10.	10.
EAGLE BANK	29.	29.
INTEREST ON INCOME TAX REFUNDS	2.	2.
TOTAL	41.	41.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.		67,849.	67,849.
	TOTAL	67,849.	67,849.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	34.	34.
TOTALS	34.	34.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		150.			
	TOTALS	150.			

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING		1,750.			
	TOTALS	1,750.			

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	17,152.	17,152.
BANK SERVICE FEES	160.	160.
TOTALS	17,312.	17,312.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	183.	183.
FEDERAL TAX	350.	
TOTALS	533.	183.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SANFORD BERNSTEIN	2,485,019.	2,176,005.
TOTALS	2,485,019.	2,176,005.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

STEVEN FANAROFF
11820 PARKLAWN DRIVE, SUITE 200
ROCKVILLE, MD 20852
301-230-3000

ATTACHMENT 10

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER STATING NAME OF ORGANIZATION AND SUBMITTING PROOF OF ITS TAX-EXEMPT STATUS AND STATING PURPOSE FOR WHICH GRANT WILL BE USED.

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF LUBEVITCH 11621 SEVEN LOCKS ROAD POTOMAC, MD 20854	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	1,500.
EAGLEBANK FOUNDATION 7815 WOODMONT AVENUE BETHESDA, MD 20814	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	5,000.
AMERICAN JEWISH COMMITTEE 1156 15TH STREET, NW, SUITE 1201 WASHINGTON, DC 20005	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	1,000.
		TOTAL CONTRIBUTIONS PAID	7,500.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2011

Name of estate or trust	Employer identification number
LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION	52-1276724

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-11,017.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-11,017.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 2		32,604.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	36,324.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	68,928.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-11,017.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			68,928.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			57,911.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary.*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of

a The loss on line 15, column (3) **or** b $3,000 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2011

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SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

Name of estate or trust
LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Employer identification number
52-1276724

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED STATEMENT A-SHORT TERM	VAR	VAR	328,001.	339,038.	-11,017.
CASH IN-LIEU	07/13/2011	07/13/2011	20.		20.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -11,017.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2011**

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	**Employer identification number**

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	**(b)** Date acquired (mo , day, yr)	**(c)** Date sold (mo , day, yr)	**(d)** Sales price	**(e)** Cost or other basis (see instructions)	**(f) Gain or (loss)** Subtract (e) from (d)
6a SEE ATTACHED STATEMENT A-LONG TERM	VAR	VAR	411,503.	375,179.	36,324.

6b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 36,324.

STATEMENT A
EIN: 52-1276724
PAGE 1 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Summary

Description	Amount
Short-Term	($11,037.65)
Long-Term	$36,327.36
Cash in Lieu[1]	$20.29
LT Cap Gains Distribution from Bernstein Funds	$32,604.43
Total	**$57,914.43**

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/02/2012	06/27/2012	20	DEVON ENERGY CORPORATION	$55.98	$63.33	$1,119 57	$1,266.63	($147.06)
888-33875	03/26/2012	06/26/2012	29	JPMORGAN CHASE & CO	$35.75	$45.89	$1,036.87	$1,330.95	($294.08)
888-33875	03/26/2012	06/26/2012	5	JPMORGAN CHASE & CO	$35.75	$45.89	$178.77	$229.47	($50 70)
888-33875	02/13/2012	06/21/2012	26	GOLDMAN SACHS GROUP INC	$94.69	$115 16	$2,462.02	$2,994.18	($532.16)
888-33875	01/19/2012	06/21/2012	12	GOLDMAN SACHS GROUP INC	$94.69	$107 33	$1,136.31	$1,287.97	($151 66)
888-33875	09/14/2011	06/20/2012	25	QUALCOMM INC	$56.94	$52.98	$1,423.38	$1,324.44	$98.94
888-33875	07/22/2011	06/20/2012	25	QUALCOMM INC	$56.94	$57.25	$1,423.38	$1,431.23	($7 85)
888-33875	02/22/2012	06/14/2012	30	PERRIGO INC	$110.80	$94 77	$3,324 00	$2,842.97	$481.03
888-33875	11/29/2011	06/14/2012	10	PERRIGO INC	$110.80	$97 32	$1,108.00	$973.15	$134.85
888-33875	03/21/2012	06/12/2012	60	DIRECTV-CLASS A	$43.20	$48 11	$2,592.01	$2,886.50	($294.49)
888-33875	08/25/2011	06/12/2012	30	DIRECTV-CLASS A	$43.20	$42 29	$1,296.00	$1,268.63	$27.37
888-33875	09/27/2011	06/06/2012	50	MARATHON OIL CORP	$24.76	$23.84	$1,237 87	$1,191.83	$46.04
888-33875	08/02/2011	06/06/2012	23	ANADARKO PETROLEUM CORP	$60.70	$82 19	$1,396 09	$1,890.42	($494.33)
888-33875	07/25/2011	06/06/2012	12	ANADARKO PETROLEUM CORP	$60.70	$82.53	$728.39	$990.39	($262.00)
888-33875	07/05/2011	06/06/2012	25	ANADARKO PETROLEUM CORP	$60.70	$79.11	$1,517 48	$1,977.82	($460 34)
888-33875	06/10/2011	06/06/2012	5	ANADARKO PETROLEUM CORP	$60.70	$73.24	$303.50	$366.22	($62.72)
888-33875	06/07/2011	06/06/2012	35	ANADARKO PETROLEUM CORP	$60.70	$75.46	$2,124.48	$2,641.26	($516.78)
888-33875	02/07/2012	06/01/2012	30	FREEPORT-MCMORAN COPPER	$32.33	$45 91	$969.99	$1,377.26	($407.27)
888-33875	01/20/2012	06/01/2012	30	FREEPORT-MCMORAN COPPER	$32.33	$43.75	$969.99	$1,312.58	($342.59)
888-33875	01/18/2012	06/01/2012	30	FREEPORT-MCMORAN COPPER	$32.33	$43.93	$969.99	$1,317.85	($347.86)
888-33875	01/13/2012	06/01/2012	65	FREEPORT-MCMORAN COPPER	$32.33	$41.78	$2,101.65	$2,715.62	($613.97)

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	08/15/2011	05/24/2012	175	CORNING INC	$12.78	$15.01	$2,236.54	$2,626.47	($389.93)
888-33875	02/07/2012	05/23/2012	30	POTASH CORP OF SASKATCHEWAN	$39.03	$46.30	$1,170.90	$1,388.92	($218.02)
888-33875	01/09/2012	05/23/2012	30	POTASH CORP OF SASKATCHEWAN	$39 03	$41.39	$1,170.90	$1,241.73	($70.83)
888-33875	12/16/2011	05/23/2012	30	POTASH CORP OF SASKATCHEWAN	$39.03	$38.71	$1,170.90	$1,161.44	$9.46
888-33875	07/18/2011	05/21/2012	25	QUALCOMM INC	$57.08	$54.75	$1,427.00	$1,368 79	$58.21
888-33875	12/15/2011	05/17/2012	40	ILLUMINA INC	$43.81	$27.44	$1,752.40	$1,097 63	$654.77
888-33875	01/13/2012	05/11/2012	25	EXPRESS SCRIPTS HOLDING CO	$55.80	$48.59	$1,394.92	$1,214 63	$180.29
888-33875	12/12/2011	05/11/2012	25	EXPRESS SCRIPTS HOLDING CO	$55.80	$45.16	$1,394.92	$1,129 01	$265.91
888-33875	05/18/2011	05/11/2012	40	EXPRESS SCRIPTS HOLDING CO	$55.80	$60.21	$2,231.87	$2,408.33	($176.46)
888-33875	01/11/2012	05/09/2012	30	VERTEX PHARMACEUTICALS INC	$60.65	$37.42	$1,819.56	$1,122.52	$697.04
888-33875	02/16/2012	05/07/2012	20	BOEING CO	$76 00	$75.27	$1,519 98	$1,505 33	$14.65
888-33875	01/25/2012	05/07/2012	100	MARVELL TECHNOLOGY GROUP LT	$14.00	$15.89	$1,400.00	$1,588.54	($188.54)
888-33875	01/09/2012	05/07/2012	25	BOEING CO	$76.00	$74.68	$1,899.98	$1,866.99	$32.99
888-33875	11/23/2011	05/07/2012	30	BOEING CO	$76 00	$62.75	$2,279.98	$1,882.63	$397.35
888-33875	11/14/2011	05/07/2012	25	BOEING CO	$76.00	$68.66	$1,899.98	$1,716.50	$183.48
888-33875	11/09/2011	05/07/2012	19	BOEING CO	$76.00	$65 25	$1,443.99	$1,239.77	$204.22
888-33875	11/02/2011	05/07/2012	21	BOEING CO	$76.00	$64 42	$1,595.99	$1,352.81	$243.18
888-33875	11/01/2011	05/07/2012	100	MARVELL TECHNOLOGY GROUP LT	$14 00	$13.58	$1,400.00	$1,357.60	$42.40
888-33875	10/20/2011	05/07/2012	100	MARVELL TECHNOLOGY GROUP LT	$14.00	$13.32	$1,400.00	$1,331.52	$68.48
888-33875	09/16/2011	05/07/2012	75	MARVELL TECHNOLOGY GROUP LT	$14.00	$15.18	$1,050 00	$1,138.28	($88 28)
888-33875	12/05/2011	05/02/2012	300	MORGAN STANLEY	$16.94	$16.45	$5,080.68	$4,935.75	$144 93
888-33875	08/30/2011	04/26/2012	35	MOODY'S CORP	$42.02	$30.47	$1,470.81	$1,066.33	$404.48
888-33875	06/16/2011	04/26/2012	55	MOODY'S CORP	$42.02	$38.93	$2,311.27	$2,141.40	$169.87
888-33875	05/09/2011	04/25/2012	25	POTASH CORP OF SASKATCHEWAN	$44.10	$54.39	$1,102.50	$1,359.63	($257.13)
888-33875	04/28/2011	04/25/2012	49	POTASH CORP OF SASKATCHEWAN	$44.10	$56.38	$2,160.90	$2,762.52	($601.62)
888-33875	01/12/2012	04/23/2012	125	NEXEN INC	$19.03	$17.81	$2,378.51	$2,226.25	$152.26
888-33875	11/29/2011	04/19/2012	5	PERRIGO INC	$106.05	$97.31	$530.24	$486.57	$43.67
888-33875	11/18/2011	04/19/2012	25	PERRIGO INC	$106.05	$91.29	$2,651.19	$2,282.18	$369.01
888-33875	08/19/2011	04/12/2012	10	GENERAL MILLS INC	$38.59	$36.23	$385 86	$362.29	$23.57
888-33875	08/05/2011	04/12/2012	35	GENERAL MILLS INC	$38.59	$36.15	$1,350.51	$1,265.37	$85.14

STATEMENT A
EIN: 52-1276724
PAGE 3 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/17/2011	04/12/2012	70	GENERAL MILLS INC	$38.59	$39.78	$2,701.02	$2,784.81	($83.79)
888-33875	04/25/2011	04/12/2012	90	GAMESTOP CORP	$21.53	$26.43	$1,937.97	$2,378.55	($440.58)
888-33875	12/01/2011	04/05/2012	11	SALESFORCE.COM INC	$155.25	$118.40	$1,707.71	$1,302.42	$405.29
888-33875	12/07/2011	04/04/2012	40	ILLUMINA INC	$51.96	$29.29	$2,078.54	$1,171.69	$906.85
888-33875	10/25/2011	04/04/2012	40	ILLUMINA INC	$51.96	$30.75	$2,078.55	$1,229.97	$848.58
888-33875	08/15/2011	03/27/2012	10	DTE ENERGY COMPANY	$55.39	$48.22	$553.85	$482.18	$71.67
888-33875	08/10/2011	03/26/2012	50	METLIFE INC	$38 27	$32.63	$1,913.50	$1,631.51	$281.99
888-33875	05/17/2011	03/26/2012	30	METLIFE INC	$38 27	$43.87	$1,148.10	$1,315.98	($167 88)
888-33875	04/26/2011	03/26/2012	55	METLIFE INC	$38.27	$44.75	$2,104.85	$2,461.07	($356.22)
888-33875	08/30/2011	03/23/2012	25	TRAVELERS COS INC/THE	$58.24	$50.17	$1,455.95	$1,254 30	$201.65
888-33875	01/24/2012	03/21/2012	10	LAS VEGAS SANDS CORP	$57.72	$47.76	$577.25	$477.55	$99.70
888-33875	09/06/2011	03/21/2012	25	LAS VEGAS SANDS CORP	$57 72	$44.93	$1,443.11	$1,123 16	$319.95
888-33875	12/19/2011	03/20/2012	13	GOLDMAN SACHS GROUP INC	$126.74	$87.28	$1,647.68	$1,134.70	$512.98
888-33875	06/23/2011	03/20/2012	55	UNITEDHEALTH GROUP INC	$55.07	$50.86	$3,028.70	$2,797.46	$231.24
888-33875	06/16/2011	03/20/2012	5	MOODY'S CORP	$41 68	$38 93	$208.40	$194 67	$13.73
888-33875	03/29/2011	03/20/2012	35	MOODY'S CORP	$41.68	$33 35	$1,458.78	$1,167.10	$291.68
888-33875	08/02/2011	03/09/2012	120	CBRE GROUP INC	$19.15	$21.17	$2,297.92	$2,540.00	($242.08)
888-33875	04/07/2011	03/07/2012	40	AT&T INC	$30 83	$30 48	$1,233.38	$1,219.28	$14.10
888-33875	06/10/2011	02/28/2012	15	GENERAL MOTORS CO	$26.24	$28 90	$393.59	$433.49	($39.90)
888-33875	06/08/2011	02/28/2012	45	GENERAL MOTORS CO	$26 24	$28 91	$1,180.76	$1,300.88	($120.12)
888-33875	10/10/2011	02/21/2012	90	CMS ENERGY CORP	$21.62	$20.16	$1,946.00	$1,814.29	$131.71
888-33875	08/25/2011	02/21/2012	110	CMS ENERGY CORP	$21.62	$19.33	$2,378.44	$2,126.81	$251.63
888-33875	02/23/2011	02/21/2012	50	DELTA AIR LINES INC	$9.82	$10.47	$491.01	$523.66	($32.65)
888-33875	08/30/2011	02/17/2012	125	DELL INC	$18.13	$14.79	$2,265.79	$1,849.08	$416.71
888-33875	07/29/2011	02/16/2012	10	VF CORP	$146.38	$116 61	$1,463.76	$1,166.08	$297.68
888-33875	10/11/2011	02/15/2012	38	ESTEE LAUDER COMPANIES-CL A	$55.46	$46.93	$2,107.43	$1,783.47	$323.96
888-33875	05/09/2011	02/15/2012	22	ACCENTURE PLC-CL A	$58.08	$55 71	$1,277.83	$1,225.65	$52.18
888-33875	08/01/2011	02/14/2012	38	MARATHON PETROLEUM CORP	$44.04	$44.76	$1,673.33	$1,700.77	($27.44)
888-33875	05/31/2011	02/14/2012	30	LYONDELLBASELL INDU-CL A	$44.96	$12.42	$1,348.77	$372.67	$976.10
888-33875	05/16/2011	02/14/2012	10	GOODRICH CORP	$125.51	$90.39	$1,255.12	$903.93	$351 19

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/22/2011	02/14/2012	12	MARATHON PETROLEUM CORP	$44.04	$39.71	$528.42	$476 47	$51.95
888-33875	02/17/2011	02/14/2012	25	MARATHON PETROLEUM CORP	$44.04	$39.08	$1,100.88	$977.01	$123.87
888-33875	05/09/2011	02/09/2012	3	ACCENTURE PLC-CL A	$57.43	$55.71	$172.29	$167.13	$5.16
888-33875	02/28/2011	02/09/2012	50	JOHNSON CONTROLS INC	$33.15	$40.77	$1,657.54	$2,038.70	($381.16)
888-33875	02/24/2011	02/09/2012	25	ACCENTURE PLC-CL A	$57.43	$51.59	$1,435.73	$1,289.65	$146.08
888-33875	02/17/2011	02/09/2012	25	ACCENTURE PLC-CL A	$57.43	$54.13	$1,435.74	$1,353 24	$82.50
888-33875	05/16/2011	02/07/2012	5	GOODRICH CORP	$125.36	$90.39	$626.78	$451 97	$174.81
888-33875	05/09/2011	02/07/2012	14	GOODRICH CORP	$125.36	$89.26	$1,754.98	$1,249.68	$505.30
888-33875	07/29/2011	02/06/2012	20	VF CORP	$132.77	$116.61	$2,655.44	$2,332.17	$323.27
888-33875	05/18/2011	01/31/2012	72	LOWE'S COS INC	$26.85	$24.79	$1,933.20	$1,785.12	$148 08
888-33875	05/18/2011	01/31/2012	18	PROCTER & GAMBLE CO	$62.88	$67.37	$1,131.91	$1,212.70	($80.79)
888-33875	05/17/2011	01/31/2012	35	LYONDELLBASELL INDU-CL A	$42.90	$38 95	$1,501.35	$1,363.25	$138.10
888-33875	02/18/2011	01/31/2012	23	LOWE'S COS INC	$26.85	$26.20	$617.55	$602.53	$15.02
888-33875	05/05/2011	01/27/2012	30	CELGENE CORP	$73.05	$59.28	$2,191.35	$1,778.36	$412.99
888-33875	01/11/2012	01/24/2012	40	WATSON PHARMACEUTICALS INC	$56.00	$63 25	$2,240.04	$2,530.17	($290.13)
888-33875	06/03/2011	01/23/2012	40	FMC TECHNOLOGIES INC	$52.31	$43.70	$2,092.48	$1,748.05	$344 43
888-33875	05/18/2011	01/19/2012	2	PROCTER & GAMBLE CO	$66.14	$67.38	$132.28	$134.75	($2.47)
888-33875	04/18/2011	01/19/2012	20	PROCTER & GAMBLE CO	$66.14	$63 88	$1,322.78	$1,277.60	$45.18
888-33875	08/19/2011	01/11/2012	25	CONOCOPHILLIPS	$72.13	$64.35	$1,803.23	$1,608.67	$194.56
888-33875	08/12/2011	01/11/2012	25	CONOCOPHILLIPS	$72 13	$66 48	$1,803.23	$1,662.07	$141.16
888-33875	07/26/2011	01/11/2012	25	CONOCOPHILLIPS	$72.13	$74.35	$1,803 23	$1,858.65	($55.42)
888-33875	07/22/2011	01/11/2012	25	CONOCOPHILLIPS	$72.13	$75.45	$1,803.23	$1,886.30	($83.07)
888-33875	06/07/2011	01/11/2012	15	CONOCOPHILLIPS	$72.13	$71.60	$1,081.94	$1,073.94	$8.00
888-33875	02/22/2011	01/11/2012	15	ROCKWELL AUTOMATION INC	$77.95	$86.74	$1,169.20	$1,301.13	($131.93)
888-33875	01/20/2011	01/11/2012	15	ROCKWELL AUTOMATION INC	$77.95	$74.75	$1,169.20	$1,121.25	$47.95
888-33875	10/25/2011	01/06/2012	30	PEPSICO INC	$65.47	$62.03	$1,964.22	$1,860.98	$103.24
888-33875	09/28/2011	01/06/2012	20	PEPSICO INC	$65.47	$63.19	$1,309.48	$1,263.82	$45.66
888-33875	09/28/2011	01/06/2012	15	PEPSICO INC	$65.47	$63.19	$982.11	$947.87	$34.24
888-33875	08/24/2011	01/06/2012	50	LIMITED BRANDS INC	$39.00	$35 29	$1,950.00	$1,764.63	$185.37
888-33875	05/17/2011	01/06/2012	45	LYONDELLBASELL INDU-CL A	$34.54	$38.95	$1,554.16	$1,752.75	($198.59)

STATEMENT A
EIN: 52-1276724
PAGE 5 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/08/2011	01/06/2012	50	LIMITED BRANDS INC	$39.00	$31 61	$1,950.00	$1,580 41	$369 59
888-33875	06/23/2011	12/21/2011	50	UNITEDHEALTH GROUP INC	$49.90	$50.86	$2,495.17	$2,543.15	($47.98)
888-33875	02/17/2011	12/21/2011	15	ACCENTURE PLC-CL A	$51.49	$54.13	$772.29	$811.94	($39.65)
888-33875	02/15/2011	12/21/2011	35	BORGWARNER INC	$63.96	$79.52	$2,238.53	$2,783.31	($544.78)
888-33875	01/28/2011	12/20/2011	25	DELTA AIR LINES INC	$8 60	$12.07	$214 98	$301.80	($86 82)
888-33875	05/11/2011	12/15/2011	40	RIVERBED TECHNOLOGY INC	$23.30	$35.93	$931.94	$1,437.00	($505.06)
888-33875	03/31/2011	12/14/2011	35	CELGENE CORP	$63.24	$57.56	$2,213.25	$2,014 52	$198.73
888-33875	04/26/2011	12/13/2011	42	COMCAST CORP-CL A	$23.39	$25.48	$982 46	$1,070.28	($87.82)
888-33875	06/07/2011	12/09/2011	60	CONOCOPHILLIPS	$71.98	$71.60	$4,319.06	$4,295.78	$23.28
888-33875	04/15/2011	12/09/2011	50	CONOCOPHILLIPS	$71.98	$79.20	$3,599.21	$3,959 87	($360.66)
888-33875	04/08/2011	12/08/2011	30	METLIFE INC	$31.41	$44.60	$942.37	$1,338.12	($395 75)
888-33875	03/07/2011	12/08/2011	110	METLIFE INC	$31.41	$45.90	$3,455.38	$5,048.53	($1,593.15)
888-33875	04/27/2011	12/07/2011	45	RIVERBED TECHNOLOGY INC	$26.57	$34.48	$1,195.80	$1,551.77	($355.97)
888-33875	04/14/2011	12/07/2011	20	RIVERBED TECHNOLOGY INC	$26.57	$34.20	$531.46	$684 07	($152 61)
888-33875	09/06/2011	12/06/2011	5	LAS VEGAS SANDS CORP	$45.56	$44.93	$227.80	$224.63	$3.17
888-33875	08/22/2011	12/06/2011	30	LAS VEGAS SANDS CORP	$45.56	$40.73	$1,366.79	$1,221.79	$145.00
888-33875	02/16/2011	11/30/2011	30	CELGENE CORP	$62 49	$53.77	$1,874 78	$1,613.10	$261.68
888-33875	10/28/2011	11/28/2011	25	ROVI CORP	$26.92	$49.97	$672.94	$1,249.13	($576.19)
888-33875	02/17/2011	11/28/2011	30	ROVI CORP	$26.92	$59 69	$807.52	$1,790.62	($983.10)
888-33875	02/02/2011	11/28/2011	20	ROVI CORP	$26.92	$63 91	$538.35	$1,278.27	($739 92)
888-33875	08/08/2011	11/22/2011	38	GILEAD SCIENCES INC	$38.54	$36.86	$1,464.63	$1,400.53	$64.10
888-33875	12/06/2010	11/22/2011	12	GILEAD SCIENCES INC	$38.54	$36.88	$462.52	$442.54	$19.98
888-33875	12/06/2010	11/22/2011	22	GILEAD SCIENCES INC	$38.54	$36.88	$847.95	$811.32	$36 63
888-33875	10/03/2011	11/16/2011	50	ARUBA NETWORKS INC	$24.17	$20.85	$1,208.56	$1,042.32	$166.24
888-33875	07/22/2011	11/16/2011	50	ARUBA NETWORKS INC	$24 17	$24.63	$1,208.56	$1,231.37	($22.81)
888-33875	08/22/2011	11/11/2011	35	LAS VEGAS SANDS CORP	$45.24	$40.73	$1,583.55	$1,425.43	$158.12
888-33875	06/14/2011	11/08/2011	60	SMITHFIELD FOODS INC	$22.89	$20.08	$1,373.37	$1,205.06	$168.31
888-33875	04/13/2011	11/08/2011	20	PROCTER & GAMBLE CO	$63 83	$62.98	$1,276.55	$1,259.57	$16.98
888-33875	07/25/2011	11/07/2011	8	ANADARKO PETROLEUM CORP	$80.55	$82.53	$644.42	$660.26	($15.84)
888-33875	03/29/2011	11/04/2011	35	MOODY'S CORP	$35.34	$33.35	$1,236.88	$1,167.11	$69 77

STATEMENT•A
EIN· 52-1276724
PAGE 6 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	04/13/2011	10/31/2011	5	PROCTER & GAMBLE CO	$64.44	$62.98	$322.18	$314 89	$7.29
888-33875	03/23/2011	10/31/2011	20	PROCTER & GAMBLE CO	$64.44	$60 72	$1,288.74	$1,214.47	$74.27
888-33875	11/22/2010	10/31/2011	15	LIMITED BRANDS INC	$43 20	$33.05	$648.00	$495 82	$152.18
888-33875	11/10/2010	10/31/2011	15	LIMITED BRANDS INC	$43.20	$31.65	$648.00	$474.81	$173.19
888-33875	12/30/2010	10/27/2011	20	DEVON ENERGY CORPORATION	$65.84	$78.21	$1,316.76	$1,564 14	($247.38)
888-33875	12/10/2010	10/26/2011	55	LOWE'S COS INC	$21.49	$25.34	$1,182.19	$1,393 87	($211.68)
888-33875	12/14/2010	10/24/2011	75	DELL INC	$15.56	$13.39	$1,166.88	$1,004.20	$162.68
888-33875	11/18/2010	10/24/2011	15	ALLERGAN INC	$88.28	$68.82	$1,324.14	$1,032.29	$291.85
888-33875	04/14/2011	10/20/2011	25	RIVERBED TECHNOLOGY INC	$24.67	$34.20	$616.68	$855 08	($238 40)
888-33875	02/16/2011	10/20/2011	30	RIVERBED TECHNOLOGY INC	$24.67	$41.89	$740.02	$1,256.82	($516 80)
888-33875	07/26/2011	10/19/2011	30	UNITED TECHNOLOGIES CORP	$73.68	$85 96	$2,210.54	$2,578 65	($368 11)
888-33875	07/22/2011	10/19/2011	65	ARUBA NETWORKS INC	$22.98	$24.63	$1,493.62	$1,600.77	($107.15)
888-33875	02/18/2011	10/19/2011	25	JUNIPER NETWORKS INC	$20 86	$44.01	$521.60	$1,100.19	($578.59)
888-33875	01/25/2011	10/19/2011	40	JUNIPER NETWORKS INC	$20.86	$34.87	$834.55	$1,394.64	($560 09)
888-33875	11/10/2010	10/13/2011	25	LIMITED BRANDS INC	$42 03	$31.65	$1,050.76	$791.35	$259.41
888-33875	11/03/2010	10/13/2011	25	LIMITED BRANDS INC	$42.03	$29.65	$1,050.77	$741.19	$309.58
888-33875	10/22/2010	10/11/2011	5	ACCENTURE PLC-CL A	$57.07	$45.69	$285.33	$228.47	$56.86
888-33875	07/12/2011	10/05/2011	85	ALCOA INC	$9.32	$15 88	$792.37	$1,350.00	($557.63)
888-33875	12/07/2010	10/05/2011	115	ALCOA INC	$9.32	$14.21	$1,072.03	$1,634.69	($562.66)
888-33875	07/05/2011	10/04/2011	5	ANADARKO PETROLEUM CORP	$59.75	$79.11	$298.75	$395.56	($96.81)
888-33875	06/10/2011	10/04/2011	20	ANADARKO PETROLEUM CORP	$59.75	$73.25	$1,195.01	$1,464.90	($269.89)
888-33875	05/18/2011	10/04/2011	13	OCCIDENTAL PETROLEUM CORP	$68.67	$102 97	$892.66	$1,338.58	($445 92)
888-33875	12/07/2010	10/04/2011	40	ALCOA INC	$8.78	$14.21	$351.27	$568.59	($217.32)
888-33875	11/11/2010	10/04/2011	110	ALCOA INC	$8.78	$13.77	$966.00	$1,514.25	($548.25)
888-33875	04/05/2011	09/27/2011	20	STANLEY BLACK & DECKER INC	$54.05	$75.50	$1,081.01	$1,509.98	($428.97)
888-33875	04/05/2011	09/27/2011	5	STANLEY BLACK & DECKER INC	$54.05	$75.50	$270.25	$377.49	($107.24)
888-33875	02/23/2011	09/27/2011	20	STANLEY BLACK & DECKER INC	$54.05	$73.06	$1,081.02	$1,461.10	($380.08)
888-33875	06/23/2011	09/20/2011	25	UNITEDHEALTH GROUP INC	$50.56	$50.86	$1,264.00	$1,271.57	($7.57)
888-33875	01/18/2011	09/14/2011	55	DIRECTV-CLASS A	$42.96	$42.63	$2,362.78	$2,344.62	$18.16
888-33875	09/21/2010	09/14/2011	4	GOLDMAN SACHS GROUP INC	$104.87	$152.98	$419.47	$611.91	($192.44)

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/18/2011	09/12/2011	2	OCCIDENTAL PETROLEUM CORP	$79.17	$102.97	$158.35	$205.93	($47.58)
888-33875	04/11/2011	09/12/2011	27	OCCIDENTAL PETROLEUM CORP	$79.17	$101.58	$2,137 71	$2,742.65	($604 94)
888-33875	12/27/2010	09/12/2011	35	STANLEY BLACK & DECKER INC	$53.51	$67.23	$1,872.93	$2,352.99	($480.06)
888-33875	10/11/2010	09/02/2011	5	NEWS CORP	$16.46	$13.83	$82.28	$69.14	$13.14
888-33875	10/05/2010	09/01/2011	5	NORTHROP GRUMMAN CORP	$53.58	$55.55	$267 91	$277.74	($9 83)
888-33875	01/28/2011	08/29/2011	55	DOW CHEMICAL	$27.98	$35 25	$1,538.84	$1,938.85	($400.01)
888-33875	01/03/2011	08/29/2011	105	DOW CHEMICAL	$27.98	$34.93	$2,937.78	$3,667.49	($729 71)
888-33875	10/06/2010	08/24/2011	5	ACCENTURE PLC-CL A	$50.31	$45.18	$251 54	$225.91	$25.63
888-33875	10/05/2010	08/24/2011	20	ACCENTURE PLC-CL A	$50.31	$44.58	$1,006.15	$891.68	$114.47
888-33875	09/24/2010	08/24/2011	50	ALTRIA GROUP INC	$26.45	$23.98	$1,322.65	$1,199.22	$123.43
888-33875	02/04/2011	08/23/2011	65	RIVERBED TECHNOLOGY INC	$21.32	$36.96	$1,386 02	$2,402.56	($1,016.54)
888-33875	04/26/2011	08/15/2011	30	RAYTHEON COMPANY	$41.13	$49.60	$1,234.03	$1,488.11	($254.08)
888-33875	03/07/2011	08/15/2011	25	RAYTHEON COMPANY	$41.13	$51.47	$1,028.36	$1,286.86	($258.50)
888-33875	05/12/2011	08/12/2011	45	NABORS INDUSTRIES LTD	$19.13	$26.78	$861 07	$1,205.01	($343.94)
888-33875	03/30/2011	08/12/2011	50	NABORS INDUSTRIES LTD	$19.13	$29 93	$956.75	$1,496.71	($539.96)
888-33875	02/16/2011	08/12/2011	90	NABORS INDUSTRIES LTD	$19.13	$26.61	$1,722.14	$2,395.20	($673.06)
888-33875	10/11/2010	08/12/2011	75	NEWS CORP	$16.44	$13.83	$1,233.23	$1,037.16	$196.07
888-33875	05/18/2011	08/11/2011	85	HESS CORP	$55.39	$77.23	$4,707.98	$6,564.83	($1,856 85)
888-33875	02/17/2011	08/11/2011	100	TESORO CORPORATION	$19.30	$25.07	$1,930.08	$2,507.00	($576.92)
888-33875	08/18/2010	08/11/2011	40	HESS CORP	$55.39	$52.76	$2,215 52	$2,110.45	$105.07
888-33875	04/15/2011	08/09/2011	250	SPRINT NEXTEL CORP	$3.20	$4.85	$800 85	$1,211.85	($411 00)
888-33875	03/22/2011	08/09/2011	150	SPRINT NEXTEL CORP	$3.20	$4.49	$480.51	$674.24	($193.73)
888-33875	03/14/2011	08/09/2011	40	PROCTER & GAMBLE CO	$59.31	$60.97	$2,372.57	$2,438.98	($66.41)
888-33875	01/31/2011	08/08/2011	50	KROGER CO	$22.81	$21.59	$1,140 60	$1,079.65	$60.95
888-33875	12/30/2010	08/05/2011	25	DEVON ENERGY CORPORATION	$70.13	$78 21	$1,753.35	$1,955.18	($201 83)
888-33875	12/10/2010	08/04/2011	60	LOWE'S COS INC	$20.22	$25.34	$1,213.01	$1,520.59	($307.58)
888-33875	10/07/2010	08/04/2011	100	DELL INC	$15.16	$13.26	$1,516.02	$1,326.19	$189.83
888-33875	06/20/2011	08/03/2011	25	NETAPP INC	$45.74	$49.49	$1,143.45	$1,237.13	($93 68)
888-33875	05/20/2011	08/03/2011	35	HCA HOLDINGS INC	$23.85	$34.46	$834 76	$1,206.10	($371.34)
888-33875	03/31/2011	08/03/2011	75	HCA HOLDINGS INC	$23.85	$33.84	$1,788.76	$2,537.98	($749.22)

STATEMENT·A
EIN. 52-1276724
PAGE 8 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/07/2011	08/03/2011	25	RAYTHEON COMPANY	$42 95	$51.47	$1,073.86	$1,286.86	($213 00)
888-33875	01/11/2011	08/03/2011	40	DIRECTV-CLASS A	$49.27	$41.81	$1,970.63	$1,672.32	$298.31
888-33875	08/06/2010	08/03/2011	25	MONSANTO CO	$70.68	$60.42	$1,767.00	$1,510.46	$256.54
888-33875	09/16/2010	08/01/2011	20	COOPER INDUSTRIES PLC	$52.55	$45.28	$1,050.92	$905.65	$145.27
888-33875	05/17/2011	07/28/2011	50	ENSCO PLC- SPON ADR	$52.82	$54.09	$2,640.83	$2,704.36	($63.53)
888-33875	05/16/2011	07/28/2011	45	NETAPP INC	$48.12	$53.57	$2,165.61	$2,410.64	($245.03)
888-33875	04/07/2011	07/28/2011	15	AT&T INC	$29.32	$30.48	$439.74	$457.23	($17 49)
888-33875	04/01/2011	07/28/2011	100	AT&T INC	$29.32	$30.66	$2,931.61	$3,065.95	($134.34)
888-33875	03/08/2011	07/28/2011	25	AT&T INC	$29.32	$28.52	$732 90	$713.04	$19.86
888-33875	10/29/2010	07/28/2011	15	OCCIDENTAL PETROLEUM CORP	$101.13	$78.80	$1,516.99	$1,181 96	$335.03
888-33875	08/18/2010	07/28/2011	45	DEVON ENERGY CORPORATION	$80.54	$63.02	$3,624 25	$2,835 89	$788.36
888-33875	03/18/2011	07/26/2011	30	SOUTHWESTERN ENERGY	$48.39	$41.07	$1,451.56	$1,232 06	$219.50
888-33875	04/08/2011	07/25/2011	50	LOWE'S COS INC	$22.55	$26.83	$1,127 28	$1,341 72	($214 44)
888-33875	03/22/2011	07/25/2011	100	SPRINT NEXTEL CORP	$5 16	$4.49	$516.27	$449.49	$66.78
888-33875	03/15/2011	07/25/2011	300	SPRINT NEXTEL CORP	$5.16	$4.96	$1,548.81	$1,487.67	$61.14
888-33875	02/18/2011	07/25/2011	17	LOWE'S COS INC	$22.55	$26.20	$383.28	$445.34	($62.06)
888-33875	03/15/2011	07/22/2011	50	MOTOROLA SOLUTIONS INC	$44.60	$40.33	$2,229 95	$2,016.56	$213.39
888-33875	03/08/2011	07/21/2011	75	AT&T INC	$30 30	$28.52	$2,272.64	$2,139.11	$133.53
888-33875	10/07/2010	07/21/2011	25	DELL INC	$17.25	$13.26	$431.25	$331.55	$99.70
888-33875	09/24/2010	07/21/2011	100	DELL INC	$17 25	$12.53	$1,725.00	$1,253.04	$471.96
888-33875	09/02/2010	07/21/2011	50	DELL INC	$17.25	$12.27	$862.50	$613 67	$248.83
888-33875	03/08/2011	07/19/2011	75	AT&T INC	$30 08	$28.52	$2,256.34	$2,139.12	$117.22
888-33875	03/08/2011	07/15/2011	75	AT&T INC	$30.40	$28.52	$2,280.00	$2,139.11	$140 89
888-33875	03/15/2011	07/06/2011	5	MOTOROLA SOLUTIONS INC	$45 38	$40.33	$226.91	$201.66	$25.25
888-33875	03/10/2011	07/06/2011	55	MOTOROLA SOLUTIONS INC	$45.38	$40.50	$2,495.99	$2,227.76	$268.23
888-33875	01/18/2011	07/01/2011	45	RELIANCE STEEL & ALUMINUM	$50.01	$54.00	$2,250.29	$2,430.01	($179 72)
888-33875	01/12/2011	07/01/2011	120	STEEL DYNAMICS INC	$16.38	$19.01	$1,965.46	$2,281.26	($315 80)
						Total	**$328,000.60**	**$339,038.25**	**($11,037.65)**

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/28/2011	06/27/2012	30	DEVON ENERGY CORPORATION	$55.98	$91.01	$1,679.36	$2,730.23	($1,050.87)
888-33875	02/24/2011	06/27/2012	20	DEVON ENERGY CORPORATION	$55.98	$88.47	$1,119.57	$1,769.42	($649.85)
888-33875	01/27/2011	06/27/2012	15	DEVON ENERGY CORPORATION	$55.98	$85.31	$839.68	$1,279.61	($439.93)
888-33875	04/06/2011	06/26/2012	30	JPMORGAN CHASE & CO	$35 75	$47.09	$1,072.63	$1,412.78	($340.15)
888-33875	11/09/2010	06/26/2012	25	JPMORGAN CHASE & CO	$35.75	$40.48	$893 86	$1,011.92	($118.06)
888-33875	10/18/2010	06/26/2012	50	JPMORGAN CHASE & CO	$35 75	$37.84	$1,787.72	$1,891.90	($104 18)
888-33875	09/16/2010	06/26/2012	40	JPMORGAN CHASE & CO	$35.75	$40.75	$1,430.17	$1,629 80	($199.63)
888-33875	08/30/2010	06/26/2012	96	JPMORGAN CHASE & CO	$35.75	$36.28	$3,432 41	$3,482.80	($50.39)
888-33875	06/29/2010	06/22/2012	100	JOHNSON & JOHNSON	$66.60	$59.10	$6,660.00	$5,910.23	$749.77
888-33875	03/07/2011	06/21/2012	10	GOLDMAN SACHS GROUP INC	$94.69	$159 52	$946.93	$1,595.20	($648.27)
888-33875	05/11/2011	06/19/2012	15	FLOWSERVE CORPORATION	$110 61	$123.70	$1,659.08	$1,855 49	($196.41)
888-33875	04/13/2011	06/19/2012	10	FLOWSERVE CORPORATION	$110.61	$127.33	$1,106.06	$1,273.34	($167.28)
888-33875	03/23/2011	06/19/2012	10	FLOWSERVE CORPORATION	$110.61	$124.14	$1,106.06	$1,241.35	($135.29)
888-33875	03/23/2011	06/19/2012	50	ORACLE CORP	$28.09	$31.14	$1,404 50	$1,556 98	($152 48)
888-33875	01/20/2011	06/19/2012	50	ORACLE CORP	$28.09	$31.87	$1,404.50	$1,593 52	($189.02)
888-33875	12/10/2010	06/19/2012	20	FLOWSERVE CORPORATION	$110.61	$115.53	$2,212.12	$2,310.66	($98 54)
888-33875	12/09/2010	06/19/2012	100	ORACLE CORP	$28 09	$29.24	$2,809.00	$2,923.66	($114.66)
888-33875	10/29/2010	06/19/2012	50	ORACLE CORP	$28.09	$29 44	$1,404.50	$1,471 81	($67.31)
888-33875	10/22/2010	06/19/2012	60	ORACLE CORP	$28.09	$28.96	$1,685 40	$1,737.40	($52 00)
888-33875	10/05/2010	06/19/2012	35	ORACLE CORP	$28 09	$27.20	$983.15	$951.99	$31.16
888-33875	09/28/2010	06/19/2012	45	ORACLE CORP	$28.09	$27 04	$1,264.05	$1,216.66	$47.39
888-33875	09/23/2010	06/19/2012	60	ORACLE CORP	$28.09	$27.35	$1,685.40	$1,641.14	$44.26
888-33875	05/05/2011	06/18/2012	50	BROADCOM CORP-CL A	$34.50	$34.31	$1,725.20	$1,715.33	$9.87
888-33875	03/02/2011	06/18/2012	40	BROADCOM CORP-CL A	$34.50	$41.52	$1,380.16	$1,660.77	($280.61)
888-33875	02/25/2011	06/18/2012	55	EMC CORP/MASS	$24 57	$26.85	$1,351.29	$1,476 65	($125.36)
888-33875	11/12/2010	06/18/2012	30	BROADCOM CORP-CL A	$34.50	$41.09	$1,035.12	$1,232.69	($197.57)
888-33875	04/06/2010	06/18/2012	15	BROADCOM CORP-CL A	$34.50	$34.44	$517.56	$516.65	$0.91
888-33875	03/19/2010	06/18/2012	150	GENERAL ELECTRIC CO	$19 66	$18.02	$2,949.16	$2,702.48	$246.68
888-33875	03/18/2010	06/18/2012	150	EMC CORP/MASS	$24.57	$18.72	$3,685.33	$2,807.55	$877.78
888-33875	02/12/2010	06/18/2012	75	EMC CORP/MASS	$24.57	$16.99	$1,842.67	$1,274.08	$568 59

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/02/2010	06/18/2012	125	GENERAL ELECTRIC CO	$19.66	$16.36	$2,457.64	$2,044.95	$412.69
888-33875	12/29/2009	06/18/2012	75	EMC CORP/MASS	$24.57	$17.52	$1,842.67	$1,314 20	$528.47
888-33875	10/26/2009	06/18/2012	45	EMC CORP/MASS	$24.57	$17.37	$1,105.60	$781.59	$324.01
888-33875	09/23/2008	06/18/2012	10	APPLE INC	$583.14	$131.33	$5,831.44	$1,313 25	$4,518.19
888-33875	07/23/2008	06/18/2012	2	GOOGLE INC-CL A	$568.28	$482.65	$1,136.56	$965 29	$171.27
888-33875	06/18/2007	06/18/2012	7	GOOGLE INC-CL A	$568 28	$512.35	$3,977.97	$3,586.42	$391.55
888-33875	05/03/2007	06/18/2012	7	GOOGLE INC-CL A	$568.28	$469.47	$3,977.97	$3,286 27	$691.70
888-33875	03/31/2009	06/15/2012	50	SCHLUMBERGER LTD	$66.21	$41.47	$3,310.41	$2,073.34	$1,237.07
888-33875	10/22/2008	06/15/2012	25	SCHLUMBERGER LTD	$66.21	$50.77	$1,655.20	$1,269.23	$385.97
888-33875	10/03/2008	06/15/2012	25	SCHLUMBERGER LTD	$66.21	$73.47	$1,655.20	$1,836 76	($181.56)
888-33875	05/20/2011	06/12/2012	30	DIRECTV-CLASS A	$43.20	$50.24	$1,296.01	$1,507.28	($211 27)
888-33875	03/18/2011	06/12/2012	40	COMCAST CORP-CL A	$29.99	$24.10	$1,199.79	$964.07	$235.72
888-33875	03/01/2011	06/12/2012	40	COMCAST CORP-CL A	$29 99	$25.62	$1,199.79	$1,024.96	$174.83
888-33875	02/25/2011	06/12/2012	45	COMCAST CORP-CL A	$29 99	$25.06	$1,349.77	$1,127.89	$221.88
888-33875	01/26/2011	06/12/2012	55	COMCAST CORP-CL A	$29 99	$23.40	$1,649.71	$1,286.75	$362.96
888-33875	06/02/2010	06/12/2012	40	COMCAST CORP-CL A	$29.99	$18.34	$1,199.79	$733.50	$466.29
888-33875	05/04/2010	06/12/2012	25	COMCAST CORP-CL A	$29 99	$19.85	$749.87	$496.26	$253.61
888-33875	03/22/2010	06/12/2012	20	COMCAST CORP-CL A	$29 99	$17.63	$599.90	$352.66	$247.24
888-33875	03/03/2010	06/12/2012	51	COMCAST CORP-CL A	$29 99	$16 86	$1,529.74	$860.08	$669.66
888-33875	03/17/2011	06/08/2012	15	AMAZON.COM INC	$218.18	$165.11	$3,272.70	$2,476.64	$796.06
888-33875	02/11/2011	06/08/2012	10	AMAZON COM INC	$218.18	$186.70	$2,181.80	$1,867.03	$314.77
888-33875	11/04/2010	06/08/2012	7	AMAZON COM INC	$218.18	$170.31	$1,527.26	$1,192.16	$335.10
888-33875	07/13/2010	06/08/2012	7	AMAZON.COM INC	$218.18	$122.82	$1,527.26	$859.72	$667.54
888-33875	07/02/2010	06/08/2012	11	AMAZON.COM INC	$218.18	$109.62	$2,399.98	$1,205.87	$1,194.11
888-33875	04/25/2011	06/06/2012	35	CENTURYLINK INC	$37 41	$39.20	$1,309.46	$1,372.12	($62.66)
888-33875	04/21/2011	06/06/2012	30	CENTURYLINK INC	$37.41	$39.65	$1,122.40	$1,189.36	($66.96)
888-33875	02/22/2011	06/06/2012	25	MARATHON OIL CORP	$24.76	$29.44	$618.93	$736.11	($117.18)
888-33875	02/17/2011	06/06/2012	50	MARATHON OIL CORP	$24.76	$30.19	$1,237.86	$1,509.42	($271.56)
888-33875	09/27/2010	06/06/2012	40	CENTURYLINK INC	$37.41	$39.22	$1,496.53	$1,568.69	($72.16)
888-33875	09/27/2010	06/06/2012	5	CENTURYLINK INC	$37.41	$39.22	$187.07	$196.09	($9.02)

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	09/22/2010	06/06/2012	70	CENTURYLINK INC	$37.41	$39.39	$2,618.92	$2,757.63	($138.71)
888-33875	07/08/2010	06/06/2012	50	MARATHON OIL CORP	$24.76	$19.50	$1,237.87	$974.93	$262 94
888-33875	06/29/2010	06/06/2012	70	MARATHON OIL CORP	$24.76	$19.12	$1,733.01	$1,338.27	$394.74
888-33875	08/30/2010	05/31/2012	54	JPMORGAN CHASE & CO	$33 13	$36.28	$1,789 22	$1,959.08	($169 86)
888-33875	06/22/2010	05/31/2012	25	JPMORGAN CHASE & CO	$33.13	$39.12	$828.34	$977.92	($149 58)
888-33875	06/17/2010	05/31/2012	25	JPMORGAN CHASE & CO	$33.13	$38.37	$828.34	$959.18	($130.84)
888-33875	04/07/2010	05/31/2012	39	JPMORGAN CHASE & CO	$33.13	$45.63	$1,292 21	$1,779 62	($487.41)
888-33875	03/23/2010	05/31/2012	86	JPMORGAN CHASE & CO	$33.13	$44.38	$2,849 49	$3,816.37	($966 88)
888-33875	01/08/2010	05/31/2012	29	JPMORGAN CHASE & CO	$33.13	$44.43	$960.87	$1,288.44	($327.57)
888-33875	12/31/2009	05/31/2012	11	JPMORGAN CHASE & CO	$33.13	$41.98	$364 47	$461.80	($97 33)
888-33875	06/25/2009	05/31/2012	15	JPMORGAN CHASE & CO	$33.13	$33.36	$497.00	$500.46	($3 46)
888-33875	06/05/2009	05/31/2012	16	JPMORGAN CHASE & CO	$33.13	$34.88	$530.14	$558.14	($28.00)
888-33875	05/13/2011	05/30/2012	30	MONSANTO CO	$76.79	$63.94	$2,303.59	$1,918 27	$385.32
888-33875	04/07/2011	05/30/2012	20	MONSANTO CO	$76.79	$68.44	$1,535 72	$1,368 88	$166.84
888-33875	04/06/2011	05/30/2012	30	MONSANTO CO	$76.79	$69.77	$2,303.59	$2,092.97	$210.62
888-33875	03/16/2011	05/30/2012	15	MONSANTO CO	$76.79	$67.44	$1,151.79	$1,011.59	$140.20
888-33875	02/24/2011	05/30/2012	15	MONSANTO CO	$76.79	$70.90	$1,151 79	$1,063 49	$88.30
888-33875	05/20/2011	05/24/2012	60	CORNING INC	$12.78	$20.00	$766.81	$1,200.25	($433 44)
888-33875	09/30/2009	05/24/2012	140	CORNING INC	$12.78	$15.28	$1,789.23	$2,138.77	($349.54)
888-33875	05/13/2011	05/22/2012	40	TRANSOCEAN LTD	$43.91	$68.74	$1,756.40	$2,749.50	($993.10)
888-33875	04/28/2011	05/21/2012	30	QUALCOMM INC	$57.08	$57.43	$1,712.40	$1,723.00	($10.60)
888-33875	04/08/2011	05/21/2012	40	QUALCOMM INC	$57.08	$54.03	$2,283.20	$2,161.05	$122.15
888-33875	03/21/2011	05/21/2012	25	QUALCOMM INC	$57.08	$53.74	$1,427.00	$1,343 43	$83.57
888-33875	03/17/2011	05/21/2012	25	QUALCOMM INC	$57.08	$52.62	$1,427.00	$1,315.49	$111.51
888-33875	02/15/2011	05/21/2012	35	QUALCOMM INC	$57.08	$58.71	$1,997.80	$2,054.94	($57.14)
888-33875	02/10/2011	05/21/2012	20	QUALCOMM INC	$57.08	$56.54	$1,141.60	$1,130.73	$10.87
888-33875	01/28/2011	05/21/2012	50	QUALCOMM INC	$57.08	$54.32	$2,854.00	$2,715.99	$138.01
888-33875	04/11/2011	05/17/2012	30	GILEAD SCIENCES INC	$50.82	$41.14	$1,524.60	$1,234.14	$290.46
888-33875	04/14/2010	05/17/2012	5	GILEAD SCIENCES INC	$50.82	$45.91	$254 10	$229.54	$24.56
888-33875	03/18/2010	05/17/2012	45	GILEAD SCIENCES INC	$50.82	$47.29	$2,286.90	$2,127.90	$159.00

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/31/2009	05/17/2012	2	GILEAD SCIENCES INC	$50.82	$46.13	$101 64	$92.26	$9 38
888-33875	03/01/2011	05/14/2012	25	NORTHROP GRUMMAN CORP	$60.20	$60.32	$1,504.89	$1,508.12	($3.23)
888-33875	12/17/2010	05/14/2012	50	NORTHROP GRUMMAN CORP	$60.20	$58.15	$3,009.77	$2,907.28	$102.49
888-33875	03/18/2010	05/14/2012	100	CONSTELLATION BRANDS INC-A	$19.36	$16.20	$1,935 63	$1,619 97	$315.66
888-33875	12/03/2009	05/14/2012	90	CONSTELLATION BRANDS INC-A	$19.36	$16.59	$1,742.07	$1,493.03	$249.04
888-33875	04/27/2011	05/11/2012	25	EXPRESS SCRIPTS HOLDING CO	$55.80	$54.28	$1,394.92	$1,356.92	$38.00
888-33875	03/10/2011	05/11/2012	25	EXPRESS SCRIPTS HOLDING CO	$55.80	$52 65	$1,394.92	$1,316.31	$78.61
888-33875	12/09/2010	05/11/2012	20	EXPRESS SCRIPTS HOLDING CO	$55.80	$54.13	$1,115.94	$1,082.60	$33.34
888-33875	10/08/2010	05/11/2012	20	EXPRESS SCRIPTS HOLDING CO	$55.80	$48.13	$1,115.94	$962.55	$153.39
888-33875	06/09/2010	05/11/2012	15	EXPRESS SCRIPTS HOLDING CO	$55.80	$51.32	$836.95	$769.79	$67.16
888-33875	03/02/2011	05/08/2012	15	UNITED PARCEL SERVICE-CL B	$77.54	$71.93	$1,163.15	$1,078.98	$84.17
888-33875	01/11/2011	05/08/2012	15	UNITED PARCEL SERVICE-CL B	$77.54	$71.62	$1,163.16	$1,074.36	$88.80
888-33875	11/09/2010	05/08/2012	15	UNITED PARCEL SERVICE-CL B	$77.54	$69.44	$1,163 15	$1,041.56	$121.59
888-33875	11/05/2010	05/08/2012	15	UNITED PARCEL SERVICE-CL B	$77.54	$69.81	$1,163.16	$1,047 19	$115.97
888-33875	10/22/2010	05/08/2012	15	UNITED PARCEL SERVICE-CL B	$77 54	$69.74	$1,163.16	$1,046.11	$117.05
888-33875	10/18/2010	05/08/2012	35	UNITED PARCEL SERVICE-CL B	$77.54	$69.50	$2,714.03	$2,432.44	$281.59
888-33875	09/07/2010	05/08/2012	20	UNITED PARCEL SERVICE-CL B	$77.54	$66.99	$1,550.88	$1,339 79	$211.09
888-33875	12/20/2010	05/07/2012	75	MARVELL TECHNOLOGY GROUP LT	$14.00	$18.90	$1,050.00	$1,417.26	($367.26)
888-33875	11/22/2010	05/07/2012	60	MARVELL TECHNOLOGY GROUP LT	$14.00	$19.96	$840.00	$1,197.76	($357.76)
888-33875	04/06/2010	04/27/2012	25	BROADCOM CORP-CL A	$36.29	$34.44	$907.21	$861 09	$46.12
888-33875	03/18/2010	04/27/2012	65	BROADCOM CORP-CL A	$36.29	$33.89	$2,358.76	$2,202.70	$156.06
888-33875	11/01/2010	04/26/2012	140	MARVELL TECHNOLOGY GROUP LT	$15.09	$19.42	$2,113.17	$2,719.32	($606 15)
888-33875	12/20/2010	04/25/2012	30	POTASH CORP OF SASKATCHEWAN	$44.10	$46.50	$1,323 00	$1,395.07	($72 07)
888-33875	12/15/2010	04/25/2012	6	POTASH CORP OF SASKATCHEWAN	$44.10	$46 48	$264.60	$278.86	($14.26)
888-33875	03/17/2011	04/20/2012	5	BORGWARNER INC	$80.94	$74.91	$404.70	$374.56	$30.14
888-33875	02/24/2011	04/20/2012	15	BORGWARNER INC	$80.94	$75.21	$1,214.10	$1,128.20	$85.90
888-33875	12/10/2010	04/20/2012	1	FLOWSERVE CORPORATION	$112 00	$115 53	$112.00	$115.53	($3.53)
888-33875	10/22/2010	04/20/2012	19	FLOWSERVE CORPORATION	$112.00	$113.75	$2,128.06	$2,161.24	($33.18)
888-33875	11/30/2010	04/19/2012	10	STARBUCKS CORP	$59.26	$30.79	$592.62	$307.89	$284.73
888-33875	11/01/2010	04/19/2012	15	STARBUCKS CORP	$59.26	$28.72	$888.94	$430.77	$458.17

STATEMENT A
EIN: 52-1276724
PAGE 13 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	09/23/2008	04/13/2012	2	APPLE INC	$608.38	$131.33	$1,216 76	$262.65	$954.11
888-33875	03/04/2008	04/13/2012	3	APPLE INC	$608.38	$122.67	$1,825 13	$368.02	$1,457.11
888-33875	04/23/2010	04/12/2012	41.413	OVERLAY A PORTFOLIO CLASS 1	$10.73	$10.90	$444 36	$451.40	($7.04)
888-33875	09/07/2010	04/11/2012	15	UNITED PARCEL SERVICE-CL B	$78.97	$66 99	$1,184.61	$1,004.84	$179.77
888-33875	08/13/2010	04/11/2012	30	UNITED PARCEL SERVICE-CL B	$78.97	$64.59	$2,369.23	$1,937.57	$431.66
888-33875	12/03/2009	04/03/2012	25	CONSTELLATION BRANDS INC-A	$24.40	$16.59	$610.06	$414.73	$195.33
888-33875	07/29/2009	04/03/2012	35	CONSTELLATION BRANDS INC-A	$24.40	$13.41	$854 08	$469.27	$384.81
888-33875	08/10/2010	03/29/2012	50	DOW CHEMICAL	$33.99	$25.85	$1,699 50	$1,292.37	$407.13
888-33875	08/04/2010	03/29/2012	50	DOW CHEMICAL	$33.99	$25.58	$1,699 50	$1,278.83	$420.67
888-33875	04/12/2010	03/29/2012	45	DOW CHEMICAL	$33.99	$30.76	$1,529.55	$1,384.08	$145.47
888-33875	03/18/2010	03/28/2012	35	BROADCOM CORP-CL A	$38.51	$33.89	$1,347.87	$1,186.07	$161.80
888-33875	11/11/2009	03/28/2012	15	BROADCOM CORP-CL A	$38.51	$19.47	$577.66	$292.06	$285.60
888-33875	03/15/2011	03/27/2012	45	DTE ENERGY COMPANY	$55.39	$48.14	$2,492.35	$2,166.39	$325.96
888-33875	03/04/2011	03/23/2012	40	TRAVELERS COS INC/THE	$58.24	$58.90	$2,329.52	$2,356.03	($26.51)
888-33875	11/19/2010	03/23/2012	35	TRAVELERS COS INC/THE	$58.24	$55.51	$2,038.33	$1,942 88	$95.45
888-33875	07/24/2007	03/23/2012	50	TRAVELERS COS INC/THE	$58.24	$51.19	$2,911.90	$2,559 26	$352.64
888-33875	06/18/2007	03/23/2012	10	TRAVELERS COS INC/THE	$58.24	$53.65	$582.38	$536 54	$45.84
888-33875	10/14/2010	03/20/2012	8	GOLDMAN SACHS GROUP INC	$126.74	$153.34	$1,013.95	$1,226 69	($212.74)
888-33875	06/25/2009	03/16/2012	25	JPMORGAN CHASE & CO	$44.34	$33.36	$1,108.59	$834.11	$274.48
888-33875	06/05/2009	03/16/2012	4	JPMORGAN CHASE & CO	$44.34	$34.89	$177.37	$139.54	$37.83
888-33875	01/20/2011	03/15/2012	10	GOLDMAN SACHS GROUP INC	$123.02	$165.07	$1,230.24	$1,650.70	($420.46)
888-33875	11/10/2010	03/15/2012	10	GOLDMAN SACHS GROUP INC	$123.02	$166.83	$1,230.25	$1,668.25	($438 00)
888-33875	10/14/2010	03/15/2012	7	GOLDMAN SACHS GROUP INC	$123.02	$153.34	$861.17	$1,073.36	($212.19)
888-33875	03/04/2008	02/28/2012	5	APPLE INC	$533.76	$122.68	$2,668.79	$613.38	$2,055.41
888-33875	02/17/2011	02/23/2012	20	MONSANTO CO	$77.69	$73.85	$1,553.73	$1,476.96	$76.77
888-33875	02/02/2011	02/23/2012	20	MONSANTO CO	$77.69	$75.38	$1,553.74	$1,507.66	$46.08
888-33875	01/28/2011	02/21/2012	200	DELTA AIR LINES INC	$9.82	$12.07	$1,964.02	$2,414 42	($450 40)
888-33875	10/25/2010	02/21/2012	25	CITRIX SYSTEMS INC	$73.64	$60.88	$1,841.09	$1,522 02	$319.07
888-33875	04/12/2010	02/21/2012	65	DOW CHEMICAL	$34.68	$30.76	$2,254.31	$1,999.22	$255.09
888-33875	02/05/2010	02/21/2012	15	DOW CHEMICAL	$34.68	$26.35	$520.23	$395.19	$125.04

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/04/2008	02/16/2012	5	APPLE INC	$492.61	$122 67	$2,463.04	$613.37	$1,849.67
888-33875	08/13/2010	02/13/2012	20	UNITED PARCEL SERVICE-CL B	$77.03	$64.59	$1,540.56	$1,291.72	$248 84
888-33875	09/23/2010	02/09/2012	50	ORACLE CORP	$28.73	$27.35	$1,436 52	$1,367.61	$68 91
888-33875	03/18/2010	02/09/2012	40	JOHNSON CONTROLS INC	$33.15	$32 03	$1,326 03	$1,281.01	$45.02
888-33875	11/19/2010	02/08/2012	65	GENERAL MOTORS CO	$25.81	$33 83	$1,677.66	$2,199.08	($521.42)
888-33875	09/10/2009	02/08/2012	25	DANAHER CORP	$52.21	$33 48	$1,305.13	$837.11	$468 02
888-33875	03/18/2010	02/07/2012	10	JOHNSON CONTROLS INC	$33.03	$32.03	$330.31	$320 25	$10.06
888-33875	02/26/2010	02/07/2012	50	JOHNSON CONTROLS INC	$33.03	$31.13	$1,651.54	$1,556.53	$95.01
888-33875	12/16/2010	02/06/2012	35	INTUIT INC	$58.08	$48.75	$2,032.71	$1,706.25	$326.46
888-33875	03/18/2010	02/01/2012	65	INGERSOLL-RAND PLC	$35.25	$35.27	$2,291.25	$2,292.76	($1.51)
888-33875	01/27/2011	01/31/2012	75	LOWE'S COS INC	$26.85	$26.16	$2,013.75	$1,962.05	$51.70
888-33875	11/01/2010	01/27/2012	30	STARBUCKS CORP	$47.07	$28.72	$1,412.03	$861.55	$550.48
888-33875	07/08/2010	01/25/2012	25	MARATHON PETROLEUM CORP	$38.50	$25 24	$962 62	$631.05	$331.57
888-33875	06/29/2010	01/25/2012	25	MARATHON PETROLEUM CORP	$38.50	$24.75	$962 63	$618.74	$343.89
888-33875	11/30/2009	01/19/2012	40	JOHNSON CONTROLS INC	$32.50	$26.67	$1,300.14	$1,066.63	$233.51
888-33875	12/31/2010	01/18/2012	5	ALLERGAN INC	$86.94	$68.97	$434.69	$344.86	$89.83
888-33875	11/18/2010	01/18/2012	10	ALLERGAN INC	$86.94	$68.82	$869 38	$688.20	$181.18
888-33875	04/23/2010	01/12/2012	40.152	OVERLAY A PORTFOLIO CLASS 1	$10.28	$10.90	$412.76	$437.66	($24.90)
888-33875	05/03/2007	01/12/2012	5	GOOGLE INC-CL A	$628.72	$469.47	$3,143.60	$2,347.33	$796.27
888-33875	05/21/2010	01/10/2012	130	MARATHON OIL CORP	$31.21	$18.90	$4,057 46	$2,457.33	$1,600.13
888-33875	01/04/2011	01/05/2012	50	LIMITED BRANDS INC	$39.28	$30 06	$1,964.00	$1,503.03	$460.97
888-33875	11/22/2010	01/05/2012	20	LIMITED BRANDS INC	$39.28	$33.06	$785.60	$661 10	$124.50
888-33875	10/22/2010	12/21/2011	25	ACCENTURE PLC-CL A	$51.49	$45.69	$1,287.14	$1,142 34	$144.80
888-33875	10/26/2009	12/21/2011	50	EMC CORP/MASS	$21.44	$17.37	$1,072.06	$868.43	$203.63
888-33875	12/17/2010	12/20/2011	75	DELTA AIR LINES INC	$8.60	$12.45	$644.93	$933.97	($289.04)
888-33875	11/12/2010	12/20/2011	25	DELTA AIR LINES INC	$8.60	$13.52	$214.98	$338.00	($123.02)
888-33875	03/18/2010	12/09/2011	25	CONOCOPHILLIPS	$71.98	$52.26	$1,799.61	$1,306.48	$493.13
888-33875	08/30/2010	12/05/2011	30	MONSANTO CO	$71.13	$56.54	$2,133.83	$1,696.28	$437.55
888-33875	04/19/2010	11/22/2011	35	GILEAD SCIENCES INC	$38.54	$45.82	$1,349.00	$1,603.63	($254.63)
888-33875	04/14/2010	11/22/2011	70	GILEAD SCIENCES INC	$38.54	$45.91	$2,698.00	$3,213.57	($515.57)

STATEMENT A
EIN: 52-1276724
PAGE 15 OF 18

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/09/2008	11/22/2011	11	GILEAD SCIENCES INC	$38.54	$41.62	$423.97	$457.81	($33.84)
888-33875	06/20/2007	11/22/2011	25	GILEAD SCIENCES INC	$38.54	$39 78	$963.57	$994.38	($30.81)
888-33875	09/21/2010	11/17/2011	20	GOLDMAN SACHS GROUP INC	$92.56	$152.98	$1,851.24	$3,059.55	($1,208.31)
888-33875	11/30/2009	11/17/2011	40	JOHNSON CONTROLS INC	$29.80	$26.67	$1,191.90	$1,066.63	$125 27
888-33875	11/12/2009	11/17/2011	20	JOHNSON CONTROLS INC	$29.80	$26.79	$595 95	$535.82	$60.13
888-33875	06/25/2009	11/17/2011	10	JPMORGAN CHASE & CO	$30.60	$33.36	$305.95	$333.64	($27.69)
888-33875	06/05/2009	11/17/2011	27	JPMORGAN CHASE & CO	$30.60	$34.88	$826.07	$941.86	($115.79)
888-33875	11/01/2010	11/16/2011	10	STARBUCKS CORP	$43.30	$28.72	$433.01	$287.18	$145.83
888-33875	10/07/2010	11/16/2011	30	STARBUCKS CORP	$43.30	$26.00	$1,299 04	$779.94	$519.10
888-33875	06/29/2010	11/16/2011	10	MARATHON PETROLEUM CORP	$34.40	$24.75	$344 00	$247.50	$96.50
888-33875	05/21/2010	11/16/2011	65	MARATHON PETROLEUM CORP	$34.40	$24.47	$2,236 02	$1,590.58	$645.44
888-33875	03/03/2010	11/16/2011	15	NOBLE ENERGY INC	$95.82	$73.03	$1,437.27	$1,095.50	$341.77
888-33875	03/22/2010	11/15/2011	55	COMCAST CORP-CL A	$22.07	$17.63	$1,214.04	$969.83	$244.21
888-33875	03/03/2010	11/15/2011	20	COMCAST CORP-CL A	$22.07	$16.86	$441.47	$337.29	$104.18
888-33875	05/14/2009	11/11/2011	68	JPMORGAN CHASE & CO	$33.38	$35.06	$2,270 05	$2,383 93	($113 88)
888-33875	03/03/2010	11/09/2011	49	COMCAST CORP-CL A	$21.87	$16.86	$1,071.67	$826.36	$245.31
888-33875	06/25/2010	11/08/2011	45	SMITHFIELD FOODS INC	$22.89	$15 23	$1,030 03	$685.21	$344.82
888-33875	09/21/2010	11/01/2011	15	GOLDMAN SACHS GROUP INC	$104 82	$152.98	$1,572.25	$2,294 67	($722 42)
888-33875	08/26/2010	11/01/2011	15	GOODRICH CORP	$122.44	$69.98	$1,836.53	$1,049.68	$786.85
888-33875	10/07/2010	10/28/2011	35	STARBUCKS CORP	$42.51	$26.00	$1,487 89	$909.92	$577.97
888-33875	09/07/2010	10/28/2011	15	STARBUCKS CORP	$42.51	$24.81	$637.67	$372.15	$265 52
888-33875	03/18/2010	10/28/2011	75	CONOCOPHILLIPS	$71.90	$52.26	$5,392 61	$3,919.46	$1,473.15
888-33875	10/25/2010	10/27/2011	10	CITRIX SYSTEMS INC	$75.25	$60.88	$752.54	$608.81	$143.73
888-33875	09/24/2010	10/27/2011	10	CITRIX SYSTEMS INC	$75.25	$70.38	$752.55	$703.84	$48.71
888-33875	08/09/2010	10/27/2011	20	CELGENE CORP	$65.00	$56.91	$1,300.00	$1,138.25	$161.75
888-33875	04/19/2010	10/27/2011	41	WELLS FARGO & COMPANY	$27.17	$32.57	$1,113.91	$1,335.42	($221 51)
888-33875	04/16/2010	10/27/2011	62	WELLS FARGO & COMPANY	$27.17	$32.55	$1,684.45	$2,017.99	($333 54)
888-33875	01/25/2010	10/27/2011	50	WELLS FARGO & COMPANY	$27.17	$27.51	$1,358.42	$1,375.35	($16 93)
888-33875	06/18/2007	10/27/2011	25	TRAVELERS COS INC/THE	$58.88	$53.65	$1,471.97	$1,341.36	$130.61
888-33875	10/05/2010	10/25/2011	40	NORTHROP GRUMMAN CORP	$56.34	$55 55	$2,253.71	$2,221.95	$31.76

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/08/2010	10/24/2011	100	DELL INC	$15.56	$13 50	$1,555.84	$1,349.52	$206.32
888-33875	06/10/2009	10/24/2011	3	NVR INC	$652.71	$500.34	$1,958.12	$1,501.01	$457.11
888-33875	07/16/2010	10/20/2011	25	CELGENE CORP	$65.97	$52.59	$1,649.15	$1,314.86	$334 29
888-33875	10/05/2010	10/18/2011	45	NORTHROP GRUMMAN CORP	$54.33	$55.55	$2,444.77	$2,499.69	($54 92)
888-33875	03/18/2010	10/13/2011	35	INGERSOLL-RAND PLC	$29.16	$35 27	$1,020.55	$1,234.57	($214 02)
888-33875	03/31/2009	10/13/2011	75	THE WALT DISNEY CO.	$33.48	$18.07	$2,511.14	$1,355.46	$1,155.68
888-33875	04/23/2010	10/12/2011	36.705	OVERLAY A PORTFOLIO CLASS 1	$11.10	$10.90	$407.43	$400.08	$7.35
888-33875	10/06/2010	10/11/2011	15	ACCENTURE PLC-CL A	$57.07	$45.18	$856.00	$677.73	$178.27
888-33875	08/02/2010	10/10/2011	35	BUNGE LTD	$56.46	$52.12	$1,976.21	$1,824.03	$152.18
888-33875	01/27/2010	10/06/2011	175	NEXEN INC	$15.99	$21.47	$2,798.25	$3,757.53	($959.28)
888-33875	05/29/2009	10/06/2011	75	NEXEN INC	$15.99	$24.81	$1,199.25	$1,860.41	($661.16)
888-33875	08/02/2010	10/05/2011	20	BUNGE LTD	$57.15	$52.12	$1,142.96	$1,042.31	$100.65
888-33875	08/02/2010	10/05/2011	15	BUNGE LTD	$57.15	$52.12	$857.22	$781.73	$75.49
888-33875	03/03/2010	10/05/2011	15	NOBLE ENERGY INC	$72.47	$73.03	$1,087.04	$1,095.50	($8.46)
888-33875	09/24/2010	09/30/2011	20	CITRIX SYSTEMS INC	$56.45	$70.38	$1,128.91	$1,407.68	($278.77)
888-33875	08/30/2010	09/30/2011	10	MONSANTO CO	$60.95	$56.54	$609.46	$565.43	$44.03
888-33875	08/06/2010	09/30/2011	10	MONSANTO CO	$60.95	$60.42	$609 47	$604.19	$5.28
888-33875	03/04/2008	09/29/2011	5	APPLE INC	$401.26	$122.68	$2,006.28	$613.38	$1,392.90
888-33875	07/16/2010	09/20/2011	15	CELGENE CORP	$64.23	$52.59	$963.48	$788.92	$174.56
888-33875	03/27/2008	09/20/2011	20	CELGENE CORP	$64 23	$61.70	$1,284.65	$1,234 04	$50.61
888-33875	03/03/2010	09/19/2011	15	NOBLE ENERGY INC	$79.60	$73.03	$1,193.93	$1,095.50	$98.43
888-33875	08/25/2010	09/14/2011	10	GOLDMAN SACHS GROUP INC	$104.87	$143.63	$1,048.69	$1,436.30	($387.61)
888-33875	02/02/2010	09/12/2011	70	GENERAL ELECTRIC CO	$14.98	$16.36	$1,048.25	$1,145.17	($96.92)
888-33875	06/24/2010	09/02/2011	95	NEWS CORP	$16.46	$12.94	$1,563.24	$1,228.88	$334.36
888-33875	09/10/2009	09/02/2011	25	DANAHER CORP	$43.34	$33.48	$1,083.47	$837.12	$246.35
888-33875	07/07/2009	09/02/2011	125	NEWS CORP	$16.46	$8.34	$2,056.90	$1,042.56	$1,014.34
888-33875	08/25/2009	09/01/2011	30	NORTHROP GRUMMAN CORP	$53.58	$44.94	$1,607.48	$1,348.32	$259.16
888-33875	03/19/2010	08/29/2011	50	ROYAL CARIBBEAN CRUISES LTD	$25.39	$31.14	$1,269.46	$1,556.81	($287.35)
888-33875	01/20/2010	08/29/2011	25	ROYAL CARIBBEAN CRUISES LTD	$25.39	$26.83	$634.73	$670.67	($35.94)
888-33875	08/02/2010	08/24/2011	10	BUNGE LTD	$61.49	$52.12	$614.87	$521.15	$93 72

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/29/2010	08/24/2011	25	JOHNSON & JOHNSON	$65.18	$59.10	$1,629.59	$1,477.56	$152.03
888-33875	12/17/2009	08/24/2011	25	BUNGE LTD	$61.49	$62.96	$1,537.17	$1,574.03	($36.86)
888-33875	12/15/2009	08/24/2011	15	BUNGE LTD	$61.49	$62.88	$922.31	$943.13	($20.82)
888-33875	07/07/2009	08/19/2011	75	NEWS CORP	$15.72	$8.34	$1,179.16	$625.54	$553.62
888-33875	04/20/2009	08/19/2011	50	NEWS CORP	$15.72	$7.81	$786.10	$390.48	$395.62
888-33875	03/04/2008	08/19/2011	5	APPLE INC	$363.25	$122.67	$1,816.24	$613.37	$1,202.87
888-33875	12/15/2009	08/18/2011	12	BUNGE LTD	$60.58	$62.88	$726.91	$754.51	($27.60)
888-33875	01/30/2009	08/18/2011	8	BUNGE LTD	$60.58	$43.46	$484.60	$347.71	$136.89
888-33875	05/03/2007	08/18/2011	5	GOOGLE INC-CL A	$512.50	$469.47	$2,562.50	$2,347.34	$215.16
888-33875	08/24/2009	08/16/2011	30	NORTHROP GRUMMAN CORP	$53.10	$45.00	$1,592.90	$1,349.98	$242.92
888-33875	03/26/2010	08/11/2011	75	GAP INC/THE	$16.27	$23.39	$1,220.39	$1,754.27	($533.88)
888-33875	03/17/2010	08/11/2011	150	GAP INC/THE	$16.27	$23.13	$2,440.79	$3,469.34	($1,028.55)
888-33875	12/02/2009	08/10/2011	450	OFFICE DEPOT INC	$2.52	$6.48	$1,134.00	$2,913.93	($1,779.93)
888-33875	10/13/2009	08/10/2011	75	OFFICE DEPOT INC	$2.52	$7.46	$189.00	$559.44	($370.44)
888-33875	06/14/2010	08/04/2011	45	LOWE'S COS INC	$20.22	$23.73	$909.75	$1,068.03	($158.28)
888-33875	04/29/2010	08/04/2011	90	LOWE'S COS INC	$20.22	$27.36	$1,819.50	$2,462.74	($643.24)
888-33875	03/04/2008	08/04/2011	2	APPLE INC	$385.17	$122.68	$770.34	$245.35	$524.99
888-33875	06/20/2007	08/04/2011	3	APPLE INC	$385.17	$122.83	$1,155.50	$368.50	$787.00
888-33875	02/26/2010	08/03/2011	40	RAYTHEON COMPANY	$42.95	$56.44	$1,718.17	$2,257.47	($539.30)
888-33875	04/09/2010	08/02/2011	16	GOODRICH CORP	$93.79	$70.97	$1,500.65	$1,135.57	$365.08
888-33875	03/18/2010	08/01/2011	45	COOPER INDUSTRIES PLC	$52.55	$46.97	$2,364.58	$2,113.43	$251.15
888-33875	07/09/2010	07/28/2011	23	OCCIDENTAL PETROLEUM CORP	$101.13	$81.16	$2,326.04	$1,866.73	$459.31
888-33875	05/25/2010	07/28/2011	25	ENSCO PLC- SPON ADR	$52.82	$37.10	$1,320.41	$927.46	$392.95
888-33875	04/30/2010	07/28/2011	20	ENSCO PLC- SPON ADR	$52.82	$48.35	$1,056.33	$966.91	$89.42
888-33875	02/19/2010	07/28/2011	35	ENSCO PLC- SPON ADR	$52.82	$42.99	$1,848.58	$1,504.61	$343.97
888-33875	12/14/2009	07/28/2011	15	DEVON ENERGY CORPORATION	$80.54	$66.88	$1,208.08	$1,003.27	$204.81
888-33875	06/09/2010	07/21/2011	5	EXPRESS SCRIPTS INC	$55.46	$51.32	$277.32	$256.60	$20.72
888-33875	06/08/2010	07/21/2011	15	EXPRESS SCRIPTS INC	$55.46	$51.16	$831.95	$767.33	$64.62
888-33875	06/03/2010	07/21/2011	16	EXPRESS SCRIPTS INC	$55.46	$51.94	$887.41	$831.11	$56.30
888-33875	05/04/2010	07/21/2011	44	EXPRESS SCRIPTS INC	$55.46	$50.03	$2,440.38	$2,201.40	$238.98

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2011 - 06/30/2012

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	04/09/2010	07/21/2011	14	GOODRICH CORP	$98.08	$70.97	$1,373.08	$993 62	$379.46
888-33875	04/08/2010	07/21/2011	6	GOODRICH CORP	$98.08	$70.26	$588.46	$421.58	$166.88
888-33875	04/20/2009	07/19/2011	75	NEWS CORP	$16.00	$7.81	$1,200.00	$585.71	$614.29
888-33875	06/24/2010	07/18/2011	5	NEWS CORP	$14 95	$12 94	$74.74	$64.68	$10.06
888-33875	06/23/2010	07/18/2011	160	NEWS CORP	$14.95	$13.40	$2,391.54	$2,143.53	$248.01
888-33875	06/23/2010	07/18/2011	25	NEWS CORP	$14.95	$13.40	$373.68	$334.93	$38.75
888-33875	06/23/2010	07/18/2011	45	NEWS CORP	$14.95	$13 40	$672.62	$602.87	$69 75
888-33875	04/23/2010	07/15/2011	37.393	OVERLAY A PORTFOLIO CLASS 1	$11 65	$10.90	$435.63	$407.58	$28.05
888-33875	03/18/2010	07/15/2011	5	COOPER INDUSTRIES PLC	$58.13	$46.97	$290.67	$234.83	$55.84
888-33875	03/18/2010	07/15/2011	20	COOPER INDUSTRIES PLC	$58.13	$46.97	$1,162.67	$939 30	$223.37
888-33875	02/25/2010	07/15/2011	34	COOPER INDUSTRIES PLC	$58 13	$44 77	$1,976 53	$1,522.01	$454.52
						Total	**$411,503.29**	**$375,175.93**	**$36,327.36**

Cash in Lieu Capital Gains[1]

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	//	07/13/2011	0	MARATHON PETROLEUM CORP	$0.00	$0 00	$20.29	$0.00	$20.29
						Total	**$20.29**	**$0.00**	**$20.29**

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[1] Cash in Lieu. Cash representing the value of fractional stock shares, generally paid out as the result of corporate mergers.

The capital gain/loss totals do not currently include disallowed losses due to wash sales. For a comprehensive capital gains report for your taxable accounts that include the new 2011 IRS tax reporting requirements, please refer to your 2011 Form 1099 or the 2011 Year End Tax Report which will be available in the Tax Report section mid-February. The information above reflects the total gains and

FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 2

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
BERNSTEIN CO.	32,604.	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		32,604.
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		32,604.