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 SEP 1, 2011 , and ending AUG 31, 2012

Name of foundation
THE STOLZER FAMILY FOUNDATION, INC.
P SIANA C/O PORZIO, BROMBERG & NEWMAN

A Employer identification number
31-1479510

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 1997, 100 SOUTHGATE PKWY

B Telephone number
973-538-4006

City or town, state, and ZIP code
MORRISTOWN, NJ 07962-1997

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,852,416.

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

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

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

		(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	130,140.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	61,653.	61,653.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	293,860.			STATEMENT 1
	b Gross sales price for all assets on line 6a 896,089.				
	7 Capital gain net income (from Part IV, line 2)		516,365.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	485,653.	578,018.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	425.	142.		283.
	b Accounting fees STMT 4	4,000.	1,333.		2,667.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	638.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	7,252.	2,417.		4,835.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,315.	3,892.		7,785.
	25 Contributions, gifts, grants paid	69,000.			69,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	81,315.	3,892.		76,785.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	404,338.			
	b **Net investment income** (if negative, enter -0-)		574,126.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	5,329.	5,224.	5,224.
2	Savings and temporary cash investments	35,195.	3,398.	3,398.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	94.	1,648.	1,648.
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock STMT 7	915,992.	987,626.	1,237,643.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other STMT 8	237,926.	600,978.	604,503.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers)	1,194,536.	1,598,874.	1,852,416.
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			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,170,750.	1,194,536.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	23,786.	404,338.	
30	**Total net assets or fund balances**	1,194,536.	1,598,874.	
31	**Total liabilities and net assets/fund balances**	1,194,536.	1,598,874.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,194,536.
2	Enter amount from Part I, line 27a	2	404,338.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,598,874.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,598,874.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	896,089.		379,724.	516,365.

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				516,365.

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** 516,365.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	63,164.	1,676,844.	.037668
2009	78,850.	1,341,827.	.058763
2008	74,507.	1,438,592.	.051792
2007	84,313.	1,666,838.	.050583
2006	85,233.	1,655,437.	.051487

2	**Total** of line 1, column (d)	2	.250293
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	.050059
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,797,876.
5	Multiply line 4 by line 3	5	90,000.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,741.
7	Add lines 5 and 6	7	95,741.
8	Enter qualifying distributions from Part XII, line 4	8	76,785.

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	11,483.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	11,483.
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	11,483.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 2,351.		
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	2,351.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	9,132.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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 instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? N/A	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) ▶ NJ			
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 STMT 9	10	X	

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PORZIO, BROMBERG & NEWMAN, P.C. Telephone no. ▶ 973-538-4006
Located at ▶ 100 SOUTHGATE PKWAY., PO BOX 1997, MORRISTOWN, NJ ZIP+4 ▶ 07962-1997

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	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.

		Line	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)? N/A	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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT G. STOLZER 500 SO. OCEAN BLVD. BOCA RATON, FL 33432	PRESIDENT/TRUSTEE 0.00	0.	0.	0.
IRA G. STOLZER 13929 CANTERBURY CIRCLE LEAWOOD, KS 66224	SECRETARY/TREASURER/TTEE 0.00	0.	0.	0.
RONNIE H. FORREST 15 MACARTHUR PL., UNIT 508 SANTA ANA, CA 92707	TRUSTEE 0.00	0.	0.	0.
LESLIE J. LOGEL 53 EASTWOOD BLVD. MANALAPAN, NJ 07726	TRUSTEE 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
N/A		0.
Total number of others receiving over $50,000 for professional services	▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2 N/A	0.
3 N/A	0.
4 N/A	0.

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2 N/A	0.
All other program-related investments. See instructions.	
3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

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	1,622,067.
b	Average of monthly cash balances	1b	203,188.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,825,255.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,825,255.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,379.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,797,876.
6	**Minimum investment return** Enter 5% of line 5	6	89,894.

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	89,894.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 11,483.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	11,483.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,411.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	78,411.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,411.

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	76,785.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	76,785.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	76,785.

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				78,411.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			68,518.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011.				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 76,785.				
a Applied to 2010, but not more than line 2a			68,518.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				8,267.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				70,144.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

HERBERT G. STOLZER

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

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

N/A

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

NONE

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				
SEE ATTACHED SCHEDULE		PC	GENERAL SUPPORT	69,000.
Total			▶ 3a	69,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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					
4 Dividends and interest from securities			14	61,653.	
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	293,860.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		355,513.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 355,513.

(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).

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	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] 1/13/2013 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PHILIP J. SIANA	PHILIP J. SIANA	1/9/13		P01380624

Firm's name ▶ PORZIO, BROMBERG & NEWMAN, P.C. Firm's EIN ▶ 22-2005150

Firm's address ▶ 100 SOUTHGATE PKWAY, PO BOX 1997 MORRISTOWN, NJ 07962-1997 Phone no. 973-538-4006

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization
THE STOLZER FAMILY FOUNDATION, INC.
P SIANA C/O PORZIO, BROMBERG & NEWMAN

Employer identification number
31-1479510

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

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

Name of organization
THE STOLZER FAMILY FOUNDATION, INC.
P SIANA C/O PORZIO, BROMBERG & NEWMAN

Employer identification number
31-1479510

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HERBERT G. STOLZER 500 SO. OCEAN BLVD. BOCA RATON, FL 33432	$	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE STOLZER FAMILY FOUNDATION, INC. P SIANA C/O PORZIO, BROMBERG & NEWMAN	31-1479510

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,023 SHS JOHNSON & JOHNSON COMMON STOCK	$ 130,140.	12/09/11
		$	
		$	
		$	
		$	
		$	

Name of organization: THE STOLZER FAMILY FOUNDATION, INC.
P SIANA C/O PORZIO, BROMBERG & NEWMAN

Employer identification number: 31-1479510

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	7,655 SHS JOHNSON & JOHNSON COMMON STOCK	D		01/26/12
b	106 SHS JOHNSON & JOHNSON COMMON STOCK	D		08/28/12
c	489 SHS JOHNSON & JOHNSON COMMON STOCK	D		08/28/12
d	130 SHS VERIZON COMMUNICATIONS COMMON STOCK	P		01/09/12
e	87 SHS COCA COLA COMMON STOCK	P		04/19/12
f	200 SHS EXELON CORP COMMON STOCK	P		11/09/11
g	57 SHS CANADIAN PAC RAILWAY COMMON STOCK	P		02/08/12
h	70 SHS CANADIAN PAC RAILWAY COMMON STOCK	P		05/17/12
i	CIL PHILLIPS 66	P		04/30/12
j	200 SHS MICROSOFT COMMON STOCK	P		04/20/12
k	542 SHS BEST BUY COMMON STOCK	P		08/21/12
l	187 SHS CHESAPEAKE ENERGY CORP COMMON STOCK	P		07/11/12
m	224 SHS CHESAPEAKE ENERGY CORP COMMON STOCK	P		07/11/12
n	158 SHS MAXIM INT PROD COMON STOCK	P		10/03/11
o	60 SHS CERNER CORP COMMON STOCK	P		02/07/12

	(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	499,909.		29,089.	470,820.
b	7,134.		403.	6,731.
c	32,912.		2,323.	30,589.
d	4,971.		3,563.	1,408.
e	6,384.		4,589.	1,795.
f	8,791.		8,923.	<132.>
g	4,376.		3,192.	1,184.
h	5,242.		3,919.	1,323.
i	16.		12.	4.
j	6,390.		4,990.	1,400.
k	9,746.		13,607.	<3,861.>
l	3,596.		3,958.	<362.>
m	4,308.		4,669.	<361.>
n	4,013.		2,586.	1,427.
o	3,759.		2,392.	1,367.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				470,820.
b				6,731.
c				30,589.
d				1,408.
e				1,795.
f				<132.>
g				1,184.
h				1,323.
i				4.
j				1,400.
k				<3,861.>
l				<362.>
m				<361.>
n				1,427.
o				1,367.

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

123591
05-01-11

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	38 SHS ARROW ELECTRONICS COMMON STOCK	P		08/08/12
b	134 SHS JP MORGAN CHASE COMMON STOCK	P		07/13/12
c	132 SHS JP MORGAN CHASE COMMON STOCK	P		07/13/12
d	79 SHS KIMBERLY CLARK COMMON STOCK	P		07/27/12
e	193 SHS GANNETT CO COMMON STOCK	P		12/05/11
f	122 SHS GANNETT CO COMMON STOCK	P		12/05/11
g	22 SHS WALMART COMMON STOCK	P		07/05/12
h	258 SHS RADIOSHACK	P		07/19/12
i	68 SHS COLGATE PALMOLIVE COMMON STOCK	P		04/10/12
j	523 SHS VIMPELCOM LTD COMMON STOCK	P		07/19/12
k	100 SHS LEAR CORP COMMON STOCK	P		10/21/11
l	115 SHS MAGNA INTL INC COMMON STOKC	P		07/13/12
m	100 SHS WHIRLPOOL CORP COMMON STOCK	P		02/17/12
n	10 SHS WHIRLPOOL CORP COMMON STOCK	P		04/02/12
o	153 SHS TRW AUTOMOTIVE HLDGS COMMON STOCK	P		08/07/12

	(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	1,355.		977.	378.
b	4,824.		5,494.	<670.>
c	4,752.		4,815.	<63.>
d	6,904.		4,872.	2,032.
e	2,556.		2,455.	101.
f	1,614.		1,822.	<208.>
g	1,550.		1,205.	345.
h	941.		3,796.	<2,855.>
i	6,525.		5,447.	1,078.
j	4,532.		6,874.	<2,342.>
k	4,491.		4,964.	<473.>
l	4,684.		5,395.	<711.>
m	6,991.		7,244.	<253.>
n	751.		472.	279.
o	6,493.		5,590.	903.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				378.
b				<670.>
c				<63.>
d				2,032.
e				101.
f				<208.>
g				345.
h				<2,855.>
i				1,078.
j				<2,342.>
k				<473.>
l				<711.>
m				<253.>
n				279.
o				903.

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

123591
05-01-11

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	143 SHS GENERAL ELECTRIC CO COMMON STOCK	P		07/11/12
b	280 SHS ISHARES MSCI JPN	P		07/12/12
c	264 SHS ISHARES MSCI JPN	P		07/12/12
d	489 SHS PROSHARES ULTRASHORT S&P 500	P		09/02/11
e	323 SHS PROSHARES ULTRASHORT S&P 500	P		09/06/11
f	289 SHS PROSHARES ULTRASHORT S&P 500	P		09/09/11
g	373 SHS PROSHARES ULTRASHORT S&P 500	P		09/22/11
h	373 SHS PROSHARES ULTRASHORT S&P 500	P		09/22/11
i	970 SHS PROSHARES ULTRASHORT S&P 500	P		10/21/11
j	900 SHS PROSHARES ULTRASHORT S&P 500	P		11/01/11
k	707 SHS PROSHARES ULTRASHORT S&P 500	P		11/21/11
l	602 SHS PROSHARES ULTRASHORT S&P 500	P		12/22/11
m	186 SHS NVIDIA CORP	P		10/24/11
n	1 CONOCOPHILLIPS CALL 72.50 EXPIRED 10/22/11	P		10/22/11
o	1 CANADIAN PAC RAILWY CALL 60.00	P		10/21/11

	(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	2,807.		2,716.	91.
b	2,537.		2,630.	<93.>
c	2,393.		2,591.	<198.>
d	11,731.		13,036.	<1,305.>
e	8,182.		7,804.	378.
f	7,022.		6,699.	323.
g	9,460.		8,584.	876.
h	9,812.		8,659.	1,153.
i	26,668.		24,579.	2,089.
j	19,098.		21,355.	<2,257.>
k	15,637.		14,346.	1,291.
l	11,705.		11,979.	<274.>
m	2,817.		2,528.	289.
n	116.			116.
o	194.		276.	<82.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				91.
b				<93.>
c				<198.>
d				<1,305.>
e				378.
f				323.
g				876.
h				1,153.
i				2,089.
j				<2,257.>
k				1,291.
l				<274.>
m				289.
n				116.
o				<82.>

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

123591
05-01-11

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	1 WHIRLPOOL CALL 70.00 2/8/12	P		02/18/12
b	2 ARCHER DANIELS CALLS 31.00	P		04/21/12
c	2 MICROSOFT CALLS 32.00 4/21/12	P		04/21/12
d	50,000 WYNDHAM WORLD NOTES 9.875% REDEEMED	P		02/28/12
e	5,000 HUMANA INC 7.2% BONDS REDEEMED	P		09/09/11
f	2,000 CORRECTIONS CORP 6.75% PARTIAL CALL	P		06/14/12
g	2,000 CORRECTIONS CORP 6.75% PARTIAL CALL	P		08/27/12
h	5,000 WESTLAKE CHEM 6.625% CALLED	P		07/30/12
i	5,000 UNITS CLEAN HARBORS 7.625% TENDERED	P		07/30/12
j	5,000 UNITS NYC EDL 5.1% REV	P		07/29/11
k	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		01/25/12
l	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		12/25/11
m	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		02/25/12
n	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		03/25/12
o	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		04/25/12

	(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	104.			104.
b	171.			171.
c	161.			161.
d	59,016.		57,025.	1,991.
e	5,975.		5,656.	319.
f	2,000.		2,041.	<41.>
g	2,000.		2,041.	<41.>
h	5,110.		5,178.	<68.>
i	5,197.		5,300.	<103.>
j	5,397.		5,374.	23.
k	218.		218.	0.
l	71.		71.	0.
m	160.		160.	0.
n	86.		86.	0.
o	126.		126.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				104.
b				171.
c				161.
d				1,991.
e				319.
f				<41.>
g				<41.>
h				<68.>
i				<103.>
j				23.
k				0.
l				0.
m				0.
n				0.
o				0.

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

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05-01-11

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	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		05/25/12
b	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		06/25/12
c	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		07/25/12
d	PRINCIPAL PAYMENT MASTER ALT LN TR 5%	P		08/25/12
e	PRINCIPAL PAYMENT CONTINENTAL AIRLINES 7.25%	P		05/10/12
f	PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	P		04/25/12
g	PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	P		05/25/12
h	PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	P		06/25/12
i	PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	P		07/25/12
j	PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	P		08/25/12
k	PRINCIPAL PAYMENT NORTHWEST AIR 7.027%	P		05/01/12
l	PRINCIPAL PAYMENT AMERICAN AIRLINES 10.375%	P		07/02/12
m	PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	P		06/25/12
n	PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	P		07/25/12
o	PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	P		08/25/12

	(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	349.		349.	0.
b	86.		86.	0.
c	108.		108.	0.
d	95.		95.	0.
e	126.		126.	0.
f	310.		310.	0.
g	312.		312.	0.
h	316.		316.	0.
i	304.		304.	0.
j	1,381.		1,381.	0.
k	214.		214.	0.
l	645.		645.	0.
m	113.		113.	0.
n	6.		6.	0.
o	6.		6.	0.

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

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

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PRINCIPAL PAYMENT JPMORGAN MTG TR FLT 2037	P		07/24/12
b	PRINCIPAL PAYMENT JPMORGAN MTG TR FLT 2037	P		08/24/12
c	PRINCIPAL PAYMENT COUNTRYWIDE HOME 5.25%	P		08/25/12
d	LTCG DIST TEMPLETON GLOBAL FUNDS	P		12/30/11
e	1 CALL COCA COLA 72.50 10/22/11	P		10/22/11
f	2 CALLS EXELON CORP 44.00 11/19/11	P		11/19/11
g	1 CALL LEAR CORP 45.00 10/22/11	P		10/22/11
h	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		09/20/11
i	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		10/20/11
j	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		11/20/11
k	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		12/20/11
l	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		01/20/12
m	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		02/20/12
n	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		03/20/12
o	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		04/20/12

	(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	457.		457.	0.
b	423.		423.	0.
c	146.		146.	0.
d	158.			158.
e	85.			85.
f	189.			189.
g	147.			147.
h	741.		741.	0.
i	767.		767.	0.
j	793.		793.	0.
k	818.		818.	0.
l	841.		841.	0.
m	863.		863.	0.
n	885.		885.	0.
o	906.		906.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				0.
b				0.
c				0.
d				158.
e				85.
f				189.
g				147.
h				0.
i				0.
j				0.
k				0.
l				0.
m				0.
n				0.
o				0.

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

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		05/20/12
b	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		06/20/12
c	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		07/20/12
d	PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	P		08/20/12
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	925.		925.	0.
b	910.		910.	0.
c	894.		894.	0.
d	4,289.		4,289.	0.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	516,365.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
7,655 SHS JOHNSON & JOHNSON COMMON STOCK	DONATED		01/26/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
499,909.	228,215.	0.	0.	271,694.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
106 SHS JOHNSON & JOHNSON COMMON STOCK	DONATED		08/28/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,134.	3,160.	0.	0.	3,974.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
489 SHS JOHNSON & JOHNSON COMMON STOCK	DONATED		08/28/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,912.	22,945.	0.	0.	9,967.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
130 SHS VERIZON COMMUNICATIONS COMMON STOCK	PURCHASED		01/09/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,971.	3,563.	0.	0.	1,408.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
87 SHS COCA COLA COMMON STOCK	PURCHASED		04/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,384.	4,589.	0.	0.	1,795.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS EXELON CORP COMMON STOCK	PURCHASED		11/09/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,791.	8,923.	0.	0.	<132.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
57 SHS CANADIAN PAC RAILWAY COMMON STOCK	PURCHASED		02/08/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,376.	3,192.	0.	0.	1,184.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
70 SHS CANADIAN PAC RAILWAY COMMON STOCK	PURCHASED		05/17/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,242.	3,919.	0.	0.	1,323.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CIL PHILLIPS 66	PURCHASED		04/30/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16.	12.	0.	0.	4.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS MICROSOFT COMMON STOCK	PURCHASED		04/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,390.	4,990.	0.	0.	1,400.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
542 SHS BEST BUY COMMON STOCK	PURCHASED		08/21/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,746.	13,607.	0.	0.	<3,861.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
187 SHS CHESAPEAKE ENERGY CORP COMMON STOCK	PURCHASED		07/11/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,596.	3,958.	0.	0.	<362.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
224 SHS CHESAPEAKE ENERGY CORP COMMON STOCK	PURCHASED		07/11/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,308.	4,669.	0.	0.	<361.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
158 SHS MAXIM INT PROD COMON STOCK	PURCHASED		10/03/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,013.	2,586.	0.	0.	1,427.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
60 SHS CERNER CORP COMMON STOCK	PURCHASED		02/07/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,759.	2,392.	0.	0.	1,367.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
38 SHS ARROW ELECTRONICS COMMON STOCK	PURCHASED		08/08/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,355.	977.	0.	0.	378.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
134 SHS JP MORGAN CHASE COMMON STOCK	PURCHASED		07/13/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,824.	5,494.	0.	0.	<670.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
132 SHS JP MORGAN CHASE COMMON STOCK	PURCHASED		07/13/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,752.	4,815.	0.	0.	<63.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
79 SHS KIMBERLY CLARK COMMON STOCK	PURCHASED		07/27/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,904.	4,872.	0.	0.	2,032.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
193 SHS GANNETT CO COMMON STOCK	PURCHASED		12/05/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,556.	2,455.	0.	0.	101.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
122 SHS GANNETT CO COMMON STOCK	PURCHASED		12/05/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,614.	1,822.	0.	0.	<208.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
22 SHS WALMART COMMON STOCK	PURCHASED		07/05/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,550.	1,205.	0.	0.	345.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
258 SHS RADIOSHACK	PURCHASED		07/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
941.	3,796.	0.	0.	<2,855.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
68 SHS COLGATE PALMOLIVE COMMON STOCK	PURCHASED		04/10/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,525.	5,447.	0.	0.	1,078.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
523 SHS VIMPELCOM LTD COMMON STOCK	PURCHASED		07/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,532.	6,874.	0.	0.	<2,342.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS LEAR CORP COMMON STOCK	PURCHASED		10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,491.	4,964.	0.	0.	<473.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
115 SHS MAGNA INTL INC COMMON STOKC	PURCHASED		07/13/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,684.	5,395.	0.	0.	<711.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS WHIRLPOOL CORP COMMON STOCK	PURCHASED		02/17/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,991.	7,244.	0.	0.	<253.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
10 SHS WHIRLPOOL CORP COMMON STOCK	PURCHASED		04/02/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
751.	472.	0.	0.	279.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
153 SHS TRW AUTOMOTIVE HLDGS COMMON STOCK	PURCHASED		08/07/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,493.	5,590.	0.	0.	903.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
143 SHS GENERAL ELECTRIC CO COMMON STOCK	PURCHASED		07/11/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,807.	2,716.	0.	0.	91.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
280 SHS ISHARES MSCI JPN	PURCHASED		07/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,537.	2,630.	0.	0.	<93.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
264 SHS ISHARES MSCI JPN	PURCHASED		07/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,393.	2,591.	0.	0.	<198.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
489 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		09/02/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,731.	13,036.	0.	0.	<1,305.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
323 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		09/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,182.	7,804.	0.	0.	378.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
289 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		09/09/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,022.	6,699.	0.	0.	323.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
373 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,460.	8,584.	0.	0.	876.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
373 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,812.	8,659.	0.	0.	1,153.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
970 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26,668.	24,579.	0.	0.	2,089.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
900 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		11/01/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,098.	21,355.	0.	0.	<2,257.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
707 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		11/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,637.	14,346.	0.	0.	1,291.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
602 SHS PROSHARES ULTRASHORT S&P 500	PURCHASED		12/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,705.	11,979.	0.	0.	<274.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
186 SHS NVIDIA CORP	PURCHASED		10/24/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,817.	2,528.	0.	0.	289.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1 CONOCOPHILLIPS CALL 72.50 EXPIRED 10/22/11	PURCHASED		10/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
116.	0.	0.	0.	116.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1 CANADIAN PAC RAILWY CALL 60.00	PURCHASED		10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
194.	276.	0.	0.	<82.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1 WHIRLPOOL CALL 70.00 2/8/12	PURCHASED		02/18/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
104.	0.	0.	0.	104.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2 ARCHER DANIELS CALLS 31.00	PURCHASED		04/21/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
171.	0.	0.	0.	171.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2 MICROSOFT CALLS 32.00 4/21/12	PURCHASED		04/21/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
161.	0.	0.	0.	161.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
50,000 WYNDHAM WORLD NOTES 9.875% REDEEMED	PURCHASED		02/28/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,016.	57,025.	0.	0.	1,991.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 HUMANA INC 7.2% BONDS REDEEMED	PURCHASED		09/09/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,975.	5,656.	0.	0.	319.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,000 CORRECTIONS CORP 6.75% PARTIAL CALL	PURCHASED		06/14/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000.	2,041.	0.	0.	<41.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,000 CORRECTIONS CORP 6.75% PARTIAL CALL	PURCHASED		08/27/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000.	2,041.	0.	0.	<41.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 WESTLAKE CHEM 6.625% CALLED	PURCHASED		07/30/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,110.	5,178.	0.	0.	<68.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 UNITS CLEAN HARBORS 7.625% TENDERED	PURCHASED		07/30/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,197.	5,300.	0.	0.	<103.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 UNITS NYC EDL 5.1% REV	PURCHASED		07/29/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,397.	5,374.	0.	0.	23.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		01/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
218.	218.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		12/25/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71.	71.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		02/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
160.	160.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		03/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
86.	86.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		04/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
126.	126.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		05/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
349.	349.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		06/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
86.	86.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		07/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
108.	108.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT MASTER ALT LN TR 5%	PURCHASED		08/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
95.	95.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT CONTINENTAL AIRLINES 7.25%	PURCHASED		05/10/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
126.	126.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	PURCHASED		04/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
310.	310.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	PURCHASED		05/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
312.	312.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	PURCHASED		06/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
316.	316.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	PURCHASED		07/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
304.	304.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT RES ASSET MTG PRDS 6%	PURCHASED		08/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,381.	1,381.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT NORTHWEST AIR 7.027%	PURCHASED		05/01/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
214.	214.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT AMERICAN AIRLINES 10.375%	PURCHASED		07/02/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
645.	645.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	PURCHASED		06/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
113.	113.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	PURCHASED		07/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6.	6.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT BANK OF AMERICA 5.5%	PURCHASED		08/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6.	6.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT JPMORGAN MTG TR FLT 2037	PURCHASED		07/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
457.	457.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT JPMORGAN MTG TR FLT 2037	PURCHASED		08/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
423.	423.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT COUNTRYWIDE HOME 5.25%	PURCHASED		08/25/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
146.	146.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG DIST TEMPLETON GLOBAL FUNDS	PURCHASED		12/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
158.	0.	0.	0.	158.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1 CALL COCA COLA 72.50 10/22/11	PURCHASED		10/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85.	0.	0.	0.	85.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2 CALLS EXELON CORP 44.00 11/19/11	PURCHASED		11/19/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
189.	0.	0.	0.	189.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1 CALL LEAR CORP 45.00 10/22/11	PURCHASED		10/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
147.	0.	0.	0.	147.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		09/20/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
741.	741.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		10/20/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
767.	767.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		11/20/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
793.	793.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		12/20/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
818.	818.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		01/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
841.	841.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		02/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
863.	863.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		03/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
885.	885.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		04/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
906.	906.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%	PURCHASED		05/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
925.	925.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%		PURCHASED		06/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
910.	910.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%		PURCHASED		07/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
894.	894.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRINCIPAL PAYMENT GOV'T NAT'L MTG 5%		PURCHASED		08/20/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,289.	4,289.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	293,860.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB	44,601.	0.	44,601.
SCHWAB	17,052.	0.	17,052.
TOTAL TO FM 990-PF, PART I, LN 4	61,653.	0.	61,653.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORZIO, BROMBERG & NEWMAN, P.C.	425.	142.		283.
TO FM 990-PF, PG 1, LN 16A	425.	142.		283.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORZIO, BROMBERG & NEWMAN, P.C.	4,000.	1,333.		2,667.
TO FORM 990-PF, PG 1, LN 16B	4,000.	1,333.		2,667.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UNITED STATES TREASURY	500.	0.		0.
FOREIGN TAX W/H	138.	0.		0.
TO FORM 990-PF, PG 1, LN 18	638.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES, BANK S/C	126.	42.		84.
TREASURER, STATE OF NEW JERSEY	25.	8.		17.
NJ DIVISION OF CONSUMER AFFAIRS	30.	10.		20.
INVESTMENT MANAGEMENT FEES	7,071.	2,357.		4,714.
TO FORM 990-PF, PG 1, LN 23	7,252.	2,417.		4,835.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	987,626.	1,237,643.
TOTAL TO FORM 990-PF, PART II, LINE 10B	987,626.	1,237,643.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	541,783.	546,142.
SEE ATTACHED SCHEDULE	COST	59,767.	58,626.
SEE ATTACHED SCHEDULE	COST	<572.>	<265.>
TOTAL TO FORM 990-PF, PART II, LINE 13		600,978.	604,503.

The Stolzer Family Foundation, Inc
Consolidation of Securities Account - 08/31/12

No Shares	Description	Current Book Value	Current Price	Market Value
406	Archer-Daniels Midland Co	12,076 95	26 75	10,860 50
7	Apple Inc	2,531 86	665 24	4,656 68
428	Applied Materials Inc	5,327 28	11 69	5,003 32
295	Arrow Electronics Inc	9,109 94	36 25	10,693 75
238	Astrazeneca PLC	11,012 62	46 79	11,136 02
301	A T & T	9,682 77	36 64	11,028 64
352	Avnet	11,360 23	32 21	11,337 92
1,299	Bank of America	11,620 84	7 99	10,379 01
0	Best Buy	0 00	0 00	0 00
322	Bristol-Myers Squibb	10,538 35	33 01	10,629 22
165	Bunge Ltd	10,583 67	63 65	10,502 25
0	Canadian Pac Railway	(0 00)	0 00	0 00
0	Cerner Corp	0 00	0 00	0 00
282	Chesapeake Energy Corp	4,592 88	19 35	5,456 70
272	Cisco	4,891 93	19 08	5,189 76
144	Coca Cola	3,797 20	37 40	5,385 60
0	Colgate Palmolive	0 00	0 00	0 00
416	Conagra Foods Inc	9,897 17	25 11	10,445 76
200	ConocoPhillips	8,847 75	56 79	11,358 00
111	Cummins Inc	11,119 13	97 11	10,779 21
347	Dow Chemical	10,527 32	29 31	10,170 57
1,588	Dragonwave Inc	6,005 16	2 63	4,176 44
239	Eli Lilly	10,520 24	44 91	10,733 49
272	Exelon Corp	10,874 95	36 47	9,919 84
35	ExxonMobil Corp	1,970 63	87 30	3,055 50
562	Ford Motor Co new	6,615 21	9 34	5,249 08
304	Freeport McMoran Copper	10,800 52	36 11	10,977 44
802	Gannett Co	10,999 16	15 26	12,238 52
0	General Electric	0 00	0 00	0 00
599	Hartford Finl Services Grp	12,434 23	17 93	10,740 07
389	Intel Corp	8,814 74	24 83	9,658 87
11719	Johnson & Johnson-Donated	554,163 09	67 430	790,212 17
0	JP Morgan Chase & Co	0 00	0 000	0 00
0	Kimberly Clark	0 00	0 000	0 00
295	Lear Corporation	12,493 40	38 830	11,454 85
135	Magna Intl Inc	5,416 82	43 260	5,840 10
0	Maxim Integrated Products	0 00	0 000	0 00
2659	MEMC Electrnc Materials	9,137 74	2 680	7,126 12
353	Microsoft	10,702 82	30 820	10,879 46
965	MS Emerging Mkts Debt	10,289 62	12 000	11,580 00
161	Norfolk Southern Corp	10,224 21	72 460	11,666 06
360	Nvidia Corp	5,099 42	14 030	5,050 80
498	Orbotech	5,451 04	8 320	4,143 36
128	Parker-Hannifin Corp	11,058 09	79 980	10,237 44
79	Phillips 66	1,987 42	42 000	3,318 00
0	Radioshack	0 00	0 000	0 00
194	Raytheon Co	10,063 80	56 520	10,964 88
144	Siemens AG	13,599 01	94 280	13,576 32
1748	Tellabs Inc	8,090 12	3 550	6,205 40
1146	Templeton Global Inc Fnd	11,181 72	9 530	10,921 38
157	TRW Autokotive Hldgs	6,264 76	43 710	6,862 47
461	Trinity Industries	11,636 68	28 340	13,064 74
600	US Bancorp 6% pfd	15,343 00	27 710	16,626 00
0	Verizon Communications	(0 00)	0 000	0 00
0	Vimpelcom Ltd	0 00	0 000	0 00
196	Vodafone Group	5,417 81	28 920	5,668 32
152	Walmart	8,723 34	72 600	11,035 20
241	Wellpoint Inc	14,966 01	59 870	14,428 67
172	Whirlpool Corp	10,873 25	75 460	12,979 12
121	Wyndham Worldwide	4,111 01	52 140	6,308 94
169	XILINX Inc	4,778 75	33 910	5,730 79
	Totals	987,625 66		1,237,642 75

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The Stolzer Family Foundation, Inc.
Other Assets Account - 08/31/12

No. Shares	Description	Current Book Value	Current Price	Market Value
207	Hospitality PPTYS Trust	4,826.26	24.070	4,982.49
311	ISHARES Gold Trust	5,252.41	16.480	5,125.28
332	ISHARES MSCI Austria	5,412.53	14.470	4,804.04
460	ISHARES MSCI Belgium	5,374.17	11.970	5,506.20
248	ISHARES MSCI France	5,822.14	20.610	5,111.28
402	ISHARES MSCI Italy	5,679.73	11.730	4,715.46
0	ISHARES MSCI JPN	(0.00)	0.000	0.00
232	ISHARES MSCI Spain	5,240.13	26.110	6,057.52
0	Proshs Ultrashrt S&P 500	0.00	0.000	0.00
468	Schwab Emg MKT EQ ETF	11,164.93	23.834	11,154.31
445	Schwab Intl Eq ETF	10,994.67	25.100	11,169.50
	Totals	59,766.97		58,626.08

The Stolzer Family Foundation, Inc.
Other Assets Account - 08/31/12

No. Shares	Description	Current Book Value	Current Price	Market Value
0	CALL - Coca Cola Co 72.50	0.00	0.000	0.00
0	CALL - Conocophillips 72.50	0.00	0.000	0.00
0	CALL - Exelon Corp 44.00	0.00	0.000	0.00
0	CALL - Lear Corp 45.00	0.00	0.000	0.00
0	CALL - Canadian Pac Railwy	0.00	0.000	0.00
0	CALL - Archer Danield Mid 31.00	0.00	0.000	0.00
0	CALL - Microsoft 32.00	0.00	0.000	0.00
-1	CALL - Cummins Inc 105	(174.05)	0.400	(40.00)
-1	CALL - Norfolk Southern80.00	(139.05)	0.050	(5.00)
-1	CALL - Parker-Hannifin 85	(259.04)	2.200	(220.00)
	Totals	(572.14)		(265.00)

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The Stolzer Family Foundation, Inc.
Notes & Bonds Account - 08/31/12

No. Shares	Description	Current Book Value	Current Price	Market Value
16,000	American Airlns PT 10.375%	15,075.51	108.500	14,892 05
7,000	American Finl 9 875%	8,828 75	127.159	8,901.12
10,000	Bank of America 5 5%	8,439 77	104.669	8,472.86
15,000	Bayview Finl Flt	12,056.29	83.429	11,406.37
15,000	Charles Schwab FLT Perp	15,121.00	110.500	16,575.00
5000	Chesapeake Energy 9.5% Notes	5,646.25	109 625	5,481 25
20000	Citigroup Inc Var 2015	16,578.00	90 497	18,099.46
0	Clean Harbors 7 625%	0 00	0.000	0.00
14000	CNL Lifestyle Pr 7 25%	13,403.00	93 000	13,020.00
5000	Continental Airlines 7.25%	4,984.55	114 000	5,139.95
1000	Corrections Corp 6 75%	1,020.32	100.125	1,001.25
113000	Countrywide Home 5.25%	12,970.88	100.201	12,838.93
12000	CS First Boston 6%	12,006.00	102.321	12,278.53
5000	Danville-Pittsyl 4 75%	4,953.75	101.968	5,098.40
14000	Darling Intl Inc 8.5%	15,940.40	113.250	15,855.00
15000	Elan Finance Pl 8.75% notes	16,395.00	108.750	16,312 50
5000	Gannett Co Inc. 10% NOTES	5,512.50	109.750	5,487 50
5000	Gap Inc	4,737.75	108.000	5,400.00
15000	Garza Cnty TX PU 7.2%	15,223.85	107.096	16,064.40
5000	General Electric Var Perp bonds	5,136.50	102.100	5,105.00
50000	Gov't Natl Mtg 5% REMIC	30,228.39	99 953	28,215.18
0	Humana Inc. 7.2% Bonds	0.00	0.000	0.00
10000	ICAHN Enter 7.75% Notes	10,303.17	105 250	10,525.00
5000	Ingram Micro Inc 5%	4,991.50	101.455	5,072.73
12000	JC Penney Inc	12,121.20	100.500	12,060.00
60000	JPMorgan Mtg Tr FLT 2037	7,397.42	95.547	7,310.50
10000	Kinross Gold Notes 5.125%	10,142.50	102.031	10,203.06
10000	Lucent Techno 2.875%	9,520.25	97 780	9,778.00
7000	Mantech Intl CP 7.25% 18 notes	7,439.42	105.500	7,385.00
5000	Masco Corp 7 125%	5,283.50	104.341	5,217.04
20000	Master ALT Ln Tr 5%	3,933.77	97.303	3,726.61
12000	Master Asset Secu 5.5%	12,155.63	100 381	12,045.74
16000	MEMC Elec Mater 7.75% notes	13,253.85	83.000	13,280.00
15000	Methanex Corp 6%	15,603.75	105.750	15,862.50
20000	Morgan Stanley Var 2025 NOTES	20,025.00	100.000	20,000.00
6000	Morgan Stanley VAR 2030 Notes	5,875.00	100.420	6,025.20
10000	Morgan Stanley Var 2027	9,825 00	105.051	10,505.10
12000	Netflix Inc 8.5% Notes	13,025.17	107.000	12,840.00
12000	Nokia Corp 5.375%	10,773 60	85.181	10,221.68
13000	Northwest Air 7.027%	12,412.66	108.000	12,631 35
10000	Prospect Cap Corp 5 5%	9,871.00	100.655	10,065.50
10000	Reeves County TX 4.25%	9,819.80	99.840	9,984.00
5000	Reeves County TX 6.375%	4,988.50	102.935	5,146 75
15000	Reliance Cap Tr 8.17%	15,412.50	100.000	15,000.00
250000	RES Asset Mtg Prds 6%	14,854.81	99.718	14,466.22
12000	Residential Asset 5.2%	11,925.00	98.471	11,816.47
5000	San Bernardino 8.253%	5,045.00	121.268	6,063 40
7000	Seagate Tech HDD 6.8%	7,161.50	110.500	7,735.00
5000	Scottish Power 5.375%	5,317.18	103.775	5,188.75
10000	Southern Cal ED Notes 6 25%	10,317.00	111.472	11,147.15
10000	State Str Cap FLT Perp Note	10,030.00	99.750	9,975 00
10000	Tel Italia Cap 5.25%	10,127.00	102.383	10,238.29
5000	Tesoro Notes 9 75%	5,502.00	115.250	5,762 50
3000	Tutor Perini CP 7.625%	2,810 25	100.250	3,007.50
0	Westlake Chem 6 625% 16 SR UNSECD	0.00	0.000	0.00
200000	WMC Home Equity Flot 2029	10,260.50	91.434	10,211.24
0	Wyndham World Notes 9.875%	0.00	0.000	0.00
	Totals	541,782.89		546,142.04

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FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
HERBERT G. STOLZER	500 SOUTH OCEAN BLVD, APT 1008 BOCA RATON, FL 33432

The Stolzer Family Foundation, Inc.
Charitable Distributions
FYE 8/31/12

Columbia University	4,000.00
Fund for Johns Hopkins Medicine	2,500.00
Jewish Federation of Greater Kansas City	10,000.00
New York University	4,000.00
Operation Smile	2,500.00
PKD Foundation	1,000.00
PrimeLife Enrichment, Inc.	1,000.00
Robert Wood Johnson University Hospital Fnd	10,000.00
Spectrum for Living Corp.	10,000.00
St Jude Childrens Research Hospital	2,500.00
The Jewish Comm Ctr of Greater Kansas City	2,500.00
The Pennsylvania State University	10,000.00
The Temple Congregation B'Nai Jehudah	9,000.00
Total Charitable Distributions	$69,000.00