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 December 1 , 2011, and ending November 30 , 20 12

Name of foundation: **The Matthew Korn and Cynthia Miller Family Foundation**	A Employer identification number: **84-1721572**
Number and street (or P O box number if mail is not delivered to street address): **848 Alvermar Ridge Drive** — Room/suite:	B Telephone number (see instructions): **703-848-9439**
City or town, state, and ZIP code: **McLean, VA 22102-1435**	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: ☑ 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)* ▶ $ **1,005,507.50**

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

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

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

	Line	Description	(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	3.96	3.96		
	4	Dividends and interest from securities	31,449.37	31,449.37		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	10,290.13			
	b	Gross sales price for all assets on line 6a 1,270,163.83				
	7	Capital gain net income (from Part IV, line 2)		10,290.13		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	41,743.46	41,743.46		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) Statement 1	5,552.49	5,552.49		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Statement 2	796.00	771.00		
	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	6,348.49	6,323.49		0
	25	Contributions, gifts, grants paid	46,955.31			46,955.31
	26	**Total expenses and disbursements.** Add lines 24 and 25	53,303.80	6,323.49		46,955.31
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(11,560.34)			
	b	**Net investment income** (if negative, enter -0-)		35,419.97		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
MAR 1 2 2013
OGDEN, UT
IRS-OSC

SCANNED MAR 1 4 2013

P10

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	0	8,522.27	8,522.27
	2	Savings and temporary cash investments	53,474.06	65,686.17	65,686.17
	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	310.37	373.15	373.15
	10a	Investments—U.S. and state government obligations (attach schedule) Stmt 3	176,973.00	188,320.25	188,320.25
	b	Investments—corporate stock (attach schedule) Statement 4	492,107.70	524,361.66	524,361.66
	c	Investments—corporate bonds (attach schedule) Statement 5	209,496.50	218,244.00	218,244.00
	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)	932,361.63	1,005,507.50	1,005,507.50
Liabilities	17	Accounts payable and accrued expenses	7,028.85	33,295.31	
	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)	7,028.85	33,295.31	
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	925,332.78	972,212.19	
	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			
	30	**Total net assets or fund balances** (see instructions)	925,332.78	972,212.19	
	31	**Total liabilities and net assets/fund balances** (see instructions)	932,361.63	1,005,507.50	

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	925,332.78
2	Enter amount from Part I, line 27a	2	(11,560.34)
3	Other increases not included in line 2 (itemize) ▶ Unrealized Gains on Securities	3	58,439.75
4	Add lines 1, 2, and 3	4	972,212.19
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	972,212.19

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	Publicly Traded Securities	P	various	various
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	270,163.83		259,873.70	10,290.13
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				10,290.13
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** 10,290.13

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** 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 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	42,125.30	951,012.16	0.04429522752
2009	42,671.12	895,491.11	0.04765108165
2008	35,957.13	838,498.67	0.04288275138
2007	44,787.50	956,907.99	0.04680439548
2006	13,492.00	955,492.62	0.01412046490

2	**Total** of line 1, column (d) . . .	2	0.19575392093
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	0.03915078419
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 . . .	4	954,422.95
5	Multiply line 4 by line 3 . . .	5	37,366.41
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	354.20
7	Add lines 5 and 6 . . .	7	37,720.61
8	Enter qualifying distributions from Part XII, line 4 . . .	8	46,955.31

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	354	20
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	354	20
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	354	20
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 711 91			
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	711	91
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9		
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	357	71
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 357 71 **Refunded** ▶		11	0	

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		✓
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		✓
	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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ **Virginia**			
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* Statement 6	8b		✓
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ N/A			
14	The books are in care of ▶ Matthew Korn, President Telephone no. ▶ 703-848-9439 Located at ▶ 848 Alvermar Ridge Drive, McLean, Virginia ZIP+4 ▶ 22102-1435			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here . . . . . N/A . ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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		✓
	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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	N/A	
	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		✓
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 ▶ 20 , 20 , 20 , 20			
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20			
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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		✓
	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	N/A	

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
Matthew Korn 848 Alvermar Ridge Drive, McLean, VA 22102	Pres & Secretary, 5	-0-	-0-	-0-
Cynthia Miller 848 Alvermar Ridge Drive, McLean, VA 22102	VP & Treasurer, 2	-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 ▶ 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 (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 . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	910,661.95
b	Average of monthly cash balances	1b	58,295.36
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	968,957.31
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	None
3	Subtract line 2 from line 1d	3	968,957.31
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	14,534.36
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	954,422.95
6	**Minimum investment return.** Enter 5% of line 5	6	47,721.15

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	47,721.15
2a	Tax on investment income for 2011 from Part VI, line 5 . . . 2a 354.20		
b	Income tax for 2011. (This does not include the tax from Part VI.) . . . 2b 0		
c	Add lines 2a and 2b	2c	354.20
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	47,366.95
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	47,366.95
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	47,366.95

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	46,955.31
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	46,955.31
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	354.20
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	46,601.11

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				47,366.95
2	Undistributed income, if any, as of the end of 2011:				
a	Enter amount for 2010 only			46,954.73	
b	Total for prior years: 20___,20___,20___		0		
3	Excess distributions carryover, if any, to 2011:				
a	From 2006 ... 0				
b	From 2007 ... 0				
c	From 2008 ... 0				
d	From 2009 ... 0				
e	From 2010 ... 0				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 46,955.31				
a	Applied to 2010, but not more than line 2a			46,954.73	
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				0.58
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 instructions			0	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				47,366.37
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	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 ... 0				
b	Excess from 2008 ... 0				
c	Excess from 2009 ... 0				
d	Excess from 2010 ... 0				
e	Excess from 2011 ... 0				

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

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).)

2006: Matthew Korn (President & Secretary) and Cynthia Miller (Vice President & Treasurer)

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:

Matthew Korn, The Matthew Korn & Cynthia Miller Family Foundation, 848 Alvermar Ridge Drive, McLean VA 22102 Phone: 703-848-9439

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

Simple Letter, stating purpose and amount of requested grant, tax-exempt status, contact information

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 Statement 7				
Total . . . . . . ▶ **3a**				46,955.31
b *Approved for future payment*				
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 (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	3.96	
4 Dividends and interest from securities			14	31,449.37	
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	10,290.13	
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)				41,743.46	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 41,743.46

(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.)
N/A	

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

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.

(Matthew R. Korn) 3/8/2013 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

2011 Form 990-PF	Other Professional Fees			Statement 1
Description	(a) Expenses Per Books	(b) Net Invest- Ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting & Advisory Services (CAS) Fee 12/1/11 to 12/31/11 (Scharf)	78.56	78.56	0.	0.
CAS Fee 1/1/12 to 3/31/12 (Scharf)	247.25	247.25	0.	0.
CAS Fee 4/1/12 to 6/30/12 (Scharf)	271.70	271.70	0.	0.
CAS Fee 7/1/12 to 9/30/12 (Scharf)	266.63	266.63	0.	0.
CAS Fee 10/1/12 to 11/30/12 (Scharf)	188.74	188.74	0.	0.
Scharf Mgmt Fee 12/1/11 to 12/31/11 (Scharf)	144.60	144.60	0.	0.
Scharf Mgmt Fee 1/1/12 to 3/31/12 (Scharf)	461.76	461.76	0.	0.
Scharf Mgmt Fee 4/1/12 to 6/30/12 (Scharf)	507.33	507.33	0.	0.
Scharf Mgmt Fee 7/1/12 to 9/30/12 (Scharf)	492.52	492.52	0.	0.
Scharf Mgmt Fee 10/1/12 to 11/30/12 (Scharf)	347.76	347.76	0.	0.
CAS Fee 12/1/11 to 12/31/11 (Newgate)	71.08	71.08	0.	0.
CAS Fee 1/1/12 to 3/31/12 (Newgate)	217.84	217.84	0.	0.
CAS Fee 4/1/12 to 6/30/12 (Newgate)	251.13	251.13	0.	0.
CAS Fee 7/1/12 to 9/30/12 (Newgate)	221.98	221.98	0.	0.
CAS Fee 10/1/12 to 11/30/12 (Newgate)	159.75	159.75	0.	0.
CAS Fee 12/1/11 to 12/31/11 (RHJ)	16.13	16.13	0.	0.
CAS Fee 1/1/12 to 3/31/12 (RHJ)	52.45	52.45	0.	0.
CAS Fee 4/1/12 to 6/30/12 (RHJ)	58.04	58.04	0.	0.
CAS Fee 7/1/12 to 9/30/12 (RHJ)	54.41	54.41	0.	0.
CAS Fee 10/1/12 to 11/30/12 (RHJ)	38.01	38.01	0.	0.
RHJ Mgmt Fee 10/1/11 To 12/31/11 (RHJ)	299.00	299.00	0.	0.
RHJ Mgmt Fee 1/1/12 To 3/31/12 (RHJ)	331.00	331.00	0.	0.
RHJ Mgmt Fee 4/1/12 To 6/30/12 (RHJ)	307.00	307.00	0.	0.
RHJ Mgmt Fee 7/1/12 To 9/30/12 (RHJ)	322.00	322.00	0.	0.

Misc. Int. ADR Fees 12/1/11 to 11/30/12	145.82	145.82	0.	0.
Total to Form 990-PF Part I, Line 16c	5,552.49	5,552.49	0.	0.

2011 Form 990-PF — Taxes — Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- Ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Virginia Annual Reg. Fee	25.00	0.	0.	0.
990-PF Taxes Paid	0.	0.	0.	0.
Foreign Taxes	771.00	771.00	0.	0.
Total to Form 990-PF Part I, Line 18	796.00	771.00	0.	0.

2011 Form 990-PF — US & State Govt Obligations — Statement 3

Description	(b) Book Value	(c) Fair Market Value
25,000 California State General Obligation Taxable B/E dated 4/28/2009 Int: 5.25% Maturity: 4/1/2014 First Call 10/1/2009	26,436.00	26,436.00
25,000 Nassau County NY Taxable-GEN U/T Taxable B/E GO dated 6/24/2010 Int: 5.25% Maturity: 4/1/2020 First Call 10/1/2010	28,278.25	28,278.25
100,000 Energy Northwest Washington Project 1 Electric Taxable B/E DFLT Dated 4/15/2009 First Call 1/1/2010 Int: 6.8% Maturity: 7/1/2024	133,606.00	133,606.00
Total to Form 990-PF, Part II, Line 10a	188,320.25	188,320.25

Account Summary

The Matthew Korn and Cynthia Miller Family Foundation EIN: 84-1721572

2011 Form 990-PF Investments, Corporate Stocks Statement 4

(from Page 2, Part II, Line 10b Columns b & c)

See this statement for list of stocks held at the end of fiscal year on November 30, 2012

Pages 6 to 8 for Account 240-xx002	$284,131.38
Pages 6 to 22 for Account 240-xx003	$ 93,845.11
Pages 6 to 11 for Account 240-xx004	$146,385.17
Total value of stocks in all 3 accounts:	$524,361.66

Holdings

Account: 240-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ADVANCE AUTO PARTS (AAP)	11/19/10	116.000	$65.053	$7,546.15	$8,485.40	$939.25 LT		
	7/13/11	35.000	57.199	2,001.95	2,560.25	558.30 LT		
	6/19/12	21.000	69.498	1,459.46	1,536.15	76 69 ST		
	Total	172.000		11,007.56	**12,581.80**	1,497 55 LT 76.69 ST	41.28	0.32
Share Price. $73.150; Next Dividend Payable 01/2013								
AFLAC INCORPORATED (AFL)	11/19/10	65.000	54.016	3,511.06	3,444.35	(66.71) LT		
	8/10/11	44.000	35 915	1,580.25	2,331.56	751.31 LT		
	4/30/12	128.000	44 768	5,730.28	6,782.72	1,052.44 ST		
	Total	237.000		10,821.59	**12,558.63**	684.60 LT 1,052 44 ST	331.80	2.64
Share Price: $52.990; Next Dividend Payable 12/03/12								
AMER INTL GP INC NEW (AIG)	9/18/12	189.000	34.418	6,505.04	**6,261.57**	(243.47) ST	—	—
Share Price: $33.130								
APPLE INC (AAPL)	5/17/11	17.000	334.670	5,689.39	9,949.76	4,260.37 LT		
	7/15/11	15.000	360.897	5,413 46	8,779.20	3,365.74 LT		
	Total	32.000		11,102.85	**18,728.96**	7,626.11 LT	339.20	1.81
Share Price: $585.280; Next Dividend Payable 02/2013								
BARRICK GOLD CORP (ABX)	2/14/11	115.000	48.447	5,571.46	3,970.95	(1,600.51) LT		
	5/13/11	140.000	45.109	6,315.29	4,834.20	(1,481.09) LT		
	3/22/12	34.000	42.969	1,460.93	1,174.02	(286.91) ST		
	Total	289.000		13,347.68	**9,979.17**	(3,081.60) LT (286.91) ST	231.20	2.31
Share Price: $34.530; Next Dividend Payable 12/17/12								
BERKSHIRE HATHAWAY CL-B NEW (BRK'B)	8/11/11	72.000	71.761	5,166.76	6,341.76	1,175 00 LT		
	8/21/12	76.000	85.270	6,480.52	6,694.08	213.56 ST		
	Total	148.000		11,647.28	**13,035.84**	1,175.00 LT 213.56 ST	—	—
Share Price· $88 080								
CDN PACIFIC RY LTD NEW (CP)	7/9/12	83.000	73.082	6,065 78	**7,747.22**	1,681.44 ST	117.03	1.51
Share Price. $93.340; Next Dividend Payable 01/2013								

CONTINUED

Holdings

Account: 240-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CHEVRON CORP (CVX)	11/19/10	110.000	82.878	9,116.55	**11,625.90**	2,509.35 LT	396.00	3.40
Share Price: $105.690; Next Dividend Payable 12/10/12								
CVS CAREMARK CORP (CVS)	11/19/10	258.000	30.898	7,971.68	**11,999.58**	4,027.90 LT	167.70	1.39
Share Price: $46.510; Next Dividend Payable 02/2013								
HALLIBURTON CO (HAL)	6/28/12	215.000	27.683	5,951.82	7,170.25	1,218 43 ST		
	11/7/12	187.000	31.700	5,927.84	6,236.45	308.61 ST		
	Total	402.000		11,879.66	**13,406.70**	1,527.04 ST	144.72	1.07
Share Price: $33.350; Next Dividend Payable 12/2012								
INTL BUSINESS MACHINES CORP (IBM)	3/15/11	60.000	158.685	9,521 07	**11,404.20**	1,883.13 LT	204.00	1.78
Share Price: $190.070; Next Dividend Payable 12/10/12								
JOHNSON & JOHNSON (JNJ)	11/19/10	95.000	64.088	6,088.36	**6,624.35**	535.99 LT	231.80	3.49
Share Price: $69.730; Next Dividend Payable 12/11/12								
LIFE TECHNOLOGIES CORP (LIFE)	6/7/11	110.000	50.887	5,597.55	5,428.50	(169.05) LT		
	8/19/11	38.000	35 885	1,363.63	1,875.30	511.67 LT		
	Total	148.000		6,961.18	**7,303.80**	342.62 LT	—	—
Share Price: $49.350								
LOCKHEED MARTIN CORP (LMT)	5/2/11	145.000	78.993	11,453.99	**13,528.50**	2,074.51 LT	667.00	4.93
Share Price: $93.300; Next Dividend Payable 12/28/12								
MARKET VECTORS GOLD MINERS (GDX)	1/3/12	106 000	53.757	5,698.27	**5,040.30**	(657.97) ST	15.90	0.31
Share Price: $47.550								
MC DONALDS CORP (MCD)	11/19/10	119.000	78.898	9,388.86	**10,357.76**	968.90 LT	366.52	3.53
Share Price: $87.040; Next Dividend Payable 12/17/12								
MCKESSON CORP (MCK)	11/19/10	135 000	65.220	8,804.68	12,753.45	3,948.77 LT		
	2/22/12	16.000	80.909	1,294.54	1,511.52	216 98 ST		
	Total	151.000		10,099.22	**14,264.97**	3,948.77 LT 216.98 ST	120.80	0.84
Share Price: $94.470; Next Dividend Payable 01/02/13								
MICROSOFT CORP (MSFT)	11/19/10	465.000	25.668	11,935.62	**12,375.97**	440.35 LT	427.80	3.45
Share Price: $26.615; Next Dividend Payable 12/13/12								
NCR CORPORATION (NCR)	10/19/12	289 000	22.379	6,467.65	6,915 77	448.12 ST		
	11/19/12	264 000	22 122	5,840.08	6,317 52	477.44 ST		

CONTINUED

Holdings

Account: 240-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	553.000		12,307.73	**13,233.29**	925.56 ST	—	—
Share Price: $23.930								
NOVARTIS AG ADR (NVS)	11/19/10	164.000	56.213	9,219.01	10,176.20	957.19 LT		
	4/12/11	49.000	55.300	2,709 70	3,040.45	330.75 LT		
	Total	213 000		11,928.71	**13,216.65**	1,287.94 LT	448.58	3.39
Share Price: $62.050; Next Dividend Payable 04/2013								
ORACLE CORP (ORCL)	9/2/11	206.000	26.976	5,557.08	6,628.04	1,070.96 LT		
	11/21/12	205.000	30.450	6,242.33	6,595.87	353.54 ST		
	Total	411 000		11,799 41	**13,223.92**	1,070.96 LT 353.54 ST	98.64	0.74
Share Price: $32 175; Next Dividend Payable 02/2013								
SANOFI ADR (SNY)	8/11/11	130.000	32.608	4,239.04	5,800.60	1,561.56 LT		
	2/8/12	167.000	37.123	6,199.46	7,451.54	1,252.08 ST		
	Total	297.000		10,438.50	**13,252.14**	1,561.56 LT 1,252.08 ST	425.01	3.20
Share Price: $44.620								
THERMO FISHER SCIENTIFIC INC (TMO)	11/19/10	205.000	51.268	10,509.90	**13,027.75**	2,517.85 LT	123.00	0.94
Share Price: $63.550; Next Dividend Payable 01/2013								
TOTAL S A SPON ADR (TOT)	11/19/10	140.000	52.419	7,338 66	**7,022.40**	(316.26) LT	350.98	4.99
Share Price: $50.160								
VODAFONE GP PLC ADS NEW (VOD)	11/19/10	395.000	26.678	10,537.81	10,189.02	(348.79) LT		
	3/2/12	83.000	27.178	2,255 77	2,140.98	(114.79) ST		
	Total	478.000		12,793.58	**12,330.01**	(348.79) LT (114.79) ST	717.00	5.81
Share Price: $25.795; Next Dividend Payable 02/06/13								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	**91.9%**	**$247,728.73**	**$284,131.38**	**$30,406.44 LT** **$5,996.19 ST**	**$5,965.86** **$0.00**	**2.10%**

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AAC TECHNOLOGIES HLDG INC (AACAY)	3/19/12	5.000	$28 098	$140.49	$187.81	$47.32 ST		
	3/20/12	12.000	28.618	343.41	450.75	107.34 ST		
	3/22/12	9.000	28.459	256.13	338.06	81.93 ST		
	3/26/12	10.000	28.123	281.23	375.63	94.40 ST		
	10/18/12	12.000	35.790	429.48	450.75	21.27 ST		
	Total	48.000		1,450.74	**1,803.00**	352 26 ST	23.33	1.29
Share Price: $37.562								
ADVANCED SEMICNDCTR ENG SP ADR (ASX)	2/16/12	58.000	4.410	255.80	239.54	(16.26) ST		
	2/21/12	62.000	4.299	266 52	256.06	(10 46) ST		
	2/27/12	63.000	4.275	269.34	260.19	(9.15) ST		
	3/12/12	54.000	4.320	233.26	223.02	(10.24) ST		
	3/14/12	56.000	4.503	252.15	231.28	(20.87) ST		
	3/22/12	58.000	4 291	248.85	239.54	(9.31) ST		
	4/30/12	46.000	4.203	193.34	189.98	(3.36) ST		
	11/9/12	42.000	3 900	163.80	173.46	9.66 ST		
	11/19/12	35.000	3.894	136.28	144.55	8.27 ST		
	Total	474.000		2,019.34	**1,957.62**	(61.72) ST	28.44	1.45
Share Price: $4.130								
AGILE PPTY HLDGS LTD ADR (AGPYY)	6/14/12	3.000	64.887	194 66	199.50	4 84 ST		
	6/15/12	3.000	65.140	195.42	199.50	4 08 ST		
	9/10/12	6.000	54.915	329.49	399.00	69 51 ST		
	9/13/12	4.000	57.220	228 88	266.00	37 12 ST		
	10/3/12	4.000	57.210	228.84	266.00	37.16 ST		
	10/22/12	3.000	56.953	170.86	199.50	28.64 ST		
	Total	23.000		1,348.15	**1,529.50**	181.35 ST	53.96	3.52
Share Price: $66.500								
AKBANK TURK ANONIM SIRKETI ADR (AKBTY)	10/4/12	58.000	8.231	477.42	553.32	75 90 ST		
	10/17/12	44.000	9.346	411.23	419.76	8 53 ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	102.000		888.65	**973.08**	84.43 ST	8.87	0.91
Share Price: $9.540								
AMERICA MOVIL SA DE CV ADR L (AMX)	1/27/10	1.000	21.678	21.68	23.59	1.91 LT		
	6/18/10	4 000	25.440	101.76	94.36	(7.40) LT		
	10/5/10	8.000	27 386	219.09	188.72	(30.37) LT		
	10/13/10	20.000	28.199	563.97	471.80	(92.17) LT		
	5/10/11	12.000	26.273	315.27	283.08	(32.19) LT		
	5/17/11	10.000	24.799	247.99	235.90	(12.09) LT		
	5/24/11	12.000	25.909	310.91	283.08	(27.83) LT		
	1/10/12	8.000	22.714	181.71	188.72	7.01 ST		
	3/13/12	17.000	23.734	403.47	401 03	(2.44) ST		
	3/27/12	5.000	24.698	123.49	117.95	(5 54) ST		
	8/28/12	10.000	25.639	256.39	235.90	(20.49) ST		
	11/23/12	9.000	24.154	217.39	212.31	(5.08) ST		
	Total	116.000		2,963.12	**2,736.44**	(200.14) LT (26.54) ST	34.92	1.27
Share Price: $23.590								
ANHUI CONCH CEMENT ADR (AHCHY)	8/9/11	3.000	21.347	64.04	49.38	(14.66) LT		
	8/16/11	20.000	23.459	469.17	329.20	(139.97) LT		
	8/24/11	4.000	20 600	82.40	65.84	(16.56) LT		
	8/26/11	15.000	19.560	293 40	246.90	(46 50) LT		
	9/27/11	10.000	14.780	147.80	164.60	16.80 LT		
	9/10/12	13.000	14.403	187.24	213.98	26.74 ST		
	9/14/12	12.000	15.270	183.24	197 52	14.28 ST		
	9/20/12	5.000	15.226	76.13	82 30	6.17 ST		
	Total	82.000		1,503.42	**1,349.72**	(200.89) LT 47.19 ST	18.53	1.37
Share Price: $16.460								
ANTOFAGOSTA HLDGS PLC SP ADR (ANFGY)	4/6/11	6.000	48.323	289.94	248.10	(41.84) LT		
	4/7/11	6.000	48.068	288.41	248.10	(40.31) LT		
	5/13/11	12.000	37.635	451.62	496.20	44.58 LT		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	5/26/11	3.000	41.737	125.21	124.05	(1.16) LT		
	8/25/11	7.000	39 987	279.91	289.45	9.54 LT		
	3/13/12	5.000	38.946	194.73	206.75	12.02 ST		
	Total	39.000		1,629.82	**1,612.65**	(29.19) LT 12.02 ST	14 43	0.89
Share Price: $41.350								
BAIDU INC ADS (BIDU)	6/6/11	4.000	128.125	512.50	385.24	(127.26) LT		
	6/7/11	5 000	122.198	610.99	481.55	(129.44) LT		
	6/8/11	2.000	120.935	241.87	192.62	(49.25) LT		
	6/20/11	3.000	117.940	353.82	288.93	(64.89) LT		
	9/26/11	2 000	116.300	232.60	192.62	(39.98) LT		
	9/29/11	1.000	111.420	111 42	96.31	(15.11) LT		
	11/18/11	2.000	128.145	256.29	192.62	(63.67) LT		
	11/21/11	2.000	119.755	239.51	192.62	(46.89) LT		
	8/22/12	2.000	120.705	241.41	192.62	(48.79) ST		
	11/14/12	2.000	93.820	187.64	192.62	4.98 ST		
	Total	25.000		2,988.05	**2,407.75**	(536.49) LT (43 81) ST	—	—
Share Price: $96.310								
BANCO BRADESCO S A NEW (BBD)	8/4/11	15.000	17.508	262.62	252.60	(10 02) LT		
	8/17/11	4.000	17.495	69 98	67.36	(2.62) LT		
	2/7/12	14.000	18.464	258.50	235.76	(22.74) ST H		
	2/7/12	42 000	18.465	775.52	707.28	(68.24) ST		
	8/13/12	15.000	16.834	252.51	252.60	0.09 ST		
	9/18/12	15 000	17.506	262 59	252.60	(9.99) ST		
	Total	105.000		1,881.72	**1,768.20**	(12.64) LT (100.88) ST	10 82	0.61
Share Price: $16.840; Next Dividend Payable 12/2012								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CARLSBERG AS (CABGY)	4/19/12	14.000	17.299	242.18	273.14	30.96 ST		
	4/24/12	15.000	16.919	253.78	292.65	38.87 ST		
	4/26/12	14.000	17.169	240.37	273.14	32.77 ST		
	5/2/12	15.000	17.058	255.87	292.65	36.78 ST		
	7/2/12	11.000	16.124	177.36	214.61	37.25 ST		
	Total	69.000		1,169.56	**1,346.19**	176.63 ST	8.56	0.63
Share Price: $19.510								
CHINA COMMUNICATIONS CONSTR CO (CCCGY)	1/11/12	26.000	17.288	449.50	469.30	19.80 ST		
	1/19/12	14.000	17.851	249.92	252.70	2.78 ST		
	1/27/12	14.000	19.628	274.79	252.70	(22.09) ST		
	2/27/12	10.000	20.475	204.75	180.50	(24.25) ST		
	11/16/12	15.000	17.601	264.02	270.75	6.73 ST		
	Total	79.000		1,442.98	**1,425.95**	(17.03) ST	36.74	2.57
Share Price: $18.050								
CHINA CONSTRUCTION BANK CORP (CICHY)	2/8/11	33.000	17.484	576.96	501.93	(75.03) LT		
	2/17/11	33.000	17.316	571.42	501.93	(69.49) LT		
	3/2/11	20.000	17.681	353.62	304.20	(49.42) LT		
	3/7/11	14.000	17.896	250.54	212 94	(37.60) LT		
	3/9/11	10.000	18.382	183.82	152.10	(31.72) LT		
	3/25/11	16.000	18.729	299.66	243.36	(56.30) LT		
	4/18/11	11.000	18.996	208.96	167.31	(41.65) LT		
	4/21/11	44.000	19.244	846.72	669.24	(177.48) LT		
	Total	181.000		3,291 70	**2,753.01**	(538.69) LT	112 94	4.10
Share Price: $15.210								
CHINA MINSHENG BKG CORP LTD (CMAKY)	4/3/12	55.000	9 255	509.00	532 40	23.40 ST		
	4/13/12	47.000	9.721	456.90	454.96	(1.94) ST		
	Total	102.000		965.90	**987.36**	21.46 ST	58.45	5.91
Share Price: $9.680								
CHINA OVERSEAS LAN UNSPN ADR (CAOVY)	6/13/12	3.000	67.207	201.62	264.90	63 28 ST		
	6/14/12	3.000	67.090	201.27	264.90	63.63 ST		
	6/15/12	3.000	68.420	205.26	264.90	59.64 ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	6/20/12	3.000	67.653	202.96	264.90	61.94 ST		
	7/27/12	3.000	69 443	208 33	264.90	56 57 ST		
	8/9/12	4 000	69.430	277.72	353.20	75.48 ST		
	Total	19.000		1,297 16	**1,677.70**	380.54 ST	25.29	1.50
Share Price: $88.300								
CNOOC LTD ADS (CEO)	12/11/09	2.000	155 760	311.52	426.32	114.80 LT		
	7/26/10	1.000	169.050	169.05	213.16	44.11 LT		
	10/4/10	1.000	202.690	202.69	213.16	10.47 LT		
	10/7/10	2.000	207.675	415.35	426.32	10.97 LT		
	3/9/11	1.000	234.020	234.02	213.16	(20 86) LT		
	8/5/11	2.000	200.940	401.88	426.32	24.44 LT		
	10/19/11	2.000	173.800	347.60	426.32	78 72 LT		
	Total	11 000		2,082.11	**2,344.76**	262.65 LT	54.88	2.34
Share Price: $213.160								
COMPANIA DE MINAS BUENAVENTURA (BVN)	1/10/12	11 000	40.197	442.17	360.47	(81.70) ST		
	1/25/12	7.000	39.930	279.51	229.39	(50.12) ST		
	2/23/12	2 000	42.310	84.62	65.54	(19.08) ST		
	5/9/12	4 000	39.180	156.72	131.08	(25.64) ST		
	5/21/12	4.000	36.833	147.33	131.08	(16.25) ST		
	5/23/12	3.000	36.990	110.97	98.31	(12.66) ST		
	6/20/12	1.000	39.910	39.91	32.77	(7 14) ST		
	8/23/12	5.000	34.158	170.79	163.85	(6.94) ST		
	Total	37.000		1,432.02	**1,212.49**	(219.53) ST	21.28	1.75
Share Price: $32.770; Next Dividend Payable 12/07/12								
CREDICORP LTD (BAP)	8/31/12	5.000	119.818	599.09	699.50	100.41 ST		
	9/5/12	2.000	117.515	235.03	279.80	44.77 ST		
	9/11/12	4.000	121.058	484.23	559.60	75.37 ST		
	Total	11.000		1,318.35	**1,538.90**	220.55 ST	25.30	1.64
Share Price. $139.900; Next Dividend Payable 05/2013								
DONGFENG MTR GROUP CO LTD ADR (DNFGY)	11/26/12	7.000	72.119	504.83	**489.09**	(15.74) ST	8.65	1.76
Share Price: $69.870								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
DR REDDY'S LABORATORIES LTD (RDY)	6/25/12	15.000	27.632	414.48	503.10	88.62 ST		
	6/28/12	7.000	28.144	197.01	234.78	37.77 ST		
	10/8/12	10.000	32.749	327.49	335.40	7.91 ST		
	Total	32.000		938.98	**1,073.28**	134.30 ST	7.30	0.68
Share Price: $33.540								
GAZPROM O A O SPON ADR (OGZPY)	12/11/09	42 000	11 022	462.91	373 80	(89.11) LT		
	11/9/10	24 000	11.575	277.79	213.60	(64.19) LT		
	2/1/11	14.000	13.776	192 86	124.60	(68.26) LT		
	2/1/11	4.000	13.775	55.10	35.60	(19 50) LT		
	7/27/12	24.000	9.333	224.00	213.60	(10.40) ST		
	Total	108.000		1,212.66	**961.20**	(241.06) LT (10.40) ST	49.14	5.11
Share Price: $8.900								
HDFC BANK LTD ADR (HDB)	1/4/11	3.000	32.722	98.16	126 36	28.20 LT		
	1/6/11	10.000	31.348	313.48	421.20	107.72 LT		
	1/6/11	10.000	31.348	313.48	421.20	107.72 LT		
	3/3/11	10.000	31.230	312 30	421.20	108.90 LT		
	3/18/11	5.000	30.988	154 94	210.60	55.66 LT		
	8/18/11	14.000	31.537	441 52	589.68	148.16 LT		
	Total	52.000		1,633 88	**2,190.24**	556.36 LT	11.13	0.50
Share Price: $42.120								
ICICI BANK LTD (IBN)	1/31/12	13.000	36 374	472.86	532.87	60.01 ST		
	1/31/12	7.000	36.373	254.61	286.93	32.32 ST		
	3/13/12	7.000	37.429	262.00	286.93	24.93 ST		
	3/27/12	2.000	34.980	69 96	81.98	12.02 ST		
	4/30/12	12.000	33.812	405.74	491.88	86.14 ST		
	7/3/12	12 000	33 193	398 32	491.88	93.56 ST		
	11/23/12	9.000	37.544	337.90	368.91	31.01 ST		
	11/26/12	7.000	38.011	266.08	286.93	20.85 ST		
	Total	69.000		2,467.47	**2,828.31**	360.84 ST	39.61	1.40
Share Price: $40.990								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
INDUSTRIAL & COML BK CHINA ADR (IDCBY)	7/25/11	27.000	15.042	406.14	362.07	(44.07) LT		
	7/27/11	37.000	15.400	569 79	496.17	(73.62) LT		
	8/4/11	20.000	14.561	291.22	268.20	(23.02) LT		
	8/10/11	34.000	13.201	448.82	455.94	7.12 LT		
	11/4/11	20.000	12.955	259 10	268.20	9.10 LT		
	1/6/12	17.000	12.176	206.99	227.97	20.98 ST		
	2/27/12	12.000	14.347	172 16	160.92	(11.24) ST		
	Total	167.000		2,354.22	**2,239.47**	(124.49) LT 9.74 ST	88.01	3.92
Share Price: $13.410								
INFOSYS LIMITED ADR (INFY)	4/6/11	4.000	73.240	292.96	177.80	(115.16) LT		
	4/15/11	5.000	62.996	314.98	222.25	(92.73) LT		
	8/25/11	9.000	48.078	432.70	400.05	(32.65) LT		
	4/13/12	5.000	48.876	244.38	222.25	(22.13) ST		
	Total	23.000		1,285.02	**1,022.35**	(240.54) LT (22.13) ST	14.49	1.41
Share Price: $44.450								
ISHARES MSCI STH KOREA IND FD (EWY)	1/3/12	16.000	54.393	870.29	954.24	83.95 ST		
	1/9/12	18.000	52.143	938.57	1,073.52	134.95 ST		
	2/21/12	18.000	59.209	1,065.76	1,073.52	7.76 ST		
	2/22/12	18.000	59.034	1,062.61	1,073.52	10.91 ST		
	Total	70.000		3,937.23	**4,174.80**	237.57 ST	26.11	0.62
Share Price: $59.640; Next Dividend Payable 12/2012								
ITAU UNIBANCO MULTIPLE ADR (ITUB)	12/11/09	33.000	23.096	762.16	499.95	(262.21) LT		
	6/17/10	32.000	19.543	625.39	484.80	(140.59) LT		
	10/5/10	17.000	25.258	429.38	257.55	(171.83) LT		
	10/11/10	18.000	25.688	462.38	272.70	(189.68) LT		
	11/12/10	31.000	24.548	761.00	469.65	(291.35) LT		
	12/10/10	10.000	22.797	227.97	151.50	(76.47) LT		
	6/14/11	1.000	22.390	22.39	15.15	(7.24) LT		
	7/14/11	20.000	20.121	402.42	303.00	(99.42) LT		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	7/26/11	3.000	20.887	62 66	45.45	(17.21) LT		
	8/29/11	3 000	17.390	52.17	45 45	(6.72) LT		
	9/18/12	9.000	16.921	152 29	136.35	(15.94) ST		
	Total	177.000		3,960.21	**2,681.55**	(1,262.72) LT (15.94) ST	15.75	0.58
Share Price: $15.150; Next Dividend Payable 12/13/12								
JIANGXI COPPER CO LTD (JIXAY)	8/4/11	4.000	136.678	546.71	408.84	(137.87) LT		
	8/12/11	2.000	118.440	236.88	204.42	(32.46) LT		
	8/26/11	2.000	106.340	212.68	204.42	(8.26) LT		
	9/27/11	3.000	69.307	207.92	306.63	98.71 LT		
	Total	11.000		1,204.19	**1,124.31**	(79.88) LT	43 41	3.86
Share Price. $102.210								
JSC MMC NORILSK NICKEL ADR (NILSY)	9/13/12	38 000	15.858	602.59	601.16	(1.43) ST		
	9/21/12	21.000	16.255	341.35	332 22	(9.13) ST		
	Total	59.000		943.94	**933.38**	(10.56) ST	29.03	3.11
Share Price: $15.820								
KB FINANCIAL GRP INC SONS ADR (KB)	12/11/09	5.000	52.720	263.60	164.35	(99.25) LT		
	6/28/10	11.000	41 125	452.38	361.57	(90.81) LT		
	6/29/10	2.000	39 050	78.10	65.74	(12.36) LT		
	9/1/10	8.000	42.310	338.48	262.96	(75.52) LT		
	10/11/10	12.000	46.928	563.13	394.44	(168.69) LT		
	4/25/11	6.000	50.012	300.07	197.22	(102.85) LT		
	9/28/11	2.000	33.700	67 40	65.74	(1.66) LT		
	11/17/11	10.000	33.593	335.93	328.70	(7.23) LT		
	7/30/12	6.000	31.258	187.55	197.22	9.67 ST		
	8/21/12	1.000	33.450	33.45	32.87	(0.58) ST		
	9/19/12	2.000	37.120	74.24	65.74	(8.50) ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	65.000		2,694.33	**2,136.55**	(558 37) LT 0.59 ST	30.94	1 44
Share Price: $ 32.870								
KEPPEL CORP LTD ADR SPONSORED (KPELY)	2/9/12	33.000	17 507	577.73	580.14	2.41 ST		
	4/4/12	29.000	17.517	508.00	509.82	1.82 ST		
	7/17/12	14.000	17.461	244.46	246.12	1.66 ST		
	Total	76.000		1,330.19	**1,336.08**	5.89 ST	53.50	4.00
Share Price: $ 17.580								
LAS VEGAS SANDS CORPORATION (LVS)	12/15/10	3.000	42.389	127.17	139.95	12.78 LT		
	3/3/11	2.000	43.525	87.05	93 30	6.25 LT		
	3/14/11	4.000	38.550	154.20	186.60	32.40 LT		
	5/31/11	8.000	41.343	330.74	373.20	42 46 LT		
	8/8/11	18.000	37.388	672.99	839.70	166.71 LT		
	7/23/12	7.000	38 480	269.36	326.55	57.19 ST		
	Total	42.000		1,641.51	**1,959.30**	260.60 LT 57.19 ST	42.00	2.14
Share Price. $ 46.650; Next Dividend Payable 12/2012								
MARKET VECTORS ETF INDIA S/C (SCIF)	11/2/12	45.000	10.750	483.75	504.90	21.15 ST		
	11/19/12	20.000	10.530	210.60	224.40	13.80 ST		
	11/27/12	6.000	10.640	63.84	67.32	3.48 ST		
	Total	71.000		758.19	**796.62**	38.43 ST	—	—
Share Price: $ 11.220								
MOBILE TELESYSTEMS OJSC (MBT)	1/18/11	4.000	20.635	82.54	69.72	(12.82) LT		
	1/24/11	5.000	19.716	98 58	87.15	(11.43) LT		
	2/18/11	4.000	19.343	77.37	69.72	(7.65) LT		
	7/1/11	15.000	18.820	282.30	261.45	(20.85) LT		
	8/10/11	26.000	15.749	409.47	453.18	43.71 LT		
	11/27/12	16.000	16.941	271.05	278.88	7 83 ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	70.000		1,221.31	**1,220.10**	(9.04) LT 7.83 ST	51.80	4.24
Share Price. $17.430								
NASPERS LIMITED ADS (NPSNY)	6/25/10	3.000	35.257	105 77	185.13	79.36 LT		
	7/13/10	12.000	36.828	441 94	740.52	298.58 LT		
	11/2/10	6.000	52.988	317 93	370.26	52.33 LT		
	1/26/11	5.000	54.562	272.81	308.55	35.74 LT		
	2/1/11	6.000	53.135	318 81	370.26	51.45 LT		
	Total	32.000		1,457.26	**1,974.72**	517.46 LT	11.14	0.56
Share Price: $61.710								
OIL CO LUKOIL SPN ADR (LUKOY)	10/6/10	10.000	59.025	590.25	629.30	39.05 LT		
	10/7/10	1.000	58.660	58.66	62.93	4.27 LT		
	10/25/10	4.000	57.765	231.06	251.72	20.66 LT		
	11/4/10	5.000	58 650	293.25	314.65	21.40 LT		
	12/21/10	3.000	56.870	170.61	188.79	18.18 LT		
	3/16/11	1.000	67.920	67.92	62.93	(4.99) LT		
	3/30/11	4.000	71.250	285.00	251.72	(33.28) LT		
	2/1/12	3.000	59.077	177.23	188.79	11.56 ST		
	2/27/12	5.000	64.098	320.49	314.65	(5.84) ST		
	4/3/12	3.000	62 157	186.47	188.79	2.32 ST		
	5/2/12	4.000	60.843	243.37	251.72	8.35 ST		
	6/29/12	4.000	55.375	221 50	251.72	30.22 ST		
	Total	47 000		2,845 81	**2,957.71**	65.29 LT 46.61 ST	92.36	3.12
Share Price: $62.930								
PACIFIC RUBIALES ENERGY CO NEW (PEGFF)	7/12/11	13.000	24.874	323.36	282.36	(41 00) LT		
	7/14/11	11.000	25.224	277.46	238.92	(38 54) LT		
	8/29/11	3.000	25.357	76.07	65.16	(10.91) LT		
	9/26/11	12.000	21.396	256.75	260.64	3.89 LT		
	9/29/11	4.000	21.033	84.13	86.88	2.75 LT		
	9/30/11	7 000	20.797	145.58	152.04	6.46 LT		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	10/28/11	4.000	24.410	97.64	86.88	(10.76) LT		
	6/11/12	9.000	23 951	215.56	195.48	(20.08) ST		
	6/29/12	8.000	21.890	175.12	173.76	(1.36) ST		
	11/15/12	11.000	22.395	246.34	238.92	(7 42) ST		
	Total	82.000		1,898.01	**1,781.04**	(88.11) LT (28.86) ST	36.08	2.02
Share Price: $21.720; Next Dividend Payable 12/2012								
PETROLEO BRAS SA ADS (PBR)	3/24/10	11.000	44.855	493.41	197.67	(295.74) LT		
	10/14/10	15.000	34.950	524.25	269.55	(254.70) LT		
	12/3/10	2.000	34.065	68.13	35.94	(32.19) LT		
	2/18/11	1.000	37.860	37 86	17.97	(19.89) LT		
	4/7/11	6.000	40.627	243.76	107.82	(135.94) LT		
	2/14/12	6 000	29.560	177 36	107.82	(69.54) ST		
	9/4/12	2.000	20.670	41 34	35 94	(5.40) ST		
	11/30/12	5 000	17.940	89 70	89.85	0.15 ST		
	Total	48.000		1,675 81	**862.56**	(738.46) LT (74.79) ST	5.28	0.61
Share Price: $17.970								
PETROLEO BRASILEIRO SA ADR (PBR'A)	12/11/09	29.000	43.616	1,264.87	508.95	(755.92) LT		
	12/3/10	1.000	30.820	30.82	17.55	(13.27) LT		
	2/18/11	4.000	33.395	133.58	70.20	(63.38) LT		
	4/7/11	6.000	35 672	214.03	105.30	(108.73) LT		
	2/14/12	6.000	27.665	165.99	105.30	(60.69) ST		
	7/23/12	3.000	18.310	54.93	52.65	(2.28) ST		
	11/30/12	21.000	17.850	374.84	368.55	(6.29) ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	70.000		2,239.06	**1,228.50**	(941.30) LT (69.26) ST	7.70	0.62
Share Price: $ 17.550								
POSCO ADS (PKX)	11/2/10	2.000	104.535	209.07	148.78	(60.29) LT		
	12/2/10	5.000	103.244	516.22	371.95	(144.27) LT		
	9/10/12	4.000	81.550	326.20	297 56	(28.64) ST		
	11/21/12	3.000	71.873	215.62	223.17	7.55 ST		
	Total	14.000		1,267.11	**1,041.46**	(204.56) LT (21.09) ST	24.37	2.33
Share Price: $ 74.390								
PT BK MANDIRI PERSERO TBK UNSP (PPERY)	1/24/12	6.000	7.869	47.21	50.76	3.55 ST		
	2/9/12	36.000	7.162	257.84	304.56	46.72 ST		
	4/3/12	33.000	7.786	256.94	279.18	22.24 ST		
	4/27/12	29 000	7 965	230.99	245.34	14.35 ST		
	Total	104.000		792.98	**879.84**	86.86 ST	8.11	0.92
Share Price: $ 8.460								
PT PERUSAHAAN GAS NEGARA PERSE (PPAAY)	6/6/12	9.000	19.254	173.28	198.63	25.35 ST		
	6/7/12	4.000	19.573	78.29	88.28	9.99 ST		
	7/5/12	7.000	19 206	134.44	154.49	20.05 ST		
	8/29/12	20.000	19.354	387.08	441.40	54.32 ST		
	Total	40.000		773.09	**882.80**	109.71 ST	45.60	5.16
Share Price: $ 22.070								
SBERBANK RUSSIA SPONSORED ADR (SBRCY)	8/10/11	30.000	11.945	358.35	354.00	(4.35) LT		
	8/15/11	16.000	12.300	196.80	188.80	(8 00) LT		
	8/17/11	18.000	12.248	220 47	212.40	(8 07) LT		
	10/12/11	15.000	9.595	143.92	177.00	33.08 LT		
	10/25/11	33 000	10 789	356.05	389.40	33.35 LT		
	9/6/12	13.000	11.748	152.73	153.40	0 67 ST		
	9/17/12	29.000	12.577	364.72	342.20	(22 52) ST		
	9/19/12	38.000	12.124	460.70	448.40	(12.30) ST		
	9/27/12	21.000	11.660	244 87	247.80	2 93 ST		

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	213.000		2,498.61	**2,513.40**	46.01 LT (31.22) ST	41.32	1.64
Share Price: $11.800								
SHINHAN FINANCIAL GROUP CO LTD (SHG)	12/11/09	20.000	39 223	784 45	640.80	(143.65) LT		
	10/8/10	18.000	41.646	749 62	576.72	(172.90) LT		
	10/13/10	4.000	40 683	162.73	128.16	(34.57) LT		
	4/25/11	6.000	43.200	259.20	192.24	(66.96) LT		
	11/17/11	10.000	35.260	352 60	320.40	(32.20) LT		
	7/31/12	2.000	31.925	63.85	64.08	0.23 ST		
	8/22/12	6.000	32.708	196.25	192.24	(4.01) ST		
	9/19/12	2.000	34.960	69.92	64.08	(5.84) ST		
	Total	68.000		2,638.62	**2,178.72**	(450.28) LT (9.62) ST	34.34	1.57
Share Price: $32.040								
SILICON PREC IND LTD SP ADR (SPIL)	2/17/12	44.000	5 798	255.09	237.60	(17.49) ST		
	2/21/12	50.000	5.605	280.27	270.00	(10.27) ST		
	3/14/12	38.000	5 937	225.61	205.20	(20.41) ST		
	3/19/12	41.000	5.954	244 11	221.40	(22.71) ST		
	3/21/12	47.000	5 714	268.58	253.80	(14.78) ST		
	3/28/12	26.000	5.949	154 68	140.40	(14.28) ST		
	3/29/12	6.000	5 968	35.81	32.40	(3.41) ST		
	4/2/12	42.000	6.000	252.00	226.80	(25.20) ST		
	5/2/12	23.000	5.958	137.03	124 20	(12.83) ST		
	5/3/12	3.000	5.877	17.63	16.20	(1.43) ST		
	8/21/12	4.000	5.700	22.80	21.60	(1.20) ST		
	11/12/12	22.000	4.945	108.80	118 80	10.00 ST		
	Total	346.000		2,002 41	**1,868.40**	(134 01) ST	58.47	3.12
Share Price. $5.400								
SILVER STANDARD RESOURCES INC (SSRI)	5/23/11	8.000	27.694	221 55	108.00	(113.55) LT		
	5/26/11	8.000	28.470	227.76	108.00	(119.76) LT		
	8/4/11	14.000	26.253	367.54	189.00	(178.54) LT		
	8/15/11	6.000	26.927	161 56	81.00	(80.56) LT		
	9/12/11	9.000	26.240	236.16	121.50	(114.66) LT		

CONTINUED

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	9/27/11	2.000	21 785	43.57	27.00	(16.57) LT		
	10/5/11	8.000	18.143	145.14	108 00	(37.14) LT		
	10/12/11	4.000	19 253	77.01	54.00	(23.01) LT		
	10/21/11	7.000	16.997	118.98	94.50	(24.48) LT		
	1/24/12	8.000	15.328	122.62	108.00	(14.62) ST		
	4/27/12	9.000	13.814	124.33	121.50	(2.83) ST		
	4/30/12	2 000	13.740	27.48	27.00	(0.48) ST		
	5/2/12	5.000	13 930	69.65	67.50	(2.15) ST		
	5/7/12	10.000	12.828	128.28	135.00	6.72 ST		
	5/23/12	7.000	11 241	78.69	94.50	15.81 ST		
	5/31/12	5.000	10.808	54 04	67.50	13.46 ST		
	6/21/12	10.000	12.345	123.45	135.00	11 55 ST		
	Total	122.000		2,327 81	**1,647.00**	(708.27) LT 27.46 ST	—	—
Share Price: $13.500								
SOUTHERN COPPER CORP (SCCO)	1/12/12	6.000	33.100	198 60	217.80	19.20 ST		
	1/13/12	8.000	32 764	262.11	290.40	28.29 ST		
	2/16/12	17.000	32 564	553.59	617.10	63 51 ST		
	2/21/12	3.000	32.747	98 24	108.90	10.66 ST		
	2/27/12	4.000	32.718	130.87	145.20	14 33 ST		
	4/3/12	6.000	31.888	191 33	217.80	26.47 ST		
	Total	44.000		1,434.74	**1,597.20**	162 46 ST	163.24	10.22
Share Price: $36.300; Next Dividend Payable 02/2013								
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	10/8/10	20.000	10.351	207.01	345.40	138.39 LT		
	10/11/10	98.000	10.349	1,014.19	1,692.46	678.27 LT		
	4/20/11	25.000	12.348	308 70	431.75	123.05 LT		
	10/6/11	8.000	11.743	93.94	138.16	44.22 LT		
	3/19/12	2.000	15.040	30.08	34.54	4.46 ST		
	11/20/12	21 000	16 211	340.43	362.67	22.24 ST		
	Total	174.000		1,994.35	**3,004.98**	983.93 LT 26.70 ST	69.25	2.30
Share Price: $17.270								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
TATA MOTORS LTD (TTM)	6/25/12	20.000	21.373	427.45	501.40	73.95 ST		
	6/26/12	9.000	21.499	193.49	225.63	32.14 ST		
	6/28/12	11.000	21.170	232.87	275.77	42.90 ST		
	8/3/12	2.000	20 645	41.29	50.14	8.85 ST		
	11/6/12	16.000	25.099	401.58	401.12	(0.46) ST		
	Total	58.000		1,296.68	**1,454.06**	157.38 ST	19.37	1.33
Share Price: $25.070								
TENCENT HLDGS LTD UNSPON ADR (TCEHY)	4/4/11	14.000	25.072	351 00	455.00	104.00 LT		
	4/8/11	13.000	26.537	344 98	422.50	77 52 LT		
	Total	27.000		695.98	**877.50**	181.52 LT	2.35	0.26
Share Price: $32.500								
THE INDIA FUND INC (IFN)	7/13/12	21.000	20.302	426.34	**476.28**	49.94 ST	—	—
Share Price. $22.680								
TIM PARTICIPACOES SA SPON NEW (TSU)	5/4/12	17.000	27.775	472.17	301.41	(170.76) ST		
	5/8/12	9.000	27.419	246.77	159.57	(87.20) ST		
	5/11/12	7.000	27.947	195.63	124.11	(71.52) ST		
	5/21/12	9.000	25.199	226.79	159.57	(67.22) ST		
	10/3/12	10.000	18.133	181 33	177.30	(4 03) ST		
	10/26/12	23.000	16.791	386.20	407.79	21.59 ST		
	Total	75.000		1,708 89	**1,329.75**	(379.14) ST	21.53	1.61
Share Price: $17.730								
TURKIYE GARANTI BANKASI A S (TKGBY)	1/6/11	9.000	5.422	48 80	43.83	(4 97) LT		
	1/7/11	44.000	5.385	236.96	214.28	(22.68) LT		
	1/12/11	35.000	5.103	178.60	170.45	(8.15) LT		
	9/28/11	22.000	4.033	88.73	107.14	18.41 LT		
	10/25/11	62.000	3 595	222 89	301.94	79.05 LT		
	6/6/12	91.000	3.403	309.64	443.17	133.53 ST		
	8/8/12	65.000	4.023	261.49	316.55	55.06 ST		
	8/10/12	64.000	4.097	262 22	311.68	49.46 ST		
	Total	392.000		1,609.33	**1,909.04**	61.66 LT 238.05 ST	22.34	1.17
Share Price: $4.870								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
VALE S.A (VALE)	1/14/10	16.000	30.826	493.21	278.88	(214.33) LT		
	1/22/10	7.000	27.980	195.86	122.01	(73.85) LT		
	2/8/10	18.000	25.527	459.49	313.74	(145.75) LT		
	8/2/10	5.000	29 000	145.00	87.15	(57.85) LT		
	8/5/10	3.000	28.983	86.95	52.29	(34.66) LT		
	8/9/10	9.000	29.178	262.60	156.87	(105.73) LT		
	8/17/10	5.000	28.748	143.74	87.15	(56.59) LT		
	10/21/10	14.000	31 962	447.47	244.02	(203.45) LT		
	2/18/11	5.000	35.172	175.86	87 15	(88.71) LT		
	4/28/11	12.000	33.140	397.68	209.16	(188.52) LT		
	5/3/11	11.000	32.155	353.71	191.73	(161.98) LT		
	6/18/12	12.000	19.315	231.78	209.16	(22.62) ST		
	9/14/12	20.000	19.521	390.41	348.60	(41.81) ST		
	Total	137.000		3,783.76	**2,387.91**	(1,331.42) LT (64.43) ST	42.47	1.77
Share Price: $17.430								
YAMANA GOLD INC (AUY)	10/10/11	7.000	14.389	100.72	131.60	30.88 LT		
	10/11/11	17.000	14.504	246.57	319.60	73.03 LT		
	10/24/11	16.000	14.704	235.27	300.80	65.53 LT		
	10/25/11	16.000	15.294	244.70	300.80	56.10 LT		
	10/26/11	18.000	14.904	268.27	338 40	70.13 LT		
	5/23/12	5.000	14.058	70.29	94.00	23.71 ST		
	6/20/12	3.000	16.317	48 95	56.40	7.45 ST		
	Total	82.000		1,214.77	**1,541.60**	295.67 LT 31.16 ST	21.32	1.38
Share Price: $18.800, Next Dividend Payable 01/2013								
YANDEX N.V. A (YNDX)	6/7/12	22.000	18.993	417.85	480.04	62.19 ST		
	6/13/12	6.000	17.008	102.05	130.92	28.87 ST		
	6/20/12	10.000	18 534	185.34	218.20	32.86 ST		
	10/15/12	3.000	22.970	68.91	65.46	(3.45) ST		
	Total	41.000		774.15	**894.62**	120.47 ST	—	—
Share Price: $21.820								

CONTINUED

Holdings

Account: 240-xx003

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ZIJIN MNG GRP CO LTD ADR CL H (ZIJMY)	6/6/12	62.000	7.166	444.30	491.66	47.36 ST		
	9/5/12	10.000	6.396	63.96	79.30	15.34 ST		
	Total	72.000		508.26	**570.96**	62.70 ST	18.29	3.20
Share Price: $ 7.930								
ZOOMLION HEAVY INDUS UNS ADR (ZLIOY)	6/8/12	33.000	13.053	430.74	422.07	(8.67) ST		
	8/2/12	42.000	11.809	495.98	537.18	41.20 ST		
	9/5/12	11.000	10 035	110.38	140.69	30.31 ST		
	10/17/12	23.000	13.191	303.40	294.17	(9.23) ST		
	Total	109.000		1,340.50	**1,394.11**	53.61 ST	34.99	2.50
Share Price: $ 12.790								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	**97.1%**	**$ 96,965.28**	**$ 93,845.11**	**$ (5,265.39) LT** **$ 2,145.22 ST**	**$ 1,827.53** **$ 0.00**	**1.95%**

Holdings

Account: 240-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ALLEGIANT TRAVEL CO (ALGT)	12/21/09	15.000	$47.440	$711.60	$1,110.30	$398.70 LT		
	6/29/11	29.000	49 652	1,439.92	2,146.58	706.66 LT		
	Total	44.000		2,151.52	**3,256.88**	1,105.36 LT	—	—
Share Price: $74.020; Next Dividend Payable 12/14/12								
BRUKER CORPORATION (BRKR)	12/15/11	195.000	12.324	2,403.18	2,847 00	443.82 ST		
	6/27/12	71.000	13.043	926.02	1,036.60	110.58 ST		
	Total	266.000		3,329 20	**3,883.60**	554.40 ST	—	—
Share Price: $14.600								
CHICOS FAS INC (CHS)	12/2/10	201.000	12.396	2,491.56	**3,748.65**	1,257.09 LT	42.21	1.12
Share Price: $18.650; Next Dividend Payable 12/17/12								
CINEMARK HOLDINGS INC. (CNK)	6/17/11	187.000	20.033	3,746.17	**5,086.40**	1,340.23 LT	157.08	3.08
Share Price: $27.200, Next Dividend Payable 12/07/12								
DIEBOLD INC (DBD)	10/13/10	64.000	31.820	2,036.49	**1,914.24**	(122 25) LT	72.96	3.81
Share Price: $29.910; Next Dividend Payable 12/07/12								
ELECTRONICS FOR IMAGING INC (EFII)	9/28/11	160.000	14.315	2,290.38	**2,937.60**	647 22 LT	—	—
Share Price: $18.360								
ENERGY XXI BERMUDA LTD COM NEW (EXXI)	4/9/10	37.000	20.256	749.46	1,172.16	422.70 LT		
	6/1/10	53.000	14.199	752.55	1,679.04	926.49 LT		
	6/19/12	38.000	28.228	1,072.67	1,203.84	131.17 ST		
	Total	128.000		2,574.68	**4,055.04**	1,349.19 LT 131.17 ST	35.84	0.88
Share Price: $31.680; Next Dividend Payable 12/14/12								
FARO TECH INC (FARO)	11/8/12	73.000	35.220	2,571.04	**2,575.44**	4.40 ST	—	—
Share Price: $35.280								
FEI COMPANY (FEIC)	12/21/09	30.000	22.990	689.70	1,650.90	961.20 LT		
	6/30/10	33.000	19.715	650 59	1,815 99	1,165.40 LT		
	Total	63.000		1,340.29	**3,466.89**	2,126.60 LT	20.16	0.58
Share Price. $55.030; Next Dividend Payable 01/2013								

CONTINUED

Holdings

Account: 240-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
FINISH LINE INC CL A (FINL)	9/12/12	112.000	23.776	2,662.95	**2,310.56**	(352.39) ST	26.88	1.16
Share Price: $20.630; Next Dividend Payable 12/17/12								
FIRST CASH FINL SVCS INC (FCFS)	7/23/12	69.000	41.103	2,836.13	3,333.39	497.26 ST		
	7/26/12	16.000	40.369	645.91	772.96	127.05 ST		
	Total	85.000		3,482.04	**4,106.35**	624.31 ST	—	—
Share Price: $48.310								
FORWARD AIR CORP (FWRD)	10/8/09	25.000	24 000	600.00	831.25	231.25 LT		
	12/21/09	25.000	24.680	617.00	831.25	214.25 LT		
	4/11/11	53.000	31.332	1,660 59	1,762.25	101.66 LT		
	Total	103.000		2,877.59	**3,424.75**	547.16 LT	41.20	1.20
Share Price: $33.250; Next Dividend Payable 12/10/12								
GRAND CANYON ED INC COM (LOPE)	2/1/12	158.000	17.083	2,699.16	**3,741.44**	1,042.28 ST	—	—
Share Price: $23.680								
GULFPORT ENERGY CORP NEW (GPOR)	12/21/09	33.000	11.000	363.00	1,255.32	892.32 LT		
	5/14/12	69.000	21.186	1,461.81	2,624.76	1,162.95 ST		
	Total	102.000		1,824.81	**3,880.08**	892.32 LT 1,162.95 ST	—	—
Share Price: $38.040								
HANCOCK HLDG CO (HBHC)	9/25/12	82.000	32.281	2,647.04	**2,576.44**	(70.60) ST	78.72	3.05
Share Price: $31.420; Next Dividend Payable 12/2012								
HANESBRANDS INC (HBI)	11/26/10	117.000	27.931	3,267.96	**4,223.70**	955.74 LT	—	—
Share Price: $36.100								
HANGER INC (HGR)	7/19/10	144.000	18.336	2,640.33	**3,759.84**	1,119.51 LT	—	—
Share Price: $26.110								
HARSCO CORP (HSC)	7/13/12	117.000	20.731	2,425.49	**2,357.55**	(67.94) ST	95.94	4.06
Share Price: $20.150, Next Dividend Payable 02/2013								
HAYNES INTL INC (HAYN)	3/5/12	43.000	63.623	2,735.77	**2,001.22**	(734.55) ST	37.84	1.89
Share Price: $46.540; Next Dividend Payable 12/17/12								

CONTINUED

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
HEALTHSOUTH CP NEW (HLS)	7/5/12	167.000	23.284	3,888.49	**3,672.33**	(216.16) ST	—	—
Share Price: $21.990								
HEXCEL CORP NEW (HXL)	10/8/09	14.000	11.030	154.42	361.90	207.48 LT		
	12/21/09	56.000	12.940	724.64	1,447.60	722.96 LT		
	7/19/11	51.000	23.053	1,175.72	1,318.35	142.63 LT		
	Total	121.000		2,054.78	**3,127.85**	1,073.07 LT	—	—
Share Price: $25.850								
HITTITE MICROWAVE CORP COM (HITT)	9/20/11	44.000	54.701	2,406.85	2,669.92	263.07 LT		
	10/2/12	25.000	55.921	1,398.02	1,517.00	118.98 ST		
	Total	69.000		3,804.87	**4,186.92**	263.07 LT 118.98 ST	—	—
Share Price: $60.680								
INTREPID POTASH (IPI)	5/2/12	62.000	24.961	1,547.56	1,319.36	(228.20) ST		
	9/6/12	53 000	22.682	1,202.16	1,127.84	(74.32) ST		
	Total	115.000		2,749.72	**2,447.20**	(302.52) ST	—	—
Share Price: $21.280								
IPC THE HOSPITALIST COMP INC (IPCM)	5/10/10	74 000	30.702	2,271.98	**2,793.50**	521.52 LT	—	—
Share Price: $37.750								
JDS UNIPHASE CP NEW (JDSU)	9/30/10	29.000	12.868	373.17	351.77	(21.40) LT		
	10/19/10	109 000	11.420	1,244.73	1,322.17	77.44 LT		
	7/15/11	127.000	14.852	1,886.14	1,540.51	(345.63) LT		
	Total	265.000		3,504.04	**3,214.45**	(289.59) LT	—	—
Share Price: $12.130								
KIRBY CP (KEX)	10/8/09	23.000	35.490	816.27	1,331.24	514.97 LT		
	12/21/09	21.000	35.540	746.34	1,215.48	469.14 LT		
	Total	44.000		1,562.61	**2,546.72**	984.11 LT	—	—
Share Price: $57.880								

CONTINUED

Holdings

Account: 240-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
KOPPERS HOLDINGS INC (KOP)	11/7/12	43 000	35.504	1,526.66	**1,521.77**	(4.89) ST	41.28	2.71
Share Price: $35.390; Next Dividend Payable 01/07/13								
MASTEC INC (MTZ)	1/27/10	167.000	12.908	2,155.64	3,814.28	1,658.64 LT		
	10/15/12	13 000	20 785	270.21	296.92	26.71 ST		
	Total	180.000		2,425.85	**4,111.20**	1,658.64 LT 26.71 ST	—	—
Share Price: $22.840								
MENS WEARHOUSE INC (MW)	12/27/10	69.000	24.987	1,724.08	**2,238.36**	514.28 LT	49.68	2.21
Share Price: $32.440; Next Dividend Payable 12/2012								
MIDDLEBY CORP DEL (MIDD)	10/6/10	6.000	65.390	392.34	764.34	372.00 LT		
	5/27/11	16.000	85.982	1,375.71	2,038.24	662.53 LT		
	Total	22.000		1,768.05	**2,802.58**	1,034.53 LT	—	—
Share Price: $127.390								
NICE SYSTEMS LTD ADR (NICE)	11/19/12	79.000	33.143	2,618.30	**2,668.62**	50.32 ST	—	—
Share Price: $33 780								
OSI SYSTEMS INC (OSIS)	6/22/10	64 000	29.453	1,885.01	**3,921.92**	2,036.91 LT	—	—
Share Price: $61 280								
OWENS & MINOR INC NEW (OMI)	1/5/10	73 000	28.950	2,113.36	1,998.74	(114.62) LT		
	9/28/12	29.000	30.042	871.22	794.02	(77.20) ST		
	Total	102.000		2,984.58	**2,792.76**	(114.62) LT (77.20) ST	89.76	3.21
Share Price: $27.380; Next Dividend Payable 12/2012								
OXFORD INDUSTRIES INC (OXM)	9/12/12	69.000	55.963	3,861.47	**3,770.16**	(91.31) ST	41.40	1 09
Share Price: $54.640; Next Dividend Payable 01/2013								
PARAMETRIC TECH CORP NEW (PMTC)	10/11/11	100.000	16.986	1,698.55	2,025 00	326.45 LT		
	11/9/11	69.000	20.838	1,437.81	1,397.25	(40.56) LT		
	Total	169.000		3,136.36	**3,422.25**	285.89 LT	—	—
Share Price: $20.250								

CONTINUED

Holdings

Account: 240-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PLANTRONICS INC (PLT)	9/28/11	76.000	29.950	2,276.22	**2,555.88**	279.66 LT	30.40	1.18
Share Price: $33.630; Next Dividend Payable 12/10/12								
POLYPORE INTL INC (PPO)	5/30/12	65.000	37.846	2,459.97	2,668.25	208 28 ST		
	11/29/12	25.000	42 800	1,070.01	1,026.25	(43.76) ST		
	Total	90.000		3,529.98	**3,694.50**	164.52 ST	—	—
Share Price: $41.050								
PORTFOLIO RECOVERY ASSOC INC (PRAA)	3/21/12	30.000	70.595	2,117.85	**2,964.60**	846.75 ST	—	—
Share Price: $98.820								
PRICESMART INC (PSMT)	5/17/11	42.000	45.865	1,926.32	**3,255.84**	1,329.52 LT	25.20	0.77
Share Price: $77.520; Next Dividend Payable 02/2013								
RUSH ENTERPRISES INC CL A (RUSHA)	2/18/11	33.000	20.130	664.31	631.95	(32.36) LT		
	4/7/11	86 000	21.133	1,817.47	1,646.90	(170.57) LT		
	Total	119.000		2,481.78	**2,278.85**	(202.93) LT	—	—
Share Price: $19.150								
SIGNATURE BANK (SBNY)	10/8/09	6.000	28.180	169 08	420.96	251.88 LT		
	12/21/09	26.000	31.930	830.18	1,824.16	993.98 LT		
	Total	32.000		999 26	**2,245.12**	1,245.86 LT	—	—
Share Price: $70.160								
SNYDERS-LANCE INC (LNCE)	2/13/12	102.000	22.326	2,277 28	**2,456.16**	178.88 ST	65.28	2.65
Share Price: $24.080; Next Dividend Payable 02/2013								
STAGE STORES INC (SSI)	6/2/11	132.000	17.036	2,248.73	**3,414.84**	1,166.11 LT	52.80	1.54
Share Price: $25.870; Next Dividend Payable 12/19/12								
STEELCASE INC CLASS A (SCS)	8/15/12	272.000	9.255	2,517.39	**3,166.08**	648.69 ST	97.92	3.09
Share Price: $11.640; Next Dividend Payable 01/2013								
TEAM HEALTH HLDGS (TMH)	3/15/12	128.000	21.656	2,772.03	**3,582.72**	810.69 ST	—	—
Share Price: $27.990								
UMB FINANCIAL CORP (UMBF)	4/23/12	50.000	44.429	2,221.45	**2,119.00**	(102.45) ST	43.00	2.02
Share Price: $42.380; Next Dividend Payable 01/2013								
WENDY'S CO/THE (WEN)	11/17/11	452.000	5.228	2,363.10	**2,106.32**	(256.78) LT	72.32	3.43
Share Price: $4.660; Next Dividend Payable 12/17/12								

Holdings

Account: 240-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income *Accrued Interest*	Yield %
STOCKS	95.3%	$ 119,292.71	$ 146,385.17	$ 22,747.42 LT $ 4,345.04 ST	$ 1,217.87 $ 0.00	0.83%

2011 Form 990-PF	Corporate Bonds	Statement 5
Description	(b) Book Value	(c) Fair Market Value
50,000 Citigroup Funding Inc. Notes Linked to the Consumer Price Index Int: Variable Maturity: 6/26/2013	50,050.00	50,050.00
50,000 JP Morgan Chase & Co dated 1/30/2007 Int: 5.375% Maturity: 1/15/2014	52,611.00	52,611.00
25,000 Credit Suisse First Boston USA NOTSE-BK/Entry dated 8/17/2005 Int: 5.125% Maturity: 8/15/2015	27,754.25	27,754.25
25,000 NationsBank Corp. Sub Notes BK/Entry dated 9/24/1996 Int: 7.800% Maturity: 9/15/2016	29,368.50	29,368.50
25,000 General Electric Capital Corp. dated 9/24/2007 Int: 5.625% Maturity: 9/15/2017	29,505.25	29,505.25
25,000 General Electric Capital Corp. dated 2/11/2011 Int: 5.25% Maturity: 2/11/2021	28,955.00	28,955.00
Total to Form 990-PF, Part II, Line 10c	218,244.00	218,244.00

2011 Form 990-PF	Part VII-A Statements Regarding Activities	Statement 6

Line 8b: Why Form 990-PF has not been provided to the Attorney General of the State of Virginia:

Virginia does not require a copy of form 990-PF if the non-profit corporation does not have unrelated business income.

2011 Form 990-PF Part XV Supplementary Information Statement 7

Line 3a: Grants and Contributions Paid During the Year

Name and Address of Recipient	Reltionshp	Foundation Status	Purpose of grant or contribution	Amount
Wolf Trap Foundation For the Performing Arts Vienna, VA	None	501(c)	To support early childhood arts education	5,000.00
Donors Choose New York, NY	None	501(c)	To support elementary school education programs for needy children	4,335.31
Catalogue for Philanthropy Washington, DC	None	501(c)	To support early childhood arts education	4,000.00
Family Matters of Greater Washington Washington, DC	None	501(c)	To send needy children to summer camp	2,000.00
Temple Rodef Shalom Falls Church, VA	None	501(c)	To support religious education programs and provide food for needy families	7,060.00
Temple Sinai Stamford, CT	None	501(c)	To support religious education programs	1,200.00
University of Wisconsin Foundation Madison, WI	None	501(c)	To fund scholarships for graduate education in Computer Sciences	4,000.00
University of Michigan School of Music, Theatre and Dance Ann Arbor, Michigan	None	501(c)	To support theater education programs	100.00
The Bronx High School of Science Bronx, New York	None	501(c)	To support science and math education for high school students	130.00
U.S. Friends of the Sheldrick Wildlife Trust Indianapolis, IN	None	501(c)	To support wildlife conservation and education	200.00

KaBOOM! Washington, DC	None	501(c)	To fund playground construction in needy communities	1,000.00
WETA Washington, DC	None	501(c)	To support educational programming on public TV and radio	750.00
National Gallery of Art Washington, DC	None	501(c)	To support arts and arts education	1,000.00
Port Discovery Children's Museum Baltimore, MD	None	501(c)	To fund membership and field trips for needy families and children	500.00
Friends of the Washington and Old Dominion Trail Ashburn, VA	None	501(c)	To support park and recreation space	50.00
Planned Parenthood Federation of America New York, NY	None	501(c)	To support reproductive health issues	500.00
Pancreatic Cancer Action Network El Segundo, CA	None	501(c)	To support cancer research	150.00
SOME (So Others Might Eat) Washington, DC	None	501(c)	To feed & serve homeless and poor in Washington DC	4,000.00
Feeding America Chicago, IL	None	501(c)	To feed poor and homeless	2,000.00
Share Inc. McLean, VA	None	501(c)	To feed poor and homeless in Northern Virginia	2,000.00
Our Daily Bread Fairfax, VA	None	501(c)	To feed poor and homeless in Northern Virginia	2,000.00
Wikimedia Foundation San Francisco, CA	None	501(c)	To support the Wikipedia encyclopedia	30.00
Fairfax County Library Foundation Fairfax, VA	None	501(c)	To support educational initiatives in the Fairfax County library system	500.00
Fairfax County Park Foundation Fairfax, VA	None	501(c)	To support parks and recreation in Fairfax County	250.00

Amigos de las Americas Houston, TX	None	501(c)	To support leadership skill development and multi-cultural understanding through community service	200.00
New York Musical Theatre Festival New York, NY	None	501(c)	To support the development of musical theater and arts	1,000.00
1st Stage McLean, VA	None	501(c)	To support theatrical arts at the 1st Stage Theater	1,500.00
Signature Theater Arlington, VA	None	501(c)	To support theatrical arts at the Signature Theater	1,500.00
Total				**46,955.31**