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

**2012**

**For calendar year 2012, or tax year beginning , 2012, and ending ,**

Meyer and Ida Gordon Foundation 2
109 N. Post Oak Lane #300
Houston, TX 77024

**A** Employer identification number: 26-0307538

**B** Telephone number (see the instructions): 713-785-1700

**C** If exemption application is pending, check here ► ☐

**D** 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

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

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

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

**I** Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 3,019,751.

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

| **Part I** | **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)* | **(a)** Revenue and expenses per books | **(b)** Net investment income | **(c)** Adjusted net income | **(d)** Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|
| REVENUE 1 | Contributions, gifts, grants, etc, received (att sch) | | | | |
| 2 | Ck ► ☒ if the foundn is **not** req to att Sch B | | | | |
| 3 | Interest on savings and temporary cash investments | 1,706. | 1,706. | N/A | |
| 4 | Dividends and interest from securities | 50,027. | 50,027. | | |
| 5 a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6 a | Net gain/(loss) from sale of assets not on line 10 | 7,891. | | | |
| b | Gross sales price for all assets on line 6a 1,523,512. | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 7,891. | | |
| 8 | Net short-term capital gain | | | | |
| 9 | Income modifications | | | | |
| 10 a | Gross sales less returns and allowances | | | | |
| b | Less Cost of goods sold | | | | |
| c | Gross profit/(loss) (att sch) | | | | |
| 11 | Other income (attach schedule) | | | | |
| 12 | **Total.** Add lines 1 through 11 | 59,624. | 59,624. | | |
| OPERATING AND ADMINISTRATIVE EXPENSES 13 | Compensation of officers, directors, trustees, etc | 0. | | | |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | | | | |
| 16 a | Legal fees (attach schedule) | | | | |
| b | Accounting fees (attach sch) See St 1 | 2,500. | 1,250. | | 1,250. |
| c | Other prof fees (attach sch) See St 2 | 4,644. | 4,644. | | |
| 17 | Interest | | | | |
| 18 | Taxes (attach schedule)(see instrs) See Stm 3 | 600. | | | |
| 19 | Depreciation (attach sch) and depletion | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | | | | |
| 22 | Printing and publications | | | | |
| 23 | Other expenses (attach schedule) See Statement 4 | 1,117. | | | 1,117. |
| 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 8,861. | 5,894. | | 2,367. |
| 25 | Contributions, gifts, grants paid Part XV | 150,102. | | | 150,102. |
| 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 158,963. | 5,894. | | 152,469. |
| 27 | Subtract line 26 from line 12: | | | | |
| a | **Excess of revenue over expenses and disbursements** | -99,339. | | | |
| b | **Net investment income** (if negative, enter 0-) | | 53,730. | | |
| c | **Adjusted net income** (if negative, enter -0-) | | | | |

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| | | **Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions ) | Beginning of year<br>(a) Book Value | End of year<br>(b) Book Value | <br>(c) Fair Market Value |
|---|---|---|---|---|---|
| ASSETS | 1 | Cash – non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 974,483. | 1,334,532. | 1,334,532. |
| | 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 sch) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments – U S and state government obligations (attach schedule) | | | |
| | b | Investments – corporate stock (attach schedule) Statement 5 | | 336,977. | 337,193. |
| | c | Investments – corporate bonds (attach schedule) Statement 6 | 1,992,939. | 1,345,471. | 1,348,026. |
| | 11 | Investments – land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 | Investments – mortgage loans | | | |
| | 13 | Investments – other (attach schedule) | 148,897. | | |
| | 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) | 3,116,319. | 3,016,980. | 3,019,751. |
| LIABILITIES | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, & other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶ ) | | | |
| | 23 | **Total liabilities** (add lines 17 through 22) | 0. | 0. | |
| NET ASSETS OR FUND BALANCES | | **Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ ☐ | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.** ▶ ☒ | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| | 28 | Paid-in or capital surplus, or land, building, and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 3,116,319. | 3,016,980. | |
| | 30 | **Total net assets or fund balances** (see instructions) | 3,116,319. | 3,016,980. | |
| | 31 | **Total liabilities and net assets/fund balances** (see instructions) | 3,116,319. | 3,016,980. | |

## 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 | 3,116,319. |
| 2 | Enter amount from Part I, line 27a | 2 | -99,339. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 3,016,980. |
| 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 | 3,016,980. |

## 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 shares MLC Company) | (b) How acquired P — Purchase D — Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|---|---|---|---|---|
| 1a | Publicly - traded securities | P | Various | Various |
| b | Capital gain distributions | P | Various | Various |
| 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 | 1,522,884. | | 1,515,621. | 7,263. |
| b | 628. | | | 628. |
| c | | | | |
| d | | | | |
| e | | | | |

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

| | (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of column (i) over column (j), if any | (l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h)) |
|---|---|---|---|---|
| a | | | | 7,263. |
| b | | | | 628. |
| 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 | 7,891. |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | 3 | 0. |

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (column (b) divided by column (c)) |
|---|---|---|---|
| 2011 | 137,011. | 3,093,838. | 0.044285 |
| 2010 | 132,436. | 3,057,153. | 0.043320 |
| 2009 | 126,552. | 3,195,323. | 0.039605 |
| 2008 | 7,650. | 1,784,536. | 0.004287 |
| 2007 | 0. | 0. | 0.000000 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.131497 |
| 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 | 0.026299 |
| 4 | Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 | 4 | 3,026,749. |
| 5 | Multiply line 4 by line 3 | 5 | 79,600. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 537. |
| 7 | Add lines 5 and 6 | 7 | 80,137. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 152,469. |

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)

| | | | | |
|---|---|---|---|---|
| 1 a | Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1.<br>Date of ruling or determination letter _______ **(attach copy of letter if necessary – see instrs)** | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b | | 1 | 537. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 | 537. |
| 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 | 537. |
| 6 | Credits/Payments | | | |
| a | 2012 estimated tax pmts and 2011 overpayment credited to 2012 | 6a 607. | | |
| 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 | 607. |
| 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 | 0. |
| 10 | Overpayment If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► | | 10 | 70. |
| 11 | Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ► 70. | **Refunded** ► | 11 | 0. |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1 a | 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? | 1 a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? | 1 b | | X |
| | *If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1 c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>**(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?<br>*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 |
| 4 a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4 a | | X |
| b | If 'Yes,' has it filed a tax return on **Form 990-T** for this year? | 4 b | N/A | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>*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<br>• By language in the governing instrument, or<br>• 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, column (c), and Part XV* | 7 | X | |
| 8 a | Enter the states to which the foundation reports or with which it is registered (see instructions) ►<br>TX | | | |
| 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* | 8 b | 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses* | 10 | | X |

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

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

Website address ► N/A

14 The books are in care of ► Daniel Gordon Telephone no. ► 713-785-1700

Located at ► 109 N. Post Oak Lane, Ste 300 Houston TX ZIP + 4 ► 77024

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 N/A

| | | | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ► | | | |

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

| **File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.** | | | Yes | No |
|---|---|---|---|---|
| **1 a** 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)? | | 1 b | 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 2012? | | 1 c | | 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? | ☐ 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 ) | | 2 b | 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__ | | | | |
| **3 a** 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 2012 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 2012 )* | | 3 b | N/A | |
| **4 a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 4 a | | 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 2012? | | 4 b | | X |

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

5 a 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)? **5 b** 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)*

6 a 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? **6 b** No: X

*If 'Yes' to 6b, file Form 8870*

7 a 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 **7 b**

## 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 |
|---|---|---|---|---|
| Daniel Gordon<br>109 N. Post Oak Lane, Ste 300<br>Houston, TX 77024 | Trustee<br>1.00 | 0. | 0. | 0. |
| Annette Gordon<br>109 N. Post Oak Lane, Ste 300<br>Houston, TX 77024 | Trustee<br>1.00 | 0. | 0. | 0. |
| James Gordon<br>109 N. Post Oak Lane, Ste 300<br>Houston, TX 77024 | Trustee<br>1.00 | 0. | 0. | 0. |
| W. Lowrey Barfield<br>109 N. Post Oak Lane, Ste 300<br>Houston, TX 77024 | Trustee<br>1.00 | 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.<br>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 | 2,086,279. |
| b | Average of monthly cash balances | 1b | 986,563. |
| c | Fair market value of all other assets (see instructions) | 1c | |
| d | **Total** (add lines 1a, b, and c) | 1d | 3,072,842. |
| 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 | 3,072,842. |
| 4 | Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 | 46,093. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 3,026,749. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 151,337. |

## 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 | 151,337. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 — 2a 537. | | |
| b | Income tax for 2012 (This does not include the tax from Part VI ) — 2b | | |
| c | Add lines 2a and 2b | 2c | 537. |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 150,800. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 150,800. |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 | 150,800. |

## 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 | 152,469. |
| b | Program-related investments — total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 152,469. |
| 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 | 537. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 151,932. |

**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 2011 | (c) 2011 | (d) 2012 |
|---|---|---|---|---|
| 1 Distributable amount for 2012 from Part XI, line 7 | | | | 150,800. |
| 2 Undistributed income, if any, as of the end of 2012: | | | | |
| a Enter amount for 2011 only | | | 148,168. | |
| b Total for prior years 20 __, 20 __, 20 __ | | 0. | | |
| 3 Excess distributions carryover, if any, to 2012 | | | | |
| a From 2007 | | | | |
| b From 2008 | | | | |
| c From 2009 | | | | |
| d From 2010 | | | | |
| e From 2011 | | | | |
| f **Total** of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 152,469. | | | | |
| a Applied to 2011, but not more than line 2a | | | 148,168. | |
| 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 2012 distributable amount | | | | 4,301. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2012 *(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 2011. Subtract line 4a from line 2a Taxable amount – see instructions | | | 0. | |
| f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 | | | | 146,499. |
| 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 2007 not applied on line 5 or line 7 (see instructions) | 0. | | | |
| 9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2008 | | | | |
| b Excess from 2009 | | | | |
| c Excess from 2010 | | | | |
| d Excess from 2011 | | | | |
| e Excess from 2012 | | | | |

## 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 2012, 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) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | (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) )

None

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

None

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

**Part XV Supplementary Information** (continued)

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

| Recipient<br>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** | 150,102. |
| **b** *Approved for future payment* | | | | |
| **Total** | | | ► **3b** | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions ) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 1,706. | |
| 4 Dividends and interest from securities | | | 14 | 50,027. | |
| 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 | 7,891. | |
| 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) | | | | 59,624. | |

13 **Total.** Add line 12, columns (b), (d), and (e) 13 59,624.

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

2 a 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

Daniel P. Gordon | 5/10/13 | ▶ Trustee

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 |
|---|---|---|---|---|
| Jody Blazek | CPA | 5-7-13 | | P00072674 |

Firm's name ▶ Blazek & Vetterling | Firm's EIN ▶ 76-0269860

Firm's address ▶ 2900 Weslayan, Suite 200
Houston, TX 77027-5132 | Phone no (713) 439-5739

**Statement 1**
**Form 990-PF, Part I, Line 16b**
**Accounting Fees**

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|---|---|---|---|---|
| Tax Compliance | $ 2,500. | $ 1,250. | | $ 1,250. |
| Total | $ 2,500. | $ 1,250. | | $ 1,250. |

**Statement 2**
**Form 990-PF, Part I, Line 16c**
**Other Professional Fees**

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|---|---|---|---|---|
| Investment fees | $ 4,644. | $ 4,644. | | |
| Total | $ 4,644. | $ 4,644. | | $ 0. |

**Statement 3**
**Form 990-PF, Part I, Line 18**
**Taxes**

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|---|---|---|---|---|
| Excise Tax | $ 600. | | | |
| Total | $ 600. | $ 0. | | $ 0. |

**Statement 4**
**Form 990-PF, Part I, Line 23**
**Other Expenses**

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|---|---|---|---|---|
| Director liability insurance | $ 1,117. | | | $ 1,117. |
| Total | $ 1,117. | $ 0. | | $ 1,117. |

### Statement 5
### Form 990-PF, Part II, Line 10b
### Investments - Corporate Stocks

| Corporate Stocks | Valuation Method | Book Value | Fair Market Value |
|---|---|---|---|
| Preferred Stock (see attachment pgs 1-2) | Cost | $ 93,380. | $ 90,483. |
| Mutual Funds (see attachment pgs 2-3) | Cost | 243,597. | 246,710. |
| | Total | $ 336,977. | $ 337,193. |

### Statement 6
### Form 990-PF, Part II, Line 10c
### Investments - Corporate Bonds

| Corporate Bonds | Valuation Method | Book Value | Fair Market Value |
|---|---|---|---|
| Corporate Bonds (see attachment) | Cost | $ 1,345,471. | $ 1,348,026. |
| | Total | $ 1,345,471. | $ 1,348,026. |

### Statement 7
### Form 990-PF, Part XV, Line 3a
### Recipient Paid During the Year

| Name and Address | Donee Relationship | Foundation Status | Purpose of Grant | Amount |
|---|---|---|---|---|
| Holocaust Museum of Houston<br>5401 Caroline St.<br>Houston, TX 77004 | N/A | 509(a)(1) | General Support | $ 9,570. |
| Young Texans Against Cancer<br>P.O. Box 22915<br>Houston, TX 77227 | N/A | 509(a)(2) | General Support | 5,500. |
| Jewish Federation of Greater Houston<br>5603 S. Braeswood Blvd.<br>Houston, TX 77096 | N/A | 509(a)(1) | General Support | 25,000. |
| UT MD Anderson Cancer Center<br>1515 Holcombe Blvd. #423<br>Houston, TX 77030 | N/A | 509(a)(1) | General Support | 65,000. |
| Congregation Beth Israel<br>5600 North Braeswood Blvd<br>Houston, TX 77096 | N/A | 509(a)(1) | General Support | 7,777. |
| YMCA of Greater Houston<br>1331 Augusta<br>Houston, TX 77057 | N/A | 509(a)(1) | Trotter Family YMCA 2012 Partners Campaign | 2,000. |

**Statement 7 (continued)**
**Form 990-PF, Part XV, Line 3a**
**Recipient Paid During the Year**

| Name and Address | Donee Relationship | Foundation Status | Purpose of Grant | Amount |
|---|---|---|---|---|
| Children's Fund<br>PO Box 56303<br>Houston, TX 77057 | N/A | 509(a)(1) | General Support | $ 6,470. |
| Covenant House Texas<br>1111 Lovett Blvd<br>Houston, TX 77006 | N/A | 509(a)(1) | General Support | 5,250. |
| 100 Club Houston<br>5555 San Felipe<br>Houston, TX 77056 | N/A | 509(a)(1) | General Support | 100. |
| Houston Jewish Community Foundation<br>5603 S. Braeswood<br>Houston, TX 77096 | N/A | 509(a)(1) | General Support | 1,000. |
| National Multiple Sclerosis Society<br>1800 M St NW, Ste 750S<br>Washington, DC 20036 | N/A | 509(a)(1) | General Support | 100. |
| Great Hope Helping Others Pursue Excell.<br>1701 Director's Blvd, Ste 370<br>Austin, TX 78744 | N/A | 509(a)(1) | General Support | 2,500. |
| American Diabetes Association<br>1701 N Beauregard St<br>Alexandria, VA 22311 | N/A | 509(a)(2) | General Support | 35. |
| Seven Acres Jewish Senior Care Services<br>6200 North Braeswood Blvd<br>Houston, TX 77074 | N/A | 509(a)(1) | General Support | 600. |
| Be An Angel Fund, Inc.<br>2003 Aldine Bender Rd<br>Houston, TX 77032 | N/A | 509(a)(1) | Chistmas gifts for disabled children | 300. |
| Parent Project Muscular Dystrophy<br>401 Hackensack Ave, 9th Fl<br>Hackensack, NJ 07601 | N/A | 509(a)(1) | Chevron Houston Marathon/Honor of Jonathan Rice | 1,500. |
| Easter Seals of Greater Houston<br>4500 Bissonnet, Suite 340<br>Houston, TX 77401 | N/A | 509(a)(1) | In honor of Katherine Dowdell | 500. |

**Statement 7 (continued)**
**Form 990-PF, Part XV, Line 3a**
**Recipient Paid During the Year**

| Name and Address | Donee Relationship | Foundation Status | Purpose of Grant | Amount |
|---|---|---|---|---|
| River Oaks Baptist School<br>2300 Willowick Rd<br>Houston, TX 77027 | N/A | School | General Support | $ 2,000. |
| Paralyzed Veterans of America<br>2235 Enterprise Dr, Ste 3501<br>Westchester, IL 60154 | N/A | 509(a)(1) | General Support | 100. |
| Houston Center for Contemporary Craft<br>4848 Main St<br>Houston, TX 77002 | N/A | 509(a)(1) | General Support | 2,500. |
| Star of Hope Mission<br>6897 Ardmore<br>Houston, TX 77054 | N/A | 509(a)(1) | General Support | 100. |
| Anti-Defamation League<br>605 3rd Ave<br>New York, NY 10158 | N/A | 509(a)(2) | General Support | 500. |
| Museum of Fine Arts Houston<br>PO Box 6826<br>Houston, TX 77265 | N/A | 509(a)(1) | Support Florescence show | 2,500. |
| Houston Baptist University<br>7502 Fondren Rd<br>Houston, TX 77074 | N/A | 509(a)(1) | School of Nursing and Allied Health | 5,000. |
| Institute of Southern Jewish Life<br>4915 55 N, Ste 100A<br>Jackson, MS 39206 | N/A | 509(a)(1) | General Support | 200. |
| Wounded Warrior Project<br>4899 Belfort Rd, Ste 300<br>Jacksonville, FL 32256 | N/A | 509(a)(1) | General Support | 4,000. |
|  |  |  | Total | $ 150,102. |

EIN: 26-0307538

Meyer and Ida Gordon Foundation 2
2012 Form 990-PF

Attachment to Part II Line 10b

1 of 3

Gordon FDN 2 MLPA

Account Number. 582-02736

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **PREFERRED STOCKS**<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| ALLIANZ SE<br>*8 375% UNDATED SUBORDINA CALLABLE BONDS*<br>*MOODY'S A3 S&P A+ CUSIP. 018805200* | 11/01/10 | 2,000 | 53,300.00 | 25.6250 | 51,250.00 | (2,050.00) | | 4,186 | 8.16 |
| ALLIANZ SE | 10/07/11 | 500 | 12,750.00 | 25.6250 | 12,812.50 | 62.50 | | 1,047 | 8 16 |
| *Subtotal* | | *2,500* | *66,050.00* | | ***64,062.50*** | *(1,987.50)* | | ***5,233*** | *8.16* |
| AMERIPRISE FINANCIAL INC<br>*7 75% SENIOR NOTES DUE 06/15/2039*<br>*MOODY'S A3 S&P A CUSIP 03076C205* | 03/21/11 | 500 | 13,775.00 | 27.4700 | **13,735.00** | (40.00) | | **969** | 7.05 |

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EIN: 26-0307538

Meyer and Ida Gordon Foundation 2
· 2012 Form 990-PF

Attachment to Part II Line 10b

2 of 3

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **PREFERRED STOCKS** (continued)<br>Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| HSBC HOLDINGS PLC<br>*SUB CAP SECS 8 125% PFD STK*<br>*MOODY'S BAA2 S&P BBB+ CUSIP 404280703* | 03/21/11 | 500 | 13,555.00 | 25.3700 | **12,685.00** | (870 00) | | **1,016** | 8 00 |
| **TOTAL** | | 3,500 | 93,380.00 | | **90,482.50** | (2,897.50) | | **7,218** | 7.98 |

**PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.**

| **MUTUAL FUNDS/CLOSED END FUNDS/UIT**<br>Description | Quantity | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Total Client Investment | Cumulative Investment Return ($) | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| LORD ABBETT SHORT<br>*DURATION INCOME FD CL F*<br>*SYMBOL LDLFX Initial Purchase 01/24/11*<br>*Fixed Income 100%* | 11,048 | 50,821 27 | 4 6400 | **51,262.72** | 441 45 | 50,600 | **662** | **2,110** | 4.11 |
| *2060 Fractional Share* | | 0 95 | 4 6400 | *.96* | *01* | | | *1* | *4 11* |
| POWERSHARES BUILD AMERIC<br>*BOND ETF*<br>*SYMBOL BAB Initial Purchase 06/22/12*<br>*Fixed Income 100%* | 1,000 | 29,700 00 | 30 2400 | **30,240.00** | 540 00 | 29,700 | **540** | **1,471** | 4 86 |
| PRINCIPAL HIGH YIELD<br>*FUND CL P*<br>*SYMBOL PYHPX Initial Purchase 05/08/12*<br>*Fixed Income 100%* | 1,298 | 9,994.60 | 7.8800 | **10,228.24** | 233 64 | 9,994 | **233** | **731** | 7.14 |
| *7010 Fractional Share* | | 5 40 | 7 8800 | 5 52 | .12 | | | 1 | 7 14 |
| S&P US PFD STK INDEX FD<br>*ISHARES*<br>*SYMBOL PFF Initial Purchase 11/30/10*<br>*Fixed Income 100%* | 2,500 | 98,074.50 | 39 6200 | **99,050.00** | 975 50 | 98,074 | **975** | **5,955** | 6 01 |

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EIN: 26-0307538

Attachment to Part II Line 10b

Gordon FDN 2 MLPA

Account Number: 582-02736

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **MUTUAL FUNDS/CLOSED END FUNDS/UIT** (continued) Description | Quantity | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Total Client Investment | Cumulative Investment Return ($) | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| TEMPLETON GLBL BOND FD<br>ADV CL<br>SYMBOL TGBAX Initial Purchase 03/28/12<br>Fixed Income 100% | 3,058 | 39,998 64 | 13 3400 | **40,793.72** | 795 08 | 39,998 | **795** | **1,811** | 4 43 |
| 1040 Fractional Share | | 1 36 | 13 3400 | 1.39 | 03 | | | 1 | 4 43 |
| WELLSFARGO ADV SHORTTERM<br>HIGH YIELD BOND CL ADMIN<br>SYMBOL WDHYX Initial Purchase 03/27/12<br>Fixed Income 100% | 1,824 | 14,993 28 | 8.2900 | **15,120.96** | 127.68 | 14,993 | **127** | **650** | 4.29 |
| 8180 Fractional Share | | 6 72 | 8 2900 | 6.78 | 06 | | | 1 | 4 29 |
| Subtotal (Fixed Income) | | | | 246,710.29 | | | | | |
| **TOTAL** | | 243,596 72 | | **246,710.29** | 3,113 57 | | **3,332** | **12,732** | 5.16 |

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Meyer and Ida Gordon Foundation 2
2012 Form 990-PF

EIN: 26-0307538

Meyer and Ida Gordon Foundation 2
· 2012 Form 990-PF

Attachment to Part II Line 10c

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Gordon FDN 2 MLPA

Account Number· 582-02736

## YOUR EMA ASSETS

December 01, 2012 · December 31, 2012

| **CORPORATE BONDS**<br>Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| Δ NM PUB SVC ELEC&GAS COBE<br>*SER MTNB 05 000% JAN 01 2013*<br>*MOODY'S A1 S&P A- CUSIP 74456QAK2*<br>*ORIGINAL UNIT/TOTAL COST 106 0470/10,604 70* | 04/25/11 | 10,000 | 10,000.00 | 100.0000 | **10,000.00** | | 250.00 | **500** | 5 00 |
| Δ DEUTSCHE BANK AG LONDON<br>*GLB 02 375% JAN 11 2013*<br>*MOODY'S A2 S&P A+< CUSIP 2515A0T45*<br>*ORIGINAL UNIT/TOTAL COST 101 6170/25,404 25* | 04/05/11 | 25,000 | 25,006 44 | 100.0490 | **25,012.25** | 5 81 | 280.38 | **594** | 2.37 |
| Δ E I DU PONT DE NEMOURS<br>*GLB 05 000% JAN 15 2013*<br>*MOODY'S A2 S&P A CUSIP 263534BS7*<br>*ORIGINAL UNIT/TOTAL COST 106 2190/26,554 75* | 04/12/11 | 25,000 | 25,034.85 | 100.1570 | **25,039.25** | 4 40 | 576 39 | **1,250** | 4 99 |
| Δ ENTERGY MISSISSIPPI INC<br>*1ST MORTGAGE 05 150% FEB 01 2013*<br>*MOODY'S BAA1 S&P A CUSIP 29364NAH1*<br>*ORIGINAL UNIT/TOTAL COST 105 4540/15,818 10* | 08/16/11 | 15,000 | 15,047 32 | 100.3350 | **15,050.25** | 2 93 | 321.87 | **773** | 5.13 |
| Δ NEWS AMERICA HOLDINGS<br>*COMPANY GUARNT 09 250% FEB 01 2013*<br>*MOODY'S BAA1 S&P BBB+< CUSIP 652478AH1*<br>*ORIGINAL UNIT/TOTAL COST 112 7290/33,818 70* | 06/14/11 | 30,000 | 30,197.56 | 100 6170 | **30,185.10** | (12.46) | 1,156.25 | **2,775** | 9 19 |
| Δ OHIO POWER COMPANY<br>*SER F GLB 05 500% FEB 15 2013*<br>*MOODY'S BAA1 S&P BBB CUSIP 677415CD1*<br>*ORIGINAL UNIT/TOTAL COST 107 0000/16,050 00* | 05/10/11 | 15,000 | 15,073 75 | 100 5820 | 15,087 30 | 13.55 | 311.67 | 825 | 5 46 |
| Δ OHIO POWER COMPANY<br>*ORIGINAL UNIT/TOTAL COST 107 0570/26,764 25* | 05/23/11 | 25,000 | 25,126.40 | 100.5820 | 25,145 50 | 19.10 | 519 44 | 1,375 | 5 46 |

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EIN: 26-0307538

Meyer and Ida Gordon Foundation 2
· 2012 Form 990-PF

Attachment to Part II Line 10c

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## *YOUR EMA ASSETS*

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ OHIO POWER COMPANY<br>*ORIGINAL UNIT/TOTAL COST 106 1930/41,415 27* | 08/16/11 | 39,000 | 39,199 53 | 100.5820 | 39,226.98 | 27 45 | 810.33 | 2,145 | 5 46 |
| *Subtotal* | | *79,000* | *79,399 68* | | ***79,459.78*** | *60.10* | *1,641.44* | ***4,345*** | *5 46* |
| Δ PROTECTIVE LIFE SECD TR<br>*SER NOTZ 04 300% FEB 15 2013*<br>*MOODY'S A2 S&P AA- CUSIP 74367CFD2*<br>*ORIGINAL UNIT/TOTAL COST 104 5000/31,350 00* | 07/13/11 | 30,000 | 30,105.54 | 100.1830 | **30,054.90** | (50.64) | 487.33 | **1,290** | 4 29 |
| Δ AVON PRODUCTS INC<br>*04 800% MAR 01 2013*<br>*MOODY'S BAA1 S&P BBB- CUSIP 054303AT9*<br>*ORIGINAL UNIT/TOTAL COST 104 6630/26,165 75* | 10/31/11 | 25,000 | 25,147 05 | 100.5310 | **25,132.75** | (14.30) | 400.00 | **1,200** | 4 77 |
| Δ COLUMBUS SOUTHERN POWER<br>*SER C GLB 05 500% MAR 01 2013*<br>*MOODY'S BAA1 S&P BBB CUSIP 199575AR2*<br>*ORIGINAL UNIT/TOTAL COST 107 4410/26,860 25* | 04/11/11 | 25,000 | 25,166.52 | 100.7960 | 25,199 00 | 32 48 | 458 33 | 1,375 | 5 45 |
| Δ COLUMBUS SOUTHERN POWER<br>*ORIGINAL UNIT/TOTAL COST 106 2130/21,242 60* | 09/07/11 | 20,000 | 20,141.77 | 100.7960 | 20,159 20 | 17.43 | 366.67 | 1,100 | 5 45 |
| *Subtotal* | | *45,000* | *45,308.29* | | ***45,358.20*** | *49 91* | *825.00* | ***2,475*** | *5 45* |
| Δ HEWLETT-PACKARD CO<br>*GLB 04 500% MAR 01 2013*<br>*MOODY'S BAA1 S&P BBB+ CUSIP 428236AQ6*<br>*ORIGINAL UNIT/TOTAL COST 104 2400/2,084 80* | 09/30/11 | 2,000 | 2,010 13 | 100.5330 | 2,010.66 | 53 | 30.00 | 90 | 4.47 |
| Δ HEWLETT-PACKARD CO<br>*ORIGINAL UNIT/TOTAL COST 104 3880/26,097 00* | 10/07/11 | 25,000 | 25,132.90 | 100 5330 | 25,133 25 | .35 | 375 00 | 1,125 | 4.47 |
| *Subtotal* | | *27,000* | *27,143 03* | | ***27,143.91*** | *88* | *405 00* | ***1,215*** | *4 47* |

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EIN: 26-0307538

Meyer and Ida Gordon Foundation 2
· 2012 Form 990-PF

Attachment to Part II Line 10c

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Gordon FDN 2 MLPA

Account Number· 582-02736

## YOUR EMA ASSETS

December 01, 2012 · December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ AVALONBAY CMNTYS INC MED | 01/17/12 | 25,000 | 25,190 52 | 100.7770 | **25,194.25** | 3.73 | 364 38 | **1,238** | 4 91 |
| *SER MTN 04 950% MAR 15 2013* | | | | | | | | | |
| *MOODY S BAA1 S&P BBB+ CUSIP 05348EAJ8* | | | | | | | | | |
| *ORIGINAL UNIT/TOTAL COST 104 2580/26,064 50* | | | | | | | | | |
| Δ MATTEL INC | 06/14/11 | 25,000 | 25,219 13 | 100 9830 | 25,245 75 | 26 62 | 414 06 | 1,407 | 5 57 |
| *05 625% MAR 15 2013* | | | | | | | | | |
| *MOODY'S BAA1 S&P BBB+ CUSIP 577081AS1* | | | | | | | | | |
| *ORIGINAL UNIT/TOTAL COST 107 3790/26,844 75* | | | | | | | | | |
| Δ MATTEL INC | 07/20/11 | 20,000 | 20,173 45 | 100.9830 | 20,196.60 | 23.15 | 331.25 | 1,125 | 5 57 |
| *ORIGINAL UNIT/TOTAL COST 106 8620/21,372 40* | | | | | | | | | |
| Δ MATTEL INC | 08/16/11 | 20,000 | 20,177 15 | 100 9830 | 20,196.60 | 19.45 | 331 25 | 1,125 | 5.57 |
| *ORIGINAL UNIT/TOTAL COST 106 7290/21,345 80* | | | | | | | | | |
| *Subtotal* | | *65,000* | *65,569.73* | | ***65,638.95*** | *69 22* | *1,076 56* | ***3,657*** | *5 57* |
| Δ PPG INDUSTRIES INC | 10/25/11 | 16,000 | 16,146.98 | 101.0360 | **16,165.76** | 18 78 | 270.89 | **920** | 5 69 |
| *05 750% MAR 15 2013* | | | | | | | | | |
| *MOODY'S BAA1 S&P BBB+ CUSIP 693506BA4* | | | | | | | | | |
| *ORIGINAL UNIT/TOTAL COST 106 1370/16,981 92* | | | | | | | | | |
| Δ TRAVELERS PPTY CASUALTY | 09/07/11 | 25,000 | 25,193.97 | 100 9740 | **25,243.50** | 49 53 | 368.06 | **1,250** | 4.95 |
| *GLB 05 000% MAR 15 2013* | | | | | | | | | |
| *MOODY'S A2 S&P A CUSIP 89420GAJ8* | | | | | | | | | |
| *ORIGINAL UNIT/TOTAL COST 105 6590/26,414 75* | | | | | | | | | |
| Δ ALLSTATE LF GLB FN TRST | 12/06/11 | 25,000 | 25,334.40 | 101 6560 | 25,414 00 | 79 60 | 223.96 | 1,344 | 5.28 |
| *SER MTN GLB 05 375% APR 30 2013* | | | | | | | | | |
| *MOODY'S A1 S&P A+ CUSIP 02003MBQ6* | | | | | | | | | |
| *ORIGINAL UNIT/TOTAL COS1 105 6000/26,400 00* | | | | | | | | | |
| Δ ALLSTATE LF GLB FN TRST | 12/20/11 | 25,000 | 25,338 75 | 101.6560 | 25,414 00 | 75.25 | 223.96 | 1,344 | 5 28 |
| *ORIGINAL UNIT/TOTAL COST 105 5170/26,379 25* | | | | | | | | | |
| *Subtotal* | | *50,000* | *50,673 15* | | ***50,828.00*** | *154 85* | *447 92* | ***2,688*** | *5 28* |

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## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| Δ ALCAN INC<br>04 500% MAY 15 2013<br>MOODY'S *** S&P A-< CUSIP 013716AS4<br>ORIGINAL UNIT/TOTAL COST 104 7080/26,177 00 | 11/14/11 | 25,000 | 25,295 06 | 101 3020 | **25,325.50** | 30 44 | 143 75 | **1,125** | 4.44 |
| Δ VEOLIA ENVIRONNEMENT<br>05 250% JUN 03 2013<br>MOODY'S BAA1 S&P BBB+< CUSIP 92334NAA1<br>ORIGINAL UNIT/TOTAL COST 104 6050/26,151 25 | 03/08/12 | 25,000 | 25,399 62 | 101 5510 | **25,387.75** | (11.87) | 102 08 | **1,313** | 5 16 |
| Δ FPL GROUP CAPITAL INC<br>COMPANY GUARNT 05 350% JUN 15 2013<br>MOODY'S BAA1 S&P BBB+ CUSIP 302570BA3<br>ORIGINAL UNIT/TOTAL COST 106 3720/26,593 00 | 10/24/11 | 25,000 | 25,447.72 | 102.0540 | **25,513.50** | 65 78 | 59 44 | **1,338** | 5.24 |
| Δ PITNEY BOWES INC<br>GLB 03 875% JUN 15 2013<br>MOODY'S BAA2 S&P BBB CUSIP 72447WAN9<br>ORIGINAL UNIT/TOTAL COST· 102 4640/25,616 00 | 07/02/12 | 25,000 | 25,298.77 | 100 8850 | **25,221.25** | (77.52) | 43 06 | **969** | 3.84 |
| Δ PETRO-CANADA<br>04 000% JUL 15 2013<br>MOODY'S BAA1 S&P. BBB+< CUSIP. 716442AG3<br>ORIGINAL UNIT/TOTAL COST 103 6560/10,365 60 | 03/06/12 | 10,000 | 10,146.62 | 101.6350 | **10,163.50** | 16.88 | 184 44 | **400** | 3.93 |
| Δ PRUDENTIAL FINANCIAL INC<br>SER MTNB 04 500% JUL 15 2013<br>MOODY'S BAA2 S&P A CUSIP 74432QAB1<br>ORIGINAL UNIT/TOTAL COST 104 2950/26,073 75 | 03/06/12 | 25,000 | 25,430.65 | 101.9930 | **25,498.25** | 67 60 | 518 75 | **1,125** | 4.41 |
| Δ USD RIO TINTO FINANC<br>COMPANY GUARNT GLB 5 875% JUL 15 2013<br>MOODY'S A3 S&P A-< CUSIP 767201AE6<br>ORIGINAL UNIT/TOTAL COST 106 9610/26,740 25 | 12/22/11 | 25,000 | 25,609 95 | 102 7000 | **25,675.00** | 65 05 | 677.26 | **1,469** | 5.72 |

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Gordon FDN 2 MLPA
Account Number: 582-02736

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Annual Income | Current Yield% |
|---|---|---|---|---|---|---|---|---|---|
| Δ USD THOMSON REUTERS<br>*5 950% JUL 15 2013*<br>*MOODY'S BAA1 S&P A-< CUSIP 884903BA2*<br>*ORIGINAL UNIT/TOTAL COST 106 8400/26,710 00* | 12/22/11 | 25,000 | 25,599.77 | 102.8130 | **25,703.25** | 103 48 | 685.90 | **1,488** | 5.78 |
| Δ WESTPAC BANKING CORP<br>*GLB 02 100% AUG 02 2013*<br>*MOODY'S AA2 S&P AA-< CUSIP 961214BM4*<br>*ORIGINAL UNIT/TOTAL COST 101.0500/5,052 50* | 01/17/12 | 5,000 | 5,020 19 | 100.9640 | 5,048 20 | 28.01 | 43.46 | 105 | 2 07 |
| Δ WESTPAC BANKING CORP<br>*ORIGINAL UNIT/TOTAL COST 101 2390/25,309 75* | 01/25/12 | 25,000 | 25,121.24 | 100 9640 | 25,241.00 | 119.76 | 217 29 | 525 | 2.07 |
| *Subtotal* | | *30,000* | *30,141 43* | | ***30,289.20*** | *147.77* | *260 75* | ***630*** | *2 07* |
| Δ AETNA INC<br>*BANK GUARANTEED 06 750% SEP 15 2013*<br>*MOODY'S A3 S&P A< CUSIP 008117AD5*<br>*ORIGINAL UNIT/TOTAL COST 108 5100/10,851 00* | 02/10/12 | 10,000 | 10,381.12 | 103.9570 | 10,395 70 | 14 58 | 198.75 | 675 | 6 49 |
| Δ AETNA INC<br>*ORIGINAL UNIT/TOTAL COST 107 9490/26,987 25* | 03/20/12 | 25,000 | 25,952.99 | 103.9570 | 25,989.25 | 36 26 | 496.88 | 1,688 | 6 49 |
| *Subtotal* | | *35,000* | *36,334 11* | | ***36,384.95*** | *50.84* | *695.63* | ***2,363*** | *6.49* |
| Δ SPECTRA ERGY CAPITAL LLC<br>*SR NOTES DUE 9/15/2013*<br>*MOODY'S BAA2 S&P BBB CUSIP 84755TAB3*<br>*ORIGINAL UNIT/TOTAL COST 104 7380/26,184 50* | 08/14/12 | 25,000 | 25,776 87 | 103 4880 | **25,872.00** | 95.13 | 434.31 | **1,475** | 5 70 |
| Δ PROGRESSIVE CORPORATION<br>*07 000% OCT 01 2013*<br>*MOODY'S A1 S&P A+ CUSIP 743315AF0*<br>*ORIGINAL UNIT/TOTAL COST 106 9500/10,695 00* | 07/03/12 | 10,000 | 10,425 48 | 104 7140 | **10,471.40** | 45 92 | 175 00 | **700** | 6 68 |

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## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ WELLS FARGO COMPANY<br>*SUBORDINATED GLB 04 950% OCT 16 2013*<br>*MOODY'S A3 S&P A CUSIP 949746FJ5*<br>*ORIGINAL UNIT/TOTAL COST 105 6050/26,401 25* | 03/20/12 | 25,000 | 25,712.49 | 103.3860 | **25,846.50** | 134.01 | 257 81 | **1,238** | 4.78 |
| Δ ALLTEL CORPORATION<br>*06 500% NOV 01 2013*<br>*MOODY'S *** S&P A CUSIP 020039AD5*<br>*ORIGINAL UNIT/TOTAL COST 107 0940/16,064 10* | 06/11/12 | 15,000 | 15,644 18 | 104.7540 | 15,713 10 | 68.92 | 162 50 | 975 | 6.20 |
| Δ ALLTEL CORPORATION<br>*ORIGINAL UNIT/TOTAL COST 107 0980/26,774 50* | 06/18/12 | 25,000 | 26,089.25 | 104.7540 | 26,188.50 | 99.25 | 270 83 | 1,625 | 6.20 |
| *Subtotal* |  | *40,000* | *41,733.43* |  | ***41,901.60*** | *168 17* | *433 33* | ***2,600*** | *6.20* |
| Δ CREDIT SUISSE FB USA INC<br>*BANK GUARANTEED GLB 05 125% JAN 15 2014*<br>*MOODY'S A1 S&P A+ CUSIP 22541LAM5*<br>*ORIGINAL UNIT/TOTAL COST 106 3390/10,633 90* | 05/02/12 | 10,000 | 10,391.47 | 104 4540 | **10,445.40** | 53.93 | 236 32 | **513** | 4.90 |
| Δ EXELON GENERATION CO LLC<br>*GLB 05 350% JAN 15 2014*<br>*MOODY'S BAA1 S&P BBB CUSIP 30161MAD5*<br>*ORIGINAL UNIT/TOTAL COST 106 8250/14,955 50* | 05/02/12 | 14,000 | 14,589.96 | 104 6000 | 14,644.00 | 54.04 | 345.37 | 749 | 5 11 |
| Δ EXELON GENERATION CO LLC<br>*ORIGINAL UNIT/TOTAL COST 106 2430/26,560 75* | 06/13/12 | 25,000 | 26,032.90 | 104.6000 | 26,150 00 | 117.10 | 616.74 | 1,338 | 5 11 |
| Δ EXELON GENERATION CO LLC<br>*ORIGINAL UNIT/TOTAL COST 105 6840/26,421 00* | 08/14/12 | 25,000 | 26,048.40 | 104 6000 | 26,150 00 | 101 60 | 616.74 | 1,338 | 5 11 |
| *Subtotal* |  | *64,000* | *66,671 26* |  | ***66,944.00*** | *272 74* | *1,578 85* | ***3,425*** | *5 11* |
| Δ JPMORGAN CHASE & CO<br>*SER MTN 02 050% JAN 24 2014*<br>*MOODY'S A2 S&P A CUSIP 46623EJE0*<br>*ORIGINAL UNIT/TOTAL COST 100 8150/25,203 75* | 06/13/12 | 25,000 | 25,135 99 | 101.5650 | **25,391.25** | 255 26 | 223.51 | **513** | 2.01 |

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Gordon FDN 2 MLPA

Account Number 582-02736

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ LINCOLN NATIONAL CORP<br>*04 750% FEB 15 2014*<br>*MOODY'S BAA2 S&P A- CUSIP 534187AP4*<br>*ORIGINAL UNIT/TOTAL COST 105 0100/15,751 50* | 08/14/12 | 15,000 | 15,565 58 | 104.1970 | **15,629.55** | 63 97 | 269.17 | **713** | 4 55 |
| Δ WACHOVIA CORPORATION<br>*SUBORDINATED GLB 04 875% FEB 15 2014*<br>*MOODY'S A3 S&P A CUSIP 929903AE2*<br>*ORIGINAL UNIT/TOTAL COST 105 5080/10,550 80* | 07/16/12 | 10,000 | 10,394 16 | 104 2400 | **10,424.00** | 29.84 | 184.17 | **488** | 4 67 |
| Δ HEWLETT-PACKARD CO<br>*GLB 06 125% MAR 01 2014*<br>*MOODY'S BAA1 S&P BBB+ CUSIP 428236AT0*<br>*ORIGINAL UNIT/TOTAL COST 108 3830/24,928 09* | 05/02/12 | 23,000 | 24,243 28 | 105.1220 | **24,178.06** | (65.22) | 469.58 | **1,409** | 5 82 |
| Δ RYDER SYSTEM INC<br>*SER MTN 05 850% MAR 01 2014*<br>*MOODY'S BAA1 S&P BBB CUSIP 78355HJL4*<br>*ORIGINAL UNIT/TOTAL COST 107 0700/32,121 00* | 07/18/12 | 30,000 | 31,545 09 | 105.1990 | **31,559.70** | 14.61 | 585.00 | **1,755** | 5 56 |
| Δ JP MORGAN CHASE & CO<br>*SUBORDINATED GLB 04 875% MAR 15 2014*<br>*MOODY'S A3 S&P A CUSIP 46625HBJ8*<br>*ORIGINAL UNIT/TOTAL COST 105 7520/10,575 20* | 07/18/12 | 10,000 | 10,422.69 | 104.3380 | **10,433.80** | 11.11 | 143 54 | **488** | 4 67 |
| Δ NM PRUDENTIAL FINL INC<br>*SER MTNB 04 750% APR 01 2014*<br>*MOODY'S BAA2 S&P A CUSIP 74432QAD7*<br>*ORIGINAL UNIT/TOTAL COST 105 8040/26,451 00* | 07/06/12 | 25,000 | 26,055.84 | 104.6490 | 26,162.25 | 106.41 | 296.88 | 1,188 | 4.53 |
| Δ NM PRUDENTIAL FINL INC<br>*ORIGINAL UNIT/TOTAL COST 105 8000/10,580 00* | 07/18/12 | 10,000 | 10,430 24 | 104.6490 | 10,464 90 | 34 66 | 118.75 | 475 | 4 53 |
| *Subtotal* |  | *35,000* | *36,486 08* |  | ***36,627.15*** | *141 07* | *415 63* | ***1,663*** | *4 53* |

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## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ INGERSOLL-RAND GL HLD CO<br>*COMPANY GUARANT GLB 09 500% APR 15 2014*<br>*MOODY'S BAA1 S&P BBB+ CUSIP 45687AAE2*<br>*ORIGINAL UNIT/TOTAL COST 113 7690/28,442 25* | 07/16/12 | 25,000 | 27,558 23 | 110 6710 | **27,667.75** | 109.52 | 494.79 | **2,375** | 8 58 |
| Δ NSTAR ELECTRIC CO<br>*04 875% APR 15 2014*<br>*MOODY'S A2 S&P A- CUSIP 67021CAB3*<br>*ORIGINAL UNIT/TOTAL COST 106 0610/15,909 15* | 08/08/12 | 15,000 | 15,702 01 | 105.2560 | **15,788.40** | 86.39 | 154 37 | **732** | 4 63 |
| Δ BLACK HILLS CORP<br>*09 000% MAY 15 2014*<br>*MOODY'S BAA3 S&P BBB- CUSIP 092113AF6*<br>*ORIGINAL UNIT/TOTAL COST 113 1200/11,312 00* | 08/27/12 | 10,000 | 11,055.57 | 110.1040 | **11,010.40** | (45.17) | 115.00 | **900** | 8.17 |
| Δ WPP FINANCE (UK) CORP<br>*COMPANY GUARANT GLB 05 875% JUN 15 2014*<br>*MOODY'S BAA2 S&P BBB< CUSIP 92931NAB6*<br>*ORIGINAL UNIT/TOTAL COST 107 5560/26,889 00* | 08/09/12 | 25,000 | 26,501.70 | 106 0260 | **26,506.50** | 4.80 | 65.28 | **1,469** | 5.54 |
| Δ KEY BANK NA<br>*SUBORDINATED SER BKNT 05 800% JUL 01 2014*<br>*MOODY'S BAA1 S&P BBB+ CUSIP 49306CAH4*<br>*ORIGINAL UNIT/TOTAL COST 107 9840/10,798 40* | 08/14/12 | 10,000 | 10,641.29 | 107.1160 | **10,711.60** | 70.31 | 290.00 | **580** | 5 41 |
| Δ PITNEY BOWES INC<br>*SER MTN GLB 04 875% AUG 15 2014*<br>*MOODY'S BAA2 S&P BBB CUSIP 72447WAU3*<br>*ORIGINAL UNIT/TOTAL COST 105 8370/26,459 25* | 08/14/12 | 25,000 | 26,190.71 | 105.7140 | **26,428.50** | 237 79 | 460 42 | **1,219** | 4 61 |
| Δ PPL ENERGY SUPPLY LLC<br>*05 400% AUG 15 2014*<br>*MOODY'S BAA2 S&P BBB CUSIP 69352JAF4*<br>*ORIGINAL UNIT/TOTAL COST 107 8960/26,974 00* | 08/16/12 | 25,000 | 26,618 19 | 106 6180 | **26,654.50** | 36 31 | 510 00 | **1,350** | 5.06 |

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EIN: 26-0307538

Attachment to Part II Line 10c

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Merrill Lynch
Wealth Management
Bank of America Corporation

Gordon FDN 2 MLPA

Account Number 582-02736

## YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

| **CORPORATE BONDS** (continued)<br>*Description* | *Acquired* | *Quantity* | *Adjusted/Total Cost Basis* | *Estimated Market Price* | *Estimated Market Value* | *Unrealized Gain/(Loss)* | *Estimated Accrued Interest* | *Estimated Annual Income* | *Current Yield%* |
|---|---|---|---|---|---|---|---|---|---|
| Δ JPMORGAN CHASE & CO<br>*SUBORDINATED GLB 05 125% SEP 15 2014*<br>*MOODY'S A3 S&P A CUSIP 46625HBV1*<br>*ORIGINAL UNIT/TOTAL COST 107 3030/32,190 90* | 08/09/12 | 30,000 | 31,795.77 | 106 3540 | 31,906 20 | 110 43 | 452 71 | 1,538 | 4 81 |
| Δ JPMORGAN CHASE & CO<br>*ORIGINAL UNIT/TOTAL COST 107 2400/26,810 00* | 08/16/12 | 25,000 | 26,497.34 | 106 3540 | 26,588 50 | 91 16 | 377 26 | 1,282 | 4 81 |
| *Subtotal* | | *55,000* | *58,293.11* | | ***58,494.70*** | *201 59* | *829.97* | ***2,820*** | *4.81* |
| Δ DELMARVA POWER & LIGHT<br>*05 000% NOV 15 2014*<br>*MOODY'S BAA2 S&P BBB+ CUSIP 247109BH3*<br>*ORIGINAL UNIT/TOTAL COST 107 6170/32,285 10* | 10/26/12 | 30,000 | 32,097.16 | 106.7020 | **32,010.60** | (86.56) | 191 67 | **1,500** | 4.68 |
| Δ EQUIFAX INC<br>*04 450% DEC 01 2014*<br>*MOODY'S BAA1 S&P BBB+ CUSIP 294429AH8*<br>*ORIGINAL UNIT/TOTAL COST 106 8220/26,705 50* | 08/20/12 | 25,000 | 26,441.71 | 105.4370 | **26,359.25** | (82.46) | 92.71 | **1,113** | 4 22 |
| **TOTAL** | | 1,309,000 | 1,345,471.36 | | **1,348,025.61** | 2,554.25 | 20,852 96 | **69,428** | 5 15 |

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· 2012 Form 990-PF