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 ,

Name of foundation: SARLI FAMILY FOUNDATION

A Employer identification number: 33-1020940

Number and street (or P O box number if mail is not delivered to street address): 8101 MISSION ROAD

Room/suite: 214

B Telephone number (see the instructions): (913) 362-5856

City or town: PRAIRIE VILLAGE — State: KS — ZIP code: 66205-5246

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, column (c), line 16*) ► $ 14,012,647.

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).*)

		(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)	1,827,341.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	313,299.	313,299.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	68,672.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 795,084.				
	7 Capital gain net income (from Part IV, line 2)		68,672.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) See Line 11 Stmt	6,179.	6,179.		
	12 **Total.** Add lines 1 through 11	2,215,491.	388,150.	0.	
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 sch) L-16b Stmt	3,200.			3,200.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	8,240.	5,240.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	76,698.	76,358.		340.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	88,138.	81,598.		3,540.
	25 Contributions, gifts, grants paid	700,000.			700,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	788,138.	81,598.		703,540.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	1,427,353.			
	b **Net investment income** (if negative, enter -0-)		306,552.		
	c **Adjusted net income** (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash — non-interest-bearing			
2	Savings and temporary cash investments	810,563.	1,377,014.	1,377,014.
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) L-10b Stmt	5,907,709.	6,249,513.	7,462,796.
c	Investments — corporate bonds (attach schedule) L-10c Stmt	3,373,130.	3,589,430.	3,824,502.
11	Investments — land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
12	Investments — mortgage loans			
13	Investments — other (attach schedule) L-13 Stmt	1,080,924.	1,377,307.	1,348,335.
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)	11,172,326.	12,593,264.	14,012,647.
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)			
	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 ► X and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	11,172,326.	12,593,264.	
28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	11,172,326.	12,593,264.	
31	Total liabilities and net assets/fund balances (see instructions)	11,172,326.	12,593,264.	

(Side labels: ASSETS; LIABILITIES; NET ASSETS OR FUND BALANCES)

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	11,172,326.
2	Enter amount from Part I, line 27a	2	1,427,353.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	12,599,679.
5	Decreases not included in line 2 (itemize) ► See Other Decreases Stmt	5	6,415.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	12,593,264.

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)
1 a	U.S. TRUST - CAPITAL GAIN DISTRIBUTIONS	P	Various	Various
b	U.S. TRUST - SHORT TERM	P	Various	Various
c	U.S. TRUST - LONG TERM	P	Various	Various
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	125,681.		0.	125,681.
b	353,173.		441,153.	-87,980.
c	441,911.	0.	410,940.	30,971.
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	0.	0.	0.	125,681.
b				-87,980.
c	0.	0.	0.	30,971.
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 — 68,672.

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 — -87,980.

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	647,797.	12,028,297.	0.053856
2010	453,140.	9,608,576.	0.047160
2009	322,920.	7,116,255.	0.045378
2008	317,657.	6,037,584.	0.052613
2007	213,084.	4,724,554.	0.045101

2	**Total** of line 1, column (d)	2	0.244108
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	0.048822
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,681,402.
5	Multiply line 4 by line 3	5	667,953.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,066.
7	Add lines 5 and 6	7	671,019.
8	Enter qualifying distributions from Part XII, line 4	8	703,540.

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			
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 ► [X] and enter 1% of Part I, line 27b		1	3,066.
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	3,066.
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	3,066.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 9,257.		
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	9,257.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	6,191.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ► 6,191. **Refunded** ►		11	

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

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

Website address ► N/A

14 The books are in care of ► W. RODGER MARSH, JR. Telephone no ► (913) 469-6500

Located at ► 11011 KING ST, #240 OVERLAND PARK KS ZIP + 4 ► 66210

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

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

		Line	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.

				Line	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		
	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		
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		
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)? **5b** X

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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? **6b** 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? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARY HELEN SARLI 8101 MISSION RD, #214 PRAIRIE VILLAGE KS 66208	DIRECTOR 0.00	0.	0.	0.
MELINDA WEHRLE 6901 BELINDER AVENUE PRAIRIE VILLAGE KS 66208	DIRECTOR 0.00	0.	0.	0.
W. RODGER MARSH, JR 11011 KING ST, SUITE 240 OVERLAND PARK KS 66210	DIRECTOR 0.00	0.	0.	0.
LISA WEHRLE 7309 FALMOUTH PRAIRIE VILALGE KS 66208	DIRECTOR 0.00	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 ► None

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 ►		None

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ►	None

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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	13,889,748.
b	Average of monthly cash balances		1b	
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	13,889,748.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	13,889,748.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	208,346.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	13,681,402.
6	**Minimum investment return.** Enter 5% of line 5		6	684,070.

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	684,070.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,066.		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,066.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	681,004.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	681,004.
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	681,004.

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	703,540.
b	Program-related investments — total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	703,540.
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	3,066.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	700,474.

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					681,004.
2 Undistributed income, if any, as of the end of 2012:					
a Enter amount for 2011 only				0.	
b Total for prior years 20 __, 20 __, 20 __					
3 Excess distributions carryover, if any, to 2012:					
a From 2007	0.				
b From 2008	0.				
c From 2009	0.				
d From 2010	0.				
e From 2011	8,628.				
f **Total** of lines 3a through e		8,628.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 703,540.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required — see instructions)					
c Treated as distributions out of corpus (Election required — see instructions)					
d Applied to 2012 distributable amount					672,376.
e Remaining amount distributed out of corpus		31,164.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		8,628.			8,628.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		31,164.			
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					
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					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 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		31,164.			
10 Analysis of line 9:					
a Excess from 2008	0.				
b Excess from 2009	0.				
c Excess from 2010	0.				
d Excess from 2011	0.				
e Excess from 2012	31,164.				

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))

N/A

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

N/A

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

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

a The name, address, and telephone number 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 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*				
ST. LUKES HOSPITAL FDN 4232 WORNALL ROAD KANSAS CITY MO 64111		501C3	CHARITABLE	50,000.
CHILDRENS MERCY HOSPITAL 2340 GILLHAM ROAD KANSAS CITY MO 64108		501C3	CHARITABLE	50,000.
CAMPS FOR KIDS 1080 WASHINGTON KANSAS CITY MO 64105		501C3	CHARITABLE	50,000.
CHILDRENS CENTER FOR THE VISUALLY IMPAIRED 3101 MAIN ST KANSAS CITY MO 64111-1		501C3	CHARITABLE	50,000.
CRITTENTON CHILDREN'S CENTER 10918 ELM AVENUE KANSAS CITY MO 64134		501C3	CHARITABLE	50,000.
GILLIS FOR CHILDREN AND FAMILIES 8150 WORNALL ROAD KANSAS CITY MO 64114		501C3	CHARITABLE	50,000.
KANSAS CITY HOSPICE & PALLIATIVE CARE 9221 WARD PARKWAY KANSAS CITY MO 64114		501C3	CHARITABLE	50,000.
TLC FOR CHILDREN & FAMILIES 480 SOUTH ROGERS ROAD OLATHE KS 66062		501C3	CHARITABLE	50,000.
JACKSON COUNTY CASA 625 E 26TH STREET KANSAS CITY MO 64108		501C3	CHARITABLE	50,000.
See Line 3a statement				250,000.
Total			► 3a	700,000.
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					
4 Dividends and interest from securities			14	313,299.	
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			18	6,070.	
8 Gain or (loss) from sales of assets other than inventory			18	68,672.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a INTEREST ACCRETION			14	109.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				388,150.	

13 Total. Add line 12, columns (b), (d), and (e) . . . **13** 388,150.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	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

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

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

W. Rodger Marsh | 4/22/13 ▶ Vice-Pres.

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
W. Rodger Marsh, Jr.	W. Rodger Marsh	4/22/13	X	P01241272

Firm's name ▶ W. Rodger Marsh, CPA | Firm's EIN ▶ 43-1519715

Firm's address ▶ 11011 King Street, Suite 240, Overland Park KS 66210 | Phone no (913) 469-6500

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2012

Name of the organization
SARLI FAMILY FOUNDATION

Employer identification number
33-1020940

Organization type (check one)·

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

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization: SARLI FAMILY FOUNDATION

Employer identification number: 33-1020940

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MRS. MARY HELEN SARLI 8101 MISSION ROAD, #214 PRAIRIE VILLAGE KS 66208	$ 1,827,341.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2012

Name: SARLI FAMILY FOUNDATION

Employer Identification Number: 33-1020940

Asset Information:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method.
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired. How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation.

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method:
Total Gain (Loss) Accumulation Depreciation

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation)
Sales Expense: Valuation Method
Total Gain (Loss): Accumulation Depreciation

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
OTHER INCOME	6,070.	6,070.	
INTEREST ACCRETION	109.	109.	
Total	6,179.	6,179.	

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAXES PAID	5,240.	5,240.		
EXCISE TAX	3,000.			
Total	8,240.	5,240.		

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ANNUAL REPORT FEE	40.			40.
INVESTMENT FEES	76,358.	76,358.		
TAX SERVICE FEE	300.			300.
Total	76,698.	76,358.		340.

Form 990-PF, Page 2, Part III, Line 5
Other Decreases Stmt

DIVIDENDS NOT POSTED TO CASH UNTIL 2013	3,747.
OTHER TIMING DIFFERENCES	2,668.
Total	6,415.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
SMILES CHANGE LIVES 2405 GRAND, SUITE 300 KANSAS CITY MO 64108		501C3	CHARITABLE	Person or ☐ Business ☐ 50,000.
BURNS RECOVERD SUPPORT GROUP, INC. 11710 ADMINISTRATION DR ST. LOUIS MO 63146		501C3	CHARITABLE	Person or ☐ Business ☐ 50,000.

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox Amount
a Paid during the year				
KANSAS CITY AUTISM TRAINING CENTER INC 7501 BELINDER AVENUE PRAIRIE VILLAGE KS 66208		501C3	CHARITABLE	Person or ☐ Business ☐ 50,000.
CHILDRENS THERAPEUTIC LEARNING CENTER 3101 MAIN STREET KANSAS CITY MO 64111		501C3	CHARITABLE	Person or ☐ Business ☐ 50,000.
NILES HOME FOR CHILDREN 1911 E 23RD ST KANSAS CITY MO 64127		501C3	CHARITABLE	Person or ☐ Business ☐ 25,000.
BOYS HOPE GIRLS HOPE 7930 STATE LINE RD, SUITE 120 PRAIRIE VILLAGE KS 66208		501C3	CHARITABLE	Person or ☐ Business ☐ 25,000.
Total				250,000.

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
W. RODGER MARSH	TAX PREP	3,200.			3,200.
Total		3,200.			3,200.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	6,249,513.	7,462,796.
Total	6,249,513.	7,462,796.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	3,589,430.	3,824,502.
Total	3,589,430.	3,824,502.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	1,377,307.	1,348,335.
Total	1,377,307.	1,348,335.

Proceeds From Broker Transactions

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
KIMBERLY CLARK CORP	KMB	494368103	413	11/22/11	01/03/12	$30,427.40	$28,662.20	$1,765.20
KIMBERLY CLARK CORP	KMB	494368103	62	11/22/11	01/04/12	$4,551.85	$4,302.80	$249.05
ACME PACKET INC	APKT	004764106	2	01/17/11	01/17/12	$54.62	$235.68	$-181.06
ACME PACKET INC	APKT	004764106	3	01/31/11	01/17/12	$81.93	$325.84	$-243.91
ACME PACKET INC	APKT	004764106	19	02/03/11	01/17/12	$518.90	$2,063.37	$-1,544.47
ACME PACKET INC	APKT	004764106	3	03/28/11	01/17/12	$81.93	$325.32	$-243.39
ACME PACKET INC	APKT	004764106	22	02/07/11	01/17/12	$600.83	$2,383.41	$-1,782.58
ACME PACKET INC	APKT	004764106	4	02/07/11	01/17/12	$109.24	$433.05	$-323.81
ACME PACKET INC	APKT	004764106	1	02/20/11	01/17/12	$27.31	$101.33	$-74.02
ACME PACKET INC	APKT	004764106	2	03/06/11	01/17/12	$54.62	$188.83	$-134.21
ACME PACKET INC	APKT	004764106	4	02/27/11	01/17/12	$109.24	$375.65	$-266.41
ACME PACKET INC	APKT	004764106	11	03/18/11	01/17/12	$300.41	$969.02	$-668.61
ACME PACKET INC	APKT	004764106	2	03/26/11	01/17/12	$54.62	$171.03	$-116.41
ACME PACKET INC	APKT	004764106	65	04/11/11	01/17/12	$1,775.18	$4,655.72	$-2,880.54
ACME PACKET INC	APKT	004764106	96	04/12/11	01/17/12	$2,621.80	$6,726.15	$-4,104.35
ACME PACKET INC	APKT	004764106	6	01/17/11	01/17/12	$163.86	$707.57	$-543.71
ACME PACKET INC	APKT	004764106	9	03/07/11	01/17/12	$245.79	$1,073.86	$-828.07
ACME PACKET INC	APKT	004764106	17	03/07/11	01/17/12	$464.28	$2,013.57	$-1,549.29
ACME PACKET INC	APKT	004764106	4	06/10/11	01/18/12	$111.94	$270.99	$-159.05

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ACME PACKET INC	APKT	004764106	2	06/10/11	01/18/12	$55.97	$135.61	$-79.64
ACME PACKET INC	APKT	004764106	49	06/14/11	01/18/12	$1,371.31	$3,280.64	$-1,909.33
ACME PACKET INC	APKT	004764106	5	06/13/11	01/18/12	$139.93	$334.71	$-194.78
ACME PACKET INC	APKT	004764106	5	06/13/11	01/18/12	$139.93	$333.34	$-193.41
ACME PACKET INC	APKT	004764106	8	06/13/11	01/18/12	$223.89	$529.91	$-306.02
ACME PACKET INC	APKT	004764106	3	06/13/11	01/18/12	$83.96	$197.87	$-113.91
ACME PACKET INC	APKT	004764106	155	06/16/11	01/18/12	$4,337.80	$9,608.37	$-5,270.57
ACME PACKET INC	APKT	004764106	101	10/05/11	01/18/12	$2,826.57	$3,930.88	$-1,104.31
ACME PACKET INC	APKT	004764106	114	12/13/11	01/18/12	$3,190.39	$3,891.74	$-701.35
ACME PACKET INC	APKT	004764106	18	06/14/11	01/18/12	$503.75	$1,205.21	$-701.46
ACME PACKET INC	APKT	004764106	5	04/12/11	01/18/12	$139.93	$350.32	$-210.39
ACME PACKET INC	APKT	004764106	80	12/14/11	01/19/12	$2,392.50	$2,618.72	$-226.22
ACME PACKET INC	APKT	004764106	154	12/12/11	01/19/12	$4,605.55	$5,132.00	$-526.45
ACME PACKET INC	APKT	004764106	17	12/13/11	01/19/12	$508.41	$580.35	$-71.94
F5 NETWORKS INC	FFIV	315616102	14	03/10/11	02/01/12	$1,716.63	$1,533.33	$183.30
LILLY ELI & CO	LLY	532457108	385	11/22/11	02/02/12	$15,194.20	$13,973.50	$1,220.70
CVS CORPORATION DEL	CVS	126650100	150	11/22/11	02/08/12	$6,534.35	$5,662.16	$872.19
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	12	03/31/11	02/15/12	$511.89	$601.50	$-89.61
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	5	03/30/11	02/15/12	$213.29	$249.11	$-35.82
FMC TECHNOLOGIES INC	FTI	30249U101	51	12/05/11	02/15/12	$2,585.37	$2,724.76	$-139.39
FMC TECHNOLOGIES INC	FTI	30249U101	12	10/27/11	02/15/12	$608.32	$557.43	$50.89
FMC TECHNOLOGIES INC	FTI	30249U101	29	10/27/11	02/15/12	$1,470.12	$1,344.12	$126.00
FMC TECHNOLOGIES INC	FTI	30249U101	41	11/01/11	02/15/12	$2,078.44	$1,787.94	$290.50
FMC TECHNOLOGIES INC	FTI	30249U101	11	09/27/11	02/15/12	$557.63	$455.75	$101.88
LULULEMON ATHLETICA INC	LULU	550021109	45	08/26/11	02/15/12	$2,922.83	$2,337.46	$585.37
LULULEMON ATHLETICA INC	LULU	550021109	15	12/06/11	02/15/12	$974.27	$723.71	$250.56
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	12	07/22/11	02/15/12	$511.89	$605.51	$-93.62
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	5	07/22/11	02/15/12	$213.29	$252.49	$-39.20

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	27	07/25/11	02/15/12	$1,151.75	$1,365.05	$-213.30
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	3	04/05/11	02/15/12	$127.97	$152.09	$-24.12
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	37	02/28/11	02/16/12	$1,627.35	$1,779.23	$ 151.88
F5 NETWORKS INC	FFIV	315616102	9	03/30/11	02/16/12	$1,140.43	$912.90	$227.53
F5 NETWORKS INC	FFIV	315616102	11	03/30/11	02/16/12	$1,393.85	$1,115.24	$278.61
LULULEMON ATHLETICA INC	LULU	550021109	34	12/05/11	02/16/12	$2,215.60	$1,632.81	$582.79
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	10	03/30/11	02/16/12	$439.83	$498.21	$-58.38
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	22	03/30/11	02/16/12	$967.62	$1,094.64	$-127.02
EMC CORPORATION	EMC	268648102	8	06/20/11	03/12/12	$231.68	$224.26	$7.42
EMC CORPORATION	EMC	268648102	32	03/17/11	03/12/12	$926.73	$880.34	$46.39
PRICELINE.COM INC	PCLN	741503403	3	06/14/11	03/12/12	$1,949.05	$1,438.33	$510.72
PRICELINE.COM INC	PCLN	741503403	4	08/24/11	03/12/12	$2,598.73	$1,923.23	$675.50
PRICELINE.COM INC	PCLN	741503403	1	10/27/11	03/12/12	$649.68	$520.05	$129.63
PRICELINE.COM INC	PCLN	741503403	2	07/03/11	03/12/12	$1,299.36	$1,043.77	$255.59
NOVO NORDISK A S ADR	NVO	670100205	1	09/27/11	03/12/12	$142.01	$103.47	$38.54
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	6	11/01/11	03/12/12	$831.63	$760.88	$70.75
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	15	10/27/11	03/12/12	$2,079.08	$1,961.26	$117.82
F5 NETWORKS INC	FFIV	315616102	19	03/18/11	03/12/12	$2,390.25	$1,882.37	$507.88
F5 NETWORKS INC	FFIV	315616102	4	03/30/11	03/12/12	$503.21	$405.54	$97.67
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	17	08/03/11	03/12/12	$747.16	$789.10	$ 41.94
EMC CORPORATION	EMC	268648102	35	06/25/11	03/12/12	$1,013.62	$952.62	$61.00
LULULEMON ATHLETICA INC	LULU	550021109	47	12/05/11	03/13/12	$3,387.08	$2,257.12	$1,129.96
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	15	08/03/11	03/13/12	$666.62	$696.26	$ 29.64
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	16	11/01/11	03/13/12	$2,229.71	$2,029.01	$200.70
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	2	11/01/11	03/13/12	$278.71	$250.02	$28.69
NOVO NORDISK A S ADR	NVO	670100205	5	09/27/11	03/13/12	$710.63	$517.35	$193.28
FRANKLIN RESOURCES INC	BEN	354613101	4	06/07/11	03/23/12	$490.57	$493.13	$-2.56
FRANKLIN RESOURCES INC	BEN	354613101	5	06/14/11	03/23/12	$613.22	$629.84	$-16.62

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
EOG RES INC	EOG	26875P101	13	06/07/11	03/23/12	$1,456.25	$1,415.68	$40.57
FMC TECHNOLOGIES INC	FTI	30249U101	8	09/27/11	03/23/12	$386.32	$331.46	$54.86
FMC TECHNOLOGIES INC	FTI	30249U101	23	08/23/11	03/23/12	$1,110.66	$921.78	$188.88
FMC TECHNOLOGIES INC	FTI	30249U101	53	08/22/11	03/23/12	$2,559.34	$2,097.04	$462.30
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	21	11/01/11	04/19/12	$2,722.14	$2,625.18	$96.96
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	18	09/27/11	04/19/12	$2,333.26	$2,237.72	$95.54
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	2	08/10/11	04/20/12	$258.33	$220.08	$38.25
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	22	09/27/11	04/20/12	$2,841.63	$2,735.00	$106.63
GREEN MTN COFFEE INC	GMCR	393122106	67	08/03/11	05/03/12	$1,713.99	$7,277.11	$-5,563.12
GREEN MTN COFFEE INC	GMCR	393122106	29	08/03/11	05/03/12	$741.88	$3,146.80	$ 2,404.92
GREEN MTN COFFEE INC	GMCR	393122106	94	11/10/11	05/03/12	$2,404.70	$3,783.49	$-1,378.79
GREEN MTN COFFEE INC	GMCR	393122106	45	01/03/12	05/03/12	$1,151.19	$2,105.76	$-954.57
GREEN MTN COFFEE INC	GMCR	393122106	139	03/13/12	05/03/12	$3,555.88	$7,136.13	$-3,580.25
GREEN MTN COFFEE INC	GMCR	393122106	13	12/05/11	05/03/12	$332.57	$768.68	$-436.11
GREEN MTN COFFEE INC	GMCR	393122106	148	10/27/11	05/03/12	$3,786.13	$9,499.82	$ 5,713.69
GREEN MTN COFFEE INC	GMCR	393122106	79	11/04/11	05/03/12	$2,020.97	$5,562.14	$-3,541.17
GREEN MTN COFFEE INC	GMCR	393122106	21	08/22/11	05/03/12	$537.22	$1,829.10	$-1,291.88
GREEN MTN COFFEE INC	GMCR	393122106	39	10/03/11	05/03/12	$997.69	$3,436.50	$-2,438.81
GREEN MTN COFFEE INC	GMCR	393122106	6	08/23/11	05/03/12	$153.49	$531.53	$ 378.04
GREEN MTN COFFEE INC	GMCR	393122106	9	08/26/11	05/03/12	$230.24	$877.71	$-647.47
GREEN MTN COFFEE INC	GMCR	393122106	5	08/01/11	05/03/12	$127.91	$516.17	$-388.26
GREEN MTN COFFEE INC	GMCR	393122106	5	08/01/11	05/03/12	$127.91	$521.34	$-393.43
GREEN MTN COFFEE INC	GMCR	393122106	79	08/01/11	05/03/12	$2,020.97	$8,306.10	$-6,285.13
GREEN MTN COFFEE INC	GMCR	393122106	116	08/04/11	05/03/12	$2,967.50	$12,237.81	$ 9,270.31
GREEN MTN COFFEE INC	GMCR	393122106	24	08/02/11	05/03/12	$613.97	$2,558.40	$ 1,944.43
GREEN MTN COFFEE INC	GMCR	393122106	20	08/02/11	05/03/12	$511.64	$2,128.55	$ 1,616.91
PRICELINE.COM INC	PCLN	741503403	1	08/22/11	05/08/12	$719.61	$457.70	$261.91
PRICELINE.COM INC	PCLN	741503403	1	08/23/11	05/08/12	$719.61	$455.75	$263.86

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	4	08/03/11	05/15/12	$152.15	$185.67	$-33.52
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	15	08/03/11	05/15/12	$570.57	$695.21	$-124.64
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	2	08/02/11	05/15/12	$76.08	$87.13	$-11.05
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	7	08/02/11	05/15/12	$266.27	$313.70	$-47.43
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	26	08/04/11	05/15/12	$989.00	$1 181.65	$-192.65
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	33	08/02/11	05/15/12	$1,255.26	$1,508.73	$-253.47
LULULEMON ATHLETICA INC	LULU	550021109	86	12/05/11	05/22/12	$6,013.06	$4 130.06	$1,883.00
LULULEMON ATHLETICA INC	LULU	550021109	17	06/03/11	05/22/12	$1,188.63	$752.18	$436.45
LULULEMON ATHLETICA INC	LULU	550021109	20	06/06/11	05/22/12	$1 398.38	$840.31	$558.07
AMERICAN EXPRESS CO	AXP	025816109	56	11/22/11	05/29/12	$3 151.16	$2 575.44	$575.72
MICROSOFT CORP	MSFT	594918104	301	11/22/11	05/29/12	$8,869.16	$7,476.06	$1,393.10
CVS CORPORATION DEL	CVS	126650100	258	11/22/11	05/29/12	$11,737.16	$9,738.91	$1,998.25
WAL MART STORES INC	WMT	931142103	33	11/22/11	05/29/12	$2,161.25	$1,868.13	$293.12
PHILLIPS 66	PSX	718546104	170	11/22/11	06/04/12	$5,034.64	$5,345.03	$-310.39
JUNIPER NETWORKS INC	JNPR	48203R104	86	07/21/11	06/13/12	$1,411.00	$2,620.01	$-1,209.01
JUNIPER NETWORKS INC	JNPR	48203R104	2	07/22/11	06/13/12	$32.81	$61.83	$-29.02
JUNIPER NETWORKS INC	JNPR	48203R104	1	07/20/11	06/13/12	$16.41	$31.07	$-14.66
JUNIPER NETWORKS INC	JNPR	48203R104	45	07/20/11	06/13/12	$738.32	$1,398.87	$-660.55
JUNIPER NETWORKS INC	JNPR	48203R104	314	07/22/11	06/13/12	$5,151.81	$9 826.76	$-4,674.95
JUNIPER NETWORKS INC	JNPR	48203R104	116	07/21/11	06/13/12	$1,903.22	$3,531.27	$-1,628.05
JUNIPER NETWORKS INC	JNPR	48203R104	65	01/03/12	06/14/12	$1 052.19	$1,360.27	$-308.08
JUNIPER NETWORKS INC	JNPR	48203R104	39	12/05/11	06/14/12	$631.31	$913.92	$-282.61
JUNIPER NETWORKS INC	JNPR	48203R104	155	10/27/11	06/14/12	$2,509.07	$3,813.82	$-1,304.75
JUNIPER NETWORKS INC	JNPR	48203R104	697	07/27/11	06/14/12	$11,282.71	$17,237.99	$-5,955.28
JUNIPER NETWORKS INC	JNPR	48203R104	1	07/27/11	06/14/12	$16.19	$24.77	$-8.58
JUNIPER NETWORKS INC	JNPR	48203R104	248	07/21/11	06/14/12	$4,014.51	$7,549.62	$-3,535.11
MCKESSON HBOC INC	MCK	58155Q103	68	08/11/11	07/05/12	$6,435.42	$5,367.73	$1,067.69
NOVO-NORDISK A S ADR	NVO	670100205	13	04/20/12	07/05/12	$1,912.28	$1,968.14	$-55.86

Short term transactions

This category includes sales of assets held 12 months or less

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
NOVO NORDISK A S ADR	NVO	670100205	10	04/19/12	07/05/12	$1,470.99	$1,502.02	$-31.03
NOVO NORDISK A S ADR	NVO	670100205	1	04/19/12	07/06/12	$146.41	$150.20	$-3.79
AMAZON COM INC	AMZN	023135106	15	04/19/12	08/01/12	$3,474.37	$2,879.83	$594.54
BIOGEN IDEC INC	BIIB	09062X103	11	04/20/12	08/01/12	$1,589.21	$1,397.66	$191.55
SALESFORCE COM INC	CRM	79466L302	2	10/27/11	08/01/12	$249.45	$263.51	$-14.06
MCKESSON HBOC INC	MCK	58155Q103	49	08/11/11	08/01/12	$4,380.86	$3 867.93	$512.93
SALESFORCE COM INC	CRM	79466L302	14	03/02/12	08/01/12	$1,746.17	$2 023.49	$-277.32
BIOGEN IDEC INC	BIIB	09062X103	9	04/19/12	08/01/12	$1 300.26	$1 138.30	$161.96
FOSSIL INC	FOSL	349882100	49	03/05/12	09/13/12	$4,112.04	$6,200.60	$-2,088.56
FOSSIL INC	FOSL	349882100	127	03/02/12	09/13/12	$10 657.73	$15,899.90	$-5,242.17
FOSSIL INC	FOSL	349882100	102	05/09/12	09/13/12	$8,559.74	$8,168.49	$391.25
FOSSIL INC	FOSL	349882100	25	05/08/12	09/13/12	$2,097.98	$1,958.07	$139.91
FOSSIL INC	FOSL	349882100	33	05/08/12	09/14/12	$2,868.84	$2,584.66	$284.18
SALESFORCE COM INC	CRM	79466L302	2	10/27/11	09/17/12	$316.55	$263.51	$53.04
SALESFORCE COM INC	CRM	79466L302	17	11/01/11	09/17/12	$2,690.63	$2,202.87	$487.76
SALESFORCE COM INC	CRM	79466L302	1	12/05/11	09/17/12	$158.27	$125.25	$33.02
STAPLES INC	SPLS	855030102	1359	03/13/12	09/19/12	$16,404.53	$21,104.86	$-4,700.33
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	46	12/05/11	10/01/12	$3,256.62	$3,223.83	$32.79
GOOGLE INC CL A	GOOG	38259P508	7	04/19/12	10/01/12	$5,305.58	$4,263.43	$1,042.15
GOOGLE INC CL A	GOOG	38259P508	10	11/22/11	10/05/12	$7,656.63	$5,804.90	$1,851.73
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	24	09/17/12	10/24/12	$5,699.08	$8,330.81	$-2,631.73
F5 NETWORKS INC	FFIV	315616102	45	08/01/12	11/02/12	$3,733.02	$4,232.03	$-499.01
F5 NETWORKS INC	FFIV	315616102	123	07/05/12	11/02/12	$10,203.58	$12,495.36	$-2,291.78
VISA INC CL A	V	92826C839	29	08/01/12	12/14/12	$4,249.91	$3,714.67	$535.24
Total short term gain/loss from sales.						$353,172.76	$441 152.94	$-87,980.18

Long term transactions

This category includes sales of assets held more than 12 months

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ACME PACKET INC	APKT	004764106	5	01/10/11	01/17/12	$136.55	$588.82	$-452.27
F5 NETWORKS INC	FFIV	315616102	8	09/28/10	02/01/12	$980.93	$837.98	$142.95
F5 NETWORKS INC	FFIV	315616102	11	09/28/10	02/02/12	$1,341.58	$1,152.22	$189.36
F5 NETWORKS INC	FFIV	315616102	1	09/28/10	02/15/12	$126.79	$103.78	$23.01
F5 NETWORKS INC	FFIV	315616102	8	09/28/10	02/15/12	$1,014.29	$829.34	$184.95
F5 NETWORKS INC	FFIV	315616102	16	09/30/10	02/15/12	$2,028.60	$1,668.27	$360.33
F5 NETWORKS INC	FFIV	315616102	10	09/28/10	02/15/12	$1,267.87	$1,047.47	$220.40
F5 NETWORKS INC	FFIV	315616102	9	09/28/10	02/16/12	$1,140.43	$933.00	$207.43
F5 NETWORKS INC	FFIV	315616102	9	10/01/10	02/16/12	$1,140.43	$925.04	$215.39
F5 NETWORKS INC	FFIV	315616102	23	10/01/10	02/16/12	$2,914.42	$2,369.96	$544.46
EMC CORPORATION	EMC	268648102	150	05/10/10	03/12/12	$4,344.06	$2,804.62	$1,539.44
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	23	02/28/11	03/12/12	$1,010.86	$1,106.00	$-95.14
NOVO NORDISK A S ADR	NVO	670100205	8	12/07/10	03/12/12	$1,136.05	$832.57	$303.48
NOVO-NORDISK A S ADR	NVO	670100205	1	12/01/10	03/13/12	$142.13	$101.27	$40.86
NOVO NORDISK A S ADR	NVO	670100205	1	05/10/10	03/13/12	$142.12	$79.34	$62.78
NOVO-NORDISK A S ADR	NVO	670100205	3	12/02/10	03/13/12	$426.38	$309.13	$117.25
NOVO-NORDISK A S ADR	NVO	670100205	11	12/06/10	03/13/12	$1,563.40	$1,135.69	$427.71
NOVO NORDISK A S ADR	NVO	670100205	7	12/03/10	03/13/12	$994.89	$723.49	$271.40
LAUDER ESTEE COS INC CL A	EL	518439104	44	02/28/11	03/13/12	$2,677.97	$2,071.22	$606.75
LAUDER ESTEE COS INC CL A	EL	518439104	22	02/18/11	03/13/12	$1,338.98	$1,045.24	$293.74
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	8	02/11/11	03/13/12	$3,182.68	$2,148.84	$1,033.84
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	49	02/08/11	03/23/12	$3,724.92	$3,751.60	$-26.68
EOG RES INC	EOG	26875P101	17	06/28/10	03/23/12	$1,904.33	$1,798.36	$105.97
EOG RES INC	EOG	26875P101	59	06/28/10	03/23/12	$6,609.15	$6,231.97	$377.18
FMC TECHNOLOGIES INC	FTI	30249U101	46	05/10/10	03/23/12	$2,221.32	$1,474.55	$746.77
PRICELINE.COM INC	PCLN	741503403	6	03/10/11	03/23/12	$4,275.89	$2,796.57	$1,479.32
F5 NETWORKS INC	FFIV	315616102	65	10/07/10	04/19/12	$8,859.38	$6,418.63	$2,440.75
F5 NETWORKS INC	FFIV	315616102	19	03/18/11	04/19/12	$2,589.67	$1,882.37	$707.30

Long term transactions

This category includes sales of assets held more than 12 months

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
PRICELINE.COM INC	PCLN	741503403	1	07/12/10	05/08/12	$719.61	$203.99	$515.62
PRICELINE COM INC	PCLN	741503403	1	05/26/10	05/08/12	$719.60	$196.86	$522.74
PRICELINE COM INC	PCLN	741503403	1	04/18/10	05/08/12	$719.61	$199.57	$520.04
PRICELINE.COM INC	PCLN	741503403	3	07/09/10	05/08/12	$2,158.82	$605.84	$1,552.98
PRICELINE COM INC	PCLN	741503403	6	03/10/11	05/08/12	$4,317.64	$2,796.58	$1,521.06
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	257	05/10/10	05/15/12	$9,775.83	$10,472.11	$-696.28
EXPEDITORS INTERNATIONAL WASH	EXPD	302130109	214	05/10/10	05/16/12	$8,104.21	$8,719.96	$-615.75
FEDERAL NATL MTG ASSN NOTES		31398ABX9	100000	08/03/07	05/18/12	$100,000.00	$100,000.00	$0.00
LULULEMON ATHLETICA INC	LULU	550021109	10	03/18/11	05/22/12	$699.19	$377.96	$321.23
WELLS FARGO & CO (NEW)	WFC	949746101	154	04/26/07	05/29/12	$4,928.43	$4,910.75	$17.68
WELLS FARGO & CO (NEW)	WFC	949746101	98	04/07/07	05/29/12	$3,136.27	$4,264.52	$-1,128.25
WELLS FARGO & CO (NEW)	WFC	949746101	117	04/03/07	05/29/12	$3,744.33	$3,758.98	$-14.65
NOVO-NORDISK A S ADR	NVO	670100205	19	05/10/10	07/06/12	$2,781.73	$1,507.46	$1,274.27
FRANKLIN RESOURCES INC	BEN	354613101	3	06/07/11	08/01/12	$340.49	$369.85	$-29.36
FRANKLIN RESOURCES INC	BEN	354613101	32	10/13/10	08/01/12	$3,631.94	$3,766.23	$-134.29
FRANKLIN RESOURCES INC	BEN	354613101	25	12/01/10	08/01/12	$2,837.45	$2,938.36	$-100.91
FRANKLIN RESOURCES INC	BEN	354613101	20	12/09/10	08/01/12	$2,269.96	$2,348.99	$-79.03
PRECISION CASTPARTS CORP	PCP	740189105	11	12/14/10	08/01/12	$1,682.28	$1,540.78	$141.50
PRICELINE.COM INC	PCLN	741503403	1	05/26/10	08/01/12	$645.43	$196.86	$448.57
SALESFORCE COM INC	CRM	79466L302	14	04/13/11	08/01/12	$1,746.18	$1,847.67	$-101.49
WELLS FARGO & CO NEW SUB NT		949746C13	100000	10/03/06	09/01/12	$100,000.00	$100,000.00	$0.00
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	35	08/09/11	09/17/12	$4,914.69	$3,824.53	$1,090.16
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	4	02/08/11	09/17/12	$277.13	$306.25	$-29.12
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	57	06/03/11	09/17/12	$3,949.04	$4,253.68	$-304.64
SALESFORCE COM INC	CRM	79466L302	4	04/13/11	09/17/12	$633.09	$513.75	$119.34
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	39	08/10/11	09/17/12	$5,476.37	$4,291.51	$1,184.86
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	8	06/14/11	09/17/12	$554.25	$564.49	$-10.24
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	78	08/09/11	09/18/12	$10,939.56	$8,523.23	$2,416.33

Long term transactions

This category includes sales of assets held more than 12 months

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	16	08/09/11	09/19/12	$2,225 52	$1,735 28	$490 24
INTERCONTINENTALEXCHANGE INC	ICE	45865V100	24	08/09/11	09/19/12	$3,338 29	$2,622.53	$715 76
MCKESSON HBOC INC	MCK	58155Q103	103	08/11/11	10/01/12	$8,869 85	$8,053 51	$816 34
MCKESSON HBOC INC	MCK	58155Q103	63	08/11/11	10/01/12	$5 425 24	$4,973 05	$452 19
GOOGLE INC CL A	GOOG	38259P508	3	05/10/10	10/01/12	$2,273 82	$1,554 05	$719 77
FRANKLIN RESOURCES INC	BEN	354613101	2	10/26/10	10/01/12	$252 19	$232 60	$19 59
FRANKLIN RESOURCES INC	BEN	354613101	22	10/14/10	10/01/12	$2,774 14	$2,560 95	$213 19
FRANKLIN RESOURCES INC	BEN	354613101	9	10/25/10	10/01/12	$1,134 88	$1,048 06	$86 82
FRANKLIN RESOURCES INC	BEN	354613101	9	12/01/10	10/01/12	$1,134 88	$1,056 83	$78 05
FRANKLIN RESOURCES INC	BEN	354613101	8	12/09/10	10/01/12	$1,008 78	$939 60	$69 18
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	30	08/22/11	10/01/12	$2,123 88	$1,715 33	$408 55
COGNIZANT TECHNOLOGY SOLUTION	CTSH	192446102	24	06/14/11	10/01/12	$1 699 10	$1,693 48	$5 62
MCKESSON HBOC INC	MCK	58155Q103	10	08/09/11	10/01/12	$861 15	$755 91	$105 24
NOVO-NORDISK A S ADR	NVO	670100205	44	05/10/10	10/01/12	$6,976 20	$3,490 96	$3,485 24
MCKESSON HBOC INC	MCK	58155Q103	54	08/10/11	10/01/12	$4,650 21	$4,004 14	$646 07
MCKESSON HBOC INC	MCK	58155Q103	21	08/10/11	10/01/12	$1,808 41	$1,563 08	$245.33
MCKESSON HBOC INC	MCK	58155Q103	54	08/10/11	10/02/12	$4,631 31	$4,004 14	$627 17
MCKESSON HBOC INC	MCK	58155Q103	1	08/09/11	10/02/12	$85 77	$73 92	$11 85
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	5	02/11/11	10/24/12	$1,187 31	$1,343 02	$-155 71
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	6	02/11/11	10/24/12	$1,424 77	$1,601 24	$-176 47
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	16	02/10/11	10/24/12	$3,799 38	$4,079 90	$ 280 52
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	9	03/10/11	10/24/12	$2,137 15	$2,275 46	$-138 31
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	9	03/11/11	10/24/12	$2,137 16	$2,267 11	$-129 95
CHIPOTLE MEXICAN GRILL INC CL	CMG	169656105	26	02/28/11	10/24/12	$6,174 00	$6,447 35	$ 273 35
F5 NETWORKS INC	FFIV	315616102	1	10/07/10	11/02/12	$82 96	$98 75	$-15 79
F5 NETWORKS INC	FFIV	315616102	22	08/27/10	11/02/12	$1,825 03	$1,951 24	$-126 21
F5 NETWORKS INC	FFIV	315616102	43	04/05/11	11/02/12	$3,567 10	$4,047 97	$-480 87
F5 NETWORKS INC	FFIV	315616102	26	08/27/10	11/05/12	$2,180 87	$2,306 00	$-125.13

Long term transactions

This category includes sales of assets held more than 12 months

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
F5 NETWORKS INC	FFIV	315616102	116	09/27/11	11/05/12	$9,730 06	$9,220 04	$510 02
CISCO SYSTEM INC	CSCO	17275R102	168	05/06/11	12/11/12	$3,727 35	$3 500 65	$226 70
SALESFORCE COM INC	CRM	79466L302	39	12/05/11	12/14/12	$6,494 62	$4,884 57	$1,610 05
SALESFORCE COM INC	CRM	79466L302	5	10/07/10	12/14/12	$832 64	$518 08	$314 56
CHEVRONTEXACO CORP	CVX	166764100	40	11/22/11	12/20/12	$4,397.80	$3,853 20	$544 60
Total long term gain/loss from sales						$441,911 02	$410,940 10	$30,970 92

24440750030

Settlement Date

Portfolio Analysis

Account: 50-16-101-1112333 SARLI FAMILY FDN - COMBINED

Jan. 01, 2012 through Dec. 31, 2012

Portfolio Summary by Asset Class

Description	Market Value	% of Account	% of Sector	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency						
Cash Equivalents	$1,377,014.00	9.8%	100.0%	$1,377,014.00	$1,194.06	0.08%
Total Cash/Currency	**$1,377,014.00**	**9.8%**	**100.0%**	**$1,377,014.00**	**$1,194.06**	**0.08%**
Equities						
U.S. Large Cap	$3,828,227.91	27.3%	51.3%	$3,078,076.13	$61,005.94	1.59%
U.S. Mid Cap	1,075,193.23	7.7	14.4	965,421.21	15,542.84	1.44
U.S. Small Cap	503,223.64	3.6	6.7	425,000.00	8,523.93	1.69
International Developed	1,180,014.92	8.4	15.8	1,038,235.29	30,412.22	2.57
Emerging Markets	876,135.98	6.3	11.7	742,780.00	18,254.24	2.08
Total Equities	**$7,462,795.68**	**53.3%**	**100.0%**	**$6,249,512.63**	**$133,739.17**	**1.79%**
Fixed Income						
Investment Grade Taxable	$3,005,663.50	21.5%	78.6%	$2,789,429.78	$86,090.40	2.86%
International Developed Bonds	407,877.88	2.9	10.7	400,000.00	10,524.67	2.58
Global High Yield Taxable	410,960.93	2.9	10.7	400,000.00	24,597.97	5.98
Total Fixed Income	**$3,824,502.31**	**27.3%**	**100.0%**	**$3,589,429.78**	**$121,213.04**	**3.16%**
Hedge Funds						
Hedge Funds Specific Strategy	$546,353.78	3.9%	100.0%	$550,000.00	$9,520.39	1.74%
Total Hedge Funds	**$546,353.78**	**3.9%**	**100.0%**	**$550,000.00**	**$9,520.39**	**1.74%**
Real Estate						
Public REITs	$375,060.00	2.7%	100.0%	$302,307.07	$13,355.10	3.56%
Total Real Estate	**$375,060.00**	**2.7%**	**100.0%**	**$302,307.07**	**$13,355.10**	**3.56%**
Tangible Assets						
Commodities	$426,921.34	3.0%	100.0%	$525,000.00	$11,315.99	2.65%
Total Tangible Assets	**$426,921.34**	**3.0%**	**100.0%**	**$525,000.00**	**$11,315.99**	**2.65%**
Total Assets	**$14,012,647.11**	**100.0%**		**$12,593,263.48**	**$290,337.75**	**2.07%**
Total	**$14,012,647.11**			**$12,593,263.48**	**$290,337.75**	