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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

DONALD M. EPHRAIM FAMILY
FOUNDATION

A Employer identification number

36-3739581

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

108 W. GRAND AVE.

Room/suite

B Telephone number

312-321-9700

City or town, state, and ZIP code

CHICAGO, IL 60654-5206

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

Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 2,376,193.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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 ☐

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

156,660.

N/A

2 Check ☐ If the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

125.

125.

STATEMENT 1

4 Dividends and interest from securities

69,750.

69,750.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

95,689.

b Gross sales price for all
assets on line 6a

923,675.

7 Capital gain net income (from Part IV, line 2)

95,689.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

4,385.

4,385.

STATEMENT 3

12 Total. Add lines 1 through 11

326,609.

169,949.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

STMT 4

1,811.

161.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 5

246.

221.

0.

24 Total operating and administrative
expenses. Add lines 13 through 23

2,057.

382.

0.

25 Contributions, gifts, grants paid

99,250.

99,250.

26 Total expenses and disbursements.

Add lines 24 and 25

101,307.

382.

99,250.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

225,302.

b Net investment income (if negative, enter -0-)

169,567.

c Adjusted net income (if negative, enter -0-)

N/A

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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9/16/14

**DONALD M. EPHRAIM FAMILY
FOUNDATION**

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			90,607.	5,565.	5,565.
	2 Savings and temporary cash investments			21,271.	24,596.	24,596.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 7			1,633,276.	2,031,161.	2,031,161.
	c Investments - corporate bonds STMT 8			189,031.	314,871.	314,871.
11 Investments - land, buildings, and equipment, basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment, basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			1,934,185.	2,376,193.	2,376,193.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
22 Other liabilities (describe ▶ STATEMENT 9)			92,672.	72,050.		
23 Total liabilities (add lines 17 through 22)			92,672.	72,050.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			1,841,513.	2,304,143.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances			1,841,513.	2,304,143.		
31 Total liabilities and net assets/fund balances			1,934,185.	2,376,193.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,841,513.
2 Enter amount from Part I, line 27a	2	225,302.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	237,328.
4 Add lines 1, 2, and 3	4	2,304,143.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,304,143.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 923,675.		827,986.	95,689.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			95,689.

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	95,689.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	94,893.	1,993,267.	.047607
2010	91,217.	1,948,599.	.046812
2009	79,896.	1,849,436.	.043200
2008	66,590.	1,924,559.	.034600
2007	62,330.	1,345,289.	.046332

2 Total of line 1, column (d)	2	.218551
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	.043710
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,087,733.
5 Multiply line 4 by line 3	5	91,255.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,696.
7 Add lines 5 and 6	7	92,951.
8 Enter qualifying distributions from Part XII, line 4	8	99,250.

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,696.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,696.
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	1,696.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,120.	
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	1,120.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	576.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			X
1c Did the foundation file Form 1120-POL for this year?			X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>			
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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>EPHRAIM & ASSOCIATES, P.C.</u> Telephone no. ► <u>312-321-9700</u> Located at ► <u>108 W. GRAND AVE., CHICAGO, IL</u> ZIP+4 ► <u>60654-5206</u>			
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 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☒ N/A

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) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD M. EPHRAIM 108 W. GRAND AVE. CHICAGO, IL 606545206	OFFICER & DIRECTOR	0.00	0.	0.
DAVID M. EPHRAIM 108 W. GRAND AVE. CHICAGO, IL 606545206	OFFICER & DIRECTOR	0.00	0.	0.
ELIOT S. EPHRAIM 108 W. GRAND AVE. CHICAGO, IL 606545206	OFFICER & DIRECTOR	0.00	0.	0.
ERIC A. EPHRAIM 108 W. GRAND AVE. CHICAGO, IL 606545206	OFFICER	0.00	0.	0.

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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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	1,864,944.
b	Average of monthly cash balances	1b	254,582.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,119,526.
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	2,119,526.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,793.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,087,733.
6	Minimum investment return. Enter 5% of line 5	6	104,387.

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	104,387.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,696.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,696.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	102,691.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	102,691.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	102,691.

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	99,250.
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	99,250.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,696.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,554.

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.

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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				102,691.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			98,144.	
b Total for prior years:		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: ► \$ 99,250.				
a Applied to 2011, but not more than line 2a			98,144.	
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				1,106.
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				101,585.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	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)

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	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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.					
3	Subtract line 2d from line 2c. 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).)

DONALD M. EPHRAIM

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:

SEE STATEMENT 10

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:

DONALD M. EPHRAIM FAMILY
FOUNDATION**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				
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231		PUBLIC CHARITY	GENERAL	100.
NATIONAL STRATEGY FORUM 53 W JACKSON, SUITE 1202 CHICAGO, IL 60604		PUBLIC CHARITY	GENERAL	200.
JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417		PUBLIC CHARITY	GENERAL	41,500.
CHICAGO SINAI CONGREGATION 15 W DELAWARE PLACE CHICAGO, IL 60610		PUBLIC CHARITY	GENERAL	300.
DEPAUL UNIVERSITY 1 E JACKSON BLVD CHICAGO, IL 60604		PUBLIC CHARITY	GENERAL	1,000.
Total	SEE CONTINUATION SHEET(S)			99,250.
b Approved for future payment				
NONE				
Total				0.

2012.03020 DONALD M. EPHRAIM FAMILY FO DMEFOUN1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	AMERITRADE (-5849) PUBLICLY TRADED SECS	P		
b	AMERITRADE (-5036) PUBLICLY TRADED STOCKS	P		
c	AMERITRADE (-5036) PUBLICLY TRADED STOCKS	P		
d	AMERITRADE (-5036) PUBLICLY TRADED OPTIONS	P		
e	SANFORD BERNSTEIN PUBLICLY TRADED SECURITIES	P		
f	KKR FINANCIAL K-1 (PTP IN AMERITRADE)	P		
g	KKR FINANCIAL K-1 (PTP IN AMERITRADE)	P		
h	SANFORD BERNSTEIN PUBLICLY TRADED SECURITIES	P		
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 58,817.		58,816.	1.
b 555.		827.	<272.>
c 1,914.		2,650.	<736.>
d 90,789.		12,555.	78,234.
e 128,986.		126,601.	2,385.
f 129.			129.
g 35.			35.
h 640,296.		626,537.	13,759.
i 2,154.			2,154.
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1.
b			<272.>
c			<736.>
d			78,234.
e			2,385.
f			129.
g			35.
h			13,759.
i			2,154.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	95,689.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**DONALD M. EPHRAIM FAMILY
FOUNDATION**

36-3739581

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PALM BEACH POPS 500 AUSTRALIAN AVE S SUITE 100 WEST PALM BEACH, FL 33401		PUBLIC CHARITY	GENERAL	12,500.
JEWISH FEDERATION OF METROPOLITAN CHICAGO 30 S WELLS CHICAGO, IL 60606		PUBLIC CHARITY	GENERAL	5,000.
FAMILY NETWORK 330 LAUREL AVE HIGHLAND PARK, IL 60035		PUBLIC CHARITY	GENERAL	1,400.
NA'AMAT 10024 N SKOKIE BLVD SKOKIE, IL 60077		PUBLIC CHARITY	GENERAL	200.
NORTON MUSEUM OF ART 1451 S OLIVE AVE WEST PALM BEACH, FL 33401		PUBLIC CHARITY	GENERAL	1,700.
THE ARK 6450 N CALIFORNIA AVE CHICAGO, IL 60645		PUBLIC CHARITY	GENERAL	500.
SIMON WIESENTHAL CENTER 1399 S ROXBURY DR LOS ANGELES, CA 90035		PUBLIC CHARITY	GENERAL	500.
FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605		PUBLIC CHARITY	GENERAL	1,000.
MALTZ JUPITER THEATER 1001 E INDIANTOWN RD JUPITER, FL 33477		PUBLIC CHARITY	GENERAL	2,500.
UNIVERSITY OF CHICAGO LAW SCHOOL 1111 E 60TH ST CHICAGO, IL 60637		PUBLIC CHARITY	GENERAL	5,000.
Total from continuation sheets				56,150.

**DONALD M. EPHRAIM FAMILY
FOUNDATION**

36-3739581

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PALM BEACH COUNTY CULTURAL 1555 PALM BEACH LAKES BLVD SUITE 300 WEST PALM BEACH, FL 33401		PUBLIC CHARITY	GENERAL	1,000.
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVE CHICAGO, IL 60603		PUBLIC CHARITY	GENERAL	1,000.
ANTI DEFAMATION LEAGUE 605 THIRD AVE NEW YORK, NY 10158		PUBLIC CHARITY	GENERAL	2,500.
WTTW 5400 N ST LOUIS AVE CHICAGO, IL 60625		PUBLIC CHARITY	GENERAL	1,000.
ART INSTITUTE OF CHICAGO SISKEL FILM CENTER 37 S WABASH AVE CHICAGO, IL 60603		PUBLIC CHARITY	GENERAL	2,000.
REHABILITATION INSTITUTE OF CHICAGO 345 E SUPERIOR ST CHICAGO, IL 60611		PUBLIC CHARITY	GENERAL	500.
HENRY MORRISON FLAGLER MUSEUM 1 WHITEHALL WAY PALM BEACH, FL 33480		PUBLIC CHARITY	GENERAL	1,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024		PUBLIC CHARITY	GENERAL	500.
HADASSAH 50 W 58TH ST NEW YORK, NY 10019		PUBLIC CHARITY	GENERAL	3,500.
CONGREGATION BETH JUDEA 5304 RFD LONG GROVE, IL 60047		PUBLIC CHARITY	GENERAL	200.
Total from continuation sheets				

**DONALD M. EPHRAIM FAMILY
FOUNDATION**

36-3739581

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN JEWISH COMMITTEE 165 E 56TH ST NEW YORK, NY 10022		PUBLIC CHARITY	GENERAL	1,000.
BERNARD ZELL ANSHE EMET DAY SCHOOL 3751 N BROADWAY CHICAGO, IL 60613		PUBLIC CHARITY	GENERAL	1,500.
MUSEUM OF SCIENCE AND INDUSTRY 57TH ST AND LAKE SHORE DRIVE CHICAGO, IL 60637		PUBLIC CHARITY	GENERAL	250.
MUSEUM OF BROADCAST COMMUNICATIONS 400 N STATE SUITE 240 CHICAGO, IL 60610		PUBLIC CHARITY	GENERAL	200.
GREATER CHICAGO FOOD DEPOSITORY 4100 W ANN LURIE PL CHICAGO, IL 60632		PUBLIC CHARITY	GENERAL	200.
NATAS CHICAGO FOUNDATION 600 S. MICHIGAN AVE. CHICAGO, IL 60605		PUBLIC CHARITY	SCHOLARSHIPS	8,000.
PALM BEACH ZOO 1301 SUMMITT BLVD WEST PALM BEACH, FL 33405		PUBLIC CHARITY	GENERAL	1,000.
DISTRICT 112 FOUNDATION 1936 GREEN BAY ROAD HIGHLAND PARK, IL 60035		PUBLIC CHARITY	GENERAL	100.
JEROME GOLDEN CENTER 1041 45TH STREET WEST PALM BEACH, FL 33407		PUBLIC CHARITY	GENERAL	100.
RESPIRATORY HEALTH ASSOCIATION 1440 W. WASHINGTON BLVD CHICAGO, IL 60607		PUBLIC CHARITY	GENERAL	200.
Total from continuation sheets				

36-3739581

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
AMERITRADE (-5036)	23.
AMERITRADE (-5849)	5.
E*TRADE BROKERAGE	85.
SANFORD C. BERNSTEIN & CO.	12.
VANGUARD MONEY MARKET FUND	0.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	125.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERITRADE (-5036) DIVIDENDS	36,294.	44.	36,250.
AMERITRADE (-5036) INTEREST	9,375.	0.	9,375.
AMERITRADE (-5849)	8,750.	2,110.	6,640.
E*TRADE BROKERAGE	6,153.	0.	6,153.
KKR FINANCIAL K-1 (PTP IN AMERITRADE)	543.	0.	543.
SANFORD C. BERNSTEIN & CO. (DIV)	7,664.	0.	7,664.
SANFORD C. BERNSTEIN & CO. (INT)	3,125.	0.	3,125.
TOTAL TO FM 990-PF, PART I, LN 4	71,904.	2,154.	69,750.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KKR FINANCIAL K-1 (PTP IN AMERITRADE)	16.	16.	
REFUND OF INVESTMENT FEES	4,369.	4,369.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,385.	4,385.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT INCOME EXCISE TAX	530.	0.		0.	
FOREIGN TAXES ON DIVIDEND INCOME	161.	161.		0.	
INVESTMENT INCOME EXCISE TAX (2012 EST)	1,120.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,811.	161.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ILLINOIS CORPORATE FILINGS	10.	0.		0.	
ILLINOIS CHARITABLE ORGANIZATION FEE	15.	0.		0.	
INVESTMENT INTEREST (FROM KKR K-1)	213.	213.		0.	
INVESTMENT EXPENSE (FROM KKR K-1)	8.	8.		0.	
TO FORM 990-PF, PG 1, LN 23	246.	221.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	6
DESCRIPTION	AMOUNT				
MARKET VALUE CHANGE	237,157.				
NON TAXABLE DIVIDENDS	171.				
TOTAL TO FORM 990-PF, PART III, LINE 3	237,328.				

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
E*TRADE ACCOUNT	0.	0.
BERNSTEIN	0.	0.
AMERITRADE (-5036) - SEE ATTACHMENT	2,030,283.	2,030,283.
DIVIDENDS RECEIVABLE	878.	878.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,031,161.	2,031,161.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN	0.	0.
AMERITRADE (-5849) - SEE ATTACHMENT	314,871.	314,871.
TOTAL TO FORM 990-PF, PART II, LINE 10C	314,871.	314,871.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD BALANCE PAYABLE	92,672.	72,050.
TOTAL TO FORM 990-PF, PART II, LINE 22	92,672.	72,050.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DONALD M. EPHRAIM
108 W. GRAND AVE.
CHICAGO, IL 606545206

TELEPHONE NUMBER

312-321-9700

FORM AND CONTENT OF APPLICATIONS

ALL APPLICATIONS MUST BE IN WRITTEN FORM. THEY MUST INCLUDE A DESCRIPTION OF THE ORGANIZATION WHICH IS SUBMITTING THE APPLICATION, THE GRANT AMOUNT(S) REQUESTED BY SUCH ORGANIZATION AND THE USE WHICH THE SUBMITTING ORGANIZATION INTENDS TO MAKE OF ANY GRANT(S) THAT MAY BE RECEIVED FROM THIS FOUNDATION. ALL APPLICATIONS MUST, IN ADDITION, INCLUDE A COPY OF THE SUBMITTING ORGANIZATION'S IRS DETERMINATION LETTER EVIDENCING QUALIFICATION AS A SECTION 501(C)(3) ORGANIZATION, TOGETHER WITH A COPY OF THE SUBMITTING ORGANIZATION'S MOST RECENTLY FILED IRS FORM 990.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE



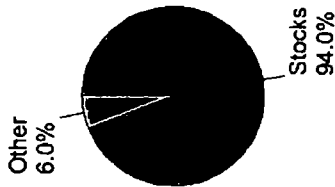
800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209

Statement Reporting Period:
12/01/12 - 12/31/12

Statement for Account '5036
THE DONALD M EPHRAIM FAMILY
FOUNDATION ATTN: DONALD EPHRAIM

Announcements:
TD AMERITRADE IS ON FACEBOOK
JOIN THE CONVERSATION AND
CHECK US OUT FOR THE LATEST
NEWS AND INFORMATION ON UPCOMING
EVENTS. "LIKE" OUR PAGE TODAY!
FACEBOOK.COM/TDAMERITRADE.

Portfolio Summary						
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	\$ -	\$0.01	(\$0.01)	-	\$ -	-
Insrp Dep Acct	10,168.19	12,127.03	(1,958.84)	(16.2)%	-	0.01%
Money Market	-	-	-	-	-	-
Short Balance	-	-	-	-	-	-
Stocks	1,969,462.89	1,781,249.59	188,213.30	10.6%	73,068.98	3.7%
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	(27,227.62)	(29,159.43)	1,931.81	6.6%	-	-
Mutual Funds	88,047.61	87,957.40	90.21	0.1%	5,683.40	6.5%
Other	-	-	-	-	-	-
Total	\$2,040,451.07	\$1,852,174.60	\$188,276.47	10.2%	\$78,752.38	3.9%
Margin Equity	100.0%					



Cash Activity Summary				Income & Expense Summary				Performance Summary			
	Current	YTD	Reportable	Non Reportable	YTD						
Opening Balance	\$0.01	\$ -				Cost Basis As Of - 12/31/12					\$1,034,995.27
Securities Purchased	-	(544,247.60)	Dividends	\$ -	\$36,325.92	Unrealized Gains					556,893.84
Securities Sold	-	132,193.87	Interest	3,125.00	9,375.20	Unrealized Losses					(14,196.67)
Funds Deposited	-	774,806.04	Other	-	210.00	Funds Deposited/(Disbursed) YTD					376,806.04
Funds Disbursed	(15,000.00)	(398,000.00)	Expense	-	-	Income/(Expense) YTD					45,282.62
Income	13,062.33	45,911.12	Interest	-	-	Securities Received/(Delivered) YTD					1,507,676.01
Expense	(21.26)	(628.50)	Fees	-	(600.00)						
Other	1,958.92	(10,034.93)	Other	(21.26)	(28.50)						
Closing Balance	\$ 0.00	\$0.00	Net	(\$21.26)	\$45,282.62						

Statement for Account # 5036
12/01/12 - 12/31/12

Online Cash Services Summary		
Description	Current	Year To Date
CREDITS		
Electronic Transfer	\$ -	\$ 760,310.43
Subtotal	0.00	760,310.43
DEBITS		
Electronic Transfer	\$ (15,000.00)	\$ (398,000.00)
Subtotal	(15,000.00)	(398,000.00)
TOTAL	(15,000.00)	362,310.43

Income Summary Detail*		
Description	Current	Year to Date
Interest Income - Securities	\$ 3,125.00	\$ 9,375.00
Ordinary Dividends	3,907.66	5,492.72
Interest Income Credit Balance	0.00	0.20
Foreign Dividend Tax Withheld	(21.26)	(28.50)
Limited Ptrs Return of Capital	0.00	210.00
Qualified Dividends	6,029.67	30,833.20
IDA Interest	0.08	23.26

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
ALLERGAN INC COM	AGN	39	\$ 91.73	\$ 3,577.47	-	\$ -	\$ -	\$ -	\$ 7.80	0.2%
AMAZON.COM INC COM	AMZN	18	250.87	4,515.66	-	-	-	-	-	-
AMERICAN EXPRESS CO CM	AXP	1,000	57.48	57,480.00	10/19/12	54,215.20	54.22	3,264.80	800.00	1.4%
ANADARKO PETROL CORP COM	APC	35	74.31	2,600.85	-	-	-	-	12.60	0.5%

Statement for Account # i5036

12/01/12 - 12/31/12

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
APPLE INC COM	AAPL	400	532.1729	212,869.16	-	-	-	-	4,240.00	2.0%
APPLIED MATERIALS INC COM	AMAT	350	11.44	4,004.00	07/18/11	4,040.29	11.54	(36.29)	126.00	3.1%
ASTRAZENECA PLC SPONS ADR	AZN	140	47.27	6,617.80	05/27/10	6,244.48	44.60	373.32	399.00	6.0%
AT&T INC COM	T	70	33.71	2,359.70	04/05/11	2,164.74	30.92	194.96	128.00	5.3%
BANK OF AMERICA CORP COM	BAC	2,000	11.61	23,220.00	09/07/12	17,639.90	8.82	5,580.10	80.00	0.3%
BANK OF AMERICA CORP PFD	BAC PRL	200	1,135.00	227,000.00	05/18/12	182,705.00	913.53	44,295.00	14,500.00	6.4%
BANK OF AMERICA CORP PFD 8.2% PERP/CALL	BAC PRH	1,500	25.60	38,400.00	05/20/08	35,085.00	23.39	3,315.00	3,075.00	8.0%
BOEING CO COM	BA	50	75.36	3,768.00	-	-	-	-	97.00	2.6%
BORG WARNER INC CM	BWA	19	71.62	1,360.78	-	-	-	-	-	-
BP PLC SPONS ADR	BP	1,000	41.64	41,640.00	08/11/11	38,268.20	38.27	3,371.80	2,160.00	5.2%
BRISTOL-MYERS SQUIBB CM	BMJ	2,000	32.59	65,180.00	08/20/12	64,980.00	32.49	200.00	2,800.00	4.3%
BROADCOM CORP COM CL A	BRCM	45	33.21	1,494.45	-	-	-	-	18.00	1.2%
CBRE GROUP INC COM	CBG	90	19.90	1,791.00	-	-	-	-	-	-
CENTERPOINT ENERGY INC COM	CNP	80	19.25	1,540.00	10/26/11	1,611.90	20.15	(71.90)	64.80	4.2%
CENTURYLINK INC COM	CTL	130	39.12	5,085.60	09/27/10	4,645.38	35.73	440.22	377.00	7.4%
CISCO SYSTEMS INC COM	CSCO	200	19.6494	3,929.88	-	-	-	-	112.00	2.9%

Statement for Account # 5036

12/01/12 - 12/31/12

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
CIT GROUP INC COM	CIT	105	38.64	4,057.20	12/07/11	3,832.03	36.50	225.17	-	-
CITIGROUP INC COM	C	250	39.56	9,890.00	03/11/11	9,545.28	38.18	344.72	10.00	0.1%
CITRIX SYSTEMS INC COM	CTXS	40	65.62	2,624.80	-	-	-	-	-	-
COGNIZANT TECH SOLUTIONS CRP COM	CTSH	35	73.8823	2,585.88	-	-	-	-	-	-
COMCAST CORP COM CL A	CMCSA	200	37.36	7,472.00	-	-	-	-	130.00	1.7%
CONSTELLATION BRANDS INC CL A	STZ	90	35.39	3,185.10	12/16/09	1,391.67	15.46	1,793.43	-	-
CORNING INC CM	GLW	1,000	12.62	12,620.00	09/23/09	13,628.26	13.63	(1,008.26)	360.00	2.9%
COVIDIEN PLC COM	COV	75	57.74	4,330.50	05/19/11	3,792.00	50.56	538.50	78.00	1.8%
DANAHER CORP DEL COM	DHR	95	55.90	5,310.50	-	-	-	-	9.50	0.2%
DELTA AIR LINES INC COM	DAL	225	11.87	2,670.75	11/10/10	2,483.92	11.04	186.83	-	-
DEVON ENERGY CORPORATION COMMON	DVN	25	52.04	1,301.00	02/25/11	1,858.56	74.34	(557.56)	20.00	1.5%
DIRECTV COM	DTV	45	50.16	2,257.20	09/20/10	2,019.15	44.87	238.05	-	-
DOLLAR GENERAL CORP COM	DG	45	44.09	1,984.05	-	-	-	-	-	-
DTE ENERGY CO COM	DTE	20	60.05	1,201.00	08/15/11	964.92	48.25	236.08	49.60	4.1%
E M C CORP MASS COM	EMC	200	25.30	5,060.00	-	-	-	-	-	-

Statement for Account i5036
12/01/12 - 12/31/12

Account Positions												
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield		
Stocks - Margin												
EDISON INTERNATIONAL COM	EIX	25	45.19	1,129.75	02/21/12	1,040.62	41.62	89.13	33.75	3.0%		
EMERSON ELEC CO COM	EMR	65	52.96	3,442.40	-	-	-	-	106.60	3.1%		
EOG RESOURCES INC COM	EOG	40	120.79	4,831.60	-	-	-	-	27.20	0.6%		
EXPRESS SCRIPTS HOLDING CO COM	ESRX	70	54.00	3,780.00	-	-	-	-	-	-		
F5 NETWORKS INC COM	FFIV	10	97.15	971.50	-	-	-	-	-	-		
FLOWERVE CORP CM	FLS	19	146.80	2,789.20	-	-	-	-	27.36	1.0%		
FMC TECHNOLOGIES INC COM	FTI	45	42.83	1,927.35	-	-	-	-	-	-		
FORD MOTOR COM	F	200	12.95	2,590.00	04/20/10	2,310.14	11.55	279.86	40.00	1.5%		
FREEPORT MCMORAN COPPER & GOLD CL B	FCX	200	34.20	6,840.00	-	-	-	-	250.00	3.7%		
GANNETT INC COM	GCI	225	18.01	4,052.25	09/07/10	2,523.94	11.22	1,528.31	180.00	4.4%		
GENERAL ELECTRIC CO COM	GE	225	20.99	4,722.75	12/17/09	3,990.22	17.73	732.53	171.00	3.6%		
GENERAL MILLS INC COM	GIS	90	40.42	3,637.80	-	-	-	-	118.80	3.3%		
GENERAL MOTORS COMPANY COM	GM	200	28.83	5,766.00	06/16/11	4,612.45	23.08	1,153.55	-	-		
GILEAD SCIENCES INC COM	GILD	100	73.45	7,345.00	-	-	-	-	-	-		
GOLDMAN SACHS GROUP INC COM	GS	12	127.56	1,530.72	-	-	-	-	24.00	1.6%		

Statement for Account # 5036
12/01/12 - 12/31/12

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
GOOGLE INC CL A	GOOG	13	707.38	9,195.94	-	-	-	-	-	-
HARLEY DAVIDSON INC COM	HOG	35	48.83	1,709.05	-	-	-	-	21.70	1.3%
HEWLETT PACKARD CO COM	HPQ	300	14.25	4,275.00	05/27/10	9,280.82	30.94	(5,005.82)	158.40	3.7%
ILLUMINA INC COM	ILMN	20	55.59	1,111.80	-	-	-	-	-	-
INFORMATICA CORP COMMON	INFA	15	30.32	454.80	-	-	-	-	-	-
INTUIT INC COM	INTU	55	59.4754	3,271.15	-	-	-	-	37.40	1.1%
JOHNSON & JOHNSON COM	JNJ	115	70.10	8,061.50	06/25/10	6,943.75	60.38	1,117.75	280.60	3.5%
JP MORGAN CHASE & CO COM	JPM	6,500	43.9691	285,799.15	12/31/98	131,842.18	20.28	153,956.97	7,800.00	2.7%
KKR FINANCIAL HOLDINGS LLC COM	KFN	1,000	10.56	10,560.00	09/07/12	9,920.00	9.92	640.00	840.00	8.0%
KROGER CO COM	KR	250	26.02	6,505.00	02/24/11	5,846.74	23.39	658.26	150.00	2.3%
LAM RESEARCH CORP COM	LRCX	55	36.13	1,987.15	05/10/11	2,462.42	44.77	(475.27)	-	-
LAS VEGAS SANDS CORP COM	LVS	25	46.16	1,154.00	-	-	-	-	25.00	2.2%
LEAR CORPORATION PARTN COM	LEA	50	46.84	2,342.00	08/25/10	1,949.38	38.99	392.62	28.00	1.2%
LIBERTY INTERACTIVE CORP SERIES A INTERACTIVE COM	LINTA	50	19.68	984.00	-	-	-	-	-	-
LYONDELLBASELL INDUSTRIES CL A ORD	LYB	45	57.09	2,569.05	08/24/11	802.00	17.82	1,767.05	72.00	2.8%

Statement for Account # 5036

12/01/12 - 12/31/12

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
MARATHON OIL CORP COM	MRO	100	30.66	3,066.00	05/17/10	2,293.17	22.93	772.83	68.00	2.2%
MARATHON PETE CORP COM	MPC	60	63.00	3,780.00	08/01/11	2,150.97	35.85	1,629.03	84.00	2.2%
MARVELL TECHNOLOGY GROUP LTD COM	MRVL	115	7.2606	834.97	-	-	-	-	27.60	3.3%
MCGRAW-HILL COMPANIES INC COM	MHP	25	54.67	1,366.75	05/03/11	1,007.59	40.30	359.16	25.50	1.9%
MCKESSON CORP COM	MCK	18	96.96	1,745.28	-	-	-	-	14.40	0.8%
MFS MULTIMARKET INCOME TR SH BEN INT	MMT	1,000	7.28	7,280.00	06/15/09	5,689.93	5.69	1,590.07	480.00	6.6%
MGM RESORTS INTERNATIONAL COM	MGM	300	11.64	3,492.00	01/11/12	3,736.26	12.45	(244.26)	-	-
MICRON TECHNOLOGY INC COM	MU	350	6.34	2,219.00	10/17/11	1,918.44	5.48	300.56	-	-
MICROSOFT CORP COM	MSFT	13,000	26.7097	347,226.10	12/29/95	86,143.00	6.63	261,083.10	11,960.00	3.4%
MONSANTO CO COM	MON	40	94.65	3,786.00	-	-	-	-	60.00	1.6%
MOODY'S CORP COM	MCO	30	50.32	1,509.60	06/21/11	1,138.87	37.96	370.73	24.00	1.6%
MORGAN STANLEY COM	MS	125	19.12	2,390.00	12/05/11	2,056.56	16.45	333.44	25.00	1.0%
NATIONAL-OILWELL VARCO INC COM	NOV	100	66.35	6,635.00	-	-	-	-	52.00	0.8%
NEWELL RUBBERMAID INC COM	NWL	85	22.27	1,892.95	10/20/11	1,112.13	13.08	780.82	51.00	2.7%

Statement for Account # 5036
12/01/12 - 12/31/12

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
NOBLE ENERGY INC COM	NBL	45	101.74	4,578.30	-	-	-	-	45.00	1.0%
NORTHROP GRUMMAN CORP COM	NOC	35	67.58	2,365.30	09/07/10	1,977.14	56.49	388.16	77.00	3.3%
NV ENERGY INC COM	NVE	130	18.14	2,358.20	08/17/11	1,882.55	14.48	475.65	88.40	3.7%
NVR INC CM	NVR	1	920.00	920.00	04/25/11	721.47	721.47	198.53	-	-
ORACLE CORP COM	ORCL	165	33.32	5,497.80	-	-	-	-	39.60	0.7%
PERRIGO CO COM	PRGO	17	104.03	1,768.51	-	-	-	-	6.12	0.3%
PFIZER INC COM	PFE	500	25.0793	12,539.65	09/23/09	8,917.93	17.84	3,621.72	480.00	3.8%
POTASH CORP SASK INC COM	POT	35	40.69	1,424.15	-	-	-	-	29.40	2.1%
PRECISION CASTPARTS CORP COM	PCP	24	189.42	4,546.08	-	-	-	-	2.88	0.1%
PRIVATE BANCORP INC CAP TRUST PFD 10% CALLABLE	PVTBP	5,000	25.35	126,750.00	05/27/08	124,866.92	24.97	1,883.08	12,500.00	9.9%
PVH CORP COM	PVH	23	111.01	2,553.23	-	-	-	-	3.45	0.1%
QUALCOMM INC COM	QCOM	115	61.8596	7,113.85	-	-	-	-	115.00	1.6%
ROCKWELL AUTOMATION INC COM	ROK	24	83.99	2,015.76	-	-	-	-	45.12	2.2%
SCHLUMBERGER LTD COM	SLB	90	69.2986	6,236.87	-	-	-	-	99.00	1.6%
STARBUCKS CORP COM	SBUX	1,100	53.63	58,993.00	-	-	-	-	924.00	1.6%

Statement for Account # 5036

12/01/12 - 12/31/12

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
STRYKER CORP COM	SYK	50	54.82	2,741.00	-	-	-	-	53.00	1.9%
THE HERSEY COMPANY COM	HSY	40	72.22	2,888.80	-	-	-	-	67.20	2.3%
TIBCO SOFTWARE INC COM	TIBX	45	21.98	989.10	-	-	-	-	-	-
TIME WARNER CABLE INC COM	TWC	55	97.19	5,345.45	09/23/09	2,521.07	45.84	2,824.38	123.20	2.3%
TRANSOCEAN LTD ORD	RIG	1,000	44.66	44,660.00	05/16/11	42,523.99	42.52	2,136.01	-	-
TRW AUTOMOTIVE HOLDINGS CORP COM	TRW	50	53.61	2,680.50	05/23/11	2,287.16	45.74	393.34	-	-
TYSON FOODS INC CL A	TSN	110	19.40	2,134.00	05/03/11	2,110.49	19.19	23.51	22.00	1.0%
UNITED PARCEL SERVICE CL B	UPS	50	73.73	3,686.50	-	-	-	-	114.00	3.1%
UNITEDHEALTH GROUP INC COM	UNH	65	54.24	3,525.60	-	-	-	-	55.25	1.6%
VERTEX PHARMACEUTICALS INC COM	VRTX	30	41.90	1,257.00	01/05/12	993.17	33.11	263.83	-	-
VIACOM INC CL B	VIAB	75	52.74	3,955.50	12/07/10	3,245.49	43.27	710.01	82.50	2.1%
VISA INC CLASS A	V	20	151.58	3,031.80	-	-	-	-	28.40	0.9%
WALT DISNEY CO COM	DIS	115	49.79	5,725.85	-	-	-	-	86.25	1.5%
WELLPOINT INC COM	WLP	100	60.92	6,092.00	03/07/11	6,777.59	67.78	(685.59)	115.00	1.9%
WELLS FARGO COMPANY COM	WFC	180	34.18	6,152.40	-	-	-	-	158.40	2.6%

Statement for Account # 5036

12/01/12 - 12/31/12

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
WELLS FARGO COMPANY WFC PRL NON-CUM PERP CONV PFD 7.5% SRL		60	1,225.00	73,500.00	06/15/09	47,767.10	796.12	25,732.90	4,500.00	6.1%
ZWEIG TOTAL RETURN FD INC COM	ZTR	300	12.31	3,693.00	06/15/09	4,037.90	13.46	(344.90)	295.20	8.0%
Total Stocks				\$1,969,462.89		\$992,517.43		\$524,355.02	\$73,068.98	3.7%
Short Options - Margin										
APPLE INC AAPL Jul 20 13 525.0 P	-	2-	\$ 50.7395	\$ (10,147.89)	11/15/12	\$ (11,158.71)	\$ 55.79	\$ 1,010.82	\$ -	-
BANK OF AMERICA CORP BAC Jan 19 13 9.0 P	-	50-	0.0155	(77.31)	09/13/12	(2,874.08)	0.57	2,796.77	-	-
FREEMONT MCMORAN COPPER & GOLD FCX Jan 19 13 43.0 P	-	10-	9.1118	(9,111.57)	09/14/12	(3,344.75)	3.34	(5,786.82)	-	-
INTL BUSINESS MACHINES IBM Apr 20 13 190.0 P	-	10-	7.1641	(7,164.15)	11/12/12	(10,244.60)	10.24	3,080.45	-	-
KKR FINANCIAL HOLDINGS LLC KFNApr 20 13 10.0 P	-	20-	0.3633	(726.70)	09/27/12	(1,689.62)	0.64	962.92	-	-
Total Short Options				\$(27,227.62)		\$(29,311.76)		\$2,084.14	\$0.00	0.0%
Mutual Funds - Margin										
ALLIANCE/BERNSTEIN FDS REAL EST FD INSTL I	ARIIX	9,021.272	\$ 9.76	\$ 88,047.61	09/23/09	\$ 71,789.60	\$ 7.96	\$ 16,258.01	\$ 5,683.40	6.5%
Total Mutual Funds				\$88,047.61		\$71,789.60		\$16,258.01	\$5,683.40	6.5%
Total Margin Account				\$2,030,282.88		\$1,034,995.27		\$542,697.17	\$78,752.38	3.9%

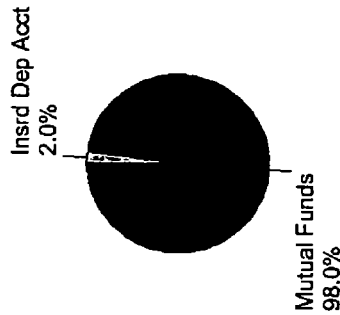


888-310-7921
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209

Statement Reporting Period:
10/01/12 - 12/31/12

Statement for Account # 5849
DONALD M EPHRAIM FAMILY FOUNDATION
ATTN: DONALD M EPHRAIM

Portfolio Summary						
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	\$ -	\$ -	\$ -	-	\$ -	-
Insrd Dep Acct	6,421.94	-	6,421.94	-	-	0.10%
Money Market	-	-	-	-	-	-
Short Balance	-	-	-	-	-	-
Stocks	-	-	-	-	-	-
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	314,870.62	-	314,870.62	-	9,321.39	3.0%
Other	-	-	-	-	-	-
Total	\$321,292.56	\$ 0.00	\$321,292.56	-	\$9,321.39	2.9%



Cash Activity Summary				Income & Expense Summary				Performance Summary			
	Current	YTD	Reportable	Non Reportable	YTD						
Opening Balance	\$ 0.00	\$ -				Cost Basis As Of - 12/31/12					
Securities Purchased	(380,296.87)	(380,296.87)	Dividends	\$ -	\$7,896.87	Unrealized Gains					\$321,480.71
Securities Sold	58,817.00	58,817.00	Interest	-	2.08	Unrealized Losses					114.98
Funds Deposited	380,000.00	380,000.00	Other	-	-	Funds Deposited/(Disbursed) YTD					(6,725.07)
Funds Disbursed	(60,000.00)	(60,000.00)	Expense	-	-	Income/(Expense) YTD					320,000.00
Income	7,898.95	7,898.95	Interest	-	-	Securities Received/(Delivered) YTD					7,898.95
Expense	-	-	Fees	-	-						0.00
Other	(6,419.08)	(6,419.08)	Other	-	-						
Closing Balance	\$ 0.00	\$0.00	Net	\$0.00	\$7,898.95						

Statement for Account : 5849

10/01/12 - 12/31/12

Online Cash Services Summary

Description	Current	Year To Date
CREDITS		
Electronic Transfer	\$ 380,000.00	\$ 380,000.00
Subtotal	380,000.00	380,000.00
DEBITS		
Electronic Transfer	\$ (60,000.00)	\$ (60,000.00)
Subtotal	(60,000.00)	(60,000.00)
TOTAL	320,000.00	320,000.00

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	\$ 2,856.85	\$ 2,856.85
Interest Income Credit Balance	2.08	2.08
Short Term Capital Gains	3,050.89	3,050.89
Long Term Capital Gains	1,989.13	1,989.13
IDA Interest	2.86	2.86

*This section displays current and year to date taxation values for this account. The current totals may not equal to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Mutual Funds - Cash										
AMERICAN CENTURY GOVERNMENT BOND I	ABTX	4,189.63	\$ 11.45	\$ 47,971.26	10/02/12	\$ 48,734.63	\$ 11.63	\$ (763.37)	\$ 1,189.85	2.5%
FEDERATED TOTAL RETURN SERS TOTAL RETURN GOV'T BOND INSTL	FTRGX	4,130.751	11.58	47,834.10	10/02/12	49,020.58	11.87	(1,186.48)	1,024.43	2.1%
JANUS HIGH-YIELD FD T	JAHYX	706.411	9.32	6,583.75	10/02/12	6,501.12	9.20	82.63	439.39	6.7%
JANUS SHORT TRM BD T	JASBX	8,286.039	3.08	25,521.00	10/02/12	25,769.80	3.11	(248.80)	439.16	1.7%
LOOMIS SAYLES FDS I BD FD INSTL	LSBDX	218.191	15.12	3,299.05	10/02/12	3,278.25	15.02	20.80	190.04	5.8%

Statement for Account 5849
10/01/12 - 12/31/12

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Mutual Funds - Cash										
METROPOLITAN WEST TOT RET BD CL I	MWTIX	5,320.457	10.89	57,939.78	10/02/12	58,875.31	11.07	(935.53)	2,346.32	4.1%
METROPOLITAN WEST HIGH YIELD BOND I	MWHIX	316.066	10.42	3,293.41	10/02/12	3,282.17	10.38	11.24	231.04	7.0%
PIMCO GLOBAL BD FD INSTL (HEDGED)	PGBIX	3,069.639	10.49	32,200.51	10/02/12	33,298.00	10.85	(1,097.49)	721.37	2.2%
PIMCO TOTAL RET FD INSTL	PTTRX	6,307.251	11.24	70,893.50	10/02/12	73,175.33	11.60	(2,281.83)	2,295.84	3.2%
PIMCO REAL RETURN FD CL D	PRRDY	521.655	12.27	6,400.71	10/02/12	6,592.38	12.64	(191.67)	100.68	1.6%
T ROWE PRICE COM	PRWBX	1,986.88	4.85	9,636.37	10/02/12	9,656.27	4.86	(19.90)	196.70	2.0%
TEMPLETON GLOBAL BOND ADVISOR	TGBAX	247.165	13.34	3,297.18	10/02/12	3,296.87	13.34	0.31	146.57	4.4%
Total Mutual Funds				\$314,870.62		\$321,480.71		\$(6,610.09)	\$9,321.39	3.0%
Total Cash Account				\$314,870.62		\$321,480.71		\$(6,610.09)	\$9,321.39	3.0%

Online Cash Services Transaction Detail				Amount
Category	Transaction Date	Description		
CREDITS				
Electronic Transfer	10/01/2012	TRANSFER		\$:
	10/02/2012	TRANSFER		
Subtotal				
DEBITS				
Electronic Transfer	11/01/2012	TRANSFER		\$
	11/20/2012	TRANSFER		
Subtotal				
TOTAL				