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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 1545-0042

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation ZUCKERMAN FAMILY FOUNDATION		A Employer identification number 36-4120779
Number and street (or P O box number if mail is not delivered to street address) 1049 BLUFF ROAD		B Telephone number 312-948-8000
City or town, state, and ZIP code GLENCOE, IL 60022		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,236,358.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		4,505.	4,505.		STATEMENT 1
4 Dividends and interest from securities		34,082.	34,082.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		182,506.			
b Gross sales price for all assets on line 6a		705,998.			
7 Capital gain net income (from Part IV, line 2)			182,506.		
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		-85.	-85.		STATEMENT 3
12 Total. Add lines 1 through 11		221,008.	221,008.		
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		13,233.	354.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		1,595.	1,595.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		14,828.	1,949.		0.
25 Contributions, gifts, grants paid		330,837.			330,837.
26 Total expenses and disbursements. Add lines 24 and 25		345,665.	1,949.		330,837.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-124,657.			
b Net investment income (if negative, enter -0-)			219,059.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1. Cash - non-interest-bearing	44,523.	44,754.	44,754.
	2. Savings and temporary cash investments			
	3. Accounts receivable ▶ 115.			
	Less: allowance for doubtful accounts ▶		115.	115.
	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 6	1,172,904.	1,028,619.	1,098,002.
	c. Investments - corporate bonds STMT 7	73,079.	55,235.	50,081.
11. Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12. Investments - mortgage loans				
13. Investments - other STMT 8	0.	37,147.	43,406.	
14. Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15. Other assets (describe ▶)				
16. Total assets (to be completed by all filers)	1,290,506.	1,165,870.	1,236,358.	
Liabilities	17. Accounts payable and accrued expenses	2,089.	2,334.	
	18. Grants payable			
	19. Deferred revenue			
	20. Loans from officers, directors, trustees, and other disqualified persons			
	21. Mortgages and other notes payable			
	22. Other liabilities (describe ▶)			
23. Total liabilities (add lines 17 through 22)	2,089.	2,334.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24. Unrestricted			
	25. Temporarily restricted			
	26. Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27. Capital stock, trust principal, or current funds	10,669.	10,669.	
	28. Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29. Retained earnings, accumulated income, endowment, or other funds	1,277,748.	1,152,867.	
30. Total net assets or fund balances	1,288,417.	1,163,536.		
31. Total liabilities and net assets/fund balances	1,290,506.	1,165,870.		

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	1,288,417.
2. Enter amount from Part I, line 27a	2	-124,657.
3. Other increases not included in line 2 (itemize) ▶	3	0.
4. Add lines 1, 2, and 3	4	1,163,760.
5. Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	224.
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,163,536.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 705,998.		523,492.	182,506.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			182,506.

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** 182,506.

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	296,337.	1,449,775.	.204402
2010	329,828.	724,550.	.455218
2009	235,803.	484,909.	.486283
2008	289,380.	663,936.	.435855
2007	161,910.	551,717.	.293466

2 Total of line 1, column (d) **2** 1.875224

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** .375045

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 **4** 1,232,571.

5 Multiply line 4 by line 3 **5** 462,270.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 2,191.

7 Add lines 5 and 6 **7** 464,461.

8 Enter qualifying distributions from Part XII, line 4 **8** 330,837.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b		1 4,381.
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 4,381.
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 4,381.
6 Credits/Payments:		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 7,758.	
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 7,758.	
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 3,377.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 3,377. Refunded <input type="checkbox"/> 0.	11 0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 N/A	13	X	
14	The books are in care of NATHAN GROSSMAN Telephone no. 312-568-5550 Located at 20 S. CLARK STREET, # 1650, CHICAGO, IL ZIP+4 60603			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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	N/A	
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?	1b	
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)):	1c	X
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	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	N/A	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	
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.)	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHERWIN ZUCKERMAN 1049 BLUFF ROAD GLENCOE, IL 60622	PRES, DIR, SEC 0.00	0.	0.	0.
SHERI ZUCKERMAN 1049 BLUFF ROAD GLENCOE, IL 60622	TREAS, DIR 0.00	0.	0.	0.
NATHAN M. GROSSMAN 20 S. CLARK STREET # 1650 CHICAGO, IL 60603	ASST SEC, DIR 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

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	1,160,120.
b	Average of monthly cash balances	1b	91,221.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,251,341.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,251,341.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,770.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,232,571.
6	Minimum investment return. Enter 5% of line 5	6	61,629.

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	61,629.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,381.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,381.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	57,248.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	57,248.
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	57,248.

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	330,837.
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	330,837.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	330,837.

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				57,248.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	145,576.			
b From 2008	256,513.			
c From 2009	215,446.			
d From 2010	299,338.			
e From 2011	228,941.			
f Total of lines 3a through e	1,145,814.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	330,837.			
a Applied to 2011, but not more than line 2a			0.	
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				57,248.
e Remaining amount distributed out of corpus	273,589.			
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	1,419,403.			
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				0.
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	145,576.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	1,273,827.			
10 Analysis of line 9:				
a Excess from 2008	256,513.			
b Excess from 2009	215,446.			
c Excess from 2010	299,338.			
d Excess from 2011	228,941.			
e Excess from 2012	273,589.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE	PUBLIC CHARITY	PUBLIC CHARITY SUPPORT	330,837.
Total			3a	330,837.
b Approved for future payment				
NONE				
Total			3b	0.

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	4,505.		
4 Dividends and interest from securities			14	34,082.		
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			14	-85.		
8 Gain or (loss) from sales of assets other than inventory			14	20,229.		162,277.
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		58,731.		162,277.
13 Total. Add line 12, columns (b), (d), and (e)					13	221,008.

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

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).
▼	

GAIN ON SALE OF SECURITIES SOLD TO GENERATE
CASH FOR CONTRIBUTIONS MADE FOR THE FOUNDATION'S
CHARITABLE PURPOSES

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

- | | |
|--|-------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
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	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

- b If "Yes," complete the following schedule.**

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

**Sign
Here**

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

Signature of officer or trustee

Date 8/2/13

PRESIDENT
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

NATHAN M GROSSMAN

Preparer's signature

Nathan Iversen

Date _____

F/12/13

Check ☐ if
self-employed

PTIN

P00778315

Firm's name ▶ **NATHAN M. GROSSMAN & ASSOCIATES**

Firm's EIN ► 20-2112460

Firm's address ► 20 S CLARK STREET, #1650
CHICAGO, IL 60603

Phone no. (312) 568-5550

Form **990-PF** (2012)

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	GANNETT 15,000		VARIOUS	02/23/12
b	GANNETT 2,500		VARIOUS	08/20/12
c	GANNETT 850		09/22/12	09/14/12
d	GENERAL MILLS 900		07/07/11	01/11/12
e	GENERAL MILLS 500		07/07/11	04/30/12
f	HARRIS CORP 150		05/05/11	02/10/12
g	MCDONALDS 100		02/18/11	01/26/12
h	PEPSICO 350		09/23/11	01/11/12
i	TARGET 400		07/22/11	01/26/12
j	TARGET 425		07/22/11	04/12/12
k	XEROX 5700		VARIOUS	12/07/12
l	AIMIA INC 550		05/02/11	10/22/12
m	GANNETT 650		09/22/11	10/02/12
n	GANNETT 1100		09/22/11	11/28/12
o	HARRIS CORP 350		VARIOUS	10/03/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 231,335.		154,163.	77,172.
b 38,934.		22,554.	16,380.
c 14,918.		7,186.	7,732.
d 36,260.		33,327.	2,933.
e 19,427.		18,515.	912.
f 6,328.		7,260.	-932.
g 9,909.		7,602.	2,307.
h 22,684.		21,125.	1,559.
i 20,290.		20,690.	-400.
j 24,590.		21,983.	2,607.
k 40,010.		45,920.	-5,910.
l 8,163.		7,552.	611.
m 11,701.		5,495.	6,206.
n 19,408.		9,300.	10,108.
o 17,985.		16,699.	1,286.

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			77,172.
b			16,380.
c			7,732.
d			2,933.
e			912.
f			-932.
g			2,307.
h			1,559.
i			-400.
j			2,607.
k			-5,910.
l			611.
m			6,206.
n			10,108.
o			1,286.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	DISH DBS CORP 13000		03/31/11	12/10/12
b	TIME WARNER 3000		05/24/11	07/02/12
c	ALAMO 150		08/18/10	12/13/12
d	ALAMO 400		02/11/10	12/13/12
e	ALAMO 400		02/12/10	12/13/12
f	AMERISOURCEBERGEN CORP 400		07/28/10	03/16/12
g	DE MASTER BLENDERS 1200		10/08/10	07/12/12
h	HILLSHIRE BRANDS 240		10/08/10	08/09/12
i	MCDONALDS 100		09/16/09	01/26/12
j	MICROSOFT 400		01/26/09	11/02/12
k	SYMANTEC 150		12/14/05	02/24/12
l	SYMANTEC 150		12/14/05	08/27/12
m	SYMANTEC 400		03/11/10	08/27/12
n	SYMANTEC 300		03/25/10	08/27/12
o	VODAFONE 475		04/07/10	09/14/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 13,565.		13,360.	205.
b 3,000.		3,000.	0.
c 4,778.		3,217.	1,561.
d 12,742.		7,129.	5,613.
e 12,742.		7,101.	5,641.
f 15,286.		11,511.	3,775.
g 12,983.		11,360.	1,623.
h 6,378.		5,680.	698.
i 9,909.		5,513.	4,396.
j 11,812.		6,947.	4,865.
k 2,673.		2,653.	20.
l 2,661.		2,653.	8.
m 7,096.		6,931.	165.
n 5,322.		5,094.	228.
o 13,569.		10,754.	2,815.

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			205.
b			0.
c			1,561.
d			5,613.
e			5,641.
f			3,775.
g			1,623.
h			698.
i			4,396.
j			4,865.
k			20.
l			8.
m			165.
n			228.
o			2,815.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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 VODAFONE 425		01/11/10	09/14/12
b FROM KKR K-1 SHORT TERM	P		
c FROM KKR K-1 LONG TERM	P		
d FROM KKR K-1 SEC 1256 SHORT TERM PORTION	P		
e FROM KKR K-1 SEC 1256 LONG TERM PORTION	P		
f CONTRA SARA LEE COFFEECO 1200 (WASHSALE)		10/08/10	07/06/12
g CAPITAL SOUTHWEST	P	VARIOUS	12/31/12
h GOLDEN POND - LIQUIDATING DISTRIBUTION	P	VARIOUS	VARIOUS
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 12,141.		9,443.	2,698.
b 39.			39.
c 4,387.			4,387.
d		6.	-6.
e		9.	-9.
f 11,760.		11,760.	0.
g 975.			975.
h 9.			9.
i 20,229.			20,229.
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			2,698.
b			39.
c			4,387.
d			-6.
e			-9.
f			0.
g			975.
h			9.
i			20,229.
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	182,506.
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

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

SOURCE	AMOUNT
IRS REFUND (CAPITAL SW W/H)	4.
JP MORGAN #W02270-00-0 - AMORTIZATION	-1,484.
JP MORGAN #W02270-00-2	5,199.
KKR & CO K1	786.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,505.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN #2620480800	52,765.	20,229.	32,536.
KKR & CO K1	1,546.	0.	1,546.
TOTAL TO FM 990-PF, PART I, LN 4	54,311.	20,229.	34,082.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KKR & CO K1 ORDINARY INCOME	1.	1.	
KKR & CO K1 OTHER INCOME	-86.	-86.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-85.	-85.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	12,920.	0.		0.
FEDERAL TAXES- FORM 2439	341.	0.		0.
FOREIGN TAX	354.	354.		0.
IRS REFUND	-382.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,233.	354.		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	
BANK FEES	1,309.	1,309.		0.	
STATE FILING FEES	10.	10.		0.	
ANNUAL FILING FEES	15.	15.		0.	
PORTFOLIO DEDUCTIONS KKR					
ROYALTY DED	22.	22.		0.	
INVESTMENT INTEREST EXPENSE	116.	116.		0.	
PORTFOLIO DEDUCTIONS KKR SEC 59(E)	67.	67.		0.	
PORTFOLIO DEDUCTIONS KKR 2%	53.	53.		0.	
MISCELLANEOUS	3.	3.		0.	
TO FORM 990-PF, PG 1, LN 23	1,595.	1,595.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK	1,028,619.	1,098,002.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,028,619.	1,098,002.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE BONDS	55,235.	50,081.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	55,235.	50,081.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KR & CO LP	COST	37,147.	43,406.
TOTAL TO FORM 990-PF, PART II, LINE 13		37,147.	43,406.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

SHERWIN ZUCKERMAN
SHERI ZUCKERMAN

ZUCKERMAN FAMILY FOUNDATION
EIN: 36-4120779

ATTACHMENT TO FORM 990-PF, PART XV, LINE 3A
2012 GRANTS PAID DURING THE YEAR

DATE	Check #	RECEIPT	RECIPIENT	AMOUNT	NON-DEDUCTIBLE	TOTAL
1/10/2012		Rush University	2/7/2012	25,000.00		25,000
1/24/2012	2253630	Anshe Emet	1/25/2012	5,000.00		5,000
1/25/2012	308	Ravinia Festival	1/27/2012	3,500.00		3,500
2/3/2012		UIC Thomas J Layden Endowment	2/6/2012	1,000.00		1,000
2/23/2012		Columbus School for Girls	2/24/2012	1,000.00		1,000
2/23/2012	102	Keshet	2/24/2012	10,000.00		10,000
3/1/2012	103	Lincoln Center of the Performing Ar	3/14/2012	15,000.00		15,000
3/1/2012	104	National Ability Center	3/14/2012	250.00		250
3/8/2012	105	Facing History and Ourselves	3/9/2012	10,000.00		10,000
3/13/2012	107	Merit School of Music	3/14/2012	5,000.00		5,000
4/11/2012	108	Gift of Life Bone Marrow	4/26/2012	1,000.00		1,000
4/16/2012	111	Erickson Institute	4/26/2012	25,000.00		25,000
4/18/2012	112	Josselyn Center	4/26/2012	500.00		500
4/25/2012	110	Jewish Federation of Metro Chicago	4/26/2012	75,000.00		75,000
4/25/2012	109	Jewish Federation of Metro Chicago	4/26/2012	2,500.00		2,500
4/30/2012	113	Chabad at University of IL	5/2/2012	1,800.00		1,800
5/4/2012	114	National Parkinson Fdn	5/7/2012	500.00		500
5/16/2012	116	NSS Bethel	5/17/2012	10,117.00		10,117
5/23/2012	115	USHMM Membership	5/25/2012	20,000.00		20,000
6/1/2012	24001	Bright Pink High Tea	6/6/2012	1,000.00		1,000
7/5/2012	117	Michigan Maritime Museum	7/9/2012	2,745.00		2,745
8/1/2012	118	American Jewish Committee	8/2/2012	5,000.00		5,000
8/10/2012	2476654	Temple Sholom	8/13/2012	2,140.00		2,140
8/14/2012	119	First Hebrew Congregation	8/15/2012	2,500.00		2,500
8/31/2012	120	Snow City Arts	9/10/2012	1,000.00	100	900
9/19/2012	121	Mather Alumni Fund	9/20/2012	1,000.00		1,000
9/25/2012	123	Vision Ball - Foundation Fighting BI	9/26/2012	7,500.00		7,500
10/1/2012	124	Invest For Kids	10/2/2012	15,000.00	15	14,985
10/4/2012	125	Rehab Chicago	10/5/2012	200.00		200
11/7/2012	2569613	Anshe Emet	11/8/2012	5,000.00		5,000
12/11/2012	139	Thresholds	12/12/2012	8,700.00	0	8,700
12/13/2012	2607142	Mary Meyer School	12/14/2012	2,500.00		2,500
12/18/2012	131	WTTW	12/19/2012	2,500.00	0	2,500
12/19/2012	145	Cornell University	12/26/2012	3,500.00	0	3,500
12/19/2012	135	Fulcrum Point	12/20/2012	10,000.00	0	10,000
12/19/2012	128	JCC	12/20/2012	5,000.00	0	5,000
12/20/2012	137	Greater Chicago Food Depository	12/21/2012	5,000.00	0	5,000
12/21/2012	134	Alzheimer's Assn	12/26/2012	2,500.00	0	2,500
12/21/2012	136	Rush University	12/24/2012	25,000.00	0	25,000
12/21/2012	130	Shalva	12/26/2012	2,500.00	0	2,500
12/26/2012	141	Bernard Zell Anshe Emet	12/27/2012	5,000.00	0	5,000
12/26/2012	133	Hillels of Illinois	12/27/2012	500.00	0	500
12/27/2012	126	ADL	12/28/2012	1,000.00	0	1,000
12/31/2012	143	South Haven Community Fdn	1/4/2013	1,500.00	0	1,500
12/31/2012	147	The Keystone Fdn	1/4/2013	500.00	0	500
Total				330,952	115	330,837

ZUCKERMAN FAMILY FOUNDATION

EIN: 36-4120779

**ATTACHMENT TO FORM 990-PF, PART XV, LINE 3A
2011 GRANTS PAID DURING THE YEAR
CLEARED DURING 2012**

DATE	Check #	RECEIPT	RECIPIENT	AMOUNT	NON- DEDUCTIB	TOTAL
1/3/2012	304	Gift of Life Bt	2/7/2012	1,000.00		1,000
1/3/2012	286	Zero to Threi	2/7/2012	1,000.00	0	1,000
1/5/2012	294	Cornell Unive	2/7/2012	1,800 00		1,800
						<u>3,800</u>

**ZUCKERMAN FAMILY FOUNDATION
WORKPAPER FOR FORM 990-PF, PART X
MINIMUM INVESTMENT RETURN
2012**

PERIOD	CASH		SECURITIES		AVERAGE	Total Cash	Monthly total
	JPMC	AVERAGE	CASH PERSHING	JPMC			
BEG	18,323		30,009	1,246,939			
JAN	94,979	56,651	17,709	1,222,715	1,234,827	112,687.66	1,335,402.86
FEB	232,735	163,857	7,709	1,114,336	1,168,525	240,444.14	1,354,779.83
MAR	179,414	206,075	22,459	1,166,918	1,140,627	201,872.76	1,368,790.64
APR	119,622	149,518	16,659	1,102,656	1,134,787	136,281.03	1,238,936.80
MAY	40,883	80,253	3,242	1,081,881	1,092,268	44,125.26	1,126,006.21
JUN	68,102	54,493	3,242	1,128,911	1,105,396	71,344.22	1,200,255.47
JUL	19,107	43,605	15,883	1,142,321	1,135,616	34,990.07	1,177,311.23
AUG	72,984	46,046	7,383	1,144,312	1,143,317	80,366.81	1,224,678.81
SEP	39,649	56,316	23,763	1,190,829	1,167,570	63,411.60	1,254,240.55
OCT	24,889	32,269	8,563	1,189,995	1,190,412	33,452.36	1,223,447.60
NOV	20,582	22,736	8,553	1,217,416	1,203,706	29,135.26	1,246,551.38
DEC	19,401	19,992	25,353	1,191,122	1,204,269	44,754.43	1,235,876.08
TOTAL		931,810			13,921,321	1,092,866	14,986,277
AVERAGES BY CATEGO		77,651			1,160,110	91,072	1,248,856

13	71,678	13	12,526	13	1,070,871
					1,142,549
					17,138
					1,053,733