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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

**2012**

Department of the Treasury  
Internal Revenue Service

*Note.* The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

Name of foundation <b>THE MIEZIN FOUNDATION</b>		<b>A</b> Employer identification number <b>36-7191632</b>
Number and street (or P O box number if mail is not delivered to street address) <b>604 E CAMP MCDONALD ROAD</b>		<b>B</b> Telephone number (see the instructions) <b>(847) 259-2454</b>
City or town <b>PROSPECT HEIGHTS</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
State ZIP code <b>IL 60070-2503</b>		
<b>G</b> Check all that apply:		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 457,849.</b>		
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual		
<input type="checkbox"/> Other (specify) _____		
<i>(Part I, column (d) must be on cash basis.)</i>		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
<b>REVENUE</b>				
1 Contributions, gifts, grants, etc., received (att sch)	-5,000.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	688.	7.		
4 Dividends and interest from securities	1,729.	1,729.		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10	96,198.			
b Gross sales price for all assets on line 6a	496,720.			
7 Capital gain net income (from Part IV, line 2)		96,198.		
8 Net short-term capital gain			96,198.	
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
<b>MISC</b>				
12 <b>Total.</b> Add lines 1 through 11	93,615.	97,934.	96,198.	
<b>ADMINISTRATIVE EXPENSES</b>				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) <b>I-16a Stmt</b>	0.			
b Accounting fees (attach sch)				
c Other prof fees (attach sch) <b>I-16c Stmt</b>	550.	550.		
17 Interest	33,337.	33,337.		
18 Taxes (attach schedule) <b>See line 18 Stmt</b>	433.	418.		15.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
bank charges	146.	146.		
24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	34,466.	34,451.		15.
25 Contributions, gifts, grants paid	5,970.			5,970.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	40,436.	34,451.		5,985.
27 Subtract line 26 from line 12:				
<b>a Excess of revenue over expenses and disbursements</b>	53,179.			
<b>b Net investment income</b> (if negative, enter -0-)		63,483.		
<b>c Adjusted net income</b> (if negative, enter -0-)			96,198.	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments – U.S. and state government obligations (attach schedule)			
		b Investments – corporate stock (attach schedule) L-10b Stmt	383,525.	416,041.	457,849.
		c Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis			
	Less accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)	383,525.	416,041.	457,849.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons	293,318.	243,318.	
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	293,318.	243,318.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	90,207.	172,723.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	90,207.	172,723.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	383,525.	416,041.		

**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	90,207.
2	Enter amount from Part I, line 27a	2	53,179.
3	Other increases not included in line 2 (itemize) See Other Increases Stmt	3	29,337.
4	Add lines 1, 2, and 3	4	172,723.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	172,723.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHMENT 1		P	Various	Various
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 496,720.		400,522.	96,198.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any		
a 0.	0.	0.	96,198.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>		2	96,198.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	96,198.	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	3,400.	102,277.	0.033243
2010	0.	0.	0.000000
2009		143,087.	
2008	8,798.	124,906.	0.070437
2007	19,431.	121,082.	0.160478
2 Total of line 1, column (d)			0.264158
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			0.066040
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			166,082.
5 Multiply line 4 by line 3			10,968.
6 Enter 1% of net investment income (1% of Part I, line 27b)			635.
7 Add lines 5 and 6			11,603.
8 Enter qualifying distributions from Part XII, line 4			5,985.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,270.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,270.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	1,270.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d		7	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		9	1,270.
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		10	0.
11 Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b>   <b>Refunded</b>		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file <b>Form 1120-POL</b> 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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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 <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) . . . . . <u>IL – Illinois</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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	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 . . . . . <b>N/A</b>	13		X
14	The books are in care of <b>ROBERT J MIEZIN</b> Telephone no. <b>(847) 259-2454</b> Located at <b>604 E CAMP MCDONALD RD PROSPECT HTS, IL</b> ZIP + 4 <b>60070-2503</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶			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
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 . . . . . <input type="checkbox"/>	1 b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . .	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	4 b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

Organizations relying on a current notice regarding disaster assistance check here

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

Yes  No

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

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

Yes  No

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

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

Yes  No

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

Yes  No

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

5 b

6 b

7 b

X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT J MIEZIN 604 E CAMP MCDONALD RD PROSPECT HEIGHTS IL 60070-2503	TRUSTEE 1.00	0.	0.	0.
GAY ADAMS MIEZIN 604 E CAMP MCDONALD RD PROSPECT HEIGHTS IL 60070-2503	TRUSTEE 1.00	0.	0.	0.
-----				
-----				

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

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

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

None

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
(NONE) ----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
<b>Total number of others receiving over \$50,000 for professional services</b> . . . . .		<b>None</b>

**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 (NONE) ----- -----	
2 ----- -----	0.
3 ----- -----	
4 ----- -----	

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

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

**BAA** Form 990-PF (2012)

**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	1 a	411,929.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	411,929.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	243,318.
3	Subtract line 2 from line 1d	3	168,611.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	2,529.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	166,082.
6	Minimum investment return. Enter 5% of line 5	6	8,304.

**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	8,304.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	1,270.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,270.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,034.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,034.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,034.

**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	1 a	5,985.
b	Program-related investments – total from Part IX-B	1 b	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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,985.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,985.

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				7,034.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	12,352.			
b From 2008	8,798.			
c From 2009	5,985.			
d From 2010	24,505.			
e From 2011	3,400.			
f Total of lines 3a through e	55,040.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 5,985.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus	5,985.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	7,034.			7,034.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	53,991.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	5,318.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	48,673.			
10 Analysis of line 9:				
a Excess from 2008	8,798.			
b Excess from 2009	5,985.			
c Excess from 2010	24,505.			
d Excess from 2011	3,400.			
e Excess from 2012	5,985.			

**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				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> 'Assets' alternative test – enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> 'Support' alternative test – enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

(NONE)

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

(NONE)

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

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

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

ROBERT J MIEZIN  
604 E CAMP MCDONALD ROAD  
PROSPECT HEIGHTS IL 60070-2503 (847) 259-2454

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

NO SPECIAL FORM

**c** Any submission deadlines:

NONE

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

NONE

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
Christian Foundation for children & Aging PO Box 3910, Kansas City, KS 66103 Notre Dame Academy		501(c)(3)	care of chuldren & elderly	3,010.
GREEN BAY WI 54304		high school	high school education	50.
St. Alphonsus Church 411 Wheeling Rd. PROSPECT HEIGHTS IL 60070 CATHOLIC CHARITIES		501(c)(3)	Support Catholic education & Church	2,000.
CHICAGO IL 60606 UNIVERSITY OF WI-GB 2420 NICOLET DRIVE		501(C)(3)	SUPPORT THE WORK OF THE CHURCH & PROVIDE HELP TO THE NEEDY STATE UNIVERSITY	300.
GREEN BAY WI 54311 STAGE ONE PRODUCTIONS 620 LEE ST		EDUCATION	ED SUPPORT GROUP CHILDRENS EDUCATIONAL	0.
DESPLAINES IL 60017 DOMINICAN UNIVERSITY 7900 W DIVISION ST	MEMBER OF BOARD OF DIRECTORS	501(C)(3)	THEATRE & OPERA, etc. EDUCATIONAL SUPPORT	0.
RIVER FOREST IL 60305 SISTERS OF MERCY 10024 SOUTH CENTRAL PARK		UNIVERSITY	FOR HIGHER EDUCATION HELP FOR THE POOR	0.
CHICAGO IL 60655 RAINBOWS FOR ALL CHILDREN 1360 HAMILTON PARKWAY		501(C)(3)	FOSTER EMOTIONAL HEALING AMOUNG CHILDREN GRIEVING	0.
ITASCA IL 60143 See Line 3a statement		501(C)(3)	A LOSS FROM LIFE ALTERING EVENTS	25.
<b>Total</b>				585.
<b>Total</b>				5,970.
<b>b Approved for future payment</b>				
<b>Total</b>				3b





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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

**2012**

Name of the organization

THE MIEZIN FOUNDATION

Employer identification number

36-7191632

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)( \_\_\_\_ ) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

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

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,**

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

or 990-PF.

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

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ILL CHARITY BUREAU	15.			15.
U S TREASURY	418.	418.		
<b>Total</b>	<b>433.</b>	<b>418.</b>		<b>15.</b>

Form 990-PF, Page 2, Part III, Line 3  
**Other Increases Stmt**

UNCLEARED CK 616	500.
UNCLEARED CK 617	500.
UNCLEARED CK 620	28,337.
<b>Total</b>	<b>29,337.</b>

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
FOCUS 14245 W ROCKLAND RD LIBERTYVILLE IL 60048		REHABILIT CENTER	SERVICE THE DEVELOPMENTLY DISABLED	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 500.
LORAS COLLEGE 1450 ALTO VISTA DUBUQUE IA 52004-0178		COLLEGE	ASSISTANCE WITH COLLEGE EDUCATION COSTS	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
MUSCULAR DYSTROPHY ASSOC CHICAGO IL 60606		MEDICAL RESEARCH	MEDICAL RESEARCH AND ASSISTANCE	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
LEUKEMIA & LYPHOMA ASSOC P O BOX9026 PITTSFIELD MA 01202		MEDICAL RESEARCH	MEDICAL RESEARCH	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
TRINITY HIGH SCHOOL 7574 W DIVISION RIVER FOREST IL 60305		CATHOLIC HIGH SCHO	HIGH SCHOOL EDUCATION	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
WILLOWS ACADEMY 1012 THACKER DES PLAINES IL 60016		CATHOLIC HIGH SCHO	HIGH SCHOOL EDUCATION	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
SECRET HEART SPIRITAL SOCIETY PO BOX 300 WALLS MI 38680		CATHOLIC 501 (C) (3)	RELIGOUS ORGANIZATION MINISTER TO POOR	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 85.

Total

585.

**YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.**

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 Date Prepared: February 8, 2013

**REALIZED GAIN OR (LOSS)**

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

**Short-Term Realized Gain or (Loss)**

This section is for covered securities and corresponds to transactions reported on your 1099-B as "cost basis is reported to the IRS." Report on Form 8949, Part I, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
E-TRADE FINANCIAL CP NEW 269246401		177.00	11/10/11	01/10/12	\$ 1,578.40	\$ 1,632.53	\$ 0.00	\$ 0.00	(54.13)
E-TRADE FINANCIAL CP NEW 269246401		100.00	11/14/11	01/10/12	\$ 891.75	\$ 948.68	\$ 0.00	\$ 0.00	(56.93)
<b>Security Subtotal</b>					<b>\$ 2,470.15</b>	<b>\$ 2,581.21</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>(111.06)</b>
FORD MOTOR COMPANY NE 345370860		3,000.00	10/03/11	02/17/12	\$ 36,629.19	\$ 31,740.29	\$ 0.00	\$ 0.00	4,888.90
FORD MOTOR COMPANY NE 345370860		3,000.00	05/18/12	12/21/12	\$ 34,289.00	\$ 34,560.18	\$ 0.00	\$ 0.00	(271.18)
<b>Security Subtotal</b>					<b>\$ 70,918.19</b>	<b>\$ 66,300.47</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>4,617.72</b>
POWERSHS QQQ TRUST SE 73935A104		5,000.00	01/20/12	01/20/12	\$ 284,985.58	\$ 237,087.90	\$ 0.00	\$ 0.00	47,897.68
<b>Security Subtotal</b>					<b>\$ 284,985.58</b>	<b>\$ 237,087.90</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>47,897.68</b>
WELLS FARGO & CO NEW 949746101		1,000.00	01/18/12	01/18/12	\$ 30,190.47	\$ 29,908.95	\$ 0.00	\$ 0.00	281.52
<b>Security Subtotal</b>					<b>\$ 30,190.47</b>	<b>\$ 29,908.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>281.52</b>
<b>Total Short-Term (Cost basis is reported to the IRS)</b>					<b>\$ 388,564.39</b>	<b>\$ 335,878.53</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>52,685.86</b>

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

**YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.**

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return. Date Prepared: February 8, 2013

**Short-Term Realized Gain or (Loss)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
CALL CISCO SYSTEMS\$19 EXP 09/22/12		50.00 <sup>S</sup>	09/17/12	09/17/12	\$ 1,970.56	\$ 3,095.49	\$ 0.00	\$ 0.00	(1,124.93)
<b>Security Subtotal</b>					<b>\$ 1,970.56</b>	<b>\$ 3,095.49</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>(1,124.93)</b>
CALL CISCO SYSTEMS\$20 EXP 11/17/12		50.00 <sup>S</sup>	09/14/12	11/17/12	\$ 2,986.44	\$ 0.00	\$ 0.00	\$ 0.00	2,986.44
<b>Security Subtotal</b>					<b>\$ 2,986.44</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>2,986.44</b>
CALL WELLS FARGO & CO\$30 EXP 01/21/12		50.00 <sup>S</sup>	01/19/12	01/19/12	\$ 1,170.62	\$ 1,815.36	\$ 0.00	\$ 0.00	(644.74)
<b>Security Subtotal</b>					<b>\$ 1,170.62</b>	<b>\$ 1,815.36</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>(644.74)</b>
CALL WELLS FARGO & CO\$31 EXP 02/18/12		50.00 <sup>S</sup>	02/21/12	02/21/12	\$ 2,594.59	\$ 479.36	\$ 0.00	\$ 0.00	2,115.23
<b>Security Subtotal</b>					<b>\$ 2,594.59</b>	<b>\$ 479.36</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>2,115.23</b>
CALL WELLS FARGO & CO\$32 EXP 03/17/12		50.00 <sup>S</sup>	03/15/12	03/15/12	\$ 1,770.61	\$ 4,379.36	\$ 0.00	\$ 0.00	(2,608.75)
<b>Security Subtotal</b>					<b>\$ 1,770.61</b>	<b>\$ 4,379.36</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>(2,608.75)</b>
CALL WELLS FARGO & CO\$33 EXP 04/21/12		50.00 <sup>S</sup>	04/18/12	04/18/12	\$ 4,670.55	\$ 4,229.36	\$ 0.00	\$ 0.00	441.19
<b>Security Subtotal</b>					<b>\$ 4,670.55</b>	<b>\$ 4,229.36</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>441.19</b>

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked

Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
CALL WELLS FARGO & CO\$33 EXP 05/19/12		50.00 <sup>S</sup>	05/11/12	05/11/12	\$ 6,570.49	\$ 3,079.36	0.00	3,491.13
<b>Security Subtotal</b>					<b>\$ 6,570.49</b>	<b>\$ 3,079.36</b>	<b>0.00</b>	<b>3,491.13</b>
CALL WELLS FARGO & CO\$33 EXP 06/16/12		50.00 <sup>S</sup>	05/10/12	06/16/12	\$ 5,920.51	0.00	0.00	5,920.51
<b>Security Subtotal</b>					<b>\$ 5,920.51</b>	<b>0.00</b>	<b>0.00</b>	<b>5,920.51</b>
CALL WELLS FARGO & CO\$34 EXP 07/21/12		50.00 <sup>S</sup>	07/20/12	07/20/12	\$ 2,420.58	1,629.39	0.00	791.19
<b>Security Subtotal</b>					<b>\$ 2,420.58</b>	<b>1,629.39</b>	<b>0.00</b>	<b>791.19</b>
CALL WELLS FARGO & CO\$34 EXP 08/18/12		50.00 <sup>S</sup>	08/15/12	08/15/12	\$ 3,920.52	1,276.39	0.00	2,644.13
<b>Security Subtotal</b>					<b>\$ 3,920.52</b>	<b>1,276.39</b>	<b>0.00</b>	<b>2,644.13</b>
CALL WELLS FARGO & CO\$34 EXP 09/22/12		50.00 <sup>S</sup>	09/11/12	09/11/12	\$ 4,117.52	5,029.49	0.00	(911.97)
<b>Security Subtotal</b>					<b>\$ 4,117.52</b>	<b>5,029.49</b>	<b>0.00</b>	<b>(911.97)</b>
CALL WELLS FARGO & CO\$34 EXP 10/20/12		50.00 <sup>S</sup>	10/09/12	10/09/12	\$ 7,320.34	10,979.49	0.00	(3,659.15)
<b>Security Subtotal</b>					<b>\$ 7,320.34</b>	<b>10,979.49</b>	<b>0.00</b>	<b>(3,659.15)</b>
CALL FORD MOTOR COMPANY\$5 EXP 01/19/13		20.00	12/05/11	10/02/12	\$ 9,462.63	12,837.11	0.00	(3,374.48)
<b>Security Subtotal</b>					<b>\$ 9,462.63</b>	<b>12,837.11</b>	<b>0.00</b>	<b>(3,374.48)</b>

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
CALL FIFTH THIRD BANCORP\$15 EXP 05/19/12		3.00 <sup>S</sup>	04/10/12	05/19/12	\$ 46.83	\$ 0.00	\$ 0.00	\$ 0.00	\$ 46.83
CALL FIFTH THIRD BANCORP\$15 EXP 05/19/12		75.00 <sup>S</sup>	04/11/12	05/19/12	\$ 1,760.41	\$ 0.00	\$ 0.00	\$ 0.00	\$ 1,760.41
<b>Security Subtotal</b>					<b>\$ 1,807.24</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 1,807.24</b>
CALL FIFTH THIRD BANCORP\$15 EXP 08/18/12		78.00 <sup>S</sup>	05/11/12	08/18/12	\$ 3,781.14	\$ 0.00	\$ 0.00	\$ 0.00	\$ 3,781.14
<b>Security Subtotal</b>					<b>\$ 3,781.14</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 3,781.14</b>
CALL FIFTH THIRD BANCORP\$15 EXP 09/22/12		78.00 <sup>S</sup>	09/07/12	09/07/12	\$ 2,142.96	\$ 2,224.99	\$ 0.00	\$ 0.00	\$ (82.03)
<b>Security Subtotal</b>					<b>\$ 2,142.96</b>	<b>\$ 2,224.99</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ (82.03)</b>
CALL FIFTH THIRD BANCORP\$15 EXP 11/17/12		78.00 <sup>S</sup>	09/06/12	11/17/12	\$ 4,872.90	\$ 0.00	\$ 0.00	\$ 0.00	\$ 4,872.90
<b>Security Subtotal</b>					<b>\$ 4,872.90</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 4,872.90</b>
PUT APPLE INC\$400 EXP 03/17/12		2.00	01/25/12	01/25/12	\$ 444.22	\$ 895.77	\$ 0.00	\$ 0.00	\$ (451.55)
<b>Security Subtotal</b>					<b>\$ 444.22</b>	<b>\$ 895.77</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ (451.55)</b>

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
PUT APPLE INC\$420 EXP 03/17/12		2.00 <sup>S</sup>	01/26/12	01/26/12	\$ 2,272.19	\$ 1,067.77	\$ 0.00	\$ 0.00	\$ 1,204.42
<b>Security Subtotal</b>					<b>\$ 2,272.19</b>	<b>\$ 1,067.77</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 1,204.42</b>
PUT INTEL CORP\$26 EXP 06/16/12		10.00 <sup>S</sup>	05/10/12	06/16/12	\$ 376.95	\$ 0.00	\$ 0.00	\$ 0.00	\$ 376.95
<b>Security Subtotal</b>					<b>\$ 376.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 376.95</b>
PUT INTEL CORP\$26 EXP 07/21/12		10.00 <sup>S</sup>	07/18/12	07/18/12	\$ 576.95	\$ 1,023.04	\$ 0.00	\$ 0.00	\$ (446.09)
<b>Security Subtotal</b>					<b>\$ 576.95</b>	<b>\$ 1,023.04</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ (446.09)</b>
PUT INTEL CORP\$26 EXP 08/18/12		10.00 <sup>S</sup>	07/17/12	08/18/12	\$ 1,276.93	\$ 0.00	\$ 0.00	\$ 0.00	\$ 1,276.93
<b>Security Subtotal</b>					<b>\$ 1,276.93</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 1,276.93</b>
PUT N C R CORP\$21 EXP 09/22/12		5.00 <sup>S</sup>	07/26/12	09/22/12	\$ 259.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 259.00
<b>Security Subtotal</b>					<b>\$ 259.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 259.00</b>
PUT DISNEY WALT CO\$45 EXP 08/18/12		7.00 <sup>S</sup>	07/19/12	08/18/12	\$ 156.19	\$ 0.00	\$ 0.00	\$ 0.00	\$ 156.19
<b>Security Subtotal</b>					<b>\$ 156.19</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 156.19</b>
PUT KIMBERLY CLARK\$70 EXP 02/18/12		3.00 <sup>S</sup>	01/12/12	02/18/12	\$ 181.83	\$ 0.00	\$ 0.00	\$ 0.00	\$ 181.83
<b>Security Subtotal</b>					<b>\$ 181.83</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 181.83</b>

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Date Prepared: February 8, 2013

**Short-Term Realized Gain or (Loss) (continued)**

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Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PUT KIMBERLY CLARK\$70 EXP 03/17/12		5.00 <sup>S</sup>	02/16/12	03/17/12	\$ 359.00	\$ 0.00	\$ 0.00	\$ 359.00
<b>Security Subtotal</b>					<b>\$ 359.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 359.00</b>
PUT LILLY ELI & CO\$40 EXP 08/18/12		5.00 <sup>S</sup>	07/24/12	08/18/12	\$ 109.01	\$ 0.00	\$ 0.00	\$ 109.01
<b>Security Subtotal</b>					<b>\$ 109.01</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 109.01</b>
PUT LILLY ELI & CO\$40 EXP 09/22/12		5.00 <sup>S</sup>	08/08/12	09/22/12	\$ 214.35	\$ 0.00	\$ 0.00	\$ 214.35
<b>Security Subtotal</b>					<b>\$ 214.35</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 214.35</b>
PUT A T & T INC NEW\$29 EXP 03/17/12		20.00 <sup>S</sup>	01/26/12	03/17/12	\$ 762.87	\$ 0.00	\$ 0.00	\$ 762.87
<b>Security Subtotal</b>					<b>\$ 762.87</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 762.87</b>
PUT A T & T INC NEW\$30 EXP 04/21/12		10.00 <sup>S</sup>	03/02/12	04/21/12	\$ 356.95	\$ 0.00	\$ 0.00	\$ 356.95
<b>Security Subtotal</b>					<b>\$ 356.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 356.95</b>
PUT A T & T INC NEW\$30 EXP 05/19/12		10.00 <sup>S</sup>	04/19/12	05/19/12	\$ 226.95	\$ 0.00	\$ 0.00	\$ 226.95
<b>Security Subtotal</b>					<b>\$ 226.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 226.95</b>
PUT CME GROUP INC \$180 EXP 02/18/12		15.00	01/05/12	02/18/12	\$ 0.00	\$ 1,526.47	\$ 0.00	\$ (1,526.47)
<b>Security Subtotal</b>					<b>\$ 0.00</b>	<b>\$ 1,526.47</b>	<b>\$ 0.00</b>	<b>\$ (1,526.47)</b>

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Date Prepared: February 8, 2013

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Acquisition	Date of Sale	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PUT CME GROUP INC \$180 EXP 03/17/12		30.00	01/31/12	03/17/12	\$	0.00 \$	2,001.20 \$	0.00 \$	(2,001.20)
<b>Security Subtotal</b>					\$	<b>0.00 \$</b>	<b>2,001.20 \$</b>	<b>0.00 \$</b>	<b>(2,001.20)</b>
PUT CME GROUP INC \$200 EXP 02/18/12		15.00 <sup>S</sup>	01/05/12	02/18/12	\$	2,921.27 \$	0.00 \$	0.00 \$	2,921.27
<b>Security Subtotal</b>					\$	<b>2,921.27 \$</b>	<b>0.00 \$</b>	<b>0.00 \$</b>	<b>2,921.27</b>
PUT CME GROUP INC \$200 EXP 03/17/12		30.00 <sup>S</sup>	01/31/12	03/17/12	\$	4,448.71 \$	0.00 \$	0.00 \$	4,448.71
<b>Security Subtotal</b>					\$	<b>4,448.71 \$</b>	<b>0.00 \$</b>	<b>0.00 \$</b>	<b>4,448.71</b>
PUT CME GROUP INC \$210 EXP 05/19/12		20.00	04/23/12	05/19/12	\$	0.00 \$	839.11 \$	0.00 \$	(839.11)
<b>Security Subtotal</b>					\$	<b>0.00 \$</b>	<b>839.11 \$</b>	<b>0.00 \$</b>	<b>(839.11)</b>
PUT CME GROUP INC \$210 EXP 06/16/12		15.00	05/16/12	06/16/12	\$	0.00 \$	930.07 \$	0.00 \$	(930.07)
<b>Security Subtotal</b>					\$	<b>0.00 \$</b>	<b>930.07 \$</b>	<b>0.00 \$</b>	<b>(930.07)</b>
PUT CME GROUP INC \$230 EXP 05/18/12		20.00 <sup>S</sup>	04/23/12	05/19/12	\$	1,764.85 \$	0.00 \$	0.00 \$	1,764.85
<b>Security Subtotal</b>					\$	<b>1,764.85 \$</b>	<b>0.00 \$</b>	<b>0.00 \$</b>	<b>1,764.85</b>
PUT CME GROUP INC \$230 EXP 06/16/12		15.00 <sup>S</sup>	05/16/12	06/16/12	\$	2,219.88 \$	0.00 \$	0.00 \$	2,219.88
<b>Security Subtotal</b>					\$	<b>2,219.88 \$</b>	<b>0.00 \$</b>	<b>0.00 \$</b>	<b>2,219.88</b>

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PUT CME GROUP INC \$36 ADJ EXP 09/22/12 Security Subtotal		25.00	05/30/12	09/22/12	\$ 0.00	\$ 1,280.99	\$ 0.00	\$ (1,280.99)
PUT CME GROUP INC \$38 ADJ EXP 08/18/12 Security Subtotal		75.00	06/21/12	08/18/12	\$ 0.00	\$ 1,155.07	\$ 0.00	\$ (1,155.07)
PUT CME GROUP INC \$40 ADJ EXP 09/22/12 Security Subtotal		25.00 <sup>S</sup>	05/30/12	09/22/12	\$ 1,998.96	\$ 0.00	\$ 0.00	\$ 1,998.96
PUT CME GROUP INC \$42 ADJ EXP 08/18/12 Security Subtotal		75.00 <sup>S</sup>	06/21/12	08/18/12	\$ 1,844.89	\$ 0.00	\$ 0.00	\$ 1,844.89
PUT WELLS FARGO & CO\$29 EXP 02/18/12 Security Subtotal		10.00 <sup>S</sup>	01/25/12	02/18/12	\$ 376.95	\$ 0.00	\$ 0.00	\$ 376.95
PUT WELLS FARGO & CO\$29 EXP 04/21/12 Security Subtotal		10.00 <sup>S</sup>	03/06/12	04/21/12	\$ 726.95	\$ 0.00	\$ 0.00	\$ 726.95
PUT WELLS FARGO & CO\$29 EXP 06/16/12 Security Subtotal		10.00 <sup>S</sup>	05/22/12	06/16/12	\$ 276.95	\$ 0.00	\$ 0.00	\$ 276.95

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**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
PUT WELLS FARGO & CO\$29 EXP 07/21/12		10.00 <sup>S</sup>	06/14/12	07/21/12	\$ 476.95	\$ 0.00	\$ 0.00	\$ 0.00	\$ 476.95
<b>Security Subtotal</b>					<b>\$ 476.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 476.95</b>
PUT POWERSHARES QQQ \$59 EXP 06/16/12		10.00 <sup>S</sup>	05/16/12	06/16/12	\$ 476.95	\$ 0.00	\$ 0.00	\$ 0.00	\$ 476.95
<b>Security Subtotal</b>					<b>\$ 476.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 476.95</b>
PUT POWERSHARES QQQ \$59 EXP 07/21/12		10.00 <sup>S</sup>	06/14/12	07/21/12	\$ 776.94	\$ 0.00	\$ 0.00	\$ 0.00	\$ 776.94
<b>Security Subtotal</b>					<b>\$ 776.94</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 776.94</b>
PUT POWERSHARES QQQ \$59 EXP 08/18/12		10.00 <sup>S</sup>	07/24/12	08/18/12	\$ 326.95	\$ 0.00	\$ 0.00	\$ 0.00	\$ 326.95
<b>Security Subtotal</b>					<b>\$ 326.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 326.95</b>
PUT POWERSHARES QQQ \$60 EXP 05/19/12		10.00 <sup>S</sup>	04/19/12	05/19/12	\$ 226.95	\$ 0.00	\$ 0.00	\$ 0.00	\$ 226.95
<b>Security Subtotal</b>					<b>\$ 226.95</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 226.95</b>
PUT FORD MOTOR COMPANY\$12 EXP 03/17/12		30.00 <sup>S</sup>	02/16/12	03/17/12	\$ 398.79	\$ 0.00	\$ 0.00	\$ 0.00	\$ 398.79
<b>Security Subtotal</b>					<b>\$ 398.79</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 398.79</b>

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**Short-Term Realized Gain or (Loss) (continued)**

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Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PUT INTERCONTL EXCHANG\$100 EXP 09/22/12		10.00	07/25/12	09/22/12	\$ 0.00	\$ 403.04	0.00	(403.04)
<b>Security Subtotal</b>					<b>\$ 0.00</b>	<b>\$ 403.04</b>	<b>0.00</b>	<b>(403.04)</b>
PUT INTERCONTL EXCHANG\$100 EXP 10/20/12		10.00	09/04/12	10/20/12	\$ 0.00	\$ 203.06	0.00	(203.06)
<b>Security Subtotal</b>					<b>\$ 0.00</b>	<b>\$ 203.06</b>	<b>0.00</b>	<b>(203.06)</b>
PUT INTERCONTL EXCHANG\$100 EXP 11/17/12		10.00	10/22/12	11/17/12	\$ 0.00	\$ 133.06	0.00	(133.06)
<b>Security Subtotal</b>					<b>\$ 0.00</b>	<b>\$ 133.06</b>	<b>0.00</b>	<b>(133.06)</b>
PUT INTERCONTL EXCHANG\$100 EXP 12/22/12		50.00	09/21/12	12/22/12	\$ 0.00	\$ 2,129.49	0.00	(2,129.49)
<b>Security Subtotal</b>					<b>\$ 0.00</b>	<b>\$ 2,129.49</b>	<b>0.00</b>	<b>(2,129.49)</b>
PUT INTERCONTL EXCHANG\$120 EXP 09/22/12		10.00 <sup>S</sup>	07/25/12	09/22/12	\$ 2,056.91	\$ 0.00	0.00	2,056.91
<b>Security Subtotal</b>					<b>\$ 2,056.91</b>	<b>\$ 0.00</b>	<b>0.00</b>	<b>2,056.91</b>

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Date Prepared: February 8, 2013

**Short-Term Realized Gain or (Loss) (continued)**

The transactions in this section are not reported on Form 1099-B or to the IRS; Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked

Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
PUT INTERCONTL EXCHANG\$120 EXP 10/20/12		10.00 <sup>S</sup>	09/04/12	10/20/12	\$ 806.92	\$ 0.00	\$ 0.00	\$ 0.00	\$ 806.92
<b>Security Subtotal</b>					<b>\$ 806.92</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 806.92</b>
PUT INTERCONTL EXCHANG\$120 EXP 11/17/12		10.00 <sup>S</sup>	10/22/12	11/17/12	\$ 636.93	\$ 0.00	\$ 0.00	\$ 0.00	\$ 636.93
<b>Security Subtotal</b>					<b>\$ 636.93</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 636.93</b>
PUT INTERCONTL EXCHANG\$120 EXP 12/22/12		50.00 <sup>S</sup>	09/21/12	12/22/12	\$ 6,970.35	\$ 0.00	\$ 0.00	\$ 0.00	\$ 6,970.35
<b>Security Subtotal</b>					<b>\$ 6,970.35</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 6,970.35</b>
PUT VERIZON COMMUN INC\$38 EXP 02/18/12		5.00 <sup>S</sup>	01/12/12	02/18/12	\$ 219.01	\$ 0.00	\$ 0.00	\$ 0.00	\$ 219.01
<b>Security Subtotal</b>					<b>\$ 219.01</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 219.01</b>
PUT CHARLES SCHWAB CORP\$12 EXP 03/17/12		12.00 <sup>S</sup>	01/20/12	03/17/12	\$ 394.15	\$ 0.00	\$ 0.00	\$ 0.00	\$ 394.15
<b>Security Subtotal</b>					<b>\$ 394.15</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 394.15</b>

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**Short-Term Realized Gain or (Loss) (continued)**

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Description	CUSIP Number	Quantity/Par	Acquisition Date	Sale Date	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PUT TWO HARBORS INVST \$10 EXP 09/22/12		40.00 <sup>S</sup>	04/10/12	09/22/12	\$ 2,734.67	\$ 0.00	0.00	2,734.67
<b>Security Subtotal</b>					<b>\$ 2,734.67</b>	<b>\$ 0.00</b>	<b>0.00</b>	<b>2,734.67</b>
<b>Total Short-Term (Transactions are not reported on Form 1099-B or to the IRS)</b>					<b>\$ 108,155.47</b>	<b>\$ 64,643.29</b>	<b>0.00</b>	<b>43,512.18</b>
<b>Total Short-Term</b>					<b>\$ 496,719.86</b>	<b>\$ 400,521.82</b>	<b>0.00</b>	<b>96,198.04</b>

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Date Prepared: February 8, 2013

**Realized Gain or (Loss) Summary**

**Total Realized Gain or (Loss)**

Description	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
<b>Total Short-Term Realized Gain or (Loss) (Cost basis is reported to the IRS. Report on Form 8949, Part I, with Box A checked.)</b>	\$ 388,564.39	\$ 335,878.53	0.00	\$ 52,685.86
<b>Total Short-Term Realized Gain or (Loss) (Transactions are not reported on Form 1099-B or to the IRS. Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.)</b>	\$ 108,155.47	\$ 64,643.29	0.00	\$ 43,512.18
<b>Total Short-Term Realized Gain or (Loss)</b>	\$ 496,719.86	\$ 400,521.82	0.00	\$ 96,198.04
<b>TOTAL REALIZED GAIN OR (LOSS)</b>	\$ 496,719.86	\$ 400,521.82	0.00	\$ 96,198.04