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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

NOV 1, 2012

, and ending

DEC 31, 2012

Name of foundation

A Employer identification number

MARKS FAMILY FOUNDATION

46-1352263

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

Room/suite

B Telephone number

2000 FIRST AVENUE

2700

206-956-9471

City or town, state, and ZIP code

C If exemption application is pending, check here ☒

SEATTLE, WA 98121

G Check all that apply:

☒ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method: ☒ Cash ☐ AccrualF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

☐ Other (specify)

\$ 9,981,791. (Part I, column (d) must be on cash basis)

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received	9,999,985.		N/A	
	2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	3,060.	3,060.		STATEMENT 1
	4	Dividends and interest from securities	2,382.	2,382.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,182,881.			
	b	Gross sales price for all assets on line 6a	9,762,046.			
	7	Capital gain net income (from Part IV, line 2)		2,182,881.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	12,188,308.	2,188,323.		
	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				
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses				
	24	Total operating and administrative expenses. Add lines 13 through 23	0.	0.		0.
	25	Contributions, gifts, grants paid	0.			0.
	26	Total expenses and disbursements. Add lines 24 and 25	0.	0.		0.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	12,188,308.			
	b	Net investment income (if negative, enter -0-)		2,188,323.		
	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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		9,416,570.	9,416,570.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 4)	0.	546,843.	565,221.
	16 Total assets (to be completed by all filers)	0.	9,963,413.	9,981,791.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	9,963,413.		
30 Total net assets or fund balances	0.	9,963,413.		
31 Total liabilities and net assets/fund balances	0.	9,963,413.		

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	0.
2 Enter amount from Part I, line 27a	2	12,188,308.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,188,308.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 3	5	2,224,895.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,963,413.

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 9,762,046.		7,579,165.	2,182,881.

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			2,182,881.

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	2,182,881.
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)

N/A

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			
2010			
2009			
2008			
2007			

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

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)		1	43,766.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	43,766.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	43,766.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		43,766.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 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?		
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"/> WA		
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

N/A

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 BRIAN J. MARKS Telephone no. 206-956-9471 Located at 2000 FIRST AVENUE #2700, SEATTLE, WA ZIP+4 98121			
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 N/A	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	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years N/A	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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5b

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?

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

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
BRIAN J. MARKS	PRESIDENT			
2000 FIRST AVENUE #2700				
SEATTLE, WA 98121	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

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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	141,147.
b	Average of monthly cash balances	1b	2,354,143.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,495,290.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,495,290.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,429.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,457,861.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	20,538.

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	20,538.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	43,766.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	43,766.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
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	0.

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	0.
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	0.
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	0.

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				0.
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				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	0.			
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				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part 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 <p style="text-align: center;">NONE</p>				
Total			▶ 3a	0.
b Approved for future payment <p style="text-align: center;">NONE</p>				
Total			▶ 3b	0.

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

Employer identification number

MARKS FAMILY FOUNDATION**46-1352263**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

MARKS FAMILY FOUNDATION**46-1352263****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BRIAN J. MARKS 2000 FIRST AVENUE SEATTLE, WA 98121	\$ 9,999,985.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

MARKS FAMILY FOUNDATION**46-1352263****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>DONATION OF STOCKS</u> _____ _____ _____	\$ <u>9,999,985.</u>	<u>12/31/12</u>
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

MARKS FAMILY FOUNDATION**46-1352263**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

MARKS FAMILY FOUNDATION

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	ABBOTT LABORATORIES CMN	D	07/27/11	12/07/12
b	ABBOTT LABORATORIES CMN	D	11/21/11	12/07/12
c	ABBOTT LABORATORIES CMN	D	08/30/11	12/07/12
d	ACCENTURE PLC CMN	D	10/03/11	12/07/12
e	ACCENTURE PLC CMN	D	11/21/11	12/07/12
f	ACE LIMITED CMN	D	08/30/11	12/07/12
g	ACE LIMITED CMN	D	11/21/11	12/07/12
h	ACE LIMITED CMN	D	07/27/11	12/27/12
i	ADOBE SYSTEMS INC CMN	D	11/21/11	12/07/12
j	ADOBE SYSTEMS INC CMN	D	11/21/11	12/07/12
k	ADOBE SYSTEMS INC CMN	D	11/21/11	12/07/12
l	ADT CORPORATION (THE) CMN	D	11/21/11	12/07/12
m	AES CORP. CMN	D	10/03/11	12/27/12
n	AFFILIATED MANAGERS GROUP INC CMN	D	04/20/11	12/07/12
o	AFFILIATED MANAGERS GROUP INC CMN	D	06/30/10	12/07/12

(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 6,454.		5,192.	1,262.
b 15,489.		12,687.	2,802.
c 11,617.		9,232.	2,385.
d 11,100.		8,375.	2,725.
e 5,550.		4,365.	1,185.
f 4,833.		3,863.	970.
g 1,611.		1,344.	267.
h 3,174.		2,728.	446.
i 52,132.		39,281.	12,851.
j 39,926.		29,912.	10,014.
k 5,628.		4,265.	1,363.
l 4,052.		2,679.	1,373.
m 3,147.		2,883.	264.
n 10,267.		8,255.	2,012.
o 3,209.		1,536.	1,673.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,262.
b			2,802.
c			2,385.
d			2,725.
e			1,185.
f			970.
g			267.
h			446.
i			12,851.
j			10,014.
k			1,363.
l			1,373.
m			264.
n			2,012.
o			1,673.

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 }

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 }

2

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	AFFILIATED MANAGERS GROUP INC CMN	D	07/01/10	12/07/12
b	AFFILIATED MANAGERS GROUP INC CMN	D	05/05/09	12/07/12
c	AFFILIATED MANAGERS GROUP INC CMN	D	07/15/09	12/07/12
d	AFFILIATED MANAGERS GROUP INC CMN	D	09/29/11	12/07/12
e	AFFILIATED MANAGERS GROUP INC CMN	D	05/15/09	12/07/12
f	AFFILIATED MANAGERS GROUP INC CMN	D	09/30/09	12/07/12
g	AFFILIATED MANAGERS GROUP INC CMN	D	11/21/11	12/07/12
h	AFFILIATED MANAGERS GROUP INC CMN	D	12/31/09	12/07/12
i	AFLAC INCORPORATED CMN	D	10/03/11	12/07/12
j	AGCO CORP CMN	D	06/30/10	12/07/12
k	AGCO CORP CMN	D	10/05/11	12/07/12
l	AGCO CORP CMN	D	09/30/09	12/07/12
m	AGCO CORP CMN	D	05/05/09	12/07/12
n	AIR PRODUCTS & CHEMICALS INC CMN	D	10/03/11	12/27/12
o	AKAMAI TECHNOLOGIES INC CMN	D	11/21/11	12/07/12

(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 8,984.		4,127.	4,857.
b 3,850.		1,778.	2,072.
c 3,850.		1,740.	2,110.
d 6,417.		4,087.	2,330.
e 10,267.		4,365.	5,902.
f 16,043.		8,167.	7,876.
g 5,134.		3,535.	1,599.
h 14,118.		7,422.	6,696.
i 2,142.		1,373.	769.
j 4,188.		2,475.	1,713.
k 7,911.		5,659.	2,252.
l 20,707.		12,387.	8,320.
m 16,519.		9,547.	6,972.
n 3,374.		3,007.	367.
o 779.		551.	228.

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			4,857.
b			2,072.
c			2,110.
d			2,330.
e			5,902.
f			7,876.
g			1,599.
h			6,696.
i			769.
j			1,713.
k			2,252.
l			8,320.
m			6,972.
n			367.
o			228.

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

MARKS FAMILY FOUNDATION

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	ALLERGAN INC CMN	D	07/06/09	12/07/12
b	ALLERGAN INC CMN	D	04/20/11	12/07/12
c	ALLERGAN INC CMN	D	12/22/08	12/07/12
d	ALLERGAN INC CMN	D	11/21/11	12/27/12
e	ALTERA CORP CMN	D	10/03/11	12/27/12
f	ALTRIA GROUP, INC. CMN	D	09/22/11	12/07/12
g	AMAZON.COM INC CMN	D	07/31/09	12/07/12
h	AMAZON.COM INC CMN	D	07/31/09	12/07/12
i	AMERICAN EXPRESS CO. CMN	D	08/30/11	12/27/12
j	AMERICAN INTL GROUP, INC. CMN	D	11/21/11	12/07/12
k	AMERIPRISE FINANCIAL, INC. CMN	D	11/21/11	12/07/12
l	AMGEN INC. CMN	D	08/30/11	12/07/12
m	ANALOG DEVICES, INC. CMN	D	11/21/11	12/27/12
n	ANHEUSER-BUSCH INBEV S.A. SPONSORED ADR CMN	D	12/01/11	12/07/12
o	AON PLC CMN	D	11/21/11	12/07/12

(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 17,166.		8,881.	8,285.
b 30,862.		26,192.	4,670.
c 65,651.		26,394.	39,257.
d 1,812.		1,631.	181.
e 685.		624.	61.
f 74,962.		58,095.	16,867.
g 13,172.		4,476.	8,696.
h 760.		259.	501.
i 7,859.		6,803.	1,056.
j 3,405.		2,105.	1,300.
k 11,219.		7,815.	3,404.
l 8,773.		5,507.	3,266.
m 4,170.		3,487.	683.
n 610.		419.	191.
o 4,537.		3,926.	611.

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			8,285.
b			4,670.
c			39,257.
d			181.
e			61.
f			16,867.
g			8,696.
h			501.
i			1,056.
j			1,300.
k			3,404.
l			3,266.
m			683.
n			191.
o			611.

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	APPLE, INC. CMN	D	04/20/11	12/07/12
b	APPLE, INC. CMN	D	06/24/11	12/07/12
c	APPLE, INC. CMN	D	12/22/08	12/07/12
d	APPLE, INC. CMN	D	02/16/10	12/07/12
e	APPLE, INC. CMN	D	12/22/08	12/07/12
f	APPLE, INC. CMN	D	12/22/08	12/07/12
g	APPLE, INC. CMN	D	06/20/11	12/07/12
h	AT&T INC CMN	D	09/22/11	12/07/12
i	AT&T INC CMN	D	11/21/11	12/07/12
j	AT&T INC CMN	D	10/03/11	12/07/12
k	AT&T INC CMN	D	06/20/11	12/27/12
l	AT&T INC CMN	D	05/16/11	12/27/12
m	AUTOLIV, INC. CMN	D	11/21/11	12/07/12
n	AUTOMATIC DATA PROCESSING INC CMN	D	08/30/11	12/27/12
o	AUTONATION, INC. CMN	D	11/21/11	12/07/12

(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	75,941.	48,401.	27,540.
b	18,851.	11,505.	7,346.
c	46,857.	7,526.	39,331.
d	21,005.	7,929.	13,076.
e	58,167.	9,199.	48,968.
f	47,396.	7,514.	39,882.
g	32,315.	18,900.	13,415.
h	69,574.	57,949.	11,625.
i	9,366.	7,925.	1,441.
j	20,739.	17,639.	3,100.
k	5,358.	4,959.	399.
l	1,340.	1,242.	98.
m	1,223.	994.	229.
n	3,398.	2,984.	414.
o	790.	660.	130.

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			27,540.
b			7,346.
c			39,331.
d			13,076.
e			48,968.
f			39,882.
g			13,415.
h			11,625.
i			1,441.
j			3,100.
k			399.
l			98.
m			229.
n			414.
o			130.

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

MARKS FAMILY FOUNDATION

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	AVAGO TECHNOLOGIES LTD CMN	D	11/21/11	12/07/12
b	AVIVA PLC SPONSORED ADR CMN	D	10/12/11	12/27/12
c	BANK OF AMERICA CORP CMN	D	11/21/11	12/07/12
d	BARCLAYS PLC, AMER DEP SHS ADR CMN	D	11/21/11	12/07/12
e	BARD C R INC N J CMN	D	12/14/11	12/27/12
f	BAXTER INTERNATIONAL INC CMN	D	11/21/11	12/07/12
g	BB&T CORPORATION CMN	D	10/03/11	12/07/12
h	BB&T CORPORATION CMN	D	11/21/11	12/07/12
i	BERKSHIRE HATHAWAY INC. CLASS B	D	08/30/11	12/07/12
j	BERKSHIRE HATHAWAY INC. CLASS B	D	10/03/11	12/07/12
k	BERKSHIRE HATHAWAY INC. CLASS B	D	05/16/11	12/27/12
l	BERKSHIRE HATHAWAY INC. CLASS B	D	07/27/11	12/27/12
m	BLACKROCK, INC. CMN	D	08/30/11	12/27/12
n	BOEING COMPANY CMN	D	11/21/11	12/27/12
o	BOEING COMPANY CMN	D	05/24/10	12/27/12

(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	689.	590.	99.
b	74.	70.	4.
c	12,273.	6,467.	5,806.
d	3,954.	2,462.	1,492.
e	12,052.	10,583.	1,469.
f	5,168.	4,020.	1,148.
g	3,391.	2,522.	869.
h	3,956.	3,098.	858.
i	1,741.	1,449.	292.
j	1,741.	1,422.	319.
k	10,657.	9,529.	1,128.
l	15,985.	13,487.	2,498.
m	4,110.	3,343.	767.
n	18,096.	15,617.	2,479.
o	6,711.	5,697.	1,014.

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			99.
b			4.
c			5,806.
d			1,492.
e			1,469.
f			1,148.
g			869.
h			858.
i			292.
j			319.
k			1,128.
l			2,498.
m			767.
n			2,479.
o			1,014.

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	BOEING COMPANY CMN	D	09/27/10	12/27/12
b	BRINK'S COMPANY (THE) CMN	D	12/19/11	12/27/12
c	BRINK'S COMPANY (THE) CMN	D	11/21/11	12/27/12
d	BRISTOL-MYERS SQUIBB COMPANY CMN	D	06/20/11	12/07/12
e	CA, INC. CMN	D	11/21/11	12/27/12
f	CABOT OIL & GAS CORPORATION CMN	D	10/03/11	12/07/12
g	CAPITAL ONE FINANCIAL CORP CMN	D	10/03/11	12/07/12
h	CAPITAL ONE FINANCIAL CORP CMN	D	11/21/11	12/07/12
i	CARLISLE COS INC CMN	D	11/21/11	12/07/12
j	CARMAX, INC. CMN	D	11/21/11	12/07/12
k	CARNIVAL CORPORATION CMN	D	10/03/11	12/07/12
l	CATERPILLAR INC (DELAWARE) CMN	D	10/03/11	12/07/12
m	CELGENE CORPORATION CMN	D	03/11/11	12/07/12
n	CELGENE CORPORATION CMN	D	04/04/11	12/07/12
o	CENTENE CORPORATION CMN	D	11/15/10	12/07/12

(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 33,327.		28,493.	4,834.
b 9,377.		8,322.	1,055.
c 67,601.		59,064.	8,537.
d 6,490.		5,559.	931.
e 3,496.		3,218.	278.
f 1,969.		1,196.	773.
g 5,697.		3,855.	1,842.
h 7,976.		5,671.	2,305.
i 1,136.		848.	288.
j 2,155.		1,629.	526.
k 3,772.		2,980.	792.
l 15,744.		12,906.	2,838.
m 2,198.		1,484.	714.
n 32,263.		23,525.	8,738.
o 17,421.		8,549.	8,872.

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			4,834.
b			1,055.
c			8,537.
d			931.
e			278.
f			773.
g			1,842.
h			2,305.
i			288.
j			526.
k			792.
l			2,838.
m			714.
n			8,738.
o			8,872.

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 CENTENE CORPORATION CMN	D	09/17/10	12/07/12
b CENTENE CORPORATION CMN	D	11/16/10	12/07/12
c CENTENE CORPORATION CMN	D	04/20/11	12/07/12
d CENTENE CORPORATION CMN	D	07/29/11	12/07/12
e CENTURYLINK INC CMN	D	08/30/11	12/27/12
f CERNER CORP CMN	D	11/21/11	12/07/12
g CHEVRON CORPORATION CMN	D	06/20/11	12/27/12
h CHEVRON CORPORATION CMN	D	08/30/11	12/27/12
i CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	09/28/11	12/07/12
j CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	08/21/09	12/07/12
k CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	05/11/09	12/07/12
l CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	12/07/09	12/07/12
m CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	05/20/10	12/07/12
n CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	04/20/11	12/27/12
o CHICAGO BRIDGE & IRON COMPANY CMN SERIES	D	06/01/11	12/27/12

(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 3,127.		1,530.	1,597.
b 9,604.		4,770.	4,834.
c 11,167.		8,018.	3,149.
d 12,284.		9,008.	3,276.
e 4,643.		4,251.	392.
f 1,545.		1,142.	403.
g 10,800.		9,970.	830.
h 4,320.		3,917.	403.
i 4,733.		3,443.	1,290.
j 5,968.		2,190.	3,778.
k 1,646.		456.	1,190.
l 23,255.		10,016.	13,239.
m 23,872.		10,354.	13,518.
n 11,822.		10,595.	1,227.
o 682.		558.	124.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,597.
b			4,834.
c			3,149.
d			3,276.
e			392.
f			403.
g			830.
h			403.
i			1,290.
j			3,778.
k			1,190.
l			13,239.
m			13,518.
n			1,227.
o			124.

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	CHUBB CORP CMN	D	07/27/11	12/07/12
b	CHUBB CORP CMN	D	08/30/11	12/07/12
c	CHUBB CORP CMN	D	11/21/11	12/27/12
d	CIGNA CORPORATION CMN	D	11/21/11	12/07/12
e	CISCO SYSTEMS, INC. CMN	D	06/20/11	12/07/12
f	CISCO SYSTEMS, INC. CMN	D	06/08/11	12/07/12
g	CISCO SYSTEMS, INC. CMN	D	10/03/11	12/07/12
h	CISCO SYSTEMS, INC. CMN	D	06/03/11	12/07/12
i	CISCO SYSTEMS, INC. CMN	D	06/15/11	12/07/12
j	CISCO SYSTEMS, INC. CMN	D	05/31/11	12/27/12
k	CISCO SYSTEMS, INC. CMN	D	05/12/11	12/27/12
l	CITIGROUP INC. CMN	D	11/21/11	12/07/12
m	CITIGROUP INC. CMN	D	10/03/11	12/07/12
n	COCA-COLA AMATIL LIMITED SPONSORED ADR CMN	D	09/26/11	12/07/12
o	COCA-COLA AMATIL LIMITED SPONSORED ADR CMN	D	09/12/11	12/07/12

(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 1,546.		1,281.	265.
b 1,546.		1,235.	311.
c 1,489.		1,303.	186.
d 2,112.		1,685.	427.
e 30,816.		23,914.	6,902.
f 4,681.		3,662.	1,019.
g 390.		306.	84.
h 10,044.		8,279.	1,765.
i 4,681.		3,573.	1,108.
j 6,568.		5,587.	981.
k 6,568.		5,681.	887.
l 11,974.		8,012.	3,962.
m 23,948.		15,288.	8,660.
n 581.		470.	111.
o 1,308.		1,085.	223.

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			265.
b			311.
c			186.
d			427.
e			6,902.
f			1,019.
g			84.
h			1,765.
i			1,108.
j			981.
k			887.
l			3,962.
m			8,660.
n			111.
o			223.

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

MARKS FAMILY FOUNDATION

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	COCA-COLA AMATIL LIMITED SPONSORED ADR CMN	D	08/17/11	12/07/12
b	COCA-COLA COMPANY (THE) CMN	D	05/11/11	12/27/12
c	COCA-COLA COMPANY (THE) CMN	D	05/16/11	12/27/12
d	COCA-COLA ENTERPRISES, INC. CMN	D	10/03/11	12/07/12
e	COLGATE-PALMOLIVE CO CMN	D	05/16/11	12/07/12
f	COLUMBIA SPORTSWEAR COMPANY COMMON STOCK	D	07/20/10	12/07/12
g	COLUMBIA SPORTSWEAR COMPANY COMMON STOCK	D	11/24/09	12/07/12
h	COLUMBIA SPORTSWEAR COMPANY COMMON STOCK	D	12/31/09	12/07/12
i	COLUMBIA SPORTSWEAR COMPANY COMMON STOCK	D	12/19/11	12/27/12
j	COMCAST CORPORATION CMN CLASS A NON VOTING	D	05/11/11	12/07/12
k	COMCAST CORPORATION CMN CLASS A VOTING	D	11/21/11	12/07/12
l	COMCAST CORPORATION CMN CLASS A VOTING	D	12/20/10	12/07/12
m	COMERICA INCORPORATED CMN	D	11/21/11	12/07/12
n	COMERICA INCORPORATED CMN	D	10/03/11	12/07/12
o	CONAGRA INC CMN	D	08/30/11	12/07/12

(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 116.		96.	20.
b 30,203.		27,950.	2,253.
c 18,195.		16,965.	1,230.
d 1,907.		1,440.	467.
e 4,303.		3,439.	864.
f 6,463.		5,234.	1,229.
g 5,620.		3,814.	1,806.
h 7,587.		5,285.	2,302.
i 12,830.		11,257.	1,573.
j 22,935.		15,410.	7,525.
k 23,681.		13,632.	10,049.
l 333.		198.	135.
m 580.		489.	91.
n 580.		453.	127.
o 1,181.		976.	205.

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			20.
b			2,253.
c			1,230.
d			467.
e			864.
f			1,229.
g			1,806.
h			2,302.
i			1,573.
j			7,525.
k			10,049.
l			135.
m			91.
n			127.
o			205.

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 CONOCOPHILLIPS CMN	D	08/30/11	12/27/12
b COSTCO WHOLESALE CORPORATION CMN	D	08/30/11	12/07/12
c COSTCO WHOLESALE CORPORATION CMN	D	07/27/11	12/07/12
d CROWN CASTLE INTL CORP COMMON STOCK	D	03/15/11	12/07/12
e CROWN CASTLE INTL CORP COMMON STOCK	D	03/22/11	12/07/12
f CROWN CASTLE INTL CORP COMMON STOCK	D	12/12/11	12/27/12
g CUMMINS INC COMMON STOCK	D	08/30/11	12/27/12
h DANAHER CORPORATION CMN	D	08/30/11	12/07/12
i DARLING INTERNATIONAL INC CMN	D	09/23/11	12/07/12
j DARLING INTERNATIONAL INC CMN	D	09/30/10	12/07/12
k DARLING INTERNATIONAL INC CMN	D	09/29/11	12/07/12
l DARLING INTERNATIONAL INC CMN	D	11/04/11	12/07/12
m DARLING INTERNATIONAL INC CMN	D	02/01/10	12/07/12
n DARLING INTERNATIONAL INC CMN	D	10/27/09	12/07/12
o DARLING INTERNATIONAL INC CMN	D	02/02/10	12/07/12

(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 5,746.		5,195.	551.
b 5,912.		4,675.	1,237.
c 1,971.		1,585.	386.
d 42,714.		24,593.	18,121.
e 25,899.		14,546.	11,353.
f 53,161.		32,334.	20,827.
g 2,116.		1,809.	307.
h 2,131.		1,786.	345.
i 6,070.		4,604.	1,466.
j 5,059.		2,575.	2,484.
k 6,408.		4,920.	1,488.
l 6,829.		5,687.	1,142.
m 15,429.		7,456.	7,973.
n 9,865.		4,220.	5,645.
o 8,768.		4,266.	4,502.

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			551.
b			1,237.
c			386.
d			18,121.
e			11,353.
f			20,827.
g			307.
h			345.
i			1,466.
j			2,484.
k			1,488.
l			1,142.
m			7,973.
n			5,645.
o			4,502.

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

MARKS FAMILY FOUNDATION

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	DAVITA HEALTHCARE PARTNERS INC CMN	D	11/21/11	12/07/12
b	DBS GROUP HOLDINGS SPONSORED ADR CMN	D	12/02/11	12/07/12
c	DBS GROUP HOLDINGS SPONSORED ADR CMN	D	11/21/11	12/07/12
d	DEERE & COMPANY CMN	D	10/03/11	12/07/12
e	DEERE & COMPANY CMN	D	11/21/11	12/27/12
f	DIRECTV CMN	D	08/30/11	12/27/12
g	DISCOVER FINANCIAL SERVICES CMN	D	06/20/11	12/07/12
h	DISCOVERY COMMUNICATIONS, INC. CMN SERIES A	D	11/21/11	12/07/12
i	DOVER CORPORATION CMN	D	10/03/11	12/07/12
j	DOVER CORPORATION CMN	D	11/21/11	12/07/12
k	DUKE ENERGY CORPORATION CMN	D	05/16/11	12/27/12
l	DUKE ENERGY CORPORATION CMN	D	06/20/11	12/27/12
m	EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN	D	06/22/11	12/07/12
n	EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN	D	09/23/11	12/27/12
o	EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN	D	05/06/11	12/27/12

(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 2,125.		1,440.	685.
b 631.		516.	115.
c 2,331.		1,786.	545.
d 5,117.		3,767.	1,350.
e 3,428.		2,914.	514.
f 4,929.		4,384.	545.
g 3,267.		1,894.	1,373.
h 3,677.		2,404.	1,273.
i 1,270.		913.	357.
j 2,540.		2,098.	442.
k 2,984.		2,701.	283.
l 825.		753.	72.
m 2,864.		2,410.	454.
n 507.		468.	39.
o 3,115.		2,767.	348.

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			685.
b			115.
c			545.
d			1,350.
e			514.
f			545.
g			1,373.
h			1,273.
i			357.
j			442.
k			283.
l			72.
m			454.
n			39.
o			348.

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	EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN	D	09/26/11	12/27/12
b	EASTMAN CHEM CO CMN	D	10/03/11	12/07/12
c	EATON CORP PLC CMN	D	08/30/11	12/07/12
d	EATON VANCE CORP (NON-VTG) CMN	D	11/21/11	12/07/12
e	EDISON INTERNATIONAL CMN	D	08/30/11	12/07/12
f	EDISON INTERNATIONAL CMN	D	11/21/11	12/27/12
g	EDWARDS LIFESCIENCES CORP CMN	D	11/21/11	12/07/12
h	ELI LILLY & CO CMN	D	08/30/11	12/07/12
i	EMC CORPORATION MASS CMN	D	02/12/10	12/07/12
j	EMC CORPORATION MASS CMN	D	11/19/10	12/27/12
k	EMC CORPORATION MASS CMN	D	09/14/11	12/27/12
l	EOG RESOURCES INC CMN	D	08/16/11	12/07/12
m	EOG RESOURCES INC CMN	D	10/06/11	12/07/12
n	EOG RESOURCES INC CMN	D	07/26/11	12/27/12
o	EOG RESOURCES INC CMN	D	04/20/11	12/27/12

(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 981.		899.	82.
b 2,440.		1,367.	1,073.
c 2,079.		1,699.	380.
d 3,831.		2,771.	1,060.
e 2,689.		2,218.	471.
f 1,784.		1,578.	206.
g 1,826.		1,246.	580.
h 8,876.		6,668.	2,208.
i 6,036.		4,160.	1,876.
j 23,300.		20,120.	3,180.
k 29,446.		25,839.	3,607.
l 6,828.		5,508.	1,320.
m 27,430.		18,027.	9,403.
n 61,804.		54,554.	7,250.
o 23,327.		21,655.	1,672.

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			82.
b			1,073.
c			380.
d			1,060.
e			471.
f			206.
g			580.
h			2,208.
i			1,876.
j			3,180.
k			3,607.
l			1,320.
m			9,403.
n			7,250.
o			1,672.

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	EVEREST RE GROUP LTD CMN	D	11/21/11	12/07/12
b	EXXON MOBIL CORPORATION CMN	D	09/22/11	12/07/12
c	EXXON MOBIL CORPORATION CMN	D	09/30/11	12/07/12
d	EXXON MOBIL CORPORATION CMN	D	10/03/11	12/07/12
e	EXXON MOBIL CORPORATION CMN	D	05/16/11	12/27/12
f	EXXON MOBIL CORPORATION CMN	D	06/20/11	12/27/12
g	EXXON MOBIL CORPORATION CMN	D	11/21/11	12/27/12
h	FIDELITY NATL INFO SVCS INC CMN	D	11/21/11	12/07/12
i	FLEXTRONICS INTERNATIONAL LTD CMN	D	08/30/11	12/27/12
j	FLOWSERVE CORPORATION CMN	D	11/21/11	12/07/12
k	FLUOR CORPORATION CMN	D	10/03/11	12/27/12
l	FORD MOTOR COMPANY CMN	D	10/03/11	12/07/12
m	FORD MOTOR COMPANY CMN	D	11/21/11	12/27/12
n	FOREST LABORATORIES INC CMN	D	11/21/11	12/07/12
o	FRANKLIN RESOURCES INC CMN	D	11/21/11	12/07/12

(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 68,746.		55,387.	13,359.
b 73,264.		57,623.	15,641.
c 40,074.		33,594.	6,480.
d 21,185.		17,260.	3,925.
e 79,189.		73,885.	5,304.
f 10,329.		9,557.	772.
g 10,329.		9,183.	1,146.
h 2,182.		1,400.	782.
i 616.		577.	39.
j 2,836.		1,886.	950.
k 1,157.		924.	233.
l 11,809.		9,916.	1,893.
m 751.		596.	155.
n 3,574.		2,891.	683.
o 12,749.		9,670.	3,079.

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			13,359.
b			15,641.
c			6,480.
d			3,925.
e			5,304.
f			772.
g			1,146.
h			782.
i			39.
j			950.
k			233.
l			1,893.
m			155.
n			683.
o			3,079.

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

MARKS FAMILY FOUNDATION

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	GENERAL ELECTRIC CO CMN	D	12/06/10	12/07/12
b	GENERAL ELECTRIC CO CMN	D	12/06/10	12/07/12
c	GENERAL ELECTRIC CO CMN	D	09/22/11	12/07/12
d	GENERAL ELECTRIC CO CMN	D	08/30/11	12/07/12
e	GENERAL ELECTRIC CO CMN	D	11/21/11	12/07/12
f	GENERAL MILLS INC CMN	D	08/30/11	12/27/12
g	GILEAD SCIENCES CMN	D	11/21/11	12/07/12
h	GOOGLE, INC. CMN CLASS A	D	04/20/11	12/07/12
i	GOOGLE, INC. CMN CLASS A	D	05/06/11	12/07/12
j	GOOGLE, INC. CMN CLASS A	D	12/22/08	12/07/12
k	GOOGLE, INC. CMN CLASS A	D	06/20/11	12/07/12
l	GOOGLE, INC. CMN CLASS A	D	07/25/11	12/27/12
m	GS EMERGING MARKETS EQUITY FUND INSTITUTIONAL S	D	12/12/11	12/27/12
n	GS HIGH YIELD MUNICIPAL FUND INSTITUTIONAL SHARE	D	04/14/11	12/10/12
o	GS HIGH YIELD MUNICIPAL FUND INSTITUTIONAL SHARE	D	09/16/10	12/27/12

(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 14,987.		11,777.	3,210.
b 14,774.		11,636.	3,138.
c 81,983.		58,176.	23,807.
d 9,394.		7,050.	2,344.
e 166,933.		119,651.	47,282.
f 5,663.		5,266.	397.
g 14,668.		7,144.	7,524.
h 40,824.		30,954.	9,870.
i 10,379.		8,059.	2,320.
j 16,606.		7,208.	9,398.
k 13,839.		9,705.	4,134.
l 35,179.		30,861.	4,318.
m 1,863.		1,630.	233.
n 297,886.		250,000.	47,886.
o 904,658.		841,341.	63,317.

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			3,210.
b			3,138.
c			23,807.
d			2,344.
e			47,282.
f			397.
g			7,524.
h			9,870.
i			2,320.
j			9,398.
k			4,134.
l			4,318.
m			233.
n			47,886.
o			63,317.

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	GS HIGH YIELD MUNICIPAL FUND INSTITUTIONAL SHARE	D	06/03/11	12/27/12
b	GS HIGH YIELD MUNICIPAL FUND INSTITUTIONAL SHARE	D	05/10/11	12/27/12
c	GS HIGH YIELD MUNICIPAL FUND INSTITUTIONAL SHARE	D	05/03/10	12/27/12
d	H & R BLOCK INC. CMN	D	09/02/11	12/07/12
e	H.J.HEINZ CO. CMN	D	11/21/11	12/27/12
f	HALLIBURTON COMPANY CMN	D	10/03/11	12/27/12
g	HARLEY-DAVIDSON INC CMN	D	08/30/11	12/07/12
h	HCP, INC. CMN	D	05/16/11	12/07/12
i	HONEYWELL INTL INC CMN	D	08/30/11	12/07/12
j	HONEYWELL INTL INC CMN	D	07/27/11	12/27/12
k	HOST HOTELS & RESORTS INC CMN	D	10/03/11	12/07/12
l	HSBC HOLDINGS PLC SPONSORED ADR CMN	D	11/21/11	12/07/12
m	HUDSON CITY BANCORP INC CMN	D	11/21/11	12/07/12
n	IMPERIAL TOBACCO GROUP PLC SPON ADR	D	09/24/10	12/07/12
o	IMPERIAL TOBACCO GROUP PLC SPON ADR	D	09/26/11	12/07/12

(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 678,417.		600,000.	78,417.
b 862,500.		750,000.	112,500.
c 707,955.		644,892.	63,063.
d 19,893.		14,429.	5,464.
e 2,306.		2,021.	285.
f 6,196.		5,285.	911.
g 927.		752.	175.
h 3,610.		2,904.	706.
i 4,915.		3,773.	1,142.
j 3,795.		3,232.	563.
k 4,192.		2,932.	1,260.
l 4,579.		3,269.	1,310.
m 955.		641.	314.
n 2,796.		2,156.	640.
o 1,198.		990.	208.

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			78,417.
b			112,500.
c			63,063.
d			5,464.
e			285.
f			911.
g			175.
h			706.
i			1,142.
j			563.
k			1,260.
l			1,310.
m			314.
n			640.
o			208.

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 IMPERIAL TOBACCO GROUP PLC SPON ADR	D	08/19/11	12/07/12
b IMPERIAL TOBACCO GROUP PLC SPON ADR	D	09/14/11	12/07/12
c ING GROEP N.V. SPONS ADR SPONSORED ADR CMN	D	09/13/11	12/07/12
d ING GROEP N.V. SPONS ADR SPONSORED ADR CMN	D	09/29/11	12/07/12
e ING GROEP N.V. SPONS ADR SPONSORED ADR CMN	D	10/12/11	12/27/12
f INTERCONTINENTALEXCHANGE INC CMN	D	10/28/08	12/07/12
g INTL BUSINESS MACHINES CORP CMN	D	01/22/09	12/07/12
h INTL BUSINESS MACHINES CORP CMN	D	05/27/09	12/07/12
i INTL BUSINESS MACHINES CORP CMN	D	08/30/11	12/27/12
j INTUIT INC CMN	D	08/10/07	12/07/12
k INTUIT INC CMN	D	08/19/11	12/07/12
l INTUIT INC CMN	D	03/16/07	12/07/12
m INTUIT INC CMN	D	07/25/11	12/07/12
n INTUIT INC CMN	D	08/21/09	12/07/12
o INTUIT INC CMN	D	04/20/11	12/27/12

(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 399.		337.	62.
b 1,438.		1,154.	284.
c 1,852.		1,316.	536.
d 266.		227.	39.
e 1,071.		986.	85.
f 9,868.		4,373.	5,495.
g 4,199.		1,959.	2,240.
h 33,211.		18,226.	14,985.
i 23,029.		20,697.	2,332.
j 15,074.		7,164.	7,910.
k 20,652.		15,448.	5,204.
l 5,697.		2,753.	2,944.
m 13,946.		11,434.	2,512.
n 2,492.		1,201.	1,291.
o 37,470.		34,770.	2,700.

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			62.
b			284.
c			536.
d			39.
e			85.
f			5,495.
g			2,240.
h			14,985.
i			2,332.
j			7,910.
k			5,204.
l			2,944.
m			2,512.
n			1,291.
o			2,700.

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	INTUIT INC CMN	D	11/21/11	12/27/12
b	J.M. SMUCKER CO. CMN	D	11/21/11	12/07/12
c	JEFFERIES GROUP INC (NEW) CMN	D	11/21/11	12/07/12
d	JOHNSON & JOHNSON CMN	D	09/22/11	12/27/12
e	JPMORGAN CHASE & CO CMN	D	11/21/11	12/07/12
f	JPMORGAN CHASE & CO CMN	D	08/30/11	12/27/12
g	JPMORGAN CHASE & CO CMN	D	12/22/11	12/27/12
h	KB FINANCIAL GROUP INC. SPONSORED ADR	D	11/21/11	12/27/12
i	KBR, INC. CMN	D	10/03/11	12/07/12
j	KEPPEL CORP LTD (ADR) SPONSORED ADR CMN	D	11/21/11	12/07/12
k	KEPPEL CORP LTD (ADR) SPONSORED ADR CMN	D	12/02/11	12/07/12
l	KIMCO REALTY CORPORATION CMN	D	11/21/11	12/07/12
m	KLA-TENCOR CORPORATION CMN	D	10/03/11	12/07/12
n	KLA-TENCOR CORPORATION CMN	D	11/21/11	12/27/12
o	KOPPERS HOLDINGS INC. CMN	D	03/29/10	12/07/12

(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 3,609.		3,080.	529.
b 1,756.		1,460.	296.
c 4,651.		2,620.	2,031.
d 65,099.		57,752.	7,347.
e 91,510.		64,552.	26,958.
f 13,808.		11,872.	1,936.
g 37,670.		29,275.	8,395.
h 6,181.		5,673.	508.
i 574.		457.	117.
j 8,170.		6,444.	1,726.
k 1,603.		1,365.	238.
l 1,570.		1,218.	352.
m 938.		765.	173.
n 943.		880.	63.
o 18,851.		15,309.	3,542.

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			529.
b			296.
c			2,031.
d			7,347.
e			26,958.
f			1,936.
g			8,395.
h			508.
i			117.
j			1,726.
k			238.
l			352.
m			173.
n			63.
o			3,542.

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	KOPPERS HOLDINGS INC. CMN	D	09/24/10	12/07/12
b	KOPPERS HOLDINGS INC. CMN	D	02/01/10	12/07/12
c	KOPPERS HOLDINGS INC. CMN	D	08/21/09	12/07/12
d	KOPPERS HOLDINGS INC. CMN	D	12/31/09	12/27/12
e	KRAFT FOODS GROUP, INC. CMN	D	05/16/11	12/07/12
f	KRAFT FOODS GROUP, INC. CMN	D	09/22/11	12/07/12
g	KRAFT FOODS GROUP, INC. CMN	D	11/21/11	12/07/12
h	KROGER COMPANY CMN	D	11/21/11	12/07/12
i	L-3 COMMUNICATIONS HLDGS INC CMN	D	11/21/11	12/07/12
j	LIFE TECHNOLOGIES CORPORATION CMN	D	11/21/11	12/07/12
k	LIMITED BRANDS, INC. CMN	D	06/20/11	12/07/12
l	LOCKHEED MARTIN CORPORATION CMN	D	10/03/11	12/07/12
m	LOCKHEED MARTIN CORPORATION CMN	D	11/21/11	12/07/12
n	LORILLARD, INC. CMN	D	09/22/11	12/27/12
o	LOWES COMPANIES INC CMN	D	10/03/11	12/07/12

(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	6,643.	4,852.	1,791.
b	7,361.	5,866.	1,495.
c	7,899.	6,215.	1,684.
d	4,325.	3,535.	790.
e	1,203.	970.	233.
f	25,393.	20,311.	5,082.
g	6,861.	5,552.	1,309.
h	1,604.	1,323.	281.
i	1,527.	1,257.	270.
j	3,986.	2,936.	1,050.
k	2,042.	1,446.	596.
l	5,482.	4,311.	1,171.
m	1,827.	1,486.	341.
n	61,853.	57,706.	4,147.
o	11,238.	6,123.	5,115.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,791.
b			1,495.
c			1,684.
d			790.
e			233.
f			5,082.
g			1,309.
h			281.
i			270.
j			1,050.
k			596.
l			1,171.
m			341.
n			4,147.
o			5,115.

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	LOWES COMPANIES INC CMN	D	11/21/11	12/07/12
b	M&T BANK CORPORATION CMN	D	11/21/11	12/07/12
c	MARATHON OIL CORPORATION CMN	D	10/03/11	12/07/12
d	MARATHON PETROLEUM CORPORATION CMN	D	08/30/11	12/07/12
e	MARSH & MCLENNAN CO INC CMN	D	11/21/11	12/07/12
f	MASCO CORPORATION CMN	D	11/21/11	12/07/12
g	MASTERCARD INCORPORATED CMN CLASS A	D	12/20/10	12/07/12
h	MASTERCARD INCORPORATED CMN CLASS A	D	04/20/11	12/07/12
i	MASTERCARD INCORPORATED CMN CLASS A	D	12/21/10	12/07/12
j	MASTERCARD INCORPORATED CMN CLASS A	D	05/16/11	12/07/12
k	MASTERCARD INCORPORATED CMN CLASS A	D	05/17/10	12/07/12
l	MASTERCARD INCORPORATED CMN CLASS A	D	11/21/11	12/07/12
m	MCGRAW-HILL COMPANIES INC CMN	D	11/21/11	12/07/12
n	MCGRAW-HILL COMPANIES INC CMN	D	05/16/11	12/07/12
o	MCKESSON CORPORATION CMN	D	11/21/11	12/07/12

(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 1,405.		920.	485.
b 1,942.		1,413.	529.
c 5,533.		3,726.	1,807.
d 1,188.		711.	477.
e 4,189.		3,458.	731.
f 1,278.		711.	567.
g 54,421.		25,414.	29,007.
h 29,598.		16,791.	12,807.
i 3,819.		1,761.	2,058.
j 9,548.		5,568.	3,980.
k 29,120.		12,799.	16,321.
l 9,548.		7,136.	2,412.
m 2,228.		1,712.	516.
n 2,228.		1,692.	536.
o 7,577.		6,333.	1,244.

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			485.
b			529.
c			1,807.
d			477.
e			731.
f			567.
g			29,007.
h			12,807.
i			2,058.
j			3,980.
k			16,321.
l			2,412.
m			516.
n			536.
o			1,244.

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

MARKS FAMILY FOUNDATION

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	MEDTRONIC INC CMN	D	10/03/11	12/07/12
b	MEDTRONIC INC CMN	D	11/21/11	12/07/12
c	MERCK & CO., INC. CMN	D	10/03/11	12/07/12
d	MERCK & CO., INC. CMN	D	09/22/11	12/07/12
e	MERCK & CO., INC. CMN	D	05/16/11	12/07/12
f	MERCK & CO., INC. CMN	D	06/20/11	12/07/12
g	MERCK & CO., INC. CMN	D	11/21/11	12/07/12
h	METLIFE, INC. CMN	D	11/21/11	12/27/12
i	MICRON TECHNOLOGY, INC. CMN	D	10/03/11	12/07/12
j	MICROSOFT CORPORATION CMN	D	05/16/11	12/27/12
k	MIDDLEBY CORP CMN	D	06/01/11	12/07/12
l	MIDDLEBY CORP CMN	D	03/31/11	12/07/12
m	MIDDLEBY CORP CMN	D	04/20/11	12/07/12
n	MIDDLEBY CORP CMN	D	02/01/10	12/07/12
o	MOLSON COORS BREWING CO CMN CLASS B	D	11/21/11	12/27/12

(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 11,011.		8,415.	2,596.
b 6,776.		5,345.	1,431.
c 27,422.		19,809.	7,613.
d 82,267.		58,069.	24,198.
e 1,769.		1,493.	276.
f 4,423.		3,567.	856.
g 7,961.		6,156.	1,805.
h 9,072.		8,345.	727.
i 898.		637.	261.
j 43,308.		39,767.	3,541.
k 3,197.		2,104.	1,093.
l 9,591.		6,958.	2,633.
m 11,510.		7,950.	3,560.
n 43,481.		15,427.	28,054.
o 858.		783.	75.

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			2,596.
b			1,431.
c			7,613.
d			24,198.
e			276.
f			856.
g			1,805.
h			727.
i			261.
j			3,541.
k			1,093.
l			2,633.
m			3,560.
n			28,054.
o			75.

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	

MARKS FAMILY FOUNDATION

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	MONDELEZ INTERNATIONAL, INC. CMN	D	09/22/11	12/27/12
b	MONDELEZ INTERNATIONAL, INC. CMN	D	05/16/11	12/27/12
c	MONDELEZ INTERNATIONAL, INC. CMN	D	11/21/11	12/27/12
d	MONSANTO COMPANY CMN	D	05/16/11	12/07/12
e	MORGAN STANLEY CMN	D	12/22/11	12/27/12
f	MORGAN STANLEY CMN	D	11/01/11	12/27/12
g	MOTOROLA SOLUTIONS INC CMN	D	10/03/11	12/07/12
h	MOTOROLA SOLUTIONS INC CMN	D	08/30/11	12/07/12
i	MYLAN INC CMN	D	11/21/11	12/07/12
j	MYLAN INC CMN	D	10/03/11	12/07/12
k	NATIONAL GRID PLC SPONSORED ADR CMN	D	08/10/11	12/07/12
l	NATIONAL GRID PLC SPONSORED ADR CMN	D	09/24/10	12/07/12
m	NEWS CORPORATION CMN CLASS A	D	05/12/11	12/07/12
n	NEWS CORPORATION CMN CLASS A	D	05/11/11	12/07/12
o	NEWS CORPORATION CMN CLASS A	D	08/30/11	12/07/12

(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 43,040.		37,572.	5,468.
b 2,014.		1,794.	220.
c 11,578.		10,270.	1,308.
d 9,078.		6,338.	2,740.
e 22,181.		18,802.	3,379.
f 5,816.		5,060.	756.
g 1,092.		824.	268.
h 1,092.		832.	260.
i 3,240.		2,126.	1,114.
j 3,240.		1,979.	1,261.
k 3,840.		3,172.	668.
l 2,654.		2,027.	627.
m 6,278.		4,422.	1,856.
n 98,724.		70,843.	27,881.
o 4,924.		3,421.	1,503.

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			5,468.
b			220.
c			1,308.
d			2,740.
e			3,379.
f			756.
g			268.
h			260.
i			1,114.
j			1,261.
k			668.
l			627.
m			1,856.
n			27,881.
o			1,503.

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

MARKS FAMILY FOUNDATION

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	NEWS CORPORATION CMN CLASS A	D	06/10/11	12/07/12
b	NEWS CORPORATION CMN CLASS A	D	07/13/11	12/07/12
c	NEWS CORPORATION CMN CLASS A	D	06/20/11	12/07/12
d	NEXTERA ENERGY, INC. CMN	D	11/21/11	12/07/12
e	NIKE CLASS-B CMN CLASS B	D	04/20/11	12/07/12
f	NIKE CLASS-B CMN CLASS B	D	06/24/10	12/07/12
g	NORDSON CORP CMN	D	07/30/09	12/07/12
h	NORDSON CORP CMN	D	09/29/11	12/07/12
i	NORDSON CORP CMN	D	06/30/10	12/07/12
j	NORDSON CORP CMN	D	05/05/09	12/07/12
k	NORDSON CORP CMN	D	04/20/11	12/27/12
l	NORTHROP GRUMMAN CORP CMN	D	08/30/11	12/07/12
m	NOVO-NORDISK A/S ADR ADR CMN	D	04/20/11	12/07/12
n	NOVO-NORDISK A/S ADR ADR CMN	D	02/12/10	12/07/12
o	NOVO-NORDISK A/S ADR ADR CMN	D	10/21/11	12/07/12

(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 15,141.		10,081.	5,060.
b 8,617.		5,492.	3,125.
c 3,447.		2,265.	1,182.
d 8,297.		6,584.	1,713.
e 44,671.		36,338.	8,333.
f 7,872.		5,571.	2,301.
g 18,861.		6,870.	11,991.
h 11,631.		7,581.	4,050.
i 3,772.		1,707.	2,065.
j 8,802.		2,599.	6,203.
k 9,947.		8,772.	1,175.
l 1,345.		1,090.	255.
m 29,400.		23,968.	5,432.
n 29,400.		12,938.	16,462.
o 9,318.		5,807.	3,511.

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			5,060.
b			3,125.
c			1,182.
d			1,713.
e			8,333.
f			2,301.
g			11,991.
h			4,050.
i			2,065.
j			6,203.
k			1,175.
l			255.
m			5,432.
n			16,462.
o			3,511.

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

MARKS FAMILY FOUNDATION

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	OGE ENERGY CORP (HOLDING CO) CMN	D	12/29/10	12/07/12
b	OGE ENERGY CORP (HOLDING CO) CMN	D	12/30/10	12/07/12
c	OGE ENERGY CORP (HOLDING CO) CMN	D	05/05/09	12/07/12
d	OGE ENERGY CORP (HOLDING CO) CMN	D	06/10/09	12/07/12
e	OGE ENERGY CORP (HOLDING CO) CMN	D	03/31/11	12/27/12
f	OMNICOM GROUP CMN	D	10/03/11	12/07/12
g	OMNICOM GROUP CMN	D	11/21/11	12/07/12
h	ONEOK INC CMN	D	08/30/11	12/07/12
i	ORACLE CORPORATION CMN	D	12/17/08	12/07/12
j	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	09/24/10	12/07/12
k	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	09/17/10	12/07/12
l	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	12/06/11	12/27/12
m	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	12/08/11	12/27/12
n	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	11/04/10	12/27/12
o	ORIX CORPORATION SPONS ADR SPONSORED ADR CMN	D	12/07/11	12/27/12

(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 3,961.		3,209.	752.
b 11,884.		9,646.	2,238.
c 31,407.		14,061.	17,346.
d 4,810.		2,242.	2,568.
e 3,333.		3,024.	309.
f 2,984.		2,183.	801.
g 3,979.		3,273.	706.
h 3,462.		2,836.	626.
i 9,421.		4,994.	4,427.
j 2,542.		1,880.	662.
k 1,959.		1,447.	512.
l 851.		636.	215.
m 624.		471.	153.
n 1,191.		948.	243.
o 340.		259.	81.

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			752.
b			2,238.
c			17,346.
d			2,568.
e			309.
f			801.
g			706.
h			626.
i			4,427.
j			662.
k			512.
l			215.
m			153.
n			243.
o			81.

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

MARKS FAMILY FOUNDATION

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	OWENS-ILLINOIS INC CMN	D	11/21/11	12/27/12
b	PAYCHEX, INC. CMN	D	11/21/11	12/07/12
c	PENTAIR LTD CMN	D	11/21/11	12/07/12
d	PEPSICO INC CMN	D	05/05/09	12/07/12
e	PERRIGO COMPANY CMN	D	04/20/11	12/07/12
f	PERRIGO COMPANY CMN	D	09/28/10	12/07/12
g	PFIZER INC. CMN	D	09/22/11	12/07/12
h	PFIZER INC. CMN	D	08/30/11	12/07/12
i	PFIZER INC. CMN	D	05/11/11	12/07/12
j	PFIZER INC. CMN	D	10/07/11	12/07/12
k	PFIZER INC. CMN	D	12/14/11	12/27/12
l	PHILIP MORRIS INTL INC CMN	D	05/16/11	12/07/12
m	PHILLIPS 66 CMN	D	08/30/11	12/07/12
n	PHILLIPS 66 CMN	D	05/16/11	12/07/12
o	PNC FINANCIAL SERVICES GROUP CMN	D	08/30/11	12/27/12

(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 1,664.		1,489.	175.
b 1,318.		1,120.	198.
c 2,045.		1,471.	574.
d 5,317.		3,764.	1,553.
e 19,633.		16,877.	2,756.
f 22,189.		14,288.	7,901.
g 83,620.		58,113.	25,507.
h 34,462.		25,574.	8,888.
i 25,213.		20,656.	4,557.
j 48,246.		35,364.	12,882.
k 67,770.		57,030.	10,740.
l 40,907.		31,481.	9,426.
m 2,563.		1,544.	1,019.
n 3,589.		2,288.	1,301.
o 6,912.		5,903.	1,009.

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			175.
b			198.
c			574.
d			1,553.
e			2,756.
f			7,901.
g			25,507.
h			8,888.
i			4,557.
j			12,882.
k			10,740.
l			9,426.
m			1,019.
n			1,301.
o			1,009.

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

MARKS FAMILY FOUNDATION

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 PNC FINANCIAL SERVICES GROUP CMN		D	11/21/11	12/27/12
b POLARIS INDS INC CMN		D	12/31/09	12/07/12
c POLARIS INDS INC CMN		D	05/15/09	12/07/12
d PPG INDUSTRIES, INC. CMN		D	11/21/11	12/07/12
e PPL CORPORATION CMN		D	04/12/11	12/27/12
f PRAXAIR, INC CMN SERIES		D	04/26/10	12/07/12
g PRAXAIR, INC CMN SERIES		D	11/21/11	12/27/12
h PRECISION CASTPARTS CORP. CMN		D	06/20/11	12/07/12
i PRECISION CASTPARTS CORP. CMN		D	07/27/11	12/27/12
j PRICE T ROWE GROUP INC CMN		D	10/03/11	12/07/12
k PRICE T ROWE GROUP INC CMN		D	11/21/11	12/07/12
l PRICELINE.COM INC CMN		D	06/24/10	12/07/12
m PRICELINE.COM INC CMN		D	11/21/11	12/07/12
n PRICELINE.COM INC CMN		D	06/17/10	12/07/12
o PRICELINE.COM INC CMN		D	06/08/11	12/07/12

(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 3,456.		3,126.	330.
b 26,656.		7,250.	19,406.
c 31,906.		5,854.	26,052.
d 7,293.		4,963.	2,330.
e 18,639.		17,153.	1,486.
f 4,775.		3,996.	779.
g 6,531.		5,721.	810.
h 3,658.		3,096.	562.
i 3,724.		3,132.	592.
j 5,157.		3,715.	1,442.
k 3,868.		3,095.	773.
l 15,227.		4,251.	10,976.
m 13,241.		9,720.	3,521.
n 11,255.		3,311.	7,944.
o 64,220.		49,031.	15,189.

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			330.
b			19,406.
c			26,052.
d			2,330.
e			1,486.
f			779.
g			810.
h			562.
i			592.
j			1,442.
k			773.
l			10,976.
m			3,521.
n			7,944.
o			15,189.

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	

MARKS FAMILY FOUNDATION

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	PROCTER & GAMBLE COMPANY (THE) CMN	D	05/05/09	12/07/12
b	PROCTER & GAMBLE COMPANY (THE) CMN	D	12/22/08	12/27/12
c	PROCTER & GAMBLE COMPANY (THE) CMN	D	09/22/11	12/27/12
d	PROCTER & GAMBLE COMPANY (THE) CMN	D	07/27/11	12/27/12
e	PROCTER & GAMBLE COMPANY (THE) CMN	D	08/30/11	12/27/12
f	PROLOGIS INC CMN	D	08/30/11	12/07/12
g	PROLOGIS INC CMN	D	10/03/11	12/07/12
h	PRUDENTIAL CORP (ADR) ADR CMN	D	09/17/10	12/07/12
i	PRUDENTIAL CORP (ADR) ADR CMN	D	09/24/10	12/07/12
j	PRUDENTIAL CORP (ADR) ADR CMN	D	03/04/11	12/07/12
k	PRUDENTIAL CORP (ADR) ADR CMN	D	09/29/11	12/07/12
l	PRUDENTIAL FINANCIAL INC CMN	D	08/30/11	12/27/12
m	PRUDENTIAL FINANCIAL INC CMN	D	11/21/11	12/27/12
n	PUBLIC STORAGE CMN	D	06/20/11	12/07/12
o	PULTEGROUP INC. CMN	D	11/21/11	12/07/12

(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 12,596.		8,911.	3,685.
b 8,749.		7,735.	1,014.
c 63,751.		57,680.	6,071.
d 16,277.		15,029.	1,248.
e 13,564.		12,695.	869.
f 3,487.		2,651.	836.
g 1,395.		933.	462.
h 5,870.		3,864.	2,006.
i 5,405.		3,623.	1,782.
j 436.		345.	91.
k 610.		377.	233.
l 5,243.		4,948.	295.
m 2,097.		1,910.	187.
n 2,839.		2,249.	590.
o 1,635.		527.	1,108.

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			3,685.
b			1,014.
c			6,071.
d			1,248.
e			869.
f			836.
g			462.
h			2,006.
i			1,782.
j			91.
k			233.
l			295.
m			187.
n			590.
o			1,108.

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

MARKS FAMILY FOUNDATION

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	QUALCOMM INC CMN	D	10/12/06	12/07/12
b	QUALCOMM INC CMN	D	08/23/10	12/07/12
c	QUALCOMM INC CMN	D	01/28/10	12/07/12
d	QUALCOMM INC CMN	D	01/29/10	12/07/12
e	QUALCOMM INC CMN	D	02/12/10	12/07/12
f	QUALCOMM INC CMN	D	04/23/10	12/07/12
g	QUALCOMM INC CMN	D	04/20/11	12/27/12
h	QUALCOMM INC CMN	D	11/21/11	12/27/12
i	QUEST DIAGNOSTICS INCORPORATED CMN	D	11/21/11	12/27/12
j	RALPH LAUREN CORP CMN CLASS A	D	10/03/11	12/07/12
k	RAYMOND JAMES FINANCIAL INC CMN	D	11/21/11	12/07/12
l	RAYTHEON CO CMN	D	11/21/11	12/07/12
m	RAYTHEON CO CMN	D	10/03/11	12/07/12
n	RELIANCE STEEL & ALUMINUM CO CMN	D	11/21/11	12/07/12
o	ROCKWELL AUTOMATION INC CMN	D	08/30/11	12/07/12

(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 22,950.		13,777.	9,173.
b 191.		117.	74.
c 16,894.		10,769.	6,125.
d 34,170.		21,042.	13,128.
e 6,311.		3,811.	2,500.
f 14,790.		8,929.	5,861.
g 40,100.		35,923.	4,177.
h 14,671.		13,005.	1,666.
i 2,347.		2,171.	176.
j 3,069.		2,552.	517.
k 4,390.		3,342.	1,048.
l 2,279.		1,734.	545.
m 3,418.		2,389.	1,029.
n 2,267.		1,731.	536.
o 3,201.		2,474.	727.

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			9,173.
b			74.
c			6,125.
d			13,128.
e			2,500.
f			5,861.
g			4,177.
h			1,666.
i			176.
j			517.
k			1,048.
l			545.
m			1,029.
n			536.
o			727.

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	

MARKS FAMILY FOUNDATION

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	SAFRAN SA SPONSORED ADR CMN	D	09/30/11	12/07/12
b	SAFRAN SA SPONSORED ADR CMN	D	05/16/11	12/07/12
c	SAFRAN SA SPONSORED ADR CMN	D	05/06/11	12/07/12
d	SAFRAN SA SPONSORED ADR CMN	D	11/17/11	12/07/12
e	SAFRAN SA SPONSORED ADR CMN	D	04/13/11	12/07/12
f	SAFRAN SA SPONSORED ADR CMN	D	04/26/11	12/07/12
g	SAFRAN SA SPONSORED ADR CMN	D	11/17/11	12/27/12
h	SAFRAN SA SPONSORED ADR CMN	D	11/22/11	12/27/12
i	SAFRAN SA SPONSORED ADR CMN	D	03/01/12	12/27/12
j	SAFRAN SA SPONSORED ADR CMN	D	05/18/12	12/27/12
k	SANDERSON FARMS INC CMN	D	05/26/11	12/27/12
l	SANDERSON FARMS INC CMN	D	05/31/11	12/27/12
m	SAP AG (SPON ADR)	D	12/06/11	12/27/12
n	SCHLUMBERGER LTD CMN	D	12/22/08	12/07/12
o	SEI INVESTMENTS CO CMN	D	11/21/11	12/07/12

(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 290.		221.	69.
b 1,120.		1,053.	67.
c 1,286.		1,172.	114.
d 415.		290.	125.
e 788.		660.	128.
f 83.		71.	12.
g 469.		319.	150.
h 2,091.		1,388.	703.
i 2,475.		1,983.	492.
j 1,621.		1,294.	327.
k 10,879.		9,989.	890.
l 11,825.		10,979.	846.
m 80.		59.	21.
n 5,508.		3,093.	2,415.
o 1,320.		935.	385.

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			69.
b			67.
c			114.
d			125.
e			128.
f			12.
g			150.
h			703.
i			492.
j			327.
k			890.
l			846.
m			21.
n			2,415.
o			385.

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

MARKS FAMILY FOUNDATION

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	SEMPRA ENERGY CMN	D	11/21/11	12/07/12
b	SEMPRA ENERGY CMN	D	06/20/11	12/07/12
c	SIGMA-ALDRICH CORPORATION CMN	D	11/21/11	12/07/12
d	SIMON PROPERTY GROUP INC CMN	D	06/20/11	12/07/12
e	SIMON PROPERTY GROUP INC CMN	D	11/21/11	12/07/12
f	SMITHFIELD FOODS INC. CMN	D	01/11/10	12/07/12
g	SMITHFIELD FOODS INC. CMN	D	06/30/10	12/07/12
h	SMITHFIELD FOODS INC. CMN	D	08/21/09	12/07/12
i	SMITHFIELD FOODS INC. CMN	D	05/20/10	12/07/12
j	SMITHFIELD FOODS INC. CMN	D	05/25/11	12/27/12
k	SOUTHERN COPPER CORPORATION CMN	D	11/21/11	12/07/12
l	SOUTHWEST AIRLINES CO CMN	D	11/21/11	12/07/12
m	STANLEY BLACK & DECKER INC CMN	D	11/21/11	12/27/12
n	STARBUCKS CORP. CMN	D	06/20/11	12/07/12
o	STARBUCKS CORP. CMN	D	08/30/11	12/07/12

(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 2,848.		2,110.	738.
b 1,424.		1,068.	356.
c 1,457.		1,186.	271.
d 3,093.		2,297.	796.
e 12,372.		9,638.	2,734.
f 18,529.		13,403.	5,126.
g 10,231.		6,735.	3,496.
h 9,776.		5,236.	4,540.
i 3,183.		2,385.	798.
j 12,921.		12,302.	619.
k 3,831.		2,796.	1,035.
l 2,530.		2,002.	528.
m 4,366.		3,746.	620.
n 1,065.		717.	348.
o 2,131.		1,535.	596.

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			738.
b			356.
c			271.
d			796.
e			2,734.
f			5,126.
g			3,496.
h			4,540.
i			798.
j			619.
k			1,035.
l			528.
m			620.
n			348.
o			596.

- 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 }
- 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 }

2

3

MARKS FAMILY FOUNDATION

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	STARBUCKS CORP. CMN	D	10/03/11	12/07/12
b	STARBUCKS CORP. CMN	D	05/16/11	12/07/12
c	STATE STREET CORPORATION (NEW) CMN	D	08/30/11	12/07/12
d	STERICYCLE INC CMN	D	11/21/11	12/07/12
e	STRYKER CORP CMN	D	10/03/11	12/07/12
f	STRYKER CORP CMN	D	09/08/11	12/27/12
g	STRYKER CORP CMN	D	11/21/11	12/27/12
h	STRYKER CORP CMN	D	11/01/11	12/27/12
i	SUNTRUST BANKS INC \$1.00 PAR CMN	D	11/21/11	12/07/12
j	SWEDBANK A B ADR CMN	D	11/21/11	12/07/12
k	SYNGENTA AG SPONSORED ADR CMN	D	11/08/10	12/07/12
l	SYNGENTA AG SPONSORED ADR CMN	D	08/10/10	12/07/12
m	SYNGENTA AG SPONSORED ADR CMN	D	08/16/11	12/07/12
n	SYNGENTA AG SPONSORED ADR CMN	D	11/23/09	12/07/12
o	SYNGENTA AG SPONSORED ADR CMN	D	04/20/11	12/07/12

(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 1,065.		730.	335.
b 7,458.		4,923.	2,535.
c 3,593.		2,798.	795.
d 1,883.		1,557.	326.
e 5,447.		4,609.	838.
f 3,021.		2,720.	301.
g 2,197.		1,871.	326.
h 1,648.		1,400.	248.
i 44,371.		29,148.	15,223.
j 860.		568.	292.
k 2,397.		1,707.	690.
l 20,774.		11,942.	8,832.
m 14,302.		10,958.	3,344.
n 10,947.		7,128.	3,819.
o 23,571.		20,010.	3,561.

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			335.
b			2,535.
c			795.
d			326.
e			838.
f			301.
g			326.
h			248.
i			15,223.
j			292.
k			690.
l			8,832.
m			3,344.
n			3,819.
o			3,561.

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

MARKS FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	SYNGENTA AG SPONSORED ADR CMN	D	06/10/11	12/07/12
b	SYSCO CORPORATION CMN	D	10/03/11	12/07/12
c	SYSCO CORPORATION CMN	D	11/21/11	12/27/12
d	TE CONNECTIVITY LTD CMN	D	08/30/11	12/27/12
e	TE CONNECTIVITY LTD CMN	D	11/21/11	12/27/12
f	TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3	D	08/25/11	12/07/12
g	TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3	D	09/26/11	12/07/12
h	TENET HEALTHCARE CORP CMN	D	11/21/11	12/07/12
i	TERADATA CORPORATION CMN	D	12/22/08	12/07/12
j	TERADATA CORPORATION CMN	D	08/18/11	12/07/12
k	TEXAS INSTRUMENTS INC. CMN	D	08/30/11	12/27/12
l	TEXTRON INC.DEL. CMN	D	08/30/11	12/07/12
m	THE BANK OF NY MELLON CORP CMN	D	09/23/11	12/07/12
n	THE MOSAIC COMPANY CMN	D	10/03/11	12/27/12
o	THOR INDUSTRIES INC CMN	D	11/21/11	12/07/12

	(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	1,678.		1,407.	271.
b	637.		520.	117.
c	1,259.		1,090.	169.
d	2,195.		1,859.	336.
e	4,390.		3,848.	542.
f	179.		146.	33.
g	2,385.		1,779.	606.
h	871.		522.	349.
i	2,796.		683.	2,113.
j	47,240.		36,953.	10,287.
k	3,067.		2,610.	457.
l	952.		667.	285.
m	11,476.		9,032.	2,444.
n	2,235.		1,934.	301.
o	59,200.		40,664.	18,536.

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			271.
b			117.
c			169.
d			336.
e			542.
f			33.
g			606.
h			349.
i			2,113.
j			10,287.
k			457.
l			285.
m			2,444.
n			301.
o			18,536.

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	

MARKS FAMILY FOUNDATION

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	TJX COMPANIES INC (NEW) CMN	D	08/30/11	12/07/12
b	TRINITY INDUSTRIES INC (DEL) CMN	D	06/30/10	12/07/12
c	TRINITY INDUSTRIES INC (DEL) CMN	D	12/30/10	12/07/12
d	TRINITY INDUSTRIES INC (DEL) CMN	D	12/29/10	12/07/12
e	TRINITY INDUSTRIES INC (DEL) CMN	D	09/28/11	12/07/12
f	TRINITY INDUSTRIES INC (DEL) CMN	D	08/08/11	12/07/12
g	TRINITY INDUSTRIES INC (DEL) CMN	D	06/01/11	12/27/12
h	TRINITY INDUSTRIES INC (DEL) CMN	D	07/27/11	12/27/12
i	TRW AUTOMOTIVE HOLDINGS CORP. CMN	D	11/21/11	12/07/12
j	U.S. BANCORP CMN	D	06/20/11	12/07/12
k	U.S. BANCORP CMN	D	05/11/11	12/07/12
l	U.S. BANCORP CMN	D	10/03/11	12/07/12
m	U.S. BANCORP CMN	D	11/21/11	12/07/12
n	U.S. BANCORP CMN	D	05/16/11	12/07/12
o	UNITED TECHNOLOGIES CORP CMN	D	02/25/10	12/07/12

(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 5,214.		3,301.	1,913.
b 20,172.		10,658.	9,514.
c 8,741.		6,902.	1,839.
d 4,034.		3,150.	884.
e 9,245.		6,179.	3,066.
f 6,556.		4,449.	2,107.
g 177.		164.	13.
h 9,180.		8,138.	1,042.
i 1,037.		637.	400.
j 3,804.		2,939.	865.
k 25,043.		20,161.	4,882.
l 11,412.		8,308.	3,104.
m 4,438.		3,458.	980.
n 26,216.		20,713.	5,503.
o 6,116.		5,131.	985.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,913.
b			9,514.
c			1,839.
d			884.
e			3,066.
f			2,107.
g			13.
h			1,042.
i			400.
j			865.
k			4,882.
l			3,104.
m			980.
n			5,503.
o			985.

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

MARKS FAMILY FOUNDATION

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 UNITEDHEALTH GROUP INCORPORATE CMN		D	08/30/11	12/27/12
b UNITEDHEALTH GROUP INCORPORATE CMN		D	12/22/11	12/27/12
c URS CORPORATION CMN		D	11/21/11	12/27/12
d VENTAS, INC. CMN		D	11/21/11	12/07/12
e VERISIGN INC CMN		D	10/07/11	12/07/12
f VERISIGN INC CMN		D	08/08/11	12/07/12
g VERISIGN INC CMN		D	11/09/11	12/27/12
h VERISIGN INC CMN		D	07/26/11	12/27/12
i VERIZON COMMUNICATIONS INC. CMN		D	05/16/11	12/07/12
j VERIZON COMMUNICATIONS INC. CMN		D	06/20/11	12/07/12
k VERIZON COMMUNICATIONS INC. CMN		D	08/30/11	12/07/12
l VIACOM INC CMN CLASS B		D	08/12/10	12/07/12
m VIACOM INC CMN CLASS B		D	08/12/10	12/07/12
n VIACOM INC CMN CLASS B		D	05/28/09	12/07/12
o VIACOM INC CMN CLASS B		D	05/28/09	12/07/12

(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 2,166.		1,879.	287.
b 33,789.		31,687.	2,102.
c 77,447.		68,369.	9,078.
d 1,300.		1,024.	276.
e 22,835.		18,890.	3,945.
f 10,697.		8,415.	2,282.
g 15,778.		13,616.	2,162.
h 5,448.		4,858.	590.
i 19,364.		16,264.	3,100.
j 4,401.		3,564.	837.
k 4,401.		3,635.	766.
l 7,256.		4,438.	2,818.
m 7,679.		4,728.	2,951.
n 3,019.		1,259.	1,760.
o 7,203.		2,993.	4,210.

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			287.
b			2,102.
c			9,078.
d			276.
e			3,945.
f			2,282.
g			2,162.
h			590.
i			3,100.
j			837.
k			766.
l			2,818.
m			2,951.
n			1,760.
o			4,210.

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	

MARKS FAMILY FOUNDATION

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	VIACOM INC CMN CLASS B	D	05/27/09	12/07/12
b	VISA INC. CMN CLASS A	D	09/08/10	12/07/12
c	VISA INC. CMN CLASS A	D	09/10/10	12/07/12
d	VISA INC. CMN CLASS A	D	06/01/10	12/07/12
e	VISA INC. CMN CLASS A	D	04/20/11	12/07/12
f	WAL MART STORES INC CMN	D	05/11/11	12/07/12
g	WAL MART STORES INC CMN	D	08/30/11	12/07/12
h	WALGREEN CO. CMN	D	11/21/11	12/27/12
i	WALGREEN CO. CMN	D	10/03/11	12/27/12
j	WELLS FARGO & CO (NEW) CMN	D	06/20/11	12/07/12
k	WELLS FARGO & CO (NEW) CMN	D	10/03/11	12/07/12
l	WELLS FARGO & CO (NEW) CMN	D	11/21/11	12/07/12
m	WELLS FARGO & CO (NEW) CMN	D	05/16/11	12/27/12
n	WHIRLPOOL CORP. CMN	D	10/03/11	12/07/12
o	XILINX INCORPORATED CMN	D	11/21/11	12/27/12

(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 6,938.		2,955.	3,983.
b 24,045.		11,130.	12,915.
c 19,147.		8,771.	10,376.
d 13,952.		6,833.	7,119.
e 72,728.		37,853.	34,875.
f 15,153.		11,561.	3,592.
g 10,102.		7,402.	2,700.
h 728.		629.	99.
i 5,093.		4,590.	503.
j 2,645.		2,151.	494.
k 12,563.		9,003.	3,560.
l 3,967.		2,908.	1,059.
m 12,197.		10,016.	2,181.
n 1,962.		982.	980.
o 712.		623.	89.

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			3,983.
b			12,915.
c			10,376.
d			7,119.
e			34,875.
f			3,592.
g			2,700.
h			99.
i			503.
j			494.
k			3,560.
l			1,059.
m			2,181.
n			980.
o			89.

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

MARKS FAMILY FOUNDATION

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	XL GROUP PLC CMN	D	10/03/11	12/07/12
b	YUM BRANDS, INC. CMN	D	05/16/11	12/07/12
c	YUM BRANDS, INC. CMN	D	08/30/11	12/07/12
d				
e				
f				
g				
h				
i				
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 1,487.		1,097.	390.
b 3,991.		3,246.	745.
c 1,330.		1,077.	253.
d			
e			
f			
g			
h			
i			
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			390.
b			745.
c			253.
d			
e			
f			
g			
h			
i			
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

2,182,881.

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
GOLDMAN SACHS	3,060.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,060.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS	2,382.	0.	2,382.
TOTAL TO FM 990-PF, PART I, LN 4	2,382.	0.	2,382.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
DIFFERENCE IN TAX BASIS AND FMV OF STOCK CONTRIBUTED	2,224,895.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,224,895.

FORM 990-PF OTHER ASSETS STATEMENT 4

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME SECURITIES	0.	546,843.	564,586.
EQUITY SECURITIES	0.	0.	635.
TO FORM 990-PF, PART II, LINE 15	0.	546,843.	565,221.
