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

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

2012

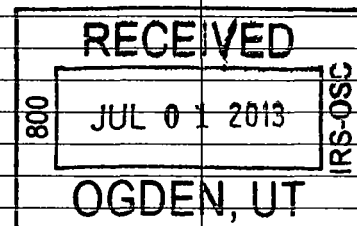
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE RYNA AND MELVIN COHEN FAMILY FOUNDATION, INC.		A Employer identification number 52-1800019
Number and street (or P.O. box number if mail is not delivered to street address) 10501 RHODE ISLAND AVENUE	Room/suite	B Telephone number 301-937-5300
City or town, state, and ZIP code BELTSVILLE, MD 20705		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 24,728,596. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,002,500.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		12.	12.		STATEMENT 1
4 Dividends and interest from securities		704,502.	704,502.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		929,912.			
b Gross sales price for all assets on line 6a 8,153,632.					
7 Capital gain net income (from Part IV, line 2)			929,912.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		36,524.	36,524.		STATEMENT 3
12 Total. Add lines 1 through 11		2,673,450.	1,670,950.		
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 STMT 4		4,061.	0.		4,061.
c Other professional fees STMT 5		223,010.	223,010.		0.
17 Interest					
18 Taxes STMT 6		623.	623.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		2,508.	0.		2,508.
24 Total operating and administrative expenses. Add lines 13 through 23		230,202.	223,633.		6,569.
25 Contributions, gifts, grants paid		2,210,950.			2,210,950.
26 Total expenses and disbursements. Add lines 24 and 25		2,441,152.	223,633.		2,217,519.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		232,298.			
b Net investment income (if negative, enter -0-)			1,447,317.		
c Adjusted net income (if negative, enter -0-)				N/A	



**THE RYNA AND MELVIN COHEN FAMILY
FOUNDATION, INC.**

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			390,393.	298,963.	298,963.
	2 Savings and temporary cash investments			943,919.	665,517.	665,517.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 8			19,025,559.	19,557,997.	23,764,116.
	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 ▶)					
	16 Total assets (to be completed by all filers)			20,359,871.	20,522,477.	24,728,596.
	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 ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			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			20,359,871.	20,522,477.		
30 Total net assets or fund balances			20,359,871.	20,522,477.		
31 Total liabilities and net assets/fund balances			20,359,871.	20,522,477.		

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	20,359,871.
2 Enter amount from Part I, line 27a	2	232,298.
3 Other increases not included in line 2 (itemize) ▶ TIMING ADJUSTMENTS	3	64,525.
4 Add lines 1, 2, and 3	4	20,656,694.
5 Decreases not included in line 2 (itemize) ▶ INCOME FROM PASS-THROUGH ENTITIES	5	134,217.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,522,477.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 8,153,632.		7,223,720.	929,912.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			929,912.

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	929,912.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,734,270.	23,346,710.	.074283
2010	1,899,025.	22,382,597.	.084844
2009	2,016,675.	20,657,430.	.097625
2008	1,988,991.	23,591,766.	.084309
2007	2,842,855.	25,482,244.	.111562

2 Total of line 1, column (d)	2	.452623
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	.090525
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	23,884,280.
5 Multiply line 4 by line 3	5	2,162,124.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,473.
7 Add lines 5 and 6	7	2,176,597.
8 Enter qualifying distributions from Part XII, line 4	8	2,217,519.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b.		1	14,473.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	14,473.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	14,473.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	21,684.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	41,684.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	27,211.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 27,211. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>301-937-5300</u> Located at ► <u>10501 RHODE ISLAND AVENUE, BELTSVILLE, MD</u> ZIP+4 ► <u>20705</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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
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 ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		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
ATLANTIC TRUST COMPANY - 100 FEDERAL STREET, 37TH FLOOR, BOSTON, MA 02110	INVESTMENT ADVISORS	96,188.
CODEX CAPITAL (BECKER) - 1735 MARKET STREET, 26TH FLOOR, PHILADELPHIA, PA 19103	INVESTMENT ADVISORS	68,042.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A

Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

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

Amount

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,037,202.
b	Average of monthly cash balances	1b	210,798.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	24,248,000.
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	24,248,000.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	363,720.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,884,280.
6	Minimum investment return. Enter 5% of line 5	6	1,194,214.

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	1,194,214.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	14,473.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,473.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,179,741.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,179,741.
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	1,179,741.

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	2,217,519.
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	2,217,519.
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	14,473.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,203,046.

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				1,179,741.
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	1,614,627.			
b From 2008	819,936.			
c From 2009	992,416.			
d From 2010	800,940.			
e From 2011	573,750.			
f Total of lines 3a through e	4,801,669.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	2,217,519.			
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				1,179,741.
e Remaining amount distributed out of corpus	1,037,778.			
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	5,839,447.			
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	1,614,627.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,224,820.			
10 Analysis of line 9:				
a Excess from 2008	819,936.			
b Excess from 2009	992,416.			
c Excess from 2010	800,940.			
d Excess from 2011	573,750.			
e Excess from 2012	1,037,778.			

Form 990-PF (2012)

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N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

**THE RYNA AND MELVIN COHEN FAMILY
FOUNDATION, INC.**

Form 990-PF (2012)

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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 <i>Paid during the year</i>				
SEE ATTACHED SCHEDULE OF CONTRIBUTIONS 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	N/A	N/A	CHARITABLE	2,210,950.
Total			▶ 3a	2,210,950.
b <i>Approved for future payment</i>				
SEE ATTACHED SCHEDULE OF PLEDGES 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	N/A	N/A	CHARITABLE	326,000.
Total			▶ 3b	326,000.

Enter gross amounts unless otherwise indicated.

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

13	THE FOUNDATION MAKES CONTRIBUTIONS TO PUBLIC CHARITIES CREATED FOR
13	CHARITABLE, EDUCATIONAL AND CULTURAL PURPOSES. THE FOUNDATION'S
13	INCOME FROM INVESTMENTS SERVES THIS PURPOSE.

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

- | | | | |
|--|-------|-----|----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

b. If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

DIRECTOR

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

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ self-employed

PTIN

LEO BRUETTE

Firm's name ► BDO USA, LLP

Firm's address ► 7101 WISCONSIN AVE., SUITE 800
BETHESDA, MD 20814-4827

Firm's EIN ► 13-5381590

Phone no. (301) 654-4900

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

THE RYNA AND MELVIN COHEN FAMILY
FOUNDATION, INC.

Employer identification number

52-1800019

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

THE RYNA AND MELVIN COHEN FAMILY
FOUNDATION, INC.

Employer identification number

52-1800019

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	DIANE ZACK 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	\$ 334,166.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	MARK COHEN 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	\$ 334,167.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	NEIL COHEN 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	\$ 334,167.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	RYNA COHEN 10501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	\$ 2,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

2012	Amount	Donors	Personal E Address
9114HNC Courage Unmasked	4259	100 R	4550 N. Park Avenue #506, Chevy Chase, MD 20815
9114HNC Courage Unmasked	4269	500 R	4550 N. Park Avenue #506, Chevy Chase, MD 20815
AiDA	4308	1,000 R	C/O Dale and Doug Anderson, 100 Worth Avenue, Ste. 7163, Palm Beach, FL 33480
The Arnold P. Gold Foundation, Inc.	4282	500 R	619 Palisade Ave, 1st Floor, Englewood Cliffs, NJ 07632
Adas Israel Congregation	4355	5,000 R	2850 Quebec Street, NW, Washington, DC 20008
AFMDA	4353	500 R	3300 PGA Blvd., # 510, Palm Beach Gardens, FL 33410
Alef Bet Montessori	4351	500 N&M	11418 Old Georgetown Road, N. Bethesda, MD 20852
American Friends of Hebrew University (AFHU)	4229	3,000 R	5335 Wisconsin Ave., NW # 440Washington, DC 20015
American Friends of Neve-Shalom	4195	1,000 R, N&M	12925 Riverside Dr., Ste. 230, Sherman Oaks, CA 91423
American Friends of NSWAS	4313	1,000 N&M	4990 Sentinel Drive, Bethesda, MD 29816
Aspen Institute	4354	500 N&M	One DuPont Circle #700, Washington, DC 20036
Alzheimer's Drug Discovery Foundation	4234	500 R	57 West 57th St., Suite 904, New York, NY 10019
Alzheimer's Drug Discovery Foundation	4299	100 R	57 West 57th St., Suite 904, New York, NY 10019
AJDC- Fundacion Tzedaka	4244	1,000 R, N&M	Av. Santa Fe 1821 3o (C1123AAA) Buenos Aires, Argentina
American University	4360	1,000 R	4400 Massachusetts Ave, NW, Washington, DC 20016
American Israel Education Fund	4325	75,000 D&H	AIPAC PO Box 207. San Francisco, California 94104
Anti-Defamation League	4273	1,000	1101 Connecticut Ave, NW, # 1020, Washington, DC 20036
Asolo Theatre Company	4257	5,000 R	5555 North Tamiami Trail, Sarasota, FL 34243
Autism Speaks	4224	2,500 N&M	85 School Street, Suite 100, Watertown, MA 02472
BGCGW (Boys and Girls Clubs of Greater Washington)	4297	1,000 R	4104 Benning Road, NE, Washington DC 20019
Cal Ripken, Sr. Foundation	4245	1,500 N&M	1427 Clarkview Road, Suite 100, Baltimore, MD 21209
Cancer Research, Friends of	4251	10,000 R, N&M	2231 Crystal Drive #200, Arlington, VA 22202
Celebration of BBYO	4301	1,000 N&M	6125 Montrose Road, Rockville, MD 20852
Center for Investigative Reporting	4328	25,000 D&H	251 H Street NW Washington, DC 20001
Center for Investigative Research	4365	25,000 D&H	126 Post Street, San Francisco, CA 94108
CESJDS (Charles E. Smith Jewish Day School)	4263	5,000 R	1901 East Jefferson St., Rockville, MD 20852
CharityWorks Fund/CFNCR	4242	10,000 N&M	1616 Anderson Road, Room 219, McLean, VA 22102
Chess Challenge for DC	4252	1,000 R	5185 MacArthur Blvd. # 620, Washington, DC 20817
Children's National Medical Ctr	4235	11,500 N&M	111 Michigan Avenue, NW, Washington, DC 20010-2970
Chris4Life Colon Cancer Foundation (Blue Hope Bash)	4285	500 N&M	6056 Burnside Landing Drive, Burke, VA 22015
CityDance	4231	1,000 N&M	1111 16th Street, NW, Suite 300, Washington, DC 20036
College Tracks	4348	1,250 N&M	P.O. Box 31209, Bethesda, MD 20824
Common Sense Media	4205	2,000 N&M	C/o Matren Iansmith, 650 Townsend, Suite 375, San Francisco, CA 94103
Common Sense Media	4319	2,000 N&M	c/o Erica Harrington, 650 Townsend, Suite 375, San Francisco, CA 94103
Community Foundation of Montgomery County	4283	1,000 N&M	8720 Georgia Avenue, Suite 202, Silver Spring, MD 20910
Congregation B'nai Tzedek	4247	10,000 N&M	10621 South Glen Road, Potomac, MD 20854
Congregation Kol Shofar Capital Campaign	4336	200,000 D&H	P.O. Box 970, Mill Valley, CA 94943
Congregation Kol Shofar	4326	50,000 D&H	P.O. Box 970, Mill Valley, CA 94944
Cystic Fibrosis Foundation	4291	2,500 N&M	6392 Arlington Road, Suite 312, Bethesda, MD 20814
DC CAP Wilbon Tournament	4249	7,500 N&M	660 c/o 5418 Third Street, NW, Suite #3, Washington, DC 20011
DCJCC	4349	10,000 R, N&M	1529 Sixteenth Street, NW, Washington, DC 20036
Defiant Requiem Foundation, The	4284	1,000 N&M	P.O. Box 6242, Washington, DC 20017
Easter Seals	4218	2,500 N&M	C/O Craig Ruppert, 7950 Hawkins Creamery Road, Laytonsville, MD 20882

Epilepsy Foundation	4274	1,000 N&M	8301 Professional Place, Landover, MD 20785
Every1 Can Work	4279	2,000 N&M	Ellen Graham, 909 Georgetown Ridge Court, McLean, VA., 22102.
Facing History and Ourselves	4346	500 R	16 Hurd Road, Brookline, MA 02445
Fight For Children	4306	10,500 N&M	2,750 1727 M Street, N.W. # 202, Washington, DC 20036
First Descents	4246	1,000 N&M	767 Santa Fe Drive, Denver, CO 80204
Food for The Poor	4192	1,000 N&M	c/o Craig Ruppert, 7950 Hawkins Creamery Road, Laytonsville, MD 20882
Food for The Poor	4300	1,000 N&M	c/o Craig Ruppert, 7950 Hawkins Creamery Road, Laytonsville, MD 20883
Friendship Circle	4230	1,000 N&M	1161 Seven Locks Road, Potomac, MD 20854
Hadassah	4332	30,000 R	1220 East West Highway # 120, Silver Spring, MD 20910
Hebrew Home of Greater Washington	4333	50,000 R, N&M	6121 Montrose Road, Rockville, MD 20852
Hillel at GW	4194	5,000 R, N&M	2300 H Street, NW, Washington, DC 20037-5027
Hillel of GW	4311	5,000 R, N&M	6101 Montrose Road, Suite 201, Rockville, MD 20852
Hirshhorn Museum and Sculpture Garden	4293	1,250 N&M	MRC 358 P.O. Box 37012 Washington, DC 20013
Honest Reporting	4208	500 N&M	520 8th Aven Suite 2004, New York, NY 10018
Honest Reporting	4322	500 N&M	520 8th Aven Suite 2004, New York, NY 10018
Inova Health Foundation	4219	1,000 N&M	c/oSalamander Farm 3074 Zulla Road, The Plains, VA
IONA	4210	1,000 R	4125 Albemarle Street, NW, Washington, DC 20016-2105
IONA	4267	1,000 R	4125 Albemarle Street, NW, Washington, DC 20016-2105
IONA	4323	1,000 R	4126 Albemarle Street, NW, Washington, DC 20016-2105
Israel Cancer Research Fund	4345	500 R	1290 Avenue of the Americas, Suite 550, New York, NY 10104
Israel Children's Tennis Centers	4240	500 N&M	3275 West Hillsboro Blvd, suite 102, Deerfield Beach, FL 33442
Israel Project, The (TIP)	4264	5,000 R, N&M	2020 K Street NW, Suite 7600, Washington, DC 20006
James Renwick Alliance	4221	2,500 R	4406 East-West Hwy #510, Bethesda, MD 20814
James Smithson Soc. Of the	4357	2,500 N&M	P.O. Box 37012, MRC 410, Washington, DC 20014
Jewish Coalition Against Domestic Abuse	4342	2,000 R, N&M	P.O. Box 2266, Rockville, MD 20848
JCC Associe	4207	5,000 N&M	520 Eighth Avenue, New York, NY 10018
JCC of Greater Washington	4334	200,000 R, N&M	6125 Montrose Road, Rockville, MD 20852
JCRC of Greater Washington	4213	14,000 N&M	6101 Montrose Road #205, Rockville, MD 20852
Jewish Council for the Aging (JCA)	4344	2,000 R	12320 Parklawn Dr. # 200, Rockville, MD 20852
Jewish Federation of Greater Washington (JFGW)	4307	302,000 R, N&M	6102 Montrose Road, Rockville, MD 20852
Jewish Federation of Greater Washington (JFGH)	4250	60,000 R, N&M	6101 Montrose Road, Rockville, MD 20852
Jewish Federation of Greater Washington (JFGH)	4296	2,500 R, N&M	6102 Montrose Road, Rockville, MD 20852
Jewish Federation for Group Homes	4265	15,000 R, N&M	1500 East Jefferson Street, Rockville, MD 20852
Jewish Historical Society of Greater Washington	4248	5,325 R	125 701 Fourth Street, NW #200 Washington, D.C. 20001
Jewish Social Services Agency (JSSA)	4209	10,000 R, N&M	200 Wood Hill Road, Rockville, MD 20850
Jewish Social Services Agency (JSSA)	4358	10,000 R, N&M	201 Wood Hill Road, Rockville, MD 20850
Jewish Theological Seminary of America	4329	30,000 D&H	3080 Broadway, New York, NY 10027
Jewish Women's International (JWI)	4277	1,000 R,N&M	2000 M Street, NW, Suite 720, Washington, DC 20036
Jewish Youth Philanthropy Institute (JYPI)	4350	1,000 N&M	12230 Wilkins Avenue, Rockville, MD 20852
Jodi's Kids	4220	750 N&M	23772 SE 36th LN, Issaquah, WA 98029
Juvenile Diabetes Research Foundation (JDRF)	4294	5,000 N&M	1401 K Street, NW #1212, Washington, DC 20005
Kennedy Center Honors	4215	22,000 R, N&M	P.O. Box 101510, Arlington, VA 22210
Kennedy Center for the Performing Arts - NSO, WSO, Kenne	4271	75,000 R, N&M	P.O. Box 101510, Arlington, VA 22212
Knock-Out-Abuse-Against Women	4289	1,000 N&M	1051 17th Street, NW, Suite 1200, Washington, DC 20036
Leukemia & Lymphoma Society, The	4233	500 N&M	c/o Andy Ockerstein, Comcast SportsNet, 7700 Wisconsin Avenue, Suite 200, Bethesda, MD
Martha's Vineyard Hebrew Center	4238	50 R	130 Center Street, Vineyard Haven, MA 02568

Martha's V	1,000			One Hospital Road, P.O. Box 1477, Oak Bluffs, MA 02557
Martha's Vineyard Hospital	4258	1,000 R		One Hospital Road, P.O. Box 1477, Oak Bluffs, MA 02557
Maryland Citizens For The Arts Fdn.	4196	3,300 R		3600 Clipper Mill Rd., Ste. 205, Baltimore, MD 21211
Maryland C	4309	3,000 R		3600 Clipper Mill Rd., Ste. 205, Baltimore, MD 21211
N Street Village	4266	500 R		1333 N Street, NW, Washington, DC 20005
NAMI (National Alliance on Mental Illness)	4363	500 N&M		3803 N. Fairfax Dr., #100, Arlington, VA 22203
NARAL	4204	600 N&M		1156 15th Street, NW,
NARAL	4356	1,500 N&M		1156 15th Street, NW, Suite 700, Washington, DC 20005
National Museum of Women in the Arts		500 N&M		1250 New York Avenue, NW, Washington, DC 20005
National Museum of Women in the Arts		275 R		1251 New York Avenue, NW, Washington, DC 20005
Needlest Kids	4304	10,000 N&M		8284 Greensboro Drive, McLean, VA 22102
New England Conservatory	4268	500 R		290 Huntington Avenue, Boston, MA 02115
Operation Understanding DC	4203	1,000 R, N&M		3000 Connecticut Ave, NW Suite 335, Washington, DC 20008
Operation Understanding DC	4352	500 R, N&M		3000 Connecticut Ave, NW Suite 335, Washington, DC 20008
Parent Encouragement Program, Inc	4199	1,000 N&M		10100 Connecticut Avenue, Kensington, MD 20895
Parent Encouragement Program, Inc	4343	1,000 N&M		10100 Connecticut Avenue, Kensington, MD 20895
Partnership for Jewish Center	4335	20,000 R, N&M		3622 Lyckan Pkwy, Suite 6002, Durham, NC 27707
Phillips Collection	4337	25,000 R, N&M		1600 21st Street NW, Washington, DC 20009
Potomac Riverkeeper		500 N&M		1100 15th Street, NW, Suite 1201, Washington, DC 20005
Potomac Riverkeeper	4312	500 N&M		1100 15th Street, NW, Suite 1201, Washington, DC 20005
Project Interchange	4197	5,000 R		1156 15th Street, NW Suite 1201, Washington, DC 20005
Project Interchange	4317	3,600 R, N&M		1156 15th Street, NW Suite 1201, Washington, DC 20005
Rails-to-Rails Conservancy	4320	500 N&M		2121 Willard Ct, NW, P.O. Box 96014, Washington, DC 20077
Roundup River Ranch	4200	500 N&M		P.O. Box 8589, Avon, CO 81620
Roundup River Ranch	4302	500 N&M		P.O. Box 8589, Avon, CO 81621
San Francisco Jewish Community Center	4324	75,000 D&H		3200 California St San Francisco, CA 94118
Save a Child's Heart Foundation	4198	10,000 R, N&M		1140 Rockville Pike, Suite 800, Rockville, MD 20852
Save a Child's Heart Foundation	4346	12,000 R, N&M		1140 Rockville Pike, Suite 800, Rockville, MD 20852
See Forever Foundation	4232	1,000 N&M		1436 U Street, NW,, Ste. 203, Washington, DC 20009
SEEC (Seeking Empowerment for Peiople with Disabilities)	4227	1,000 N&M		8905 Fairview Road, Suite 200, Silver Spring, MD 20910
Seed School/Foundation, The	4340	40,000 N&M		1776 Massachusetts Ave, Suite 600, Washington, DC 20036
Shakespeare Theatre Company	4261	2,000 R, N&M		350 516 Eighth Street, SE, Washington, DC 20003
Sister-to-Sister	4193	2,500 R		4701 Williard Avenue, Suite 223, Chevy Chase, MD 20815
Sister-to-Sister	4310	2,500 R		4701 Williard Avenue, Suite 223, Chevy Chase, MD 20815
Sixth & I Synagogue	4206	15,000 R, N&M		600 I Street, NW, Washington, DC 20001
Sixth & I Synagogue	4280	1,000 N&M		600 I Street, NW, Washington, DC 20001
The Somerset Foundation	4241	1,000 N&M		329 Sycamore Road, Santa Monica, CA 90402
Stanford University	4327	35,000 D&H		P.O. Box 20466, Stanford, CA 94310
Suburban Hospital Foundation	4214	5,000 N&M		8600 Old Georgetown Road, Bethesda, MD 20814
Suburban Hospital Foundation	4318	6,000 R, N&M		8600 Old Georgetown Road, Bethesda, MD 20814
Sunflower Bakery	4316	1,000 R, N&M		8507 Ziggy Lane, Bethesda, MD 20854
Super Leaders/Brig Owens	4275	1,000 N&M		2127 G Street, NEW, #303, Washington, DC 20052
Teach for America	4236	1,000 N&M		1411 K Street, NW, 12th Floor, Washington, DC 20005
Theatre J	4260	5,000 N&M,R		1529 Sixteenth St, NW, Washington, DC 20036
Thearc	4281	1,000 N&M		2429 Tracy Place, NW, Washington, DC 20008
Torah School of Greater Washington	4296	100 R		2010 Linden Lane, Silver Spring, MD 20910

Trust for the National Mall	4298	2,500	N&M	1300 Pennsylvania Avenue, Suite 370, Washington, DC 20004, Attn: Kate Gordon
US Botanical Gardens	4202	500	N&M	100 Maryland Ave., SW, Washington, DC 20001
United States Holocaust Museum	4217	264,000	R, N&M	P.O. Box 97349, Washington, DC 20091
United States Holocaust Museum	4232	1,725	R, N&M	P.O. Box 97349, Washington, DC 20091
United States Holocaust Museum	4339	136,000	R, N&M	P.O. Box 97349, Washington, DC 20092
United States Holocaust Museum	4362	750	R, N&M	P.O. Box 97349, Washington, DC 20092
University of	4224	5,450	N&M	3131 Samuel Riggs IV Alumni Ctr, College Park, MD 20743
University of North Carolina	4331	5,000	R, N&M	208 West Franklin Street, Campus Box 6100, Chapel Hill, NC 27599
Vail Valley Foundation	4321	500	N&M	P.O. Box 309, Vail, CO 81659
VGC Foundation (Vineyard Conservation Society)	4315	500	R	P.O. Box 1815, Vineyard Haven, MA 02569
Wake Forest University	4330	50,000	M&T	c/o Brad McIlwain, P.O. Box 7227, Winston, Salem, NC 27109
Washington Institute, The	4303	10,000	N&M	1829 L Street, NW, Suite 1050, Washington, DC 20036
Washington Nationals	4364	12,500	N&M	1500 South Capitol St., SE, Washington, DC 20003
Washington	4228	2,850	R	2775 South Quincy Street, Arlington, VA 22206
Washington Performing Arts Society (WPAS)	4237	10,000	R	2001 L Street, NW, Suite 510, Washington, DC 20036
Washington Performing Arts Society (WPAS)	4272	20,000		2001 L Street, NW, Suite 510, Washington, DC 20036
WETA Major Giving	4262	1,000	R	2775 South Quincy Street, Arlington, VA 22206
Women for	4212	2,500	N&M	4456 Connecticut Ave., NW, Suite 200, Washington, DC 20008
Women for Women International	4286	975	N&M	4457 Connecticut Ave., NW, Suite 200, Washington, DC 20008
Women for Women International	4314	2,500	N&M	Global Support Center, P.O. Box 9224, Central Islip, NY 11722-9224
YACHAD	4288	1,000	N&M	1777 Mass Ave, NW #810, Washington, DC 20036
Yeshiva of Greater Washington, The	4239	10,000	R	2010 Linden Lane, Silver Spring, MD 20910

\$2,210,950.00

\$3,885.00

Status of Multi-Year Pledges as of 12/31/2012

COHEN FAMILY FOUNDATION

	DONEE	DATE OF ORIGINAL PLEDGE	TOTAL PLEDGE	PAID TO DATE AMOUNT PAID	BALANCE DUE
	HEBREW HOME	June-10	\$ 250,000 00	\$ 150,000	\$ 100,000
	JCCGW	Jul-08	\$ 1,000,000 00	\$ 814,000	\$ 186,000
	THE SEED FOUNDATION	Jun-09	\$ 200,000 00	\$ 160,000	\$ 40,000
	TOTALS		\$ 1,450,000 00	\$ 1,124,000	\$ 326,000

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	GOLDMAN SACHS - ST	P	01/15/12	12/31/12
b	GOLDMAN SACHS - LT	P	01/01/10	12/31/12
c	ATLANTIC TRUST COMPANY - ST	P	01/15/12	12/31/12
d	ATLANTIC TRUST COMPANY - LT	P	01/01/10	12/31/12
e	AT MLP FUND, LLC - ST	P	01/15/12	12/31/12
f	AT MLP FUND, LLC - LT	P	01/01/10	12/31/12
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 4,075,695.		4,118,047.	-42,352.
b 3,088,340.		2,268,864.	819,476.
c 45,264.		46,486.	-1,222.
d 823,541.		790,323.	33,218.
e 90,780.			90,780.
f 30,012.			30,012.
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			-42,352.
b			819,476.
c			-1,222.
d			33,218.
e			90,780.
f			30,012.
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	929,912.
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



Statement Detail

COHEN RYNA&MELVIN FNDTN 211
Realized Gains and Losses

Period Ended December 31, 2012

YEAR TO DATE GAINS AND LOSSES

This information is for general guidance and should not be used for tax purposes. You should use only your official form 1099's or other tax records for tax reporting. This information is not, and should not be construed as tax, accounting or legal advice. Please consult with your tax advisor regarding the tax consequences of your investment decisions. The cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account were provided by you or a third party and Goldman Sachs makes no representation as to the accuracy of such information.

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
ROUSE PROPERTIES, INC. CMN	Jan 13 2012	Jan 13 2012	0.19	2.08	0.00	0.00	2.08	2.08	ST
NEWFIELD EXPLORATION CO. CMN	Oct 27 2011	Feb 01 2012	6,000.00	223,283.90	238,368.60	0.00	(15,084.70)	(15,084.70)	ST
BERKSHIRE HATHAWAY INC CL-A (DEL) CLASS A	Nov 20 2008	Feb 03 2012	1.00	119,242.66	77,500.05	0.00	41,742.61	41,742.61	LT
DRESSER-RAND GROUP INC. CMN	Jul 28 2011	Feb 03 2012	2,000.00	97,273.73	108,959.80	0.00	(11,686.07)	(11,686.07)	ST
ROUSE PROPERTIES, INC. CMN	Jan 13 2012	Feb 03 2012	750.00	9,543.09	8,636.25	0.00	1,006.84	1,006.84	ST
NAVISTAR INTL CORP (NEW) CMN	Feb 03 2012	Feb 15 2012	2,000.00	85,852.65	95,252.60	0.00	(9,399.95)	(9,399.95)	ST
ROWAN COMPANIES INC. CMN	Feb 09 2009	Feb 17 2012	3,000.00	110,652.10	44,859.90	0.00	65,792.20	65,792.20	LT
TRINITY INDUSTRIES INC (DEL) CMN	Apr 02 2009	Feb 17 2012	3,000.00	104,818.11	32,363.10	0.00	72,455.01	72,455.01	LT
BERKSHIRE HATHAWAY INC CL-A (DEL) CLASS A	Nov 20 2008	Feb 24 2012	1.00	119,607.79	77,500.05	0.00	42,107.74	42,107.74	LT
DOW CHEMICAL CO. CMN	Feb 06 2009	Feb 24 2012	2,000.00	67,741.37	22,050.20	0.00	45,691.17	45,691.17	LT
FORD MOTOR COMPANY CMN	Jun 22 2011	Feb 24 2012	3,000.00	36,929.33	40,512.00	0.00	(3,582.67)	(3,582.67)	ST
GENERAL ELECTRIC CO. CMN	Oct 02 2008	Feb 24 2012	1,000.00	19,269.65	22,250.00	0.00	(2,980.35)	(2,980.35)	LT
	Oct 02 2008	Feb 24 2012	4,000.00	77,078.61	90,600.00	0.00	(13,521.39)	(13,521.39)	LT
GENERAL MOTORS COMPANY CMN	Dec 14 2010	Feb 24 2012	2,000.00	53,623.03	67,675.80	0.00	(14,052.77)	(14,052.77)	LT
MONSANTO COMPANY CMN	Jul 30 2009	Feb 24 2012	2,000.00	156,456.18	171,413.20	0.00	(14,957.02)	(14,957.02)	LT
HEWLETT-PACKARD CO. CMN	Feb 16 2012	Feb 28 2012	4,000.00	104,678.11	119,577.20	0.00	(14,899.09)	(14,899.09)	ST
DOW CHEMICAL CO. CMN	Apr 17 2009	Feb 29 2012	5,000.00	168,564.46	61,470.00	0.00	107,094.46	107,094.46	LT
DRESSER-RAND GROUP INC. CMN	Aug 18 2011	Mar 01 2012	2,000.00	104,020.52	76,243.80	0.00	27,776.72	27,776.72	ST
OCCIDENTAL PETROLEUM CORP. CMN	Jul 28 2011	Mar 02 2012	1,000.00	103,789.63	100,971.50	0.00	2,818.13	2,818.13	ST
GENERAL ELECTRIC CO. CMN	Oct 02 2008	Mar 13 2012	5,000.00	95,898.26	111,250.00	0.00	(15,351.74)	(15,351.74)	LT
ROWAN COMPANIES INC. CMN	Feb 09 2009	Mar 13 2012	1,000.00	35,537.15	14,953.30	0.00	20,583.85	20,583.85	LT
TRINITY INDUSTRIES INC (DEL) CMN	Apr 02 2009	Mar 13 2012	2,000.00	67,804.37	21,575.40	0.00	46,228.97	46,228.97	LT
MUELLER WATER PRODUCTS, INC. CMN SERIES A	Jun 22 2011	Mar 15 2012	10,000.00	32,808.00	36,192.00	0.00	(3,384.00)	(3,384.00)	ST
	Jun 22 2011	Mar 15 2012	10,000.00	32,674.35	36,192.00	0.00	(3,517.65)	(3,517.65)	ST
	Jun 22 2011	Mar 15 2012	10,000.00	32,669.40	36,192.00	0.00	(3,522.60)	(3,522.60)	ST
FORD MOTOR COMPANY CMN	Jun 22 2011	Mar 26 2012	5,000.00	61,854.88	67,520.00	0.00	(5,665.12)	(5,665.12)	ST
	Oct 27 2011	Mar 26 2012	5,000.00	61,854.88	59,975.00	0.00	1,879.88	1,879.88	ST
ROWAN COMPANIES INC. CMN	Feb 09 2009	Mar 26 2012	1,000.00	32,895.40	14,953.30	0.00	17,942.10	17,942.10	LT
THE GOODYEAR TIRE & RUBBER CO. CMN	Feb 04 2011	Mar 28 2012	10,000.00	116,339.38	128,895.00	0.00	(12,555.62)	(12,555.62)	LT
GENERAL GROWTH PROPERTIES INC. CMN	Feb 04 2011	Mar 29 2012	5,000.00	81,832.16	75,228.00	0.00	6,604.16	6,604.16	LT

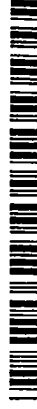


Statement Detail

COHEN RYNA&MELVIN FNDTN 211
Realized Gains and Losses (Continued)

Period Ended December 31, 2012

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
PACCAR INC CMN	Feb 03 2012	Apr 11 2012	2,000 00	84,083 91	88,354 80	0 00	(4,270 89)	(4,270 89)	ST
COOPER INDUSTRIES PLC CMN	Feb 03 2012	Apr 18 2012	2,000 00	124,324 81	123,122 60	0 00	1,202 21	1,202 21	ST
ORACLE CORPORATION CMN	Feb 16 2012	Apr 18 2012	4,000 00	117,079 77	115,040 00	0 00	2,039 77	2,039 77	ST
BP P L C SPONSORED ADR CMN	Dec 02 2011	Apr 20 2012	2,000 00	84,022 51	87,263 80	0 00	(3,241 29)	(3,241 29)	ST
CIT GROUP INC CMN CLASS	Dec 13 2010	Apr 24 2012	2,000 00	75,677 90	87,515 40	0 00	(11,837 50)	(11,837 50)	LT
AMAZON COM INC CMN	Mar 26 2012	May 02 2012	1,000 00	227,802 79	198,960 00	0 00	28,842 79	28,842 79	ST
ROWAN COMPANIES INC CMN	Apr 15 2009	May 04 2012	5,000 00	96,865 50	0 00	0 00	96,865 50	96,865 50	LT
DEERE & COMPANY CMN	Nov 04 2010	May 07 2012	1,000 00	80,655 19	79,153 20	0 00	1,501 99	1,501 99	LT
CATERPILLAR INC (DELAWARE) CMN	Nov 04 2010	May 10 2012	1,000 00	95,467 96	82,679 10	0 00	12,788 86	12,788 86	LT
CIT GROUP INC CMN CLASS	Dec 13 2010	May 10 2012	3,000 00	110,118 52	131,273 10	0 00	(21,154 58)	(21,154 58)	LT
PRECISION CASTPARTS CORP CMN	Feb 24 2012	May 10 2012	1,000 00	169,624 69	170,337 00	0 00	(712 31)	(712 31)	ST
E I DU PONT DE NEMOURS AND CO CMN	Jan 24 2011	May 22 2012	4,000 00	195,017 62	195,800 00	0 00	(782 38)	(782 38)	LT
ENSCO PLC CMN CLASS A	Feb 09 2009	May 22 2012	2,000 00	95,931 44	58,210 60	0 00	37,720 84	37,720 84	LT
MICROSOFT CORPORATION CMN	Jul 28 2011	May 22 2012	5,000 00	148,718 66	140,075 00	0 00	8,643 66	8,643 66	ST
BP P L C SPONSORED ADR CMN	Dec 02 2011	May 30 2012	3,000 00	111,684 79	130,895 70	0 00	(19,210 91)	(19,210 91)	ST
KINDER MORGAN INC CMN CLASS P	Jun 06 2012	Jun 07 2012	8,000 00	254,927 88	257,059 20	0 00	(2,131 32)	(2,131 32)	ST
XYLEM INC CMN	Jul 28 2011	Jun 29 2012	4,000 00	101,194 92	127,294 83	0 00	(26,099 91)	(26,099 91)	ST
ECOLAB INC CMN	Jul 28 2011	Aug 08 2012	1,000 00	64,330 75	50,276 00	0 00	14,054 75	14,054 75	LT
STANDARD PACIFIC CORP NEW CMN	Apr 14 2010	Aug 08 2012	10,000 00	59,974 64	60,504 00	0 00	(529 36)	(529 36)	LT
PRAXAIR, INC CMN SERIES	Feb 16 2012	Aug 09 2012	1,500 00	161,513 53	163,077 45	0 00	(1,563 92)	(1,563 92)	ST
EMC CORPORATION MASS CMN	Oct 17 2008	Aug 14 2012	5,000 00	130,297 07	50,552 50	0 00	79,744 57	79,744 57	LT
INTEL CORPORATION CMN	Aug 14 2012	Aug 15 2012	4,000 00	104,917 64	106,688 00	0 00	(1,770 36)	(1,770 36)	ST
COCA-COLA COMPANY (THE) CMN	Apr 26 2010	Aug 16 2012	4,000 00	157,675 66	108,464 80	0 00	49,210 86	49,210 86	LT
GENERAL GROWTH PROPERTIES INC CMN	Feb 04 2011	Aug 16 2012	15,000 00	277,945 25	225,684 00	0 00	52,261 25	52,261 25	LT
IDEX CORPORATION COMMON STOCK	Mar 01 2012	Aug 16 2012	3,000 00	120,000 61	126,404 10	0 00	(6,403 49)	(6,403 49)	ST
	Mar 29 2012	Aug 16 2012	2,000 00	80,000 40	83,763 60	0 00	(3,763 20)	(3,763 20)	ST
INTEL CORPORATION CMN	Aug 14 2012	Aug 22 2012	4,000 00	102,757 69	106,688 00	0 00	(3,930 31)	(3,930 31)	ST
ECOLAB INC CMN	Jul 28 2011	Sep 13 2012	1,000 00	64,975 84	50,276 00	0 00	14,699 84	14,699 84	LT
ROCKWELL AUTOMATION INC CMN	Aug 09 2012	Sep 13 2012	1,000 00	70,046 22	71,376 50	0 00	(1,330 28)	(1,330 28)	ST





Statement Detail

COHEN RYNA&MELVIN FNDTN 211
Realized Gains and Losses (Continued)

Period Ended December 31, 2012

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
ROCKWELL AUTOMATION INC CMN								1,330.28	
DISALLOWED LOSSES									
ROCKWELL AUTOMATION INC CMN	Aug 09 2012	Sep 18 2012	1,000.00	70,458.72	71,376.50	0.00	(917.78)	(917.78)	ST
	Aug 09 2012	Sep 18 2012	1,000.00	70,458.72	74,129.58	0.00	(3,670.86)	(3,670.86)	ST
	Aug 16 2012	Sep 18 2012	1,000.00	70,458.72	72,799.30	0.00	(2,340.58)	(2,340.58)	ST
TEXAS INSTRUMENTS INC CMN	Aug 15 2012	Sep 18 2012	4,000.00	115,025.41	118,641.20	0.00	(3,615.79)	(3,615.79)	ST
	Aug 22 2012	Sep 18 2012	4,000.00	115,025.41	117,279.60	0.00	(2,254.19)	(2,254.19)	ST
TRINITY INDUSTRIES INC (DEL) CMN	Apr 02 2009	Oct 16 2012	5,000.00	156,045.99	53,938.50	0.00	102,107.49	102,107.49	LT
EATON CORPORATION CMN	Aug 09 2012	Dec 03 2012	3,000.00	155,716.80	135,995.40	0.00	19,721.40	19,721.40	ST
	Aug 14 2012	Dec 03 2012	2,000.00	103,811.20	91,076.00	0.00	12,735.20	12,735.20	ST
CISCO SYSTEMS, INC CMN	Sep 13 2012	Dec 04 2012	5,000.00	95,202.86	97,052.50	0.00	(1,849.64)	(1,849.64)	ST
CVS CAREMARK CORPORATION CMN	Feb 23 2012	Dec 05 2012	5,000.00	229,501.35	220,033.50	0.00	9,467.85	9,467.85	ST
SHORT TERM GAINS				Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	
				1,386,265.58	1,270,129.05	0.00	116,136.53	116,136.53	
SHORT TERM LOSSES				2,689,428.98	2,849,247.86	0.00	(159,818.88)	(159,818.88)	
SHORT TERM DISALLOWED LOSSES								1,330.28	
NET SHORT TERM GAINS (LOSSES)				4,075,694.56	4,119,376.91	0.00	(43,682.35)	(42,352.07)	
LONG TERM GAINS				2,128,886.22	1,201,688.00	0.00	927,198.22	927,198.22	
LONG TERM LOSSES				959,453.79	1,067,176.50	0.00	(107,722.71)	(107,722.71)	
NET LONG TERM GAINS (LOSSES)				3,088,340.01	2,268,864.50	0.00	819,475.51	819,475.51	

COHEN, RYNA/MELVIN FAM FOUND REV
Schedule D Detail of Short-term Capital Gains and Losses[illegible]

COHEN, RYNA/MELVIN FAM FOUND REV
Schedule D Detail of Long-term Capital Gains and Losses

04-6821412

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
200000. ABBOTT LABS NTS 5.60% DTD 11/09/2007 DUE 11/30/2017	05/21/2009	11/14/2012	246,180.00	214,750.00	31,430.00
.5 AMETEK INC NEW COM	10/15/2010	07/31/2012	15.76	10.91	4.85
128. C H ROBINSON WORLDWIDE INC COM NEW	10/15/2010	05/02/2012	7,920.28	9,319.07	-1,398.79
.223 CATAMARAN CORP COM	10/15/2010	07/24/2012	20.94	13.57	7.37
238. CATALYST HEALTH SOLUTIONS INC COM	10/15/2010	07/02/2012	16,233.29	9,569.29	6,664.00
220. DARDEN RESTAURANTS INC COM	10/15/2010	12/07/2012	10,242.87	9,886.80	356.07
200000. DEERE JOHN CAP CORP NT 7.00% DTD 03/22/2002 DUE 0	12/22/2009	03/15/2012	200,000.00	223,700.00	-23,700.00
150000. DISNEY WALT CO 4.70% DTD	08/12/2008	12/01/2012	150,000.00	153,093.00	-3,093.00
172. EATON CORP COM	10/26/2010	10/16/2012	7,851.36	7,532.97	318.39
79. EATON CORP COM	VAR	10/16/2012	3,606.15	3,688.90	-82.75
295.88 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	01/31/2012	295.88	301.33	-5.45
222.13 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	03/15/2012	222.13	226.23	-4.10
170.97 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	04/15/2012	170.97	174.12	-3.15
225.45 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	05/15/2012	225.45	229.61	-4.16
260.01 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	06/15/2012	260.01	264.80	-4.79
187.32 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	07/15/2012	187.32	190.77	-3.45
259.22 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	08/15/2012	259.22	264.00	-4.78
173.96 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	09/15/2012	173.96	177.17	-3.21
241.89 FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975	02/21/2002	10/15/2012	241.89	246.35	-4.46
Totals					

USA
2F0970 1.000

TEP177212_1_14 14 of 18

COHEN, RYNA/MELVIN FAM FOUND REV
Schedule D Detail of Long-term Capital Gains and Losses

04-6821412

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
281.25 FEDERAL HOME LN MTG CORP	02/21/2002	11/15/2012	281.25	286.43	-5.18
PARTN GOLD GROUP #E00975					
199.14 FEDERAL HOME LN MTG CORP	02/21/2002	12/15/2012	199.14	202.81	-3.67
PARTN GOLD GROUP #E00975					
233.48 FEDERAL HOME LN MTG CORP	02/21/2002	12/31/2012	233.48	237.78	-4.30
PARTN GOLD GROUP #E00975					
37.58 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	01/31/2012	37.58	36.97	0.61
37.83 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	03/15/2012	37.83	37.22	0.61
38.09 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	04/16/2012	38.09	37.47	0.62
38.34 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	05/15/2012	38.34	37.72	0.62
38.59 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	06/15/2012	38.59	37.96	0.63
38.85 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	07/16/2012	38.85	38.22	0.63
39.11 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	08/15/2012	39.11	38.47	0.64
39.38 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	09/17/2012	39.38	38.74	0.64
39.64 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	10/15/2012	39.64	39.00	0.64
39.9 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	11/15/2012	39.90	39.25	0.65
40.17 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	12/17/2012	40.17	39.52	0.65
40.43 GNMA GTD PASSTHRU CTF					
POOL #340894 7.500% DTD 02	01/28/2000	12/31/2012	40.43	39.77	0.66
15. GRAINGER W W INC COM	10/15/2010	01/12/2012	2,911.13	1,822.80	1,088.33
459. JUNIPER NETWORKS INC COM	10/15/2010	09/21/2012	8,442.19	14,478.47	-6,036.28
149. LABORATORY CORP AMER HLDGS					
COM NEW	10/15/2010	10/16/2012	13,869.42	11,790.37	2,079.05
389. LINCARE HLDGS INC COM	10/15/2010	07/31/2012	16,088.83	10,875.31	5,213.52
Totals					

JSA
2F0970 1 000



SO4152 976M 03/01/2013 RMF-410084008

STATEMENT 8

JSA
2F0970 1 000

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

SOURCE	AMOUNT
OTHER INTEREST	12.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	12.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AT MLP FUND, LLC	35,432.	0.	35,432.
ATLANTIC TRUST	301,140.	0.	301,140.
ATLANTIC TRUST - CG DIVIDENDS	147,245.	0.	147,245.
ATLANTIC TRUST - U.S.			
BLIGATIONS	103,729.	0.	103,729.
GOLDMAN SACHS	116,675.	0.	116,675.
HAZARD, LTD	281.	0.	281.
TOTAL TO FM 990-PF, PART I, LN 4	704,502.	0.	704,502.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	32.	32.	
ORDINARY INCOME FROM AT MLP FUND, LLC	36,492.	36,492.	
TOTAL TO FORM 990-PF, PART I, LINE 11	36,524.	36,524.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DO USA, LLP	4,061.	0.		4,061.	
NO FORM 990-PF, PG 1, LN 16B	4,061.	0.		4,061.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
HOLDMAN SACHS	68,042.	68,042.		0.	
ATLANTIC TRUST	96,188.	96,188.		0.	
AT MLP FUND, LLC	58,780.	58,780.		0.	
NO FORM 990-PF, PG 1, LN 16C	223,010.	223,010.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	623.	623.		0.	
NO FORM 990-PF, PG 1, LN 18	623.	623.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	2,508.	0.		2,508.	
NO FORM 990-PF, PG 1, LN 23	2,508.	0.		2,508.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - STOCKS	6,907,178.	8,917,614.
ATLANTIC TRUST - STOCKS & BONDS	12,650,819.	14,846,502.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,557,997.	23,764,116.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RYNA G. COHEN 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	PRESIDENT 1.00	0.	0.	0.
JEIL D. COHEN 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VP/TREASURER 1.00	0.	0.	0.
DIANE C. ZACK 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VICE PRESIDENT 1.00	0.	0.	0.
MARK L. COHEN 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VICE PRESIDENT 1.00	0.	0.	0.
MARCY E. COHEN 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VICE PRESIDENT 1.00	0.	0.	0.
HOWARD B. ZACK 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VICE PRESIDENT 1.00	0.	0.	0.
HERESA COHEN 0501 RHODE ISLAND AVENUE BELTSVILLE, MD 20705	VICE PRESIDENT 1.00	0.	0.	0.

THE RYNA AND MELVIN COHEN FAMILY FOUNDAT

52-1800019

THEA E. COHEN	VICE PRESIDENT			
0501 RHODE ISLAND AVENUE	1.00	0.	0.	0.
BELTSVILLE, MD 20705				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII				
	0.	0.	0.	



Statement Detail

COHEN RYNA&MELVIN FNDTN 211

Tax Lots

Period Ended December 31, 2012

PUBLIC EQUITY

US EQUITY

US STOCKS

	Date Acquired or Sold Short	Holding Period	Quantity	Market Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain (Loss)
AMERICAN INTL GROUP, INC CMN (AIG)	Mar 26 12	280	5,000 00	35 3000	176,500 00	29 0055	145,027 50	31,472 50
	Aug 03 12	150	2,000 00	35 3000	70,600 00	31 1873	62,374 60	8,225 40
	Sep 06 12	116	3,000 00	35 3000	105,900 00	34 2322	102,696 60	3,203 40
	Dec 04 12	27	4,000 00	35 3000	141,200 00	33 4426	133,770 40	7,429 60
POSITION TOTAL			14,000 00		494,200 00		443,869 10	50,330 90
BANK OF AMERICA CORP CMN (BAC)	Dec 04 12	27	20,000 00	11 6100	232,200 00	9 8600	197,200 00	35,000 00
BERKSHIRE HATHAWAY INC CL-A (DEL) CLASS A (BRKA)	Nov 04 09	LT	2 00	134,060 0000	268,120 00	102,542 9750	205,085 95	63,034 05
CISCO SYSTEMS, INC CMN (CSCO)	Sep 13 12	109	10,000 00	19 6494	196,494 00	19 4105	194,105 00	2,389 00
COCA-COLA COMPANY (THE) CMN (KO)	Apr 26 10	LT	12,000 00	36 2500	435,000 00	27 1162	325,394 40	109,605 60
COLFAX CORPORATION CMN (CFX)	Oct 09 08	LT	10,000 00	40 3500	403,500 00	9 8641	98,641 00	304,859 00
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)	Nov 12 09	LT	10,000 00	37 3600	373,600 00	15 3761	153,761 00	219,839 00
DIRECTV CMN (DTV)	May 22 12	223	4,000 00	50 1600	200,640 00	47 0231	188,092 40	12,547 60
EBAY INC CMN (EBAY)	Aug 14 12	139	2,000 00	50 9977	101,995 40	45 6100	91,220 00	10,775 40
	Aug 16 12	137	2,000 00	50 9977	101,995 40	45 8126	91,625 20	10,370 20
POSITION TOTAL			4,000 00		203,990 80		182,845 20	21,145 60
ECOLAB INC CMN (ECL)	Jul 28 11	LT	2,000 00	71 9000	143,800 00	50 2760	100,552 00	43,248 00
EXPRESS SCRIPTS HOLDINGS CMN (ESRX)	Apr 18 12	257	3,000 00	54 0000	162,000 00	58 2785	174,835 50	(12,835 50)
FLOWERVE CORP CMN (FLS)	Aug 09 12	144	1,500 00	146 8000	220,200 00	128 6745	193,011 75	27,188 25
FMC TECHNOLOGIES INC CMN (FTI)	Aug 08 12	145	3,000 00	42 8300	128,490 00	47 4558	142,367 40	(13,877 40)
	Aug 14 12	139	2,000 00	42 8300	85,660 00	47 6673	95,334 60	(9,674 60)
POSITION TOTAL			5,000 00		214,150 00		237,702 00	(23,552 00)
GENERAL ELECTRIC CO CMN (GE)	Oct 02 08	LT	5,000 00	20 9900	104,950 00	22 2500	111,250 00	(6,300 00)
	Oct 08 08	LT	5,000 00	20 9900	104,950 00	20 4786	102,393 00	2,557 00
	Apr 15 09	LT	5,000 00	20 9900	104,950 00	11 7397	58,698 50	46,251 50
	Oct 21 09	LT	5,000 00	20 9900	104,950 00	15 8146	79,073 00	25,877 00
POSITION TOTAL			20,000 00		419,800 00		351,414 50	68,385 50
GENERAL MOTORS COMPANY CMN (GM)	Dec 14 10	LT	3,000 00	28 8300	86,490 00	33 8379	101,513 70	(15,023 70)





Statement Detail

COHEN RYNA&MELVIN FNDTN 211
Tax Lots (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

US EQUITY (Continued)									
US STOCKS									
	Date Acquired or Sold Short	Holding Period	Quantity	Market Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain (Loss)	
	Dec 22 10	LT	2,000 00	28 8300	57,660 00	33 9000	67,800 00	(10,140 00)	
	Feb 03 12	332	5,000 00	28 8300	144,150 00	25 8372	129,186 00	14,964 00	
	Aug 03 12	150	5,000 00	28 8300	144,150 00	20 1300	100,650 00	43,500 00	
POSITION TOTAL			15,000.00		432,450.00		399,149.70	33,300.30	
GOOGLE, INC CMN CLASS A (GOOG)	Aug 15 12	138	500 00	707 3800	353,690 00	670 5840	335,292 00	18,398 00	
ITT CORPORATION CMN (ITT)	Jul 28 11	LT	2,000 00	23 4600	46,920 00	21 1569	42,313 76	4,606 24	
	Aug 18 11	LT	500 00	23 4600	11,730 00	16 8921	8,446 07	3,283 93	
	Nov 01 11	LT	5,000 00	23 4600	117,300 00	17 1187	85,593 50	31,706 50	
	Feb 24 12	311	7,500 00	23 4600	175,950 00	23 4345	175,758 75	191 25	
POSITION TOTAL			15,000.00		351,900.00		312,112.08	39,787.92	
MASTERCARD INCORPORATED CMN CLASS A (MA)	Mar 06 07	LT	1,000 00	491 2800	491,280 00	102 9247	102,924 70	388,355 30	
MONSANTO COMPANY CMN (MON)	Aug 25 09	LT	2,000 00	94 6500	189,300 00	83 8401	167,680 20	21,619 80	
	Jul 28 11	LT	2,000 00	94 6500	189,300 00	75 0947	150,189 40	39,110 60	
POSITION TOTAL			4,000.00		378,600.00		317,869.60	60,730.40	
ORACLE CORPORATION CMN (ORCL)	Aug 14 12	139	8,000 00	33 3200	266,560 00	31 5518	252,414 40	14,145 60	
	Sep 18 12	104	2,000 00	33 3200	66,640 00	33 0336	66,067 20	572 80	
POSITION TOTAL			10,000.00		333,200.00		318,481.60	14,718.40	
PALL CORP CMN (PLL)	Aug 08 12	145	3,000 00	60 2600	180,780 00	55 1946	165,583 80	15,196 20	
VIASAT INC CMN (VSAT)	Feb 15 12	320	2,000 00	38 9000	77,800 00	45 4951	90,990 20	(13,190 20)	
VISA INC CMN CLASS A (V)	Mar 19 08	LT	3,000 00	151 5800	454,740 00	59 5500	178,650 00	276,090 00	
WELLS FARGO & CO (NEW) CMN (WFC)	Nov 30 11	LT	5,000 00	34 1800	170,900 00	25 0770	125,385 00	45,515 00	
	Aug 03 12	150	3,000 00	34 1800	102,540 00	34 4184	103,255 20	(715 20)	
POSITION TOTAL			8,000.00		273,440.00		228,640.20	44,799.80	
XYLEM INC CMN (XYL)	Aug 18 11	LT	1,000 00	27 1000	27,100 00	25 4088	25,408 78	1,691 23	
	Mar 15 12	291	5,000 00	27 1000	135,500 00	28 5078	142,539 00	(7,039 00)	
	Aug 17 12	136	4,000 00	27 1000	108,400 00	25 1634	100,653 60	7,746 40	
POSITION TOTAL			10,000.00		271,000.00		268,601.38	2,398.62	
TOTAL US STOCKS					7,566,574.80		5,764,805.06	1,801,769.74	



Statement Detail

COHEN RYNA&MELVIN FNDTN 211
Tax Lots (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Date Acquired or Sold Short	Holding Period	Quantity	Market Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain (Loss)
NON-US EQUITY (Continued)								
NON-US STOCKS								
POSITION TOTAL								
ENSCO PLC CMN CLASS A (ESV)	Dec 03 12	28	3,000.00	54.1800	162,540.00	51.9056	155,716.80	6,823.20
			5,000.00		270,900.00		259,528.00	11,372.00
POSITION TOTAL								
PENTAIR LTD CMN (PNR)	Feb 09 09	LT	1,000.00	59.2800	59,280.00	29.1053	29,105.30	30,174.70
	Apr 02 09	LT	2,000.00	59.2800	118,560.00	29.0507	58,101.40	60,458.60
			3,000.00		177,840.00		87,206.70	90,633.30
POSITION TOTAL								
ROWAN COMPANIES PLC CMN CLASS A (RDC)	Feb 28 12	307	4,000.00	49.1500	196,600.00	39.0734	156,293.60	40,306.40
	Apr 11 12	264	1,000.00	49.1500	49,150.00	43.8111	43,811.10	5,338.90
	Sep 18 12	104	2,000.00	49.1500	98,300.00	42.4721	84,944.20	13,355.80
			7,000.00		344,050.00		285,048.90	59,001.10
POSITION TOTAL								
ROWAN COMPANIES PLC CMN CLASS A (RDC)	Apr 15 09	LT	5,000.00	31.2700	156,350.00	34.0300	170,150.00	(13,800.00)
SAP AG (SPON ADR) (SAP)	Apr 18 12	257	3,000.00	80.3800	241,140.00	65.2797	195,839.10	45,300.90
	Sep 18 12	104	2,000.00	80.3800	160,760.00	72.3007	144,601.40	16,158.60
			5,000.00		401,900.00		340,440.50	61,459.50
POSITION TOTAL								
TOTAL NON-US STOCKS					1,351,040.00		1,142,374.10	208,665.90
TOTAL PUBLIC EQUITY					8,917,614.80		6,907,179.16	2,010,435.64
TOTAL PORTFOLIO					8,917,614.80		6,907,179.16	2,010,435.64



ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER:
STATEMENT PERIOD:

41-0084-00-8
12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
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CASH & EQUIVALENTS CASH

INCOME CASH		23,722.76	23,722.76	0.00		
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PRINCIPAL CASH		-23,722.76	-23,722.76	0.00		
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TOTAL CASH		\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	0.00%
CASH EQUIVALENTS						

INVESCO SHORT TERM LIQUID ASSET FUND	131,038.78	131,038.78	131,038.78	0.00	186.00	0.14%
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TOTAL CASH EQUIVALENTS		\$ 131,038.78	\$ 131,038.78	\$ 0.00	\$ 186.00	0.14%
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TOTAL CASH & EQUIVALENTS		\$ 131,038.78	\$ 131,038.78	\$ 0.00	\$ 186.00	0.14%
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FIXED INCOME TREASURY AND FEDERAL AGENCIES

FEDERAL HOME LN BKS CONS BDS	225,000	231,745.50	226,899.00	4,846.50	11,250.00	4.85%
5.00% DTD 09/03/2002 DUE 08/15/2013		103.00	100.84			

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
FEDERAL HOME LN BKS CONS BDS 4.75% DTD 12/01/2006 DUE 12/16/2016	450,000	522,441.00 116.10	472,523.40 105.01	49,917.60	21,375.00	4.09%
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #E00975 6.000% DTD 05/01/01 DUE 05/01/2016 IPD14	4,217.159	4,516.20 107.09	4,294.91 101.84	221.29	253.00	5.60%
FEDERAL NATL MTG ASSN 4.375% DTD 03/28/2003 DUE 03/15/2013	125,000	126,085.00 100.87	119,091.38 95.27	6,993.62	5,468.00	4.34%
FEDERAL NATL MTG ASSN 5.00% DTD 01/12/2007 DUE 02/13/2017	200,000	235,568.00 117.78	200,350.00 100.18	35,218.00	10,000.00	4.25%
GNMA GTD PASSTHRU CTF POOL #340894 7.500% DTD 02/01/93 DUE 02/15/2023	2,586.10	2,593.73 100.30	2,544.07 98.38	49.66	193.00	7.48%
US TREASURY NOTE 4.25% DTD 08/15/05 DUE 08/15/2015	350,000	385,686.00 110.20	336,191.42 96.06	49,494.58	14,875.00	3.86%
US TREASURY NOTE 4.875% DTD 08/15/06 DUE 08/15/2016	700,000	810,362.00 115.77	727,384.76 103.91	82,977.24	34,125.00	4.21%
US TREASURY NOTE 2.375% DTD 01/15/2007 DUE 01/15/2017 TREASURY INFLATION PROTECTION SECURITY	172,057.50	200,085.67 116.29	178,437.90 103.71	21,647.77	4,086.00	2.04%

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
US TREASURY NOTE 1 375% DTD 01/15/2010 DUE 01/15/2020 TREASURY INFLATION PROTECTION SECURITY	160,456 50	190,354.36 118 63	170,530 28 106.28	19,824.08	2,206 00	1 16%
US TREASURY NOTE 3.50% DTD 05/15/2010 DUE 05/15/2020	250,000	280,295.00 116.12	264,346 70 105.74	25,948.30	8,750.00	3.01%
TOTAL TREASURY AND FEDERAL AGENCIES		\$ 2,999,732.46	\$ 2,702,593.82	\$ 297,138.64	\$ 112,581.00	3.75%
NONGOVERNMENT OBLIGATIONS						
CATERPILLAR INC NT 5.70% DTD 08/08/2006 DUE 08/15/2016 CALLABLE	200,000	232,020.00 116.01	207,672 00 103.84	24,348.00	11,400.00	4.91%
CHEVRON CORPORATION SR NT 4.95% DTD 03/03/2009 DUE 03/03/2019 CALLABLE	200,000	238,594.00 119.30	207,436.00 103 72	31,158.00	9,900.00	4.15%
CONOCOPHILLIPS GTD NT 5.75% DTD 02/03/2009 DUE 02/01/2019 CALLABLE	200,000	245,984.00 122.99	226,400 00 113.20	19,584.00	11,500.00	4.68%
GOLDMAN SACHS GROUP INC 5.125% DTD 01/12/2005 DUE 01/15/2015	150,000	161,142.00 107 43	146,593.50 97.73	14,548.50	7,687.00	4.77%
INTERNATIONAL BUSINESS MACHS CORP DEB 7.50% DTD 06/15/1993 DUE 06/15/2013	150,000	155,005.50 103.34	178,967.25 119.31	-23,961.75	11,250 00	7.26%

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
JPMORGAN & CHASE & CO SB NT 4.75% DTD 04/28/2008 DUE 05/01/2013 NON-CALLABLE	200,000	202,886.00 101.44	211,988.00 105.99	-9,102.00	9,500.00	4.68%
MERRILL LYNCH & CO INC MEDIUM TERM NTS TRANCHE # TR 00453 5.00% DTD 11/22/2004 DUE 01/15/2015	150,000	160,245.00 106.83	142,309.50 94.87	17,935.50	7,500.00	4.68%
ORACLE CORP 4.95% DTD 04/09/2008 DUE 04/15/2013 CALLABLE	225,000	227,886.75 101.28	244,728.00 108.77	-16,841.25	11,137.00	4.89%
UNITED PARCEL SVC INC SR NT 4.50% DTD 01/15/2008 DUE 01/15/2013 CALLABLE	225,000	225,321.75 100.14	242,332.16 107.70	-17,010.41	10,125.00	4.49%
UNITED TECHNOLOGIES CORP NT 5.375% DTD 12/07/2007 DUE 12/15/2017 CALLABLE	200,000	237,722.00 118.86	207,998.00 104.00	29,724.00	10,750.00	4.52%
WACHOVIA BK NATL ASSN MEDIUM TERM SUB BK NTS TRANCHE # SB 00005 5.60% DTD 03/09/2006 DUE 03/15/2016	225,000	253,215.00 112.54	227,295.47 101.02	25,919.53	12,600.00	4.98%

TOTAL NONGOVERNMENT OBLIGATIONS

\$ 2,340,022.00

\$ 2,243,719.88

\$ 96,302.12

\$ 113,349.00

4.84%

FOREIGN OBLIGATIONS

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
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SHELL INTERNATIONAL FIN BV GTD NT 4.30% DTD 09/22/2009 DUE 09/22/2019 CALLABLE	150,000	173,775.00 115.85	157,684.06 105.12	16,090.94	6,450.00	3.71%
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TOTAL FOREIGN OBLIGATIONS

		\$ 173,775.00	\$ 157,684.06	\$ 16,090.94	\$ 6,450.00	3.71%
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TOTAL FIXED INCOME

		\$ 5,513,529.46	\$ 5,103,997.76	\$ 409,531.70	\$ 232,380.00	4.21%
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EQUITIES

COMMON STOCK MATERIALS

CELANESE CORP DEL COM SER A	319	14,205.07 44.53	10,911.86 34.21	3,293.21	95.00	0.67%
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CROWN HLDGS INC COM

	376	13,840.56 36.81	13,803.25 36.71	37.31		
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FMC CORP COM NEW

	274	16,034.48 58.52	10,314.85 37.65	5,719.63	147.00	0.92%
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ROCKWOOD HLDGS INC COM

	426	21,069.96 49.46	14,807.76 34.76	6,262.20	596.00	2.83%
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TOTAL MATERIALS

		\$ 65,150.07	\$ 49,837.72	\$ 15,312.35	\$ 838.00	1.29%
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INDUSTRIALS

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
AMETEK INC NEW COM	622	23,368.54 37.57	13,574.20 21.82	9,794.34	149.00	0.64%
DOVER CORP COM	196	12,879.16 65.71	10,578.12 53.97	2,301.04	274.00	2.13%
FLUOR CORP NEW COM	162	9,515.88 58.74	8,891.71 54.89	624.17	103.00	1.09%
GRAINGER W W INC COM	101	20,439.37 202.37	12,273.52 121.52	8,165.85	323.00	1.58%
IHS INC CL A	82	7,872.00 96.00	8,200.00 100.00	-328.00		
KANSAS CITY SOUTHERN COM	248	20,703.04 83.48	10,292.47 41.50	10,410.57	193.00	0.93%
LANDSTAR SYS INC COM	169	8,865.74 52.46	6,272.79 37.12	2,592.95	42.00	0.48%
MSC INDL DIRECT INC CL A	124	9,347.12 75.38	6,779.32 54.67	2,567.80	148.00	1.59%
PRECISION CASTPARTS CORP COM	52	9,849.84 189.42	6,920.16 133.08	2,929.68	6.00	0.06%
ROPER INDS INC NEW COM	173	19,286.04 111.48	12,180.09 70.41	7,105.95	114.00	0.59%

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

ACCOUNT NUMBER: 41-0084-00-8
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
STERICYCLE INC COM	166	15,484.48 93.28	11,935.07 71.90	3,549.41		
TIMKEN CO COM	260	12,435.80 47.83	12,071.18 46.43	364.62	239.00	1.92%
TRIUMPH GROUP INC NEW COM	232	15,149.60 65.30	9,361.82 40.35	5,787.78	37.00	0.25%
TOTAL INDUSTRIALS		\$ 185,196.61	\$ 129,330.45	\$ 55,866.16	\$ 1,628.00	0.88%
TELECOMMUNICATION SERVICES						
SBA COMMUNICATIONS CORP COM	198	14,054.04 70.98	8,708.33 43.98	5,345.71		
TOTAL TELECOMMUNICATION SERVICES		\$ 14,054.04	\$ 8,708.33	\$ 5,345.71	\$ 0.00	0.00%
CONSUMER DISCRETIONARY						
ADVANCE AUTO PTS INC COM	193	13,963.55 72.35	11,701.59 60.63	2,261.96	46.00	0.33%
AUTONATION INC COM	349	13,855.30 39.70	12,730.56 36.48	1,124.74		
AUTOZONE INC COM	97	34,379.71 354.43	22,595.18 232.94	11,784.53		

COHEN, RYNA & MELVIN FOUNDATION, TUA

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
BED BATH BEYOND INC COM	347	19,400.77 55.91	17,341.11 49.97	2,059.66		
CHARTER COMMUNICATIONS INC DEL CL A NEW	89	6,785.36 76.24	6,722.59 75.54	62.77		
DICKS SPORTING GOODS INC OC-COM	419	19,060.31 45.49	12,339.55 29.45	6,720.76	209.00	1 10%
DISCOVERY COMMUNICATNS NEW COM SER C	289	16,906.50 58.50	10,941.92 37.86	5,964.58		
DOLLAR TREE INC COM	554	22,470.24 40.56	13,829.81 24.96	8,640.43		
FOOT LOCKER INC COM	417	13,394.04 32.12	13,090.98 31.39	303.06	300.00	2 24%
GAMESTOP CORP NEW CL A	399	10,010.91 25.09	7,313.67 18.33	2,697.24	399.00	3 99%
MARRIOTT INTERNATIONAL CL A	450	16,771.50 37.27	15,726.23 34.95	1,045.27	234.00	1 40%
MOHAWK INDS INC COM	135	12,213.45 90.47	7,496.55 55.53	4,716.90		
PANERA BREAD CO CL A	105	16,677.15 158.83	9,634.16 91.75	7,042.99		

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

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STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
PETSMART INC COM	349	23,850.66 68.34	12,517.62 35.87	11,333.04	230.00	0.97%
ROSS STORES INC COM	319	17,254.71 54.09	19,887.29 62.34	-2,632.58	178.00	1.04%
SALLY BEAUTY HLDGS INC COM	461	10,865.77 23.57	9,115.40 19.77	1,750.37		
TRACTOR SUPPLY CO COM	142	12,547.12 88.36	12,134.87 85.46	412.25	113.00	0.94%
WHIRLPOOL CORP COM	102	10,378.50 101.75	9,993.30 97.97	385.20	204.00	1.97%
TOTAL CONSUMER DISCRETIONARY		\$ 290,785.55	\$ 225,112.38	\$ 65,673.17	\$ 1,913.00	0.66%
CONSUMER STAPLES						
BROWN FORMAN CORP CL B	255	16,128.75 63.25	10,565.50 41.43	5,563.25	260.00	1.61%
CHURCH & DWIGHT INC COM	314	16,820.98 53.57	10,999.42 35.03	5,821.56	301.00	1.79%
HEINZ H J CO COM	181	10,440.08 57.68	8,878.05 49.05	1,562.03	372.00	3.57%
MONSTER BEVERAGE CORP COM	356	18,811.04 52.84	8,845.60 24.85	9,965.44		

COHEN, RYNA & MELVIN FOUNDATION, TUA

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
TOTAL CONSUMER-STAPLES		\$ 62,200.85	\$ 39,288.57	\$ 22,912.23	\$ 933.00	1.50%
ENERGY						
CONCHO RES INC COM	163	13,131.28 80.56	11,260.94 69.09	1,870.34		
NOBLE ENERGY INC COM	123	12,514.02 101.74	10,369.75 84.31	2,144.27	123.00	0.98%
PIONEER NAT RES CO COM	142	15,135.78 106.59	14,770.42 104.02	365.36	11.00	0.08%
QEP RES INC COM	241	7,295.07 30.27	7,357.73 30.53	-62.66	19.00	0.26%
RANGE RESOURCES CORP COM	90	5,654.70 62.83	5,684.00 63.16	-29.30	14.00	0.25%
WHITING PETE CORP NEW COM	260	11,276.20 43.37	14,564.98 56.02	-3,288.78		
TOTAL ENERGY		\$ 65,007.05	\$ 64,007.82	\$ 999.23	\$ 167.00	0.26%
FINANCIALS						
AMERICAN TOWER CORPORATION	317	24,494.59 77.27	16,059.22 50.66	8,435.37	304.00	1.24%
AMERIPRISE FINL INC COM	261	16,346.43 62.63	13,965.20 53.51	2,381.23	469.00	2.87%

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
DIGITAL RLTY TR INC COM	172	11,677.08 67.89	10,301.08 59.89	1,376.00	502.00	4.30%
INTERCONTINENTALEXCHANGE INC COM	101	12,504.81 123.81	11,523.94 114.10	980.87		
JONES LANG LASALLE INC COM	114	9,569.16 83.94	9,918.00 87.00	-348.84	45.00	0.48%
PRICE T ROWE GROUP INC COM	240	15,628.10 65.12	12,625.01 52.60	3,003.09	326.00	2.09%
TOTAL FINANCIALS		\$ 90,220.17 /	\$ 74,392.45 /	\$ 15,827.72	\$ 1,646.00	1.83%
HEALTH CARE						
AETNA INC NEW COM	319	14,772.89 46.31	11,158.06 34.98	3,614.83	255.00	1.73%
AMERISOURCEBERGEN CORP COM	325	14,033.50 43.18	11,955.77 36.79	2,077.73	273.00	1.95%
DAVITA HEALTHCARE PARTNERS INC	168	18,569.04 110.53	12,225.48 72.77	6,343.56		
HEALTHSOUTH CORP COM NEW	608	12,834.88 21.11	12,301.40 20.23	533.48		
HUMANA INC COM	174	11,941.62 68.63	9,543.90 54.85	2,397.72	180.00	1.52%

COHEN, RYNA & MELVIN FOUNDATION, TUA

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12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
INTUITIVE SURGICAL INC COM NEW	48	23,537.76 490.37	13,420.80 279.60	10,116.96		
MCKESSON CORP COM	174	16,871.04 96.96	10,841.94 62.31	6,029.10	139.00	0.83%
MEDNAX INC COM	259	20,595.68 79.52	16,640.98 64.25	3,954.70		
RESMED INC COM	199	8,272.43 41.57	8,154.60 40.98	117.83	135.00	1.64%
ST JUDE MED INC COM	417	15,070.38 36.14	16,570.58 39.74	-1,500.20	383.00	2.55%
SHIRE LIMITED AMERICAN DEPOSITARY SHARES	265	24,427.70 92.18	19,134.46 72.21	5,293.24	121.00	0.50%
TOTAL HEALTHCARE INFORMATION TECHNOLOGY		\$ 180,926.92	\$ 141,947.97	\$ 38,978.95	\$ 1,486.00	0.82%
CHECK POINT SOFTWARE TECH COM	433	20,628.12 47.64	18,181.87 41.99	2,446.25		
AVAGO TECHNOLOGIES LTD SHS	443	14,021.30 31.65	10,247.34 23.13	3,773.96	301.00	2.15%
ALLIANCE DATA SYSTEMS CORP COM	276	39,953.76 144.76	18,890.96 68.45	21,062.80		

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

COHEN, RYNA & MELVIN FOUNDATION, TUA

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
ALTERA CORP COM	557	19,155.23 34.39	16,513.38 29.65	2,641.85	222.00	1.16%
AMPHENOL CORP CL A	195	12,616.50 64.70	9,691.50 49.70	2,925.00	81.00	0.65%
ANSYS INC COM	309	20,808.06 67.34	14,015.75 45.36	6,792.31		
BMC SOFTWARE INC COM	256	10,142.72 39.62	12,202.81 47.67	-2,060.09		
CARDTRONICS INC COM	465	11,039.10 23.74	13,621.05 29.29	-2,581.95		
CATAMARAN CORP COM	406	19,122.60 47.10	13,620.22 33.55	5,502.38		
COGNIZANT TECH SOLUTIONS CRP COM	504	37,236.68 73.88	33,139.66 65.75	4,097.02		
EQUINIX INC COM NEW	94	19,382.80 206.20	6,901.01 73.42	12,481.79		
FIDELITY NATL INFORMATION SVCS INC COM	247	8,598.07 34.81	6,923.41 28.03	1,674.66	197.00	2.30%
FISERV INC COM	391	30,900.73 79.03	21,531.43 55.07	9,369.30		

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LINEAR TECHNOLOGY CORP COM	313	10,735.90 34.30	9,555.14 30.53	1,180.76	325.00	3.03%
MICROCHIP TECHNOLOGY INC COM	640	20,857.60 32.59	18,557.88 29.00	2,299.72	901.00	4.32%
MOLEX INC COM	525	14,348.25 27.33	11,691.62 22.27	2,656.63	462.00	3.22%
RIVERBED TECHNOLOGY INC COM	464	9,150.08 19.72	10,942.44 23.58	-1,792.36		
SKYWORKS SOLUTIONS INC COM	568	11,530.40 20.30	12,764.41 22.47	-1,234.01		
VANTIV INC CL A	587	11,986.54 20.42	12,082.15 20.58	-95.61		
WEX INC COM	197	14,847.89 75.37	13,929.34 70.71	918.55		
TOTAL INFORMATION TECHNOLOGY		\$ 357,062.33 ✓	\$ 285,003.37 ✓	\$ 72,058.96	\$ 2,489.00	0.70%
TOTAL COMMON STOCK		\$ 1,310,603.59	\$ 1,017,629.06	\$ 292,974.53	\$ 11,100.00	0.85%
EQUITY MUTUAL FUNDS						
LARGE CAP EQUITY VALUE FUND						

ATLANTIC TRUST

PRIVATE WEALTH MANAGEMENT

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
INVESCO DISCIPLINED EQUITY FD CL Y #8542	309,278.656	3,519,591.11 11 38	2,458,407.61 7.95	1,061,183.50	38,969.00	1.11%
TOTAL LARGE CAP EQUITY VALUE FUND		\$ 3,519,591.11	\$ 2,458,407.61	\$ 1,061,183.50	\$ 38,969.00	1.11%
INTL EQUITY FUNDS						
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CL I #1212	48,591.872	791,561.59 16.29	750,000.00 15.44	41,561.59	24,636.00	3.11%
TOTAL INTL EQUITY FUNDS		\$ 791,561.59	\$ 750,000.00	\$ 41,561.59	\$ 24,636.00	3.11%
INTL EQUITY FUNDS - EMERGING MKTS						
LAZARD EMERGING MARKETS EQUITY PORT - INSTL #638	27,517.392	537,689.84 19.54	555,209.57 20.18	-17,519.73	9,796.00	1.82%
MATTHEWS PACIFIC TIGER FUND- IS #102	22,710.438	554,361.79 24.41	515,576.34 22.70	38,785.45	4,587.00	0.83%
TOTAL INTL EQUITY FUNDS - EMERGING MKTS		\$ 1,092,051.63	\$ 1,070,785.91	\$ 21,265.72	\$ 14,383.00	1.32%
TOTAL EQUITY MUTUAL FUNDS		\$ 5,403,204.33	\$ 4,279,193.52	\$ 1,124,010.81	\$ 77,988.00	1.44%
TOTAL EQUITIES		\$ 6,713,807.92	\$ 5,296,822.58	\$ 1,416,985.34	\$ 89,088.00	1.33%

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ALTERNATIVE ASSETS						
ENHANCED YIELD EQUITY						
AT MLP FUND	1	1,327,630.02 1,327,630.02	1,000,000.00 1,000,000.00	327,630.02		
NEUBERGER BERMAN EQUITY INCOME FUND INS #1818	66,905.511	782,125.42 11.69	750,000.00 11.21	32,125.42	32,716.00	4.18%
TOTAL EQUITY		\$ 2,109,755.44	\$ 1,750,000.00	\$ 359,755.44	\$ 32,716.00	1.55%
FIXED INCOME						
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083	16,801.075	257,728.49 15.34	250,000.00 14.88	7,728.49	3,595.00	1.40%
RIDGEWORTH CLASSIC SEIX FLOATING RATE HIGH INCOME FUND CL I #5203	28,026.906	251,681.62 8.98	250,000.00 8.92	1,681.62	10,827.00	4.30%
TOTAL FIXED INCOME		\$ 509,410.11	\$ 500,000.00	\$ 9,410.11	\$ 14,422.00	2.83%
TOTAL ENHANCED YIELD		\$ 2,619,165.55	\$ 2,250,000.00	\$ 369,165.55	\$ 47,138.00	1.80%
TOTAL ALTERNATIVE ASSETS		\$ 2,619,165.55	\$ 2,250,000.00	\$ 369,165.55	\$ 47,138.00	1.80%

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TOTAL MARKET VALUE

\$ 14,977,541.71 / \$ 12,781,859.12 \$ 2,195,682.59 2.46%

(134.039) - CASH

14.846.502 12.650.815

RECEIPTS

	DATE	INCOME CASH	PRINCIPAL CASH
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INTEREST INCOME

DISNEY WALT CO
4.70% DTD 12/04/2007 DUE 12/01/2012
CALLABLE

INT TO 12/01/12 ON 150,000

12/03/12

3,525.00

FEDERAL HOME LN MTG CORP PARTN GOLD
GROUP #E00975 6.000% DTD 05/01/01
DUE 05/01/2016 IPD14

INT FOR NOVEMBER 2012 ON 4416.29

12/17/12

22.08