Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation
THE HUNDT FAMILY FOUNDATION, INC.

A Employer identification number
52-2236016

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
6416 BROOKSIDE DRIVE

B Telephone number (see instructions)
(301) 913-5919

City or town, state, and ZIP code
CHEVY CHASE, MD 20815

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: [X] 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) ▶ $ 1,962,821.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ________ (Part I, column (d) must be on cash basis.)

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) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	107,421.			
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	55,604.	55,604.	55,604.	ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	182,924.			
	b Gross sales price for all assets on line 6a 1,929,502.				
	7 Capital gain net income (from Part IV, line 2)		182,924.		
	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) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	-3,965.	-3,965.	-3,965.	
	12 **Total.** Add lines 1 through 11	341,984.	234,563.	51,639.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	3,590.			
	c Other professional fees (attach schedule)				
	17 Interest ATCH 4	58.	58.	58.	
	18 Taxes (attach schedule) (see instructions) ATCH 5	4,787.	4,787.	4,787.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	14,951.	14,951.	14,951.	
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,386.	19,796.	19,796.	
	25 Contributions, gifts, grants paid	115,325.			115,325.
	26 **Total expenses and disbursements.** Add lines 24 and 25	138,711.	19,796.	19,796.	115,325.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	203,273.			
	b **Net investment income** (if negative, enter -0-)		214,767.		
	c **Adjusted net income** (if negative, enter -0-)			31,843.	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	47,417.	59,041.	59,041.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 7	783,524.	902,059.	908,416.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 8	929,020.	1,019,481.	995,364.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,759,961.	1,980,581.	1,962,821.
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 (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
	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. ▶ [X]			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,759,961.	1,980,581.	
30	**Total net assets or fund balances** (see instructions)	1,759,961.	1,980,581.	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,759,961.	1,980,581.	

(Section labels: Assets, lines 1–16; Liabilities, lines 17–23; Net Assets or Fund Balances, lines 24–31)

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,759,961.
2	Enter amount from Part I, line 27a	2	203,273.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	17,347.
4	Add lines 1, 2, and 3	4	1,980,581.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,980,581.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — **2** — 182,924.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 — **3** — 0

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	91,400.	1,711,588.	0.053401
2010	78,650.	1,529,996.	0.051405
2009	72,886.	1,062,214.	0.068617
2008	73,260.	1,165,010.	0.062884
2007	98,176.	1,265,189.	0.077598

2	**Total** of line 1, column (d)	2	0.313905
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	0.062781
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,848,906.
5	Multiply line 4 by line 3	5	116,076.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,148.
7	Add lines 5 and 6	7	118,224.
8	Enter qualifying distributions from Part XII, line 4	8	115,325.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	4,295.
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	
3	Add lines 1 and 2	3	4,295.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	4,295.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 2,800.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,800.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	26.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ATCH 10 ▶	9	1,541.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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	X	
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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no ▶ 301-913-5919

Located at ▶ 6416 BROOKSIDE DRIVE CHEVY CHASE, MD ZIP+4 ▶ 20815

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________, ________, ________, ________			
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)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

		Yes	No
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)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0	0	0

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 N/A	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,453,967.
b	Average of monthly cash balances	1b	75,731.
c	Fair market value of all other assets (see instructions)	1c	347,364.
d	**Total** (add lines 1a, b, and c)	1d	1,877,062.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,877,062.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,156.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,848,906.
6	**Minimum investment return.** Enter 5% of line 5	6	92,445.

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	92,445.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,295.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,295.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	88,150.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	88,150.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	88,150.

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	115,325.
b	Program-related investments - total from Part IX-B	1b	
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	115,325.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	115,325.

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				88,150.
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only				
b	Total for prior years 20 10 ,20 09 ,20 08				
3	Excess distributions carryover, if any, to 2012				
a	From 2007 ... 39,145.				
b	From 2008 ... 15,379.				
c	From 2009 ... 20,584.				
d	From 2010 ... 3,648.				
e	From 2011 ... 8,361.				
f	Total of lines 3a through e	87,117.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 115,325.				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2012 distributable amount				88,150.
e	Remaining amount distributed out of corpus	27,175.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	114,292.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	39,145.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	75,147.			
10	Analysis of line 9				
a	Excess from 2008 ... 15,379.				
b	Excess from 2009 ... 20,584.				
c	Excess from 2010 ... 3,648.				
d	Excess from 2011 ... 8,361.				
e	Excess from 2012 ... 27,175.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

REED E. HUNDT, ELIZABETH KATZ-HUNDT

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . ▶ **3a**				115,325.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	55,604.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	-3,965.	
8 Gain or (loss) from sales of assets other than inventory			18	182,924.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				234,563.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 234,563.

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

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

Elizabeth Kay Hundt — 7/18/13 — VP

Signature of officer or trustee — Date — Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PHILIP BAKER	Phillip Baker	7/1/13		P00010692

Firm's name ▶ REGARDIE, BROOKS & LEWIS, CHTD — Firm's EIN ▶ 52-1038701

Firm's address ▶ 7101 WISCONSIN AVE, BETHESDA, MD 20814-4805 — Phone no 301-654-9000

JSA
2E1493 1 000
05E1K0 F854 6/28/2013 3:27:05 PM V 12-5F 08205

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					32,408.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					1,310.	
		SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
937,930.		918,487.					19,443.	
		SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
957,854.		828,091.					129,763.	
TOTAL GAIN(LOSS)							182,924.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS	55,489.	55,489.	55,489.
INTEREST	115.	115.	115.
TOTAL	55,604.	55,604.	55,604.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
BLACKSTONE - ORDINARY INCOME	-3,968.	-3,968.	-3,968.
BLACKSTONE - OTHER INCOME	3.	3.	3.
TOTALS	-3,965.	-3,965.	-3,965.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	3,590.			
TOTALS	3,590.			

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
BLACKSTONE PARTNERSHIP	58.	58.	58.
TOTALS	58.	58.	58.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FOREIGN INCOME TAX	1,033.	1,033.	1,033.
EXCISE TAX - INVESTMENT INCOME	3,754.	3,754.	3,754.
TOTALS	4,787.	4,787.	4,787.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
PORTFOLIO DEDUCTIONS	14,662.	14,662.	14,662.
INVESTMENT FEES	264.	264.	264.
MISCELLANEOUS	25.	25.	25.
TOTALS	14,951.	14,951.	14,951.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	902,059.	908,416.
TOTALS	902,059.	908,416.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BLACKSTONE IV, LP	90,180.	90,180.
BLACKSTONE IV, LP (CAYMAN)	140,214.	140,214.
BLACKSTONE FCH IV, LP	23,498.	23,498.
BLACKSTONE FC IV, LP	165.	165.
BLACKSTONE SPG IV, LP	93,307.	93,307.
FIXED INCOME-SCHEDULE ATTACHED	542,764.	550,016.
ALTERNATIVE INV'T-SCH ATTACHED	129,353.	97,984.
TOTALS	1,019,481.	995,364.

ATTACHMENT 9

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
BOOK TO TAX DIFFERENCES		17,347.
	TOTAL	17,347.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
REED E. HUNDT 6416 BROOKSIDE DRIVE CHEVY CHASE, MD 20815	PRESIDENT .50	0	0	0
ELIZABETH KATZ-HUNDT 6416 BROOKSIDE DRIVE CHEVY CHASE, MD 20815	V/P & SECRETARY 1.00	0	0	0
ADAM HUNDT 6416 BROOKSIDE DRIVE CHEVY CHASE, MD 20815	DIRECTOR .50	0	0	0
WILLIAM G. YOUNG 7108 WILSON LANE BETHESDA, MD 20817	TREASURER .50	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YALE UNIVERSITY NEW HAVEN, CT	NONE PRIVATE UNIVERSITY	UNRESTRICTED CONTRIBUTION	80,000.
UNIVERSITY OF MICHIGAN ANN ARBOR, MI	NONE PRIVATE UNIVERSITY	UNRESTRICTED CONTRIBUTION	1,000.
UNITED NEGRO COLLEGE FUND WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	15,000.
CENTRAL PARK CONSERVANCY NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	50.
NATIONAL CENTER FOR LEARNING DISABILITIES, INC. NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	50.
CORNELL UNIVERSITY ITHACA, NY	NONE PRIVATE UNIVERSITY	UNRESTRICTED CONTRIBUTION	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VASSAR COLLEGE POUGHKEEPSIE, NY	NONE PRIVATE COLLEGE	UNRESTRICTED CONTRIBUTION	1,250.
ALZEIMERS ASSN CHICAGO, IL	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
AMERICAN HEART ASSOCIATION DALLAS, TX	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
ARTHRITIS FND ATLANTA, GA	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	30.
ASPEN SANTA FE BALLET ASPEN, CO	NONE PRIVATE SCHOOL	UNRESTRICTED CONTRIBUTION	85.
BETHESDA-CHEVY CHASE RESCUE SQUAD BETHESDA, MD	NONE PRIVATE ORGANIZATION	UNRESTRICTED CONTRIBUTION	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S INN AT NIH BETHESDA, MD	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
CALIFORNIA SCHOOL OF PROFESSIONAL PSYCHOLOGY SAN FRANCISCO, CA	NONE PRIVATE SCHOOL	UNRESTRICTED CONTRIBUTION	200.
DOCTORS WITHOUT BORDERS NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
EASTER SEALS WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
EVERYBODY WINS DC WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	250.
HABITAT FOR HUMANITY ATLANTA, GA	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEBREW HOME OF GREATER WASHINGTON ROCKVILLE, MD	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
HAMDEN HALL COUNTRY DAY SCHOOL NAMDEN, CT	NONE PRIVATE SCHOOL	UNRESTRICTED CONTRIBUTION	100.
JOHNS HOPKINS MEDICINE BALTIMORE, MD	NONE PRIVATE UNIVERSITY	UNRESTRICTED CONTRIBUTION	25.
HEIFER INTERNATIONAL LITTLE ROCK, AR	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	50.
LEARNING ALLY PRINCETON, NJ	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	125.
MARTHA'S TABLE WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	50.

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARCH OF DIMES WHITE PLAINS, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	75.
MEMORIAL SLOAN KETTERING NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
METRO MUSEUM OF ART NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25
NATIONAL JEWISH HEALTH DENVER, CO	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
NATIONAL ORGANIZATION FOR WOMEN WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
NATIONAL WILDLIFE MERRIFIELD, VA	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLANNED PARENTHOOD WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
SAINT SOPHIA GREEK ORTHODOX CATHEDRAL WESTPORT, CT	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	200.
SO OTHERS MIGHT EAT WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
SPECIAL OLYMPICS OF MD BALTIMORE, MD	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	75.
SUSAN G. KOMEN FOR THE CURE WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
THE LEUKEMIA & LYMPHOMA SOCIETY WHITE PLAINS, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	200.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THOMAS & BIRDIE C. SMITH ARTS WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
VETERANS OF FOREIGN WARS FOUNDATION KANSAS CITY, MO	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	50.
WASHINGTON NATIONAL CATHEDRAL WASHINGTON, DC	NONE CHURCH	UNRESTRICTED CONTRIBUTION	100.
WHITMAN-WALKER HEALTH WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
WOMEN FOR WOMEN INTERNATIONAL WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
THE BLUE CARD NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PUBLIC KNOWLEDGE WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000.
AUDUBON SOCIETY WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
BROOKLYN LAW SCHOOL BROOKLYN NY	NONE PRIVATE SCHOOL	UNRESTRICTED CONTRIBUTION	10,000.
CAPITAL AREA FOOD BANK WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
CHILDREN'S CANCER RESEARCH FUND MINNEAPOLIS, MN	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
CHILDREN'S NATIONAL MEDICAL CTR WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSE OF MERCY WASHINGTON, DC	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	100.
MORSELIFE FDN WEST PALM BEACH, FL	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	250.
NATIONAL MS SOCIETY NEW YORK, NY	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	35.
OREGON SHAKESPEARE FEST ASHLAND, OR	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	500.
THE ELIZABETHAN CLUB NEW HAVEN, CT	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000.
THE JEWISH FEDERATION ROCKVILLE, MD	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE NATURE CONSERVANCY ARLINGTON, VA	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	25.
THE RAY ANDERSON FDN ATLANTA, GA	NONE PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000.
		TOTAL CONTRIBUTIONS PAID	115,325.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041.*

OMB No 1545-0092

2012

Name of estate or trust: THE HUNDT FAMILY FOUNDATION, INC.

Employer identification number: 52-2236016

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	19,443.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	19,443.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	129,763.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	32,408.
9 Capital gain distributions	9	1,310.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	163,481.

Part III **Summary of Parts I and II**
Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			19,443.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			163,481.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			182,924.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: THE HUNDT FAMILY FOUNDATION, INC.

Employer identification number: 52-2236016

Part I — Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SCHEDULE ATTACHED			937,930.	918,487.	19,443.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 19,443.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SCHEDULE ATTACHED			957,854.	828,091.	129,763.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 129,763.

Morgan Stanley
Private Wealth Management

Official Statement

Morgan Stanley Private Wealth Management
One Tower Bridge, 6th Floor
West Conshohocken, PA 19428
800-954-2283

Valuation Currency: USD

Portfolio Valuation By Position
P2-78050 : HUNDT FAMILY FOUNDATION
12/31/2012
Trade Date Reporting

Security Description	Shares or Face Value	Div or YTM@pur	Book Price	Book Cost	Market Price	Market Value	Unrealized Gain (Loss)	Accrued Interest	Total Market Value	% of *** Portfolio	Acct Type
CASH AND CASH ALTERNATIVES											
MONEY MARKET FUNDS**											
MORGAN STANLEY LIQ MMKT-INST L	12,690 48	0 16	1 00	12,690 48	1 00	12,690 48			12,690 48	0 81	H
TOTAL CASH AND CASH ALTERNATIVES				*12,690.48* F-1		*12,690.48*			*12,690.48*	*0.81*	
ALTERNATIVE INVESTMENTS											
COMMODITY FUNDS											
PIMCO COMMODITY REALRET STRAT INST TICKER PCRIX	14,756 63	0 18	8 77	129,353 18	6 64	97,984 00	(31,369 18)		97,984 00	6 24	C
TOTAL ALTERNATIVE INVESTMENTS				*129,353.18* F-1		*97,984.00*	*(31,369.18)*		*97,984.00*	*6.24*	
FIXED INCOME											
FIXED INCOME MUTUAL FUNDS											
BLACKROCK FLTN RATE INM CL INSTI MF TICKER BFRIX	15,919 35	0 36	10 29	163,810 87	10 39	165,402 00	1,591 13		165,402 00	10 53	C

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Cost Basis and acquisition dates for securities delivered into your account after your purchase were provided by you or a third party and we make no representation as to the accuracy of such information
The totals in the portfolio valuation by position section do not include the value of unpriced securities (securities with prices denoted with N/A) and any assets not held by Morgan Stanley & Co LLC Yield/Interest and Gain/Loss information is estimated
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EM525MV-20130103-161805

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꞉OUBLELINE TOTAL RET BD I ıCKER DBLTX	14,373 71	0 89	11 33	162,840 28	11 33	162,854 17	13 89		162,854 17	10 37	C
TCW GALILEO TOTAL RETURN BOND FUND - "I" SHARE TICKER TGLMX	11,752 01	0 61	9 88	116,112 54	10 29	120,928 17	4,815 63		120,928 17	7 70	C
TEMPLETON GLOBAL BD FD TICKER TGBAX	7,558 58	0 59	13 23	100,000 00	13 34	100,831 44	831 44		100,831 44	6 42	C
TOTAL FIXED INCOME MUTUAL FUNDS				542,763 69		550,015 78	7,252 09		550,015 78	35 02	
TOTAL FIXED INCOME				*542,763.69* ᚠ · ١Δ		*550,015.78*	*7,252 09*		*550,015.78*	*35.02*	

EQUITIES

COMMON STOCKS

Energy

Oil & Gas Equipment & Services

Security Description	Shares or Face Value	Div or YTM@pur	Book Price	Book Cost	Market Price	Market Value	Unrealized Gain (Loss)	Accrued Interest	Total Market Value	% of *** Portfolio	Acct Type
'HLUMBERGER LTD 01 (CURACAO) TICKER SLB	270 00	1 10	69 67	18,810 01	69 30	18,710 62	(99 39)		18,710 62	1 19	C

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tegrated Oil & Gas											
CHEVRON CORPORATION TICKER CVX	116 00	3 60	104 66	12,140 68	108 14	12,544 24	403 56		12,544 24	0 80	C
EXXON MOBIL CORP TICKER XOM	215 00	2 28	88 09	18,939 18	86 55	18,608 25	(330 93)		18,608 25	1 18	C
ACCRUAL ADR DIVIDEND TOTAL S A SPON ADR EX DATE 12/12/2012 PAY DATE 01/10/2013								85 71	85 71	0 01	C
Integrated Oil & Gas				31,079 86		31,152 49	72 63	85 71	31,238 20	1 99	
Oil & Gas Storage & Transportation											
KINDER MORGAN HOLD CO LLC TICKER KMI	360 00	1 44	35 28	12,699 61	35 33	12,718 80	19 19		12,718 80	0 81	C
WILLIAMS COS THE COM TICKER WMB	388 00	1 30	32 61	12,652 76	32 74	12,703 12	50 36		12,703 12	0 81	C
Oil & Gas Storage & Transportation				25,352 37		25,421 92	69 55		25,421 92	1 62	
Energy				75,242 24		75,285 03	42 79	85 71	75,370 74	4 80	

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aterials											
Gold											
BARRICK GOLD CORP COM TICKER ABX	380 00	0 80	33 80	12,844 00	35 01	13,303 80	459 80		13,303 80	0 85	C
Industrials											
Aerospace & Defense											
HONEYWELL INTERNATIONA L INC COM STK TICKER HON	299 00	1 64	54 05	16,160 02	63 47	18,977 53	2,817 51		18,977 53	1 21	C
UNITED TECHNOLOGIES CORP TICKER UTX	229 00	2 14	79 77	18,268 43	82 01	18,780 29	511 86		18,780 29	1 20	C
Aerospace & Defense				34,428 45		37,757 82	3,329 37		37,757 82	2 40	
Industrial Conglomerates											
3 M CO CKER MMM	135 00	2 36	93 22	12,585 16	92 85	12,534 75	(50 41)		12,534 75	0 80	C
GENERAL ELEC CO TICKER GE	610 00	0 76	21 15	12,901 08	20 99	12,803 90	(97 18)		12,803 90	0 82	C

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Trade Date Reporting

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CCRUAL CASH DIVIDEND GENERAL ELEC CO EX DATE 12/20/2012 PAY DATE 01/25/2013								51 30	51 30	0 00	C
Industrial Conglomerates				25,486 24		25,338 65	(147 59)	51 30	25,389 95	1 62	
Industrials				59,914 69		63,096 47	3,181 78	51 30	63,147 77	4 02	
Consumer Discretionary											
Apparel & Accessories											
V F CORP TICKER VFC	84 00	3 48	138 19	11,608 00	150 97	12,681 48	1,073 48		12,681 48	0 81	C
Restaurants											
YUM BRANDS INC TICKER YUM	286 00	1 34	64 55	18,460 53	66 40	18,990 40	529 87		18,990 40	1 21	C
Movies & Entertainment											
WALT DISNEY CO (HOLDING COMPANY) CKER DIS	250 00	0 75	50 21	12,551 63	49 79	12,447 50	(104 13)		12,447 50	0 79	C

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Valuation Currency: USD

Portfolio Valuation By Position
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12/31/2012
Trade Date Reporting

Security Description	Shares or Face Value	Div or YTM@pur	Book Price	Book Cost	Market Price	Market Value	Unrealized Gain (Loss)	Accrued Interest	Total Market Value	% of *** Portfolio	Acct Type
eneral Merchandise Stores											
TARGET CORP COM STK TICKER TGT	210 00	1 44	60 05	12,609 81	59 17	12,425 70	(184 11)		12,425 70	0 79	C
Consumer Discretionary				55,229 97		56,545 08	1,315 11		56,545 08	3 60	
Consumer Staples											
Drug Retail											
WALGREEN CO COM TICKER WAG	427 00	1 10	36 48	15,576 96	37 01	15,803 27	226 31		15,803 27	1 01	C
Soft Drinks											
PEPSICO INC TICKER PEP	180 00	2 15	69 50	12,509 10	68 43	12,317 40	(191 70)		12,317 40	0 78	C
Packaged Foods											
MONDELEZ INTL INC TICKER MDLZ	490 00	0 52	25 75	12,615 30	25 45	12 472 07	(143 23)		12,472 07	0 79	C
ACCRUAL CASH DIVIDEND MONDELEZ INTL INC EX DATE 12/27/2012 PAY DATE 01/14/2013								63 70	63.70	0 00	C
Packaged Foods				12,615 30		12,472 07	(143 23)	63 70	12,535 77	0 80	

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12/31/2012
Trade Date Reporting

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Security Description	Shares or Face Value	Div or YTM@pur	Book Price	Book Cost	Market Price	Market Value	Unrealized Gain (Loss)	Accrued Interest	Total Market Value	% of *** Portfolio	Acct Type
ousehold Products											
COLGATE PALMOLIVE CO COM TICKER CL	149 00	2 48	101 39	15,106 62	104 54	15,576 46	469 84		15,576 46	0 99	C
Consumer Staples				55,807 98		56,169 20	361 22	63 70	56,232 90	3 58	
Health Care											
Health Care Equipment											
BAXTER INTERNATIONAL INC USD1 COM TICKER BAX	283 00	1 80	60 95	17,248 51	66 66	18,864 78	1,616 27		18,864 78	1 20	C
ACCRUAL CASH DIVIDEND BAXTER INTERNATIONAL INC USD1 EX DATE 12/05/2012 PAY DATE 01/03/2013								257 85	257 85	0 02	C
COVIDIEN PLC TICKER COV	330 00	1 04	57 10	18,844 12	57 74	19,054 20	210 08		19,054 20	1 21	C
Health Care Equipment				36,092 63		37,918 98	1,826 35	257 85	38,176 83	2 43	
. harmaceuticals											
ALLERGAN INC COM TICKER AGN	135 00	0 20	92 10	12,433 51	91 73	12,383 55	(49 96)		12,383 55	0 79	C

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RISTOL MYERS SQUIBBCO USD 10 ιCKER BMY	392 00	1 40	35 13	13,769 00	32 59	12,775 28	(993 72)		12,775 28	0 81	C
Pharmaceuticals				26,202 51		25,158 83	(1,043 68)		25,158 83	1 60	
THERMO FISHER TICKER TMO	195 00	0 60	64 05	12,489 11	63 78	12,437 10	(52 01)		12,437 10	0 79	C
Health Care				74,784 25		75,514 91	730 66	257 85	75,772 76	4 82	
Financials											
Banks											
WELLS FARGO COMPANY TICKER WFC	365 00	0 88	34 57	12,616 74	34 18	12,475 70	(141 04)		12,475 70	0 79	C
Regional Banks											
PNC FINANCIAL SERVICES GRP COM STK CKER PNC	325 00	1 60	57 91	18,820 75	58 31	18,950 75	130 00		18,950 75	1 21	C
Diversified Financial Services											
JPMORGAN CHASE & CO TICKER JPM	576 00	1 20	36 54	21,045 14	43 97	25,326 20	4,281 06		25,326 20	1 61	C

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sset Management & Custody Banks											
BLACKROCK INC TICKER BLK	60 00	6 00	206 37	12,382 20	206 71	12,402 60	20 40		12,402 60	0 79	C
Insurance Brokers											
MARSH & MCLENNAN COS INC COM TICKER MMC	360 00	0 92	35 16	12,658 82	34 47	12,409 20	(249 62)		12,409 20	0 79	C
Property & Casualty Insurance											
ACCRUAL CASH DIVIDEND CHUBB CORP COM EX DATE 12/19/2012 PAY DATE 01/08/2013								190 24	190 24	0 01	C
Financials				77,523 65		81,564 45	4,040 80	190 24	81,754 69	5 21	
Information Technology											
IT Consulting & Services											
ACCENTURE PLC .CKER ACN	181 00	1 62	55 70	10 081 88	66 50	12,036 50	1,954 62		12,036 50	0 77	C
Data Processing & Outsourced Services											
VISA INC CLASS A TICKER V	83 00	1 32	150 85	12,520 55	151 58	12,581 14	60 59		12,581 14	0 80	C

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stems Software											
MICROSOFT CORP TICKER MSFT	695 00	0 92	24 95	17,340 40	26 71	18,563 24	1,222 84		18,563 24	1 18	C
ORACLE CORP TICKER ORCL	565 00	0 24	33 66	19,015 36	33 32	18,825 80	(189 56)		18,825 80	1 20	C
Systems Software				36,355 76		37,389 04	1,033 28		37,389 04	2 38	
Telecommunications Equipment											
QUALCOMM INC TICKER QCOM	405 00	1 00	62 11	25,152 73	61 86	25,053 14	(99 59)		25,053 14	1 60	C
Computer Hardware											
APPLE INC TICKER AAPL	36 00	10 60	574 39	20,678 04	532 17	19,158 22	(1,519 82)		19,158 22	1 22	C
Computer Storage & Peripherals											
EMC CORP MASS COM STK .CKER EMC	495 00		25 53	12,635 57	25 30	12,523 50	(112 07)		12,523 50	0 80	C
Information Technology				117,424 53		118,741 54	1,317 01		118,741 54	7 56	

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Cost Basis and acquisition dates for securities delivered into your account after your purchase were provided by you or a third party and we make no representation as to the accuracy of such information
The totals in the portfolio valuation by position section do not include the value of unpriced securities (securities with prices denoted with N/A) and any assets not held by Morgan Stanley & Co LLC Yield/Interest and Gain/Loss information is estimated
***An investment in a money market fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency Although the Fund seeks to preserve the value of your investment at $1 00 per share,*
it is possible to lose money by investing in the fund The yield shown represents the SEC 7-day yield
**** Please see the general disclosures set forth at the end of this Supplemental Report*

Morgan Stanley Private Wealth Management
One Tower Bridge, 6th Floor
West Conshohocken, PA 19428
800-954-2283

Valuation Currency: USD

Portfolio Valuation By Position
P2-78050 : HUNDT FAMILY FOUNDATION
12/31/2012
Trade Date Reporting

Security Description	*Shares or Face Value*	*Div or YTM@pur*	*Book Price*	*Book Cost*	*Market Price*	*Market Value*	*Unrealized Gain (Loss)*	*Accrued Interest*	*Total Market Value*	*% of *** Portfolio*	*Acct Type*
elecommunication Services											
Integrated Telecommunication Services											
ACCRUAL CASH DIVIDEND BCE INC NEW COM EX DATE 12/12/2012 PAY DATE 01/15/2013								74 63	74 63	0 00	C
CENTURYLINK INC TICKER CTL	320 00	2 90	39 28	12,568 54	39 12	12,518 40	(50 14)		12,518 40	0 80	C
Integrated Telecommunication Services				12,568 54		12,518 40	(50 14)	74 63	12,593 03	0 80	
Wireless Telecommunication Services											
CROWN CASTLE INTERNATIONAL COR COM STK TICKER CCI	180 00		71 56	12,880 82	72 16	12,988 80	107 98		12,988 80	0 83	C
Telecommunication Services				25,449 36		25,507 20	57 84	74 63	25,581 83	1 63	
Utilities											
lectric Utilities											
XCEL ENERGY INC COM STK TICKER XEL	465 00	1 08	27 37	12,725 52	26 71	12,420 15	(305 37)		12,420 15	0 79	C

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Portfolio Valuation By Position
P2-78050 : HUNDT FAMILY FOUNDATION
12/31/2012
Trade Date Reporting

Valuation Currency: USD

Security Description	Shares or Face Value	Div or YTM@pur	Book Price	Book Cost	Market Price	Market Value	Unrealized Gain (Loss)	Accrued Interest	Total Market Value	% of *** Portfolio	Acct Type
CCRUAL CASH DIVIDEND .CEL ENERGY INC COM STK EX DATE 12/24/2012 PAY DATE 01/20/2013								125 55	125 55	0 01	C
Electric Utilities				12,725 52		12,420 15	(305 37)	125 55	12,545 70	0 80	
Multi-Utilities											
SEMPRA ENERGY COM STK TICKER SRE	178 00	2 40	68 00	12,104 00	70 94	12,627 32	523 32		12,627 32	0 80	C
ACCRUAL CASH DIVIDEND SEMPRA ENERGY COM STK EX DATE 12/26/2012 PAY DATE 01/15/2013								106 80	106 80	0 01	C
Multi-Utilities				12,104 00		12,627 32	523 32	106 80	12,734 12	0 81	
Utilities				24,829 52		25,047 47	217 95	232 35	25,279 82	1 61	
TOTAL COMMON STOCKS				579,050 19		590,775 15	11,724 96	955 77	591,730 92	37 68	
EQUITY MUTUAL FUNDS											
IATTHEWS ASIA DIVIDEND INV TICKER MAPIX	10,373 44	0 56	14 46	150,000 00	14 58	151,244 81	1,244 81		151,244 81	9 63	C

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Morgan Stanley Private Wealth Management
One Tower Bridge, 6th Floor
West Conshohocken, PA 19428
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Portfolio Valuation By Position
P2-78050 : HUNDT FAMILY FOUNDATION
12/31/2012
Trade Date Reporting

Valuation Currency: USD

Security Description	*Shares or Face Value*	*Div or YTM@pur*	*Book Price*	*Book Cost*	*Market Price*	*Market Value*	*Unrealized Gain (Loss)*	*Accrued Interest*	*Total Market Value*	*% of *** Portfolio*	*Acct Type*
MUTUAL FUNDS											
RYDEX SGI MGD FUTURES STRATEGY F TICKER RYMFX	3,201 68		23 44	75,044 79	21 23	67,971 58	(7,073 21)		67,971 58	4 33	C
EXCHANGE TRADED FUNDS											
ISHARES TR MSCI EAFE IDX TICKER EFA	1,731 00	1 76	56 59	97,964 22	56 86	98,424 66	460 44		98,424 66	6 27	C
ACCRUAL CLOSE END FUNDS DSTRBN SPDR S&P DIVIDEND ETF EX DATE 12/21/2012 PAY DATE 01/04/2013								387 79	387 79	0 02	C
TOTAL EXCHANGE TRADED FUNDS				97,964 22		98,424 66	460 44	387 79	98,812 45	6 29	
TOTAL EQUITIES				*902,059 20* T-1		*908,416.20*	*6,357 00*	*1,343.56*	*909,759.76*	*57.93*	
TOTAL PORTFOLIO				1,586,866.55		1,569,106.46	(17,760.09)	1,343.56	1,570,450.02	100.00	

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Morgan Stanley
Private Wealth Management

Supplemental Report

Realized Gains & Losses
858801166 : HUNDT FAMILY FOUNDATION *PDP*
01/01/2012 to 06/10/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date		Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
10,000 000	INTEL CORP	10/16/2008	01/20/2012	B	201,800 00	259,195 00		57,395 00
	TOTAL PORTFOLIO				**201,800.00**	**259,195.00**	**0.00**	**57,395 00**

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Supplemental Report

One Tower Bridge, 6th Floor
West Conshohocken, PA 19428
800-954-2283

Realized Gains & Losses
P2-78050 : HUNDT FAMILY FOUNDATION
01/01/2012 to 12/31/2012
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date		Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
721 000	SPDR S&P 500 ETF TRUST	03/15/2011	01/30/2012	A	92 122 17	93,990.49	1,868 32	
648 000	ISHARES IBOXX INV GRADE CORP 4 629% DUE @ 0 00	04/03/2009	05/18/2012	B	60,266 59	74,927.86		14,661 27
580 000	AFLAC INC USD 10 COM	10/28/2011	06/27/2012	A	27,149 80	23,619 68	(3,530.12)	
533 000	AT&T INC ISIN US00206R1023	05/28/2010	06/27/2012	B	13,111 75	18,763 84		5,652 09
1 605 000	CADENCE DESIGN SYSTEMS INC COM	07/12/2010	06/27/2012		9,725.50	16,779 90		7,054 40
250.000	CHINA PETROLEUM & CHEM -ADR	08/09/2010	06/27/2012		20,394.00	21,855.51		1,461 51
430 000	COCA COLA CO 25	09/09/2010	06/27/2012		24,994 01	32,849 11		7,855.10
120 000	CONOCOPHILLIPS	10/28/2011	06/27/2012	A	6,682 78	6,525.91	(156.87)	
636 000	EBAY INC COM STK	07/12/2010	06/27/2012	B	12,847 14	26,929.73		14,082 59
120.000	EXXON MOBIL CORP	10/28/2011	06/27/2012	A	9,745.80	10,021.43	275 63	
416.000	JOHNSON & JOHNSON	09/09/2010	06/27/2012	B	24,949 85	27,839.67		2,889 82
1,480 000	MARKET VECTORS VIETNAM ETF	09/09/2010	06/27/2012	B	36,635 48	26,364.12		(10,271.36)
17 795	MATTHEWS PACIFIC TIGER FD MUT FD	12/08/2011	06/27/2012	A	367.47	376.72	9 25	
52 695	MATTHEWS PACIFIC TIGER FD MUT FD	12/08/2011	06/27/2012	A	1,088.15	1,115 55	27 40	
3,290 933	MATTHEWS PACIFIC TIGER FD MUT FD	12/29/2010	06/27/2012	B	76,580 00	69,669 05		(6,910.95)
358 000	MICROSOFT CORP	07/08/2009	06/27/2012	B	7,910.73	10,812 71		2,901 98
60 000	PHILLIPS 66 WI	10/28/2011	06/27/2012	A	1,986 02	1,918 15	(67.87)	
3,295 000	SPDR S&P DIVIDEND ETF	01/30/2012	06/27/2012	A	180,256.93	180,104 94	(151.99)	
1,065 000	TAKE-TWO INTERACTIVESOFTWRE COM	07/12/2010	06/27/2012	B	9,914 51	10,005.45		90 94
280.000	TIME WARNER INC	10/28/2011	06/27/2012	A	9,913.40	10,624.22	710 82	
270.000	TOTAL S A SPON ADR	10/28/2011	06/27/2012	A	14,658.30	11,513.76	(3,144.54)	
800 000	TENCENT HOLD (HOK LISTING)	07/29/2010	06/28/2012	B	15,281.68	23,105 44		7,823 76
301 000	ACCENTURE PLC	06/27/2012	07/12/2012	A	16,766.00	17,147 61	381.61	
1,187 000	GENERAL ELEC CO	06/27/2012	08/17/2012		23,829.97	24,923.71	1,093 74	
450 000	GENERAL ELEC CO	10/28/2011	08/17/2012		7,751.25	9,448 75	1,697 50	

Supplemental Report

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Realized Gains & Losses
P2-78050 : HUNDT FAMILY FOUNDATION
01/01/2012 to 12/31/2012
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date		Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
814.000	CARDINAL HEALTH INC COM	06/27/2012	09/20/2012	A	32,881.94	31,006.68	(1,875.26)	
325.000	ISHARES IBOXX H/Y CORP BOND 6.160% DUE @ 0.00	08/24/2011	09/28/2012	B	27,787.50	30,075.83		2,288.33
1,500.000	ISHARES IBOXX H/Y CORP BOND 6.160% DUE @ 0.00	08/16/2011	09/28/2012		129,278.55	138,811.54		9,532.99
470.000	PEPSICO INC	06/27/2012	11/20/2012	A	32,804.45	32,240.47	(563.98)	
290.980	TCW GALILEO TOTAL RETURN BOND FUND - "I" SHARE	08/24/2009	12/11/2012	B	2,909.80	3,000.00		90.20
110.000	ACCENTURE PLC	06/27/2012	12/21/2012	A	6,127.11	7,510.99	1,383.88	
108.000	AFLAC INC USD 10 COM	12/10/2012	12/21/2012		5,787.18	5,853.09	65.91	
21.000	APPLE INC	06/27/2012	12/21/2012		12,062.19	10,804.67	(1,257.52)	
167.000	AT&T INC ISIN US00206R1023	12/10/2012	12/21/2012		5,623.73	5,651.90	28.17	
467.000	AT&T INC ISIN US00206R1023	05/28/2010	12/21/2012	B	11,488.15	15,805.02		4,316.87
573.000	BANK OF AMERICA CORP	12/10/2012	12/21/2012	A	6,042.29	6,453.61	411.32	
290.000	BAXTER INTERNATIONAL INC USD1 COM	09/20/2012	12/21/2012		17,675.15	19,495.27	1,820.12	
131.000	BCE INC NEW COM	12/10/2012	12/21/2012		5,671.65	5,611.19	(60.46)	
545.000	BRISTOL MYERS SQUIBBCO USD 10	06/27/2012	12/21/2012		19,143.13	17,739.40	(1,403.73)	
175.000	CHEVRON CORPORATION	06/27/2012	12/21/2012		17,934.00	19,184.45	1,250.45	
85.000	CHEVRON CORPORATION	10/28/2011	12/21/2012	B	9,233.13	9,318.16		85.03
464.000	CHUBB CORP COM	06/27/2012	12/21/2012	A	32,852.31	35,125.49	2,273.18	
151.000	COCA COLA CO 25	12/10/2012	12/21/2012		5,684.40	5,539.09	(145.31)	
175.000	COLGATE PALMOLIVE CO COM	06/27/2012	12/21/2012		17,742.67	18,522.14	779.47	
153.000	COMCAST CORP CL A	12/10/2012	12/21/2012		5,694.66	5,733.47	38.81	
96.000	CONOCOPHILLIPS	12/10/2012	12/21/2012		5,552.16	5,637.09	84.93	
220.000	ESSEX PPTY TR INC COM	06/27/2012	12/21/2012		32,860.41	32,372.58	(487.83)	

Realized Gains & Losses
P2-78050 : HUNDT FAMILY FOUNDATION
01/01/2012 to 12/31/2012
Trade Date Reporting

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Shares or Face Value	Security Description	Purchase Date	Sale Date		Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
4 000	GOOGLE	12/10/2012	12/21/2012	A	2.750 88	2.865 81	114 93	
310.000	HONEYWELL INTERNATIONA L INC COM STK	06/27/2012	12/21/2012		16.754.54	19.880.87	3.126 33	
30 000	INTL BUSINESS MACHS CORP	12/10/2012	12/21/2012		5.777.85	5.820.59	42.74	
100 000	INTL BUSINESS MACHS CORP	06/27/2012	12/21/2012		19.333.35	19.401.96	68 61	
70 000	INTL BUSINESS MACHS CORP	10/28/2011	12/21/2012	B	13.067 25	13.581.38		514 13
826 000	ISHARES BARCLAYS 1-3 YR TREASURY 0 313% DUE @ 0 00	04/03/2009	12/21/2012		69.259 85	69.729.35		469 50
214.000	ISHARES BARCLAYS TIPS BOND FUND 2 693% DUE @ 0 00	04/03/2009	12/21/2012		21.658 30	26.090.29		4.431 99
81 000	JOHNSON & JOHNSON	12/10/2012	12/21/2012	A	5.712 93	5.716.85	3 92	
325.000	JPMORGAN CHASE & CO	06/27/2012	12/21/2012		11.874 43	14.297.59	2.423 16	
64 000	MCDONALDS CORP COM	12/10/2012	12/21/2012		5.733 76	5.733.63	(0.13)	
170 000	METLIFE INC COMM STOCK	12/10/2012	12/21/2012		5.578 55	5.678.48	99.93	
226 000	MICROSOFT CORP	07/12/2010	12/21/2012	B	5.564.12	6.143.24		579 12
279 000	MICROSOFT CORP	07/08/2009	12/21/2012	B	6.165.06	7.583.92		1.418 86
196 000	PHILIP MORRIS INTL	11/20/2012	12/21/2012	A	17.074 76	16.556.31	(518 45)	
490 000	SEADRILL	06/27/2012	12/21/2012		16.487.18	18.174.92	1.687.74	
305.000	SEMPRA ENERGY COM STK	06/27/2012	12/21/2012		20 740 00	21.933.03	1.193 03	
292.000	SPDR DB INT GOVT 1 574% DUE @ 0 00	10/27/2010	12/21/2012	B	17.267.59	18.617.50		1.349 91
304.000	SPDR S&P DIVIDEND ETF	07/12/2012	12/21/2012	A	16.644 55	17.764.14	1.119.59	
361 000	SPDR S&P DIVIDEND ETF	01/30/2012	12/21/2012		19.748 94	21.094.92	1.345 98	
61.000	TIME WARNER INC	12/10/2012	12/21/2012		2.855 72	2.911.46	55.74	
112.000	TOTAL S A SPON ADR	12/10/2012	12/21/2012		5.589.36	5.762.83	173.47	
205.000	UNITED TECHNOLOGIES CORP	08/17/2012	12/21/2012		16.353.83	16.920.32	566.49	
155 000	V F CORP	06/27/2012	12/21/2012		21.419.53	23.270.60	1.851.07	
65 000	VERIZON COMMUNICATIONS COM STK	12/10/2012	12/21/2012		2.872.35	2.840.43	(31 92)	
109 000	VODAFONE GP PLC ADS NEW	12/10/2012	12/21/2012		2.826 92	2.743 85	(83 07)	

Supplemental Report

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Realized Gains & Losses
P2-78050 : HUNDT FAMILY FOUNDATION
01/01/2012 to 12/31/2012
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date		Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
11 000	WILLIAMS COS THE COM	11/20/2012	12/21/2012	A	358 71	357 54	(1 17)	
1,169 000	WILLIAMS COS THE COM	06/27/2012	12/21/2012		33,018 41	37,996 91	4,978.50	
225 000	YUM BRANDS INC	06/27/2012	12/21/2012		14,523.14	14,394 05	(129 09)	
	TOTAL PORTFOLIO				1,544,777.70	1,636,588.21	19,442.43	72,368.08

	COST	PROCEEDS	GAIN (LOSS)
SHORT TERM $A	918,487.16	937,929.59	19,442.43
LONG TERM $B	828,090.54	957,853.62	129,763.08
	1,746,577.70	1,895,783.21	149,205.51

Form 8868 (Rev January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization or other filer, see instructions THE HUNDT FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 52-2236016
	Number, street, and room or suite no If a P O box, see instructions 6416 BROOKSIDE DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHEVY CHASE, MD 20815	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE FOUNDATION

Telephone No ▶ 301 913-5919 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 20 12 or

▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 2,800.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 2,800.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions