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Form 990-PF Department of the Treasury

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.

Internal Revenue Service For calendar year 2012 or tax year beginning , and ending A Employer identification number Name of foundation KNOPF FAMILY FOUNDATION, INC. 57-1179990 % CHARLES E KNOPF JR Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 781-246-1810 6680 SE HARBOR CIRCLE City or town, state, and ZIP code C If exemption application is pending, check here 34996 STUART, FL G Check all that apply: Initial return Initial return of a former public charity D 1 Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here 1 Fair market value of all assets at end of year | J | Accounting method: | X | Cash Accrual F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here Other (specify) (from Part II, col (c), line 16) 3,290,379. (Part I, column (d) must be on cash basis) ▶\$ Analysis of Revenue and Expenses (d) Disbursements Part I (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books ıncome ıncome 500,015 N/A Contributions, gifts, grants, etc., received if the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments 29,584 STATEMENT 29,584 68,534. 68,534. STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 214,658 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all 2,206,669. 214,658 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances N., VY 2013 b Less Cost of goods sold c Gross profit or (loss) 11 Other income *7* 1 812,791 312,776 12 Total Add lines 1 through 11 0. 0 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 0. STMT 3 1,600. 0. **b** Accounting fees c Other professional fees and Administrative 17 Interest 3,458 0. 0. STMT 4 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 19,165 0. 0. STMT 5 23 Other expenses 24 Total operating and administrative 24,223 expenses. Add lines 13 through 23 174,500. 174,500 25 Contributions, gifts, grants paid 26 Total expenses and disbursements 174,500. 198,723 0 Add lines 24 and 25 27 Subtract line 26 from line 12: 614,068 a Excess of revenue over expenses and disbursements 312,776 b Net investment income (if negative, enter -0-) N/A C Adjusted net income (if negative, enter -0-)

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1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30	1 1	
	(must agree with end-of-year figure reported on prior year's return)	1	2,741,307
2	Enter amount from Part I, line 27a	2	614,068
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	3,355,375
5	Decreases not included in line 2 (itemize)	5	0
-	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,355,375

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2-story brick w		s) of property sold (e ommon stock, 200 st			1 1	How ac - Purc - Dona	quired hase ation	(c) Date (mo.,	acquired day, yr.)	(d) Date sold (mo., day, yr.)
1a					<u> </u>				_	
b SEE ATTACHEI	O STATE	MENTS			 -					
d d									-	
e					╁					
(e) Gross sales price		reciation allowed r allowable)		st or other basis expense of sale		•		(h) (e) plu	Gain or (loss is (f) minus	i) (g)
a										
b										
С										
d										
e 2,206,669.				1,992,01	.1.					<u>214,658.</u>
Complete only for assets show	ing gain in coli	ımn (h) and owned by	the foundation	on 12/31/69					Col. (h) gain	
(i) F M V as of 12/31/69		djusted basis of 12/31/69		cess of col. (i) col. (j), if any			co		not less that s (from col.	
a										
b										
С			ļ <u> </u>	····						
<u>d</u>										
<u>e</u>				-			ı			214,658.
2 Capital gain net income or (net o	capital loss)	If gain, also enter -I	er in Part I, line 0- in Part I, line	7 7	}	2				214,658.
Net short-term capital gain or (lo	oss) as defined	-								
If gain, also enter in Part I, line 8			(0).] [
If (loss), enter -0- in Part I, line I	8					3_			N/A	
Part V Qualification I	Under Sec	tion 4940(e) to	r Heaucea	lax on Net	Inv	estn	nent in	come		
If section 4940(d)(2) applies, leave Was the foundation liable for the se	ction 4942 tax			•	rıod?					Yes X No
If "Yes," the foundation does not qu 1 Enter the appropriate amount in					entries	<u> </u>				
(a) Base period years Calendar year (or tax year beginn		(b) Adjusted qualifying di		Net value of no	(c)		use assets	;	Distri (col. (b) di	(d) bution ratio vided by col. (c))
2011	mig my		16,438.		2	37	8,610	5.	(00.11 (0) 0.1	.061564
2010			17,640.				6,774			.060740
2009			33,866.				5,84			.052553
2008			55,950.				5,568			.058077
2007			55,750.				7,49		····	.061433
	· · ·									
2 Total of line 1, column (d)								2		.294367
3 Average distribution ratio for the	e 5-year base p	eriod - divide the total	on line 2 by 5,	or by the number	of ye	ars				
the foundation has been in exist	ence if less tha	n 5 years	•	•	-			3		.058873
		•								
4 Enter the net value of noncharita	able-use assets	for 2012 from Part X	, line 5					4		2,859,283
										-
Multiply line 4 by line 3								5	<u> </u>	168,335
6 Enter 1% of net investment inco	me (1% of Par	t I, line 27b)						6		3,128.
7 Add lines 5 and 6								7		171,463
8 Enter qualifying distributions fro	om Part XII. line	: 4						8		174,500
If line 8 is equal to or greater that	•		e 1h. and comm	lete that nart user	10 a 10	% tav	rate		1	
See the Part VI instructions	4 mio 7, 01166	and box in r art vi, iiii	o io, and comp	note that part usil	ıya I	, o LQ A I	uio			

KNOPF FAMILY FOUNDATION, INC.

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Part VI	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e)	, or 4	948	- see ii	ıstru	ctior	ıs)
1a Exem	ot operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1.						
•	of ruling or determination letter (attach copy of letter if necessary-see instructions)						
b Dome	stic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 🗶 and enter 1%	}	1			<u>3,1</u>	<u>28.</u>
of Pa	t I, line 27b						
	er domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). 🕠						
2 Tax u	nder section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		_2_				<u> 0 . </u>
	nes 1 and 2		_3_			3,1	
4 Subti	le A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4				<u>0.</u>
	ased on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5			3,1	<u> 28.</u>
	s/Payments·						
		<u> 10.</u>	1	1			
	ot foreign organizations - tax withheld at source						
•	aid with application for extension of time to file (Form 8868)			1			
	p withholding erroneously withheld						
	credits and payments. Add lines 6a through 6d		7			1,0	<u>40.</u>
	any penalty for underpayment of estimated tax. Check here if Form 2220 is attached		8				
	ue If the total of lines 5 and 8 is more than line 7, enter amount owed		9_			<u>2,0</u>	<u>88.</u>
· · ·	ayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		_10_		_		
	the amount of line 10 to be: Credited to 2013 estimated tax	ed 🚩	11	l			
Part VI						Yes	NIa
	g the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or in	tervene	ın			165	
	plitical campaign?			l	1a		X
	spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for defini	· ·			_1b		<u>X</u>
	answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials p	ublishe	ea or				
	outed by the foundation in connection with the activities				ا . ا		v
	e foundation file Form 1120-POL for this year?				_1c		<u> </u>
	the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	^			ĺ		
	n the foundation ► \$ (2) On foundation managers. ► \$	0.					
	the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation $lacktriangleright$ $lacktriangleright$ $lacktriangleright$ $lacktriangleright$ $lacktriangleright$ $lacktriangleright$)				1	
	gers > \$0 . The foundation engaged in any activities that have not previously been reported to the IRS?				2		X
	s," attach a detailed description of the activities						
	s, 'arrach' a detailed description of the activities le foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorpo	ration (nr.				
	s, or other similar instruments? If "Yes," attach a conformed copy of the changes	ration, v	,,		3		_x
_	e foundation have unrelated business gross income of \$1,000 or more during the year?				4a		X
	s," has it filed a tax return on Form 990 -T for this year?		N	/A	4b		
	here a liquidation, termination, dissolution, or substantial contraction during the year?			,	5		X
	s," attach the statement required by General Instruction T					_	
	e requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:						
	anguage in the governing instrument, or						
-	state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with	the state	a law				
	iain in the governing instrument?				6		X
	e foundation have at least \$5,000 in assets at any time during the year?				7	Х	
	s," complete Part II, col. (c), and Part XV						
8a Enter	the states to which the foundation reports or with which it is registered (see instructions)	_					
$_{ m FL}$							
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 eac	h state as required by General Instruction G? If "No," attach explanation				8b	Х	
9 Is the	foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5)	for cale	ndar				
year 2	012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV				9		_X
10 Did a	y persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresse	s S	TMT	7	10	X	<u> </u>

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KNOPF FAMILY FOUNDATION, INC.

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	rt 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	orivileges?	ŀ		
	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		► 781-24		10	_
	Located at ► 90 BAYSTATE RD., WAKEFIELD, MA	ZIP+4 ▶ 01	880		-
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		/	_▶└─	ı
	and enter the amount of tax-exempt interest received or accrued during the year	15	N/		_
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	ŀ		es No	
	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				
Pa	ountry Int 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.		Υ	es No	_
1a	During the year did the foundation (either directly or indirectly)	į			_
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	es X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		es X No			
		es X No	1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	es X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available				
	· · · · · · · · · · · · · · · · · · ·	es 🗶 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	es X No			
		es La No		1	
0	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	N/A	45	1	
	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		-
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
٠	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))				
а	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginns	ng			
	before 2012?	es 🗶 No			
	If "Yes," list the years \blacktriangleright				
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 attac		İ		
	statement - see instructions.)	N/A	2b		
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.				
٥.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
3 a		'es X No			
	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons a				
Û	May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to				
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule)	-			
	Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	, 	4a	X	_
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos	se that			_
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b	X	
		Forr	n 990- l	PF (2012)

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KNOPF FAMILY FOUNDATION, INC. Form 990-PF (2012) % CHARLES E KNOPF JR 57-1179990 Page 6 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: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A 5b Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained N/A Yes No expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? 6b X **b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870 Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/AInformation About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average hours per week devoted to position (c) Compensation (e) Expense account, other allowances (If not paid enter -0-) (a) Name and address CHARLES E. KNOPF JR TRUSTEE 6680 SE HARBOR CIRCLE 0. 0 0 0.00 STUART. FL 34996 TRUSTEE JEFFREY P. MANNING 90 BAYSTATE RD 0. WAKEFIELD, MA 01880 0.00 0 0 TRUSTEE ASHLEY J. KNOPF CAPPELEN 1803 BARKER DRIVE 0 0.00 0 0. WINTER PARK, FL 32792 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances (b) Title, and average (a) Name and address of each employee paid more than \$50,000 ` 'hours per week devoted to position (c) Compensation NONE

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

KNOPF FAMILY FOUNDATION, INC.

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Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)	ion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	7	
Total number of others receiving over \$50,000 for professional services		<u>▶</u> 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic		Expenses
number of organizations and other beneficiaries served, conferences convened, research papers produ	iced, etc.	
1 <u>N/A</u>		
2		
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 li	nes 1 and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	>	0.
1 V 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		

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P	art X` Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndation	s, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
-	Average monthly fair market value of securities	1a	2,882,104.
	Average of monthly cash balances	1b	20,721.
	Fair market value of all other assets	1c	
	Total (add lines 1a, b, and c)	1d	2,902,825.
	Reduction claimed for blockage or other factors reported on lines 1a and		<u> </u>
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,902,825.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,542.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,859,283.
6	Minimum investment return Enter 5% of line 5	6	142,964.
=	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	id certaii	
1	Minimum investment return from Part X, line 6	1	142,964.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012 (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	3,128.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	139,836.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	<u> 139,836.</u>
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	139,836.
P	art XII Qualifying Distributions (see instructions)		4
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		174 500
a		1a	174,500.
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:		
	Suitability test (prior IRS approval required)	3a	
þ	Cash distribution test (attach the required schedule)	3b	174 500
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	174,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	2 100
	income. Enter 1% of Part I, line 27b	5	3,128.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	171,372.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years	qualifies	tor the section

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Part XIII Undistributed Income (see instructions) (a) (b) (c) (d) Years prior to 2011 Corpus 2011 2012 Distributable amount for 2012 from Part XI, 139,836. line 7 2 Undistributed income, if any, as of the end of 2012 0 a Enter amount for 2011 only h Total for prior years: 0 3 Excess distributions carryover, if any, to 2012 11,030. a From 2007 9,835. **b** From 2008 c From 2009 4,970. 21,521. d From 2010 29,541. e From 2011 76.897. f Total of lines 3a through e 4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ 174,500. 0 a Applied to 2011, but not more than line 2a b Applied to undistributed income of prior 0 years (Election required - see instructions) c Treated as distributions out of corpus 0. (Election required - see instructions) 139,836. d Applied to 2012 distributable amount 34,664 e Remaining amount distributed out of corpus 0. 0. Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below 111,561 a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract 0. 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 0 assessed d Subtract line 6c from line 6b Taxable 0. amount - see instructions e Undistributed income for 2011 Subtract line 0 4a from line 2a Taxable amount - see instr f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must 0. be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by 0 section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 11,030 not applied on line 5 or line 7 Excess distributions carryover to 2013 100,531 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: 9,835. a Excess from 2008 4,970. b Excess from 2009 21,521. c Excess from 2010 29,541. d Excess from 2011 34,664 e Excess from 2012 Form **990-PF** (2012)

KNOPF FAMILY FOUNDATION, INC.

	ES E KNOPF			57 <u>-</u> 13	179990 Page 10
Part XIV Private Operating F	oundations (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling o	r determination letter that	it is a private operating			
foundation, and the ruling is effective for	r 2012, enter the date of t	he ruling	•		
b Check box to indicate whether the found			in section	4942(j)(3) or 4	1942(¡)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years	<u> </u>	T ***
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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			<u> </u>		
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					ii.
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,			N.		1
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 Info	rmation (Comple	te this part only	if the foundati	ion had \$5,000 or m	nore in assets
at any time during t	he year-see insti	ructions.)			
1 Information Regarding Foundation	n Managers:				
a List any managers of the foundation wh	o have contributed more	than 2% of the total con	tributions received by	the foundation before the cl	ose of any tax
year (but only if they have contributed n			·		
CHARLES E. KNOPF JR					
b List any managers of the foundation wh	o own 10% or more of th	e stock of a corporation	(or an equally large p	ortion of the ownership of a	partnership or
other entity) of which the foundation ha			(0. 2 1 , 2 , 2 , 1 , 3		,
NONE					
2 Information Regarding Contribut	on Crant Cift Loon	Sabalarahin ata B	rograme:		
		• • • • • • • • • • • • • • • • • • • •	_	es not accept unsolicited rec	nugete for funde. If
the foundation makes gifts, grants, etc.					
					
a The name, address, and telephone num	ber or e-mail of the perso	n to wnom applications	snould be addressed:		
CDE CONTROLO 0					
SEE STATEMENT 8					
b The form in which applications should b	e submitted and informa	tion and materials they s	snould include:		
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields	, kinds of institutions	or other factors:	
2 137, resultations of minimum of until of	-, 135 as sy goograpino	040, 0armaoio iloidi	,	,	

57-1179990 Page 11

3 Grants and Contributions Paid During the		Payment	,	
. Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
a Paid during the year				
ALL PET RESCUE, INC.	NONE	PUBLIC CHARITY	GENERAL USE	
PO BOX 5544				
FORT PIERCE, FL 34954				12,000
BUSCH WILDLIFE SANCTUARY	NONE	PUBLIC CHARITY	GENERAL USE	
2500 JUPITER PARK DRIVE	HONE			
JUPITER FL 33458				20,000
		L		
CANINE COMPANIONS PO BOX 680388	NONE	PUBLIC CHARITY	GENERAL USE	
ORLANDO, FL 32868				3,000
OKMANDO, 11 J2000				
EQUINE RESCUE & ADOPTION FOUNDATION	NONE	PUBLIC CHARITY	GENERAL USE	
10152 WEST INDIANTOWN RD SUITE 136				10,000
JUPITER, FL 33478			-	10,000
FLORIDA OCEANOGRAPHIC SOCIETY	NONE	PUBLIC CHARITY	GENERAL USE	
890 NE OCEAN BLVD				10.000
STUART FL 34996 Total SEE CC	NTINUATION SHE	 ድጥ(ያነ	▶ 3a	10 000 174 500
b Approved for future payment	THURITON BIID			1/4,300
c representation to the payment				
NONE				
		 		
T-A-I		1	▶ 3b	
Total	 		<u> </u>	orm 990-PF (2012

Part XVI-A	Analysis of Income-Producing	Activities
I are A VI-A	Analysis of income-rioducing	ACTIVITIE

Enter gross amounts unless otherwise indicated	Unrelate	ed business income		ided by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
	Code		1 3000		
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					29,584.
4 Dividends and interest from securities			ļ		68,534.
5 Net rental income or (loss) from real estate:			<u> </u>		i
a Debt-financed property			<u> </u>		
b Not debt-financed property			<u> </u>		<u> </u>
6 Net rental income or (loss) from personal					
property					·
7 Other investment income			<u> </u>		
8 Gain or (loss) from sales of assets other					
than inventory			<u> </u>		214,658.
9 Net income or (loss) from special events			ļ		
O Gross profit or (loss) from sales of inventory			<u> </u>		
1 Other revenue			}		
å			 		
b			 -		
<u> </u>			 		
d			┼─		
e		0.	 	0.	312 776
12 Subtotal. Add columns (b), (d), and (e)	L	<u> </u>	<u> </u>	13	
13 Total Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13	<u> </u>
Part XVI-B Relationship of Activities t	o the Acc	omnlishment of F	emr	nt Purposes	
· · · · · · · · · · · · · · · · · · ·					anlink-mant of
Line No Explain below how each activity for which inco	•	, ,	Contri	outed importantly to the accord	ipiisnineni oi
3E INVESTMENT INCOME GENER			ידאדדי	S VET TO BE D	TSTRIBITED TO
BE ACCUMULATED AND ULT	MATELY	PATD OUT TN	IAC	CORDANCE WITH	THE
ORGANIZATION'S CHARITAI					
OROTHVI ZITTON B CHIRCITI	<u> </u>				·····
		·			
					<u>-</u>
					
					_ -
222421					

orm 990)-PF (20	012) % CHA	RLES E KNOPF	r JR	57-1	179990 P	age 13
Part >	(VII				and Relationships With None		
		Exempt Organ	izations				
1 Did	the org	anization directly or indi	rectly engage in any of the	following with any other organizati	on described in section 501(c) of	Yes	No
the	Code (other than section 501(c))(3) organizations) or in ser	ction 527, relating to political organ	nizations?		
			ation to a noncharitable exe				
(1)	Cash			. •		1a(1)	Х
	Other	assets				1a(2)	X
		sactions.					1
		of assets to a noncharital	ible exempt organization			16(1)	x
			incharitable exempt organiz	ation		1b(2)	X
٠,		of facilities, equipment,	, ,	ution		1b(3)	X
		oursement arrangements				1b(4)	X
		or loan guarantees					X
		-	embership or fundraising so	Neutations		1b(5)	X
			•			1b(6)	$\frac{1}{x}$
	-		ailing lists, other assets, or p	· •	ways show the for market value of the ac-		<u> </u>
				• • • • • • • • • • • • • • • • • • • •	ways show the fair market value of the go		
			other assets, or services re		ue in any transaction or sharing arrangem	ant, Show in	
(a) Line no		(b) Amount involved		naritable exempt organization	(d) Department of transfers transportant	and sharing arranger	
(a) Line no	-	(b) Amount involved			(d) Description of transfers, transactions	, and snaring arrangen	nents
				I/A			
						· <u> </u>	
	-						
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	-						
	-						~
	-						
	-						
			ļ————				
-	-		ļ				
	-						
			<u> </u>				
2a Is ti	he foun	dation directly or indirec	tly affiliated with, or related	to, one or more tax-exempt organ	izations described		
ın s	ection	501(c) of the Code (othe	er than section 501(c)(3)) or	r in section 527?		Yes Z	X No
b If "Y	es, co	mplete the following sch	•			<u></u>	
		(a) Name of org	ganization	(b) Type of organization	(c) Description of rela	tionship	
		N/A					
		-,-··					
		\mathcal{A}			1		
	ı				d statements, and to the best of my knowledge mation of which preparer has any knowledge	May the IRS discus	s this
Sign				- 1-1		return with the prep shown below (see in	nstr)?
Here		Allen	/	15/13/12	TRUSTEE	X Yes	No
	Sign			Date	Title		
		PriorType preparer's na	ame Prep	arer's signature		TIN	
.				LAMARCH -	5/16/07 self-employed		
Paid		PAUL J. MC		UVW +-	- ' -	P0054284	1
Prepa		Firm's name ► DOW	NEY & COMPAN	IY, LLP	Firm's EIN ► 04	-3106302	
Use (Unly						
		Firm's address > 22	22 FORBES ROA	AD	ľ		

Form **990-PF** (2012)

781-849-3100

Phone no.

BRAINTREE, MA 02184

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

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

KNOPF FAMILY FOUNDATION, INC.

OMB No 1545-0047

2012

Employer identification number

	% CHARLES E KNOPF JR	57-1179990
Section: Section: Section: S		
Filers of:	Section:	
Organization type (check one) Filers of: Section: Form 990 or 990-EZ		
	4947(a)(1) nonexempt charitable trust not treated as a private foundation	
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
Note. Only a section 50		Rule See instructions
-	-	money or property) from any one
Special Rules		
509(a)(1) and 1	70(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of th	
total contribution	ons of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or o	
contributions for If this box is ch purpose Do no	or use exclusively for religious, charitable, etc., purposes, but these contributions did not ecked, enter here the total contributions that were received during the year for an exclusor complete any of the parts unless the General Rule applies to this organization because	total to more than \$1,000. Sively religious, charitable, etc., se it received nonexclusively
but it must answer "No"		

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

KNOPF FAMILY FOUNDATION, INC.

8 CHARLES E KNOPF JR

Employer identification number

57-1179990

Part I	Contributors (see instructions)	Use duplicate copies of Part I if additional space is needed
--------	---------------------------------	--

	Contributors (see instructions) Ose duplicate copies of Part I in	additional space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLES E. KNOPF, JR 6680 SE HARBOR CIRCLE STUART, FL 34996	\$\$.	Person X Payroli Noncash X (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroli Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroll Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there Is a noncash contribution.)
22450 10 0	1.12	Schedule R /Form	990 990-F7 or 990-PF\/2012

Name of organization

KNOPF FAMILY FOUNDATION, INC.

Employer identification number

 % CHARLES E KNOPF JR
 57-1179990

Part II	Noncash Property (see instructions) Use duplicate copies of Part II	ıf addıtıonal space ıs needed.	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,043 SHARES OF S&P PRF STK INDX 6,200 SH CONS STAPLES SELECT SPIDER 38,319 SH FEDERATED STRAT VAL	-	
		<u> 500,015.</u>	_12/11/12_
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		- - - - \$	
		_ •	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		-	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		_	
		_	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		_	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-		_	
		 ₋	
		Sabadula P (Form 0	90 990-F7 or 990-PF\/201

Name of organization **Employer identification number** KNOPF FAMILY FOUNDATION, INC. 57-1179990 % CHARLES E KNOPF JR Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) Part III Use duplicate copies of Part III if additional space is needed (a) No. from (d) Description of how gift is held (b) Purpose of gift (c) Use of gift Part I (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (d) Description of how gift is held (c) Use of gift (b) Purpose of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (d) Description of how gift is held (c) Use of gift (b) Purpose of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee

CHARLES E KNOPF JR 57-1179990 PAGE Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.) (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs MLC Co. (mo., day, yr.) 1a 513 SH BANK OF MONTREAL 10/27/11|05/23/12 b 521 SH BANK OF MONTREAL P 11/03/11|05/23/12 c 368 SH COMPANHIA DE BEBIDAS P 03/04/11|01/03/12 d 1676 SH COMPANHIA (RTS) P 06/11/1206/11/12 P 11/15/1105/17/12 e 1290 SH DARDEN RESTAURANTS f 92 SH DIAGEO PLC P 06/30/1105/17/12 g 640 SH KRAFT FOODS P |03/02/11|01/10/12 h 267 SH TOTAL S.A SONS ADR P <u>05/06/1104/04/12</u> ı 155 P 01/03/1204/04/12 SH TOTAL S.A SONS ADR 10/21/1001/31/12 491 SEADRILL P SH k 121 <u>12/03/1001/31/12</u> SH SEADRILL P 1 252 SH ALTRIA GROUP P 10/21/1001/03/12 P 10/21/1007/03/12 m 222 SH ALTRIA GROUP P 10/21/1001/10/12 □ 466 SH KRAFT FOODS P 12/03/1001/10/12 o 516 SH KRAFT FOODS (g) Cost or other basis (h) Gain or (loss) (f) Depreciation allowed (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale -3,536. 27,437. 30,973. a 30,388. -2,523.27,865. b 3,353. 13,594. 10,241. C 26. 26. d 67,766. 62,147. 5,619. е 1,327. 7,535. 8,862. 24,298. 20,122. 4,176. g 13,366. 16,164. -2,798. h 7,759. 8,151. -392. 18,211. 14,847. 3,364. 386. 4,488. 4,102. k 986. 7,280. 6,294. 5,545. 2,225. 7,770. m 14,981. 2,711. 17,692. п 15,617. 3,973. 19,590. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (1) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (k) Excess of col. (i) (j) Adjusted basis (i) F.M.V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (1), if any -3,536. a -2,523. b 3,353. C 26. d 5,619. е f <u>1,327.</u> 4,176. g -2,798. h -392. <u>3,364.</u> 386. k 986. ١ 2,225. m 2,711. n 3,973. 0 If gain, also enter in Part I, line 7 (If (loss), enter "-0-" in Part I, line 7) 2 Capital gain net income or (net capital loss)

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

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold P - Purchase D - Donation (mo., day, yr.) 2-story brick warehouse, or common stock, 200 shs MLC Co. (mo, day, yr.) 10/21/1001/03/12 1a 222 SH SOUTHERN CO P b 273 TOTAL S.A SONS ADR P 10/21/1004/04/12 SH P 12/03/1004/04/12 c 307 SHTOTAL S.A SONS ADR P 02/08/1104/04/12 d 275 TOTAL S.A SONS ADR SH P 10/21/1006/20/12 e 296 SH VERIZON P 06/09/2003/20/20 f 40,000 OWEST CORPORATION g 35,000 WHIRLPOOL P 06/02/20<u>03/20/20</u> P 10/21/1012/21/12 h 126 SH ALTRIA GROUP 12/03/1012/21/12 SH ALTRIA GROUP P ı 648 P 01/24/11|12/21/12 185 ر SH ALTRIA GROUP 08/30/1112/21/12 P k 742 SH BCE INC 192 SH BCE INC P 10/21/1112/21/12 m 841 SH CENTURY LINK P 10/21/1112/21/12 P 03/04/1112/21/12 n 939 SH COMP DE BEB P 08/23/1112/21/12 o 3100 CONS STAPLES SELECT (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 1,669. 10,151. 8,482. а -1,310. 14,976. 13,666. b -347. 15,368. 15,715. C -1,<u>865.</u> 11,727 9,862. d 3,194. 9,631 12,825. е 1,036. 44,658. 43,622. f 39,568. -1.124.38,444. g 3,979. 832. 3,147. h 5,036. 15,427. 20,463. ١ 1,369. 4,473. 5,842. 2,461. 29,495. 31,956. k 360. 3,602. 3,962. 29,351. 3,548. 32,899. m 12,835. 38,967. 26,132. П 16,180. 92,380 108.560. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (i) Adjusted basis (k) Excess of col. (i) (i) F M V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 1,669. a -1,310.þ -34<u>7.</u> C -1,865. ď 3,194. е 1,036. -1,124. g 832. h 5,036. 1,3<u>69.</u> 2,461. k 360. 3,548. m 12,835. n 16,180. 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) (If (loss), enter "-0-" in Part I, line 7 2 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

CONTINUATION FOR 990-PF, PART IV **%** CHARLES E KNOPF JR 57-1179990 PAGE Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (d) Date sold (mo., day, yr.) (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, P - Purchase D - Donation 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) 1a 325 SH ELI LILLY P 10/21/1012/21/12 b 19159 SH FEDERATES STRAT VAL P 09/13/1112/21/12 c 110 SH GLAXOSMITHKLINE P 10/21/1012/21/12 10/21/10|12/21/12 d 683 SH INVESCO MTG P e 327 SH INVESCO MTG P 12/03/1012/21/12 f 1022 ISHARES S&P P 09/13/1112/21/12 g 318 SH NATIONAL GRID P 10/21/1012/21/12 h 312 SH NATIONAL GRID P 12/03/1012/21/12 10/27/1112/21/12 1680 SH PETROLEO BRAS Ρ 03/14/1112/21/12 P 630 SH PFIZER k 101 SH PHILIP MORRIS P 10/21/1012/21/12 1 293 SH SEADRILL P 12/03/1012/21/12 m 520 SH SEADRILL P 01/26/11|12/21/12 n 55 SH SEADRILL P |05/05/11|12/2<u>1</u>/12 08/05/1112/21/12 o 883 SH UNILEVER (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 15,954. 11,576. <u>4,378.</u> а 11,113. 96,757. 85,644. b 4,799. 356. 4,443. C 13,730. -1,248.14,978. d -947. 7,521 6,574. е 40,501. 37,192. 3,309. f 18,182. 14,979. 3,203. g 13,422. 4,417. 17,839. h 33,498. 44,754. -11,256. 12,579. 3,243. 15,822. 2,707. 8,526. 5,819. k 942. 10,874. 9,932. 1 19,299. 17,056. 2,243. m 2,041. 226. 1,815. n

0 34,269.		29,034.	5 <u>,235</u> .
Complete only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Losses (from col. (h))
(i) F M V as of 12/31/69	F M V as of 12/31/69 (j) Adjusted basis as of 12/31/69		Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,378.
b			11,113.
c			356.
d			-1,248.
e			<u>–947.</u>
f			3,309.
g			3,203.
h			4,417.
ı			
1			3,243.
<u>k</u>			2,707.
1			942.
<u>m</u>			2,243.
<u>n</u>			226.
0			5,235.

If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8

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

% CHARLES E KNOPF JR PAGE Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate. (d) Date sold P - Purchase D - Donation 2-story brick warehouse, or common stock, 200 shs. MLC Co (mo., day, yr.) (mo., day, yr.) 10/05/1212/21/12 1a 1047 SH AVON PRODUCTS P 07/03/1212/21/12 223 SH CONOCO PHILLIPS P c 633 SH DOMINION RES P 01/31/1212/21/12 P 04/18/12|12/21/12 d 27 SH DOMINION RES e 2351 GAMCO P 05/17/12|12/21/12 P 08/17/1212/21/12 1 15 SH KINDER MORGAN 08/23/1212/21/12 g 1001 SH KINDER MORGAN P P 01/10/12|12/21/12 h 542 SH NESTLE P 08/21/12|12/21/12 1844 SH PLUM CREEK 01/24/11|12/21/12 ___451 SH ALTRIA GROUP P P 07/01/11|12/21/12 k 508 SH ALTRIA GROUP 1704 SH BCE INC P 10/21/11|12/21/12 m 40 SH CENTURY LINK P 10/21/1112/21/12 P 03/04/11|12/21/12 n 393 SH COMP DE BEB 05/25/1112/21/12 P SH COMP o 344 DE BEB (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) plus expense of sale (or allowable) 17,935. -3,026. 14,909. 12,533. 559. 13,092. b 1,435. 31,347. 32,782. C 2<u>9.</u> 1,398. 1,369. d -2,518. 32,670. <u>30,152</u>. 20. 527. 507. f 35,181. 34,943. 238. g 31,323. 4,155. 35,478. h 34,401. 2,842. 37,243. 3,415. 14,320. 10,905. 2,673. 13,457. 16,130. k 2,743. 30,308. 27,565. ŀ 1,396. 174. 1,570. m 5,404. 10,937. 16,341. n 3,672. 14,303. 10,631. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V as of 12/31/69 as of 12/31/69 over col. (1), if any -3,026. а 559. b ,435. C 29. d -2,518. е 20. 238. g 4,155. h 2,842. 3,415. 2,673. k 2,743. 174. m 5,404. n 3,672. 0 If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 2 Capital gain net income or (net capital loss) 2 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

57-1179990 % CHARLES E KNOPF JR PAGE 5 OF Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.) (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs MLC Co. (mo., day, yr.) 1a 3100 CONS STAPLES SELECT P 08/23/11|12/21/12 b 46 SH ELI LILLY P 12/03/1012/21/12 P c 450 SH ELI LILLY 02/01/11|12/21/12 P d 330 SH ELI LILLY 05/31/1112/21/12 e 17236 SH FEDERATED STRAT VAL P 09/13/11|12/24/12 P f 115 SH FEDERATED STRAT VAL 09/30/11|12/24/12 P 10/31/1112/24/12 0 68 SH FEDERATED STRAT VAL P h 244 SH FEDERATED STRAT VAL 11/30/1112/24/12 P 12/03/1012/21/12 149 SH GLAXOSMITHKLINE 01/21/1112/21/12 1460 P SH GLAXOSMITHKLINE P 12/03/1012/21/12 k 282 SH INVESCO MTG P 02/01/1112/21/12 1728 SH INVESCO MTG P 09/13/1112/21/12 m 1021 ISHARES S&P P 12/03/10|12/21/12 n 37 SH NATIONAL GRID 01/12/1112/21/12 P 0 395 SH NATIONAL GRID (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price plus expense of sale (e) plus (f) minus (g) (or allowable) 92,380 16,495. 108,875. а 1,567. 2,273. 706. b 6,576. 22,240. 15,664. C 12,652. 3,657. d 16,309. 86,869. 77,045 9,824. е 58. 524. 582. f 18. 325 343. g 1,119 110. 1,229. h 673. 5,829 6,502. 2,901. 20,073. 17,172. -820. 6,486 5,666. k 16,577. -1,951. 14,626. <u>37,1</u>55. 3,319. 40,474. m 524. 2,116. 1,592. n 16,890 5,696. 22,586. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (1) (i) F M.V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 16,495. a 706. b 6,576. C 3,657. d 9,824. е 58. 18. g 110. h 673. -1 2<u>,901.</u> -820. k -1,951. 3,319. m 524. n 5,696. 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) If (loss), enter "-0-" in Part I, line 7 2

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

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold, e.g., real estate. (c) Date acquired (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) 1a 197 SH NATIONAL GRID 06/09/1112/21/12 b 602 SH PETROLEO BRAS P 10/27/1112/21/12c 110 SHPHILIP MORRIS P 12/03/1012/21/12 d 292 SHPHILIP MORRIS P 02/01/11|12/21/12 e 462 SH SEADRILL P 05/05/1112/21/12 f 406 P 08/10/1112/21/12 SH SEADRILL 08/05/1112/21/12 g 884 SH UNILEVER P h 1047 SH AVON PRODUCTS P 10/05/12/12/21/12 130 SH BCE INC P 03/16/12/12/21/12 801 P 01/03/12 12/21/12 SH CENTURY LINK k 202 SHP 09/21/12/12/21/12 COMP DE BEB 1 623 SH CONOCO PHILLIPS P 07/27/12 12/21/12 m 661 SH DOMINION RES P 04/18/1212/21/12 n 121 SH FEDERATED STRAT VAL P 12/30/11 12/24/12 P 01/31/1212/24/12 47 SH FEDERATED STRAT VAL (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 11,264. 9,759. 1,505. a -3,997. 12.040. 16,037. b 6,390. 2,922. 9,312. C 24,718. 7,818. 16,900 d 1,918. 17,164 15,246. е 15,083. 11,704. 3,379. f 34,344. 29,067. 5,277. g 17,935. -2,905. 15,030. h 5,231 5,597. 366. 1,386. 31,433. 30,047. 596. 8,399. 7,803 k 36,713. 2,448. 34,265. ı 33,519. 835. 34,354. m 22. 611. 589. n 240. 225 15. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (I) (I) F M V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (1), if any 1,505. a -3,997. b 2,922. C 7.818. d 1,918. е 3,379. f 5,277. g -2,905. h 36<u>6.</u> 1,386. 596. k 2,448. ١ 835. m 22. n 15. 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) (If (loss), enter "-0-" in Part I, line 7 2 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

KNOPF FAMILY FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV

CONTINUATION FOR 990-PF, PART IV

FOR STATING STATEMENT AND STATEMENT S

Part IV Capital Gains and Lo	sses for Tax on Investment Income				
. (a) List and 2-story br	describe the kind(s) of property solorick warehouse; or common stock, 20	d, e.g., real estate, 00 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 542 SH NESTLE			P	01/10/12	12/21/12
b 152 SH PETROLE	O BRAS	P	01/03/12	12/21/12	
c 925 SH PETROLE	P	07/27/12	12/21/12		
d 44 SH PLUM CRE	EK		P	08/21/12	12/21/12
e 800 SH PLUM CR			P	08/31/12	12/21/12
f 115 SH SOUTHER			P	04/26/12	
g 674 SH DIAGEO			P	06/30/11	
h 796 SH SOUTHER	N CO	· · · · · · · · · · · · · · · · · · ·	P	02/14/11	
1.809 SH GAMCO			P	08/15/11	
_ 558 SH SOUTHER			P	10/21/10	08/31/12
k CAPITAL GAINS	DIVIDENDS				
<u>m</u>					
n	 				
	(A) Decreasing allowed	(-) C++h h) Corp. or (1999)	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) plus (f) minus (g)	
a 35,484.		31,324.			4,160.
b 3,040.		3,937.			-897.
<u>c</u> 18,500.		18,890.			<u>-390.</u>
d 1,944.		1,794.			150.
e 35,344.		32,761.			2,583. -73.
f 5,204.		5,277.			
g 74,088.		55,202. 30,889.			18,886. 5,124.
h 36,013.		30,889.			12.
25,232.		21,267.			3,965.
k 2,086.		21,207.		,	2,086.
<u>z,000.</u>					2,000.
m					
n					
0					
	ng gain in column (h) and owned by t	he foundation on 12/31/69	(I) Lo	sses (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	Gains (excess	of col. (h) gain over not less than "-0-")	col. (k),
a					4,160.
b					-897.
C					-390.
d				· · · · · · · · · · · · · · · · · · ·	150.
е					2,583.
f					-73.
g					18,886.
h					5,124.
1					12.
1					3,965.
k					2,086.
1					
<u>m</u>					
<u>n</u>			 	·	
0	(If gain, also enter	ın Part I, line 7			
2 Capital gain net income or (net ca	v 11 (1033), cittor 0	, I	2		<u>214,658.</u>
3 Net short-term capital gain or (los If gain, also enter in Part I, line 8,		d (6):			
If (loss), enter "-0-" in Part I, line I		J	3	N/A	

3 Grants and Contributions Paid During the		, -		
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	oons outlon	
HOBE SOUND ANIMAL PROTECTION LEAGUE	NONE	PUBLIC CHARITY	CENERAL HER	
6452 SW MARKET ST	NONE	TOBBIC CHRISTI		
PALM CITY FL 34990				5,00
LIVE AND LET LIVE FARM, INC.	NONE	PUBLIC CHARITY	GENERAL USE	
20 PARADISE LANE				
CHICHESTER, NH 03258				2,00
OGGERNERD MARINE LITE CENTER	NONE	PUBLIC CHARITY	CENERAL USE	
LOGGERHEAD MARINE LIFE CENTER 14200 US HIGHWAY ONE				
JUNO BEACH, FL 33408				7,00
LOON PRESERVATION COMMITTEE	NONE	PUBLIC CHARITY	GENERAL USE	
LEE'S MILL RD				
MOULTONBOROUGH, NH 03254				10,00
MAKE A WISH FOUNDATION	NONE	PUBLIC CHARITY	GENERAL USE	
348 PARK AVENUE SOUTH WINTER PARK, FL 32789				5,50
MCCARTHYS WILDLIFE SANCTUARY, INC.	NONE	PUBLIC CHARITY	GENERAL USE	
12943 61ST STREET N.				
WEST PALM BEACH, FL 33412				6,00
NEW HAMPSHIRE HUMANE SOCIETY 1305 MEREDITH CENTER ROAD	NONE	PUBLIC CHARITY	GENERAL USE	
LACONIA, NH 03247		-		3,00
NEW HAMPSHIRE SPCA	NONE	PUBLIC CHARITY	GENERAL USE	
104 PORTSMOUTH AVE				2.00
STRATHAM, NH 03885		 		2,00
NORTHEAST ANIMAL SHELTER	NONE	PUBLIC CHARITY	GENERAL USE	
347 HIGHLAND AVE.				
SALEM, MA 01970		<u> </u>		1,50
SALVATION ARMY	NONE	PUBLIC CHARITY	GENERAL USE	
PO BOX 2475 STUART FL 34995				5,00
Total from continuation sheets				119 50

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount status of contribution any foundation manager Name and address (home or business) or substantial contributor recipient NONE PUBLIC CHARITY GENERAL USE SAVE OUR LEATHERBACKS OPERATION 4582 EAST KINGSWOOD DRIVE 10,000. KINGSWOOD, TX 77345 NONE PUBLIC CHARITY GENERAL USE SAVE THE MANATEE CLUB 500 N MAITLAND AVE 10,000. MAITLAND, FL 32751 PUBLIC CHARITY GENERAL USE SHRINER'S HOSPITAL NONE 2900 ROCKY POINT DR TAMPA, FL 33607 5.000. PUBLIC CHARITY GENERAL USE NONE SHRINER'S HOSPITAL 51 BLOSSOM ST. 5,000. BOSTON, MA 02114 PUBLIC CHARITY GENERAL USE NONE SPCA WILDLIFE CENTER 3200 SW 4TH AVENUE 15,000. FT LAUDERDALE, FL 33315 THE HUMANE SOCIETY OF SAINT LUCIE NONE PUBLIC CHARITY GENERAL USE COUNTY INC 100 SAVANNAH ROAD 5,000. FORT PIERCE, FL 34982 PUBLIC CHARITY GENERAL USE THE HUMANE SOCIETY OF THE TREASURE NONE COAST, INC 4100 SW LEIGHTON FARM AVE 10,000. PALM CITY, FL 34990 PUBLIC CHARITY GENERAL USE WINNIE PALMER HOSPITAL NONE 83 W. MILLER ST. 5,000. ORLANDO, FL 32806 PUBLIC CHARITY GENERAL USE NONE WORLD WILDLIFE FUND 1250 24TH ST SW 2,500. WASHINGTON DC 20037 YOUNG AMERICA'S FOUNDATION NONE PUBLIC CHARITY GENERAL USE 110 ELDEN ST 5,000. HERNDON, VA 20170 Total from continuation sheets

FORM 990-PF INTEREST ON SAV	INGS AND TEN	IPORARY C	ASH I	NVESTMENTS	STATEMENT	1
SOURCE					AMOUNT	
MSSB - 122159					8,6	
MSSB - 324-13 MSSB - 43780					16,8	48. 1.
MSSB - 43781						2.
PEOPLES UNITED					4,0	73. —
TOTAL TO FORM 990-PF, PART I	, LINE 3, CO	DLUMN A		:	29,5	84.
FORM 990-PF DIVIDENT	OS AND INTER	REST FROM	SECU	RITIES	STATEMENT	
SOURCE	GROSS	TRUOMA 3		ITAL GAINS	COLUMN (A AMOUNT)
MSSB - 122159	,	31.		0.		31.
MSSB - 122162 MSSB - 324-13		28,173. 29.		1,766. 0.	26,4	07. 29.
MSSB - 328-13		38,609.		176.	38,4	33.
MSSB - 43780 MSSB - 43781		1,889. 1,889.		72. 72.	1,8 1,8	
		· · · · · · · · · · · · · · · · · · ·				
TOTAL TO FM 990-PF, PART I, 1	LN 4 ———	70,620.		2,086.	68,5	34.
FORM 990-PF	ACCOUNT	ING FEES			STATEMENT	3
	(A)	(B)	D.O.F.	(C)	(D)	D
DESCRIPTION	EXPENSES PER BOOKS	NET INVI		ADJUSTED NET INCOM		
ACCOUNTING	1,600	•	0.			0.
TO FORM 990-PF, PG 1, LN 16B	1,600	•	0.	·····		0.

FORM 990-PF	TAX	TAXES			STATEMENT 4		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM			
FEDERAL EXCISE FOREIGN TAXES	1,697. 1,761.		0.			0.	
TO FORM 990-PF, PG 1, LN 18	3,458.		0.			0.	
FORM 990-PF	OTHER E	XPENSES			STATEMENT	5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE: MENT INC		(C) ADJUSTED NET INCOM			
FILING FEES MISCELLANEOUS SERVICE FEES INVESTMENT MANAGEMENT FEES	61. 4,072. 13. 15,019.		0. 0. 0.			0. 0. 0.	
TO FORM 990-PF, PG 1, LN 23	19,165.		0.			0.	
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	6	
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKE VALUE	т	
SMITH BARNEY	_	COST	2,933,827.		2,868,83		
TOTAL TO FORM 990-PF, PART I	I, LINE 13	-		2,933,827.	2,868,8	31.	

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 7
PART VII-A, LINE 10

NAME OF CONTRIBUTOR
CHARLES E. KNOPF, JR.

6680 SE HARBOR CIRCLE
STUART, FL 34996

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT

8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHARLES E. KNOPF, JR. 6680 SE HARBOR CIRCLE STUART, FL 34996

TELEPHONE NUMBER

772-225-1932

FORM AND CONTENT OF APPLICATIONS

FORMAL LETTER STATING REQUEST AND CHARITABLE PURPOSE OF ORGANIZATION REQUESTING.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE