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
DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

A Employer identification number
58-2472876

Number and street (or P O box number if mail is not delivered to street address)
3755 ATLANTA INDUSTRIAL PARKWAY

Room/suite

B Telephone number (see instructions)
(404) 586-0569

City or town, state, and ZIP code
ATLANTA, GA 30331-1027

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 20,047,050.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) ______________________
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	7,000.	ATCH 1		
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	495,476.	495,476.	495,476.	ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-175,304.			
	b	Gross sales price for all assets on line 6a 9,738,931.				
	7	Capital gain net income (from Part IV, line 2)				
	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 3	-41,710.	-41,710.	-41,710.	
	12	**Total.** Add lines 1 through 11	285,462.	453,766.	453,766.	
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 4	7,000.			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 5	11,112.	4,588.	4,588.	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	93,719.	93,669.	93,669.	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	111,831.	98,257.	98,257.	
	25	Contributions, gifts, grants paid	482,550.			482,550.
	26	**Total expenses and disbursements** Add lines 24 and 25	594,381.	98,257.	98,257.	482,550.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-308,919.			
	b	**Net investment income** (if negative, enter -0-)		355,509.		
	c	**Adjusted net income** (if negative, enter -0-)			355,509.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,760,238.	737,691.	737,691.
	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	14,472,406.	16,560,937.	17,028,805.
	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	3,752,800.	2,377,897.	2,280,554.
	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)	19,985,444.	19,676,525.	20,047,050.
Liabilities	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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	19,985,444.	19,676,525.	
	30	**Total net assets or fund balances** (see instructions)	19,985,444.	19,676,525.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,985,444.	19,676,525.	

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	19,985,444.
2	Enter amount from Part I, line 27a	2	-308,919.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,676,525.
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	19,676,525.

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

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	-175,304.
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	526,412.	19,716,003.	0.026700
2010	858,280.	7,528,328.	0.114007
2009	756,220.	4,678,389.	0.161641
2008	308,440.	3,835,495.	0.080417
2007	356,885.	2,932,635.	0.121694

2	**Total** of line 1, column (d)	2	0.504459
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	0.100892
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	19,506,681.
5	Multiply line 4 by line 3	5	1,968,068.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,555.
7	Add lines 5 and 6	7	1,971,623.
8	Enter qualifying distributions from Part XII, line 4	8	482,550.

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	7,110.
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	7,110.
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	7,110.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	12,018.		
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	12,018.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,908.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 4,908. **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) ▶ GA,			
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)*

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		

Website address ▶ N/A

14 The books are in care of ▶ DAVID B. KAHN Telephone no ▶ 404-586-0569

Located at ▶ 3755 ATLANTA INDUSTRIAL PARKWAY ATLANTA, GA ZIP+4 ▶ 30331-1027

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)*

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? *If "Yes" to 6b, file Form 8870*	6b		X
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		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		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 ▶

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 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	17,949,283.
b	Average of monthly cash balances	1b	1,854,454.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	19,803,737.
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	19,803,737.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	297,056.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,506,681.
6	**Minimum investment return.** Enter 5% of line 5	6	975,334.

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	975,334.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,110.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,110.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	968,224.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	968,224.
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	968,224.

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	482,550.
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	482,550.
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	482,550.

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					968,224.
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					
b	From 2008	85,356.				
c	From 2009	522,320.				
d	From 2010	492,787.				
e	From 2011					
f	Total of lines 3a through e		1,100,463.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 482,550.					
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					482,550.
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		485,674.			485,674.
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		614,789.			
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)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		614,789.			
10	Analysis of line 9					
a	Excess from 2008					
b	Excess from 2009	122,002.				
c	Excess from 2010	492,787.				
d	Excess from 2011					
e	Excess from 2012					

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))

DAVID B. KAHN

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 ▶ ☒ 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 10				
Total . . . . . ▶ **3a**				482,550.
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					495,476.
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					
8 Gain or (loss) from sales of assets other than inventory					-175,304.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME					-41,710.
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					278,462.

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 278,462.

(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)
00	NOT APPLICABLE

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

Signature of officer or trustee	Date	Title
	11/13/13	President

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
DEBBIE R TORRANCE		NOV 08 2013		P00174607

Firm's name ▶ SMITH & HOWARD, P.C. Firm's EIN ▶ 58-1250486

Firm's address ▶ 171 17TH STREET, SUITE 900
ATLANTA, GA 30363 Phone no 404-874-6244

Form 990-PF (2012)

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number
58-2472876

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ _______________

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

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 DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number 58-2472876

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID B. KAHN 3755 ATLANTA INDUSTRIAL PARKWAY ATLANTA, GA 30331-1027	$ 7,000.	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 ☐ 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 ☐ 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)

Name of organization DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number 58-2472876

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -		$	
(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**
- - - -		$	

Name of organization DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number 58-2472876

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(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	(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	(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

DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC. 58-2472876

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
DAVID B. KAHN 3755 ATLANTA INDUSTRIAL PARKWAY ATLANTA, GA 30331-1027	01/04/2012	7,000.
TOTAL CONTRIBUTION AMOUNTS		7,000.

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 SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-29,393.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-44,091.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					80,087.	
		SUNTRUST 4960 - SEE ATTACHED FORM 1099-B PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,634,757.		1,533,809.					100,948.	
		SUNTRUST 4960 - SEE ATTACHED FORM 1099-B PROPERTY TYPE: SECURITIES				P	VAR	VAR
601,120.		601,987.					-867.	
		SUNTRUST 4960 - SEE ATTACHED FORM 1099-B PROPERTY TYPE: SECURITIES				P	VAR	VAR
17,858.		15,431.					2,427.	
		SUNTRUST 4960 - SEE ATTACHED FORM 1099-B PROPERTY TYPE: SECURITIES				P	VAR	VAR
7,473,260.		7,759,869.					-286,609.	
		SUNTRUST 4690 - SEE ATTACHED FORM 1099-B PROPERTY TYPE: SECURITIES				P	VAR	VAR
2,384.		3,139.					-755.	
		SUNTRUST 4960 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
2,949.							2,949.	
TOTAL GAIN(LOSS)							-175,304.	

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
SUNTRUST 7914960	494,574.	494,574.	494,574.
SUNTRUST G1D029483	7.	7.	7.
FROM ACL ALTERNATIVE FUND LIMITED K-1	895.	895.	895.
TOTAL	495,476.	495,476.	495,476.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FROM ACL ALTERNATIVE FUND LIMITED		-537.	-537.	-537.
SUNTRUST OID INCOME		25.	25.	25.
FROM LIMITED PARTNERSHIPS		-41,198.	-41,198.	-41,198.
	TOTALS	-41,710.	-41,710.	-41,710.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	7,000.			
TOTALS	7,000.			

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
SUNTRUST 7914960 - FOREIGN TAX	4,588.	4,588.	4,588.	
§4940 EXCISE TAX	6,524.			
TOTALS	11,112.	4,588.	4,588.	

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FROM ACL ALTERNATIVE K-1	34,577.	34,577.	34,577.
2% PORT. DED. FROM SUNTRUST	59,092.	59,092.	59,092.
MISCELLANEOUS EXPENSE	50.		
TOTALS	93,719.	93,669.	93,669.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SUNTRUST INVESTMENTS	16,560,937.	17,028,805.
TOTALS	16,560,937.	17,028,805.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ACL ALTERNATIVE FUND LIMITED	899,109.	907,897.
ARCHSTONE EQUITY STRATEGOES	550,000.	541,292.
1794 EVENT DRIVEN OVERSEAS FND	100,203.	24,445.
GCP SPV LTF	35,925.	21,298.
SCHWAB CAP TR HEDGED EQUITY FD		
JPMORGAN CHASE & CO ALERIAN	792,660.	785,622.
TOTALS	2,377,897.	2,280,554.

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
DAVID B. KAHN 3755 ATLANTA INDUSTRIAL PARKWAY ATLANTA, GA 30331-1027	CHAIRMAN	0	0	0
JENNIFER M. KAHN 3755 ATLANTA INDUSTRIAL PARKWAY ATLANTA, GA 30331-1027	VICE-CHIAR	0	0	0
	GRAND TOTALS			

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A BRILLIANT LIFE FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	750
GEORGIA AQUARIUM ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,500
KAPPA DELTA SORORITY FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,000
POCONO HEALTH FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	100
OVARIAN CANCER FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	500
SHEPHERD CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CROHN'S FOUNDATION OF AMERICA ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,000
SHEPHERD CENTER FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
CHILDREN OF FALLEN PATRIOTS FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
STF FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	500
THE LOVETT SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000
WOODRUFF ARTS CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR PUPPETRY ARTS ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000
SHEPHERD CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	50
GEORGE WEST MENTAL HEALTH FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	250
BUCKHEAD CHRISTIAN MINISTRY ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	500
ANTI-DEFAMATION LEAGUE ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000
LOVETT PARENT ASSOCIATION AUCTION 2013 ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,000

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATLANTA POLICE FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	10,000
LOVETT SCHOOL ALUMNI ASSOCIATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,500
USO ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	250
BUCKHEAD CHRISTIAN MINISTRY ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
ATLANTA YOUTH PROJECT ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
TRINITY PRESBYTERIAN CHURCH ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	16,500

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FERNBANK MUSEUM OF NATURAL HISTORY ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	4,100
SHEPHERD CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	25,000
THE LOVETT SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	15,000
THE USO ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	250
BUCKHEAD BASEBALL INC ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	500
LOVETT LIONBACKERS ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AGAPE COMMUNITY CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,000
THE LOVETT SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	25,000
ATLANTA SPEECH SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
CELMA OVARIAN CANCER FOUDNATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	200
THE LOVETT SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	500
SHEPHERD CENTER FOUNDATION ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOVETT LIONBACKERS ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	250
ATLANTA SPEECH SCHOOL ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	10,000
GEORGIA CONSERVANCY ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	5,000
LOVETT LIONBACKERS ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	1,600
BUCKHEAD CHRISTIAN MINISTRY ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	250
CURE ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGIA AQUARIUM ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	2,500
SHEPHERD CENTER ATLANTA, GA	NONE 501(C)(3)	PHILANTHROPIC	10,000
THE LOVETT SCHOOL	NONE 501(C)(3)	PHILANTHROPIC	300,000
THE WILLIAM BREMAN JEWISH HOME	NONE 501(C)(3)	PHILANTHROPIC	1,000
THE WEINSTEIN HOSPICE	501(C)(3)	PHILANTHROPIC	1,000
		TOTAL CONTRIBUTIONS PAID	482,550.

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: DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number: 58-2472876

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	100,081.
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	-29,393.
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	70,688.

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	-281,988.
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	-44,091.
9	Capital gain distributions	9	80,087.
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	-245,992.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2012

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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			70,688.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-245,992.
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			-175,304.

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 (3,000.)

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 (Form 1041) 2012

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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: DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.

Employer identification number: 58-2472876

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	SUNTRUST 4960 - SEE ATTACHED FORM 1099-B			1,634,757.	1,533,809.	100,948.
	SUNTRUST 4960 - SEE ATTACHED FORM 1099-B			601,120.	601,987.	-867.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 100,081.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2012

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 SUNTRUST 4960 - SEE ATTACHED FORM 1099-B			17,858.	15,431.	2,427.
SUNTRUST 4960 - SEE ATTACHED FORM 1099-B			7,473,260.	7,759,869.	-286,609.
SUNTRUST 4690 - SEE ATTACHED FORM 1099-B			2,384.	3,139.	-755.
SUNTRUST 4960 - SEE ATTACHED			2,949.		2,949.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -281,988.

SUNTRUST

DAVID JENNIFER KAHN FAMILY FDTN

Forms 1099 for 2012

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully when preparing your return. Note also that an asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital. However, we have not made any adjustments to the cost basis of all partnerships. If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A.

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
TCW GALILEO EMERGING MKTS INC	TGEIX	87234N765	23004.2	01/23/12	12/19/12	$219,000.00	$194,155 46	$24,844 54
LOOMIS SAYLES BD-I	LSBDX	543495840	418.93	02/22/12	12/19/12	$6,329 97	$6,103 75	$226.22
LOOMIS SAYLES BD-I	LSBDX	543495840	423 02	03/23/12	12/19/12	$6,391.89	$6,188 84	$203 05
LOOMIS SAYLES BD-I	LSBDX	543495840	416 26	04/23/12	12/19/12	$6,289 66	$6,077.37	$212.29
LOOMIS SAYLES BD-I	LSBDX	543495840	416 72	06/22/12	12/19/12	$6,296 67	$6,000.79	$295.88
LOOMIS SAYLES BD-I	LSBDX	543495840	435 18	07/23/12	12/19/12	$6,575.54	$6,305.73	$269 81
TFS MARKET NEUTRAL FD	TFSMX	872407101	51229 51	01/23/12	12/19/12	$795,081.97	$750,000 00	$45,081 97
LOOMIS SAYLES BD-I	LSBDX	543495840	371 14	09/21/12	12/19/12	$5,607.90	$5,585.62	$22 28

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
LOOMIS SAYLES BD-I	LSBDX	543495840	429.37	10/22/12	12/19/12	$6,487.80	$6,466.33	$21.47
LOOMIS SAYLES BD-I	LSBDX	543495840	404 05	11/20/12	12/19/12	$6,105 15	$6,036.46	$68 69
LOOMIS SAYLES BD-I	LSBDX	543495840	1362.18	12/17/12	12/19/12	$20,582.52	$20,528.03	$54.49
LOOMIS SAYLES BD-I	LSBDX	543495840	35944.43	01/23/12	12/19/12	$543,120 32	$513,645.89	$29,474 43
LOOMIS SAYLES BD-I	LSBDX	543495840	455.85	08/23/12	12/19/12	$6,887.82	$6,714.59	$173 23
Total short term gain/loss from covered security transactions not subject to wash sale:						$1,634,757 21	$1,533,808 86	$100,948 35

Total short term gain/loss from covered security transactions:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part I, Box A	**$1,634,757.21**	**$1,533,808.86**	**$100,948.35**	**$0.00**	**$100,948.35**

Proceeds from Short Term Noncovered Security Transactions

This category includes transactions that are short-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of non-covered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax with-held and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box B.

Short Term Noncovered Security Transactions (Form 8949. Part I, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	1115.44	02/10/11	01/15/12	$1,115.44	$1,199.10	$-83 66
FHLMC GOLD #J13273 3.500% 10		3128PST64	1135.01	02/02/11	01/15/12	$1,135 01	$1,139.62	$-4 61
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	322.43	08/22/11	01/15/12	$322 43	$332.30	$-9.87
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1293.04	10/13/11	01/15/12	$1,293.04	$1,420 32	$-127 28
GNMA II POOL #003451 4.500% 10		36202DZQ7	897.34	01/25/11	01/20/12	$897.34	$955.81	$-58.47
FNMA POOL #AB2295 3.000% 2		31416XRR3	881.45	05/13/11	01/25/12	$881.45	$879.66	$1 79

Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FNMA POOL #888830 6.500% 11		31410GPP2	1126 51	08/31/11	01/25/12	$1,126 51	$1,254 65	$-128.14
FHLMC GOLD #G14044 3.000% 1		3128MCWD3	648 14	08/22/11	02/15/12	$648.14	$667 99	$-19.85
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1422.39	10/13/11	02/15/12	$1,422 39	$1,562.41	$-140 02
FNMA POOL #AB2295 3.000% 2		31416XRR3	410.98	05/13/11	02/25/12	$410 98	$410.15	$0 83
FNMA POOL #888830 6.500% 11		31410GPP2	1298.65	08/31/11	02/25/12	$1,298 65	$1,446 37	$-147 72
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	786.3	08/22/11	03/15/12	$786.30	$810.38	$-24 08
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1679.33	10/13/11	03/15/12	$1,679.33	$1,844 64	$-165 31
FNMA POOL #888830 6.500% 11		31410GPP2	1290.39	08/31/11	03/25/12	$1,290.39	$1,437 17	$-146 78
FNMA POOL #AB2295 3 000% 2		31416XRR3	885.94	05/13/11	03/25/12	$885.94	$884.14	$1 80
FHLMC GOLD #G13333 6.000% 11		3128MB4S3	1252.07	10/13/11	04/15/12	$1,252 07	$1,375.32	$-123.25
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	700 26	08/22/11	04/15/12	$700.26	$721.71	$-21 45
FED NATL MTG ASSN 0.600% 10		3135G0EE9	50000	10/03/11	04/24/12	$50,000.00	$50,000 00	$0.00
FNMA POOL #AB2295 3.000% 2		31416XRR3	1027 04	05/13/11	04/25/12	$1,027 04	$1,024 95	$2 09
FNMA POOL #888830 6 500% 11		31410GPP2	1277.48	08/31/11	04/25/12	$1,277 48	$1,422 79	$-145.31
PROCTER & GAMBLE CO 1.450% 8		742718DV8	50000	08/11/11	05/07/12	$50,907.00	$49,708 00	$1,199.00
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1429 96	10/13/11	05/15/12	$1,429.96	$1,570.72	$-140 76
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	810.05	08/22/11	05/15/12	$810.05	$834 86	$-24 81
FED NATL MTG ASSN 1.300% 11		3136FTMW6	50000	11/03/11	05/18/12	$50,000.00	$50,000.00	$0.00
FNMA POOL #888830 6.500% 11		31410GPP2	1006 32	08/31/11	05/25/12	$1,006.32	$1,120 79	$-114.47
FED NATL MTG ASSN 4.000% 12		3136FJWG2	50000	09/08/11	06/15/12	$50,000.00	$51,376 50	$-1,376.50
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	777 24	08/22/11	06/15/12	$777.24	$801 04	$-23.80
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1042 17	10/13/11	06/15/12	$1,042 17	$1,144 76	$-102.59
FNMA POOL #888830 6 500% 11		31410GPP2	1416 62	08/31/11	06/25/12	$1,416.62	$1,577 76	$-161.14
FNMA POOL #AJ4087 3 000% 10		3138AVRH0	628 12	05/09/12	06/25/12	$628.12	$657 27	$-29 15
FNMA POOL #AK7766 2.500% 3		3138ECTY9	303 95	05/07/12	06/25/12	$303.95	$311 93	$-7.98
FHLMC GOLD #G14044 3.000% 1		3128MCWD3	944.91	08/22/11	07/15/12	$944.91	$973.85	$-28 94

Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1562 09	10/13/11	07/15/12	$1,562 09	$1,715.86	$-153 77
FHLMC GOLD #J18818 2.500% 4		3128PYYP3	226.79	06/07/12	07/15/12	$226.79	$232.88	$-6 09
THERMO FISHER SCIENT 2.250% 8		883556BA9	50000	08/26/11	07/18/12	$51,780.50	$50,497.00	$1,283 50
FNMA POOL #888830 6 500% 11		31410GPP2	761.26	08/31/11	07/25/12	$761.26	$847.85	$-86 59
FNMA POOL #AK7766 2 500% 3		3138ECTY9	477.6	05/07/12	07/25/12	$477 60	$490.14	$-12 54
FNMA POOL #AJ4087 3.000% 10		3138AVRH0	713.16	05/09/12	07/25/12	$713 16	$746.26	$-33.10
FHLMC GOLD #G14044 3.000% 1		3128MCWD3	906.35	08/22/11	08/15/12	$906.35	$934.11	$-27.76
FHLMC GOLD #G13333 6.000% 11		3128MB4S3	1033.43	10/13/11	08/15/12	$1,033.43	$1,135.16	$-101 73
FHLMC GOLD #J18818 2.500% 4		3128PYYP3	161.12	06/07/12	08/15/12	$161.12	$165.45	$-4.33
FNMA POOL #888830 6.500% 11		31410GPP2	1143.61	08/31/11	08/25/12	$1,143.61	$1,273.70	$-130.09
FNMA POOL #AJ4087 3 000% 10		3138AVRH0	816.02	05/09/12	08/25/12	$816.02	$853 89	$-37.87
FNMA POOL #AK7766 2.500% 3		3138ECTY9	550.34	05/07/12	08/25/12	$550.34	$564.79	$-14.45
FHLMC GOLD #J18818 2.500% 4		3128PYYP3	418.21	06/07/12	09/15/12	$418.21	$429 45	$-11.24
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	964.11	10/13/11	09/15/12	$964.11	$1,059.01	$-94 90
FNMA POOL #AJ4087 3.000% 10		3138AVRH0	34107.57	05/09/12	09/18/12	$36,004.80	$35,690.37	$314.43
FNMA POOL #AJ4087 3.000% 10		3138AVRH0	1232.43	05/09/12	09/25/12	$1,232.43	$1,289.62	$-57.19
FNMA POOL #AK7766 2.500% 3		3138ECTY9	965.82	05/07/12	09/25/12	$965.82	$991.17	$-25.35
FNMA POOL #AO4073 2 500% 5		3138LUQ32	345.15	08/16/12	09/25/12	$345.15	$355.77	$-10.62
OHIO ST MAJOR NEW ST 4.518% 6		677581DW7	50000	07/10/12	09/27/12	$56,575.00	$56,739 00	$-164.00
FHLMC GOLD #J18818 2 500% 4		3128PYYP3	384.62	06/07/12	10/15/12	$384.62	$394 96	$-10.34
FNMA POOL #AO4073 2 500% 5		3138LUQ32	483.19	08/16/12	10/25/12	$483.19	$498.06	$-14.87
FNMA POOL #AK7766 2 500% 3		3138ECTY9	729.59	05/07/12	10/25/12	$729 59	$748.74	$-19 15
FED NATL MTG ASSN 1.000% 1		3136G0BT7	50000	04/17/12	10/25/12	$50,000 00	$50,000 00	$0 00
ABBOTT LABS 5 125% 4		002824AU4	23000	10/03/12	11/08/12	$28,417.65	$27,817.12	$600 53
FHLMC GOLD #J18818 2.500% 4		3128PYYP3	643	06/07/12	11/15/12	$643.00	$660.28	$-17 28
FNMA POOL #AO4073 2 500% 5		3138LUQ32	608 09	08/16/12	11/25/12	$608.09	$626.81	$-18.72

Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FNMA POOL #AK7766 2.500% 3		3138ECTY9	1120.22	05/07/12	11/25/12	$1,120.22	$1,149.63	$-29.41
ABBOTT LABS 5 125% 4		002824AU4	27000	10/03/12	11/27/12	$33,359 85	$32,654.88	$704.97
FED NATL MTG ASSN 0.700% 5		3135G0LC5	40000	05/09/12	11/29/12	$40,000.00	$40,000 00	$0 00
FED HOME LN BK 1 125% 11		3133813U7	50000	10/18/12	12/14/12	$50,000.00	$50,000.00	$0 00
FHLMC GOLD #J18818 2 500% 4		3128PYYP3	497.84	06/07/12	12/15/12	$497 84	$511.22	$-13 38
FNMA POOL #745238 6.000% 12		31403C4X6	2305.83	11/15/12	12/25/12	$2,305 83	$2,496.06	$-190 23
FNMA POOL #AK7766 2.500% 3		3138ECTY9	1167.41	05/07/12	12/25/12	$1,167.41	$1,198.05	$-30 64
FNMA POOL #AO4073 2.500% 5		3138LUQ32	967.81	08/16/12	12/25/12	$967 81	$997 60	$-29 79
FNMA POOL #AO4073 2.500% 5		3138LUQ32	766 9	08/16/12	01/25/13	$766.90	$790.51	$-23 61
FNMA POOL #AK7766 2 500% 3		3138ECTY9	1079 43	05/07/12	01/25/13	$1,079 43	$1,107 76	$-28 33
FNMA POOL #745238 6 000% 12		31403C4X6	2291 75	11/15/12	01/25/13	$2,291.75	$2,480.82	$-189.07
FHLMC GOLD #J18818 2.500% 4		3128PYYP3	473.84	06/07/12	02/15/13	$473.84	$486.57	$-12.73
FHLMC GOLD #E09018 2 500% 1		31294UAT0	469 25	01/03/13	02/15/13	$469 25	$489.78	$-20.53
Total short term gain/loss from noncovered security transactions not subject to wash sale:						$601,120 59	$601,987 29	$-866.70

Total short term gain/loss from noncovered security transactions:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part I, Box B	**$601,120.59**	**$601,987.29**	**$-866.70**	**$0.00**	**$-866.70**

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box A.

Long Term Covered Security Transactions (Form 8949, Part II, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
KELLOGG CO COM	K	487836108	150	01/10/11	02/15/12	$7,892 42	$7,669.54	$222.88
BROWN FORMAN CORP CL B COM	BFB	115637209	115	01/24/11	05/22/12	$9,966.01	$7,761.70	$2,204 31
Total long term gain/loss from covered security transactions not subject to wash sale:						$17,858.43	$15,431.24	$2,427.19

Total long term gain/loss from covered security transactions:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part II, Box A	**$17,858.43**	**$15,431.24**	**$2,427.19**	**$0.00**	**$2,427.19**

Proceeds from Long Term Noncovered Security Transactions

This category includes transactions that are long-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of non-covered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box B.

Long Term Noncovered Security Transactions (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FHLMC GOLD #G12644 6.000% 4		3128MBER4	601.29	01/12/11	01/15/12	$601 29	$651.65	$-50.36
DFA EMERGING MKTS VALUE-I	DFEVX	233203587	13754 31	01/05/11	01/19/12	$393,373.11	$503,270.02	$-109,896.91
DFA EMERGING MKTS VALUE-I	DFEVX	233203587	3728 21	12/03/10	01/19/12	$106,626 89	$136,900 00	$-30,273.11
FPA CRESCENT-I	FPACX	30254T759	27183 76	01/05/11	01/19/12	$750,000.00	$732,058 71	$17,941.29
IVA WORLDWIDE-I	IVWIX	45070A206	14497.04	12/03/10	01/19/12	$228,763.31	$245,000.00	$-16,236.69
IVA WORLDWIDE-I	IVWIX	45070A206	33031 48	01/05/11	01/19/12	$521,236 69	$552,946.91	$-31,710.22
VANGUARD TOTAL BD MKT INDEX-I	VBTIX	921937504	28466.54	12/06/10	01/20/12	$312,277.98	$306,300.00	$5,977 98
VANGUARD TOTAL BD MKT INDEX-I	VBTIX	921937504	66856.6	01/05/11	01/20/12	$733,416 90	$704,000.00	$29,416 90
FHLMC GOLD #J13273 3.500% 10		3128PST64	953.11	02/02/11	02/15/12	$953 11	$956.98	$-3.87
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	1123.1	02/10/11	02/15/12	$1,123 10	$1,207.33	$-84 23

Long Term Noncovered Security Transactions (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FHLMC GOLD #G12644 6.000% 4		3128MBER4	630.84	01/12/11	02/15/12	$630 84	$683.67	$-52 83
ALUM ROCK CA UN 5.470% 6		022171AR3	30000	01/19/11	02/15/12	$30,135 00	$27,220 04	$2,914.96
CITIGROUP INC 6.375% 8		172967EY3	50000	01/13/11	02/16/12	$54,594 00	$55,772.00	$-1,178 00
GNMA II POOL #003451 4.500% 10		36202DZQ7	503.64	01/25/11	02/20/12	$503 64	$536.46	$-32 82
BP CAP MKTS PLC 3 125% 3		05565QBG2	50000	01/13/11	03/10/12	$50,000 00	$51,188.50	$-1,188 50
FHLMC GOLD #G12644 6 000% 4		3128MBER4	691.4	01/12/11	03/15/12	$691 40	$749.30	$-57.90
FHLMC GOLD #J13273 3.500% 10		3128PST64	1207.3	02/02/11	03/15/12	$1,207 30	$1,212.21	$-4.91
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	1021.71	02/10/11	03/15/12	$1,021 71	$1,098 34	$-76 63
GNMA II POOL #003451 4 500% 10		36202DZQ7	485.13	01/25/11	03/20/12	$485 13	$516 74	$-31.61
FHLMC GOLD #J13273 3 500% 10		3128PST64	1282.07	02/02/11	04/15/12	$1,282 07	$1,287.28	$-5.21
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	969.26	02/10/11	04/15/12	$969 26	$1,041 95	$-72.69
FHLMC GOLD #G12644 6 000% 4		3128MBER4	1046.31	01/12/11	04/15/12	$1,046.31	$1,133.94	$-87 63
GNMA II POOL #003451 4 500% 10		36202DZQ7	940.37	01/25/11	04/20/12	$940 37	$1,001 64	$-61 27
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	970.32	02/10/11	05/15/12	$970 32	$1,043 09	$-72.77
FHLMC GOLD #J13273 3 500% 10		3128PST64	975 06	02/02/11	05/15/12	$975.06	$979 02	$-3.96
FHLMC GOLD #G12644 6.000% 4		3128MBER4	673.38	01/12/11	05/15/12	$673 38	$729 78	$-56 40
GNMA II POOL #003451 4 500% 10		36202DZQ7	478 97	01/25/11	05/20/12	$478 97	$510 18	$-31 21
FNMA POOL #AB2295 3 000% 2		31416XRR3	725 17	05/13/11	05/25/12	$725.17	$723 70	$1.47
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	955 03	02/10/11	06/15/12	$955.03	$1,026 66	$-71 63
FHLMC GOLD #J13273 3.500% 10		3128PST64	832 96	02/02/11	06/15/12	$832.96	$836 34	$-3.38
FHLMC GOLD #G12644 6 000% 4		3128MBER4	849 44	01/12/11	06/15/12	$849.44	$920 58	$-71.14
GNMA II POOL #003451 4.500% 10		36202DZQ7	488.18	01/25/11	06/20/12	$488.18	$519.99	$-31 81
FNMA POOL #AB2295 3 000% 2		31416XRR3	629 33	05/13/11	06/25/12	$629.33	$628 05	$1.28
MILWAUKEE CNTY WIS 5 390% 12		602266AA6	50000	01/21/11	06/26/12	$52,850 00	$54,959 00	$-2,109.00
REGIONAL TRANSN AUTH 2 843% 7		759911S76	40000	02/02/11	07/01/12	$40,000.00	$40,601.60	$-601.60
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	775 19	02/10/11	07/15/12	$775 19	$833 33	$-58 14

Long Term Noncovered Security Transactions (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FHLMC GOLD #J13273 3.500% 10		3128PST64	941 03	02/02/11	07/15/12	$941.03	$944.85	$-3.82
FHLMC GOLD #G12644 6.000% 4		3128MBER4	1058 52	01/12/11	07/15/12	$1,058 52	$1,147.17	$-88 65
GNMA II POOL #003451 4.500% 10		36202DZQ7	828.33	01/25/11	07/20/12	$828 33	$882.30	$-53.97
FNMA POOL #AB2295 3.000% 2		31416XRR3	1067.3	05/13/11	07/25/12	$1,067.30	$1,065.13	$2 17
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	936 22	02/10/11	08/15/12	$936.22	$1,006.44	$-70 22
FHLMC GOLD #J13273 3.500% 10		3128PST64	1309 47	02/02/11	08/15/12	$1,309 47	$1,314.79	$-5.32
FHLMC GOLD #G12644 6.000% 4		3128MBER4	740.9	01/12/11	08/15/12	$740.90	$802.95	$-62 05
GNMA II POOL #003451 4.500% 10		36202DZQ7	751.71	01/25/11	08/20/12	$751.71	$800.69	$-48 98
FNMA POOL #AB2295 3.000% 2		31416XRR3	876.48	05/13/11	08/25/12	$876 48	$874 70	$1 78
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	1004.17	02/10/11	09/15/12	$1,004 17	$1,079.48	$-75 31
FHLMC GOLD #J13273 3 500% 10		3128PST64	1069.9	02/02/11	09/15/12	$1,069 90	$1,074.25	$-4.35
FHLMC GOLD #G12644 6.000% 4		3128MBER4	470.79	01/12/11	09/15/12	$470 79	$510.22	$-39 43
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	892.06	08/22/11	09/15/12	$892.06	$919 38	$-27 32
BANK OF AMER CRP 6.500% 8		06051GEA3	50000	01/13/11	09/18/12	$57,867.00	$55,276.50	$2,590 50
FNMA POOL #AB2295 3.000% 2		31416XRR3	47284 86	05/13/11	09/18/12	$49,922 47	$47,188 81	$2,733 66
GNMA II POOL #003451 4 500% 10		36202DZQ7	523.31	01/25/11	09/20/12	$523 31	$557 41	$-34 10
FNMA POOL #AB2295 3.000% 2		31416XRR3	1864.1	05/13/11	09/25/12	$1,864 10	$1,860.31	$3.79
FNMA POOL #888830 6 500% 11		31410GPP2	932 67	08/31/11	09/25/12	$932 67	$1,038.76	$-106 09
PUBLIC SVC CO COLO 7.875% 10		744448BU4	50000	02/04/11	10/01/12	$50,000.00	$55,504 50	$-5,504 50
FHLMC GOLD #G12644 6.000% 4		3128MBER4	1124.95	01/12/11	10/15/12	$1,124.95	$1,219 16	$-94 21
FHLMC GOLD #G14044 3.000% 1		3128MCWD3	819.24	08/22/11	10/15/12	$819 24	$844.33	$-25 09
FHLMC GOLD #G13333 6.000% 11		3128MB4S3	1116.89	10/13/11	10/15/12	$1,116 89	$1,226.83	$-109 94
FHLMC GOLD #J13273 3.500% 10		3128PST64	1090.02	02/02/11	10/15/12	$1,090.02	$1,094.45	$-4 43
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	843.95	02/10/11	10/15/12	$843.95	$907.25	$-63 30
GNMA II POOL #003451 4.500% 10		36202DZQ7	1557.17	01/25/11	10/20/12	$1,557 17	$1,658.63	$-101.46
FNMA POOL #888830 6.500% 11		31410GPP2	1068.74	08/31/11	10/25/12	$1,068.74	$1,190.31	$-121 57

Long Term Noncovered Security Transactions (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
FED HOME LN MTG CORP 0.875% 10		3137EACL1	50000	02/10/11	11/13/12	$50,307.50	$49,755 36	$552.14
FHLMC GOLD #G12221 5 500% 6		3128M1LA5	774 44	02/10/11	11/15/12	$774 44	$832 52	$-58 08
FHLMC GOLD #J13273 3 500% 10		3128PST64	1218 77	02/02/11	11/15/12	$1,218 77	$1,223 72	$-4 95
FHLMC GOLD #G12644 6 000% 4		3128MBER4	689.25	01/12/11	11/15/12	$689 25	$746.97	$-57.72
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	940.45	08/22/11	11/15/12	$940 45	$969.25	$-28.80
FHLMC GOLD #G13333 6 000% 11		3128MB4S3	1143.53	10/13/11	11/15/12	$1,143 53	$1,256.10	$-112 57
GNMA II POOL #003451 4 500% 10		36202DZQ7	437 89	01/25/11	11/20/12	$437.89	$466.42	$-28 53
FNMA POOL #888830 6.500% 11		31410GPP2	968 56	08/31/11	11/25/12	$968.56	$1,078.73	$-110.17
NUCOR CORP 5 000% 12		670346AF2	50000	02/01/11	12/01/12	$50,000.00	$53,474.00	$-3,474 00
FHLMC GOLD #G13333 6.000% 11		3128MB4S3	927 96	10/13/11	12/15/12	$927 96	$1,019.31	$-91 35
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	843 04	02/10/11	12/15/12	$843 04	$906 27	$-63.23
FHLMC GOLD #J13273 3 500% 10		3128PST64	1017 89	02/02/11	12/15/12	$1,017.89	$1,022.03	$-4.14
FHLMC GOLD #G12644 6 000% 4		3128MBER4	452 71	01/12/11	12/15/12	$452.71	$490 62	$-37.91
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	972.76	08/22/11	12/15/12	$972.76	$1,002 55	$-29 79
LOOMIS SAYLES BD-I	LSBDX	543495840	186 75	02/22/11	12/19/12	$2,821.82	$2,702 30	$119.52
LOOMIS SAYLES BD-I	LSBDX	543495840	192.13	01/25/11	12/19/12	$2,903.05	$2,766.64	$136.41
FPA CRESCENT-I	FPACX	30254T759	19680 38	01/05/11	12/19/12	$578,800.00	$529,992 66	$48,807.34
IVA WORLDWIDE-I	IVWIX	45070A206	24671 67	01/05/11	12/19/12	$394,500.00	$413,003.76	$-18,503.76
LOOMIS SAYLES BD-I	LSBDX	543495840	195 17	03/22/11	12/19/12	$2,948.94	$2,829.89	$119.05
LOOMIS SAYLES BD-I	LSBDX	543495840	179.76	04/26/11	12/19/12	$2,716 13	$2,674 79	$41.34
LOOMIS SAYLES BD-I	LSBDX	543495840	191.26	05/24/11	12/19/12	$2,889 97	$2,845 98	$43.99
LOOMIS SAYLES BD-I	LSBDX	543495840	181.97	06/21/11	12/19/12	$2,749 60	$2,680 45	$69.15
MARKET VECTORS GOLD MINERS	GDX	57060U100	6037	01/04/11	12/19/12	$274,747 37	$355,579 30	$-80,831 93
MARKET VECTORS GOLD MINERS	GDX	57060U100	2439	12/03/10	12/19/12	$111,000 31	$153,096 03	$-42,095.72
UNIFIED IRON STRATEGIC INCM-I	IFUNX	90470K446	43597.04	01/05/11	12/19/12	$498,750 08	$517,496 80	$-18,746 72
UNIFIED IRON STRATEGIC INCM-I	IFUNX	90470K446	1900.23	03/29/11	12/19/12	$21,738 57	$22,745 69	$-1,007 12

Long Term Noncovered Security Transactions (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
UNIFIED IRON STRATEGIC INCM-I	IFUNX	90470K446	1293 34	12/06/10	12/19/12	$14,795 82	$15,377.82	$-582 00
SCHWAB HEDGED EQUITY-SL	SWHEX	808509699	49243.31	01/05/11	12/19/12	$826,302 81	$754,900.00	$71,402.81
HUSSMAN STRATEGIC GROWTH FD	HSGFX	448108100	62234.13	01/05/11	12/19/12	$679,596 70	$754,900.00	$-75,303 30
LOOMIS SAYLES BD-I	LSBDX	543495840	184.13	07/26/11	12/19/12	$2,782.22	$2,752.76	$29 46
LOOMIS SAYLES BD-I	LSBDX	543495840	200.24	08/23/11	12/19/12	$3,025 58	$2,891.42	$134.16
LOOMIS SAYLES BD-I	LSBDX	543495840	184.48	09/20/11	12/19/12	$2,787.45	$2,636 18	$151 27
GNMA II POOL #003451 4.500% 10		36202DZQ7	621.87	01/25/11	12/20/12	$621.87	$662 39	$-40.52
FNMA POOL #888830 6.500% 11		31410GPP2	916.97	08/31/11	12/25/12	$916.97	$1,021.28	$-104.31
GNMA II POOL #003451 4.500% 10		36202DZQ7	712.14	01/25/11	01/20/13	$712.14	$758 54	$-46 40
FNMA POOL #888830 6.500% 11		31410GPP2	775.38	08/31/11	01/25/13	$775.38	$863.58	$-88.20
FHLMC GOLD #G12644 6 000% 4		3128MBER4	455.11	01/12/11	02/15/13	$455.11	$493.23	$-38.12
FHLMC GOLD #G14044 3 000% 1		3128MCWD3	891.29	08/22/11	02/15/13	$891.29	$918.59	$-27 30
FHLMC GOLD #G13333 6.000% 11		3128MB4S3	996.18	10/13/11	02/15/13	$996.18	$1,094.24	$-98 06
FHLMC GOLD #G12221 5.500% 6		3128M1LA5	860.35	02/10/11	02/15/13	$860.35	$924.88	$-64 53
FHLMC GOLD #J13273 3.500% 10		3128PST64	1010.61	02/02/11	02/15/13	$1,010.61	$1,014 72	$-4 11
Total long term gain/loss from noncovered security transactions not subject to wash sale:						$7,017,550.90	$7,276,902.36	$-259,351.46

Long Term Noncovered Security Transactions with loss disallowed due to wash sale (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss	
							Portion subject to 988		Wash sale loss disallowed
UNIFIED IRON STRATEGIC INCM-I	IFUNX	90470K446	38735.63	12/03/10	12/19/12	$443,135.63	$471,800.00	$-28,664 37	
							$0 00		$783 63

Long Term Noncovered Security Transactions with loss disallowed due to wash sale (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Portion subject to 988	Net gain or loss	Wash sale loss disallowed
UNIFIED IRON STRATEGIC INCM-I	IFUNX	90470K446	129.36	09/28/10	12/19/12	$1,479.89	$1,543.28		$-63 39	
								$0 00		$63 39
Total long term gain/loss from noncovered security transactions subject to wash sale:						$444,615.52	$473,343 28		$-28,727 76	
Total long term loss from noncovered security transactions disallowed from wash sales:										$847 02
Total long term Section 988 translation gain/loss from noncovered securities subject to wash sale:								$0.00		

Proceeds from Long Term Noncovered Security Transactions reported at 28%

This category includes transactions that are long-term gain or loss subject to 28% rate. Form 1099-B, Box 6a is checked because this category includes only sales of noncovered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box B and Schedule D 28% Rate Gain Worksheet.

Long Term Noncovered Security Transactions reported at 28% (Form 8949, Part II, Box B)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
ISHARES SILVER TR ETF	SLV	46428Q109	370	01/10/11	08/27/12	$11,093.21	$10,470 30	$622 91
Total long term 28% gain/loss from noncovered security transactions not subject to wash sale:						$11,093 21	$10,470.30	$622 91

Total long term gain/loss from noncovered security transactions:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part II, Box B	**$7,473,259.63**	**$7,760,715.94**	**$-287,456.31**	**$847.02**	**$-286,609.29**

Total proceeds reported to IRS on Form 1099-B **$9,726,995.86**

Proceeds from Gains and Losses Not Reported On Form 1099-B

The following gains or losses in your account include common trust funds, options or other exchanges not subject to Form 1099-B reporting or sales of assets not registered for Form 1099-B reporting by us. For individual taxpayers, capital gain or loss transactions which are not reported on a Form 1099-B are reportable on Form 8949, Part I or Part II, Box C. However, if an asset below is not registered for Form 1099-B reporting by us and you receive a separate Form 1099-B from a different payer for this same information, you should follow their 1099-B regarding tax reporting guidelines. You should consult your tax advisor regarding the tax treatment applicable to these items

Long Term Transactions for 28% gains and losses (Not reported on Form 1099-B)

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	01/11/12	$194.47	$260.63	$-66.16
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	02/14/12	$187.59	$238.66	$-51.07
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	03/13/12	$192.96	$250.10	$-57.14
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	04/10/12	$209.87	$279.66	$-69.79
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	05/16/12	$221.91	$313.97	$-92.06
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	06/12/12	$188.63	$257.69	$-69.06
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	07/06/12	$190.37	$262.84	$-72.47
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	08/10/12	$192.25	$260.22	$-67.97
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	09/12/12	$196.82	$248.22	$-51.40
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	10/08/12	$217.88	$269.13	$-51.25
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	11/19/12	$201.19	$254.67	$-53.48
SPDR GOLD TR GOLD ETF	GLD	78463V107	3727	01/01/01	12/11/12	$190.20	$243.65	$-53.45
Total long term 28% gain/loss:						$2,384.14	$3,139.44	$-755.30

Total long term gain/loss transactions not reported on Form 1099-B:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part II, Box C	**$2,384.14**	**$3,139.44**	**$-755.30**	**$0.00**	**$-755.30**

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 . . . . ▶ ☒
- 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 DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 58-2472876
	Number, street, and room or suite no If a P O box, see instructions 3755 ATLANTA INDUSTRIAL PARKWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30331-1027	

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 ▶ DAVID B. KAHN

Telephone No ▶ 404 586-0569 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
▶ ☒ 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**	**$** 4,443.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	**$** 12,018.
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**	**$**

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)

JSA
2F8054 2 000

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

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 DAVID & JENNIFER KAHN FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 58-2472876
	Number, street, and room or suite no If a P O box, see instructions 3755 ATLANTA INDUSTRIAL PARKWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30331-1027	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ DAVID B. KAHN

  Telephone No ▶ 404 586-0569 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

4 I request an additional 3-month extension of time until 11/15 , 20 13

5 For calendar year 2012 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ATTACHMENT 1

8a	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	8a	$ 4,443.
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 and any amount paid previously with Form 8868	8b	$ 12,018.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶