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

Department of the Treasury  
 Internal Revenue Service

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

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

ENVELOPE  
 CHECK DATE  
 MAY 9 7 2013

Name of foundation <b>L.I.S.Z. FOUNDATION, INC. 23-43911</b>		<b>A</b> Employer identification number <b>59-2401804</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 803878</b>	Room/suite	<b>B</b> Telephone number (see instructions) <b>312- 630-6000</b>
City or town, state, and ZIP code <b>CHICAGO, IL 60680</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
Check type of organization:	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,577,082.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

**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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities	44,682.	44,849.		STMT 1
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	56,473.			
<b>b</b> Gross sales price for all assets on line 6a <b>425,510.</b>				
<b>7</b> Capital gain net income (from Part IV, line 2)		56,473.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)				
<b>12 Total.</b> Add lines 1 through 11	101,155.	101,322.		
<b>13</b> Compensation of officers, directors, trustees, etc.				
<b>14</b> Other employee salaries and wages		NONE	NONE	
<b>15</b> Pension plans, employee benefits		NONE	NONE	
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach schedule) STMT 2	2,000.	1,000.	NONE	1,000.
<b>c</b> Other professional fees (attach schedule) STMT 3	7,132.	7,132.		
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instructions) STMT 4	2,409.	869.		
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings		NONE	NONE	
<b>22</b> Printing and publications		NONE	NONE	
<b>23</b> Other expenses (attach schedule) STMT 5	61.			61.
<b>24 Total operating and administrative expenses.</b>				
Add lines 13 through 23	11,602.	9,001.	NONE	1,061.
<b>25</b> Contributions, gifts, grants paid	75,000.			75,000.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	86,602.	9,001.	NONE	76,061.
<b>27 Subtract line 26 from line 12:</b>				
<b>a</b> Excess of revenue over expenses and disbursements	14,553.			
<b>b</b> Net investment income (if negative, enter -0-)		92,321.		
<b>c</b> Adjusted net income (if negative, enter -0-)				

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27 line

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	29,406.	24,700.	24,700.
	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 ▶			NONE
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .	798,310.	793,547.	962,844.
	b	Investments - corporate stock (attach schedule) . . . . .	410,413.	383,618.	400,364.
	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) . . . . .	32,174.	62,663.	80,948.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SEE ATTACHMENTS )	62,903.	82,898.	108,226.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,333,206.	1,347,426.	1,577,082.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>				
	27	Capital stock, trust principal, or current funds . . . . .	1,333,206.	1,347,426.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,333,206.	1,347,426.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,333,206.	1,347,426.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,333,206.
2	Enter amount from Part I, line 27a . . . . .	2	14,553.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,347,759.
5	Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT	5	333.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,347,426.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
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 425,495.		369,022.	56,473.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(l) 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			56,473.		
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	56,473.	
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		

**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	72,561.	1,560,801.	0.046490
2010	66,643.	1,475,269.	0.045173
2009	75,735.	1,340,372.	0.056503
2008	84,499.	1,525,020.	0.055408
2007	73,620.	1,727,154.	0.042625
2 Total of line 1, column (d)			0.246199
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			0.049240
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			1,551,756.
5 Multiply line 4 by line 3			76,408.
6 Enter 1% of net investment income (1% of Part I, line 27b)			923.
7 Add lines 5 and 6			77,331.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			76,061.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 234.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Includes questions about political influence, tax on political expenditures, and substantial contributors.

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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of THE NORTHERN TRUST COMPANY Telephone no.
Located at PO BOX 803878, CHICAGO, IL ZIP+4 60680
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
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 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X 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 X 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 X
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 X 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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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).

Table with 5 columns: (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. Rows include CHIA MING SZE (CHAIRMAN), DIANE SZE WEI (TREASURER), and MAURICE WEI (SECRETARY).

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

Table with 5 columns: (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.

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
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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 <u>NONE</u> ----- -----	
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 <u>NONE</u> ----- -----	
2 ----- -----	
All other program-related investments. See instructions. 3 <u>NONE</u> ----- -----	
<b>Total. Add lines 1 through 3 . . . . .</b>	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	1,575,387.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,575,387.
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	NONE
3	Subtract line 2 from line 1d	3	1,575,387.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,631.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,551,756.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	77,588.

**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	77,588.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,846.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,846.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,742.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	75,742.
6	Deduction from distributable amount (see instructions)	6	NONE
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	75,742.

**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	76,061.
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	NONE
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	76,061.
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	N/A
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	76,061.

**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 . . . . .				75,742.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only . . . . .			75,281.	
b Total for prior years 20____, 20____, 20____ . . . . .		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 . . . . .	NONE			
b From 2008 . . . . .	NONE			
c From 2009 . . . . .	NONE			
d From 2010 . . . . .	NONE			
e From 2011 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>76,061.</u>				
a Applied to 2011, but not more than line 2a . . . . .			75,281.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2012 distributable amount . . . . .				780.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
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 . . . . .				74,962.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2008 . . . . .	NONE			
b Excess from 2009 . . . . .	NONE			
c Excess from 2010 . . . . .	NONE			
d Excess from 2011 . . . . .	NONE			
e Excess from 2012 . . . . .	NONE			

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

Empty box for ruling date

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	

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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

**Part XV Supplementary Information (continued)**

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

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
YALE UNIVERSITY YALE UNIVERSITY NEW HAVEN CT	N/A	PUBLIC CHA	LI MING SCHOLARSHIP	20,000.
CORNELL UNIVERSITY CORNELL UNIVERSITY Ithaca NY 14853	N/A	PUBLIC CHA	S K ALFRED SZE MEMORAL SCHOLARSHIP	10,000.
WELLESLEY COLLEGE . WELLESLEY MA	N/A	PUBLIC CHA	ALICE TONG SZE SCHOLARSHIP	25,000.
NAUGATUCK VALLEY COMMUNITY COLLEGE FOUNDATION 750 CHASE PARKWAY WATERBURY CT 06708	N/A	PUBLIC CHA	SCOTT POND ENDOWED SCHOLARSHIP	10,000.
HARVARD BUSINESS SCHOOL 117 WESTERN AVE. ALLSTON MA 02134	N/A	PUBLIC CHA	LI MING SCHOLARSHIP	10,000.
<b>Total</b> . . . . . ▶ <b>3a</b>				<b>75,000.</b>
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 44,682), 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18, 56,473), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (101,155), 13 Total (101,155).

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

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

Table with 2 columns: 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.)

NOT APPLICABLE

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

- 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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (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: Diane Szellwei, Date: 4/9/2013, Title: Treasurer.

Paid Preparer Use Only Print/Type preparer's name: YUERU GU, Preparer's signature: [Signature], Date: 04/03/2013, Check self-employed if PTIN: P01315622, Firm's name: THE NORTHERN TRUST COMPANY, Firm's address: P.O. BOX 803878 CHICAGO, IL 60680, Phone no. 312-630-6000.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST ACCRUED/DEFERRED INCOME	44,849. -167.	44,849.
TOTAL	44,682.	44,849.

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	2,000.	1,000.		1,000.
TOTALS	2,000.	1,000.	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NT INVESTMENT ADVISORY FEE	7,132.	7,132.
TOTALS	7,132.	7,132.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ESTIMATED TAX	1,540.	
FOREIGN TAX	869.	869.
	-----	-----
TOTALS	2,409.	869.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

REVENUE  
AND  
EXPENSES  
PER BOOKS  
-----

CHARITABLE  
PURPOSES  
-----

DESCRIPTION  
-----

FILING FEE - FL

61.

61.

TOTALS

-----  
61.  
=====

-----  
61.  
=====

L.I.S.Z. FOUNDATION, INC. 23-43911

59-2401804

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHMENTS	793,547.	962,844.
TOTALS	793,547.	962,844.
	=====	=====

L.I.S.Z. FOUNDATION, INC. 23-43911

59-2401804

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHMENTS	383,618.	400,364.
TOTALS	383,618.	400,364.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHMENTS	C	62,663.	80,948.
TOTALS		62,663.	80,948.
		=====	=====

**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](http://www.irs.gov/form1041)

OMB No 1545-0092

**2012**

Name of estate or trust

Employer identification number

L.I.S.Z. FOUNDATION, INC. 23-43911

59-2401804

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)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	2,103.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> 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 . . . . . ▶	<b>5</b>	2,103.

**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)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS					8,181.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	46,188.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	1.
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> 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 . . . . . ▶	<b>12</b>	54,370.

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

Schedule D (Form 1041) 2012

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss)	<b>13</b>		2,103.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year	<b>14a</b>		54,370.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	<b>14b</b>		1.
c	28% rate gain	<b>14c</b>		464.
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14	<b>15</b>		56,473.

**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

<b>Part IV Capital Loss Limitation</b>		
<b>16</b>	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	<b>16</b> ( )

**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.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	<b>17</b>	
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero	<b>18</b>	
<b>19</b>	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)	<b>19</b>	
<b>20</b>	Add lines 18 and 19	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0-	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0-	<b>23</b>	
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,400	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-)	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% (.15)	<b>30</b>	
<b>31</b>	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)	<b>31</b>	
<b>32</b>	Add lines 30 and 31	<b>32</b>	
<b>33</b>	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)	<b>33</b>	
<b>34</b>	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)	<b>34</b>	

**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2012**

Department of the Treasury  
Internal Revenue Service

▶ 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](http://www.irs.gov/form1041)

Name of estate or trust

L. I. S. Z. FOUNDATION, INC. 23-43911

Employer identification number

59-2401804

**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 10. ALTERA CORP	09/01/2011	05/08/2012	332.00	363.00	-31.00
16. AMAZON COM INC	11/08/2011	02/06/2012	2,948.00	3,481.00	-533.00
4. AMAZON COM INC	09/01/2011	02/07/2012	733.00	854.00	-121.00
15. AMERICAN WTR WKS CO IN	01/31/2012	04/20/2012	505.00	504.00	1.00
5. AMERICAN WTR WKS CO INC	01/30/2012	11/02/2012	182.00	167.00	15.00
16. AMGEN INC	01/25/2012	04/20/2012	1,087.00	1,093.00	-6.00
8. AMGEN INC	01/24/2012	11/02/2012	691.00	546.00	145.00
35. AMGEN INC	01/24/2012	11/16/2012	2,945.00	2,388.00	557.00
2. AMGEN INC	01/23/2012	12/28/2012	171.00	136.00	35.00
15. AUTODESK, INC	05/23/2011	04/20/2012	609.00	627.00	-18.00
11. AUTOMATIC DATA PROCESS	01/18/2012	04/20/2012	603.00	618.00	-15.00
36. AUTOMATIC DATA PROCESS	01/18/2012	09/18/2012	2,102.00	2,009.00	93.00
24. AUTOMATIC DATA PROCESS	01/17/2012	09/19/2012	1,407.00	1,316.00	91.00
15. AUTOMATIC DATA PROCESS	01/13/2012	09/20/2012	879.00	822.00	57.00
38. BRISTOL MYERS SQUIBB C	11/08/2011	04/20/2012	1,295.00	1,199.00	96.00
12. CVS CORP	04/27/2012	11/02/2012	558.00	540.00	18.00
4. CVS CORP	04/27/2012	12/28/2012	192.00	180.00	12.00
22. COCA COLA CO	08/30/2011	04/20/2012	1,634.00	1,538.00	96.00
3. EMERSON ELECTRIC CO	12/14/2012	12/28/2012	157.00	156.00	1.00
10. EXPRESS SCRIPTS HLDG C	01/25/2012	04/20/2012	583.00	519.00	64.00
8. EXPRESS SCRIPTS HLDG CO	06/20/2012	11/02/2012	496.00	431.00	65.00
4. EXPRESS SCRIPTS HLDG CO	06/20/2012	12/28/2012	213.00	215.00	-2.00
19. EXXON MOBIL CORP	09/01/2011	04/20/2012	1,617.00	1,406.00	211.00
11. H J HEINZ CO	09/01/2011	08/13/2012	606.00	577.00	29.00

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

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

Schedule D-1 (Form 1041) 2012

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**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2012**

Department of the Treasury  
Internal Revenue Service

▶ 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](http://www.irs.gov/form1041)

Name of estate or trust

L. I. S. Z. FOUNDATION, INC. 23-43911

Employer identification number

59-2401804

**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 4. H J HEINZ CO	09/01/2011	08/14/2012	221.00	210.00	11.00
32. HOME DEPOT INC	02/06/2012	04/20/2012	1,644.00	1,447.00	197.00
14. HOME DEPOT INC	02/06/2012	11/02/2012	868.00	633.00	235.00
5. HOME DEPOT INC	02/06/2012	12/28/2012	305.00	226.00	79.00
14. INTEL CORP	05/07/2012	11/02/2012	308.00	390.00	-82.00
3. INTERCONTINENTALEXCHANG	06/07/2012	11/02/2012	389.00	385.00	4.00
10. MCDONALDS CORP	09/22/2011	04/20/2012	976.00	881.00	95.00
15. MCKESSON HBOC INC	09/01/2011	01/25/2012	1,153.00	1,191.00	-38.00
15. NORFOLK SOUTHERN CORP	08/10/2011	04/20/2012	1,037.00	1,013.00	24.00
42.5 MFB NORTHERN FUNDS UL FIXED INCOME FD	11/02/2012	12/28/2012	434.00	435.00	-1.00
1.5 MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	12/28/2012	15.00	15.00	
20. ADR NOVARTIS AG SPONSO #US66987V1098	09/01/2011	01/23/2012	1,108.00	1,158.00	-50.00
11. NUCOR CORP	02/06/2012	04/20/2012	434.00	497.00	-63.00
6. NUCOR CORP	02/06/2012	11/02/2012	244.00	271.00	-27.00
12. PFIZER INC	12/05/2012	12/28/2012	300.00	305.00	-5.00
5. PHILLIPS 66 COM	09/01/2011	05/07/2012	149.00	164.00	-15.00
3. PRECISION CASTPARTS COR	10/24/2011	04/20/2012	521.00	516.00	5.00
30. PRINCIPAL FINANCIAL GR	09/01/2011	06/07/2012	737.00	752.00	-15.00
31. QUALCOMM INC	01/17/2012	04/20/2012	1,952.00	1,776.00	176.00
8. ST JUDE MEDICAL INC	09/24/2012	11/02/2012	308.00	344.00	-36.00
10. SALESFORCE COM INC COM	09/01/2011	01/17/2012	1,045.00	1,281.00	-236.00
9. STARBUCKS CORP	08/14/2012	11/02/2012	457.00	416.00	41.00
15. THE TRAVELERS COMPANIE	09/01/2011	03/13/2012	864.00	758.00	106.00
13. V F CORP	09/01/2011	04/20/2012	1,961.00	1,465.00	496.00

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

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

Schedule D-1 (Form 1041) 2012

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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

L.I.S.Z. FOUNDATION, INC. 23-43911

59-2401804

**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 12. ABBOTT LABORATORIES	03/27/2009	04/20/2012	715.00	551.00	164.00
5. ABBOTT LABORATORIES	09/01/2011	11/02/2012	325.00	261.00	64.00
5. ABBOTT LABORATORIES	09/01/2011	11/16/2012	315.00	261.00	54.00
68. ABBOTT LABORATORIES	03/27/2009	11/16/2012	4,288.00	3,122.00	1,166.00
17. ALTERA CORP	11/18/2010	04/20/2012	629.00	457.00	172.00
64. ALTERA CORP	03/27/2009	05/07/2012	2,147.00	1,157.00	990.00
29. ALTERA CORP	03/27/2009	05/08/2012	962.00	524.00	438.00
20. AMAZON COM INC	11/18/2010	01/26/2012	3,826.00	1,966.00	1,860.00
7. AMAZON COM INC	04/16/2009	02/06/2012	1,290.00	533.00	757.00
26. AMERICAN EXPRESS CO	04/26/2010	04/20/2012	1,498.00	1,234.00	264.00
10. AMERICAN EXPRESS CO	07/06/2011	11/02/2012	567.00	526.00	41.00
4. AMERICAN EXPRESS CO	07/06/2011	12/28/2012	227.00	210.00	17.00
6. APPLE COMPUTER INC	05/27/2009	04/20/2012	3,502.00	801.00	2,701.00
2. APPLE COMPUTER INC	09/01/2011	11/02/2012	1,153.00	765.00	388.00
48. AUTODESK, INC	05/23/2011	09/18/2012	1,603.00	2,005.00	-402.00
52. AUTODESK, INC	09/01/2011	09/19/2012	1,751.00	1,956.00	-205.00
5. BHP LTD SPONSORED ADR	02/17/2011	04/20/2012	367.00	470.00	-103.00
9. BHP LTD SPONSORED ADR	02/22/2010	04/20/2012	661.00	678.00	-17.00
5. BHP LTD SPONSORED ADR	09/01/2011	11/02/2012	354.00	424.00	-70.00
15. BRISTOL MYERS SQUIBB C	09/01/2011	11/02/2012	497.00	448.00	49.00
5. BRISTOL MYERS SQUIBB CO	11/08/2011	12/28/2012	160.00	158.00	2.00
18. CHEVRONTEXACO CORP	12/30/2010	04/20/2012	1,849.00	1,356.00	493.00
6. CHEVRONTEXACO CORP	09/01/2011	11/02/2012	649.00	597.00	52.00
2. CHEVRONTEXACO CORP	09/01/2011	12/28/2012	214.00	199.00	15.00
16. CITRIX SYS INC	04/11/2011	04/20/2012	1,258.00	1,195.00	63.00

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

Schedule D-1 (Form 1041) 2012

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Employer identification number

L. I. S. Z. FOUNDATION, INC. 23-43911

59-2401804

**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 19. CITRIX SYS INC	04/11/2011	05/07/2012	1,583.00	1,408.00	175.00
21. CITRIX SYS INC	07/22/2010	05/07/2012	1,749.00	977.00	772.00
4. CITRIX SYS INC	09/01/2011	11/02/2012	251.00	239.00	12.00
17. COCA COLA CO	08/30/2011	11/02/2012	630.00	594.00	36.00
6. COCA COLA CO	08/30/2011	12/28/2012	216.00	210.00	6.00
50000. COLGATE PALMOLIVE C 04/24/2002	05/17/2002	04/25/2012	50,000.00	50,257.00	-257.00
13. CONOCOPHILLIPS	11/19/2010	04/20/2012	947.00	802.00	145.00
10. CONOCOPHILLIPS	09/01/2011	10/12/2012	562.00	519.00	43.00
62. CONOCOPHILLIPS	11/19/2010	10/12/2012	3,486.00	2,909.00	577.00
17. COSTCO WHSL CORP NEW	02/02/2011	04/20/2012	1,491.00	1,223.00	268.00
6. COSTCO WHSL CORP NEW	09/01/2011	11/02/2012	576.00	480.00	96.00
3. COSTCO WHSL CORP NEW	09/01/2011	12/28/2012	292.00	240.00	52.00
26. DANAHER CORP	11/18/2010	04/20/2012	1,382.00	790.00	592.00
10. DANAHER CORP	02/17/2011	04/20/2012	532.00	512.00	20.00
15. DANAHER CORP	09/01/2011	11/02/2012	779.00	671.00	108.00
5. DANAHER CORP	09/01/2011	12/28/2012	276.00	224.00	52.00
10. WALT DISNEY CO	02/17/2011	04/20/2012	425.00	437.00	-12.00
10. WALT DISNEY CO	11/18/2010	04/20/2012	425.00	376.00	49.00
9. WALT DISNEY CO	09/01/2011	11/02/2012	448.00	302.00	146.00
24. DOMINION RES INC VA NE	09/14/2010	04/20/2012	1,217.00	1,058.00	159.00
9. DOMINION RES INC VA NEW	09/01/2011	11/02/2012	465.00	439.00	26.00
95. E I DU PONT DE NEMOURS	11/18/2010	02/06/2012	4,907.00	3,770.00	1,137.00
13. E I DU PONT DE NEMOURS	03/23/2010	04/20/2012	686.00	489.00	197.00
6. E I DU PONT DE NEMOURS	09/01/2011	11/02/2012	265.00	289.00	-24.00
50. EMC CORP MASS	11/18/2010	04/20/2012	1,395.00	1,082.00	313.00

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

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L.I.S.Z. FOUNDATION, INC. 23-43911

59-2401804

**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 22. EMC CORP MASS	09/01/2011	11/02/2012	552.00	490.00	62.00
9. EMC CORP MASS	09/01/2011	12/28/2012	224.00	200.00	24.00
18. EATON CORP	04/01/2011	04/20/2012	853.00	1,000.00	-147.00
8. EATON CORP	03/30/2011	11/02/2012	393.00	438.00	-45.00
5. EXXON MOBIL CORP	02/17/2011	04/20/2012	426.00	420.00	6.00
10. EXXON MOBIL CORP	07/23/1998	11/02/2012	902.00	279.00	623.00
4. EXXON MOBIL CORP	07/23/1998	12/28/2012	342.00	112.00	230.00
2. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES IND	09/29/2011	11/02/2012	70.00	63.00	7.00
11. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES IND	09/29/2011	12/28/2012	384.00	346.00	38.00
2. MFC FLEXSHARES TR TR IB TARGET DURATION TIPS INDEX	09/29/2011	11/02/2012	51.00	50.00	1.00
15. MFC FLEXSHARES TR TR I TARGET DURATION TIPS INDEX	09/29/2011	12/28/2012	382.00	374.00	8.00
2. MFC FLEXSHARES TR IBOX DURATION TIPS INDEX FD	09/29/2011	11/02/2012	53.00	50.00	3.00
14. MFC FLEXSHARES TR IBOX TARGET DURATION TIPS INDEX	09/29/2011	12/28/2012	367.00	348.00	19.00
12. FRANKLIN RESOURCES INC	01/12/2010	04/20/2012	1,476.00	1,326.00	150.00
4. FRANKLIN RESOURCES INC	07/07/2011	11/02/2012	528.00	548.00	-20.00
30. GENERAL ELECTRIC CO	02/17/2011	04/20/2012	580.00	647.00	-67.00
23. GENERAL ELECTRIC CO	01/12/2010	04/20/2012	445.00	384.00	61.00
23. GENERAL ELECTRIC CO	01/12/2010	11/02/2012	496.00	384.00	112.00
11. GENERAL ELECTRIC CO	01/12/2010	12/28/2012	226.00	183.00	43.00
2. GOOGLE INC CL A	05/27/2009	04/20/2012	1,210.00	818.00	392.00
2. GOOGLE INC CL A	09/01/2011	11/02/2012	1,376.00	1,067.00	309.00
6. GOOGLE INC CL A	05/27/2009	12/05/2012	4,137.00	2,453.00	1,684.00
5. W W GRAINGER INC	09/13/2010	04/20/2012	1,086.00	574.00	512.00
8. W W GRAINGER INC	09/13/2010	04/26/2012	1,660.00	919.00	741.00
3. W W GRAINGER INC	09/13/2010	04/27/2012	632.00	345.00	287.00

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59-2401804

**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 7. W W GRAINGER INC	09/01/2011	12/12/2012	1,353.00	1,059.00	294.00
14. W W GRAINGER INC	09/10/2010	12/12/2012	2,705.00	1,589.00	1,116.00
20. H J HEINZ CO	11/18/2010	04/20/2012	1,066.00	952.00	114.00
46. H J HEINZ CO	08/20/2010	08/08/2012	2,541.00	2,158.00	383.00
26. H J HEINZ CO	08/18/2010	08/09/2012	1,433.00	1,218.00	215.00
24. H J HEINZ CO	08/19/2010	08/10/2012	1,319.00	1,120.00	199.00
9. H J HEINZ CO	08/19/2010	08/13/2012	496.00	420.00	76.00
26. INTL BUSINESS MACHINES	03/27/2009	01/13/2012	4,641.00	2,487.00	2,154.00
5. INTL BUSINESS MACHINES	02/17/2011	04/20/2012	997.00	821.00	176.00
2. INTL BUSINESS MACHINES	03/27/2009	04/20/2012	399.00	191.00	208.00
3. INTL BUSINESS MACHINES	09/01/2011	11/02/2012	580.00	513.00	67.00
1. INTL BUSINESS MACHINES	09/01/2011	12/28/2012	191.00	171.00	20.00
32. J P MORGAN CHASE & CO	12/03/2010	04/20/2012	1,386.00	1,259.00	127.00
10. J P MORGAN CHASE & CO	02/17/2011	04/20/2012	433.00	478.00	-45.00
10. J P MORGAN CHASE & CO	09/01/2011	11/02/2012	424.00	368.00	56.00
8. J P MORGAN CHASE & CO	12/03/2010	11/02/2012	339.00	312.00	27.00
7. J P MORGAN CHASE & CO	09/01/2011	12/28/2012	303.00	258.00	45.00
9. JOHNSON & JOHNSON	07/13/2001	04/20/2012	574.00	481.00	93.00
4. JOHNSON & JOHNSON	09/01/2011	11/02/2012	283.00	262.00	21.00
46. JOHNSON & JOHNSON	07/13/2001	11/16/2012	3,169.00	2,459.00	710.00
6. JOHNSON & JOHNSON	09/01/2011	11/16/2012	413.00	393.00	20.00
24. JOHNSON CONTROLS INC	11/18/2010	04/20/2012	782.00	742.00	40.00
10. JOHNSON CONTROLS INC	09/01/2011	11/02/2012	262.00	311.00	-49.00
6. MCDONALDS CORP	09/22/2011	11/02/2012	521.00	515.00	6.00
3. MCDONALDS CORP	09/22/2011	12/28/2012	264.00	258.00	6.00

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(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 64. MCKESSON HBOC INC	12/08/2009	01/23/2012	4,919.00	3,913.00	1,006.00
44. MCKESSON HBOC INC	12/08/2009	01/24/2012	3,359.00	2,690.00	669.00
2. MCKESSON HBOC INC	12/08/2009	01/25/2012	154.00	122.00	32.00
19. NATIONAL-OILWELL INC	11/18/2010	04/20/2012	1,483.00	970.00	513.00
6. NATIONAL-OILWELL INC	09/01/2011	11/02/2012	430.00	396.00	34.00
8. NIKE INC CLASS B	11/18/2010	04/20/2012	887.00	605.00	282.00
3. NIKE INC CLASS B	09/01/2011	11/02/2012	284.00	261.00	23.00
2. NOBLE ENERGY INC	04/16/2009	04/20/2012	188.00	119.00	69.00
5. NOBLE ENERGY INC	02/17/2011	04/20/2012	469.00	439.00	30.00
3. NOBLE ENERGY INC	09/01/2011	11/02/2012	285.00	264.00	21.00
6. NORFOLK SOUTHERN CORP	08/10/2011	11/02/2012	367.00	405.00	-38.00
3. NORFOLK SOUTHERN CORP	08/10/2011	12/28/2012	184.00	203.00	-19.00
3313. MFB NORTHERN FUNDS M HIGH YIELD OPPORTUNITY FUND	08/31/2011	11/02/2012	35,681.00	35,431.00	250.00
523. MFB NORTHERN FUNDS MU HIGH YIELD OPPORTUNITY FUND	11/04/2011	12/28/2012	5,648.00	5,408.00	240.00
18. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	09/01/2011	11/02/2012	334.00	314.00	20.00
321. MFB NORTHN FDS MULTI-GLOBAL REALESTATE FD	09/01/2011	12/28/2012	5,823.00	5,590.00	233.00
270. MFB NORTHN FDS MULTI-EMERGING MKTS EQTY FD	12/21/2010	12/28/2012	5,130.00	6,081.00	-951.00
97. MFB NORTHN MULTI-MANAG FD FD	08/23/2006	11/02/2012	895.00	1,030.00	-135.00
588. MFB NORTHN MULTI-MANA EQTY FD FD	08/23/2006	12/28/2012	5,568.00	6,245.00	-677.00
29. MFB NORTHN MULTIMGR SM	04/26/2010	04/20/2012	277.00	277.00	
12. MFB NORTHN MULTIMGR SM	04/26/2010	11/02/2012	115.00	114.00	1.00
126. MFB NORTHN MULTIMGR S	04/26/2010	12/28/2012	1,205.00	1,202.00	3.00
548. MFB NORTHN MULTIMGR M	12/16/2010	04/20/2012	6,680.00	6,173.00	507.00
19. MFB NORTHN MULTIMGR MI	09/01/2011	11/02/2012	230.00	210.00	20.00
301. MFB NORTHN MULTIMGR M	11/04/2011	12/28/2012	3,513.00	3,323.00	190.00

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6a 272. MFB NORTHN FDS SMALL	12/16/2010	04/20/2012	4,194.00	3,936.00	258.00
7. MFB NORTHN FDS SMALL CA	12/16/2010	11/02/2012	111.00	101.00	10.00
46. MFB NORTHN FDS SMALL C	12/16/2010	12/28/2012	738.00	666.00	72.00
4265. MFB NORTHERN FDS FIX	02/17/2011	04/20/2012	44,953.00	41,844.00	3,109.00
761. MFB NORTHERN FDS FIXE	11/04/2011	12/28/2012	8,097.00	8,029.00	68.00
100. ADR NOVARTIS AG SPONS ISIN #US66987V1098	02/04/2010	01/23/2012	5,539.00	5,423.00	116.00
25. OMNICOM GROUP	12/21/2010	04/20/2012	1,247.00	1,166.00	81.00
8. OMNICOM GROUP	12/17/2010	11/02/2012	385.00	371.00	14.00
3. OMNICOM GROUP	12/17/2010	12/28/2012	148.00	139.00	9.00
15. ORACLE CORPORATION	02/17/2011	04/20/2012	441.00	496.00	-55.00
32. ORACLE CORPORATION	11/18/2010	04/20/2012	940.00	894.00	46.00
20. ORACLE CORPORATION	09/01/2011	11/02/2012	623.00	559.00	64.00
7. ORACLE CORPORATION	09/01/2011	12/28/2012	232.00	196.00	36.00
31. PHILLIPS 66 COM	11/19/2010	05/07/2012	921.00	917.00	4.00
9. PIMCO COMMODITY REALRET FUND	03/12/2009	11/02/2012	61.00	52.00	9.00
2. PRECISION CASTPARTS COR	10/25/2011	11/02/2012	346.00	344.00	2.00
35. PRINCIPAL FINANCIAL GR	12/06/2010	04/20/2012	991.00	1,050.00	-59.00
19. PRINCIPAL FINANCIAL GR	05/10/2010	06/05/2012	444.00	569.00	-125.00
63. PRINCIPAL FINANCIAL GR	05/10/2010	06/05/2012	1,475.00	1,888.00	-413.00
86. PRINCIPAL FINANCIAL GR	12/03/2010	06/06/2012	2,067.00	2,564.00	-497.00
27. PRINCIPAL FINANCIAL GR	12/03/2010	06/07/2012	663.00	787.00	-124.00
21. PROCTER & GAMBLE CO	11/18/2010	04/20/2012	1,414.00	1,321.00	93.00
9. PROCTER & GAMBLE CO	09/01/2011	11/02/2012	622.00	571.00	51.00
11. PROCTER & GAMBLE CO	09/01/2011	12/05/2012	763.00	698.00	65.00
49. PROCTER & GAMBLE CO	04/08/2010	12/05/2012	3,399.00	2,723.00	676.00

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6a 12. QUALCOMM INC	07/15/2011	11/02/2012	711.00	658.00	53.00
5. QUALCOMM INC	07/15/2011	12/28/2012	304.00	274.00	30.00
2. MFC SPDR GOLD TR GOLD S	11/19/2010	11/02/2012	325.00	263.00	62.00
14. MFC SPDR GOLD TR GOLD	11/19/2010	12/28/2012	2,244.00	1,842.00	402.00
32. SALESFORCE COM INC COM	11/18/2010	01/13/2012	3,322.00	3,359.00	-37.00
23. SALESFORCE COM INC COM	06/11/2010	01/17/2012	2,404.00	2,184.00	220.00
15. SCHLUMBERGER LTD ISIN	02/28/2011	04/20/2012	1,093.00	1,390.00	-297.00
6 6. SCHLUMBERGER LTD ISIN #	02/28/2011	11/02/2012	412.00	556.00	-144.00
12. SIMON PPTY GROUP INC N	11/03/2010	04/20/2012	1,802.00	1,200.00	602.00
11. SIMON PPTY GROUP INC N	09/01/2011	10/12/2012	1,681.00	1,295.00	386.00
7. SIMON PPTY GROUP INC NE	11/02/2010	10/12/2012	1,069.00	697.00	372.00
3. SIMON PPTY GROUP INC NE	11/02/2010	11/02/2012	467.00	299.00	168.00
1. SIMON PPTY GROUP INC NE	11/02/2010	12/28/2012	157.00	100.00	57.00
37. SPECTRA ENERGY CORP CO	04/17/2008	03/01/2012	1,165.00	908.00	257.00
15. SPECTRA ENERGY CORP CO	02/17/2011	03/01/2012	472.00	397.00	75.00
43. SPECTRA ENERGY CORP CO	11/18/2010	03/02/2012	1,350.00	1,046.00	304.00
28. SPECTRA ENERGY CORP CO	03/27/2009	03/05/2012	873.00	413.00	460.00
37. SPECTRA ENERGY CORP CO	03/27/2009	03/06/2012	1,147.00	546.00	601.00
32. SPECTRA ENERGY CORP CO	03/27/2009	04/20/2012	973.00	472.00	501.00
12. SPECTRA ENERGY CORP CO	09/01/2011	11/02/2012	336.00	312.00	24.00
10. THE TRAVELERS COMPANIE	02/17/2011	03/12/2012	577.00	598.00	-21.00
59. THE TRAVELERS COMPANIE	11/09/2009	03/12/2012	3,404.00	3,157.00	247.00
6. THE TRAVELERS COMPANIES	11/09/2009	03/13/2012	346.00	321.00	25.00
35. US BANCORP DEL NEW	12/20/2010	04/20/2012	1,089.00	916.00	173.00
16. US BANCORP DEL NEW	12/17/2010	11/02/2012	534.00	418.00	116.00

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6a 6. US BANCORP DEL NEW	12/17/2010	12/28/2012	191.00	157.00	34.00
7. UNITED TECHNOLOGIES COR	10/30/2006	04/20/2012	569.00	458.00	111.00
5. UNITED TECHNOLOGIES COR	02/17/2011	04/20/2012	407.00	423.00	-16.00
4. UNITED TECHNOLOGIES COR	09/01/2011	11/02/2012	312.00	294.00	18.00
10. UNITEDHEALTH GROUP INC	02/17/2011	04/20/2012	595.00	426.00	169.00
16. UNITEDHEALTH GROUP INC	11/18/2010	04/20/2012	951.00	544.00	407.00
16. UNITEDHEALTH GROUP INC	12/15/2009	04/26/2012	925.00	500.00	425.00
7. UNITEDHEALTH GROUP INC	12/15/2009	04/27/2012	405.00	219.00	186.00
40. UNITEDHEALTH GROUP INC	12/15/2009	06/20/2012	2,385.00	1,249.00	1,136.00
11. UNITEDHEALTH GROUP INC	12/15/2009	06/21/2012	656.00	343.00	313.00
6. UNITEDHEALTH GROUP INC	09/01/2011	11/02/2012	336.00	285.00	51.00
3. UNITEDHEALTH GROUP INC	09/01/2011	12/28/2012	162.00	143.00	19.00
4. V F CORP	04/28/2011	11/02/2012	632.00	430.00	202.00
2. V F CORP	04/28/2011	12/28/2012	298.00	215.00	83.00
7. VERIZON COMMUNICATIONS	09/28/2011	11/02/2012	311.00	260.00	51.00
14. WAL MART STORES INC	03/27/2009	04/20/2012	869.00	736.00	133.00
61. WAL MART STORES INC	03/27/2009	08/01/2012	4,521.00	3,205.00	1,316.00
42. WELLS FARGO & CO NEW	12/03/2010	04/20/2012	1,394.00	1,199.00	195.00
10. WELLS FARGO & CO NEW	02/17/2011	04/20/2012	332.00	330.00	2.00
15. WELLS FARGO & CO NEW	09/01/2011	11/02/2012	510.00	383.00	127.00
8. WELLS FARGO & CO NEW	11/18/2010	11/02/2012	272.00	220.00	52.00
8. WELLS FARGO & CO NEW	09/01/2011	12/28/2012	272.00	205.00	67.00
21. WHOLE FOODS MKT INC	02/02/2011	04/20/2012	1,784.00	1,090.00	694.00
15. WHOLE FOODS MKT INC	06/02/2010	04/26/2012	1,244.00	599.00	645.00
9. WHOLE FOODS MKT INC	02/02/2011	04/26/2012	746.00	467.00	279.00

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

Schedule D-1 (Form 1041) 2012



# Custom Reporting

Account number 2343911

31 DEC 12

Page 1 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
<b>Australia - USD</b>							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108	78.44	0.00	5,177.04	3,870.02	1,307.02	0.00	1,307.02
<b>Total USD</b>		0.00	5,177.04	3,870.02	1,307.02	0.00	1,307.02
<b>Total Australia</b>		0.00	5,177.04	3,870.02	1,307.02	0.00	1,307.02
<b>United States - USD</b>							
AMERICAN EXPRESS CO CUSIP 025816109							
150,000	57.48	0.00	8,622.00	7,126.07	1,495.93	0.00	1,495.93
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
90,000	37.13	0.00	3,341.70	3,004.07	337.63	0.00	337.63
AMGEN INC COM CUSIP 031162100							
79,000	86.32	0.00	6,819.28	5,328.48	1,490.80	0.00	1,490.80
APPLE INC COM STK CUSIP 037833100							
43,000	533.03	0.00	22,920.29	7,170.64	15,749.65	0.00	15,749.65
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
227,000	32.59	0.00	7,397.93	6,683.82	714.11	0.00	714.11
CHEVRON CORP COM CUSIP 166764100							
96,000	108.14	0.00	10,381.44	6,911.77	3,469.67	0.00	3,469.67
CITRIX SYS INC COM CUSIP 177376100							
60,000	65.75	0.00	3,945.00	2,870.67	1,074.33	0.00	1,074.33

**Northern Trust**

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# Custom Reporting

Account number 2343911

31 DEC 12

Page 2 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
<b>United States - USD</b>							
COCA COLA CO COM CUSIP 191216100							
243 000	36 25	0 00	8,808 75	8,405 78	402 97	0 00	402 97
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
89 000	98 77	0 00	8,790 53	6,049 20	2,741 33	0 00	2,741 33
COVIDIEN PLC USD0 20(POST CONSOLDTN) CUSIP G2554F113							
100 000	57 74	0 00	5,774 00	3,909 52	1,864 48	0 00	1,864 48
CVS CAREMARK CORP COM STK CUSIP 126650100							
180 000	46 35	0 00	8,703 00	8,057 86	645 14	0 00	645 14
DANAHER CORP COM CUSIP 235851102							
209 000	55 90	0 00	11,683 10	4,652 86	7,030 24	0 00	7,030 24
DOMINION RES INC VA NEW COM CUSIP 25746U109							
132 000	51 80	0 00	6,837 60	5,842 50	995 10	0 00	995 10
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109							
139 000	44 97	0 00	6,250 83	5,744 52	506 31	0 00	506 31
EATON CORP PLC COM USD0 50 CUSIP G29183103							
119 000	54 20	0 00	6,449 80	6,146 95	302 85	0 00	302 85
EMC CORP COM CUSIP 268648102							
404 000	25 30	0 00	10,221 20	8,491 21	1,729 99	0 00	1,729 99

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Northern Trust

# Custom Reporting

Account number 2343911

31 DEC 12

Page 3 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
<b>United States - USD</b>							
EMERSON ELECTRIC CO COM CUSIP 291011104							
121 000	52.96	0.00	6,408.16	6,272.83	135.33	0.00	135.33
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108							
147 000	54.00	0.00	7,938.00	7,667.28	250.72	0.00	250.72
EXXON MOBIL CORP COM CUSIP 30231G102							
152 000	86.55	0.00	13,155.60	4,070.52	9,085.08	0.00	9,085.08
FRKLN RES INC COM CUSIP 354613101							
61 000	125.70	0.00	7,667.70	7,173.78	493.92	0.00	493.92
GENERAL ELECTRIC CO CUSIP 369604103							
431 000	20.99	83.98	9,046.69	6,697.78	2,348.91	0.00	2,348.91
GOOGLE INC CL A CL A CUSIP 38259P508							
12 000	709.37	0.00	8,512.44	5,875.92	2,636.52	0.00	2,636.52
HOME DEPOT INC COM CUSIP 437076102							
204 000	61.85	0.00	12,617.40	9,124.44	3,492.96	0.00	3,492.96
INTEL CORP COM CUSIP 458140100							
229 000	20.63	0.00	4,724.27	6,350.46	-1,626.19	0.00	-1,626.19
INTERCONTINALEXCHANGE INC COM CUSIP 45865V100							
41 000	123.81	0.00	5,076.21	5,189.45	-113.24	0.00	-113.24

Northern Trust

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# Custom Reporting

Account number 2343911

31 DEC 12

Page 4 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total
						Translation		
<b>Equity Securities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
44 000	191 55	0 00	8,428 20	4 510 07	3,918 13	0 00		3,918 13
JOHNSON CTL INC COM CUSIP 478366107								
146 000	30 70	0 00	4,482 20	3,932 11	550 09	0 00		550 09
JPMORGAN CHASE & CO COM CUSIP 46625H100								
266 000	43 97	0 00	11,696 02	8,335 18	3,360 84	0 00		3,360 84
MC DONALDS CORP COM CUSIP 580135101								
99 000	88 21	0 00	8,732 79	8,609 51	123 28	0 00		123 28
NATIONAL OILWELL VARCO COM STK CUSIP 637071101								
95 000	68 35	0 00	6,493 25	3,568 37	2,924 88	0 00		2,924 88
NIKE INC CL B CUSIP 654106103								
92 000	51 60	0 00	4,747 20	2,981 82	1,765 38	0 00		1,765 38
NOBLE CORPORATION (SWITZERLAND) COM USD0 10 CUSIP H5833N103								
180 000	34 82	0 00	6,267 60	6,603 15	-335 55	0 00		-335 55
NOBLE ENERGY INC COM CUSIP 655044105								
45 000	101 74	0 00	4,578 30	2,724 98	1,853 32	0 00		1,853 32
NORFOLK SOUTHN CORP COM CUSIP 655844108								
96 000	61 84	0 00	5,936 64	6,478 74	-542 10	0 00		-542 10

**Northern Trust**

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# Custom Reporting

31 DEC 12

Account number 2343911

Page 5 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
<b>United States - USD</b>							
NUCOR CORP COM CUSIP 670346105	43 18	32 34	3,799 84	3,972 36	-172 52	0 00	-172 52
OMNICOM GROUP INC COM CUSIP 681919106							
129 000	49 96	0 00	6,444 84	5,797 88	646 96	0 00	646 96
ORACLE CORP COM CUSIP 68389X105							
ORCL	33 32	0 00	9,696 12	7,926 95	1,769 17	0 00	1,769 17
PFIZER INC COM CUSIP 717081103							
495 000	25 08	0 00	12,414 60	12,022 92	391 68	0 00	391 68
PRECISION CASTPARTS CORP COM CUSIP 740189105							
33 000	189 42	0 00	6,250 86	5,473 02	777 84	0 00	777 84
PROCTER & GAMBLE COM NPV CUSIP 742718109							
65 000	67 89	0 00	4,412 85	2,580 61	1,832 24	0 00	1,832 24
QUALCOMM INC COM CUSIP 747525103							
QCOM	62 02	0 00	11,659 76	9,942 16	1,717 60	0 00	1,717 60
SCHLUMBERGER LTD COM COM CUSIP 806857108							
85 000	69 29	23 37	5,889 65	7,255 21	-1,365 56	0 00	-1,365 56
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
191 000	27 38	0 00	5,229 58	3,076 39	2,153 19	0 00	2,153 19

# Custom Reporting

31 DEC 12

Account number 2343911

Page 6 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
<b>United States - USD</b>							
ST JUDE MED INC COM CUSIP 790849103							
130 000	36 14	29 90	4,698 20	5,573 23	-875 03	0 00	-875 03
STARBUCKS CORP COM CUSIP 855244109							
137 000	53 62	0 00	7,345 94	6,215 13	1,130 81	0 00	1,130 81
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
59 000	82 01	0 00	4,838 59	3,912 01	926 58	0 00	926 58
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
131 000	54 24	0 00	7,105 44	5,092 55	2,012 89	0 00	2,012 89
US BANCORP CUSIP 902973304 USB							
233 000	31 94	46 60	7,442 02	4,611 11	2,830 91	0 00	2,830 91
V F CORP COM CUSIP 918204108							
66 000	150 97	0 00	9,964 02	6,947 49	3,016 53	0 00	3,016 53
VERIZON COMMUNICATIONS COM CUSIP 92343V104 VZ							
102 000	43 27	0 00	4,413 54	3,781 70	631 84	0 00	631 84
WALT DISNEY CO CUSIP 254687106							
126 000	49 79	0 00	6,273 54	3,245 85	3,027 69	0 00	3,027 69
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
332 000	34 18	0 00	11,347 76	8,175 08	3,172 68	0 00	3,172 68
Total USD		216 19	402,682 27	308,183 96	94,498 31	0 00	94,498 31

Northern Trust

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# Custom Reporting

31 DEC 12

Account number 2343911

Page 7 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity Securities</b>							
<b>Common stock</b>							
Total United States		216.19	402,682.27	308,183.96	94,498.31	0.00	94,498.31
<b>Total Common Stock</b>		<b>216.19</b>	<b>407,859.31</b>	<b>312,053.98</b>	<b>95,805.33</b>	<b>0.00</b>	<b>95,805.33</b>
<b>Equity funds</b>							
<b>Emerging Markets Region - USD</b>							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
10,269,960	19.18	0.00	196,977.83	160,154.32	36,823.51	0.00	36,823.51
<b>Total USD</b>		<b>0.00</b>	<b>196,977.83</b>	<b>160,154.32</b>	<b>36,823.51</b>	<b>0.00</b>	<b>36,823.51</b>
<b>Total Emerging Markets Region</b>		<b>0.00</b>	<b>196,977.83</b>	<b>160,154.32</b>	<b>36,823.51</b>	<b>0.00</b>	<b>36,823.51</b>
<b>Global Region - USD</b>							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
438,000	35.62	165.19	15,601.56	13,951.17	1,650.39	0.00	1,650.39
<b>Total USD</b>		<b>165.19</b>	<b>15,601.56</b>	<b>13,951.17</b>	<b>1,650.39</b>	<b>0.00</b>	<b>1,650.39</b>
<b>Total Global Region</b>		<b>165.19</b>	<b>15,601.56</b>	<b>13,951.17</b>	<b>1,650.39</b>	<b>0.00</b>	<b>1,650.39</b>
<b>International Region - USD</b>							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
23,722,090	9.56	0.00	226,783.18	217,530.80	9,252.38	0.00	9,252.38
<b>Total USD</b>		<b>0.00</b>	<b>226,783.18</b>	<b>217,530.80</b>	<b>9,252.38</b>	<b>0.00</b>	<b>9,252.38</b>
<b>Total International Region</b>		<b>0.00</b>	<b>226,783.18</b>	<b>217,530.80</b>	<b>9,252.38</b>	<b>0.00</b>	<b>9,252.38</b>
<b>United States - USD</b>							

# Custom Reporting

Account number 2343911

31 DEC 12

Page 8 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equity funds</b>							
<b>United States - USD</b>							
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665	16.37	0.00	28,317.15	24,900.59	3,416.56	0.00	3,416.56
<b>MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574</b>							
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566	11.89	0.00	52,320.51	36,328.73	15,991.78	0.00	15,991.78
2,796,530	9.74	0.00	27,238.20	24,309.47	2,928.73	0.00	2,928.73
Total USD		0.00	107,875.86	85,538.79	22,337.07	0.00	22,337.07
Total United States		0.00	107,875.86	85,538.79	22,337.07	0.00	22,337.07
<b>Total Equity Funds</b>		<b>165.19</b>	<b>547,238.43</b>	<b>477,175.08</b>	<b>70,063.35</b>	<b>0.00</b>	<b>70,063.35</b>
<b>Other equity</b>							
<b>United States - USD</b>							
SIMON PROPERTY GROUP INC COM CUSIP 828806109	158.09	0.00	7,746.41	4,317.95	3,428.46	0.00	3,428.46
Total USD		0.00	7,746.41	4,317.95	3,428.46	0.00	3,428.46
Total United States		0.00	7,746.41	4,317.95	3,428.46	0.00	3,428.46
<b>Total Other Equity</b>		<b>0.00</b>	<b>7,746.41</b>	<b>4,317.95</b>	<b>3,428.46</b>	<b>0.00</b>	<b>3,428.46</b>
<b>Total Equity Securities</b>		<b>381.38</b>	<b>962,844.15</b>	<b>793,647.01</b>	<b>169,297.14</b>	<b>0.00</b>	<b>169,297.14</b>

**Northern Trust**

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# Custom Reporting

31 DEC 12

## ◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID	Shares/PAR value							

### Fixed Income Securities

#### Corporate/government

##### United States - USD

FNMA MTN 5 38 10-02-2013 CUSIP 31364GBF5	50,000,000	103.8024	665.02	51,901.20	49,331.50	2,569.70	0.00	2,569.70
Issue Date 02 Oct 98 Rate 5.38% Yield to Maturity 0.369% Maturity Date 02 Oct 13								

MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806	12,745,820	10.63	0.00	135,488.06	133,370.44	2,117.62	0.00	2,117.62
Issue Date 25 Aug 08								

MFB NORTHERN FDS ULTRA SHORT FIXED INCOME FD CUSIP 665162467	1,117,420	10.21	0.00	11,408.85	11,431.13	-22.28	0.00	-22.28
Issue Date 25 Aug 08								

MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND CUSIP 665162442	15,815,900	10.81	0.00	170,969.87	160,045.72	10,924.15	0.00	10,924.15
Total USD			665.02	369,767.98	354,178.79	15,589.19	0.00	15,589.19

Total United States			665.02	369,767.98	354,178.79	15,589.19	0.00	15,589.19
<b>Total Corporate/Government</b>	<b>79,679,140</b>		<b>665.02</b>	<b>369,767.98</b>	<b>354,178.79</b>	<b>15,589.19</b>	<b>0.00</b>	<b>15,589.19</b>

<b>Other bonds</b>								
<b>United States - USD</b>								

MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 339391605	586,000	26.30	59.86	15,411.80	14,599.96	811.84	0.00	811.84
Issue Date 07 Dec 12								

# Custom Reporting

Account number 2343911

31 DEC 12

Page 10 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		
							Shares/PAR value	Translation	Total
<b>Fixed Income Securities</b>									
<b>Other bonds</b>									
<b>United States - USD</b>									
MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506		25.52	3.95	15,184.40	14,838.90	345.50	0.00	0.00	345.50
Issue Date 07 Dec 12									
<b>Total USD</b>			63.81	30,596.20	29,438.86	1,157.34	0.00	0.00	1,157.34
<b>Total United States</b>			63.81	30,596.20	29,438.86	1,157.34	0.00	0.00	1,157.34
<b>Total Other Bonds</b>			63.81	30,596.20	29,438.86	1,157.34	0.00	0.00	1,157.34
<b>Total Fixed Income Securities</b>			728.83	400,364.18	383,617.65	16,746.53	0.00	0.00	16,746.53

## Real Estate

<b>Real estate funds</b>									
<b>Global Region - USD</b>									
MFB NORTHN FDS MULTI-MANAGER GLOBAL REAL ESTATE FD CUSIP 665162475		18.31	0.00	80,948.32	62,663.31	18,285.01	0.00	0.00	18,285.01
<b>Total USD</b>			0.00	80,948.32	62,663.31	18,285.01	0.00	0.00	18,285.01
<b>Total Global Region</b>			0.00	80,948.32	62,663.31	18,285.01	0.00	0.00	18,285.01
<b>Total Real Estate Funds</b>			0.00	80,948.32	62,663.31	18,285.01	0.00	0.00	18,285.01
<b>Total Real Estate</b>			0.00	80,948.32	62,663.31	18,285.01	0.00	0.00	18,285.01

## Northern Trust

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# Custom Reporting

Account number 2343911

31 DEC 12

Page 11 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Commodities</b>								
<b>Global Region - USD</b>								
MFC SPDR GOLD TR GOLD SHS	CUSIP 78463V107							
570 000	162 01	0 00	0 00	92,345 70	68,315 81	24,029 89	0 00	24,029 89
<b>Total USD</b>		0 00	0 00	92,345 70	68,315 81	24,029 89	0 00	24,029 89
<b>Total Global Region</b>		0 00	0 00	92,345 70	68,315 81	24,029 89	0 00	24,029 89
<b>United States - USD</b>								
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL	CUSIP 722005667							
2,391 540	6 64	0 00	0 00	15,879 82	14,582 31	1,297 51	0 00	1,297 51
<b>Total USD</b>		0 00	0 00	15,879 82	14,582 31	1,297 51	0 00	1,297 51
<b>Total United States</b>		0 00	0 00	15,879 82	14,582 31	1,297 51	0 00	1,297 51
<b>Total Commodities</b>		0 00	0 00	108,225 52	82,898 12	25,327 40	0 00	25,327 40
<b>Total Commodities</b>		0 00	0 00	108,225 52	82,898 12	25,327 40	0 00	25,327 40

## Cash and Short Term Investments

### Short term

USD - United States dollar	1 00	0 34	0 00	11,517 77	11,517 77	0 00	0 00	0 00
<b>Total short term - all currencies</b>		0 34	0 00	11,517 77	11,517 77	0 00	0 00	0 00

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 3 Apr 13 B003

# Custom Reporting

Account number 2343911

31 DEC 12

Page 12 of 13

## ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Cash and Short Term Investments</i>							
<b>Short term</b>							
Total short term - all countries	0.34		11,517.77	11,517.77	0.00	0.00	0.00
<b>Total Short Term</b>	<b>0.34</b>		<b>11,517.77</b>	<b>11,517.77</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Cash and Short Term Investments</b>							
	<b>0.34</b>		<b>11,517.77</b>	<b>11,517.77</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

## Adjustments To Cash

<b>Pending trade sales</b>							
USD - United States dollar	1.00	0.00	9,599.98	9,599.98	0.00	0.00	0.00
Total pending trade sales - all currencies	0.00		9,599.98	9,599.98	0.00	0.00	0.00
Total pending trade sales - all countries	0.00		9,599.98	9,599.98	0.00	0.00	0.00
<b>Total Pending trade sales</b>	<b>0.00</b>		<b>9,599.98</b>	<b>9,599.98</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Adjustments To Cash</b>	<b>0.00</b>		<b>9,599.98</b>	<b>9,599.98</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>1,110.55</b>	<b>1,573,499.92</b>	<b>1,343,843.84</b>	<b>229,656.08</b>	<b>0.00</b>	<b>229,656.08</b>

# Custom Reporting

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## ◆ Asset Detail - Base Currency

<u>Description / Asset ID</u>	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							

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