Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
The Birk Family Foundation

A Employer identification number
65-0661100

Number and street (or P O box number if mail is not delivered to street address)
10704 Hunter Run Court

Room/suite

B Telephone number (see instructions)
703-620-1501

City or town, state, and ZIP code
Vienna VA 22182

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)* ▶ $ 4,421,817.02

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)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	19,013.18	19,013.18		
	4	Dividends and interest from securities	197,917.68	197,917.68		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	(55,166.72)			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0.00		
	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)				
	12	**Total.** Add lines 1 through 11	161,764.14	216,930.86		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	5,065.56	5,065.56		5,065.56
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	27,862.36	27,862.36		27,862.36
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	7,727.94	7,727.94		7,727.94
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,966.79	1,966.79		1,966.79
	24	**Total operating and administrative expenses.** Add lines 13 through 23	42,622.65	42,622.65		42,622.65
	25	Contributions, gifts, grants paid	208,000.00			208,000.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	250,622.65	42,622.65		250,622.65
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(88,858.51)			
	b	**Net investment income** (if negative, enter -0-)		174,308.21		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions.

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	3,092.00		
	2	Savings and temporary cash investments	496,522.00	291,357.13	291,357.13
	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			
	10a	Investments—U.S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,738,712.00	2,483,076.92	2,926,689.15
	c	Investments—corporate bonds (attach schedule)	508,325.00	982,053.56	1,203,770.74
	11	Investments—land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	3,746,651.00	3,756,487.61	4,421,817.02
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)	0.00	0.00	
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			
	30	**Total net assets or fund balances** (see instructions)	3,746,651.00	3,756,487.61	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,746,651.00	3,756,487.61	

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	3,746,651.00
2	Enter amount from Part I, line 27a	2	(88,858.51)
3	Other increases not included in line 2 (itemize) ▶ adjustment to bv previously in error	3	98,695.12
4	Add lines 1, 2, and 3	4	3,756,487.61
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	3,756,487.61

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 detail attached (2 accounts)	P	various	various
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	(55,166.72)
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	193,750.00	4,186,841.00	.0463
2010	182,500.00	3,966,111.00	.0460
2009	203,000.00	3,556,267.00	.0571
2008	236,000.00	4,092,695.00	.0577
2007	221,900.00	4,866,965.00	.0456

2	**Total** of line 1, column (d)	2	.2527
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	.0505
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . .	4	4,276,996.56
5	Multiply line 4 by line 3	5	215,988.33
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,743.08
7	Add lines 5 and 6	7	217,731.41
8	Enter qualifying distributions from Part XII, line 4	8	250,622.65

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	1,743.08
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	1,743.08
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,743.08
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 4,000.00		
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	4,000.00
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	0.00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,256.92
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 2,256.92 **Refunded** ▶		11	0.00

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) ▶ Florida			
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	X	

Website address ▶

14 The books are in care of ▶ Mary Colas, Director Telephone no. ▶ 703-620-1501

Located at ▶ 10704 Hunter Run Court, Vienna, VA ZIP+4 ▶ 22181

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

			Yes	No
	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 ☒ 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 ▶ 20___ , 20___ , 20___ , 20___			
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. ▶ 20___ , 20___ , 20___ , 20___			
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? **6b** X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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		
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 This charitable foundation is a conduit foundation and is not directly involved in operating any charity.	
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	
Total. Add lines 1 through 3 . . . . ▶	0.00

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	
b	Average of monthly cash balances			1b	
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	4,342,128.56
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	4,342,128.56
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)			4	65,132.00
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	4,276,996.56
6	**Minimum investment return.** Enter 5% of line 5			6	213,850.00

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	213,850.00
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,743.08		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,743.08
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	212,106.92
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	212,106.92
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	212,106.92

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	250,622.65
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	250,622.65
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	1,743.08
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	248,879.57

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					212,106.92
2	Undistributed income, if any, as of the end of 2012.					
a	Enter amount for 2011 only					
b	Total for prior years: 20___,20___,20___					
3	Excess distributions carryover, if any, to 2012:					
a	From 2007	0.00				
b	From 2008	0.00				
c	From 2009	0.00				
d	From 2010	0.00				
e	From 2011	0.00				
f	**Total** of lines 3a through e		0.00			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 250,622.65					
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					
e	Remaining amount distributed out of corpus		38,515.73			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		38,515.73			
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		38,515.73			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010					
d	Excess from 2011					
e	Excess from 2012	38,515.73				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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 ⅔ 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).)

Roger E. Birk

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*				
see detail attached				208,000.00
Total . . . . ▶ **3a**				208,000.00
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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

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

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		
	(2) Other assets	1a(2)		
b	Other transactions·			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		
	(3) Rental of facilities, equipment, or other assets	1b(3)		
	(4) Reimbursement arrangements	1b(4)		
	(5) Loans or loan guarantees	1b(5)		
	(6) Performance of services or membership or fundraising solicitations	1b(6)		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		

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

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

▶ Mary E Colas 4/30/13 ▶ Director

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Rhonda J. Macdonald		4/24/13		P01689644

Firm's name ▶ Rhonda Macdonald, Esq., P.C. Firm's EIN ▶ 54-1821495

Firm's address ▶ 2071 Chain Bridge Road Suite 320, Tysons Corner, VA 22182 Phone no 703 917-8777

SUMMARY OF CHECKING ACTIVITY

Date Cleared	Date Written	Check Number	Payee	Amount
12/20/12	12/07/12	00000888	MEMORIAL SLOAN KETTERING CANCE	2,000
12/26/12	12/10/12	00000890	ST AMBROSE SCH	1,500.
12/20/12	12/12/12	00000891	THE MONDAY LIFE	2,500
12/28/12	12/19/12	00000893	NORTHERN VA DENTAL CLINIC	3,000
		Total Checking Activity		210,879.

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,140.0000	BANK OF AMERICA CORP	11/15/05	02/01/12	8,330 53	52,098.00	(43,767.47)
485 0000	BANK OF AMERICA CORP	11/21/05	02/01/12	3,544.13	22,259.32	(18,715 19)
435.0000	BANK OF AMERICA CORP	11/22/05	02/01/12	3,178.76	19,913.52	(16,734.76)
100.0000	BANK OF AMERICA CORP	05/02/07	02/01/12	730.75	5,118.02	(4,387.27)
1,000.0000	HCP INC	09/18/08	03/14/12	25,154 20	17,540.00	7,614 20
80 0000	HCP INC	09/18/08	03/16/12	1,961.41	1,403 20	558 21
752.0000	PNC CAPITAL TRUST D	09/17/08	03/14/12	18,855.37	12,562.11	6,293.26
200 0000	PLC CAPITAL TRUST V	08/05/09	03/19/12	4,908.80	3,255 97	1,652 83
2,000 0000	WELLS FARGO CAPITAL IX	09/17/08	03/14/12	49,638.43	35,040.94	14,597.49
920.0000	HCP INC CLD	09/18/08	04/23/12	23,000 00	16,136 80	6,863.20
1,248.0000	PNC CAPITAL TRUST D CLD	09/17/08	04/25/12	31,200.00	20,847.75	10,352 25
242 0000	PLC CAPITAL TRUST V	08/05/09	03/30/12	6,032.56	3,939.73	2,092.83
35.0000	PLC CAPITAL TRUST V	08/05/09	04/02/12	824.84	569.80	255 04
123.0000	PLC CAPITAL TRUST V	08/05/09	04/04/12	3,084.85	2,002.42	1,082 43
807.0000	PLC CAPITAL TRUST V	08/05/09	04/04/12	20,239.69	13,178.20	7,061 49
40,000.0000	BRL KFW 10 00%MAY15 12	01/23/12	05/15/12	20,654.75	23,280 91	(2,626 16)
40,000.0000	BRL EXPORT DEV CA 9.00% 12	01/23/12	08/01/12	19,604.96	23,152.39	(3,547 43)
45,000.0000	BRL KFW 9 25%OCT22 12	01/20/12	10/22/12	22,078.30	26,282 14	(4,203.84)

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	Cash and Money Funds						
	CASH		1,071.45	1,071.45			
33,857	ML BANK DEPOSIT PROGRAM	04/10/12	33,857.00	33,857.00			23.
169,175	ISA BANK OF AMERICA		169,175.00	169,175 00			101.
	Total Cash and Money Funds		**204,103.45**	**204,103.45**			**125.**
	Corporate Bonds						
901	BARCLAYS BANK PLC NEW MONEY SER 3 07.100% PERPETUAL	01/13/12	20,192.70	22,579.06	2,386 36		1,600.
218	BARCLAYS BANK PLC	01/17/12	4,927.65	5,463 08	535 43		387
2,000	DB CONT CAP TRST II NEW MONEY 06.550% PERPETUAL	09/17/08	26,080.00	51,340.00	25,260 00		3,274
1,000	DB CONT CAP TRST II	12/08/09	20,170.00	25,670 00	5,500.00		1,637
500	DB CONT CAP TRST II	12/08/09	10,090 00	12,835.00	2,745 00		819
760	FINL SECURITY ASSUR HLGS SERIES PFD STK	01/13/12	15,825.35	18,430 00	2,604.65		1,064
445	FINL SECURITY ASSUR HLGS	01/17/12	9,284 65	10,791.25	1,506 60		623
1,412	GOLDMAN SACHS GROUP INC NEW MONEY SER D FLT% PERPETUAL	01/13/12	27,313.43	29,428.90	2,115.47		1,490

PLEASE SEE REVERSE SIDE

RHONDA J MACDONALD

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annu Incom
	Corporate Bonds						
1,004	GOLDMAN SACHS GROUP INC	02/14/12	20,075.11	20,925.37	850.26		1,060.
2,000	HSBC FINANCE CORPORATION 06 360% PERPETUAL MOODY'S: BAA3 S&P. BBB+	07/09/08	36,280 00	50,120 00	13,840 00		3,181.
300	HSBC FINANCE CORPORATION	12/08/09	5,937.00	7,518.00	1,581 00		477
700	HSBC FINANCE CORPORATION	12/08/09	13,860.00	17,542 00	3,682.00		1,113.
1,100	METLIFE INC 3M LIBOR +100, 4% FLOOR NON-CUM FLOAT RATE PFD	09/16/08	13,794.00	27,654.00	13,860 00		1,113.
900	METLIFE INC	09/17/08	11,286 00	22,626.00	11,340.00		910
1,000	METLIFE INC	06/17/09	16,250.00	25,140.00	8,890.00		1,012
100	MORGAN STANLEY NEW MONEY SER A FLT% PERPETUAL	09/09/08	1,348.00	1,954.00	606.00		103.
1,400	MORGAN STANLEY	09/09/08	18,900 00	27,356 00	8,456.00		1,431.
500	MORGAN STANLEY	09/10/08	6,750.00	9,770.00	3,020 00		511.
1,000	MORGAN STANLEY	06/17/09	14,500.00	19,540.00	5,040.00		1,022
1,000	MORGAN STANLEY	12/08/09	19,250 00	19,540.00	290.00		1,022
300	MORGAN STANLEY	06/07/11	6,435.00	5,862.00	(573 00)		307.0
100	MORGAN STANLEY	06/07/11	2,152.35	1,954.00	(198 35)		103.0

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CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annu Incon
	Corporate Bonds						
100	MORGAN STANLEY	06/07/11	2,148 00	1,954 00	(194.00)		103
100	MORGAN STANLEY	06/07/11	2,150 00	1,954.00	(196.00)		103
1,000	MORGAN STANLEY	06/07/11	21,510.00	19,540.00	(1,970 00)		1,022
83	MORGAN STANLEY	06/07/11	1,786.99	1,621.82	(165.17)		85
1,593	PLC CAPITAL TRUST V CUM PFD STK 06.125% JAN 27 2034	08/05/09	26,013 47	39,856 86	13,843 39		2,439
1,200	PLC CAPITAL TRUST V	12/08/09	21,467 40	30,024.00	8,556 60		1,838
3,000	SANTANDER FINANCE SER 6 NON CUM PFD	05/20/09	27,690 00	56,790.00	29,100.00		3,033
1,000	SANTANDER FINANCE	06/17/09	11,300.00	18,930.00	7,630 00		1,011
3,000	US BANCORP SHRS REP 1/1000 SHR SR B FLTR PERP NON CUM	06/17/09	44,700.00	74,040.00	29,340.00		2,683
	Total Corporate Bonds		**479,467.10**	**678,749.34**	**199,282.24**		**36,576**

Merrill Lynch

RHONDA J MACDONALD

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annu Incom
	Mutual Funds/Closed End Funds/UIT					
5,086	S&P US PFD STK INDEX FD ISHARES	07/16/10	200,792.34	201,507.32	714.98	12,115
2,831	ISHARES IBOXX$ HIGH YIEL CORPORATE BOND FUND	07/16/10	251,403.91	264,273.85	12,869.94	17,439
6,405	SPDR BARCLAYS HIGH YIELD BOND ETF	07/16/10	251,182 55	260,747.55	9,565.00	17,601
	Total Mutual Funds/Closed End Funds/UIT		**703,378.80**	**726,528.72**	**23,149.92**	**47,155**

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	Cash and Money Funds						
	CASH		2,097 68	2,097 68			
83,182	ML BANK DEPOSIT PROGRAM	02/10/12	83,182.00	83,182.00			83 1
5,474	ISA BANK OF AMERICA		5,474.00	5,474.00			3.2
	Total Cash and Money Funds		**90,753.68**	**90,753.68**			**86.4**

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
	Equities					
4,435	APOLLO COML REAL ESTATE FIN INC	12/18/12	75,155.68	71,980 05	(3,175.63)	7,097
1,704	AT&T INC	01/31/12	50,302 08	57,441 84	7,139 76	3,068
178	AT&T INC	02/06/12	5,304.38	6,000.38	696 00	321.
661	AT&T INC	02/06/12	19,697.80	22,282 31	2,584 51	1,190.
833	AT&T INC	02/13/12	25,011 99	28,080.43	3,068 44	1,500.
1,200	AUTOMATIC DATA PROC	06/18/09	42,540.01	68,316.00	25,775.99	2,089
1,769	BRISTOL-MYERS SQUIBB CO	06/07/11	49,996.19	57,651.71	7,655.52	2,477

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
	Equities					
717	BRISTOL-MYERS SQUIBB CO	08/31/11	21,313.33	23,367.03	2,053 70	1,004.0
1,699	CENTURYLINK INC SHS	07/30/12	69,980.20	66,464.88	(3,515.32)	4,928.0
716	CENTURYLINK INC SHS	09/24/12	30,000.40	28,009.92	(1,990.48)	2,077.0
435	CHEVRON CORP	01/03/00	18,054.14	47,040 90	28,986.76	1,566.0
375	CHEVRON CORP	12/24/01	16,691.25	40,552.50	23,861.25	1,350.0
8,396	CREXUS INVT CORP	07/30/12	88,081.22	102,851.00	14,769 78	10,747.0
4,764	COLONY FINANCIAL INC	07/30/12	88,152.91	92,898.00	4,745 09	6,670.0
100	DIGITAL RLTY TR INC	02/09/11	5,397.00	6,789 00	1,392.00	292.0
826	DIGITAL RLTY TR INC	02/09/11	44,595.74	56,077.14	11,481.40	2,412 0
200	DIGITAL RLTY TR INC	03/30/11	11,460.54	13,578.00	2,117.46	584.0
148	DIGITAL RLTY TR INC	03/30/11	8,481 88	10,047.72	1,565.84	433 0
718	DIGITAL RLTY TR INC	01/31/12	50,044.60	48,745 02	(1,299.58)	2,097 0
1,706	EATON CORP PLC	12/04/12	88,550.95	92,431.08	3,880.13	2,594 0
754	GLAXOSMITHKLINE PLC ADR	07/05/11	32,663.20	32,776 38	113 18	1,749.0
400	GLAXOSMITHKLINE PLC ADR	07/05/11	17,328 00	17,388.00	60 00	928.0
569	GLAXOSMITHKLINE PLC ADR	08/31/11	24,367.77	24,734 43	366.66	1,320.0
393	GLAXOSMITHKLINE PLC ADR	02/13/12	17,869.67	17,083.71	(785.96)	912.0

PLEASE SEE REVERSE SIDE

RHONDA J MACDONALD

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annu Incom
	Equities					
112	GLAXOSMITHKLINE PLC ADR	02/13/12	5,092.64	4,868 64	(224.00)	260
545	GLAXOSMITHKLINE PLC ADR	09/12/12	24,928.30	23,691.15	(1,237.15)	1,264
3,115	GENERAL ELECTRIC	10/21/10	50,151.50	65,383.85	15,232.35	2,368
474	GENERAL ELECTRIC	06/08/11	8,829 44	9,949 26	1,119 82	361
600	GENERAL ELECTRIC	06/08/11	11,178.00	12,594 00	1,416.00	456
1,102	GENERAL ELECTRIC	02/13/12	20,978.11	23,130 98	2,152 87	838
584	INTEL CORP	05/21/09	8,906 00	12,042 08	3,136.08	526
2,616	INTEL CORP	05/21/09	39,894 00	53,941.92	14,047 92	2,355
561	INTEL CORP	02/13/12	14,995.47	11,567.82	(3,427.65)	505
500	JOHNSON AND JOHNSON COM	03/28/11	29,620 00	35,050.00	5,430 00	1,220
344	JOHNSON AND JOHNSON COM	03/28/11	20,382 00	24,114 40	3,732.40	840
280	JOHNSON AND JOHNSON COM	08/31/11	18,370.80	19,628.00	1,257 20	684
417	JOHNSON AND JOHNSON COM	02/13/12	26,982.19	29,231.70	2,249.51	1,018.
5,543	MEDICAL PPTYS TR INC	07/05/12	54,135.16	66,294.28	12,159.12	4,435.
2,604	MEDICAL PPTYS TR INC	07/17/12	25,987.92	31,143.84	5,155.92	2,084.
2,369	MEDICAL PPTYS TR INC	09/24/12	24,898.19	28,333 24	3,435.05	1,896.
1,401	MERCK AND CO INC SHS	09/16/10	50,976.51	57,356.94	6,380.43	2,410.

PLEASE SEE REVERSE SIDE

RHONDA J MACDONALD

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annu Incom
	Equities					
100	MERCK AND CO INC SHS	10/21/10	3,699.00	4,094 00	395.00	172
170	MERCK AND CO INC SHS	10/21/10	6,290.00	6,959.80	669.80	293
611	MERCK AND CO INC SHS	03/24/11	19,985 81	25,014.34	5,028.53	1,051
393	MERCK AND CO INC SHS	02/13/12	14,969 33	16,089.42	1,120.09	676
1,150	NEXTERA ENERGY INC SHS	09/25/01	30,729.35	79,568 50	48,839 15	2,760
1,607	PAYCHEX INC	04/14/10	50,006.95	49,977 70	(29.25)	2,122
452	PAYCHEX INC	08/03/10	11,764.79	14,057 20	2,292.41	597
700	PAYCHEX INC	08/03/10	18,221.00	21,770.00	3,549.00	925
808	PAYCHEX INC	07/01/11	24,999.52	25,128.80	129.28	1,067
2,215	PENNYMAC MTG INVT TR	12/23/10	40,002.90	56,017 35	16,014 45	5,051
1,627	PENNYMAC MTG INVT TR	01/07/11	30,018.15	41,146 83	11,128 68	3,710
96	PENNYMAC MTG INVT TR	06/08/11	1,621.44	2,427.84	806 40	219
384	PENNYMAC MTG INVT TR	06/08/11	6,491.87	9,711.36	3,219.49	876
704	PENNYMAC MTG INVT TR	06/08/11	11,904.64	17,804 16	5,899 52	1,606
2,818	PENNYMAC MTG INVT TR	01/31/12	50,188.58	71,267 22	21,078.64	6,426
2,294	PFIZER INC	01/09/12	50,009.20	57,531.91	7,522 71	2,203
1,183	PFIZER INC	02/06/12	24,984.96	29,668.81	4,683 85	1,136

PLEASE SEE REVERSE SIDE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annu Incom
			Equities			
1,264	PFIZER INC	02/13/12	27,004 73	31,700.24	4,695.51	1,214
4,587	REDWOOD TRUST INC REIT	12/18/12	75,130 48	77,474 43	2,343 95	4,588.
872	ROYAL DUTCH SHELL PLC SPONS ADR A	09/16/10	51,203.84	60,124.40	8,920.56	2,550.
247	ROYAL DUTCH SHELL PLC SPONS ADR A	08/31/11	16,625.57	17,030 65	405.08	723.
274	ROYAL DUTCH SHELL PLC SPONS ADR A	02/13/12	19,949.94	18,892.30	(1,057 64)	802
3,431	SUN LIFE FINANCIAL INC	09/07/12	81,619.03	91,024.43	9,405 40	4,972
842	SUN LIFE FINANCIAL INC	09/24/12	19,770.16	22,338.26	2,568.10	1,221.
550	TRAVELERS COS INC	03/05/08	26,101 46	39,501 00	13,399 54	1,013.
530	TRAVELERS COS INC	03/11/08	25,329 97	38,064.60	12,734 63	976.
120	TRAVELERS COS INC	06/05/09	5,234.40	8,618.40	3,384 00	221
250	TRAVELERS COS INC	08/31/11	12,721.25	17,955 00	5,233.75	461
253	TRAVELERS COS INC	02/13/12	14,940 97	18,170.46	3,229.49	466
1,055	VERIZON COMMUNICATNS COM	10/10/08	23,739.98	45,649 85	21,909.87	2,174.
239	VERIZON COMMUNICATNS COM	03/04/10	6,543.77	10,341.53	3,797 76	493.
319	VERIZON COMMUNICATNS COM	09/16/10	9,979.92	13,803.13	3,823.21	658

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CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annua Income
			Equities			
402	VERIZON COMMUNICATNS COM	02/13/12	15,354.19	17,394.54	2,040.35	829.
200	VERIZON COMMUNICATNS COM	02/13/12	7,640.00	8,654.00	1,014.00	412.
1,144	VODAFONE GROP PLC SP ADR	05/21/09	20,592.00	28,817.36	8,225.36	1,716.
1,000	VODAFONE GROP PLC SP ADR	11/13/09	22,918.50	25,190 00	2,271 50	1,500.
742	VODAFONE GROP PLC SP ADR	04/06/10	16,999 15	18,690.98	1,691 83	1,113
947	VODAFONE GROP PLC SP ADR	06/21/11	24,998.72	23,854.93	(1,143.79)	1,421.
903	VODAFONE GROP PLC SP ADR	01/25/12	24,651.90	22,746.57	(1,905.33)	1,355.
	Total Equities		**2,282,284.58**	**2,725,181.83**	**442,897.25**	**144,693.**

Birk Family Foundation Gifts 2012

March 1, 2012	Ms. Stephanie K. Mincer, LMSW, MSSMC President and CEO National Multiple Sclerosis Society Upstate New York Chapter 1650 South Avenue, Suite 100 Rochester, New York 14620-3901	$10,000
March 1, 2012	National MS For: Walk (Kathy's Team)	$ 1,500
March 3, 2012	Gratitude House 1700 N. Dixie Highway West Palm Beach, FL 33407	$ 2,500
April 2, 2012	Sister Diana Dolce, S.S.J. Executive Director/Principal Hope Hall 1612 Buffalo Rd. Rochester, New York 14624	$10,000
March 12, 2012	Paul Tierney, CEO TechnoServe PO Box 96828 Washington DC 20090-6828 For General Purpose	$ 4,000
April 16, 2012	Ms. Theresa Banks President Light of the World Charities P O Box 273 Palm City, FL 34991	$10,000
April 16, 201	Louise Murtaugh Executive Director Molly's House 430 SE Osceola Street Stuart, Fl 34994	$ 1,000

April 16, 201	Troy Fritz Director of Advancement Cathedral High School 312 North Seventh Avenue Saint Cloud, Minnesota 56303 For: Roger Birk Scholarship Fund	$ 5,000
April 16, 2012	Rob Culligan Vice President for Institutional Advancement Saint John's University P .O. Box 7222 Collegeville, Minnesota 56321 For: Roger Birk Scholarship Fund	$10,000
April 16, 2012	Kimberly Motes Vice President, Institutional Advancement College of Saint Benedict 37 College Avenue St. Joseph, Minnesota 56374 For: General Purpose	$10,000
April 16, 2012	Bascom Palmer Eye Institute 7101 Fairway Drive Palm Beach Gardens. FL 33418 For: General Purposes	$10,000
April 16, 2012	Jupiter Medical Foundation 1210 South Old Dixie Highway Jupiter, Florida 33458 For: General Purpose	$10,000
April 16, 2012	Moffitt Cancer Center Foundation 12902 Magnolia Drive UTC-FOUND Tampa, Florida 33612 For: General Purposes	$ 5,000
May 30, 2012	Camp Sunshine 35 Acadia Road Casco, ME 04015	$4,000
May 30, 2012	Women's Circle 912 SE 4th Street Boynton Beach, FL 33435 For: ESOL and computer classes	$1,000

June 21, 2012	Don Bosco Christo Rey P.O. Box 56481 Washington DC 20040-6481 Attn: Claire For: Building Expansion	$10,000
Aug.23, 2012	The Clayton Dabney Foundation 6500 Greenville Ave., Suite 432 Dallas, TX 75206 Attn: John Owen	$ 5,000
Aug. 23, 2012	Kids R First PO Box 3242 Reston, VA 20195 Attn: Susan Ungerer	$ 1,500
Aug. 23, 2012	Notre Dame Learning Center PO Box 77174 Rochester, NY 14617 Attn: Sister Evelyn Breslin, SSND	$ 2,500
Aug. 23, 2012	The Monday Life 102 Falker Drive Chapel Hill, NC 27517 Attn: Joey McMahon	$ 2,500
Aug. 27, 2012	Friends of the Orphans Attn: Monica Henry For: Repair to cisterns, new hot water heater, and fruit and vegetables for a month	$ 7,000
Oct. 2, 2012	Karen Cochran Duke Cancer Institute Office of Development DUMC 3823 Durham, NC 27710 Noted Dr. Joseph Moore	$10,000
Nov. 8, 2012	The Food Bank of Monmouth and Ocean Counties 3300 Route 66 Neptune, NJ 07753 For: Hurricane Sandy Disaster Relief	$ 5,000

Nov. 8, 2012	Volunteers in Medicine 417 SE Balboa Avenue Stuart, FL 34994 For: Underserved population health care	$ 3,000
Nov. 8 , 2012	Lou Nanni University of Notre Dame Notre Dame, IN 46556	$10,000
Nov. 8, 2012	The V Foundation 106 Towerview Ct Cary, NC 27513 Attn: John Leshney For: Cancer research	$10,000
Nov. 8, 2012	The Ronald McDonald House 3727 14th St NE Washington DC 20017 Attn: Karen Torres For: Children's programs	$10,000
Dec. 7, 2012	St. Vincent de Paul Tequesta, FL For: Needy families	$ 5,000
Dec. 7	Angels of Mercy 692 N. Winton Rd. Rochester, NY 14609 Attn: Mary Jo Colligan For: Program expansion	$ 5,000
Dec. 7, 2012	Epilepsy Foundation 1650 South Ave. Rochester, NY 14620 Attn: Jeff Sinsebox For: Kenegetic Diet Program	$ 7,500
Dec. 7, 2012	PediPlace 502 South Orchard Lane Suite 126 Lewisville, TX 75067 For: Primary pediatric healthcare	$ 7,500

Dec. 7, 2012	Memorial Sloane-Kettering Hospital Cancer Center 1275 York Ave. New York, NY 10065 For: General purpose	$ 2,000
Dec. 12, 2012	Monday Life 102 Falker Drive Chapel Hill, NC 27517 Attn: Joey McMahon For: Duke Children's Hospital	$ 2,500
Dec. 12, 2012	St. Ambrose School 3827 Woodburn Rd Annandale, VA 22003 For: Science equipment	$ 1,500
Dec. 19, 2012	Our Daily Bread 4080 Chain Bridge Road, Massey Annex 2nd floor Fairfax VA 22030 Attn: Lisa Whetzel	$ 3,500
Dec. 19, 2012	Northern Virginia Dental Clinic 5827 Columbia Pike Falls Church, VA 22041 Attn: Mr. Tom Wilson For: dental health care for indigent population in Northern Virginia	$ 3,000

2012 Distribution Total: $208,000