ENVELOPE POSTMARK DATE MAY 1 3 2013

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: ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY TRUST COMPANY INT'L. 491205500

A Employer identification number: 95-3952646

Number and street (or P O. box number if mail is not delivered to street address): 600 FIFTH AVENUE

Room/suite:

B Telephone number (see instructions): 212- 632-3000

City or town, state, and ZIP code: NEW YORK, NY 10020

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,824,526.

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

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

**Part I Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

| | Line | Description | (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 | | | | |
| | 4 | Dividends and interest from securities | 103,765. | 103,642. | | STMT 1 |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 159,777. | | | |
| | b | Gross sales price for all assets on line 6a 1,533,295. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 159,777. | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10 a | Gross sales less returns and allowances | | | | |
| | b | Less Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | 227. | 227. | | STMT 2 |
| | 12 | **Total.** Add lines 1 through 11 | 263,769. | 263,646. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | 64,769. | 32,385. | NONE | 32,384. |
| | 14 | Other employee salaries and wages | | | | |
| | 15 | Pension plans, employee benefits | | | | |
| | 16a | Legal fees (attach schedule) | | | | |
| | b | Accounting fees (attach schedule) STMT 3 | 1,750. | 1,750. | NONE | NONE |
| | c | Other professional fees (attach schedule) STMT 4 | 37,330. | 29,864. | | 7,466. |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see instructions) STMT 5 | 3,902. | 1,561. | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | | | |
| | 22 | Printing and publications | | | | |
| | 23 | Other expenses (attach schedule) STMT 6 | 206. | 126. | | 80. |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 107,957. | 65,686. | NONE | 39,930. |
| | 25 | Contributions, gifts, grants paid | 130,417. | | | 130,417. |
| | 26 | **Total expenses and disbursements** Add lines 24 and 25 | 238,374. | 65,686. | NONE | 170,347. |
| | 27 | Subtract line 26 from line 12 | | | | |
| | a | **Excess of revenue over expenses and disbursements** | 25,395. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 197,960. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

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| Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | Beginning of year (a) Book Value | End of year (b) Book Value | (c) Fair Market Value |
|---|---|---|---|---|
| **Assets** | | | | |
| 1 | Cash - non-interest-bearing | | | |
| 2 | Savings and temporary cash investments | 202,172. | 361,632. | 361,632. |
| 3 | Accounts receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| 4 | Pledges receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| 5 | Grants receivable | | | |
| 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| 8 | Inventories for sale or use | | | |
| 9 | Prepaid expenses and deferred charges | | | |
| 10 a | Investments - U S. and state government obligations (attach schedule) | 714,092. | 567,333. | 576,852. |
| b | Investments - corporate stock (attach schedule) | 1,620,098. | 1,561,503. | 2,043,439. |
| c | Investments - corporate bonds (attach schedule) | 727,103. | 796,277. | 842,603. |
| 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) | 3,263,465. | 3,286,745. | 3,824,526. |
| **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) | | NONE | |
| **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. ▶ [X]** | | | |
| 27 | Capital stock, trust principal, or current funds | 3,263,465. | 3,286,745. | |
| 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) | 3,263,465. | 3,286,745. | |
| 31 | **Total liabilities and net assets/fund balances** (see instructions) | 3,263,465. | 3,286,745. | |

## 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 | 3,263,465. |
| 2 | Enter amount from Part I, line 27a | 2 | 25,395. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 3,288,860. |
| 5 | Decreases not included in line 2 (itemize) ▶ TAX COST ADJUSTMENTS | 5 | 2,115. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 3,286,745. |

## 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 | PUBLICLY TRADED SECURITIES | | | |
| 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 | 1,533,295. | | 1,373,518. | 159,777. |
| 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 | | | | 159,777. |
| 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** 159,777.

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 | 209,552. | 3,856,812. | 0.054333 |
| 2010 | 212,981. | 3,792,965. | 0.056152 |
| 2009 | 220,798. | 3,626,534. | 0.060884 |
| 2008 | 246,848. | 4,315,842. | 0.057196 |
| 2007 | 269,433. | 4,894,263. | 0.055051 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.283616 |
| 3 | Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.056723 |
| 4 | Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 | 4 | 3,790,572. |
| 5 | Multiply line 4 by line 3 | 5 | 215,013. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 1,980. |
| 7 | Add lines 5 and 6 | 7 | 216,993. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 170,347. |

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 | 3,959. |
| 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 | 3,959. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 3,959. |
| 6 | Credits/Payments | | | |
| a | 2012 estimated tax payments and 2011 overpayment credited to 2012 | 6a 2,000. | | |
| b | Exempt foreign organizations - tax withheld at source | 6b NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c NONE | | |
| d | Backup withholding erroneously withheld | 6d | | |
| 7 | Total credits and payments Add lines 6a through 6d | | 7 | 2,000. |
| 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 | 1,959. |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | 10 | |
| 11 | Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ **Refunded** ▶ | | 11 | |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? | 1b | | X |
| | *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | | |
| 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<br>• By language in the governing instrument, or<br>• 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) ▶ CA | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ FIDUCIARY TRUST COMPANY INTL. Telephone no. ▶ (212)632-3000

Located at ▶ 600 FIFTH AVE, NEW YORK, NY ZIP+4 ▶ 10020

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

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

| | | | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | | | |

## Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | |
| a | At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ____ , ____ , ____ , ____ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) | 2b | | 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 ☒ 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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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 |
|---|---|---|---|---|
| MARY J RUDOLPH<br>1 CROMWELL COURT, RANCHO MIRAGE, CA 92270 | DIRECTOR | 27,423 | | -0- |
| CHRISTINA E JOHNSON<br>P.O. BOX 2403, DURANGO, CO 81302 | DIRECTOR | 18,673. | | |
| VICTORIA E FOOTE, DEC'D<br>444 S FLOWER STREET, LOS ANGELES, CA 90071-2961 | DIRECTOR | 18,673. | | |
| | | | | |

**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 | | NONE |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services ▶ | | NONE |

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

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

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

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

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 3,644,733. |
| b | Average of monthly cash balances | 1b | 203,563. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 3,848,296. |
| 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 | 3,848,296. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 57,724. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 3,790,572. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 189,529. |

**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 | 189,529. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | 2a | 3,959. | | |
| b | Income tax for 2012. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 3,959. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 185,570. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 185,570. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 185,570. |

**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 | 170,347. |
| 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 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 170,347. |
| 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 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 170,347. |

**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 | | | | 185,570. |
| 2 | Undistributed income, if any, as of the end of 2012 | | | | |
| a | Enter amount for 2011 only | | | NONE | |
| b | Total for prior years 20 10 ,20 ___ ,20 ___ | | NONE | | |
| 3 | Excess distributions carryover, if any, to 2012 | | | | |
| a | From 2007 ... NONE | | | | |
| b | From 2008 ... 15,162. | | | | |
| c | From 2009 ... 41,053. | | | | |
| d | From 2010 ... 24,641. | | | | |
| e | From 2011 ... 18,552. | | | | |
| f | **Total** of lines 3a through e | 99,408. | | | |
| 4 | Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 170,347. | | | | |
| a | Applied to 2011, but not more than line 2a | | | NONE | |
| 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 | | | | 170,347. |
| 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).)* | 15,223. | | | 15,223. |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 84,185. | | | |
| 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 | | | NONE | |
| 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) | 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 | 84,185. | | | |
| 10 | Analysis of line 9 | | | | |
| a | Excess from 2008 ... NONE | | | | |
| b | Excess from 2009 ... 40,992. | | | | |
| c | Excess from 2010 ... 24,641. | | | | |
| d | Excess from 2011 ... 18,552. | | | | |
| e | Excess from 2012 ... | | | | |

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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<br>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 STATEMENT 13 | | | | 130,417. |
| **Total** ▶ **3a** | | | | 130,417. |
| **b** *Approved for future payment* | | | | |
| **Total** ▶ **3b** | | | | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 103,765. | |
| 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 | | | 18 | 159,777. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a | | | | | |
| b SEC LIT PAYMENTS | | | 14 | 227. | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 263,769. | |

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 263,769.

(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.) |
|---|---|
| | NOT APPLICABLE |

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

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

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

**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 J. Rudolph — Signature of officer or trustee | 4-25-13 — Date | Trustee — 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 |
|---|---|---|---|---|
| RICHARD SHELTON | Richard Shelton | 04/16/2013 | | P00179509 |
| Firm's name ▶ FIDUCIARY TRUST COMPANY INTL | | | Firm's EIN ▶ 13-5069335 | |
| Firm's address ▶ 600 FIFTH AVENUE NEW YORK, NY 10020 | | | Phone no 212-632-4090 | |

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

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| FTCI ACCOUNT | | 103,765. | 103,642. |
| | TOTAL | 103,765. | 103,642. |

FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| SECURITY LIT PAYMENTS | 227. | 227. |
| TOTALS | 227. | 227. |

FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| TAX PREPARATION FEE | 1,750. | 1,750. | | |
| TOTALS | 1,750. | 1,750. | NONE | NONE |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| FTCI CUSTODY FEES | 37,330. | 29,864. | 7,466. |
| TOTALS | 37,330. | 29,864. | 7,466. |

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FEDERAL EXCISE TAX | 2,341. | |
| FOREIGN TAX WITHHELD | 1,561. | 1,561. |
| TOTALS | 3,902. | 1,561. |

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| CALIFORNIA FILING FEES | 80. | | 80. |
| ADR FEES | 126. | 126. | |
| TOTALS | 206. | 126. | 80. |

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MUSES OF CALIF SCIENCE CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 1,500.

RECIPIENT NAME:
AMERICAN RED CROSS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
WOMENS RESOURCE CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 500.

RECIPIENT NAME:
MUSIC IN THE MOUNTAINS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 4,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FRIENDS OF CHOICES\H.O.P.E.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 1,000.

RECIPIENT NAME:
GROSSMAN BURN CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
WOMEN'S FDN OF CALIFORNIA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
SPCA LOS ANGELES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 2,000.

RECIPIENT NAME:
CHILDREN'S HOUSE OF HOPE INC.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 250.

RECIPIENT NAME:
DURANGO ARTS CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 2,500.

RECIPIENT NAME:
SOUTH COAST REPERTORY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 2,500.

RECIPIENT NAME:
LIBRARY FOUNDATION OF LOS ANGELES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 14,500.

RECIPIENT NAME:
CRIMINAL JUSTICE LEGAL FDN.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 14,000.

RECIPIENT NAME:
SALVATION ARMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 1,000.

RECIPIENT NAME:
ANGELS CAMP MUSEUM FDN.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 250.

RECIPIENT NAME:
OCEAN PARK COMMUNITY CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 9,250.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
HOMESTRETCH GREYHOUND RESCUE ASS.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 5,000.

RECIPIENT NAME:
KSUT PUBLIC RADIO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 1,000.

RECIPIENT NAME:
JOHN TRACY CLINIC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 250.

RECIPIENT NAME:
NEW VILLAGE CHARTER SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 250.

RECIPIENT NAME:
VINTAGE HOLLYWOOD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 750.

RECIPIENT NAME:
NATURE OF WILDWORKS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 750.

RECIPIENT NAME:
FORT LEWIS COLLEGE
ADDRESS:
1000 RIM DRIVE
DURANGO, CO 81301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 36,667.

RECIPIENT NAME:
ST JOHN'S HEALTH CENTER
ADDRESS:
1328 22ND STREET
SANTA MONICA, CA 90404
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .......................................... 16,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CALIFORNIA SCIENCE CENTER
ADDRESS:
700 STATE DRIVE
LOS ANGELES, CA 90037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .............................................. 7,500.

TOTAL GRANTS PAID: 130,417.

**SCHEDULE D (Form 1041)**

Department of the Treasury Internal Revenue Service

# Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY

Employer identification number: 95-3952646

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

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

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

| | | |
|---|---|---|
| b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | 1b | -17,035. |
| 2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | 2 | |
| 3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 3 | |
| 4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet | 4 | ( ) |
| 5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶ | 5 | -17,035. |

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

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

| | | |
|---|---|---|
| b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | 176,812. |
| 7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | 7 | |
| 8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 8 | |
| 9 Capital gain distributions | 9 | |
| 10 Gain from Form 4797, Part I | 10 | |
| 11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet | 11 | ( ) |
| 12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶ | 12 | 176,812. |

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

## Part III Summary of Parts I and II

**Caution:** *Read the instructions* ***before*** *completing this part.*

| | | | (1) Beneficiaries' (see instr.) | (2) Estate's or trust's | (3) Total |
|---|---|---|---|---|---|
| 13 | **Net short-term gain or (loss)** | 13 | | | -17,035. |
| 14 | **Net long-term gain or (loss):** | | | | |
| a | Total for year | 14a | | | 176,812. |
| b | Unrecaptured section 1250 gain (see line 18 of the wrksht.) | 14b | | | |
| c | 28% rate gain | 14c | | | |
| 15 | **Total net gain or (loss).** Combine lines 13 and 14a ▶ | 15 | | | 159,777. |

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

## Part IV Capital Loss Limitation

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

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

## Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

# Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust: ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY

Employer identification number: 95-3952646

## 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 145. CONOCOPHILLIPS COM | 03/24/2011 | 02/14/2012 | 10,592.00 | 11,519.00 | -927.00 |
| 140. SCHLUMBERGER LTD | 03/24/2011 | 02/14/2012 | 10,811.00 | 12,282.00 | -1,471.00 |
| 130. DEVON ENERGY CORP NEW | 03/24/2011 | 03/13/2012 | 9,298.00 | 11,977.00 | -2,679.00 |
| 25000. MORGAN STANLEY SR N DTD 10/18/2006 10/18/2016 | 10/28/2011 | 05/11/2012 | 21,164.00 | 21,273.00 | -109.00 |
| 25000. BEAR STEARNS COS IN 10/31/2005 5.3% 10/30/2015 | 04/10/2012 | 05/18/2012 | 26,857.00 | 27,532.00 | -675.00 |
| 540. JOY GLOBAL INC | 08/03/2011 | 06/19/2012 | 31,117.00 | 47,197.00 | -16,080.00 |
| 25000. CATERPILLAR FINL SV NT DTD 3/26/2012 1.75% 3/24 | 03/21/2012 | 06/21/2012 | 25,306.00 | 24,955.00 | 351.00 |
| 75000. UNITED STATES TREAS 5/15/2010 1.375% 5/15/2013 | 06/30/2011 | 06/27/2012 | 75,750.00 | 76,315.00 | -565.00 |
| 15000. UNITED STATES TREAS 11/30/2010 1.375% 11/30/201 | 05/31/2012 | 06/27/2012 | 15,445.00 | 15,476.00 | -31.00 |
| 50. CHEVRONTEXACO CORP | 02/14/2012 | 07/16/2012 | 5,356.00 | 5,300.00 | 56.00 |
| 25000. US BANCORP SR NT CA 3/2/2012 3% 3/15/2022 | 02/28/2012 | 07/18/2012 | 26,142.00 | 24,983.00 | 1,159.00 |
| 15000. NY ST DORM AUTH PER REV REF SER A DTD 6/28/2012 | 06/14/2012 | 08/22/2012 | 18,650.00 | 18,463.00 | 187.00 |
| 85. CHEVRONTEXACO CORP | 02/14/2012 | 10/11/2012 | 9,665.00 | 9,010.00 | 655.00 |
| 535. SPDR TR UNIT SER 1 | 06/19/2012 | 11/05/2012 | 75,659.00 | 72,565.00 | 3,094.00 |
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**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . . . . . . . . . . . . . . . . -17,035.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.
ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY

Employer identification number
95-3952646

**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 100872.0104 SMALL BUSINESS 2008-20B 1 DTD 2/13/2008 5. | 12/03/2008 | 02/03/2012 | 4,931.00 | 4,857.00 | 74.00 |
| 60. CONOCOPHILLIPS COM | 09/14/2006 | 02/14/2012 | 4,383.00 | 3,514.00 | 869.00 |
| 255. EXXON MOBIL CORP | 05/18/2010 | 02/14/2012 | 21,484.00 | 6,490.00 | 14,994.00 |
| 360. FREEPORT-MCMORAN COPP | 06/22/2009 | 02/14/2012 | 15,773.00 | 8,541.00 | 7,232.00 |
| 100. PRAXAIR INC | 05/04/2010 | 02/14/2012 | 10,688.00 | 8,209.00 | 2,479.00 |
| 10. SCHLUMBERGER LTD | 06/07/2005 | 02/14/2012 | 772.00 | 356.00 | 416.00 |
| 580. LAZARD LTD | 10/15/2009 | 02/14/2012 | 15,755.00 | 24,865.00 | -9,110.00 |
| 10000. ALAMEDA CALIF PUB F REF TAX SER B DTD 8/17/2010 | 08/19/2010 | 03/08/2012 | 11,125.00 | 10,215.00 | 910.00 |
| 15000. ALAMEDA CALIF PUB F REF TAX SER B DTD 8/17/2010 | 08/19/2010 | 03/09/2012 | 16,688.00 | 15,323.00 | 1,365.00 |
| 60. CUMMINS ENGINE INC | 05/14/2010 | 03/13/2012 | 7,361.00 | 4,372.00 | 2,989.00 |
| 165. DANAHER CORP. | 04/18/2002 | 03/13/2012 | 8,963.00 | 3,007.00 | 5,956.00 |
| 3045. VANGUARD MSCI EAFE E | 05/11/2010 | 03/13/2012 | 103,505.00 | 97,980.00 | 5,525.00 |
| 20000. UNITED STATES TREAS 5/15/2006 5.125% 5/15/2016 | 03/01/2007 | 03/14/2012 | 23,428.00 | 20,822.00 | 2,606.00 |
| 25000. J P MORGAN CHASE & 10/4/2005 5.15% 10/1/2015 | 01/04/2007 | 04/10/2012 | 27,268.00 | 24,880.00 | 2,388.00 |
| 265. J P MORGAN CHASE & CO | 05/21/2008 | 05/14/2012 | 9,564.00 | 11,376.00 | -1,812.00 |
| 25000. BANK AMER CORP SR N 10/26/2006 5.625% 10/14/201 | 08/25/2009 | 05/17/2012 | 26,277.00 | 24,392.00 | 1,885.00 |
| 25000. STATOIL ASA SR NT D 3.125% 8/17/2017 | 08/11/2010 | 05/24/2012 | 26,774.00 | 25,187.00 | 1,587.00 |
| 15000. WAL-MART STORES INC 7/8/2010 3.625% 7/8/2020 | 06/30/2010 | 05/30/2012 | 16,380.00 | 14,986.00 | 1,394.00 |
| 300. SIEMENS AG SPONS ADR | 03/24/2011 | 06/13/2012 | 24,466.00 | 39,643.00 | -15,177.00 |
| 175. ABBOTT LABS | 03/26/2010 | 06/14/2012 | 10,817.00 | 9,335.00 | 1,482.00 |
| 50. AMAZON COM INC | 08/13/2010 | 06/14/2012 | 10,795.00 | 6,246.00 | 4,549.00 |
| 180. CHURCH & DWIGHT INC | 08/20/2010 | 06/14/2012 | 9,698.00 | 5,476.00 | 4,222.00 |
| 140. CONOCOPHILLIPS COM | 09/14/2006 | 06/14/2012 | 7,619.00 | 6,234.00 | 1,385.00 |
| 300. DANAHER CORP. | 04/18/2002 | 06/14/2012 | 15,429.00 | 5,467.00 | 9,962.00 |
| 200. DEVON ENERGY CORP NEW | 11/10/2006 | 06/14/2012 | 11,392.00 | 14,105.00 | -2,713.00 |

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

| 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 |
|---|---|
| ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY | 95-3952646 |

**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 20. DEVON ENERGY CORP NEW | 03/15/2011 | 06/14/2012 | 1,139.00 | 1,741.00 | -602.00 |
| 65. DIAGEO PLC SPONSORED A | 06/12/2008 | 06/14/2012 | 6,460.00 | 4,915.00 | 1,545.00 |
| 1100. E M C CORP MASS | 09/14/2006 | 06/14/2012 | 26,300.00 | 12,617.00 | 13,683.00 |
| 305. EMERSON ELEC CO | 11/04/2008 | 06/14/2012 | 14,180.00 | 10,494.00 | 3,686.00 |
| 16. EXXON MOBIL CORP | 11/23/1994 | 06/14/2012 | 1,304.00 | 241.00 | 1,063.00 |
| 200. EXXON MOBIL CORP | 03/24/2011 | 06/14/2012 | 16,302.00 | 16,529.00 | -227.00 |
| 15. GOOGLE INC | 11/04/2008 | 06/14/2012 | 8,427.00 | 5,248.00 | 3,179.00 |
| 475. J P MORGAN CHASE & CO | 05/21/2008 | 06/14/2012 | 16,203.00 | 20,392.00 | -4,189.00 |
| 40. LABORATORY CORP AMER H | 08/25/2010 | 06/14/2012 | 3,487.00 | 3,022.00 | 465.00 |
| 65. MEAD JOHNSON NUTRITION | 05/19/2009 | 06/14/2012 | 5,518.00 | 1,914.00 | 3,604.00 |
| 230. PEPSICO INC | 08/03/2004 | 06/14/2012 | 15,897.00 | 10,702.00 | 5,195.00 |
| 370. PHILLIPS 66 | 05/18/2010 | 06/14/2012 | 12,220.00 | 10,345.00 | 1,875.00 |
| 200. ROCHE HLDG LTD SPONSO | 01/11/2007 | 06/14/2012 | 8,234.00 | 9,235.00 | -1,001.00 |
| 100. SCHLUMBERGER LTD | 06/07/2005 | 06/14/2012 | 6,530.00 | 3,556.00 | 2,974.00 |
| 185. TAIWAN SEMICONDUCTOR | 07/06/2009 | 06/14/2012 | 2,506.00 | 1,693.00 | 813.00 |
| 480. HYUNDAI MOTOR CO GDR | 01/14/2010 | 06/15/2012 | 13,574.00 | 8,027.00 | 5,547.00 |
| 20000. WELLS FARGO & CO SR 12/10/2007 5.625% 12/11/201 | 08/25/2009 | 06/18/2012 | 23,115.00 | 20,488.00 | 2,627.00 |
| 25. CUMMINS ENGINE INC | 05/14/2010 | 06/19/2012 | 2,410.00 | 1,822.00 | 588.00 |
| 100. DIAGEO PLC SPONSORED | 06/12/2008 | 06/19/2012 | 10,015.00 | 7,562.00 | 2,453.00 |
| 15. GOOGLE INC | 11/04/2008 | 06/19/2012 | 8,672.00 | 5,176.00 | 3,496.00 |
| 250. ISHARES TR RUSSELL 20 | 03/24/2011 | 06/19/2012 | 19,630.00 | 20,434.00 | -804.00 |
| 125. MEAD JOHNSON NUTRITIO | 05/19/2009 | 06/19/2012 | 10,919.00 | 3,680.00 | 7,239.00 |
| 1850. TAIWAN SEMICONDUCTOR | 07/06/2009 | 06/19/2012 | 26,080.00 | 16,930.00 | 9,150.00 |
| 75. UNITED PARCEL SVC INC | 03/24/2011 | 06/19/2012 | 5,858.00 | 5,406.00 | 452.00 |
| 275. VANGUARD MSCI EMERGIN ETF | 07/07/2009 | 06/19/2012 | 10,999.00 | 8,621.00 | 2,378.00 |

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.
ERTESZEK FAMILY FOUNDATION C/O FIDUCIARY

Employer identification number
95-3952646

**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 40. AMAZON COM INC | 08/13/2010 | 06/22/2012 | 8,791.00 | 4,997.00 | 3,794.00 |
| 50000. UNITED STATES TREAS 8/15/2002 4.375% 8/15/2012 | 02/10/2011 | 06/27/2012 | 50,285.00 | 52,836.00 | -2,551.00 |
| 50000. UNITED STATES TREAS 2/15/2006 4.5% 2/15/2016 | 08/01/2008 | 06/27/2012 | 57,146.00 | 52,809.00 | 4,337.00 |
| 175. ABBOTT LABS | 03/26/2010 | 07/16/2012 | 11,463.00 | 9,335.00 | 2,128.00 |
| 50. LABORATORY CORP AMER H | 08/25/2010 | 07/16/2012 | 4,732.00 | 3,778.00 | 954.00 |
| 94646.1534 SMALL BUSINESS 2008-20B 1 DTD 2/13/2008 5. | 12/03/2008 | 08/02/2012 | 6,226.00 | 6,132.00 | 94.00 |
| 50000. UNITED STATES TREAS 8/15/2009 1.75% 8/15/2012 | 02/10/2011 | 08/15/2012 | 50,000.00 | 50,857.00 | -857.00 |
| 122. NESTLE S A SPONSORED REG SH | 02/14/2008 | 08/17/2012 | 7,522.00 | 5,221.00 | 2,301.00 |
| 245. TERADATA CORP | 03/24/2011 | 09/21/2012 | 18,958.00 | 12,355.00 | 6,603.00 |
| 390. HYUNDAI MOTOR CO GDR | 01/14/2010 | 10/04/2012 | 12,161.00 | 6,515.00 | 5,646.00 |
| 15. GOOGLE INC | 10/28/2008 | 10/11/2012 | 11,279.00 | 5,031.00 | 6,248.00 |
| 165. MCDONALDS CORP | 01/22/2009 | 10/11/2012 | 15,264.00 | 9,690.00 | 5,574.00 |
| 400. VODAFONE GROUP PLC SP | 07/01/2010 | 10/11/2012 | 11,419.00 | 8,475.00 | 2,944.00 |
| 165. AMERICAN TOWER REIT I | 04/14/2010 | 11/05/2012 | 12,237.00 | 6,883.00 | 5,354.00 |
| 65. EXXON MOBIL CORP | 11/23/1994 | 11/05/2012 | 5,848.00 | 980.00 | 4,868.00 |
| 145. ROCHE HLDG LTD SPONSO | 01/11/2007 | 11/05/2012 | 6,959.00 | 6,695.00 | 264.00 |
| 125. SCHLUMBERGER LTD | 06/07/2005 | 11/05/2012 | 8,693.00 | 4,445.00 | 4,248.00 |
| 255. VODAFONE GROUP PLC SP | 07/01/2010 | 11/05/2012 | 6,842.00 | 5,403.00 | 1,439.00 |
| 100000. UNITED STATES TREA 2/15/2006 4.5% 2/15/2016 | 08/01/2008 | 11/14/2012 | 113,344.00 | 100,054.00 | 13,290.00 |
| 5116.959 FRANKLIN CUSTODIA GOVT ADV CL | 11/29/2011 | 11/30/2012 | 35,000.00 | 35,512.00 | -512.00 |
| | | | | | |
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**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . . . . . . . . . . . . . . 176,812.00

REPORT RUN 04/15/2013 AT 09 37 AM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY. U S DOLLAR
PORTFOLIO TYPE. INCOME

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| SHORT TERM | | | | | | | | |
| U S Dollar | | | | | | | | |
| Cash | | | | | | | | |
| 192.3500 | CASH | | 192.35 | | 192.35 | 0 | 0 05 | 0.00 |
| 132 8400 | TAX RECLAIM RECEIVABLES | | ~~132 84~~ | | ~~132 84~~ | 0 | 0 05 | 0.00 |
| Total Cash | | | 325 19 | | 325 19 | 0 | 0 05 | 0 00 |
| Total U S Dollar | | | 325 19 | | 325 19 | 0 | 0 05 | 0 00 |
| Total SHORT TERM | | | 325.19 | | 325 19 | 0 | 0 05 | 0 00 |
| Total | | | 325 19 | | 325 19 | 0 | | 0.00 |
| Accrued Income | | | 0 00 | | 0 00 | | | |
| Grand Total | | | 325.19 | | 325 19 | 0 | | 0 00 |

REPORT RUN: 04/15/2013 AT 09·37 AM

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| SHORT TERM | | | | | | | | |
| U S Dollar | | | | | | | | |
| Cash | | | | | | | | |
| 100,439 5600 | CASH | | 100,439.56 | | 100,439 56 | 50 | 0 05 | 0.00 |
| Cash Equivalents | | | | | | | | |
| 261,000 0000 | STIP 3. US TREASURY & AGENCY DTD 8/31/2003 | 1 0000 | 261,000.00 | 1 0000 | 261,000.00 | 138 | 0 05 | 2 29 |
| Total U S Dollar | | | 361,439 56 | | 361,439.56 | 188 | 0 05 | 2 29 |
| Total SHORT TERM | | | 361,439 56 | | 361,439 56 | 188 | 0 05 | 2 29 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| FIXED INCOME | | | | | | | | |
| U S Dollar | | | | | | | | |
| Governments | | | | | | | | |
| 9,292 2630 | FRANKLIN US GOVERNMENT SECURITIES FUND $0.28 | 6 9400 | 64,488 30 | 6 8200 | 63,373.23 | 2,184 | 3 45 | 0.00 |
| 50,000 0000 | UNITED STATES TREASURY NOTE DTD 5/15/2010 1 375% 5/15/2013 AAA | 101 6602 | 50,830.08 | 100 4805 | 50,240 25 | 688 | 0 09 | 89 26 |
| 100,000 0000 | UNITED STATES TREAS NTS DTD 2/15/2004 4% 2/15/2014 AAA | 99 4965 | 99,496 51 | 104 2500 | 104,250 00 | 4,000 | 0 22 | 1,510 87 |
| 25,000 0000 | UNITED STATES TPEASURY NOTE DTD 1/31/2011 2% 1/31/2016 AAA | 105 3438 | 26,335 94 | 104 9610 | 26,240 25 | 500 | 0 38 | 209 24 |
| 20,000 0000 | UNITED STATES TREAS NTS DTD 5/15/2006 5 125% 5/15/2016 AAA | 104 1094 | 20,821 87 | 115 6406 | 23,128 12 | 1,025 | 0 45 | 133 08 |
| 25,000 0000 | UNITED STATES TREASURY NOTE DTD 2/1/2010 3.125% 1/31/2017 AAA | 111 1094 | 27,777 34 | 110 4140 | 27,603 50 | 781 | 0 54 | 327 69 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S. DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



U S Dollar

Cont

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| 100,000 0000 | UNITED STATES TREAS NTS DTD 8/15/2007 4 75% 8/15/2017 AAA | 119 4961 | 119,496 09 | 118 7110 | 118,711 00 | 4,750 | 0 64 | 1,794 16 |
| 50,000 0000 | UNITED STATES TREASURY NOTE DTD 8/15/2008 4% 8/15/2018 AAA | 116.9727 | 58,486.33 | 117 4531 | 58,726 55 | 2,000 | 0 82 | 755 43 |
| 30,000 0000 | UNITED STATES TREASURY NOTE DTD 2/15/2010 3 625% 2/15/2020 AAA | 102 5469 | 30,764 06 | 116 7344 | 35,020 32 | 1,088 | 1 17 | 410.77 |
| 25,000 0000 | UNITED STATES TREASURY NOTE DTD 5/15/2011 3 125% 5/15/2021 AAA | 110 5117 | 27,627 93 | 113 4140 | 28,353 50 | 781 | 1 42 | 101 43 |
| 20,000 0000 | UNITED STATES TREASURY NOTE DTD 8/15/2011 2 125% 8/15/2021 AAA | 105 6992 | 21,139.84 | 105.1410 | 21,028 20 | 425 | 1 49 | 160 53 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U.S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U S Dollar | | | Cont | | | | | |
| 20,000 0000 | U S TREASURY NOTE/BOND DTD 5/15/2012 1 75% 5/15/2022 AAA | 100.3438 | 20,068 75 | 100 8830 | 20,176 60 | 350 | 1 65 | 45.44 |
| Total Governments | | | 567,333 04 | | 576,851 52 | 18,571 | 0 95 | 5,537 90 |
| Agencies | | | | | | | | |
| 50,000.0000 | FEDERAL FARM CREDIT BANK DTD 4/17/2009 2 625% 4/17/2014 AA+ | 103 9590 | 51,979 50 | 102 2930 | 51,146 50 | 1,313 | 0 84 | 269 79 |
| 32,000 0000 | TENNESSEE VALLEY AUTH BD DTD 12/13/2001 4 875% 12/15/2016 AA+ | 105 8360 | 33,867.52 | 116.3390 | 37,228 48 | 1,560 | 0 68 | 69 33 |
| Total Agencies | | | 85,847 02 | | 88,374 98 | 2,873 | 0 77 | 339 12 |
| Mortgages | | | | | | | | |
| 94,646.1534 | SMALL BUSINESS ADMIN 2008-20B 1 DTD 2/13/2008 5 16% 2/1/2028 | 98 5000 | 93,226.47 | 114.9810 | 108,825 09 | 4,884 | 5 16 | 2,034 89 |
| Corporates | | | | | | | | |
| 40,000 0000 | BANK OF NOVA SCOTIA SR NT DTD 1/22/2010 2 25% 1/22/2013 N/R | 99 8900 | 39,956.00 | 100 1170 | 40,046 80 | 900 | 0 23 | 397 50 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY· U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



U S Dollar — Cont

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| 25,000 0000 | BOTTLING GROUP LLC SR NT DTD 10/24/2008 6.95% 3/15/2014 A | 116 4480 | 29,112.00 | 107 5600 | 26,890 00 | 1,738 | 0 64 | 511 60 |
| 25,000 0000 | WAL MART STORES INC NT DTD 5/21/2009 3 2% 5/15/2014 AA | 99.9870 | 24,996 75 | 103 9156 | 25,978.90 | 800 | 0.34 | 102 22 |
| 25,000 0000 | BANK OF NEW YORK MELLON DTD 11/16/2009 3 1% 1/15/2015 A+ | 99 8320 | 24,958 00 | 104 8240 | 26,206 00 | 775 | 0 71 | 357 36 |
| 125,000 0000 | PRIVATE EXPT FDG CORP SR SEC NT DTD 5/10/2005 4 55% 5/15/2015 AA+ | 100 6700 | 125,837 50 | 109 9790 | 137,473 75 | 5,688 | 0 32 | 726 74 |
| 20,000 0000 | AMERICAN EXPRESS CREDIT CORP SR NT DTD 6/12/2012 1 75% 6/12/2015 A- | 99 9800 | 19,996 00 | 102 1550 | 20,431 00 | 350 | 0 86 | 18 47 |
| 40,000 0000 | WELLPOINT INC DTD 1/10/2006 5 25% 1/15/2016 A- | 106 6770 | 42,670 80 | 111 5180 | 44,607 20 | 2,100 | 1 37 | 968 33 |
| 25,000 0000 | APPLIED MATERIALS INC SR NT DTD 6/8/2011 2 65% 6/15/2016 A- | 99 9250 | 24,981 25 | 105 2640 | 26,316 00 | 663 | 1 09 | 29 44 |

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U S. Dollar | | | Cont | | | | | |
| 25,000 0000 | BRANCH BANKING & TRUST CO SUB NT VAR DTD 9/13/2006 9/13/2016 A- | 93 5000 | 23,375.00 | 98.5340 | 24,633 50 | 157 | 0 64 | 8 31 |
| 25,000 0000 | NATIONAL SEMICONDUCTOR CORP SR NT DTD 6/18/2007 6 6% 6/15/2017 A+ | 123 2720 | 30,818 00 | 123.6200 | 30,905.00 | 1,650 | 1 15 | 73 33 |
| 25,000 0000 | CATERPILLAR INC DTD 6/26/2012 1 5% 6/26/2017 A | 99 8800 | 24,970 00 | 101.3880 | 25,347 00 | 375 | 1 18 | 5 21 |
| 20,000 0000 | ANHEUSER-BUSCH INBEV WOR SR NT DTD 7/16/2012 1 375% 7/15/2017 A | 99 7120 | 19,942 40 | 101 1640 | 20,232 80 | 275 | 1 11 | 126 04 |
| 15,000 0000 | STATOIL ASA SR NT DTD 8/17/2010 3 125% 8/17/2017 AA- | 100 7460 | 15,111 90 | 108 9865 | 16,347 98 | 469 | 1.13 | 174 48 |
| 20,000.0000 | WELLS FARGO & CO SR NT DTD 12/10/2007 5 625% 12/11/2017 A+ | 96 5410 | 19,308 20 | 119 4020 | 23,880 40 | 1,125 | 1 53 | 62 50 |
| 25,000 0000 | BAXTER INTL DTD 5/22/2008 5 375% 6/1/2018 A | 119 2770 | 29,819 25 | 120 2910 | 30,072 75 | 1,344 | 1 46 | 111 98 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U.S Dollar | | | Cont | | | | | |
| 25,000 0000 | BOEING CO SR NT DTD 3/13/2009 6% 3/15/2019 A | 125 7020 | 31,425 50 | 124 7250 | 31,181 25 | 1,500 | 1 77 | 441 67 |
| 25,000 0000 | COCA COLA CO SR NT DTD 3/6/2009 4 875% 3/15/2019 AA- | 117 9240 | 29,481 00 | 119 4440 | 29,861 00 | 1,219 | 1 57 | 358.85 |
| 10,000 0000 | WAL-MART STORES INC SR NT DTD 7/8/2010 3 625% 7/8/2020 AA | 99 9080 | 9,990 80 | 111 3510 | 11,135 10 | 363 | 1.99 | 174 20 |
| 25,000 0000 | GENERAL ELECTRIC CAPITAL CORP SR NT DTD 10/17/2011 4 65% 10/17/2021 AA+ | 102 1300 | 25,532 50 | 114.1956 | 28,548 90 | 1,163 | 2 82 | 238 96 |
| 25,000 0000 | US BACORP SR NT CALL DTD 7/23/2012 2.95% 7/15/2022 A+ CALLABLE ON 06/15/2022 @ 100% | 99 6830 | 24,920 75 | 101 2300 | 25,307 50 | 738 | 2 80 | 323 68 |
| Total Corporates | | | 617,203 60 | | 645,402 83 | 23,389 | 1 06 | 5,210 87 |
| Total U S Dollar | | | 1,363,610.13 | | 1,419,454 42 | 49,716 | 1 31 | 13,122 78 |

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| Total FIXED INCOME | | | 1,363,610 13 | | 1,419,454 42 | 49,716 | 1 31 | 13,122 78 |

EQUITIES
========

U S Dollar

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| 375 0000 | ABBOTT LABORATORIES | 53.3400 | 20,002 50 | 65.5000 | 24,562 50 | 210 | 0.85 | 0 00 |
| 460 0000 | ACE LTD | 65.1509 | 29,969 43 | 79.8000 | 36,708 00 | 902 | 2 46 | 0.00 |
| 270 0000 | AFFILIATED MANAGERS GROUP INC | 95 7126 | 25,842 39 | 130 1500 | 35,140 50 | | N/A | 0.00 |
| 275 0000 | ALLERGAN INC | 89 7275 | 24,675 06 | 91.7300 | 25,225 75 | 55 | 0 22 | 0 00 |
| 110 0000 | AMAZON COM INC | 124 9248 | 13,741 73 | 251 1400 | 27,625 40 | | N/A | 0 00 |
| 430 0000 | AMERICAN TOWER REIT INC | 41 7144 | 17,937 19 | 77 2700 | 33,226 10 | 413 | 1 24 | 0.00 |
| 215 0000 | APPLE INC | 112 4939 | 24,186 18 | 533 0300 | 114,601 45 | 2,279 | 1 99 | 0 00 |
| 400 0000 | BERKSHIRE HATHAWAY INC | 66 5824 | 26,632 97 | 89 7000 | 35,880 00 | | N/A | 0 00 |
| 110 0000 | BLACKROCK INC | 215.3136 | 23,684 50 | 206 7100 | 22,738 10 | 660 | 2 90 | 0 00 |
| 400 0000 | BORG WARNER INC | 64 1524 | 25,660 96 | 71 6200 | 28,648 00 | | N/A | 0 00 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U S Dollar | | | Cont | | | | | |
| 275 0000 | CELGENE CORP | 65 4881 | 18,009 23 | 78 7200 | 21,648 00 | | N/A | 0 00 |
| 300 0000 | CHEVRON CORP | 106.0018 | 31,800 54 | 108 1400 | 32,442 00 | 1,080 | 3 33 | 0 00 |
| 850 0000 | CHURCH & DWIGHT INC | 30 4201 | 25,857 09 | 53 5700 | 45,534.50 | 816 | 1 79 | 0 00 |
| 700 0000 | COCA COLA CO | 37 7814 | 26,446 95 | 36.2500 | 25,375 00 | 714 | 2 81 | 0 00 |
| 600 0000 | CONOCOPHILLIPS | 44 2927 | 26,575 61 | 57 9900 | 34,794.00 | 1,584 | 4 55 | 0.00 |
| 500 0000 | COVIDIEN PLC | 52 3808 | 26,190 40 | 57.7400 | 28,870.00 | 520 | 1.80 | 0 00 |
| 375 0000 | CUMMINS INC | 72 8712 | 27,326 70 | 108 3500 | 40,631 25 | 750 | 1 85 | 0 00 |
| 575 0000 | DANAHER CORP | 18.2225 | 10,477 94 | 55 9000 | 32,142 50 | 58 | 0 18 | 0 00 |
| 450 0000 | DEVON ENERGY CORP NEW | 67 5160 | 30,382 18 | 52 0400 | 23,418 00 | 360 | 1.54 | 0 00 |
| 350 0000 | DIAGEO PLC SPONSORED ADR NEW | 75 3989 | 26,389 62 | 116 5800 | 40,803 00 | 971 | 2 38 | 0 00 |
| 1,400 0000 | EMC CORP | 11 4700 | 16,058 00 | 25 3000 | 35,420 00 | | N/A | 0 00 |
| 625 0000 | EMERSON ELECTRIC CO | 29 9100 | 18,693 75 | 52 9600 | 33,100 00 | 1,025 | 3 10 | 0 00 |
| 465 0000 | EXPRESS SCRIPTS HOLDING CO | 59 9170 | 27,861 41 | 54 0000 | 25,110 00 | | N/A | 0.00 |
| 360 0000 | EXXON MOBIL CORP | 15 0825 | 5,429 70 | 86.5500 | 31,158 00 | 821 | 2.63 | 0 00 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S. DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U S Dollar | | | Cont | | | | | |
| 630 0000 | FREEPORT-MCMORAN COPPER & GOLD INC CL B | 23 7256 | 14,947 10 | 34.2000 | 21,546.00 | 788 | 3 65 | 0 00 |
| 45 0000 | GOOGLE INC | 335 4000 | 15,093 00 | 709 3700 | 31,921 65 | | N/A | 0 00 |
| 810 0000 | HYUNDAI MOTOR CO GDR REG S | 16.6978 | 13,525 22 | 32 1600 | 26,049 60 | | N/A | 0 00 |
| 975 0000 | INTEL CORP | 26.8035 | 26,133 41 | 20 6300 | 20,114.25 | 878 | 4 36 | 0 00 |
| 150 0000 | INTERNATIONAL BUSINESS MACHINES CORP | 194.8175 | 29,222.63 | 191.5500 | 28,732 50 | 510 | 1.77 | 0 00 |
| 350 0000 | LABORATORY CORP AMER HLDGS COM NEW | 75 5502 | 26,442 57 | 86 6200 | 30,317 00 | | N/A | 0 00 |
| 365 0000 | MCDONALDS CORP | 54 8154 | 20,007 62 | 88 2100 | 32,196 65 | 1,124 | 3 49 | 0 00 |
| 425 0000 | MEAD JOHNSON NUTRITION COMPANY | 29 4390 | 12,511 57 | 65 8900 | 28,003 25 | 510 | 1 82 | 127.50 |
| 375 0000 | NATIONAL OILWELL VARCO INC | 67.3015 | 25,238 06 | 68 3500 | 25,631 25 | 195 | 0 76 | 0 00 |
| 560 0000 | NESTLE S A SPONSORED ADR REPSTG REG SH | 42 7960 | 23,965.76 | 65 1700 | 36,495 20 | 992 | 2 72 | 0 00 |
| 600 0000 | NIKE INC CL B | 43 4445 | 26,066 70 | 51 6000 | 30,960.00 | 504 | 1 63 | 0 00 |
| 1,470.0000 | NUANCE COMMUNICATIONS INC | 20 3039 | 29,846 74 | 22 3200 | 32,810 40 | | N/A | 0 00 |
| 570 0000 | ORACLE CORP | 32.2473 | 18,380 97 | 33 3200 | 18,992 40 | 137 | 0 72 | 0 00 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U.S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



U S Dollar

Cont

| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| 375 0000 | PEPSICO INC | 46 4250 | 17,409 37 | 68 4300 | 25,661 25 | 806 | 3 14 | 201 56 |
| 625 0000 | POTASH CORP OF SASKATCHEWAN | 44 3872 | 27,742 00 | 40.6900 | 25,431.25 | 525 | 2 06 | 0 00 |
| 1,000 0000 | PPL CORPORATION | 27 7473 | 27,747 30 | 28 6300 | 28,630 00 | 1,440 | 5 03 | 360 00 |
| 265 0000 | PRAXAIR INC | 82 0900 | 21,753 85 | 109.4500 | 29,004.25 | 583 | 2 01 | 0 00 |
| 655 0000 | ROCHE HOLDING LTD ADR | 46 1750 | 30,244 62 | 50.5000 | 33,077 50 | 1,010 | 3 05 | 0 00 |
| 355 0000 | ROCKWELL AUTOMATION INC | 69 2992 | 24,601 21 | 83 9900 | 29,816.45 | 667 | 2 24 | 0 00 |
| 465 0000 | SCHLUMBERGER LTD | 35 5586 | 16,534 75 | 69 2900 | 32,219.85 | 512 | 1 59 | 127 88 |
| 230 0000 | TERADATA CORP | 50 4289 | 11,598 65 | 61.8900 | 14,234 70 | | N/A | 0 00 |
| 845 0000 | TEVA PHARMACEUTICAL INDS LTD ADR | 18 8103 | 15,894 74 | 37 3400 | 31,552 30 | 679 | 2 15 | 0 00 |
| 550 0000 | TRIMBLE NAVIGATION LTD | 48 7475 | 26,811 13 | 59 7800 | 32,879 00 | | N/A | 0 00 |
| 225 0000 | UNION PACIFIC CORP | 113 1874 | 25,467 17 | 125 7200 | 28,287 00 | 621 | 2 20 | 155 25 |
| 460 0000 | UNITED PARCEL SVC INC CL B | 72 0773 | 33,155 55 | 73 7300 | 33,915 80 | 1,049 | 3 09 | 0 00 |
| 540 0000 | VERIZON COMMUNICATIONS | 44 1875 | 23,861 25 | 43 2700 | 23,365 80 | 1,112 | 4 76 | 0 00 |
| 895 0000 | VODAFONE GROUP PLC SPONSORED ADR | 21 1884 | 18,963 62 | 25 1900 | 22,545 05 | 1,343 | 5 95 | 463 64 |

ERTESZEK FAMILY FOUNDATION
ACCOUNT # 491205500
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2012



| Units | Security Description | Unit Cost | Cost | Price | Market Value | Estimated Annual Income | Yield | Accrued Income |
|---|---|---|---|---|---|---|---|---|
| U S Dollar | | | Cont | | | | | |
| 775 0000 | WELLS FARGO & CO NEW | 29 7570 | 23,061 68 | 34 1800 | 26,489 50 | 682 | 2 57 | 0 00 |
| 2,105.0000 | ISHARES S&P US PREFERRED STOCK INDEX FD | 39 5200 | 83,189 60 | 39.6200 | 83,400.10 | 5,016 | 6 01 | 546 67 |
| 1,050 0000 | ISHARES TR RUSSELL 2000 INDEX FD | 81 7364 | 85,823 22 | 84.2900 | 88,504 50 | 1,771 | 2 00 | 0 00 |
| 1,150 0000 | SPDR TR UNIT SER 1 | 131 9063 | 151,692 20 | 142 5200 | 163,898 00 | 3,568 | 2 18 | 1,175 10 |
| 2,065 0000 | VANGUARD MSCI EMERGING MARKETS ETF | 31 3500 | 64,737 75 | 44 5300 | 91,954 45 | 2,013 | 2 19 | 0 00 |
| Total U S Dollar | | | 1,561,503 04 | | 2,043,438 95 | 42,253 | 2 07 | 3,157 60 |
| Total EQUITIES | | | 1,561,503 04 | | 2,043,438.95 | 42,253 | 2 07 | 3,157 60 |
| Total | | | 3,286,552 73 | | 3,824,332 93 | 92,156 | | 16,282 67 |
| Accrued Income | | | 16,282 67 | | 16,282 67 | | | |
| Grand Total | | | 3,302,835.40 | | 3,840,615 60 | 92,156 | | 16,282 67 |