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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

For calendar year 2012, or tax year beginning 06-01-2012 , and ending 05-31-2013

Name of foundation M-K LINK FOUNDATION CO STEPHEN HABERKORN		A Employer identification number 86-0870822			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 80270		B Telephone number (see instructions) (415) 362-5990			
C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>					
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,636,635	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments	683	683			
4 Dividends and interest from securities.	13,784	13,784			
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10	1,452,076				
b Gross sales price for all assets on line 6a 2,266,764					
7 Capital gain net income (from Part IV, line 2)		1,452,076			
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)	200	200			
12 Total. Add lines 1 through 11	1,466,743	1,466,743			
Operating and Administrative Expenses					
13 Compensation of officers, directors, trustees, etc	0	0		0	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	5,140	2,570		2,570	
c Other professional fees (attach schedule)	1,327	1,327		0	
17 Interest					
18 Taxes (attach schedule) (see instructions)	76,527	0		0	
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	1,296	121		1,175	
24 Total operating and administrative expenses.					
Add lines 13 through 23	84,290	4,018		3,745	
25 Contributions, gifts, grants paid.	900,770			900,770	
26 Total expenses and disbursements. Add lines 24 and 25	985,060	4,018		904,515	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	481,683				
b Net investment income (if negative, enter -0-)		1,462,725			
c Adjusted net income (if negative, enter -0-)					

	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	263,144	489,771	489,771	
	2 Savings and temporary cash investments				
	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 page 15 of the 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)	3,060,560	3,736,683	4,146,864	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)	421,067	0	0		
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)	3,744,771	4,226,454	4,636,635		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)	0	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	3,744,771	4,226,454	4,226,454		
30 Total net assets or fund balances (see page 17 of the instructions)	3,744,771	4,226,454	4,226,454		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,744,771	4,226,454	4,226,454		

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	3,744,771
2	Enter amount from Part I, line 27a	2	481,683
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	4,226,454
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,226,454

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.)
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1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

(i) FMV 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))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	1,452,076
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

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 page 18 of 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	7,220,855	9,484,133	0.761362
2010	4,882,373	11,009,911	0.443453
2009	280,850	7,778,793	0.036105
2008	2,364,725	4,861,811	0.486388
2007	512,551	4,545,404	0.112762

2 Total of line 1, column (d).	2	1,840,070
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	0.368014
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,370,275
5 Multiply line 4 by line 3.	5	1,608,322
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	14,627
7 Add lines 5 and 6.	7	1,622,949
8 Enter qualifying distributions from Part XII, line 4.	8	904,515

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	29,255
	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 <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	0
3	Add lines 1 and 2.		3	29,255
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	29,255
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,000	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.	7		25,000
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		516
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		4,771
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		Yes	
	● 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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	<input type="checkbox"/> AZ			
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? <i>If "No," attach explanation</i> .		Yes	
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)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14 The books are in care of ► EICHSTAEDT LERVOLD LLP Telephone no ► (415) 362-5990
Located at ► 50 CALIFORNIA STREET SUITE 3550 SAN FRANCISCO CA ZIP +4 ► 94111

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year. ►

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

See 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 <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> No		
1b 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 page 20 of the instructions)? ►	1b	
Organizations relying on a current notice regarding disaster assistance check here. ►		
1c 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	No
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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ►	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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 <input checked="" type="checkbox"/> No	3a	
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	No
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	No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7b	
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
STEPHEN HABERKORN	PRES/DIR 5 00	0	0	0
PO BOX 80270 LAS VEGAS, NV 89180				
MATTHEW HABERKORN	VICE PRES 1 00	0	0	0
PO BOX 33073 LOS GATOS, CA 95031				
VICKI HABERKORN ABELES	SEC/DIR 1 00	0	0	0
3527 MT DIABLO RD STE 362 LAFAYETTE, CA 94549				

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				
				0

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		

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.

1	
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.

1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total	Add lines 1 through 3
	0

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	3,706,252
b	Average of monthly cash balances.	1b	730,575
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,436,827
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,436,827
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	66,552
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,370,275
6	Minimum investment return. Enter 5% of line 5.	6	218,514

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	218,514
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	29,255
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	29,255
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	189,259
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	189,259
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	189,259

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	904,515
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	904,515
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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).	6	904,515
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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				189,259
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	1,145,647			
c From 2009.	280,850			
d From 2010.	4,891,440			
e From 2011.	7,298,315			
f Total of lines 3a through e.	13,616,252			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 904,515			0	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	904,515			
d Applied to 2012 distributable amount.			0	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	189,259			189,259
6 Enter the net total of each column as indicated below:	14,331,508			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	14,331,508			
10 Analysis of line 9				
a Excess from 2008.	956,388			
b Excess from 2009.	280,850			
c Excess from 2010.	4,891,440			
d Excess from 2011.	7,298,315			
e Excess from 2012.	904,515			

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

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

1 Information Regarding Foundation Managers

2. 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))
- 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

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 of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	900,770
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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			14	683		
4 Dividends and interest from securities.			14	13,784		
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.			14	200		
8 Gain or (loss) from sales of assets other than inventory			14	1,452,076		
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).		0		1,466,743		
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)			13		1,466,743	

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
50 SHS DELTA PETROLEUM CORP	P	2011-11-10	2012-10-12
DYNEGY INC	P	2012-06-14	2012-10-04
20,000 SHS Groupon INC	P	2012-11-19	2012-11-30
9,800 SHS MORGANS HOTEL GROUP	P	2012-09-11	2012-10-24
19,000 SHS SUPERVALU	P	2012-11-30	2012-12-03
50,000 SHS ZYNGA	P	2012-12-06	2012-12-17
CAMELOT ENTERTAINMENT GROUP	P	2011-01-06	2012-06-29
13,900 SHS FLORIDA GAMING	P	2011-04-28	2012-08-16
100 SHS LAKES ENTERTAINMENT	P	2010-01-05	2012-11-07
30,490 SHS LAS VEGAS SANDS	P	2005-10-01	2012-11-05
14,000 SHS ROTATE BLACK	P	2011-07-13	2012-08-16
8,000 SHS FLORIDA GAMING	P	2011-05-02	2012-12-31
30,000 SHS BOYD GAMING	P	2012-12-03	2013-02-08
100 SHS FULL HOUSE RESORTS	P	2013-02-28	2013-03-07
20,000 SHS IPARTY CORPORATION	P	2011-08-25	2013-03-01
19,900 SHS FULL HOUSE REOSRTS	P	2009-03-20	2013-03-11
100 SHS LAKES ENTERTAINMENT	P	2010-01-05	2013-04-25
10,000 SHS ROTATE BLACK INC	P	2011-07-22	2013-04-24
5,000 SHS FULL HOUSE RESORTS	P	2009-03-20	2013-03-27
400 SHS LAKES ENTERTAINMENT	P	2013-05-14	2013-05-15
40,000 SHS ROTECH HEALTHCARE	P	2013-02-08	2013-05-15
5,000 SHS PINNACLE ENTERTAINMENT	P	2012-11-13	2013-05-16
700 SHS LAKES ENTERTAINMENT	P	2013-05-20	2013-05-21
160,000 SHS ROTECH HEALTHCARE	P	2013-03-18	2013-05-22
900 SHS LAKES ENTERTAINMENT	P	2010-01-05	2013-05-07
400 SHS EMPIRE RESORTS	P	2011-06-24	2013-05-15
100 SHS LAKES ENTERTAINMENT	P	2010-01-05	2013-05-28
60,000 SHS ENTMNT GAMING ASIA	P	2012-02-21	2012-06-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		42	-42
24,786		24,796	-10
83,068		65,409	17,659
63,528		57,041	6,487
52,610		47,599	5,011
122,488		125,815	-3,327
		1,073	-1,073
6,015		69,036	-63,021
229		261	-32
1,359,179		80,804	1,278,375
4,733		2,913	1,820
631		39,782	-39,151
233,290		133,299	99,991
329		345	-16
8,591		3,859	4,732
61,463		21,604	39,859
311		261	50
1,491		1,461	30
13,836		5,441	8,395
1,311		1,368	-57
8,047		8,343	-296
104,880		59,436	45,444
2,413		2,403	10
30,664		28,205	2,459
2,961		2,348	613
1,231		1,225	6
364		261	103
78,315		30,258	48,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-42
			-10
			17,659
			6,487
			5,011
			-3,327
			-1,073
			-63,021
			-32
			1,278,375
			1,820
			-39,151
			99,991
			-16
			4,732
			39,859
			50
			30
			8,395
			-57
			-296
			45,444
			10
			2,459
			613
			6
			103
			48,057

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TEMPLE SINAI 9001 HILLPOINTE RD LAS VEGAS, NV 89134	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	94,151
CHABAD LUBAVITCH 1671 NEWELL AVE WALNUT CREEK, CA 90035	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	70,000
YOUNG ISRAEL OF PHOENIX 745 E MARYLAND SUITE 120 PHOENIX, AZ 85014	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	70,000
JEWISH FEDERATION OF LAS VEGAS 2317 RENAISSANCE DR LAS VEGAS, NV 89119	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	175,000
FBI PHOENIX CITIZENS ALUMNI 6263 N SCOTTSDALE ROAD 255 SCOTTSDALE, AZ 85250	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	10,000
ADELSON EDUCATIONAL 9700 WEST HILLPOINTE ROAD LAS VEGAS, NV 89134	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	68,439
HENDERSON COMM FOUNDATION 2756 N GREEN VALLEY PARKWAY SUITE 268 HENDERSON, NV 89014	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	10,000
ANTI-DEFAMATION LEAGUE 605 THIRD AVE NEW YORK, NY 10158	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	27,000
JEWISH NATIONAL FUND 78 RANDALL AVENUE ROCKVILLE CENTRE, NY 11570	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	25,000
CHAI LIFELINE 151 WEST 30TH STREET NEW YORK, NY 10001	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	10,000
ELTON JOHN AIDS FOUNDATION 584 BROADWAY SUITE 906 NEW YORK, NY 10012	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	5,000
TEMPLE BETH ISRAEL OF PHOENIX 10460 N 56TH ST SCOTTSDALE, AZ 85253	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	110,000
STANFORD MEDICAL RESEARCH PO BOX 20466 STANFORD, CA 94309	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	50,000
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	10,000
ST JUDES CHILDRENS HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	67,680

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHOOL OF MEDICINE CWR UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	25,000
CHABAD OF ARIZONE(PHOENIX) 2110 EAST LINCOLN DRIVE PHOENIX, AZ 85016	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	20,000
CHELSEA'S HOPE PO BOX 1984 DANVILLE, CA 94526	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	25,000
CHRISTIANS UNITED FOR ISRAEL PO BOX 1307 SAN ANTONIO, TX 78295	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	10,000
NEW YORK CITY POLICE FOUNDATION 555 FIFTH AVENUE 15TH FLOOR NEW YORK, NY 10017	NONE	501(C)(3) TAX EXEMPT	GENERAL DONATION	5,000
WORLD OF LIFE CHRISTIAN CENTER 3520 N BUFFALO DRIVE LAS VEGAS, NV 89129	NONE	501(C)(3) TAX EXEMPT	GENERAL SUPPORT	10,000
GIRLS TOWN 1417 CONEY ISLAND AVENUE BROOKLYN, NY 11230	NONE	501(C)(3) TAX EXEMPT	GENERAL SUPPORT	2,500
AMERICAN FRIENDS OF THE UNION OF PROGRESSIVE JEWS 4905 5TH AVENUE PITTSBURGH, PA 15213	NONE	501(C)(3) TAX EXEMPT	GENERAL SUPPORT	1,000
Total			3a	900,770

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TY 2012 Accounting Fees Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN

EIN: 86-0870822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,140	2,570		2,570

TY 2012 Distribution from Corpus Election

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN

EIN: 86-0870822

Election: PURSUANT TO IRC SECTION 4942(H)(2) AND REG. 53.4942(A)-3(D) (2), THE MK LINK FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

TY 2012 Investments Corporate Stock Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN

EIN: 86-0870822

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250,000 SHS PLAYERS NETWORK CORPORATION	25,000	25,000
CHARLES SCHWAB #2653	3,711,683	4,121,864

TY 2012 Investments - Other Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN**EIN:** 86-0870822

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LOWRY HILL-MONEY MARKET	AT COST	0	0

TY 2012 Other Expenses Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN

EIN: 86-0870822

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC	1,296	121		1,175

TY 2012 Other Income Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN**EIN:** 86-0870822

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	200	200	200

TY 2012 Other Professional Fees Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN**EIN:** 86-0870822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	1,053	1,053		0
BANK FEES	274	274		0

TY 2012 Taxes Schedule

Name: M-K LINK FOUNDATION CO STEPHEN HABERKORN**EIN:** 86-0870822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX	76,527	0		0