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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning 07/01, 2012, and ending 06/30, 2013

Name of foundation
THE MARKOS FOUNDATION, INC 23-16209

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 5007

City or town, state, and ZIP code
MADISON, WI 53705

A Employer identification number
39-1836400

B Telephone number (see instructions)
312- 630-6000

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,207,031.**

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	14,560.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	57,641.	57,641.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	98,146.			
	b Gross sales price for all assets on line 6a	410,866.			
	7 Capital gain net income (from Part IV, line 2)		98,146.		
	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)	2,371.			STMT 2	
12 Total. Add lines 1 through 11	172,718.	155,787.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	2,000.	1,000.	NONE	1,000.
	c Other professional fees (attach schedule) STMT 4	30,673.	11,953.		18,720.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	251.	251.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications	444.	NONE	NONE	444.
	23 Other expenses (attach schedule) STMT 6	104.			104.
	24 Total operating and administrative expenses. Add lines 13 through 23	33,472.	13,204.	NONE	20,268.
	25 Contributions, gifts, grants paid	101,300.			101,300.
26 Total expenses and disbursements Add lines 24 and 25	134,772.	13,204.	NONE	121,568.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	37,946.				
b Net investment income (if negative, enter -0-)		142,583.			
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	17,638.	39,551.	39,551.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations(attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	1,403,940.	1,458,971.	1,739,841.
	c	Investments - corporate bonds (attach schedule) STMT 8	259,728.	240,614.	249,716.
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 9	207,309.	186,179.	177,923.	
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)	1,888,615.	1,925,315.	2,207,031.	
Liabilities	17	Accounts payable and accrued expenses	1,500.		
	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)	1,500.		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.				
	27	Capital stock, trust principal, or current funds	1,887,115.	1,925,315.	
	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)	1,887,115.	1,925,315.		
31	Total liabilities and net assets/fund balances (see instructions)	1,888,615.	1,925,315.		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,887,115.
2	Enter amount from Part I, line 27a	2	37,946.
3	Other increases not included in line 2 (itemize) TAX COST ETC ADJ	3	254.
4	Add lines 1, 2, and 3	4	1,925,315.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,925,315.

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 410,866.		312,720.	98,146.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
a			98,146.	
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 98,146.
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in }		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	234,995.	2,132,542.	0.110195
2010	118,530.	2,244,234.	0.052815
2009	140,340.	2,066,176.	0.067923
2008	135,056.	1,921,124.	0.070301
2007	112,818.	2,696,682.	0.041836

2 Total of line 1, column (d) **2** 0.343070

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** 0.068614

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 **4** 2,154,276.

5 Multiply line 4 by line 3 **5** 147,813.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 1,426.

7 Add lines 5 and 6 **7** 149,239.

8 Enter qualifying distributions from Part XII, line 4 **8** 121,568.
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)

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 2,852. Row 2: Tax under section 511... 2. Row 3: Add lines 1 and 2... 2,852. Row 4: Subtitle A (income) tax... NONE. Row 5: Tax based on investment income... 2,852. Row 6: Credits/Payments. Row 7: Total credits and payments... 524. Row 8: Enter any penalty... 8. Row 9: Tax due... 2,328. Row 10: Overpayment... 10. Row 11: Enter the amount of line 10 to be Credited to 2013 estimated tax... NONE Refunded

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, X). Row 1a: During the tax year, did the foundation attempt to influence any national, state, or local legislation... X. Row 1b: Did it spend more than \$100 during the year... X. Row 1c: Did the foundation file Form 1120-POL for this year? X. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS? X. Row 3: Has the foundation made any changes, not previously reported to the IRS... X. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more during the year? X. Row 4b: If "Yes," has it filed a tax return on Form 990-T for this year? X. Row 5: Was there a liquidation, termination, dissolution, or substantial contraction during the year? X. Row 6: Are the requirements of section 508(e) satisfied either... X. Row 7: Did the foundation have at least \$5,000 in assets at any time during the year? X. Row 8a: Enter the states to which the foundation reports or with which it is registered (see instructions) WI. Row 8b: If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... X. Row 9: Is the foundation claiming status as a private operating foundation... X. Row 10: Did any persons become substantial contributors during the tax year? X.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of NORTHERN TRUST COMPANY Telephone no (312) 630-6000
Located at P.O. BOX 803878, CHICAGO, IL ZIP+4 60680
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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	
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	2,187,082.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,187,082.
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	2,187,082.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,806.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,154,276.
6	Minimum investment return. Enter 5% of line 5	6	107,714.

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	107,714.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,852.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,852.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	104,862.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	104,862.
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	104,862.

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	121,568.
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	121,568.
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	121,568.

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				104,862.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007				NONE
b From 2008				24,954.
c From 2009				37,973.
d From 2010				8,027.
e From 2011				129,414.
f Total of lines 3a through e	200,368.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>121,568.</u>				
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				104,862.
e Remaining amount distributed out of corpus	16,706.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	217,074.			
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				NONE
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	217,074.			
10 Analysis of line 9				
a Excess from 2008	24,954.			
b Excess from 2009	37,973.			
c Excess from 2010	8,027.			
d Excess from 2011	129,414.			
e Excess from 2012	16,706.			

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

1 a 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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a 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).)

DENNIS A. MARKOS

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p> <p>SEE ATTACHED SCHEDULE</p>	NONE	PUBLIC CHA	GENERAL	101,300.
Total				3a 101,300.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Dividends, Net rental income, and Total.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE

Schedule of Contributors

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

2012

Name of the organization

Employer identification number

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization THE MARKOS FOUNDATION, INC 23-16209	Employer identification number 39-1836400
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SOUTH CENTRAL GOLF CLASSIC P.O. BOX 5507 MADISON, WI 53705	\$ 13,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	57,641.	57,641.
TOTAL	57,641.	57,641.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
TAX REFUND	2,371.
TOTALS	----- 2,371. =====

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

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

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT ADVISORY	30,673.	11,953.	18,720.
TOTALS	30,673.	11,953.	18,720.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	251.	251.
TOTALS	251.	251.

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

FILING FEE
POSTAGE
OFFICE SUPPLIES

10.
30.
64.

10.
30.
64.

TOTALS

104.
=====

104.
=====

THE MARKOS FOUNDATION, INC 23-16209
FORM 990PF, PART II - CORPORATE STOCK
=====

39-1836400

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	1,468,483.	1,749,354.
TOTALS	1,468,483.	1,749,354.
	=====	=====

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	240,614.	249,716.
TOTALS	240,614.	249,716.

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

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

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	186,179.	177,923.
TOTALS		186,179.	177,923.

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

OFFICER NAME:
DENNIS & CAROL MARKOS
ADDRESS:
25 LARCH CIRCLE
MADISON, WI 53705
TITLE:
PRESIDENT/DIRECTOR

OFFICER NAME:
WILLIAM "BILL" CONLON
ADDRESS:
1418 N. LAKE SHORE DRIVE, #16
CHICAGO, IL 60610
TITLE:
DIRECTOR

OFFICER NAME:
JAMES LORIMER
ADDRESS:
P.O. BOX 3550
PLACIDA, FL 33946-3550
TITLE:
DIRECTOR

OFFICER NAME:
MATTHEW & ANNA BLUHM
ADDRESS:
700 LLOYD PLACE
WINNETKA, IL 60093
TITLE:
DIRECTOR

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

OFFICER NAME:

MARY L. KLEIN

ADDRESS:

6029 S. HIGHLANDS AVENUE
MADISON, WI 53705

TITLE:

MANAGER

**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

THE MARKOS FOUNDATION, INC 23-16209

Employer identification number

39-1836400

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	4,832.
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	4,832.

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 LONG-TERM CAPITAL GAIN DIVIDENDS					8,156.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	85,157.
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	1.
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	93,314.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		4,832.
14	Net long-term gain or (loss):			
a	Total for year	14a		93,314.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		1.
c	28% rate gain	14c		5,591.
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		98,146.

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? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)			30
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			31
32	Add lines 30 and 31			32
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			33
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			34

Schedule D (Form 1041) 2012

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

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

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 150. ABBOTT LABORATORIES	12/14/2006	11/20/2012	9,439.00	7,248.00	2,191.00
102. AUTODESK, INC	05/23/2011	09/18/2012	3,406.00	4,262.00	-856.00
108. AUTODESK, INC	05/23/2011	09/19/2012	3,637.00	4,512.00	-875.00
10. BHP LTD SPONSORED ADR	03/29/2010	08/24/2012	688.00	808.00	-120.00
370. BRISTOL MYERS SQUIBB	06/24/2011	03/18/2013	14,426.00	10,783.00	3,643.00
200. CHEVRONTEXACO CORP	04/10/2007	10/15/2012	22,399.00	15,374.00	7,025.00
50. COCA COLA CO	08/30/2011	10/15/2012	1,906.00	1,747.00	159.00
120. CONOCOPHILLIPS	11/19/2010	10/15/2012	6,755.00	5,631.00	1,124.00
10. COSTCO WHSL CORP NEW	04/21/2008	10/15/2012	978.00	691.00	287.00
200. WALT DISNEY CO	12/14/2006	08/16/2012	10,052.00	6,841.00	3,211.00
30. DOMINION RES INC VA NE	09/14/2010	10/15/2012	1,582.00	1,323.00	259.00
65. DOMINION RES INC VA NE	09/14/2010	01/10/2013	3,389.00	2,866.00	523.00
95. DOMINION RES INC VA NE	09/14/2010	01/11/2013	4,966.00	4,179.00	787.00
33. DOMINION RES INC VA NE	09/13/2010	01/14/2013	1,731.00	1,448.00	283.00
50. DOMINION RES INC VA NE	09/15/2010	01/15/2013	2,619.00	2,190.00	429.00
7. DOMINION RES INC VA NEW	09/15/2010	01/16/2013	368.00	306.00	62.00
90. E I DU PONT DE NEMOURS	03/29/2010	08/24/2012	4,521.00	3,396.00	1,125.00
170. E I DU PONT DE NEMOUR	03/29/2010	06/24/2013	8,916.00	6,414.00	2,502.00
250. EATON CORP	04/01/2011	12/03/2012	12,914.00	13,623.00	-709.00
20. EXXON MOBIL CORP	12/14/2006	08/24/2012	1,755.00	1,572.00	183.00
60. GENERAL ELECTRIC CO	06/19/1996	10/15/2012	1,356.00	858.00	498.00
20. W W GRAINGER INC	09/13/2010	08/24/2012	4,102.00	2,297.00	1,805.00
40. W W GRAINGER INC	09/13/2010	12/17/2012	7,640.00	4,584.00	3,056.00
88. H J HEINZ CO	08/20/2010	08/08/2012	4,860.00	4,130.00	730.00
50. H J HEINZ CO	08/18/2010	08/09/2012	2,756.00	2,342.00	414.00

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

Schedule D-1 (Form 1041) 2012

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

THE MARKOS FOUNDATION, INC 23-16209

39-1836400

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 47. H J HEINZ CO	08/19/2010	08/10/2012	2,583.00	2,199.00	384.00
38. H J HEINZ CO	08/19/2010	08/13/2012	2,093.00	1,772.00	321.00
7. H J HEINZ CO	08/19/2010	08/14/2012	387.00	326.00	61.00
35. INTL BUSINESS MACHINES	05/10/2010	08/24/2012	6,877.00	4,413.00	2,464.00
45. INTL BUSINESS MACHINES	05/10/2010	01/22/2013	8,787.00	5,673.00	3,114.00
30. J P MORGAN CHASE & CO	04/21/2008	10/15/2012	1,263.00	1,356.00	-93.00
20. JOHNSON & JOHNSON	06/19/1996	10/15/2012	1,372.00	482.00	890.00
100. JOHNSON & JOHNSON	06/19/1996	11/20/2012	6,961.00	2,410.00	4,551.00
75. JOHNSON CONTROLS INC	10/20/2009	08/24/2012	2,008.00	2,000.00	8.00
275. JOHNSON CONTROLS INC	10/20/2009	01/22/2013	8,478.00	7,332.00	1,146.00
20. MCDONALDS CORP	12/14/2006	10/15/2012	1,859.00	876.00	983.00
100. NATIONAL-OILWELL INC	04/10/2007	08/16/2012	7,756.00	4,067.00	3,689.00
74. NOBLE ENERGY INC COM	03/29/2010	04/23/2013	8,154.00	5,271.00	2,883.00
36. NOBLE ENERGY INC COM	03/29/2010	04/24/2013	4,044.00	2,564.00	1,480.00
30. NORFOLK SOUTHN CORP CO	08/10/2011	10/15/2012	2,014.00	2,025.00	-11.00
1832.06 MFB NORTHERN FUNDS	11/07/2011	11/20/2012	20,299.00	20,098.00	201.00
1381.86 MFB NORTHN MULTIMG	12/14/2006	08/29/2012	16,679.00	15,200.00	1,479.00
1480.87 MFB NORTHN HI YIEL	09/05/2007	08/29/2012	10,914.00	11,686.00	-772.00
1588.68 MFB NORTHN HI YIEL	09/05/2007	11/20/2012	11,788.00	12,519.00	-731.00
170. PROCTER & GAMBLE CO	11/14/2000	12/04/2012	11,809.00	6,055.00	5,754.00
210. MFC SPDR GOLD TR GOLD	10/20/2009	05/20/2013	27,505.00	21,914.00	5,591.00
187. SPECTRA ENERGY CORP C	03/29/2010	02/22/2013	5,503.00	4,269.00	1,234.00
125. SPECTRA ENERGY CORP C	03/29/2010	02/25/2013	3,672.00	2,854.00	818.00
28. SPECTRA ENERGY CORP CO	03/29/2010	02/26/2013	809.00	639.00	170.00
50. UNITED TECHNOLOGIES CO	08/22/2002	10/15/2012	3,800.00	1,569.00	2,231.00

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

Schedule D-1 (Form 1041) 2012

Reporting

30 JUN 13

Account number 2316209

Page 1 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
Australia - USD								
ADR BHP BILLITON LTD SPONSORED ADR	CUSIP 088606108							
BHP		57.66	0.00	7,495.80	10,502.70	-3,006.90	0.00	-3,006.90
Total USD			0.00	7,495.80	10,502.70	-3,006.90	0.00	-3,006.90
Total Australia								
			0.00	7,495.80	10,502.70	-3,006.90	0.00	-3,006.90
United States - USD								
AMERICAN EXPRESS CO	CUSIP 025816109							
		74.76	0.00	23,923.20	16,818.01	7,105.19	0.00	7,105.19
AMERICAN WTR WKS CO INC NEW COM								
	CUSIP 030420103							
		41.23	0.00	7,009.10	5,674.99	1,334.11	0.00	1,334.11
AMGEN INC COM								
	CUSIP 031162100							
		98.66	0.00	5,919.60	4,022.46	1,897.14	0.00	1,897.14
APPLE INC COM STK								
	CUSIP 037633100							
		396.08	0.00	31,686.40	18,570.56	13,115.84	0.00	13,115.84
C R BARD								
	CUSIP 067383109							
		108.68	0.00	10,868.00	10,137.19	730.81	0.00	730.81
CISCO SYSTEMS INC								
	CUSIP 17275R102							
		24.31	0.00	18,718.70	16,221.14	2,497.56	0.00	2,497.56
CITRIX SYS INC COM								
	CUSIP 177376100							
		60.33	0.00	9,049.50	6,979.34	2,070.16	0.00	2,070.16

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 2 Jul 13 B003

Reporting

30 JUN 13

Account number 2316209

Page 2 of 12

◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
COCA COLA CO COM	CUSIP 191216100							
470 000	40 11	131 60	18,851 70	16,295 17	2,556 53	0 00		2,556 53
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105								
180 000	110 57	0 00	19,902 60	12,430 80	7,471 80	0 00		7,471 80
CVS CAREMARK CORP COM STK CUSIP 126650100								
390 000	57 18	0 00	22,300 20	17,441 66	4,858 54	0 00		4,858 54
DANAHER CORP COM CUSIP 235851102								
340 000	63 30	8 50	21,522 00	12,518 80	9,003 20	0 00		9,003 20
EATON CORP PLC COM USD0 50 CUSIP G29183103								
250 000	65 81	0 00	16,452 50	12,913 75	3,538 75	0 00		3,538 75
EMC CORP COM CUSIP 268648102								
990 000	23 62	99 00	23,363 80	20,788 29	2,595 51	0 00		2,595 51
EMERSON ELECTRIC CO COM CUSIP 291011104								
230 000	54 54	0 00	12,544 20	11,971 50	572 70	0 00		572 70
EXELON CORP COM CUSIP 30161N101								
380 000	30 88	0 00	11,734 40	14,010 36	-2,275 96	0 00		-2,275 96
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108								
280 000	61 69	0 00	17,890 10	15,014 00	2,876 10	0 00		2,876 10

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Description // Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
EXXON MOBIL CORP COM CUSIP 30231G102								
	310 000	90 35	0 00	28,008 50	24,359 80	3,648 70	0 00	3,648 70
FRKLN RES INC COM CUSIP 354613101								
	130 000	136 02	37 70	17,682 60	15,170 95	2,511 65	0 00	2,511 65
GENERAL ELECTRIC CO CUSIP 369604103								
GE	810 000	23 19	153 90	18,783 90	11,950 15	6,833 75	0 00	6,833 75
GILEAD SCIENCES INC CUSIP 375556103								
GILD	140 000	51 21	0 00	7,169 40	7,670 40	-501 00	0 00	-501 00
GOOGLE INC CL A CUSIP 38259P508								
	30 000	860 37	0 00	26,411 10	16,868 70	9,542 40	0 00	9,542 40
HOME DEPOT INC COM CUSIP 437076102								
	400 000	77 47	0 00	30,988 00	17,916 14	13,071 86	0 00	13,071 86
INTEL CORP COM CUSIP 458140100								
INTC	470 000	24 22	0 00	11,383 40	13,037 13	-1,653 73	0 00	-1,653 73
INTERCONTINENTALEXCHANGE INC COM CUSIP 45865V100								
	80 000	177 76	0 00	14,220 80	10,261 07	3,959 73	0 00	3,959 73
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
IBM	70 000	191 11	0 00	13,377 70	8,825 36	4,552 34	0 00	4,552 34

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Description // Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Equity Securities</i>								
Common stock								
United States - USD								
JPMORGAN CHASE & CO COM	CUSIP 46625H100							
JPM								
520 000	52 79	0 00	27,450 80	23,057 39	4,393 41	0 00	4,393 41	
MC DONALDS CORP COM CUSIP 580135101								
180 000	99 00	0 00	17,820 00	9,257 90	8,562 10	0 00	8,562 10	
MERCCK & CO INC NEW COM CUSIP 58933Y105								
420 000	46 45	180 60	19,509 00	18,194 85	1,314 15	0 00	1,314 15	
METLIFE INC COM CUSIP 59156R108								
290 000	45 76	0 00	13,270 40	10,276 45	2,993 95	0 00	2,993 95	
MONSANTO CO NEW COM CUSIP 61166W101								
130 000	98 80	0 00	12,844 00	13,151 66	-307 66	0 00	-307 66	
NATIONAL OILWELL VARCO COM STK CUSIP 637071101								
NOV								
220 000	68 90	0 00	15,158 00	8,947 40	6,210 60	0 00	6,210 60	
NIKE INC CL B CUSIP 654106103								
180 000	63 68	37 80	11,462 40	9,292 21	2,170 19	0 00	2,170 19	
NOBLE CORPORATION (SWITZERLAND) COM USD0 10 CUSIP H5833N103								
400 000	37 58	0 00	15,032 00	14,950 74	81 26	0 00	81 26	
NORFOLK SOUTHN CORP COM CUSIP 655844108								
180 000	72 65	0 00	13,077 00	12,150 85	926 15	0 00	926 15	

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Equity Securities								
Common stock								
United States - USD								
NORTHERN TR CORP COM CUSIP 665859104								
500,000		57.90	155.00	28,950.00	29,065.00	-115.00	0.00	-115.00
NUCOR CORP COM CUSIP 670346105								
180,000		43.32	66.15	7,797.60	8,125.27	-327.67	0.00	-327.67
OMNICOM GROUP INC COM CUSIP 681919106								
160,000		62.87	64.00	10,059.20	7,311.31	2,747.89	0.00	2,747.89
ORACLE CORP COM CUSIP 68389X105								
640,000		30.72	0.00	19,660.80	17,754.88	1,905.92	0.00	1,905.92
PFIZER INC COM CUSIP 717081103								
940,000		28.01	0.00	26,329.40	23,106.04	3,223.36	0.00	3,223.36
PRECISION CASTPARTS CORP COM CUSIP 740169105								
50,000		226.01	1.50	11,300.50	8,598.30	2,702.20	0.00	2,702.20
PROCTER & GAMBLE COM NPV CUSIP 742718109								
130,000		76.99	0.00	10,008.70	4,630.46	5,378.24	0.00	5,378.24
QUALCOMM INC COM CUSIP 747525103								
280,000		61.08	0.00	17,102.40	14,749.25	2,353.15	0.00	2,353.15
SCHLUMBERGER LTD COM COM CUSIP 806857108								
150,000		71.66	46.87	10,749.00	13,787.31	-3,038.31	0.00	-3,038.31

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Description // Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
United States - USD								
ST JUDE MED INC COM	CUSIP 790849103							
260 000	45 63	65 00	11,863 80	11,149 21	714 59	0 00		714 59
STARBUCKS CORP COM CUSIP 855244109								
260 000	65 49	0 00	17,027 40	11,782 63	5,244 77	0 00		5,244 77
UNITED TECHNOLOGIES CORP COM CUSIP 913017109								
110 000	92 94	0 00	10,223 40	3,451 80	6,771 60	0 00		6,771 60
UNITEDHEALTH GROUP INC COM CUSIP 91324P102								
220 000	65 48	0 00	14,405 60	7,504 60	6,901 00	0 00		6,901 00
US BANCORP CUSIP 902973304								
600 000	36 15	138 00	21,690 00	11,730 00	9,960 00	0 00		9,960 00
V F CORP COM CUSIP 918204108								
120 000	193 06	0 00	23,167 20	12,633 87	10,533 33	0 00		10,533 33
VERIZON COMMUNICATIONS COM CUSIP 92343V104								
200 000	50 34	0 00	10,068 00	7,416 95	2,651 05	0 00		2,651 05
WALT DISNEY CO CUSIP 254667106								
260 000	63 15	0 00	16,419 00	8,882 82	7,526 18	0 00		7,526 18
WELLS FARGO & CO NEW COM STK CUSIP 949746101								
640 000	41 27	0 00	26,412 80	21,712 96	4,699 84	0 00		4,699 84
Total USD								
		1,185 62	678,639 80	680,549 83	198,089 97	0 00		198,089 97

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◆ Asset Detail - Base Currency

Description // Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
Total United States			1,185.62	878,639.80	680,549.83	198,089.97	0.00	198,089.97
Total Common Stock			1,185.62	886,136.60	691,052.53	198,089.97	0.00	198,089.97
Equity funds								
Emerging Markets Region - USD								
MFO DFA INVT DIMENSIONS GROUP INC EMERGING MKTS CORE EQUITY PORT CUSIP 233203421								
16,308,320		18.32	0.00	298,768.42	291,466.00	7,302.42	0.00	7,302.42
Total USD			0.00	298,768.42	291,466.00	7,302.42	0.00	7,302.42
Total Emerging Markets Region			0.00	298,768.42	291,466.00	7,302.42	0.00	7,302.42
International Region - USD								
MFO NEUBERGER BERMAN EQUITY FDS INTL INSTITUTIONAL FD CUSIP 641224811								
39,970,450		9.89	0.00	395,307.75	348,542.28	46,765.47	0.00	46,765.47
Total USD			0.00	395,307.75	348,542.28	46,765.47	0.00	46,765.47
Total International Region			0.00	395,307.75	348,542.28	46,765.47	0.00	46,765.47
United States - USD								
MFB NORTHN MULT-MANAGER MID CAP FD CUSIP 665162574								
3,601,640		13.58	0.00	48,910.27	39,268.26	9,642.01	0.00	9,642.01
Total USD			0.00	48,910.27	39,268.26	9,642.01	0.00	9,642.01
MFO DFA US SMALL CAP PORTFOLIO CUSIP 233203843								
DFA_C								
3,701,350		26.50	0.00	98,085.77	81,782.47	16,303.30	0.00	16,303.30
Total USD			0.00	146,996.04	121,050.73	25,945.31	0.00	25,945.31
Total United States			0.00	146,996.04	121,050.73	25,945.31	0.00	25,945.31

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◆ Asset Detail - Base Currency

Description // Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Total Equity Funds								
	63,661,760		0.00	841,072.21	761,059.01	80,013.20	0.00	80,013.20
Other equity								
United States - USD								
AMERICAN TOWER CORP CUSIP 03027X100								
	130,000	73.17	0.00	9,512.10	9,512.26	-0.16	0.00	-0.16
SIMON PROPERTY GROUP INC COM CUSIP 828806109								
	80,000	157.92	0.00	12,633.60	6,859.53	5,774.07	0.00	5,774.07
Total USD			0.00	22,145.70	16,371.79	5,773.91	0.00	5,773.91
Total United States			0.00	22,145.70	16,371.79	5,773.91	0.00	5,773.91
Total Other Equity								
	210,000		0.00	22,146.70	16,371.79	5,773.91	0.00	6,773.91
Total Equity Securities								
	79,751,760		1,185.62	1,749,353.51	1,468,483.33	280,870.18	0.00	280,870.18
Fixed Income Securities								
Corporate/government								
United States - USD								
MFB NORTH HI YIELD FXD INC FD CUSIP 665162699								
	24,944,950	7.45	0.00	185,839.87	174,743.02	11,096.85	0.00	11,096.85
Issue Date 25 Aug 08								
Total USD			0.00	185,839.87	174,743.02	11,096.85	0.00	11,096.85

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Fixed Income Securities								
Corporate/government								
Total United States			0.00	185,839.87	174,743.02	11,096.85	0.00	11,096.85
Total Corporate/Government			0.00	185,839.87	174,743.02	11,096.85	0.00	11,096.85
Other bonds								
United States - USD								
MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605								
Issue Date 07 Dec 12	1,270,000	24.88	0.00	31,597.60	32,984.20	-1,386.60	0.00	-1,386.60
MFC FLEXSHARES TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506								
Issue Date 07 Dec 12	1,300,000	24.83	0.00	32,279.00	32,886.70	-607.70	0.00	-607.70
Total USD			0.00	63,876.60	65,870.90	-1,994.30	0.00	-1,994.30
Total United States			0.00	63,876.60	65,870.90	-1,994.30	0.00	-1,994.30
Total Other Bonds			0.00	63,876.60	65,870.90	-1,994.30	0.00	-1,994.30
Total Fixed Income Securities			0.00	249,716.47	240,613.92	9,102.55	0.00	9,102.55
Real Estate								
Real estate funds								
United States - USD								

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total
							Translation		
<i>Real Estate</i>									
Real estate funds									
United States - USD									
MFO DFA INVT DIMENSIONS GROUP INC INTL REAL ESTATE SECS PORT	CUSIP 233203348								
	11,157,260	5 07	0 00	56,567 30	52,997 00	3,570 30	0 00		3,570 30
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE SECS PORTFOLIO									
	2,112,280	27 60	0 00	58,298 92	52,997 00	5,301 92	0 00		5,301 92
Total USD				114,866 22	105,994 00	8,872 22	0 00		8,872 22
Total United States				114,866 22	105,994 00	8,872 22	0 00		8,872 22
Total Real Estate Funds									
	13,269,540		0.00	114,866.22	105,994.00	8,872.22	0.00		8,872.22
Total Real Estate				114,866.22	105,994.00	8,872.22	0.00		8,872.22

Commodities

Commodities

United States - USD

MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667

	11,402,610	5 53	0 00	63,056 43	80,184 56	-17,128 13	0 00		-17,128 13
Total USD				63,056 43	80,184 56	-17,128 13	0 00		-17,128 13
Total United States				63,056 43	80,184 56	-17,128 13	0 00		-17,128 13
Total Commodities				63,056.43	80,184.56	-17,128.13	0.00		-17,128.13

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Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Total Commodities								
	11,402.610		0.00	63,056.43	80,184.66	-17,128.13	0.00	-17,128.13

Cash and Short Term Investments

Short term

USD - United States dollar	1.00		0.43	39,551.48	39,551.48	0.00	0.00	0.00
Total short term - all currencies			0.43	39,551.48	39,551.48	0.00	0.00	0.00
Total short term - all countries			0.43	39,551.48	39,551.48	0.00	0.00	0.00
Total Short Term			0.43	39,551.48	39,551.48	0.00	0.00	0.00
Total Cash and Short Term Investments			0.43	39,551.48	39,551.48	0.00	0.00	0.00

Adjustments To Cash

Pending trade purchases

USD - United States dollar	1.00		0.00	-9,512.26	-9,512.26	0.00	0.00	0.00
Total pending trade purchases - all currencies			0.00	-9,512.26	-9,512.26	0.00	0.00	0.00
Total pending trade purchases - all countries			0.00	-9,512.26	-9,512.26	0.00	0.00	0.00
Total Pending trade purchases			0.00	-9,512.26	-9,512.26	0.00	0.00	0.00

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CONTRIBUTIONS, GIFTS, GRANTS PAID

EIN: 39-1836400

THE MARKOS FOUNDATION, INC.

07/01/12-06/30/13

CK #	DATE	PAYEE	DESCRIPTION	AMOUNT
2402	07/24/12	Madison Urban Ministry (school supplies)	Donation	\$ 500.00
2403	07/24/12	Wisconsin Women's Health Foundation Inc	Donation	\$ 10,000.00
2404	07/24/12	Marquette University	Scholarship	\$ 2,500.00
2405	07/24/12	University of Wisconsin	Scholarship	\$ 2,000.00
2406	07/24/12	University of Wisconsin	Scholarship	\$ 2,000.00
2407	07/24/12	University of Wisconsin	Scholarship	\$ 2,000.00
2408	07/24/12	Concordia University	Scholarship	\$ 2,000.00
2409	07/24/12	Namaste Charter School	Donation	\$ 300.00
2410	07/24/12	University of Notre Dame	Scholarship	\$ 25,000.00
2411	07/24/12	Marquette University	Scholarship	\$ 25,000.00
2412	08/03/12	YSOSW-Briarpatch Division	Donation	\$ 2,000.00
2414	08/14/12	Marquette University	Scholarship	\$ 5,000.00
2415	08/28/12	Foundation Fighting Blindness	Donation	\$ 1,000.00
2428	06/11/13	St. James Eager Readers	Donation	\$ 22,000.00
TOTAL EXPENDITURES 07/01/12-06/30/13				\$ 101,300.00