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

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

Name of foundation
THE MICHAEL FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
518 KIMBERTON ROAD, PMB 320

City or town, state, and ZIP code
PHOENIXVILLE, PA 19460

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)
\$ **1,972,051.**

J Accounting method: Cash Accrual
 Other (specify) _____

A Employer identification number
58-1992204

B Telephone number
610-935-7043

C If exemption application is pending, check here

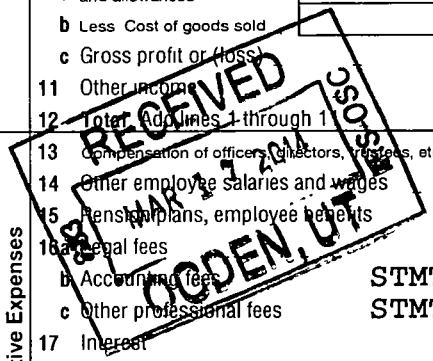
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		177,057.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		13,635.	13,635.		STATEMENT 1
4 Dividends and interest from securities		48,617.	48,617.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		80,066.			
b Gross sales price for all assets on line 6a		960,320.			
7 Capital gain net income (from Part IV, line 2)			80,066.		
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)					
11 Other income		1,284.	0.		STATEMENT 3
12 Total Add lines 1 through 11		320,659.	142,318.		
13 Compensation of officers, directors, trustees, etc		40,000.	10,000.		20,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		3,600.	1,800.		0.
c Other professional fees STMT 5		17,702.	17,702.		0.
17 Interest					
18 Taxes STMT 6		8,115.	6,715.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		1,511.	0.		0.
22 Printing and publications					
23 Other expenses STMT 7		5,686.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		76,614.	36,217.		
25 Contributions, gifts, grants paid		82,460.			82,460.
26 Total expenses and disbursements. Add lines 24 and 25		159,074.	36,217.		102,460.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		161,585.			
b Net investment income (if negative, enter -0-)			106,101.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	128,660.	183,555.	183,555.
	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			
	7	Other notes and loans receivable ▶			
		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 STMT 8	452,474.	580,162.	557,755.
	b	Investments - corporate stock STMT 9	704,027.	673,994.	815,918.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	389,948.	398,983.	414,823.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	1,675,109.	1,836,694.	1,972,051.
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				
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,857,558.	1,857,558.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	<182,449.>	<20,864.>		
30	Total net assets or fund balances	1,675,109.	1,836,694.		
31	Total liabilities and net assets/fund balances	1,675,109.	1,836,694.		

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	1,675,109.
2	Enter amount from Part I, line 27a	2	161,585.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,836,694.
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	1,836,694.

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 MERRILL LYNCH - SEE ATTACHED		VARIOUS	06/30/13
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 960,320.		880,254.	80,066.
b			
c			
d			
e			

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	
a			80,066.
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	80,066.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	100,560.	1,815,834.	.055380
2010	104,455.	72,957.	1.431734
2009	103,640.	1,816,915.	.057042
2008	107,575.	1,689,235.	.063683
2007	101,930.	2,045,051.	.049842

2 Total of line 1, column (d)	2	1.657681
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	.331536
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,940,361.
5 Multiply line 4 by line 3	5	643,300.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,061.
7 Add lines 5 and 6	7	644,361.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	102,460.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,122.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	2,122.
3 Add lines 1 and 2	4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	2,122.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,400.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	1,400.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 11	9	722.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL, PA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.MICHAELFOUND.ORG
14 The books are in care of EDWARD R. HILL Telephone no. 610-935-7043 Located at 518 KIMBERTON ROAD, PMB 320, PHOENIXVILLE, PA ZIP+4 19460
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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? 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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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)? 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?
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? 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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? 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)?

N/A

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?

N/A 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?

If "Yes" to 6b, file Form 8870

Yes No

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?

N/A

5b

6b

7b

X

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.

(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
EDWARD HILL 518 KIMBERTON RD PMB 320 PHOENIXVILLE, PA 19460	PRES/DIRECTOR 20.00	40,000.	0.	0.
MARSHA HILL 518 KIMBERTON RD PMB 320 PHOENIXVILLE, PA 19460	VICE PRES/SECRETARY 0.00	0.	0.	0.
FRANCINE MARQUISS ADAMS 8635 SE 28TH AVENUE 7248 SE Henderson St MILWAUKIE, OR 97222 #5 Portland, OR 97206	TREASURER/DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

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 GRANTS TO PROMOTE WALDORF METHOD OF EDUCATION - GRANTS AWARDED TO 11 INSTITUTIONS AND 6 INDIVIDUALS	82,460.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See 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	1,774,416.
b	Average of monthly cash balances	1b	195,494.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,969,910.
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	1,969,910.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,549.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,940,361.
6	Minimum investment return. Enter 5% of line 5	6	97,018.

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	97,018.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,122.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,122.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	94,896.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	94,896.
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	94,896.

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	102,460.
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:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	102,460.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,460.

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				94,896.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	2,129.			
b From 2008	24,853.			
c From 2009	15,068.			
d From 2010	12,621.			
e From 2011	11,143.			
f Total of lines 3a through e	65,814.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	102,460.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				94,896.
e Remaining amount distributed out of corpus	7,564.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	73,378.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	2,129.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	71,249.			
10 Analysis of line 9:				
a Excess from 2008	24,853.			
b Excess from 2009	15,068.			
c Excess from 2010	12,621.			
d Excess from 2011	11,143.			
e Excess from 2012	7,564.			

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

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).)

NONE

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

NONE

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:

SEE STATEMENT 14

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> MARIANNA LOOS DIALLO 518 KIMBERTON ROAD, PMB 320 PHOENIXVILLE, PA 19460	N/A		SCHOLARSHIP	670.
ALABAMA WALDORF SCHOOL 1220 50TH ST SOUTH BIRMINGHAM, AL 35222-3916	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	4,400.
ASSOCIATION OF WALDORF SCHOOLS OF NORTH AMERICA (AWSNA) 2344 NICHOLLET AVENUE, SOUTH MINNEAPOLIS, MN 55404	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	4,000.
CENTER FOR ANTHROPOSOPHY PO BOX 545 WILTON, NH 03086	N/A		TEACHER SCHOLARSHIPS FOR RENEWAL TRAINING IN THE WALDORF METHOD	2,500.
GREAT LAKES WALDORF INSTITUTE 1150 EAST BRADY STREET MILWAUKEE, WI 53202	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	3,880.
Total	SEE CONTINUATION SHEET(S)			82,460.
b <i>Approved for future payment</i> NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOPHIE KIRSCHT 518 KIMBERTON ROAD, PMB 320 PHOENIXVILLE, PA 19460	N/A		SCHOLARSHIP	300.
OSCAR ALBERTO CORREA 518 KIMBERTON ROAD, PMB 320 PHOENIXVILLE, PA 19460	N/A		SCHOLARSHIP	200.
RUDOLF STEINER COLLEGE 9200 FAIR OAKS BLVD FAIR OAKS, CA 95628	N/A		TEACHER TRAINING SCHOLARSHIPS TO PROMOTE THE WALDORF	19,510.
SUNBRIDGE INSTITUTE 285 HUNGRY HOLLOW ROAD CHESTNUT RIDGE, NY 10977	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	14,000.
THE FIBER CRAFT STUDIO 260 HUNGRY HOLLOW ROAD CHESTNUT RIDGE, NY 10977	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	1,000.
THE NATURE INSTITUTE 2213 SOUTH LEVIS LANE GODFREY, IL 62035	N/A		SCHOLARSHIPS TO WALDORF TEACHERS	1,000.
BAY AREA CENTER FOR WALDORF (BACWTT) 77 MARK DRIVE, SUITE 18 SAN RAFAEL, CA 94903	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	14,000.
WALDORF ASSOCIATION OF LAWRENCE 1853 E 1600 ROAD LAWRENCE, KS 65044	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	3,000.
WALDORF SCHOOL OF PITTSBURG 201 S WINEBIDDLE STREET PITTSBURGH, PA 15224	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	5,000.
WALDORF INSTITUTE OF SOUTHERN CALIFORNIA (WISC) 17100 SUPERIOR STREET NORTHFIDGE, CA 91325	N/A		TO PROMOTE THE WALDORF METHOD OF EDUCATION	9,000.
Total from continuation sheets				67,010.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

THE MICHAEL FOUNDATION, INC.

58-1992204

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE MICHAEL FOUNDATION, INC.

58-1992204

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	<p>ADELAIDE H. HILL CHARITABLE UNITRUST</p> <p>1502 GUNPOWDER ROAD</p> <p>PHOENIXVILLE, PA 19460</p>	<p>\$ 175,954.</p>	<p>Person <input checked="" type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>
		<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>
		<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>
		<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>
		<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>
		<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II if there is a noncash contribution.)</p>

Name of organization

Employer identification number

THE MICHAEL FOUNDATION, INC.

58-1992204

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization THE MICHAEL FOUNDATION, INC.	Employer identification number 58-1992204
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH	38.
MERRILL LYNCH	13,597.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	13,635.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	48,617.	0.	48,617.
TOTAL TO FM 990-PF, PART I, LN 4	48,617.	0.	48,617.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENTS	1,284.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,284.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,600.	1,800.		0.
TO FORM 990-PF, PG 1, LN 16B	3,600.	1,800.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	17,702.	17,702.		0.
TO FORM 990-PF, PG 1, LN 16C	17,702.	17,702.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	6,715.	6,715.		0.
FEDERAL TAXES PAID	1,400.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,115.	6,715.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	725.	0.		0.
INTERNET SERVICE	60.	0.		0.
OFFICE EXPENSE	4,802.	0.		0.
POSTAGE AND DELIVERY	99.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,686.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES	X		580,162.	557,755.
TOTAL U.S. GOVERNMENT OBLIGATIONS			580,162.	557,755.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			580,162.	557,755.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	673,994.	815,918.
TOTAL TO FORM 990-PF, PART II, LINE 10B	673,994.	815,918.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS/CLOSED END FUNDS	COST	398,983.	414,823.
TOTAL TO FORM 990-PF, PART II, LINE 13		398,983.	414,823.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 11

TAX DUE FROM FORM 990-PF, PART VI	722.
LATE PAYMENT INTEREST	7.
LATE PAYMENT PENALTY	14.
TOTAL AMOUNT DUE	743.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 12

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	11/15/13	722.	722.	4	14.
DATE FILED	03/15/14		722.		
TOTAL LATE PAYMENT PENALTY					14.

FORM 990-PF LATE PAYMENT INTEREST STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	11/15/13	722.	722.	.0300	120	7.
DATE FILED	03/15/14		729.			
TOTAL LATE PAYMENT INTEREST						7.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EDWARD HILL
518 KIMBERTON RD, PMD 320
PHOENIXVILLE, PA 19460

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS FOR GRANTS MAY BE WRITTEN OR VERBAL, PROOF OF FINANCIAL NEED
REQUIRED

ANY SUBMISSION DEADLINES

FEBRUARY 1ST OF EACH YEAR. EXCEPTIONS MAY BE MADE FOR SPECIAL NEEDS

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS RESTRICTED TO SCHOOLS, TEACHERS AND STUDENTS INTENDING ON PROMOTING,
OR OBTAINING, EDUCATION UNDER THE WALDORF METHOD AND SYSTEM OF EDUCATION.

EMASM Fiscal Statement

THE MICHAEL FOUNDATION INC

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,000.0000	U.S. TRSY INFLATION NOTE	03/16/05	07/16/12	2,557.97	2,558.00	(0.03) LT
2,000.0000	U.S. TRSY INFLATION NOTE	05/24/06	07/16/12	2,557.97	2,557.99	(0.02) LT
5,000.0000	U.S. TRSY INFLATION NOTE	06/21/07	07/16/12	3,836.97	3,837.00	(0.03) LT
2,000.0000	U.S. TRSY INFLATION NOTE	03/20/09	07/16/12	2,557.98	2,557.99	(0.01) LT
4,000.0000	U.S. TRSY INFLATION NOTE	06/02/09	07/16/12	5,115.96	5,115.97	(0.01) LT
1,000.0000	U.S. TRSY INFLATION NOTE	07/22/09	07/16/12	1,279.01	1,279.01	(0.02) LT
2,000.0000	U.S. TRSY INFLATION NOTE	08/06/09	07/16/12	2,557.98	2,557.99	(0.01) LT
1,000.0000	U.S. TRSY INFLATION NOTE	09/15/09	07/16/12	1,278.99	1,279.01	(0.02) LT
1,000.0000	U.S. TRSY INFLATION NOTE	06/25/10	07/16/12	8,952.94	8,952.97	(0.03) LT
7,000.0000	U.S. TRSY INFLATION NOTE	10/22/08	07/25/12	2,869.22	490.76	2,378.46 LT
5,000.0000	APPLE INC	06/17/09	07/11/12	532.95	382.96	149.99 LT
7,000.0000	COMPASS MINERALS INTL	06/18/09	07/11/12	76.14	55.70	20.44 LT
1,000.0000	COMPASS MINERALS INTL	06/18/09	07/12/12	1,368.71	1,002.52	366.19 LT
18,000.0000	COMPASS MINERALS INTL	06/18/09	07/13/12	152.24	111.39	40.85 LT
2,000.0000	COMPASS MINERALS INTL	06/18/09	07/18/12	455.99	334.17	121.82 LT
6,000.0000	COMPASS MINERALS INTL	06/18/09	07/19/12	607.58	445.57	162.01 LT
8,000.0000	COMPASS MINERALS INTL	06/18/09	07/19/12	835.43	818.03	17.40 ST
11,000.0000	COMPASS MINERALS INTL	09/02/11	07/19/12	75.95	71.85	4.10 ST
1,000.0000	CELLCOM ISRAEL LTD	10/18/11	07/19/12	149.08	742.89	(593.81) ST
25,000.0000	CELLCOM ISRAEL LTD	06/28/11	06/28/12	29.81	139.30	(109.49) ST
5,000.0000	CELLCOM ISRAEL LTD	07/07/11	06/28/12	101.39	471.24	(369.85) ST
17,000.0000	CELLCOM ISRAEL LTD	07/08/11	06/28/12	30.12	138.60	(108.48) ST
5,000.0000	CELLCOM ISRAEL LTD	07/18/11	06/29/12	84.34	413.59	(329.25) ST
14,000.0000	CELLCOM ISRAEL LTD	07/18/11	06/29/12	36.15	180.01	(143.86) ST
6,000.0000	CELLCOM ISRAEL LTD	07/18/11	06/29/12	48.19	239.92	(191.73) ST
8,000.0000	CELLCOM ISRAEL LTD	07/18/11	06/29/12	42.17	176.12	(133.95) ST
7,000.0000	CELLCOM ISRAEL LTD	07/19/11	06/29/12	24.10	113.15	(89.05) ST
4,000.0000	CELLCOM ISRAEL LTD	07/19/11	06/29/12	102.43	450.42	(347.99) ST
17,000.0000	CELLCOM ISRAEL LTD	07/26/11	06/29/12	36.15	157.26	(121.11) ST
6,000.0000	CELLCOM ISRAEL LTD	07/27/11	06/29/12	24.11	104.38	(80.27) ST
4,000.0000	CELLCOM ISRAEL LTD	07/28/11	06/29/12	60.08	260.98	(200.90) ST
10,000.0000	CELLCOM ISRAEL LTD	07/28/11	07/02/12	90.12	390.08	(299.96) ST
15,000.0000	CELLCOM ISRAEL LTD	07/29/11	07/02/12	156.21	567.46	(411.25) ST
26,000.0000	CELLCOM ISRAEL LTD	09/02/11	07/02/12	48.06	169.01	(120.95) ST
8,000.0000	CELLCOM ISRAEL LTD	09/06/11	07/02/12	96.13	271.40	(175.27) ST
16,000.0000	CELLCOM ISRAEL LTD	11/28/11	07/02/12	90.12	249.86	(159.74) ST
15,000.0000	CELLCOM ISRAEL LTD	11/29/11	07/02/12	72.10	205.85	(133.75) ST
12,000.0000	CELLCOM ISRAEL LTD	11/30/11	07/02/12	12.01	34.24	(22.23) ST
2,000.0000	CELLCOM ISRAEL LTD	12/01/11	07/02/12	12.01	30.25	(18.24) ST
2,000.0000	CELLCOM ISRAEL LTD	02/06/12	07/02/12	12.01	30.25	(18.24) ST

PLEASE SEE REVERSE SIDE

Account No
5R2-04010

Statement Period
Year Ending 06/30/13

Page
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EMASM Fiscal Statement

THE MICHAEL FOUNDATION INC

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
9,000	CELLOM ISRAEL LTD	02/07/12	07/02/12	54.07	136.15	(82.08) ST
18,000	CELLOM ISRAEL LTD	02/08/12	07/02/12	108.16	276.47	(168.31) ST
8,000	CELLOM ISRAEL LTD	02/09/12	07/02/12	48.07	123.16	(75.09) ST
10,000	CELLOM ISRAEL LTD	02/10/12	07/02/12	60.09	151.59	(91.50) ST
12,000	R R DONNELLEY SONS	03/17/09	07/18/12	1,629.39	874.19	755.20 LT
21,000	R R DONNELLEY SONS	03/17/09	07/19/12	275.76	148.05	127.71 LT
11,000	EMERSIS S A SPON ADR	06/27/11	07/19/12	211.82	248.94	(37.12) LT
58,000	EMERSIS S A SPON ADR	06/27/11	07/19/12	1,116.88	1,313.75	(196.87) LT
20,000	ENSIGN GROUP INC	06/27/11	07/06/12	558.75	647.77	(89.02) LT
9,000	ENSIGN GROUP INC	06/27/11	07/09/12	251.36	291.49	(40.13) LT
4,000	ENSIGN GROUP INC	07/13/11	07/09/12	111.73	127.02	(15.29) ST
28,000	ENSIGN GROUP INC	07/13/11	07/10/12	774.33	889.14	(114.81) ST
13,000	ENSIGN GROUP INC	07/13/11	07/11/12	353.45	412.82	(59.37) ST
6,000	ENSIGN GROUP INC	07/13/11	07/12/12	161.31	190.53	(29.22) ST
2,000	ENSIGN GROUP INC	07/13/11	07/13/12	55.01	63.51	(8.50) ST
26,000	INTEL CORP	08/27/10	07/12/12	645.03	479.38	165.65 LT
67,000	INTEL CORP	08/27/10	07/13/12	1,673.83	1,235.31	438.52 LT
89,000	INTEL CORP	08/27/10	07/13/12	2,223.46	1,617.57	605.89 LT
34,000	LEXMARK INTL INC CL A	04/10/12	07/24/12	566.62	1,092.47	(525.85) ST
37,000	LEXMARK INTL INC CL A	04/10/12	07/25/12	619.61	1,188.87	(569.26) ST
47,000	LEXMARK INTL INC CL A	04/11/12	07/25/12	787.08	1,531.75	(744.67) ST
35,000	LEXMARK INTL INC CL A	06/05/12	07/25/12	586.13	891.10	(304.97) ST
27,000	LAUDER ESTEE COS INC A	08/10/11	07/11/12	1,357.67	1,241.77	115.90 ST
38,000	LAUDER ESTEE COS INC A	08/10/11	07/13/12	1,968.46	1,747.67	220.79 ST
4,000	LAUDER ESTEE COS INC A	08/15/11	07/13/12	207.21	187.31	19.90 ST
10,000	LAUDER ESTEE COS INC A	06/05/12	07/16/12	515.60	468.29	47.31 ST
1,000	LAS VEGAS SANDS CORP	08/04/11	07/16/12	51.56	53.60	(2.04) ST
7,000	LAS VEGAS SANDS CORP	08/04/11	06/27/12	299.82	312.64	N/C
10,000	LAS VEGAS SANDS CORP	08/04/11	06/27/12	428.31	446.62	(18.31) ST
2,000	LAS VEGAS SANDS CORP	08/04/11	06/27/12	85.66	102.75	(17.09) ST
4,000	LAS VEGAS SANDS CORP	08/04/11	06/27/12	171.34	211.30	(39.96) ST
12,000	MEAD JOHNSON NUTRITION CO	05/21/10	07/11/12	928.11	582.53	345.58 LT
20,000	MEAD JOHNSON NUTRITION CO	05/24/10	07/11/12	1,546.85	985.16	561.69 LT
2,000	MEAD JOHNSON NUTRITION CO	06/23/10	07/11/12	154.69	105.04	49.65 LT
4,000	MEAD JOHNSON NUTRITION CO	06/23/10	07/16/12	291.62	210.08	81.54 LT
12,000	MEAD JOHNSON NUTRITION CO	01/12/11	07/16/12	874.86	746.96	127.90 LT
7,000	MEAD JOHNSON NUTRITION CO	01/13/11	07/16/12	510.35	439.26	71.09 LT
4,000	MEAD JOHNSON NUTRITION CO	07/13/11	07/17/12	294.37	251.00	43.37 LT
3,000	MEAD JOHNSON NUTRITION CO	09/02/11	07/17/12	220.78	211.41	9.37 ST
2,000	MEAD JOHNSON NUTRITION CO	06/05/12	07/17/12	147.19	159.12	(11.93) ST

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3.0000	MEAD JOHNSON NUTRITION CO	06/12/12	07/17/12	220.78	244.33	(23.55) ST
2.0000	MEAD JOHNSON NUTRITION CO	06/13/12	07/17/12	147.20	164.11	(16.91) ST
61.0000	PITNEY BOWES INC	12/15/10	07/18/12	823.98	1,470.11	(646.13) LT
7.0000	PITNEY BOWES INC	12/22/10	07/18/12	94.55	172.68	(78.13) LT
3.0000	PITNEY BOWES INC	12/23/10	07/18/12	40.53	73.80	(33.27) LT
2.0000	ROCKWELL AUTOMATION INC	12/12/11	06/27/12	128.23	150.73	(22.50) ST
17.0000	ROCKWELL AUTOMATION INC	12/12/11	06/27/12	1,089.97	1,281.22	(191.25) ST
6.0000	ROCKWELL AUTOMATION INC	12/12/11	07/13/12	376.32	452.19	(75.87) ST
2.0000	ROCKWELL AUTOMATION INC	12/12/11	07/16/12	124.47	150.73	(26.26) ST
2.0000	ROCKWELL AUTOMATION INC	12/12/11	07/16/12	124.47	155.98	(31.51) ST
13.0000	ROCKWELL AUTOMATION INC	12/13/11	07/16/12	809.10	988.59	(179.49) ST
7.0000	ROCKWELL AUTOMATION INC	01/11/12	07/16/12	435.67	545.41	(109.74) ST
7.0000	ROCKWELL AUTOMATION INC	07/11/12	07/17/12	435.06	545.41	(110.35) ST
4.0000	ROCKWELL AUTOMATION INC	01/12/12	07/17/12	248.61	313.10	(64.49) ST
16.0000	STARWOOD HOTELS AND	04/18/11	06/27/12	808.71	916.45	(107.74) LT
2.0000	STARWOOD HOTELS AND	04/18/11	06/27/12	101.09	116.66	(15.57) LT
10.0000	SANOFI ADR	10/26/10	06/28/12	359.03	344.17	14.86 LT
56.0000	SANOFI ADR	10/27/10	06/28/12	2,010.57	1,930.56	80.01 LT
8.0000	SANOFI ADR	11/04/10	06/28/12	287.23	289.69	(2.46) ST
1.0000	SANOFI ADR	11/04/10	06/28/12	35.90	36.21	(0.31) LT
26.0000	SANOFI ADR	11/04/10	07/03/12	993.49	941.49	52.00 LT
8.0000	SANOFI ADR	11/04/10	07/05/12	297.34	289.69	7.65 LT
8.0000	SANOFI ADR	11/04/10	07/05/12	297.34	273.34	24.00 LT
34.0000	SANOFI ADR	11/05/10	07/05/12	1,263.72	1,222.42	41.30 LT
24.0000	TAIWAN S MANUFACTURING ADR	09/17/09	07/12/12	307.95	252.98	44.97 LT
14.0000	TAIWAN S MANUFACTURING ADR	10/28/09	07/12/12	179.65	137.39	42.26 LT
6.0000	TECHNIP SP ADR	11/14/11	07/19/12	162.76	136.93	25.83 ST
8.0000	TECHNIP SP ADR	12/13/11	07/19/12	217.02	182.45	34.57 ST
11.0000	TECHNIP SP ADR	12/21/11	07/19/12	298.42	248.89	49.53 ST
19.0000	TECHNIP SP ADR	12/21/11	07/20/12	512.13	429.91	82.22 ST
39.0000	YUM BRANDS INC	05/23/11	07/12/12	2,465.31	2,180.80	284.51 LT
2.0000	YUM BRANDS INC	05/24/11	07/12/12	126.43	111.62	14.81 LT
21.0000	YUM BRANDS INC	05/24/11	07/13/12	1,336.81	1,172.02	164.79 LT
2.0000	YUM BRANDS INC	06/03/12	07/13/12	127.32	129.07	(1.75) ST
4,000.0000	FEDERAL HOME LN MTG CORP	02/16/12	08/03/12	4,037.23	4,008.94	18.29 ST
7,000.0000	FEDERAL HOME LN MTG CORP	02/22/12	08/03/12	7,047.68	7,021.52	26.16 ST
22,000.0000	FEDERAL NATL MTG ASSOC	01/11/11	08/03/12	22,143.15	21,743.04	400.11 LT
13.0000	AMEREN CORP	09/26/07	08/16/12	372.89	582.37	(209.48) LT
25.0000	AMEREN CORP	09/27/07	08/16/12	847.48	1,326.74	(479.26) LT
1.0000	AMEREN CORP	03/17/09	08/16/12	33.90	21.14	12.76 LT

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26,0000	AMEREN CORP	03/17/09	08/17/12	872.98	549.63	323.35 LT
10,0000	AMEREN CORP	03/17/09	08/20/12	335.74	211.40	124.34 LT
3,0000	ALLERGAN INC	11/03/09	07/31/12	246.82	174.25	72.57 LT
35,0000	ALLERGAN INC	11/05/09	07/31/12	2,879.64	2,057.83	821.81 LT
8,0000	ALLERGAN INC	11/01/10	07/31/12	658.20	589.60	68.60 LT
11,0000	ALLERGAN INC	11/02/10	07/31/12	905.03	821.31	83.72 LT
1,0000	ALLERGAN INC	06/05/12	07/31/12	82.28	88.93	(6.65) ST
53,0000	BAYERISCHE MOTORENWERKE	06/03/10	08/23/12	1,346.62	846.20	500.42 LT
14,0000	BAYERISCHE MOTORENWERKE	06/23/10	08/23/12	355.71	238.14	117.57 LT
7,0000	BAYERISCHE MOTORENWERKE	09/02/11	08/23/12	177.85	179.96	(2.11) ST
21,0000	BAYERISCHE MOTORENWERKE	12/13/11	08/23/12	533.57	486.41	47.16 ST
14,0000	BAYERISCHE MOTORENWERKE	06/05/12	08/23/12	355.72	332.30	23.42 ST
18,0000	COMERICA INC	04/07/11	08/16/12	556.93	690.49	(133.56) LT
13,0000	COMERICA INC	04/07/11	08/16/12	402.23	476.15	(73.92) LT
9,0000	COMERICA INC	04/08/11	08/16/12	278.47	341.93	(63.46) LT
28,0000	COMERICA INC	04/08/11	08/17/12	878.67	1,063.78	(185.11) LT
26,0000	COMERICA INC	04/11/11	08/17/12	815.90	992.39	(176.49) LT
9,0000	COMERICA INC	04/12/11	08/17/12	282.44	345.51	(63.07) LT
29,0000	COMERICA INC	04/12/11	08/20/12	906.23	1,113.29	(207.06) LT
9,0000	COMERICA INC	01/24/12	08/20/12	281.25	263.58	17.67 ST
2,0000	COMERICA INC	06/05/12	08/20/12	62.50	57.11	5.39 ST
23,0000	R R DONNELLEY SONS	03/17/09	08/01/12	286.50	162.15	124.35 LT
67,0000	R R DONNELLEY SONS	09/02/11	08/01/12	834.59	964.44	(129.85) ST
8,0000	R R DONNELLEY SONS	09/02/11	08/02/12	98.79	115.16	(16.37) ST
2,0000	R R DONNELLEY SONS	09/02/11	08/09/12	25.45	28.79	(3.34) ST
51,0000	R R DONNELLEY SONS	02/03/12	08/09/12	649.23	607.26	41.97 ST
16,0000	R R DONNELLEY SONS	02/06/12	08/09/12	203.68	195.30	8.38 ST
52,0000	R R DONNELLEY SONS	02/06/12	08/10/12	660.23	634.72	25.51 ST
4,0000	R R DONNELLEY SONS	02/06/12	08/13/12	50.30	48.82	1.48 ST
8,0000	ENSIGN GROUP INC	07/13/11	07/27/12	229.73	254.04	(24.31) LT
4,0000	ENSIGN GROUP INC	08/10/11	07/27/12	114.87	82.83	32.04 ST
7,0000	ENSIGN GROUP INC	08/10/11	07/30/12	199.95	144.94	55.01 ST
4,0000	ENSIGN GROUP INC	08/11/11	07/30/12	114.27	85.10	29.17 ST
2,0000	ENSIGN GROUP INC	08/11/11	08/01/12	55.47	42.55	12.92 ST
4,0000	ENSIGN GROUP INC	08/12/11	08/01/12	110.95	86.32	24.63 ST
7,0000	ENSIGN GROUP INC	08/15/11	08/01/12	194.17	158.17	36.00 ST
2,0000	ENSIGN GROUP INC	08/16/11	08/01/12	55.48	45.61	9.87 ST
5,0000	ENSIGN GROUP INC	08/16/11	08/02/12	144.39	114.01	30.38 ST
18,0000	ENSIGN GROUP INC	09/02/11	08/02/12	519.81	392.58	127.23 ST
6,0000	ENSIGN GROUP INC	06/05/12	08/02/12	173.27	154.01	19.26 ST

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3,0000	ENSIGN GROUP INC	06/05/12	08/03/12	86.97	77.00	9.97 ST
18,0000	HUDSON CITY BANCORP INC	07/10/09	08/28/12	132.16	244.04	(111.88) LT
100,0000	HUDSON CITY BANCORP INC	07/13/09	08/28/12	734.23	1,414.53	(680.30) LT
65,0000	HUDSON CITY BANCORP INC	07/14/09	08/28/12	477.25	934.91	(457.66) LT
50,0000	HUDSON CITY BANCORP INC	08/05/09	08/28/12	367.11	715.50	(348.39) LT
32,0000	HUDSON CITY BANCORP INC	06/23/10	08/28/12	234.95	414.78	(179.83) LT
132,0000	HUDSON CITY BANCORP INC	01/25/11	08/28/12	969.20	1,456.21	(487.01) LT
15,0000	HUDSON CITY BANCORP INC	01/26/11	08/28/12	110.13	166.57	(56.44) LT
79,0000	HUDSON CITY BANCORP INC	07/07/11	08/28/12	580.06	674.66	(94.60) LT
35,0000	HUDSON CITY BANCORP INC	03/17/09	08/15/12	785.28	143.15	642.13 LT
20,0000	JABIL CIRCUIT INC	03/11/11	08/15/12	1,450.55	1,292.99	157.56 LT
2,0000	PEPSICO INC	03/14/11	08/15/12	145.06	128.10	16.96 LT
16,0000	PEPSICO INC	03/14/11	08/15/12	1,154.71	1,024.77	129.94 LT
31,0000	PITNEY BOWES INC	12/23/10	07/27/12	404.70	762.62	(357.92) LT
9,0000	PITNEY BOWES INC	12/27/10	07/27/12	117.49	221.21	(103.72) LT
5,0000	PITNEY BOWES INC	12/28/10	07/27/12	65.27	123.39	(58.12) LT
31,0000	PITNEY BOWES INC	03/25/11	07/27/12	404.72	780.16	(375.44) LT
13,0000	PITNEY BOWES INC	03/26/11	07/27/12	169.72	327.53	(157.81) LT
4,0000	PITNEY BOWES INC	03/31/11	07/27/12	52.23	102.51	(50.28) LT
4,0000	PITNEY BOWES INC	03/31/11	07/30/12	52.20	102.51	(50.31) LT
14,0000	PITNEY BOWES INC	03/31/11	08/06/12	195.98	358.77	(162.79) LT
40,0000	PITNEY BOWES INC	04/01/11	08/06/12	559.96	1,025.61	(465.65) LT
49,0000	PITNEY BOWES INC	09/02/11	08/06/12	685.95	940.30	(254.35) ST
10,0000	PITNEY BOWES INC	05/07/12	08/06/12	140.00	168.58	(28.58) ST
26,0000	PITNEY BOWES INC	05/07/12	08/10/12	352.58	438.29	(85.71) ST
75,0000	PITNEY BOWES INC	06/05/12	08/10/12	339.03	340.02	(0.99) ST
49,0000	PITNEY BOWES INC	06/05/12	08/13/12	662.92	666.44	(3.52) ST
4,0000	PITNEY BOWES INC	06/05/12	08/14/12	54.08	54.40	(0.32) ST
1,0000	PRAXAIR INC	08/26/11	08/23/12	108.04	94.07	13.97 ST
19,0000	PRAXAIR INC	08/29/11	08/23/12	2,052.95	1,832.51	220.44 ST
5,0000	PRAXAIR INC	08/30/11	08/24/12	535.30	486.65	48.65 ST
5,0000	PRAXAIR INC	10/27/11	08/24/12	535.31	528.15	7.16 ST
8,0000	PRAXAIR INC	10/27/11	08/27/12	851.28	845.04	6.24 ST
16,0000	ROLLS ROYCE GRP SPN ADR	06/28/11	08/23/12	1,036.34	772.97	263.37 LT
14,0000	ROLLS ROYCE GRP SPN ADR	06/29/11	08/23/12	691.45	691.45	232.85 LT
4,0000	ROLLS ROYCE GRP SPN ADR	06/05/12	08/23/12	264.09	247.72	16.37 ST
11,0000	SALESFORCE COM INC	12/05/11	07/30/12	1,383.97	1,373.54	10.43 ST
10,0000	SALESFORCE COM INC	12/06/11	07/30/12	1,258.16	1,247.65	10.51 ST
2,0000	SALESFORCE COM INC	06/05/12	07/30/12	257.64	269.06	(17.42) ST
13,0000	ILSCO PLC SPNRD ADR	08/05/09	08/15/12	203.94	246.74	(42.80) LT

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10.0000	TESCO PLC SPNRD ADR	06/11/10	08/15/12	156.87	173.84	(16.97) LT
10.0000	TESCO PLC SPNRD ADR	06/23/10	08/15/12	156.87	177.88	(21.01) LT
45.0000	TESCO PLC SPNRD ADR	09/24/10	08/15/12	705.96	943.52	(237.56) LT
12.0000	TESCO PLC SPNRD ADR	09/02/11	08/15/12	188.25	222.00	(33.75) ST
3.0000	TESCO PLC SPNRD ADR	10/18/11	08/15/12	47.06	57.48	(10.42) ST
12.0000	TESCO PLC SPNRD ADR	06/05/12	08/15/12	188.27	169.10	19.17 ST
6.0000	US TSY 2.000% FEB 15 2022	02/28/12	09/14/12	6,122.80	6,039.17	83.63 ST
8.0000	US TSY 2.000% FEB 15 2022	02/29/12	09/14/12	8,163.74	8,016.63	147.11 ST
7.0000	US TSY 2.000% FEB 15 2022	03/01/12	09/14/12	7,193.29	6,980.34	162.95 ST
27.0000	US TSY 2.725% AUG 15 2021	09/13/11	09/17/12	28,105.31	27,309.96	795.35 LT
33.0000	AMEREN CORP	03/17/09	09/06/12	1,093.77	697.60	396.17 LT
34.0000	AMEREN CORP	03/17/09	09/07/12	1,126.42	718.74	407.68 LT
13.0000	AMEREN CORP	06/23/10	09/10/12	424.72	316.00	108.72 LT
6.0000	CERNER CORP COM	06/15/12	09/21/12	444.87	495.73	(50.86) ST
26.0000	CERNER CORP COM	06/18/12	09/21/12	1,927.77	2,222.16	(294.39) ST
8.0000	R R DONNELLEY SONS	02/06/12	09/17/12	93.12	97.65	(4.53) ST
15.0000	R R DONNELLEY SONS	02/07/12	09/17/12	174.61	184.82	(10.21) ST
21.0000	R R DONNELLEY SONS	05/07/12	09/17/12	244.47	236.28	8.19 ST
47.0000	R R DONNELLEY SONS	05/07/12	09/18/12	538.13	528.83	9.30 ST
7.0000	R R DONNELLEY SONS	05/07/12	09/19/12	79.15	78.76	0.39 ST
15.0000	R R DONNELLEY SONS	06/05/12	09/19/12	169.62	159.40	10.22 ST
20.0000	HUDSON CITY BANCORP INC	07/07/11	09/06/12	149.04	170.80	(21.76) LT
141.0000	HUDSON CITY BANCORP INC	09/02/11	09/06/12	1,050.78	814.96	235.82 LT
37.0000	HUDSON CITY BANCORP INC	09/02/11	09/07/12	278.33	213.86	64.47 LT
51.0000	HUDSON CITY BANCORP INC	09/06/11	09/07/12	458.87	342.32	116.55 LT
15.0000	HUDSON CITY BANCORP INC	10/18/11	09/07/12	112.84	86.73	26.11 ST
52.0000	HUDSON CITY BANCORP INC	06/05/12	09/07/12	391.18	309.55	81.63 ST
51.0000	HUDSON CITY BANCORP INC	06/05/12	09/10/12	382.99	303.59	79.40 ST
10.0000	LAS VEGAS SANDS CORP	08/04/11	09/24/12	456.04	528.28	(72.24) LT
7.0000	LAS VEGAS SANDS CORP	08/04/11	09/24/12	319.23	320.11	(0.88) LT
4.0000	LAS VEGAS SANDS CORP	08/19/11	09/24/12	182.41	206.21	(23.80) LT
20.0000	LAS VEGAS SANDS CORP	02/02/12	09/24/12	1,368.14	1,534.91	(166.77) ST
10.0000	NEWMARKET CORP	05/10/12	09/24/12	456.05	517.07	(61.02) ST
2.0000	NEWMARKET CORP	03/15/11	09/11/12	513.25	285.30	227.95 LT
19.0000	NIKE INC CL B	03/16/11	09/11/12	256.63	142.18	114.45 LT
11.0000	NIKE INC CL B	03/19/12	09/19/12	1,888.36	2,127.93	(239.55) ST
3.0000	NIKE INC CL B	05/01/12	09/19/12	1,093.27	1,228.42	(135.15) ST
7.0000	NIKE INC CL B	06/05/12	09/19/12	298.17	316.32	(18.15) ST
		07/30/12	09/19/12	695.73	681.21	14.52 ST

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13,0000	PHILLIPS 66 SHS	03/17/09	09/11/12	583.47	220.62	362.85 LT
30,0000	PHILLIPS 66 SHS	11/10/09	09/11/12	1,346.48	730.07	616.41 LT
26,0000	UNITEDHEALTH GROUP INC	06/16/10	09/21/12	1,436.81	819.53	617.28 LT
64,0000	AIR LIQUIDE ADR	03/17/09	09/27/12	1,609.74	865.64	744.10 LT
1,0000	AIR LIQUIDE ADR	07/02/10	09/27/12	25.15	N/A	N/C
3,0000	AIR LIQUIDE ADR	10/18/11	09/27/12	75.45	61.20	14.25 ST
10,0000	AIR LIQUIDE ADR	06/05/12	09/27/12	251.54	210.87	40.67 ST
6,0000	APPL INC	10/22/08	10/11/12	3,781.38	588.91	3,192.47 LT
1,0000	APPLE INC	11/24/08	10/11/12	630.24	90.22	540.02 LT
3,0000	APPLE INC	11/24/08	10/12/12	1,901.06	270.64	1,630.42 LT
74,0000	CHINA CONSTRUCT UNSPN AD	04/16/10	10/04/12	1,028.65	1,240.04	(211.39) LT
19,0000	EMERSIS S A SPON ADR	06/22/11	10/03/12	315.32	430.36	(115.04) LT
2,0000	EMERSIS S A SPON ADR	10/18/11	10/03/12	33.19	36.28	(3.09) ST
10,0000	EMERSIS S A SPON ADR	12/21/11	10/03/12	165.96	171.95	(5.99) ST
11,0000	EMERSIS S A SPON ADR	12/22/11	10/03/12	182.56	194.40	(11.84) ST
16,0000	EMERSIS S A SPON ADR	12/23/11	10/03/12	265.54	287.52	(21.98) ST
15,0000	EMERSIS S A SPON ADR	06/05/12	10/03/12	248.95	261.29	(12.34) ST
27,0000	JAMGOLD CORP COM	01/12/07	10/11/12	431.57	231.49	200.08 LT
35,0000	JAMGOLD CORP COM	01/16/07	10/11/12	589.45	302.26	287.19 LT
5,0000	JAMGOLD CORP COM	01/17/07	10/11/12	143.86	78.29	65.57 LT
35,0000	INTL PAPER CO	03/21/11	10/11/12	1,300.79	946.55	354.24 LT
14,0000	INTL PAPER CO	03/22/11	10/11/12	520.32	377.07	143.25 LT
27,0000	JPMORGAN CHASE & CO	11/04/11	10/11/12	1,148.82	912.75	236.07 ST
23,0000	JPMORGAN CHASE & CO	11/07/11	10/11/12	978.63	783.65	194.98 ST
1,0000	KBR INC	06/16/09	10/11/12	29.98	18.84	11.14 LT
23,0000	KBR INC	06/17/09	10/11/12	689.57	432.92	256.65 LT
8,0000	LINKEDIN CORP	05/16/12	10/11/12	910.13	901.40	8.73 ST
10,0000	LINKEDIN CORP	05/16/12	10/12/12	1,127.61	1,126.75	0.86 ST
5,0000	LINKEDIN CORP	05/17/12	10/12/12	563.81	554.18	9.63 ST
25,0000	ORACLE CORP \$0.01 DEL	04/12/10	10/17/12	905.65	757.81	147.84 LT
5,0000	ORACLE CORP \$0.01 DEL	06/23/10	10/17/12	156.15	114.03	42.12 LT
35,0000	ORACLE CORP \$0.01 DEL	06/23/10	10/18/12	1,206.81	889.41	317.40 LT
40,0000	ORACLE CORP \$0.01 DEL	12/15/10	10/18/12	1,237.76	1,216.38	21.38 LT
21,0000	ORACLE CORP \$0.01 DEL	09/22/11	10/18/12	649.82	599.16	50.66 LT
10,0000	ORACLE CORP \$0.01 DEL	10/18/11	10/18/12	309.44	314.36	(4.92) ST
9,0000	ORACLE CORP \$0.01 DEL	06/05/12	10/18/12	278.51	241.55	36.96 ST
6,0000	PEPSICO INC	03/14/11	10/02/12	424.66	384.29	40.37 LT
12,0000	PEPSICO INC	05/18/11	10/02/12	849.34	852.97	(3.63) LT
23,0000	PEPSICO INC	05/18/11	10/04/12	1,487.83	1,492.70	(4.87) LT
12,0000	PEPSICO INC	05/18/11	10/11/12	838.90	852.97	(14.07) LT

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
11,0000	PEPSICO INC	06/23/11	10/11/12	769.01	747.28	21.73 LT
13,0000	PEPSICO INC	06/23/11	10/12/12	912.84	883.15	29.69 LT
9,0000	PEPSICO INC	06/23/11	10/17/12	611.42	611.42	23.05 LT
9,0000	PEPSICO INC	09/22/11	10/17/12	634.48	539.68	94.80 LT
3,0000	PEPSICO INC	10/18/11	10/17/12	211.49	185.03	25.46 ST
29,0000	PEPSICO INC	06/27/12	10/17/12	2,044.44	2,017.80	26.64 ST
2,0000	STARWOOD HOTELS AND	04/15/11	10/23/12	54.41	57.53	(3.12) LT
1,0000	STARWOOD HOTELS AND	04/15/11	10/23/12	57.53	57.53	(3.12) LT
7,0000	STARWOOD HOTELS AND	05/07/11	10/23/12	380.89	384.59	(3.70) LT
11,0000	STARWOOD HOTELS AND	08/04/11	10/23/12	598.55	523.85	74.70 LT
20,0000	STARWOOD HOTELS AND	08/04/11	10/24/12	1,069.95	952.45	117.50 LT
2,0000	STARWOOD HOTELS AND	08/24/11	10/24/12	106.99	84.98	22.01 LT
5,0000	STARWOOD HOTELS AND	08/24/11	10/24/12	267.49	212.44	55.05 LT
2,0000	STARWOOD HOTELS AND	02/03/12	10/24/12	106.99	111.82	(4.83) ST
8,0000	STARWOOD HOTELS AND	03/02/12	10/24/12	427.99	434.35	(6.36) ST
8,0000	STARWOOD HOTELS AND	03/05/12	10/24/12	427.99	436.12	(8.13) ST
28,0000	TRUE RELIGION APPAREL IN	05/15/12	10/10/12	713.73	782.15	(68.42) ST
14,0000	WHIRLPOOL CORP	08/08/11	10/11/12	1,186.78	865.42	321.36 LT
6,0000	WHIRLPOOL CORP	08/30/11	10/11/12	508.62	349.87	158.75 LT
19,0000	WOLVERINE WORLD WIDE	03/17/09	10/19/12	1,677.64	562.67	1,114.97 LT
5,0000	WOLVERINE WORLD WIDE	03/17/09	10/22/12	212.96	72.14	140.82 LT
5,0000	FHLMC GO 6020 05 50%-2039	04/03/12	11/27/12	2,706.02	2,743.36	N/C
24,0000	FNMA P745418 05 50%-2036	09/13/11	11/21/12	5,352.89	5,436.23	N/C
5,0000	FNMA P745275 05%-2036	07/22/09	11/15/12	1,287.89	1,161.30	N/C
16,0000	FNMA P745275 05%-2036	09/12/11	11/15/12	4,121.26	3,944.10	N/C
69,0000	FNMA P745275 05%-2036	07/17/12	11/15/12	22,924.54	22,088.50	N/C
81,0000	FHLMC GO 3432 05 50%-2037	01/15/08	11/27/12	15,157.36	15,225.56	N/C
8,0000	FNMA P745580 05%-2035	05/16/08	11/15/12	1,907.43	1,658.82	N/C
79,0000	FNMA P889572 05 50%-2038	02/08/11	11/27/12	16,963.36	16,621.01	N/C
24,0000	FNMA P735402 05%-2035	04/02/12	11/15/12	5,843.89	5,632.42	N/C
10,0000	FHLMC GO 5188 05%-2038	10/12/11	11/15/12	2,499.16	2,501.71	N/C
12,0000	BOEING COMPANY	06/11/10	11/02/12	840.34	777.86	62.48 LT
37,0000	CITRIX SYSTEMS INC COM	10/25/10	11/13/12	2,152.45	2,258.39	(105.94) LT
17,0000	CITRIX SYSTEMS INC COM	10/26/10	11/13/12	639.93	680.71	(40.78) LT
6,0000	CITRIX SYSTEMS INC COM	10/26/10	11/14/12	354.49	371.29	(16.80) LT
2,0000	CITRIX SYSTEMS INC COM	06/05/12	11/14/12	118.17	146.72	(28.55) ST
9,0000	CHINA CONSTRUCT UNSPN AD	04/16/10	11/09/12	132.43	150.82	(18.39) LT
47,0000	CHINA CONSTRUCT UNSPN AD	12/07/11	11/09/12	691.59	689.98	1.61 ST
19,0000	CHINA CONSTRUCT UNSPN AD	06/05/12	11/09/12	279.58	262.97	16.61 ST
59,0000	CREXUS INV1 CORP	01/19/12	11/12/12	1,229.28	1,066.17	163.11 ST

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THE MICHAEL FOUNDATION INC

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
77.0000	CREXUS INVT CORP	01/23/12	11/12/12	956.11	846.88	109.23 ST
56.0000	CREXUS INVT CORP	02/27/12	11/12/12	695.35	628.00	67.35 ST
5.0000	CREXUS INVT CORP	02/28/12	11/12/12	56.27	56.27	5.82 ST
120.0000	CREXUS INVT CORP	02/28/12	11/14/12	1,476.05	1,350.56	125.49 ST
45.0000	CREXUS INVT CORP	06/05/12	11/14/12	553.53	437.17	116.36 ST
13.0000	COVIDIEN PLC SHS NEW	01/22/10	11/08/12	699.42	660.99	38.43 LT
19.0000	COVIDIEN PLC SHS NEW	01/29/10	11/08/12	1,022.23	961.59	60.64 LT
1.0000	COVIDIEN PLC SHS NEW	01/29/10	11/09/12	56.08	50.61	5.47 LT
20.0000	COVIDIEN PLC SHS NEW	04/30/10	11/09/12	1,121.75	970.67	151.08 LT
22.0000	COVIDIEN PLC SHS NEW	06/23/10	11/09/12	1,233.93	924.26	309.67 LT
4.0000	COVIDIEN PLC SHS NEW	09/02/11	11/09/12	224.35	204.48	19.87 LT
1.0000	COVIDIEN PLC SHS NEW	10/18/11	11/09/12	56.08	44.15	11.93 LT
2.0000	COVIDIEN PLC SHS NEW	06/05/12	11/09/12	112.19	101.93	10.26 ST
1.0000	NEWMARKET CORP	03/16/11	11/01/12	275.85	142.17	133.68 LT
4.0000	NEWMARKET CORP	03/22/11	11/01/12	1,103.40	593.94	509.46 LT
1.0000	NEWMARKET CORP	03/22/11	11/02/12	274.16	148.48	125.68 LT
3.0000	NEWMARKET CORP	03/22/11	11/02/12	821.67	445.45	376.22 LT
6.0000	NEWMARKET CORP	03/22/11	11/05/12	1,505.82	890.91	614.91 LT
1.0000	NEWMARKET CORP	06/05/12	11/05/12	250.97	200.27	50.70 ST
22.0000	VODAFONE GROU PLC SP ADR	12/12/08	11/09/12	587.07	424.62	162.45 LT
6.0000	VODAFONE GROU PLC SP ADR	12/17/09	11/09/12	160.12	136.60	23.52 LT
41.0000	WOLVERINE WORLD WIDE	03/17/09	11/02/12	1,760.52	591.52	1,169.00 LT
2.0000	WOLVERINE WORLD WIDE	03/17/09	11/05/12	85.98	28.85	57.13 LT
7.0000	WOLVERINE WORLD WIDE	06/05/12	11/05/12	300.95	286.59	14.36 ST
15.0000	US TSY 2.000% NOV 15 2021	01/23/12	12/07/12	15,707.81	15,095.95	611.86 ST
14.0000	US TSY 2.000% NOV 15 2021	01/31/12	12/07/12	14,660.62	14,233.30	427.32 ST
18.0000	US TSY 2.600% NOV 15 2021	02/15/12	12/07/12	18,849.38	18,155.87	693.51 ST
3.0000	US TSY 2.000% NOV 15 2021	03/06/12	12/07/12	3,141.57	3,021.97	119.60 ST
18.0000	ANDERSONS INC (THE)	10/26/11	12/21/12	789.00	621.07	167.93 LT
52.0000	ASML HOLDING NV ESCROESC	11/29/12	12/03/12	616.82	N/A	N/C
11.0000	BAYER AG SP ADR	05/02/09	12/07/12	1,020.54	628.65	391.89 LT
3.0000	BAYER AG SP ADR	08/27/09	12/07/12	278.34	182.94	95.40 LT
25.0000	BRINKS CO	08/20/09	12/21/12	709.25	677.54	31.71 LT
6.0000	BRINKS CO	08/21/09	12/21/12	170.23	166.45	3.78 LT
5.0000	BRINKS CO	08/21/09	12/24/12	141.79	138.71	3.08 LT
5.0000	BIODIEN IDEC INC	11/02/11	11/29/12	752.01	567.87	184.14 LT
28.0000	PEARSON SPONSORED ADR	04/11/12	12/07/12	528.49	506.26	22.23 ST
26.0000	PEARSON SPONSORED ADR	04/11/12	12/10/12	492.03	470.09	21.94 ST
8.0000	PEARSON SPONSORED ADR	06/05/12	12/10/12	151.40	139.63	11.77 ST
52.0000	SUMITOMO MITSUI-UNSPONS	03/17/09	12/07/12	336.54	342.23	(5.69) LT

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
37,000	SUMITOMO MITSUI-UNSPONS	05/11/09	12/07/12	239.46	309.30	(69.84) LT
5,000	SUMITOMO MITSUI-UNSPONS	05/21/09	12/07/12	32.35	39.85	(7.50) LT
48,000	SUMITOMO MITSUI-UNSPONS	05/22/09	12/07/12	310.66	383.99	(73.33) LT
3,000	SUMITOMO MITSUI-UNSPONS	12/01/09	12/07/12	19.42	19.27	0.15 LT
10,000	TIME WARNER INC SHS	12/09/10	12/05/12	463.18	313.29	149.89 LT
12,000	TIME WARNER INC SHS	12/10/10	12/05/12	555.83	380.22	175.61 LT
22,000	TIME WARNER INC SHS	12/10/10	12/05/12	1,016.16	697.08	319.08 LT
46,000	TIME WARNER INC SHS	05/19/11	12/06/12	2,124.71	1,691.59	433.12 LT
17,000	TIME WARNER INC SHS	05/19/11	12/10/12	794.51	625.15	169.36 LT
22,000	TIME WARNER INC SHS	05/20/11	12/10/12	1,028.20	809.41	218.79 LT
2,000	TIME WARNER INC SHS	05/20/11	12/11/12	93.85	73.58	20.27 LT
11,000	TIME WARNER INC SHS	09/02/11	12/11/12	516.23	339.39	176.84 LT
8,000	TIME WARNER INC SHS	06/05/12	12/11/12	375.44	272.55	102.89 ST
1,000,000	FNMA PA0936 03 50%2040 COR	01/11/12	01/11/13	809.08	786.23	N/C
3,000,000	FHLMC A9 6409 03 50%2041 COR	06/07/12	01/11/13	2,444.24	2,423.08	N/C
49,000,000	FNMA PA09325 03 50%2042 COR	10/05/12	01/11/13	48,131.90	48,653.69	N/C
7,000	ALLERGAN INC	10/18/12	01/15/13	726.92	664.23	62.69 ST
23,000	ASML HOLDING NV ESCROFSC	08/11/11	11/29/12	272.81	150.19	122.62 LT
1,000	ASML HOLDING NV ESCROFSC	10/18/11	11/29/12	11.83	7.58	4.25 LT
3,000	ASML HOLDING NV ESCROFSC	06/05/12	11/29/12	35.57	25.62	9.95 ST
25,000	ASML HOLDING NV ESCROFSC	07/18/12	11/29/12	296.61	259.48	37.13 ST
5,000	AIMOS ENERGY CORP COM	12/19/07	01/24/13	185.26	137.73	47.53 LT
15,000	AIMOS ENERGY CORP COM	12/20/07	01/24/13	555.81	416.69	139.12 LT
2,000	AIMOS ENERGY CORP COM	12/21/07	01/24/13	74.11	56.51	17.60 LT
3,000	AIMOS ENERGY CORP COM	12/21/07	01/25/13	111.30	84.77	26.53 LT
25,000	AIMOS ENERGY CORP COM	12/24/07	01/25/13	927.56	715.31	212.25 LT
5,000	AIMOS ENERGY CORP COM	12/24/07	01/28/13	185.98	143.07	42.91 LT
14,000	AVERY DENNISON CORP	01/17/12	01/09/13	508.58	397.26	111.32 ST
20,000	AVERY DENNISON CORP	07/17/12	01/17/13	720.06	567.50	152.56 ST
3,000	AVERY DENNISON CORP	07/18/12	01/24/13	108.04	85.13	22.91 ST
24,000	AVERY DENNISON CORP	07/18/12	01/24/13	864.41	697.09	167.32 ST
11,000	AVERY DENNISON CORP	07/18/12	01/25/13	396.07	319.50	76.57 ST
7,000	AVERY DENNISON CORP	07/19/12	01/25/13	232.06	205.43	46.63 ST
13,000	AVERY DENNISON CORP	07/19/12	01/28/13	468.26	381.51	86.75 ST
41,000	BRISTOL-MYERS SQUIBB CO	08/27/12	01/09/13	1,475.99	1,444.09	31.90 ST
15,000	CROWN CASTLE INTL CORP	04/27/12	01/17/13	1,110.22	849.00	261.22 ST
4,000	CROWN CASTLE INTL CORP	04/27/12	01/18/13	285.91	226.40	69.51 ST
14,000	COMPANHIA D SMMTTO BSCO	10/03/12	01/25/13	619.48	598.39	21.09 ST
3,000	COMPANHIA D SMMTTO BSCO	10/04/12	01/25/13	132.75	131.14	1.61 ST
1,000	COMPANHIA D SMMTTO BSCO	10/04/12	01/28/13	45.53	43.71	1.82 ST

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10.0000	HEALTHCARE REALTY TR	03/15/05	02/21/12	206.89	365.98	159.09 LT
23.0000	HEALTHCARE REALTY TR	03/15/05	04/10/12	485.78	841.75	355.97 LT
10.0000	HEALTHCARE REALTY TR	03/15/05	02/21/12	206.89	364.56	(157.67) LT
23.0000	HEALTHCARE REALTY TR	03/15/05	04/10/12	485.78	838.49	(352.71) LT
17.0000	HEALTHCARE REALTY TR	06/20/07	04/10/12	359.06	489.89	130.83 LT
13.0000	HEALTHCARE REALTY TR	06/20/07	04/11/12	272.28	374.62	102.34 LT
17.0000	HEALTHCARE REALTY TR	06/20/07	04/10/12	359.06	487.49	(128.43) LT
13.0000	HEALTHCARE REALTY TR	06/20/07	04/11/12	272.28	372.78	(100.50) LT
85.0000	HEALTHCARE REALTY TR	03/17/09	04/11/12	1,780.35	1,192.55	(587.80) LT
85.0000	HEALTHCARE REALTY TR	03/17/09	04/11/12	1,780.35	1,180.52	(599.83) LT
15.0000	HEALTHCARE REALTY TR	08/10/11	04/11/12	314.18	231.93	(82.25) ST
29.0000	HEALTHCARE REALTY TR	08/10/11	04/12/12	612.33	448.40	(163.93) ST
15.0000	HEALTHCARE REALTY TR	08/10/11	04/11/12	314.18	229.80	84.38 ST
29.0000	HEALTHCARE REALTY TR	08/10/11	04/12/12	612.33	444.30	(168.03) ST
11.0000	HEALTHCARE REALTY TR	09/02/11	04/12/12	232.27	186.65	(45.62) ST
13.0000	HEALTHCARE REALTY TR	09/02/11	04/12/12	232.27	185.09	47.18 ST
5.0000	HSBC HLDG PLC SP ADR	04/16/09	01/08/13	688.88	471.26	217.62 LT
43.0000	HSBC HLDG PLC SP ADR	06/10/09	01/08/13	264.96	221.62	43.34 LT
48.0000	ITAU UNIBANCO BANCO HOLD	11/22/11	03/08/13	733.78	715.33	18.45 LT
48.0000	JABIL CIRCUIT INC	03/17/09	02/21/12	1,250.38	196.32	(1,054.06) LT
48.0000	JABIL CIRCUIT INC	03/17/09	02/21/12	1,250.38	192.48	1,057.90 LT
35.0000	JABIL CIRCUIT INC	03/17/09	08/15/12	785.28	143.15	(642.13) LT
35.0000	JABIL CIRCUIT INC	03/17/09	08/15/12	785.28	134.75	650.53 LT
22.0000	NEXTERA ENERGY INC SHS	10/12/12	01/18/13	1,573.47	1,528.36	45.11 ST
5.0000	NEXTERA ENERGY INC SHS	10/12/12	01/22/13	358.88	347.35	11.53 ST
22.0000	NEXTERA ENERGY INC SHS	10/15/12	01/22/13	1,579.09	1,529.58	49.51 ST
1.0000	NEXTERA ENERGY INC SHS	10/16/12	03/22/13	71.78	70.09	1.69 ST
53.0000	PFIZER INC	05/05/10	03/08/13	1,381.89	909.97	471.92 LT
9.0000	PRECISION CASTPARTS	07/28/10	03/17/13	1,669.68	1,102.59	567.09 LT
5.0000	AMAZON COM INC COM	09/14/10	02/05/13	1,326.46	730.91	595.55 LT
5.0000	AMAZON ENERGY CORP	12/24/07	01/29/13	187.37	143.06	44.31 LT
12.0000	ATMOS ENERGY CORP COM	12/26/07	01/29/13	449.69	340.82	108.87 LT
3.0000	ATMOS ENERGY CORP COM	12/26/07	03/30/13	112.10	85.20	26.90 LT
20.0000	ATMOS ENERGY CORP COM	12/27/07	01/30/13	747.33	564.57	182.76 LT
2.0000	ATMOS ENERGY CORP COM	12/28/07	01/30/13	288.94	225.90	63.04 LT
12.0000	ATMOS ENERGY CORP COM	12/28/07	01/31/13	448.87	338.86	110.01 LT
2.0000	ATMOS ENERGY CORP COM	10/18/11	01/31/13	74.82	65.56	9.26 LT
11.0000	AVERY DENNISON CORP	07/19/12	01/29/13	397.14	322.81	74.33 ST
27.0000	AVERY DENNISON CORP	07/20/12	01/29/13	974.83	782.75	192.08 ST
7.0000	AVERY DENNISON CORP	07/20/12	01/30/13	275.76	202.94	72.82 ST

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THE MICHAEL FOUNDATION INC.

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
20.0000	COMPANHIA D SNMINTO BSCO	10/04/12	02/06/13	946.14	874.25	72.19 ST
10.0000	EOG RESOURCES INC	11/16/12	02/22/13	1,247.65	1,165.27	82.38 ST
13.0000	EOG RESOURCES INC	11/19/12	02/22/13	1,621.95	1,552.18	69.77 ST
10.0000	EXPRESS SCRIPTS HLDG CO	05/16/11	02/08/13	892.16	955.93	(63.77) LT
22.0000	EXPRESS SCRIPTS HLDG CO	05/16/11	02/11/13	1,214.56	1,314.40	(99.84) LT
4.0000	ILLUMINA INC COM	03/30/11	02/08/13	204.85	278.83	(73.98) LT
17.0000	ILLUMINA INC COM	03/30/11	02/11/13	856.58	1,185.01	(328.43) LT
5.0000	ILLUMINA INC COM	03/30/11	02/12/13	250.45	348.53	(98.08) LT
4.0000	ILLUMINA INC COM	03/31/11	02/12/13	200.37	279.04	(78.67) LT
5.0000	LINKEDIN CORP	05/11/12	02/21/13	790.89	554.18	236.71 ST
35.0000	MICROSOFT CORP	06/09/11	03/31/13	972.16	882.19	89.97 LT
24.0000	MICROSOFT CORP	08/18/11	01/31/13	666.63	597.20	69.43 LT
45.0000	MICROSOFT CORP	08/18/11	02/05/13	1,240.11	1,119.75	120.36 LT
6.0000	O'REILLY AUTOMOTIVE INC	07/16/12	02/08/13	611.34	543.71	67.63 ST
7.0000	O'REILLY AUTOMOTIVE INC	07/17/12	02/08/13	713.25	646.25	67.00 ST
4.0000	O'REILLY AUTOMOTIVE INC	07/17/12	02/11/13	407.55	369.29	38.26 ST
18.0000	PHILLIPS 66 SHS	11/10/09	02/13/13	1,151.62	438.04	713.58 LT
11.0000	PHILLIPS 66 SHS	05/23/11	02/13/13	703.77	357.90	345.87 LT
5.0000	PHILLIPS 66 SHS	05/15/12	02/13/13	319.90	159.42	160.48 ST
12.0000	SCHLUMBERGER LTD	11/15/10	01/30/13	948.37	892.31	56.06 LT
16.0000	SCHLUMBERGER LTD	11/16/10	01/30/13	1,422.56	1,320.15	102.41 LT
20.0000	SCHLUMBERGER LTD	01/27/11	01/30/13	1,580.62	1,743.63	(163.01) LT
12.0000	SCHLUMBERGER LTD	04/19/11	01/30/13	948.37	1,034.20	(85.83) LT
18.0000	SCHLUMBERGER LTD	10/26/11	01/30/13	1,422.56	1,237.11	185.45 LT
1.0000	SCHLUMBERGER LTD	06/05/12	01/30/13	79.04	62.97	16.07 ST
10.0000	TELEFLEX INC	01/27/09	02/13/13	774.47	514.57	259.90 LT
3.0000	UNITEDHEALTH GROUP INC	06/16/10	01/31/13	166.96	94.56	72.40 LT
8.0000	UNITEDHEALTH GROUP INC	06/23/10	01/31/13	445.23	242.96	202.27 LT
43.0000	UNITEDHEALTH GROUP INC	10/26/10	01/31/13	2,393.13	1,605.93	787.20 LT
9.0000	UNITEDHEALTH GROUP INC	10/18/11	01/31/13	500.89	398.29	102.60 LT
3.0000	UNITEDHEALTH GROUP INC	06/05/12	01/31/13	166.97	166.04	0.93 ST
27.0000	US TSY 0.750% OCT 31 2017	11/23/12	03/06/13	27,083.23	27,088.49	(5.26) ST
28.0000	US TSY 0.750% OCT 31 2017	11/23/12	03/06/13	28,025.16	28,091.61	(66.45) ST
24.0000	AMERICAN INTERNATIONAL	08/16/12	03/07/13	936.38	829.39	106.99 ST
3.0000	AMERIPRISE FINL INC	08/30/10	03/19/13	223.18	130.46	92.72 LT
25.0000	AMERIPRISE FINL INC	09/01/10	03/19/13	1,859.92	1,138.83	721.09 LT
20.0000	BERRY PETE SF CALIF CL A	06/22/11	03/19/13	933.23	998.54	(65.31) LT
3.0000	CNOOC LTD ADR	05/31/12	02/27/13	585.57	539.17	46.40 ST
3.0000	CNOOC LTD ADR	06/01/12	02/28/13	583.73	525.66	58.07 ST
1.0000	CNOOC LTD ADR	06/04/12	02/28/13	194.58	174.22	20.36 ST

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1.0000	CNOOC LTD ADR	06/05/12	02/28/13	194.58	173.90	20.68 ST
4.0000	CHIPOTLE MEXICAN GRILL	01/17/13	03/12/13	1,276.36	1,165.86	110.50 ST
6.0000	F M C CORPORATION MASS	08/05/09	03/07/13	145.15	91.25	53.90 LT
35.0000	F M C CORPORATION MASS	10/08/09	03/07/13	846.77	622.66	224.11 LT
31.0000	IAMGOLD CORP	01/17/07	03/06/13	194.69	269.67	N/C
31.0000	IAMGOLD CORP	01/17/07	03/07/13	194.15	337.22	(143.07) LT
70.0000	IAMGOLD CORP	05/20/07	03/06/13	439.62	543.62	N/C
70.0000	IAMGOLD CORP	05/20/07	03/07/13	438.42	696.15	(257.73) LT
9.0000	IAMGOLD CORP	09/02/11	03/06/13	56.52	193.36	N/C
9.0000	IAMGOLD CORP	09/02/11	03/07/13	56.36	212.97	(156.61) LT
1.0000	IAMGOLD CORP	10/18/11	03/06/13	6.28	19.64	N/C
7.0000	IAMGOLD CORP	10/18/11	03/06/13	43.96	137.48	N/C
1.0000	IAMGOLD CORP	10/18/11	03/07/13	6.26	21.82	(15.56) LT
7.0000	IAMGOLD CORP	10/18/11	03/07/13	43.84	153.01	(109.17) LT
19.0000	IAMGOLD CORP	02/03/12	03/06/13	119.33	332.20	N/C
11.0000	IAMGOLD CORP	02/03/12	03/06/13	69.09	192.33	(123.24) LT
17.0000	IAMGOLD CORP	02/03/12	03/07/13	106.47	297.24	(190.77) LT
19.0000	IAMGOLD CORP	02/03/12	03/07/13	119.00	374.34	(255.34) LT
64.0000	IAMGOLD CORP	04/11/12	03/07/13	400.85	787.68	(387.03) ST
30.0000	IAMGOLD CORP	06/05/12	03/07/13	187.89	355.18	(167.29) ST
71.0000	IAMGOLD CORP	11/16/12	03/07/13	444.69	831.26	(386.57) ST
51.0000	IAMGOLD CORP	01/08/13	03/07/13	319.44	548.25	(228.81) ST
40.0000	INTL PAPER CO	03/22/11	03/13/13	1,835.06	1,077.36	757.70 LT
47.0000	INTL PAPER CO	06/20/11	03/13/13	2,156.20	1,289.39	866.81 LT
31.0000	INTL PAPER CO	06/20/11	03/14/13	1,421.77	850.45	571.32 LT
17.0000	JOY GLOBAL INC DEL COM	01/25/12	03/07/13	1,053.74	1,543.25	(489.51) LT
1.0000	JOY GLOBAL INC DEL COM	01/25/12	03/11/13	61.72	90.78	(29.06) LT
8.0000	JOY GLOBAL INC DEL COM	01/25/12	03/12/13	485.81	726.24	(239.43) LT
6.0000	JOY GLOBAL INC DEL COM	02/06/12	03/12/13	365.12	571.21	(206.09) LT
3.0000	LINKEDIN CORP	05/17/12	03/07/13	521.61	189.10	332.51 ST
26.0000	METHANEX CORP	07/27/12	03/19/13	1,046.73	723.40	323.33 ST
12.0000	METHANEX CORP	07/30/12	03/19/13	483.12	328.37	154.75 ST
31.0000	MICROSOFT CORP	08/18/11	03/07/13	873.01	771.39	101.62 LT
28.0000	OMEGA HEALTHCARE INVS	04/11/12	03/19/13	806.77	560.24	246.53 ST
15.0000	PORTLAND GEN ELEC CO	04/13/12	03/14/13	450.37	372.14	78.23 ST
25.0000	PORTLAND GEN ELEC CO	04/13/12	03/15/13	661.71	545.80	115.91 ST
10.0000	PORTLAND GEN ELEC CO	04/16/12	03/15/13	300.79	250.31	50.48 ST
13.0000	QUALCOMM INC	07/21/11	03/07/13	864.99	740.07	124.92 LT
12.0000	RANGE RESOURCES CORP DEL	06/20/12	03/07/13	949.88	712.38	237.50 ST
7.0000	RANGE RESOURCES CORP DEL	06/20/12	03/11/13	554.77	415.56	139.21 ST

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3.0000	RANGE RESOURCES CORP DEI	06/20/12	03/12/13	236.39	178.10	58.29 ST
1.0000	TRUE RELIGION APPAREL IN	05/15/12	03/05/13	27.99	27.93	0.06 ST
3.0000	TRUE RELIGION APPAREL IN	05/15/12	03/13/13	83.80	83.80	0.19 ST
37.0000	TRUE RELIGION APPAREL IN	05/16/12	03/13/13	1,035.98	1,043.14	(7.16) ST
16.0000	TRUE RELIGION APPAREL IN	05/23/12	03/13/13	447.99	465.64	(17.65) ST
29.0000	TRUE RELIGION APPAREL IN	05/24/12	03/13/13	813.99	860.05	(48.06) ST
17.0000	WHIRLPOOL CORP	08/10/11	03/07/13	1,989.46	991.29	998.17 LT
1.0000	WHIRLPOOL CORP	08/11/11	03/07/13	117.02	57.89	59.13 LT
5.0000	WHIRLPOOL CORP	08/12/11	03/07/13	585.13	312.17	272.96 LT
13.0000	WHIRLPOOL CORP	08/15/11	03/07/13	1,521.37	818.22	703.15 LT
1.0000	WHIRLPOOL CORP	08/15/11	03/08/13	118.37	62.94	55.43 LT
6.0000	WHIRLPOOL CORP	09/02/11	03/08/13	710.23	352.61	357.62 LT
17.0000	ASML HLDG NV NY REG SHS	08/11/11	04/09/13	1,139.31	614.99	524.32 LT
1.0000	ASML HLDG NV NY REG SHS	10/18/11	04/09/13	67.01	37.86	29.15 LT
3.0000	ASML HLDG NV NY REG SHS	06/05/12	04/09/13	134.05	94.62	39.43 ST
12.0000	BAYER AG SP ADR	08/27/09	03/27/13	1,213.56	731.76	481.80 LT
4.0000	BAYER AG SP ADR	06/23/10	03/27/13	404.53	235.99	168.55 LT
17.0000	CAMERON INTL CORP	01/29/13	04/05/13	1,038.84	1,046.73	(7.89) ST
19.0000	CAMERON INTL CORP	01/29/13	04/08/13	1,179.93	1,169.88	10.05 ST
13.0000	CAMERON INTL CORP	01/30/13	04/08/13	683.13	672.60	10.53 ST
5.0000	INTL PAPER CO	06/20/11	03/26/13	238.77	137.17	91.60 LT
11.0000	INTL PAPER CO	06/21/11	03/26/13	503.32	313.22	190.10 LT
29.0000	INTL PAPER CO	06/21/11	03/27/13	1,317.64	825.76	491.88 LT
17.0000	INTL PAPER CO	06/24/11	03/27/13	772.41	489.84	282.57 LT
117.0000	KEPPEL LTD SPONS ADR	04/22/09	03/27/13	2,108.38	854.44	1,253.94 LT
36.0000	KEPPEL LTD SPONS ADR	06/23/10	03/27/13	688.73	414.65	234.08 LT
18.0000	KEPPEL LTD SPONS ADR	09/02/11	03/27/13	324.36	265.50	58.86 LT
13.0000	KEPPEL LTD SPONS ADR	10/18/11	03/27/13	234.26	177.45	56.81 LT
28.0000	KEPPEL LTD SPONS ADR	06/05/12	03/27/13	503.59	423.23	81.36 ST
3.0000	LINKEDIN CORP	05/17/12	03/28/13	527.13	332.50	194.63 ST
3.0000	LINKEDIN CORP	06/05/12	03/28/13	527.14	280.54	246.60 ST
12.0000	LINKEDIN CORP	06/11/12	03/28/13	175.72	96.78	78.94 ST
9.0000	LINKEDIN CORP	06/11/12	04/01/13	2,100.68	1,161.39	939.29 ST
2.0000	LINKEDIN CORP	07/13/12	04/01/13	1,575.51	951.35	624.16 ST
2.0000	LINKEDIN CORP	07/16/12	04/01/13	350.12	211.45	138.67 ST
1.0000	LINKEDIN CORP	01/08/13	04/01/13	175.06	111.63	63.43 ST
30.0000	PORTLAND GEN ELEC CO	04/16/12	03/26/13	901.15	750.91	150.24 ST
2.0000	PORTLAND GEN ELEC CO	04/17/12	03/26/13	60.08	50.47	9.61 ST
11.0000	PORTLAND GEN ELEC CO	04/17/12	03/27/13	421.86	353.32	68.54 ST
4.0000	PORTLAND GEN ELEC CO	04/18/12	03/27/13	120.54	100.74	19.80 ST

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22,000	PORTLAND GEN ELEC CO	04/18/12	03/28/13	667.54	554.09	113.45 ST
16,000	PORTLAND GEN ELEC CO	04-19/12	03/28/13	546.18	451.73	94.45 ST
4,000	PORTLAND GEN ELEC CO	04/19/12	04/01/13	121.19	100.39	20.80 ST
12,000	PORTLAND GEN ELEC CO	04/20/12	04/01/13	363.58	302.65	60.93 ST
43,000	PHILLIPS 66 SHS	05/15/12	04/16/13	2,388.77	1,307.27	1,081.50 ST
8,000	PHILLIPS 66 SHS	05/15/12	04/19/13	459.86	255.08	204.78 ST
27,000	PHILLIPS 66 SHS	05/16/12	04/19/13	1,552.02	870.76	681.26 ST
20,000	PHILLIPS 66 SHS	06/05/12	04/19/13	1,149.66	600.31	549.35 ST
3,000	ROCHE HLDG LTD SPN ADR	05/21/08	03/27/13	172.00	130.85	41.15 LT
29,000	ROCHE HLDG LTD SPN ADR	03/17/09	03/27/13	1,662.69	903.93	758.76 LT
20,000	UGI CORP NEW	03/15/05	04/10/13	790.00	463.16	326.84 LT
40,000	VERIZON COMMUNICATIONS COM	04/26/12	03/27/13	1,958.94	1,598.29	360.65 ST
10,000	VERTEX PHARMCTLS INC	05/30/12	04/05/13	529.55	601.47	(71.92) ST
5,000	VERTEX PHARMCTLS INC	05/30/12	04/08/13	261.73	300.74	(39.01) ST
4,000	VERTEX PHARMCTLS INC	05/30/12	04/22/13	327.80	240.59	87.21 ST
1,000	WHIRLPOOL CORP	09/02/11	03/27/13	115.94	58.77	57.17 LT
11,000	WHIRLPOOL CORP	10/18/11	03/27/13	1,275.45	591.36	684.09 LT
1,000	WHIRLPOOL CORP	05/07/12	03/27/13	115.95	61.95	54.00 ST
9,000	WHIRLPOOL CORP	05/07/12	03/28/13	1,057.31	557.58	499.73 ST
4,000	WHIRLPOOL CORP	06/05/12	03/28/13	469.93	235.38	234.55 ST
7,000	AGRIUM INC	01/22/13	05/02/13	623.41	765.48	(142.07) ST
23,000	AMAZON COM INC COM	09/14/10	04/29/13	500.61	292.37	208.24 LT
1,000	ALLERGAN INC	10/18/12	05/01/13	2,305.36	2,182.48	122.88 ST
1,000	AMERICAN INTERNATIONAL	08/16/12	04/30/13	41.35	34.56	6.79 ST
30,000	AMERICAN INTERNATIONAL	08/17/12	04/30/13	1,240.76	1,038.44	202.32 ST
5,000	ASML HLDG NV NY REG SHS	07/18/12	05/09/13	383.26	284.85	98.41 ST
4,000	ASML HLDG NV NY REG SHS	07/18/12	05/10/13	310.03	227.87	82.16 ST
19,000	CROWN CASTLE INTL CORP	04/27/12	04/29/13	1,470.22	1,075.41	394.81 LT
2,000	CROWN CASTLE INTL CORP	04/27/12	04/30/13	154.19	113.20	40.99 LT
9,000	CROWN CASTLE INTL CORP	04/30/12	04/30/13	693.91	509.02	184.89 ST
2,000	CHIPOTLE MEXICAN GRILL	01/17/13	05/07/13	722.86	582.93	139.93 ST
23,000	E M C CORPORATION MASS	10/08/09	04/29/13	517.67	409.17	108.50 LT
32,000	FAST JAPAN RY CO ADR	01/16/09	05/03/13	450.37	391.64	58.73 LT
85,000	EAST JAPAN RY CO ADR	03/17/09	05/03/13	1,196.31	739.50	456.81 LT
20,000	EAST JAPAN RY CO ADR	03/17/09	05/06/13	280.65	174.00	106.65 LT
30,000	EAST JAPAN RY CO ADR	05/05/09	05/06/13	420.98	278.79	142.19 LT
65,000	EAST JAPAN RY CO ADR	09/24/09	05/06/13	912.12	770.11	142.01 LT
13,000	EAST JAPAN RY CO ADR	06/23/10	05/06/13	182.43	144.29	38.14 LT
7,000	EXPRESS SCRIPTS HLDG CO	05/17/11	05/10/13	429.95	416.74	13.21 LT
1,000	LXPRESS SCRIPTS HLDG CO	10/18/11	05/10/13	61.42	40.06	21.36 LT

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15,000	EXPRESS SCRIPTS HLDG CO	05/08/12	05/10/13	921.33	808.93	112.40 LT
6,000	EXPRESS SCRIPTS HLDG CO	05/08/12	05/13/13	371.36	323.57	47.79 LT
7,000	EXPRESS SCRIPTS HLDG CO	06/05/12	05/13/13	433.25	355.53	77.72 ST
37,000	EXPRESS SCRIPTS HLDG CO	11/05/12	05/13/13	2,290.09	2,030.59	259.50 ST
21,000	EATON CORP PLC	02/04/13	05/13/13	1,353.26	1,192.35	160.91 ST
4,000	GOLDMAN SACHS GROUP INC	01/17/13	04/29/13	580.40	565.19	15.21 ST
24,000	GOLDMAN SACHS GROUP INC	01/17/13	05/03/13	3,488.46	3,391.12	97.34 ST
2,000	GOLDMAN SACHS GROUP INC	01/17/13	05/06/13	291.92	282.59	9.33 ST
14,000	HEINEKEN N V ADR	09/17/08	05/03/13	494.02	309.61	184.41 LT
41,000	HEINEKEN N V ADR	03/17/09	05/03/13	1,446.79	578.10	868.69 LT
4,000	ILLUMINA INC COM	03/31/11	05/08/13	287.73	279.04	(11.31) LT
1,000	ILLUMINA INC COM	03/31/11	05/08/13	66.93	69.76	(2.83) LT
1,000	ILLUMINA INC COM	04/14/11	05/08/13	66.94	58.96	7.98 LT
2,000	ILLUMINA INC COM	04/14/11	05/09/13	133.67	117.93	15.74 LT
4,000	ILLUMINA INC COM	05/02/11	05/09/13	767.36	286.24	(18.88) LT
4,000	JOY GLOBAL INC DEL COM	02/06/12	05/08/13	245.05	380.81	(135.76) LT
8,000	JOY GLOBAL INC DEL COM	02/07/12	05/08/13	490.11	745.33	(255.22) LT
2,000	JOY GLOBAL INC DEL COM	05/17/12	05/08/13	122.53	118.84	3.69 ST
8,000	JOY GLOBAL INC DEL COM	05/17/12	05/09/13	485.83	475.34	10.49 ST
5,000	JOY GLOBAL INC DEL COM	05/18/12	05/09/13	303.65	302.12	1.53 ST
4,000	JOY GLOBAL INC DEL COM	05/18/12	05/10/13	238.81	241.69	(2.88) ST
5,000	JOY GLOBAL INC DEL COM	06/05/12	05/10/13	298.52	282.60	15.92 ST
27,000	JOY GLOBAL INC DEL COM	07/18/12	05/10/13	1,612.05	1,398.20	213.85 ST
9,000	JOY GLOBAL INC DEL COM	06/04/10	05/16/13	935.26	547.74	393.52 LT
15,000	KIMBERLY CLARK	09/22/11	05/16/13	1,974.45	1,307.58	666.87 LT
6,000	KIMBERLY CLARK	10/03/11	05/16/13	623.52	425.04	198.48 LT
21,000	KIMBERLY CLARK	10/03/11	05/20/13	2,183.08	1,487.63	675.45 LT
8,000	KIMBERLY CLARK	10/03/11	05/21/13	816.89	566.71	250.18 LT
2,000	KIMBERLY CLARK	10/18/11	05/21/13	204.23	141.74	62.49 LT
40,000	MONDELEZ INTERNATIONAL	05/02/12	04/26/13	1,262.31	1,033.97	228.34 ST
61,000	MONDELEZ INTERNATIONAL	05/02/12	04/29/13	1,923.25	1,576.80	346.45 ST
32,000	MONDELEZ INTERNATIONAL	05/07/12	04/29/13	1,008.92	815.32	193.60 ST
20,000	MONDELEZ INTERNATIONAL	05/08/12	04/29/13	630.59	508.05	122.54 ST
17,000	MONDELEZ INTERNATIONAL	05/08/12	04/30/13	347.43	279.43	68.00 ST
17,000	MONDELEZ INTERNATIONAL	06/05/12	04/30/13	537.08	412.32	124.76 ST
13,000	OMEGA HEALTHCARE INVS	04/11/12	05/15/13	398.14	220.09	178.05 LT
16,000	OMEGA HEALTHCARE INVS	04/12/12	05/15/13	579.12	325.42	253.70 LT
12,000	QUALCOMM INC	07/21/11	05/09/13	772.12	683.14	88.98 LT
11,000	TRUF RELIGION APPAREL IN	05/25/12	05/10/13	347.83	328.97	18.86 ST
9,000	TRUF RELIGION APPAREL IN	06/05/12	05/10/13	284.59	262.78	21.81 ST

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THE MICHAEL FOUNDATION, INC

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
32.0000	TRUE RELIGION APPAREL IN	08/15/12	05/10/13	1,011.89	722.22	289.67 ST
2? 0000	TRUE RELIGION APPAREL IN	08/16/12	05/10/13	695.67	506.17	189.50 ST
7 0000	TRUE RELIGION APPAREL IN	07/08/13	05/10/13	221.36	172.06	49.30 ST
33.0000	ALLSTATE CORP DEL COM	03/17/09	06/05/13	1,531.82	578.15	953.67 LT
15.0000	ATLAS COPCO A ADR NEW	03/27/13	06/05/13	415.67	453.21	N/C
4.0000	AGRIUM INC	07/22/13	06/05/13	366.47	437.42	(70.95) ST
14.0000	ANDERSONS INC (THE)	10/26/11	06/05/13	731.98	483.05	248.93 LT
3.0000	AMAZON COM INC COM	08/23/11	06/05/13	810.87	573.16	237.71 LT
2.0000	AMERICAN FINL GRP HLDGS	08/22/06	06/05/13	96.45	63.54	32.91 LT
11.0000	AMERICAN FINL GRP HLDGS	08/23/06	06/05/13	530.54	319.21	211.33 LT
32.0000	AKZO NOBEL N V SPNSD ADR	03/17/09	06/05/13	661.38	394.67	266.71 LT
27.0000	ASTRAZENECA PLC SPND ADR	06/28/12	06/05/13	1,375.91	1,188.46	187.45 ST
13.0000	ASTRAZENECA PLC SPND ADR	06/28/12	06/11/13	663.28	572.22	91.06 ST
22.0000	ASTRAZENECA PLC SPND ADR	06/29/12	06/11/13	1,122.48	987.78	134.70 ST
4.0000	ASTRAZENECA PLC SPND ADR	07/11/12	06/11/13	204.09	182.10	21.99 ST
16.0000	ASTRAZENECA PLC SPND ADR	07/11/12	06/12/13	826.17	728.41	97.76 ST
13.0000	AEON COMPANY LTD ADR	01/21/11	06/05/13	151.18	166.53	(15.35) LT
70.0000	AEON COMPANY LTD ADR	01/21/11	06/12/13	832.08	896.72	(64.64) LT
2.0000	AEON COMPANY LTD ADR	10/16/11	06/12/13	23.77	27.34	(3.57) LT
11.0000	AEON COMPANY LTD ADR	06/05/12	06/12/13	130.77	132.22	(1.45) LT
12.0000	ALLIANT TECHSYSTEMS INC	07/24/13	06/05/13	931.48	807.30	124.18 ST
9.0000	AMERICAN INTERNATIONAL	08/17/12	06/05/13	403.80	311.53	92.27 ST
6.0000	AMHEUSER-BUSCH INBEV ADR	08/29/12	06/05/13	547.09	502.85	44.24 ST
15.0000	ARCOS DORADOS HOLDING INC	12.07/12	06/05/13	205.72	187.84	17.88 ST
14.0000	AIA GROUP LTD	05/31/13	06/05/13	240.41	252.21	(11.80) ST
3.0000	ADM PLC	05/07/13	06/05/13	189.61	190.68	N/C
7.0000	ASML HLDG NV NY REG SHS	07/18/12	06/05/13	555.87	398.78	157.09 ST
15.0000	AMERIPRISE FINL INC	09/01/10	06/05/13	1,215.25	683.30	531.95 LT
10.0000	AMN ELEC POWER CG	01/05/12	06/05/13	456.63	409.32	47.31 LT
4.0000	APPLE INC	11/24/08	06/05/13	1,801.35	360.86	1,440.49 LT
2.0000	AUTOMATIC DATA PROC	03/07/13	06/05/13	206.14	190.14	16.00 ST
23.0000	BUCKEYE TECHNOLOGIES INC	07/29/11	06/05/13	859.03	612.89	246.14 LT
2.0000	BUCKEYE TECHNOLOGIES INC	08/01/11	06/05/13	74.70	55.03	19.67 LT
4.0000	BANK HAWAII CORP	08/17/07	06/04/13	198.23	210.88	(12.65) LT
15.0000	BANK HAWAII CORP	08/20/07	06/04/13	743.36	801.39	(58.03) LT
4.0000	BANK HAWAII CORP	08/21/07	06/04/13	198.24	216.18	(17.94) LT
6.0000	BANK HAWAII CORP	08/21/07	06/05/13	294.39	324.28	(29.89) LT
10.0000	BANK HAWAII CORP	08/22/07	06/05/13	490.66	552.26	(61.60) LT
3.0000	BANK HAWAII CORP	06/02/09	06/05/13	147.21	110.64	36.57 LT
7.0000	BANK HAWAII CORP	06/02/09	06/14/13	344.83	258.17	86.66 LT

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15,000	BANK HAWAII CORP	06/02/09	06/17/13	736.91	553.21	183.70 LT
5,000	BANK HAWAII CORP	09/02/11	06/17/13	245.64	193.09	52.55 LT
14,000	BANK HAWAII CORP	09/02/11	06/18/13	689.43	540.63	148.80 LT
1,000	BANK HAWAII CORP	09/02/11	06/19/13	49.24	38.62	10.62 LT
2,000	BANK HAWAII CORP	10/18/11	06/19/13	98.48	76.16	22.32 LT
3,000	BANK HAWAII CORP	01/08/13	06/19/13	147.72	138.99	8.73 ST
32,000	BANCO SANTANDER SA ADR	02/09/12	06/05/13	234.31	275.09	(40.78) LT
4,000	RAYEY AG SP ADR	09/02/11	06/05/13	428.08	243.46	184.62 LT
31,000	BARRICK GOLD CORPORATION	01/27/12	06/05/13	652.92	1,532.41	N/C
10,000	BARRICK GOLD CORPORATION	01/27/12	06/05/13	210.62	499.77	N/C
8,000	BARRICK GOLD CORPORATION	01/27/12	06/05/13	168.51	353.17	N/C
15,000	BRINKS CO	08/21/09	06/05/13	401.09	416.12	(15.03) LT
1,000	BIOMEN IDEC INC	11/02/11	06/05/13	222.30	113.58	108.72 LT
1,000	BIOMEN IDEC INC	11/03/11	06/05/13	222.31	113.76	108.55 LT
28,000	BARCLAYS PLC ADR	05/20/10	06/05/13	545.25	465.38	79.87 LT
10,000	BP PLC SPON ADR	07/21/10	06/05/13	431.60	364.54	67.06 LT
38,000	BARNES GROUP INC DE \$01	12/15/08	06/05/13	1,130.45	526.63	603.62 LT
22,000	BC GROUP PLC SPON ADR	02/12/10	06/05/13	400.41	395.77	4.64 LT
4,000	BNP PARIBAS SPONSORD ADR	06/23/10	06/05/13	117.87	119.00	(1.13) LT
11,000	BNP PARIBAS SPONSORD ADR	02/28/11	06/05/13	324.16	431.36	(107.20) LT
3,000	BT GROUP PLC ADR	11/09/12	06/05/13	136.12	107.32	28.80 ST
69,000	BANK MANDIRI TBK-UNSPON	04/11/12	05/31/13	668.17	520.68	147.49 LT
69,000	BANK MANDIRI TBK-UNSPON	04/12/12	05/31/13	668.17	521.23	146.94 LT
16,000	BANK MANDIRI TBK-UNSPON	06/05/12	05/31/13	154.94	115.08	39.86 ST
5,000	BOEING COMPANY	06/11/10	06/05/13	497.40	324.11	173.29 LT
10,000	BRISTOL-MYERS SQUIBB CO	08/27/12	06/05/13	469.70	328.20	141.50 ST
6,000	CVS CAREMARK CORP	05/14/13	06/05/13	345.41	355.41	(10.00) ST
6,000	CROWN CASTLE INTL CORP	04/30/12	06/05/13	417.08	339.35	77.73 LT
8,000	CANON INC ADR REP5H	02/22/11	06/05/13	267.47	384.67	(117.20) LT
50,000	CAPITALSOURCE INC	11/27/12	06/05/13	550.88	480.21	70.67 ST
10,000	CHINA UNICOM HONG KONG	06/03/09	06/05/13	135.90	142.07	N/C
6,000	CHINA UNICOM HONG KONG	06/23/10	06/05/13	81.54	79.57	1.97 LT
10,000	COMPASS GROUP PLC ADR	11/30/11	06/05/13	132.14	93.57	38.57 LT
7,000	CHEVRON CORP	11/15/05	06/05/13	859.17	405.67	453.50 LT
14,000	CONGOCOPHILLIPS	03/17/09	06/05/13	867.47	399.76	467.71 LT
1,000	CHIPOTLE MEXICAN GRILL	01/17/13	06/05/13	356.60	291.46	65.14 ST
34,000	CA INC	05/02/12	06/05/13	934.13	907.64	26.49 LT
3,000	CENOVUS ENERGY INC	02/05/13	06/05/13	89.72	100.51	(10.79) ST
83,000	CISCO SYSTEMS INC COM	05/18/12	06/05/13	2,014.59	1,371.54	643.05 LT
17,000	COCA COLA COM	07/13/10	06/05/13	696.91	448.50	248.41 LT

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14.0000	CURTISS WRIGHT	11/20/08	06/05/13	509.86	370.62	139.24 LT
5.0000	DBS GROUP HLDGS SPN ADR	05/21/12	06/05/13	423.03	332.23	90.80 LT
30.0000	DENSO CP UNSPONSORED ADR	10/14/10	06/05/13	625.19	463.40	161.79 LT
9.0000	DANAHER CORP DEL COM	05/16/11	06/05/13	552.98	486.83	66.15 LT
2.0000	DASSAULT SYS SA SPN ADR	07/21/10	06/05/13	253.46	134.12	119.34 LT
29.0000	DANONE-SPONS ADR	03/18/09	06/05/13	425.65	251.43	174.22 LT
17.0000	DU PONT E I DE MEMOURS	03/12/12	06/05/13	944.39	871.29	73.10 LT
2.0000	E M C CORPORATION MASS	10/08/09	06/05/13	48.88	35.58	13.30 LT
12.0000	E M C CORPORATION MASS	10/30/09	06/05/13	293.33	199.98	93.35 LT
2.0000	EQUINIX INC	04/29/13	06/05/13	397.55	425.07	(27.52) ST
5.0000	EDWARDS LIFESCIENCES CRP	02/08/13	06/05/13	329.63	435.00	(105.37) ST
20.0000	ERICSSON AMERICAN	03/26/10	06/05/13	234.88	203.05	31.83 LT
11.0000	EAST JAPAN RY CO ADR	06/23/10	06/05/13	135.73	122.09	13.64 LT
16.0000	ENSCO PLC SHS CL A	11/21/11	06/05/13	970.50	789.82	180.68 LT
7.0000	ENSCO PLC SHS CL A	11/22/11	06/05/13	424.60	346.59	78.01 LT
7.0000	EATON CORP PLC	02/04/13	06/05/13	456.28	397.45	58.83 ST
10.0000	ENERGEN CRP COM PV 1CENT	03/15/05	06/05/13	541.46	330.76	210.70 LT
1.0000	ENERGEN CRP COM PV 1CENT	03/17/09	06/05/13	54.15	27.43	26.72 LT
1.0000	ENVIS INC	04/30/07	06/05/13	17.01	24.65	(7.64) LT
20.0000	ENVIS INC	12/15/08	06/05/13	340.26	194.91	145.35 LT
7.0000	FAIR ISAAC CORPORATION	07/27/12	06/05/13	340.96	291.59	46.37 ST
2.0000	FAMILY DOLLAR STORES	10/16/12	06/05/13	121.54	136.18	(14.64) ST
27.0000	FREEMT-MCMIRAN CPR & GLD	10/20/10	06/24/13	730.14	1,268.74	N/C
2.0000	FREEMT-MCMIRAN CPR & GLD	10/20/10	06/24/13	54.08	93.98	(39.90) LT
5.0000	FREEMT-MCMIRAN CPR & GLD	11/01/10	06/24/13	135.22	239.62	(104.40) LT
52.0000	FREEMT-MCMIRAN CPR & GLD	11/01/10	06/24/13	1,393.26	2,492.09	(1,098.83) LT
3.0000	FEDEX CORP DELAWARE COM	01/13/12	06/05/13	293.24	270.67	22.57 LT
42.0000	FORU MOTOR CO	03/12/13	06/05/13	653.88	562.26	91.62 ST
71.0000	FORD MOTOR CO	03/13/13	06/05/13	1,195.38	951.65	153.73 ST
54.0000	FIFTH THIRD BANCORP	06/28/12	06/05/13	985.18	809.31	155.87 ST
5.0000	FACEBOOK INC	05/16/12	06/05/13	117.59	204.97	(87.38) LT
7.0000	GLAXOSMITHKLINE PLC ADR	03/27/13	06/05/13	360.52	322.72	37.80 ST
53.0000	GENERAL ELECTRIC	07/29/10	06/05/13	1,245.49	855.22	390.27 LT
1.0000	GENERAL ELECTRIC	07/30/10	06/05/13	23.50	16.07	7.43 LT
1.0000	GOOGLE INC CL A	02/23/11	06/05/13	868.97	612.14	256.83 LT
15.0000	GDF SUEZ ADR	07/20/12	06/05/13	304.34	326.69	(22.35) ST
32.0000	GRUPO FINANCIERO SANTINDE	10/03/12	05/30/13	482.61	434.35	58.26 ST
40.0000	GRUPO FINANCIERO SANTINDE	10/04/12	05/30/13	615.77	551.28	64.49 ST
7.0000	HSRC HLDG PLC SP ADR	07/21/09	06/05/13	387.28	315.65	71.63 LT
5.0000	HDFC BANK LTD ADR	08/05/09	06/05/13	196.99	99.15	97.84 LT

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32.0000	HENNES AND MAURITZ AB-	08/15/12	06/05/13	218.23	236.13	(17.90) ST
8.0000	HOLLYFRONTIER CORP	04/16/13	06/05/13	383.03	380.37	2.66 ST
6.0000	HEINEKEN N V ADR	03/17/09	06/05/13	207.50	84.60	122.90 LT
13.0000	HARMAN INTL INDS INC NEW	10/19/12	06/05/13	678.34	588.43	109.91 ST
7.0000	HARRIS CORP DEL	02/06/09	06/05/13	351.23	308.47	42.76 LT
8.0000	HARRIS CORP DEL	03/17/09	06/05/13	401.42	255.76	145.66 LT
19.0000	HONDA MOTOR ADR NEW	01/31/11	06/05/13	706.29	808.28	(101.99) LT
20.0000	HUTCHIN WHAMPOA ADR	08/19/09	06/05/13	415.79	290.67	125.12 LT
6.0000	HUTCHIN WHAMPOA ADR	08/27/09	06/05/13	124.74	89.43	35.31 LT
3.0000	IDACORP INC COM	01/24/13	06/05/13	141.57	134.95	6.62 ST
25.0000	INFINEON TECHS AG SPDADR	04/10/13	06/05/13	212.26	195.40	16.86 ST
5.0000	ICICI BANK LTD SPD ADR	12/22/09	06/05/13	219.50	180.26	39.24 LT
5.0000	ILLUMINA INC COM	05/02/11	06/05/13	356.11	357.80	(1.69) LT
83.0000	INTEL CORP	08/27/10	06/05/13	2,089.74	1,508.53	581.21 LT
38.0000	INTEL CORP	05/18/11	06/05/13	956.75	907.03	49.72 LT
17.0000	INTEL CORP	05/19/11	06/05/13	428.03	399.62	28.41 LT
2.0000	INTL BUSINESS MACHINES	09/23/12	06/05/13	412.02	414.66	(2.64) ST
13.0000	INTL PAPER CO	06/23/11	06/05/13	588.69	374.59	214.10 LT
12.0000	ITAJI UNIBANCO BANCO HOLD	11/22/11	06/05/13	179.87	181.48	(1.61) LT
12.0000	ING GP NV SP5D ADR	09/04/09	06/05/13	118.61	196.59	(77.98) LT
27.0000	ING GP NV SP5D ADR	12/16/09	06/05/13	246.36	169.19	77.17 LT
54.0000	JPMORGAN CHASE & CO	11/07/11	06/05/13	2,912.02	1,899.89	1,012.13 LT
14.0000	JPMORGAN CHASE & CO	12/02/11	06/05/13	754.98	454.11	300.87 LT
26.0000	JABIL CIRCUIT INC	03/17/09	06/05/13	515.62	98.02	417.60 LT
9.0000	JOHNSON AND JOHNSON COM	05/12/11	06/05/13	841.40	665.55	175.85 LT
9.0000	JOHNSON AND JOHNSON COM	06/23/11	06/05/13	757.27	585.87	171.40 LT
2.0000	KAD CORP SPD ADR	09/10/08	06/05/13	62.99	60.19	2.80 LT
7.0000	KAD CORP SPD ADR	06/02/09	06/05/13	220.50	154.70	65.80 LT
16.0000	KBR INC	06/17/09	06/05/13	560.14	301.16	258.98 LT
35.0000	KDDI CORP SHS	04/23/10	06/05/13	376.02	215.78	160.24 LT
10.0000	KINDER MORGAN INC DEL	08/02/12	06/05/13	376.60	353.54	23.06 ST
5.0000	KRAFT FOODS GROUP INC	05/02/12	06/05/13	269.75	209.61	60.14 LT
10.0000	LYMH MOET HENNESSY ADR	11/09/09	06/05/13	344.79	224.08	120.71 LT
4.0000	LOCKHEED MARTIN CORP	03/11/10	06/05/13	417.99	330.84	87.15 LT
5.0000	LOCKHEED MARTIN CORP	03/12/10	06/05/13	522.50	414.58	107.92 LT
56.0000	LI & FUNG LTD-UNSP ADR	05/03/12	06/05/13	155.11	246.07	N/C
7.0000	MITSUBISHI CP SP5SRD ADR	03/17/09	06/05/13	247.52	172.48	75.04 LT
10.0000	METLIFE INC COM	05/04/09	06/05/13	436.86	276.03	160.83 LT
43.0000	METLIFE INC COM	04/21/10	06/05/13	1,878.50	2,001.78	(123.28) LT
42.0000	MARATHON OIL CORP	12/12/08	06/05/13	1,452.18	617.23	834.95 LT

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9,000	MARATHON OIL CORP	07/07/11	06/05/13	311.19	296.97	14.22 LT
17,000	MOLSON COOR BREW CO CL B	08/15/12	06/05/13	856.91	744.14	112.77 ST
4,000	MOLSON COOR BREW CO CL B	08/16/12	06/05/13	201.63	176.03	25.60 ST
74,000	MITSUBISHI UFJ FINL GRP	06/03/11	06/05/13	430.02	336.74	93.28 LT
21,000	MERCK AND CO INC SHS	04/04/12	06/05/13	1,039.45	812.86	226.59 LT
21,000	MATEL INC COM	08/30/11	06/05/13	931.72	565.59	366.13 LT
1,000	MATEL INC COM	09/02/11	06/05/13	44.36	26.37	17.99 LT
18,000	MATEL INC COM	09/06/11	06/05/13	798.63	469.59	329.04 LT
12,000	MEDTRONIC INC COM	02/23/09	06/05/13	615.88	416.55	199.33 LT
19,000	MEDTRONIC INC COM	02/25/09	06/05/13	975.16	649.64	325.52 LT
9,000	METHANEX CORP COM	07/30/12	06/05/13	382.26	246.28	135.98 ST
50,000	MICROSOFT CORP	08/18/11	06/05/13	1,737.52	1,244.17	493.35 LT
5,000	MICROSOFT CORP	10/18/11	06/05/13	173.75	135.48	38.27 LT
7,000	MICROSOFT CORP	03/02/12	06/05/13	69.51	64.76	4.75 LT
11,000	NOVARTIS ADR	12/08/11	06/05/13	787.42	601.84	185.58 LT
27,000	NEWELL RUBBERMAID INC	03/07/13	06/05/13	720.88	649.77	71.11 ST
20,000	NORTHROP GRUMMAN CORP	10/27/09	06/05/13	1,639.83	921.31	718.52 LT
1,000	NUCOR CORPORATION	03/11/13	06/05/13	45.02	47.54	(2.52) ST
3,000	NUCOR CORPORATION	03/12/13	06/05/13	135.07	142.32	(7.25) ST
13,000	OWENS & MINOR INC NEW COM	03/15/05	06/05/13	439.70	234.57	205.13 LT
1,000	O'REILLY AUTOMOTIVE INC	07/17/12	06/05/13	309.71	92.32	17.39 ST
10,000	PROSPERITY BANCSHARES	01/04/11	06/05/13	494.51	394.87	99.64 LT
18,000	PUBLICIS GROUPE SPON ADR	01/20/11	06/05/13	316.97	228.94	88.03 LT
10,000	PNC FINCL SERVICES GROUP	11/12/10	06/05/13	708.46	571.33	137.13 LT
9,000	PERNOD-RICARD SA-UNSPON	05/06/13	06/05/13	214.32	221.77	N/C
47,000	PFIZER INC	05/05/10	06/05/13	1,170.07	721.11	448.96 LT
2,000	PRECISION CASTPARTS	07/28/10	06/05/13	427.09	245.02	182.07 LT
6,000	PROCTER & GAMBLE CO	05/16/11	06/05/13	461.94	401.92	60.02 LT
6,000	QUALCOMM INC	07/27/11	06/05/13	380.72	341.57	39.15 LT
10,000	QUALCOMM INC	07/27/11	06/05/13	627.98	569.28	58.70 LT
7,000	QUALCOMM INC	07/22/11	06/06/13	439.59	399.76	39.83 LT
8,000	QUALCOMM INC	11/18/11	06/06/13	502.40	446.77	55.63 LT
13,000	RIO TINTO PLC SPNSRD ADR	04/12/11	06/05/13	568.26	935.63	N/C
6,000	RIO TINTO PLC SPNSRD ADR	04/12/11	06/05/13	262.28	431.83	(169.55) LT
7,000	RANGE RESOURCES CORP DEL	06/20/12	06/05/13	519.52	415.56	103.96 ST
13,000	REYNOLDS AMERICAN INC	03/15/05	06/05/13	629.12	265.36	363.76 LT
10,000	ROYAL DUTCH SHELL PLC	10/02/07	06/05/13	661.07	818.77	(157.70) LT
23,000	RECKITT BENCKISER GROUP	02/02/09	06/05/13	175.41	175.41	151.41 LT
8,000	ROCHE HLDG LTD SPN ADR	03/17/09	06/05/13	493.23	249.36	243.87 LT
11,000	ROYAL GOLD INC COM	03/07/13	06/05/13	615.40	735.45	N/C

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Statement Period Year Ending 06/30/13
Account No 5R2-04010

EMA Fiscal Statement

THE MICHAEL FOUNDATION INC

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
10,000	SENSIENT TECHNOLOGY CORP	03/15/05	06/05/13	413.99	221.50	192.49 LT
8,000	SANDISK CORP INC	01/27/12	06/05/13	462.39	374.51	87.88 LT
6,000	SIEMENS AG ADR	03/17/09	06/05/13	635.97	346.74	289.23 LT
29,000	SLM CORP	05/16/13	06/05/13	684.58	649.72	34.86 ST
33,000	SUEZ ENVIRONMENT SPN AD	02/28/13	06/05/13	211.52	217.98	(6.46) ST
4,000	SEVEN AND I HOLDINGS CO	01/15/12	06/05/13	274.63	222.34	52.29 LT
9,000	SYMRISE AG ADR	09/09/09	06/05/13	365.03	162.51	202.52 LT
1,000	SHFRWIN WILLJAMS	08/09/12	06/05/13	182.48	141.18	41.30 ST
6,000	STARWOOD PFTY TR INC	11/14/12	06/05/13	151.26	128.69	22.57 ST
53,000	SUMITOMO MITSUI-UNSPONS	12/01/09	06/05/13	431.78	340.52	91.26 LT
112,000	STAPLES INC	07/18/12	06/05/13	1,678.17	1,433.06	245.12 ST
16,000	STAPLES INC	07/20/12	06/05/13	239.74	199.69	40.05 ST
13,000	STARBUCKS CORP	05/12/10	06/05/13	821.37	361.12	460.25 LT
9,000	TOTAL S.A. SP ADR	08/05/09	06/05/13	451.12	497.76	(46.64) LT
6,000	TOTAL S.A. SP ADR	02/12/10	06/05/13	300.75	340.82	(40.07) LT
2,000	TELEFLEX INC	01/27/09	06/05/13	154.97	102.91	52.06 LT
6,000	TO-KIO MARINE HOLDINGS	07/13/09	06/05/13	170.45	164.19	6.26 LT
20,000	TAIWAN S MANUFACTURING ADR	10/28/09	06/05/13	376.10	196.28	179.82 LT
8,000	TEFCOM ITALIA S P A NEW	08/26/10	06/05/13	60.75	104.57	(43.82) LT
17,000	TRAVELERS COS INC	03/15/05	06/05/13	1,421.72	644.13	777.59 LT
6,000	TIM PARTICIPACIONS ADR	09/20/11	06/05/13	116.38	163.01	(46.63) LT
3,000	UGI CORP NEW	03/15/05	06/05/13	113.41	69.47	43.94 LT
9,000	UNILEVER NY NY REG SHS	10/17/12	06/05/13	365.38	336.35	29.03 ST
19,000	UBS AG REG	12/07/12	06/05/13	337.65	303.96	33.70 ST
4,000	UNION PACIFIC CORP	10/06/11	06/05/13	618.55	356.06	262.49 LT
14,000	UNIVERSAL CORP VA	03/15/05	06/05/13	811.08	677.63	133.45 LT
12,000	VERIZON COMMUNICATIONS COM	04/26/12	06/05/13	582.49	479.49	103.00 LT
29,000	VODAFONE GROU PLC SP ADR	12/17/09	05/30/13	850.74	660.23	190.51 LT
4,000	VODAFONE GROU PLC SP ADR	06/23/10	05/30/13	317.35	84.95	32.40 LT
8,000	VODAFONE GROU PLC SP ADR	06/23/10	06/05/13	231.28	169.90	61.38 LT
4,000	VERTEX PHARMCTLS INC	05/30/12	06/05/13	315.28	240.59	74.69 LT
2,000	VERTEX PHARMCTLS INC	05/31/12	06/05/13	157.65	120.23	37.42 LT
1,000	WORLD FUFL SERVICES CRP	09/11/07	06/05/13	40.38	19.29	21.09 LT
2,000	WAL-MART STORES INC	02/28/13	06/05/13	151.72	142.84	8.88 ST
7,000	WEIS MARKETS INC	03/15/05	06/05/13	291.67	255.85	35.82 LT
3,000	WESTPAC BANKING ADR	12/24/09	06/05/13	403.00	333.30	69.70 LT
6,000	WHOLF FOODS MKT INC COM	04/15/13	06/05/13	306.06	261.31	44.75 ST
129,000	XEROX CORP	12/15/08	06/05/13	1,147.34	944.14	203.20 LT
30,000	WELLS FARGO & CO NEW DEL	08/26/10	06/05/13	1,208.68	708.93	499.75 LT
30,000	WELLS FARGO & CO NEW DEL	08/27/10	06/05/13	1,208.68	713.08	495.60 LT

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 Statement Period Year Ending 06/30/13
 Account No 5R2-04010

EMASM Fiscal Statement

THE MICHAEL FOUNDATION INC

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
856,000	FIXED INCOME SHRS SER C	03/16/05	06/13/13	11,256.40	10,023.76	1,232.64 LT
1,749,000	FIXED INCOME SHRS SER M	03/16/05	06/13/13	19,294.02	18,623.78	N/C
830,000	FIXED INCOME SHRS SER M	03/16/05	06/13/13	9,113.40	9,312.60	(199.20) LT

960,919.58 880,254.46

Application for Extension of Time To File an Exempt Organization Return

(Rev. January 2013)

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ▶
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THE MICHAEL FOUNDATION INC.	Employer identification number (EIN) or 58-1992204
	Number, street, and room or suite no. If a P.O. box, see instructions. 518 KIMBERTON ROAD, PMB 320	Social security number (SSN)
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHOENIXVILLE PA 19460	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ Edward R. Hill 518 KIMBERTON ROAD, PMB 320 - PHOENIXVILLE, PA 19406

Telephone No. ▶ 610-917-0800 FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year 20 ____ or

▶ tax year beginning JULY 1, 20 12, and ending JUNE 30, 20 12.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.