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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 08-01-2012 , and ending 07-31-2013

Name of foundation
THEODORE AND CASHMERE M MENDICK FOUNDATION INC

A Employer identification number
16-1289406

Number and street (or P O box number if mail is not delivered to street address) 468 RIDGE RD EAST | Room/suite

B Telephone number (see instructions)
(585) 266-5900

City or town, state, and ZIP code
ROCHESTER, NY 14621

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,270,638

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	30	30	30	
	4	Dividends and interest from securities	90,073	90,073	90,073	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		280,823		
	8	Net short-term capital gain			280,823	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	10,009	10,009		
	12	**Total.** Add lines 1 through 11	100,112	380,935	370,926	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	28,000	20,000		8,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	11,125	6,125		5,000
	c	Other professional fees (attach schedule)	32,898	26,000		6,898
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,914	2,914		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,619	1,787		1,832
	24	**Total operating and administrative expenses.** Add lines 13 through 23	78,556	56,826		21,730
	25	Contributions, gifts, grants paid	115,925			115,925
	26	**Total expenses and disbursements.** Add lines 24 and 25	194,481	56,826		137,655
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-94,369			
	b	**Net investment income** (if negative, enter -0-)		324,109		
	c	**Adjusted net income** (if negative, enter -0-)			370,926	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	129,017	412,018	412,018
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	85,052	211,679	205,649
	b	Investments—corporate stock (attach schedule)	2,198,370	2,113,318	2,832,048
	c	Investments—corporate bonds (attach schedule)	468,418	536,113	571,379
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans	305,360	249,544	249,544
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 1,338 Less accumulated depreciation (attach schedule) ▶ 1,338		0	
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,186,217	3,522,672	4,270,638
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)		150,000	
	23	**Total liabilities** (add lines 17 through 22)		150,000	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	3,186,217	3,372,672	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,186,217	3,372,672	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,186,217	3,522,672	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,186,217
2	Enter amount from Part I, line 27a	2	-94,369
3	Other increases not included in line 2 (itemize) ▶	3	280,824
4	Add lines 1, 2, and 3	4	3,372,672
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,372,672

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)
1 a	See Statement#1	P	2012-08-01	2013-07-31
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,326,204	0	1,045,381	280,823
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	0	0	0	280,823
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	280,823
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	280,823

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	231,880	3,496,460	0 066319
2010	216,563	3,548,229	0 061034
2009	189,966	2,871,236	0 066162
2008	217,566	3,056,303	0 071186
2007	241,014	4,084,640	0 059005

2	**Total** of line 1, column (d).	2	0 323706
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 064741
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,768,007
5	Multiply line 4 by line 3.	5	243,945
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,241
7	Add lines 5 and 6.	7	247,186
8	Enter qualifying distributions from Part XII, line 4.	8	137,655

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	6,482
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	6,482
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	6,482
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 2,000		
b	Exempt foreign organizations—tax withheld at source — 6b:		
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	2,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	6
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	4,488
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** ▶ 0 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶BERT D BUTLER CPA Telephone no ▶(585) 342-0101

Located at ▶561 TITUS AVE ROCHESTER NY ZIP+4 ▶146173514

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER MENDICK 102 EASTMAN ESTATES ROCHESTER, NY 14622	VICE PRESIDENT & SEC 0	7,000	0	0
A MICHAEL MENDICK 130 EAST AVENUE SUITE 550 ROCHESTER, NY 14604	Treasurer 0	7,000	0	0
DIANE MENDICK 130 EAST AVENUE SUITE 550 ROCHESTER, NY 14604	Assistant Secretary 0	7,000	0	0
JOHN J MENDICK 780 BLUE CREEK DRIVE WEBSTER, NY 14580	Assistant Secretary 0	7,000	0	0

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

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

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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,403,567
b	Average of monthly cash balances	1b	172,277
c	Fair market value of all other assets (see instructions)	1c	249,544
d	**Total** (add lines 1a, b, and c)	1d	3,825,388
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,825,388
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,381
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,768,007
6	**Minimum investment return.** Enter 5% of line 5	6	188,400

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	188,400
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,482		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,482
3	Distributable amount before adjustments Subtract line 2c from line 1			3	181,918
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	181,918
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	181,918

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	137,655
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	137,655
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	137,655

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				181,918
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010. 91,112				
e From 2011. 60,829				
f Total of lines 3a through e.	151,941			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 137,655				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				137,655
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	44,263			44,263
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	107,678			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	107,678			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . . 46,849				
d Excess from 2011. . . . 60,829				
e Excess from 2012. . . .				

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

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

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

Part XV Supplementary Information (Complete this part only if the organization 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

NA
N/A
NA, NY 14621

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				115,925
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	30	
4 Dividends and interest from securities. . . .			14	90,073	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Mortgage Interest			14	10,009	
b Note Rec Interest			14		
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				100,112	

13 Total. Add line 12, columns (b), (d), and (e). 13 100,112

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2013-10-28	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
BERT D BUTLER	BERT D BUTLER	2014-03-17		

Firm's name ▶	BERT D BUTLER CPA	Firm's EIN ▶
Firm's address ▶	561 TITUS AVE ROCHESTER, NY 14617	Phone no (585) 342-0101

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BISHOP KEARNEY HIGH SCHOOL 125 KINGS HIGHWAY SOUTH ROCHESTER,NY 14617		Public	Endowment	25,000
ST JOHN FISHER COLLEGE 3690 EAST AVENUE ROCHESTER,NY 14618		Public	Endowment	25,000
STRONG MEMORIAL HOSPITAL 601 ELMWOOD AVENUE ROCHESTER,NY 14614		Public	Endowment	7,000
IRONDEQUOIT ROTARY CLUB 1010 E RIDGE RD IRONDEQUOIT,NY 14617		Public	Endowment	21,425
ST JOHN NEUMANN SCHOOL 31 EMPIRE BOULEVARD ROCHESTER,NY 14609		Public	Endowment	5,000
ROCHESTER MUSIC HALL OF FAME 26 GIBBS ST ROCHESTER,NY 14604		Public	Endowment	5,000
IASC 1250 BUFFALO RD ROCHESTER,NY 14624		Public	Endowment	2,500
MCCC OF ROCHESTER 439 PAUL RD ROCHESTER,NY 14624		Public	Endowment	5,000
OUR LADY OF MERCY HIGH SCHOOL 1437 BLOSSOM RD ROCHESTER,NY 14610		Public	Endowment	20,000
Total . . . . ▶ **3a**				115,925

TY 2012 Accounting Fees Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bert D Butler, CPA Accounting Service Fees	11,125	6,125		5,000

TY 2012 Investments Corporate Bonds Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Core Plus Bond Series	381,377	412,525
High Yield Bond Series	83,608	89,646
Global Fixed Income Series	71,128	69,208

TY 2012 Investments Corporate Stock Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See Statement #2	2,113,318	2,832,048

TY 2012 Investments Government Obligations Schedule

Name:	THEODORE AND CASHMERE M MENDICK FOUNDATION INC
EIN:	16-1289406
US Government Securities - End of Year Book Value:	211,679
US Government Securities - End of Year Fair Market Value:	205,649
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2012 Land, Etc. Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Fax Machine	449	449		
Xerox Copier	889	889		

TY 2012 Other Expenses Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,060	1,030		1,030
TELPHONE	957	457		500
INVESTMENT FEES	1			1
OFFICE EXPENSES	485	200		285
BANK CHARGE	116	100		16

TY 2012 Other Income Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Mortgage Interest - J&P Mendick	10,009	10,009	

TY 2012 Other Increases Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Description	Amount
Long-term Capital Gain - FYE 07-31-13	249,359
Short-term Capital Gain - FYE 07-31-13	31,465

TY 2012 Other Professional Fees Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Manning & Napier Service Fees	11,333	8,000		3,333
Morgan Stanley Service Fees	21,565	18,000		3,565

TY 2012 Taxes Schedule

Name: THEODORE AND CASHMERE M MENDICK FOUNDATION INC

EIN: 16-1289406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
7-31-11 NYS Balance Due	250	250		
7-31-13 Federal Taxes	1,592	1,592		
FOREIGN TAX PAID	1,072	1,072		

Activity

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
8/6	Automatic Investment	BANK DEPOSIT PROGRAM	47.88
8/13	Automatic Investment	BANK DEPOSIT PROGRAM	22.28
8/14	Automatic Investment	BANK DEPOSIT PROGRAM	1,932[illegible]
8/16	Automatic Investment	BANK DEPOSIT PROGRAM	358.98
8/17	Automatic Investment	BANK DEPOSIT PROGRAM	31.00
8/20	Automatic Investment	BANK DEPOSIT PROGRAM	218.67
8/22	Automatic Investment	BANK DEPOSIT PROGRAM	188.92
8/27	Automatic Investment	BANK DEPOSIT PROGRAM	118.76
8/28	Automatic Redemption	BANK DEPOSIT PROGRAM	(3,556.36)
8/30	Automatic Investment	BANK DEPOSIT PROGRAM	156.78
8/30	Automatic Investment	BANK DEPOSIT PROGRAM	1.80
8/31	Automatic Investment	BANK DEPOSIT PROGRAM	34.62
NET ACTIVITY FOR PERIOD			$(344.01)

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
8/10	Stock Dividend	BROWN FORMAN CORP CL B		35.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BROWN FORMAN CORP CL B	09/29/10	08/10/12	0.500	$31.00	$20.52	$10.48	
RALCORP HOLDINGS NEW	11/02/10	08/08/12	25.000	1,610.13	1,308.49	301.64	
	12/02/10	08/08/12	5.000	322.03	264.78	57.25	
Long-Term This Period				**$1,963.16**	**$1,593.79**	**$369.37**	1
Long-Term Year to Date				**$187,606.02**	**$140,183.87**	**$47,422.15**	

Dale

Activity

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
XIS CAPITAL HOLDINGS LTD	04/10/12	08/23/12	70.000	2,362.14	2,328.81	33.33	
Short-Term This Period				**$2,362.14**	**$2,328.81**	**$33.33**	2
Short-Term Year to Date				**$25,014.23**	**$24,759.64**	**$254.59**	
Net Realized Gain/(Loss) This Period				**$4,325.30**	**$3,922.60**	**$402.70**	
Net Realized Gain/(Loss) Year to Date				**$212,620.25**	**$164,943.51**	**$47,676.74**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

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Activity

Fiduciary Services Active Assets Account
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THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	04/13/10	09/10/12	9.000	1,299.14	648.30	650.84	
SNAP-ON INC	12/14/09	09/10/12	29.000	2,117.27	1,150.06	967.21	
TJX COS INC NEW	05/08/09	09/10/12	76.000	3,491.69	1,090.68	2,401.01	
WISCONSIN ENERGY CORP	01/28/10	09/10/12	40.000	1,521.12	974.18	546.94	
	01/29/10	09/10/12	44.000	1,673.23	1,077.79	595.44	
Long-Term This Period				**$42,791.71**	**$25,594.16**	**$17,197.55** 3	
Long-Term Year to Date				**$230,397.73**	**$165,778.03**	**$64,619.70**	
Net Realized Gain/(Loss) This Period				**$42,791.71**	**$25,594.16**	**$17,197.55**	
Net Realized Gain/(Loss) Year to Date				**$255,411.96**	**$190,537.67**	**$64,874.29**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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Morgan Stanley

Activity

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS)

urity Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
&E CORPORATION	03/16/12	10/17/12	65.000	2,794.56	2,812.40	(17.84)	
	03/16/12	10/22/12	56.000	2,380.61	2,422.99	(42.38)	
	03/16/12	10/24/12	39.000	1,641.42	1,687.44	(46.02)	
	04/04/12	10/24/12	18.000	757.58	780.58	(23.00)	
Short-Term This Period				**$7,574.17**	**$7,703.41**	**$(129.24)**	(4)
Short-Term Year to Date				**$32,588.40**	**$32,463.05**	**$125.35**	
Net Realized Gain/(Loss) This Period				**$31,049.99**	**$22,864.97**	**$8,185.02**	
Net Realized Gain/(Loss) Year to Date				**$286,461.95**	**$213,402.64**	**$73,059.31**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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Activity

Fiduciary Services Active Assets Account
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THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
10/26	Automatic Investment	BANK DEPOSIT PROGRAM	2,380.61
10/29	Automatic Investment	BANK DEPOSIT PROGRAM	35.62
10/30	Automatic Investment	BANK DEPOSIT PROGRAM	2.[illegible]
10/30	Automatic Redemption	BANK DEPOSIT PROGRAM	(629.9[illegible]
NET ACTIVITY FOR PERIOD			$7,845.81

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CBS CORP NEW CL B SHRS	12/08/10	10/04/12	15.000	$538.60	$270.40	$268.20	
	12/17/10	10/04/12	57.000	2,046.69	1,070.18	976.51	
GANNETT COMPANY INC DE	03/04/10	10/04/12	165.000	3,029.41	2,604.74	424.67	
	03/31/10	10/04/12	59.000	1,083.24	979.61	103.63	
PVH CORPORATION	02/05/10	10/04/12	10.000	946.10	390.54	555.56	
	04/26/10	10/04/12	17.000	1,608.37	1,126.62	481.75	
ROCK TENN CO CL A	11/30/10	10/04/12	44.000	3,204.14	2,387.90	816.24	
SMUCKER JM CO COM NEW	06/25/10	10/04/12	15.000	1,308.46	929.30	379.16	
	07/09/10	10/04/12	4.000	348.92	250.16	98.76	
SUNTRUST BKS	06/03/09	10/04/12	91.000	2,726.02	1,446.97	1,279.05	
SYNOPSYS INC	12/17/09	10/04/12	46.000	1,498.72	955.45	543.27	
WESTAR ENERGY INC	12/29/04	10/04/12	77.000	2,293.13	1,736.78	556.35	
WILLIAMS CO INC	09/09/08	10/10/12	25.000	900.01	526.20	373.81	
	02/24/09	10/10/12	54.000	1,944.01	486.71	1,457.30	
Long-Term This Period				**$23,475.82**	**$15,161.56**	**$8,314.26**	5
Long-Term Year to Date				**$253,873.55**	**$180,939.59**	**$72,933.96**	

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Activity

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/30/05	11/02/12	53.000	1,427.75	1,264.20	163.55	
	04/03/07	11/02/12	27.000	727.34	761.08	(33.74)	
Long-Term This Period				**$16,736.47**	**$12,315.41**	**$4,421.06**	6
Long-Term Year to Date				**$270,610.02**	**$193,255.00**	**$77,355.02**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
PG&E CORPORATION	04/04/12	11/02/12	22.000	924.58	954.05	(29.47)	
	05/03/12	11/02/12	65.000	2,731.73	2,910.22	(178.49)	
Short-Term This Period				**$3,656.31**	**$3,864.27**	**$(207.96)**	7
Short-Term Year to Date				**$36,244.71**	**$36,327.32**	**$(82.61)**	
Net Realized Gain/(Loss) This Period				**$20,392.78**	**$16,179.68**	**$4,213.10**	
Net Realized Gain/(Loss) Year to Date				**$306,854.73**	**$229,582.32**	**$77,272.41**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
SHERWIN WILLIAMS COMPANY OHIO	04/13/10	12/05/12	26.000	3,899.74	1,872.87	2,026.87	
SNAP-ON INC	12/14/09	12/05/12	19.000	1,488.33	753.49	734.84	
Long-Term This Period				**$27,857.68**	**$19,728.29**	**$8,129.39**	8
Long-Term Year to Date				**$298,467.70**	**$212,983.29**	**$85,484.41**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ARCH CAPITAL GROUP LTD	11/05/12	12/05/12	19.000	847.62	807.54	40.08	
BECTON DICKINSON & CO	02/24/12	12/19/12	10.000	789.53	771.90	17.63	
Short-Term This Period				**$1,637.15**	**$1,579.44**	**$57.71**	9
Short-Term Year to Date				**$37,881.86**	**$37,906.76**	**$(24.90)**	
Net Realized Gain/(Loss) This Period				**$29,494.83**	**$21,307.73**	**$8,187.10**	
Net Realized Gain/(Loss) Year to Date				**$336,349.56**	**$250,890.05**	**$85,459.51**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

Account Detail

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	04/06/11	01/10/13	20.000	1,791.11	1,178.38	612.73	
	04/06/11	01/14/13	15.000	1,348.16	883.79	464.37	
	11/03/11	01/14/13	14.000	1,258.29	967.68	290.61	
	11/03/11	01/30/13	11.000	990.00	760.32	229.68	
REPUBLIC SERVICES INC	04/03/07	01/04/13	95.000	2,830.58	2,677.86	152.72	
SMUCKER JM CO COM NEW	07/09/10	01/04/13	30.000	2,696.53	1,876.20	820.33	
Long-Term This Period				**$16,988.33**	**$11,879.74**	**$5,108.59**	10
Long-Term Year to Date				**$16,988.33**	**$11,879.74**	**$5,108.59**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
MARATHON PETROLEUM CORP	07/19/12	01/04/13	16.000	997.73	754.74	242.99	
RALCORP HOLDINGS NEW	02/24/12	01/30/13	35.000	3,150.00	2,619.62	530.38	
Short-Term This Period				**$4,147.73**	**$3,374.36**	**$773.37**	11
Short-Term Year to Date				**$4,147.73**	**$3,374.36**	**$773.37**	
Net Realized Gain/(Loss) This Period				**$21,136.06**	**$15,254.10**	**$5,881.96**	
Net Realized Gain/(Loss) Year to Date				**$21,136.06**	**$15,254.10**	**$5,881.96**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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Consolidated 1099 Tax Statement and 1099R Mailing Date Reminder

As a reminder, the Forms 1099 and 1099R filing deadline for financial services firms is February 15th. This year's Forms 1099 and 1099R mailing will commence on or about February 13th. If you are registered with Morgan Stanley Online, you will be able to log on and view your Forms 1099 and 1099R once they are available. If you are registered on Morgan Stanley Online and enrolled in eDelivery, you will be notified when they are available for each of your accounts. If you are not enrolled in eDelivery and would like to, please visit http://www.morganstanley.com/online/edelivery and enroll or contact your Financial Advisor.

Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
2/15	Automatic Investment	BANK DEPOSIT PROGRAM	53.64
2/19	Automatic Investment	BANK DEPOSIT PROGRAM	321.54
2/20	Automatic Investment	BANK DEPOSIT PROGRAM	199.02
2/21	Automatic Investment	BANK DEPOSIT PROGRAM	109.68
2/25	Automatic Investment	BANK DEPOSIT PROGRAM	182
2/26	Automatic Investment	BANK DEPOSIT PROGRAM	70.88
2/27	Automatic Investment	BANK DEPOSIT PROGRAM	2.68
2/28	Automatic Investment	BANK DEPOSIT PROGRAM	178.10
NET ACTIVITY FOR PERIOD			**$3,977.49**

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMC NETWORKS INC CL A	02/07/07	02/06/13	11.000	$632.37	$317.49	$314.88	
	05/30/07	02/06/13	18.000	1,034.79	594.72	440.07	
	01/07/08	02/06/13	15.000	862.32	331.58	530.74	
	04/06/11	02/06/13	1.000	57.49	40.55	16.94	
AMERIPRISE FINCL INC	11/11/09	02/06/13	40.000	2,636.95	1,572.10	1,064.85	
	01/06/10	02/06/13	2.000	131.85	82.95	48.90	
BERKLEY W R CORP	01/09/07	02/06/13	25.000	1,031.39	834.60	196.79	
	10/05/07	02/06/13	22.000	907.62	694.00	213.62	
ENERGEN CORP	05/25/05	02/06/13	23.000	1,093.57	703.65	389.92	
ENERGIZER HLDGS INC	05/15/09	02/06/13	20.000	1,764.36	1,035.09	729.27	
	06/23/09	02/06/13	1.000	88.22	50.99	37.23	
EQT CORPORATION COM NEW	11/10/08	02/06/13	29.000	1,780.98	919.78	861.20	
	02/09/09	02/06/13	8.000	491.30	306.49	184.81	
OLD REPUBLIC INTL CP	11/09/07	02/06/13	111.000	1,283.38	1,632.90	(349.52)	
	01/07/08	02/06/13	13.000	150.31	193.74	(43.43)	
REPUBLIC SERVICES INC	04/03/07	02/06/13	3.000	93.51	84.56	8.95	
	10/27/08	02/06/13	83.000	2,587.13	1,596.32	990.81	
TELEPHONE AND DATA SYSTEMS INC	10/07/05	02/06/13	45.000	1,139.68	1,661.55	(521.87)	
	12/14/06	02/06/13	17.000	430.55	857.50	(426.95)	
Long-Term This Period				**$18,197.77**	**$13,510.56**	**$4,687.21**	12
Long-Term Year to Date				**$35,186.10**	**$25,390.30**	**$9,795.80**	

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Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
3/18	Stock Dividend	JARDEN CORP		38.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMC NETWORKS INC CL A	04/06/11	03/11/13	16.000	$959.74	$648.84	$310.90	
	05/04/11	03/11/13	14.000	839.78	551.19	288.59	
JARDEN CORP	05/13/08	03/18/13	0.500	21.91	7.33	14.58	
ROCK TENN CO CL A	11/30/10	03/05/13	1.000	88.30	54.27	34.03	
	12/16/10	03/05/13	28.000	2,472.45	1,510.90	961.55	
WASHINGTON POST COMPANY CL B	11/04/08	03/11/13	1.000	410.66	449.68	(39.02)	
	02/04/09	03/11/13	3.000	1,231.97	1,264.12	(32.15)	
	02/19/09	03/11/13	1.000	410.66	391.99	18.67	
Long-Term This Period				$6,435.47	$4,878.32	$1,557.15	13
Long-Term Year to Date				$41,621.57	$30,268.62	$11,352.95	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ALLEGHANY CP DELAWARE	03/29/12	03/05/13	4.000	1,523.17	1,318.64	204.53	
Short-Term This Period				$1,523.17	$1,318.64	$204.53	14
Short-Term Year to Date				$5,670.90	$4,693.00	$977.90	

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Security Mark at Right

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
4/29	Automatic Investment	BANK DEPOSIT PROGRAM	35.62
4/29	Automatic Investment	BANK DEPOSIT PROGRAM	3.06
NET ACTIVITY FOR PERIOD			$2,231.05

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ALLIANT TECHSYSTEM	10/05/07	04/01/13	6.000	$426.82	$671.34	$(244.52)	
	01/09/08	04/01/13	23.000	1,636.13	2,405.81	(769.68)	
AMERISOURCEBERGEN CORP	08/02/10	04/01/13	85.000	4,370.79	2,606.56	1,764.23	
	10/19/10	04/01/13	1.000	51.42	31.85	19.57	
CHARLES SCHWAB NEW	02/06/12	04/01/13	91.000	1,586.55	1,159.96	426.59	
ONEOK INC NEW	06/01/09	04/01/13	39.000	1,882.06	584.95	1,297.11	
	11/02/10	04/01/13	22.000	1,061.68	554.54	507.14	
	11/02/10	04/08/13	28.000	1,339.84	705.77	634.07	
	04/06/11	04/08/13	60.000	2,871.08	2,017.54	853.54	
REPUBLIC SERVICES INC	10/27/08	04/01/13	17.000	552.40	326.96	225.44	
	04/02/09	04/01/13	58.000	1,884.64	1,059.63	825.01	
REXNORD CORP NEW	04/16/12	04/22/13	6.000	107.73	131.10	(23.37)	
TIFFANY & COMPANY NEW	01/11/08	04/01/13	27.000	1,893.20	967.99	925.21	
	10/01/08	04/01/13	10.000	701.18	354.59	346.59	
XL GROUP PLC NEW	07/14/10	04/01/13	125.000	3,780.38	2,183.19	1,597.19	
	08/03/10	04/01/13	26.000	786.32	466.15	320.17	
Long-Term This Period				**$24,932.22**	**$16,227.93**	**$8,704.29**	(15)
Long-Term Year to Date				**$66,553.79**	**$46,496.55**	**$20,057.24**	

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Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	04/30/09	05/10/13	20.000	682.50	417.08	265.42	
	02/12/10	05/10/13	90.000	3,071.27	2,342.35	728.92	
	01/13/11	05/10/13	20.000	682.50	586.17	96.33	
SHERWIN WILLIAMS COMPANY OHIO	04/13/10	05/10/13	17.000	3,193.01	1,224.57	1,968.44	
XCEL ENERGY INC	02/07/07	05/10/13	67.000	2,018.07	1,607.15	410.92	
Long-Term This Period				**$26,823.15**	**$18,574.97**	**$8,248.18**	16
Long-Term Year to Date				**$93,376.94**	**$65,071.52**	**$28,305.42**	
Net Realized Gain/(Loss) This Period				**$26,823.15**	**$18,574.97**	**$8,248.18**	
Net Realized Gain/(Loss) Year to Date				**$99,047.84**	**$69,764.52**	**$29,283.32**	

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MESSAGES

tice Regarding Handling of Block Orders under FINRA's Front Running Rule

Due to changes occurring this year to the Financial Industry Regulatory Authority's (FINRA) Rule 5270 regarding Front Running of Block Transactions, we are required to provide clients with the following information concerning the placing of block trading orders and how those block orders are handled:

Morgan Stanley Smith Barney LLC and its trade routing destinations may trade principally at prices that would satisfy your block trading order when the principal trades are unrelated to your block order. When the principal trades are not unrelated, we or our trade routing destinations may trade principally ahead of, or alongside, your block order for the purpose of fulfilling, or facilitating the execution of, your order. For these orders you may instruct us that you do not wish us or our trade routing destinations to trade principally ahead of, or alongside, your order. However, such instruction will limit the range of execution alternatives that we are able to offer.

A copy of Rule 5270 can be obtained at www.finra.org/. Please contact your Morgan Stanley Financial Advisor if you require more information regarding how your block orders are handled.

Important Information About Advisory Accounts

Please notify your Financial Advisor if there have been any changes in your financial situation or investment objectives, or if you wish to impose any reasonable restrictions on the management of your Investment Advisory accounts, or to reasonably modify existing restrictions.

For a copy of the applicable ADV Brochure for Morgan Stanley Smith Barney LLC, or for any Investment Adviser with whom we contract to manage your investment advisory account, please contact your Financial Advisor. These ADV Brochures contain important information about advisory programs.

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Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
6/28	Automatic Investment	BANK DEPOSIT PROGRAM	5,039.92
NET ACTIVITY FOR PERIOD			$(11,247.86)

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMERIPRISE FINCL INC	01/06/10	06/07/13	28.000	$2,318.78	$1,161.30	$1,157.48	
	02/04/10	06/07/13	3.000	248.44	115.05	133.39	
ENERGEN CORP	05/25/05	06/12/13	12.000	639.39	367.12	272.27	
	04/11/06	06/12/13	17.000	905.80	607.12	298.68	
MARRIOTT INTL INC NEW CL A	03/03/08	06/20/13	35.000	1,388.38	1,132.34	256.04	
	07/30/08	06/20/13	55.000	2,181.75	1,376.93	804.82	
NV ENERGY INC COM	06/14/11	06/24/13	2.000	46.91	31.16	15.75	
	06/20/11	06/24/13	140.000	3,283.39	2,131.36	1,152.03	
	07/15/11	06/24/13	67.000	1,571.33	1,012.86	558.47	
	07/15/11	06/28/13	89.000	2,088.54	1,345.44	743.10	
	10/06/11	06/28/13	125.000	2,933.34	1,824.69	1,108.65	
	11/03/11	06/28/13	75.000	1,760.01	1,184.34	575.67	
	11/28/11	06/28/13	7.000	164.27	103.96	60.31	
Long-Term This Period				**$19,530.33**	**$12,393.67**	**$7,136.66**	18
Long-Term Year to Date				**$112,907.27**	**$77,465.19**	**$35,442.08**	
Net Realized Gain/(Loss) This Period				**$19,530.33**	**$12,393.67**	**$7,136.66**	
Net Realized Gain/(Loss) Year to Date				**$118,578.17**	**$82,158.19**	**$36,419.98**	

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Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
7/30	Automatic Investment	BANK DEPOSIT PROGRAM	2.09
NET ACTIVITY FOR PERIOD			$417.90

EALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CAPITOL FEDERAL FINL INC NEW	06/02/11	07/08/13	290.000	$3,590.97	$3,405.18	$185.79	
	11/28/11	07/08/13	10.000	123.83	109.63	14.20	
	02/24/12	07/08/13	25.000	309.56	290.75	18.81	
CHARLES SCHWAB NEW	02/06/12	07/03/13	137.000	2,937.81	1,746.31	1,191.50	
CULLEN FROST BANKERS INC	12/06/05	07/15/13	9.000	626.07	502.56	123.51	
	02/25/08	07/15/13	36.000	2,504.28	1,925.99	578.29	
ENERGIZER HLDGS INC	06/23/09	07/02/13	20.000	2,044.43	1,019.77	1,024.66	
INVESCO LTD	02/14/11	07/22/13	102.000	3,364.89	2,631.51	733.38	
NV ENERGY INC COM	11/28/11	07/10/13	13.000	306.40	193.06	113.34	
	02/24/12	07/10/13	15.000	353.54	239.82	113.72	
	03/02/12	07/10/13	155.000	3,653.25	2,445.65	1,207.60	
ONEBEACON INS GP LTD CL A	08/06/07	07/29/13	43.000	601.18	896.60	(295.42)	
	01/10/08	07/29/13	25.000	349.52	569.59	(220.07)	
	08/01/08	07/29/13	105.000	1,468.00	1,905.67	(437.67)	
	05/01/09	07/29/13	95.000	1,328.19	1,102.19	226.00	
	02/24/12	07/29/13	25.000	349.52	381.00	(31.48)	
PEOPLE'S UNITED FINANCIAL INC.	03/27/08	07/10/13	80.000	1,203.91	1,427.77	(223.86)	
	08/03/10	07/10/13	140.000	2,106.85	1,940.39	166.46	
	09/10/10	07/10/13	22.000	331.08	288.02	43.06	
REPUBLIC SERVICES INC	01/13/11	07/26/13	45.000	1,532.96	1,318.88	214.08	
	03/04/11	07/26/13	55.000	1,873.62	1,623.71	249.91	
	06/02/11	07/26/13	45.000	1,532.97	1,400.36	132.61	
SMUCKER JM CO COM NEW	07/09/10	07/16/13	1.000	106.33	62.54	43.79	
	11/18/10	07/16/13	30.000	3,189.91	1,859.57	1,330.34	
	11/28/11	07/16/13	5.000	531.65	371.68	159.97	
	02/24/12	07/16/13	15.000	1,594.96	1,118.70	476.26	
TJX COS INC NEW	05/08/09	07/02/13	15.000	758.18	215.27	542.91	
	02/04/10	07/02/13	31.000	1,566.91	596.84	970.07	
Long-Term This Period				**$40,240.77**	**$31,589.01**	**$8,651.76**	19
Long-Term Year to Date				**$153,148.04**	**$109,054.20**	**$44,093.84**	

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Security Mark at Right

Account Detail

Fiduciary Services Active Assets Account
619-080959-061

THEODORE AND CASHMERE M MENDICK
FOUNDATION INCORPORATED

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
MARATHON PETROLEUM CORP	07/19/12	07/01/13	133.000	9,514.81	6,273.81	3,241.00	
	07/24/12	07/01/13	76.000	5,437.03	3,452.65	1,984.38	
Short-Term This Period				**$14,951.84**	**$9,726.46**	**$5,225.38**	21
Short-Term Year to Date				**$20,622.74**	**$14,419.46**	**$6,203.28**	
Net Realized Gain/(Loss) This Period				**$55,192.61**	**$41,315.47**	**$13,877.14**	
Net Realized Gain/(Loss) Year to Date				**$173,770.78**	**$123,473.66**	**$50,297.12**	

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MorganStanley SmithBarney

Activity

Active Assets Account 619-077015-061

MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
QIAGEN NV ORD	03/01/11	08/10/12	230.000	3,862.29	4,751.66	(889.37)	
TIME WARNER INC NEW	05/25/10	08/31/12	520.000	21,516.22	15,389.51	6,126.71	
Long-Term This Period				$40,177.24	$30,612.16	$9,565.08	22
Long-Term Year to Date				$284,776.66	$242,284.19	$42,492.47	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CORNING INC	08/19/11	08/10/12	1,420.000	16,282.20	20,750.10	(4,467.90)	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	08/25/12	2,120.380	2,120.38	2,268.81	(148.43)	
SIEMENS AG EUR REG ORD	06/25/12	08/10/12	90.000	8,102.21	7,263.64	838.57	
	06/25/12	08/27/12	120.000	11,186.44	9,684.86	1,501.58	
WATERS CORP	10/18/11	08/20/12	120.000	8,969.98	8,948.09	21.89	
Short-Term This Period				$46,661.21	$48,915.50	$(2,254.29)	23
Short-Term Year to Date				$444,666.50	$441,638.27	$3,028.23	
Net Realized Gain/(Loss) This Period				$86,838.45	$79,527.66	$7,310.79	
Net Realized Gain/(Loss) Year to Date				$729,443.16	$683,922.46	$45,520.70	

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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
9/24	Automatic Investment	BANK DEPOSIT PROGRAM	36.00
9/25	Automatic Investment	BANK DEPOSIT PROGRAM	12,919.51
9/26	Automatic Investment	BANK DEPOSIT PROGRAM	2,053
9/27	Automatic Investment	BANK DEPOSIT PROGRAM	1.59
9/27	Automatic Redemption	BANK DEPOSIT PROGRAM	(32,769.10)
NET ACTIVITY FOR PERIOD			$(65,412.43)

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FLOWSERVE CORP	05/24/11	09/12/12	70.000	$9,225.49	$8,303.14	$922.35	
	08/19/11	09/12/12	80.000	10,543.42	6,859.13	3,684.29	
UNILEVER PLC (NEW) ADS	07/01/08	09/04/12	185.000	6,614.14	5,258.30	1,355.84	
	10/22/08	09/04/12	225.000	8,044.23	5,054.13	2,990.10	
Long-Term This Period				$34,427.28	$25,474.70	$8,952.58	24
Long-Term Year to Date				$319,203.94	$267,758.89	$51,445.05	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	09/25/12	1,763.720	1,763.72	1,887.18	(123.46)	
MOODYS CORP	12/19/11	09/19/12	290.000	12,919.51	9,584.99	3,334.52	
Short-Term This Period				$14,683.23	$11,472.17	$3,211.06	25
Short-Term Year to Date				$459,349.73	$453,110.44	$6,239.29	

Activity

Active Assets Account
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MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
10/26	Automatic Investment	BANK DEPOSIT PROGRAM	1,934.56
10/29	Automatic Investment	BANK DEPOSIT PROGRAM	36,922.22
0/30	Automatic Investment	BANK DEPOSIT PROGRAM	1.13
NET ACTIVITY FOR PERIOD			$26,415.56

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
10/1	Stock Dividend	KRAFT FOODS GROUP INC COM	DISTRIBUTION FROM	193.000
10/5	Name Change From	KRAFT FOODS INC CL A		
10/5	Name Change To	MONDELEZ INTL INC COM		

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
GOOGLE INC-CL A	10/07/08	10/26/12	10.000	$6,746.94	$3,496.98	$3,249.96	
	01/27/10	10/26/12	30.000	20,240.81	16,267.68	3,973.13	
KRAFT FOODS GROUP INC COM	05/10/10	10/01/12	0.337	15.95	10.80	5.15	
Long-Term This Period				$27,003.70	$19,775.46	$7,228.24	26
Long-Term Year to Date				$346,207.64	$287,534.35	$58,673.29	

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Morgan Stanley

CLIENT STATEMENT | For the Period October 1-31, 2012

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MENDICK FOUNDATION

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ALLSCRIPTS HEALTHCARE SOLU INC	04/16/12	10/09/12	850.000	11,580.14	13,858.57	(2,278.43)	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	10/25/12	1,651.050	1,651.05	1,766.62	(115.57)	
US TSY NOTE 2 3/8 7-31-17	09/11/12	10/25/12	48,000.000	51,422.40	52,041.33	(618.93)	
Short-Term This Period				**$64,653.59**	**$67,666.52**	**$(3,012.93)**	27
Short-Term Year to Date				**$524,003.32**	**$520,776.96**	**$3,226.36**	
Net Realized Gain/(Loss) This Period				**$91,657.29**	**$87,441.98**	**$4,215.31**	
Net Realized Gain/(Loss) Year to Date				**$870,210.96**	**$808,311.31**	**$61,899.65**	

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Security Mark at Right

Morgan Stanley

Activity

Active Assets Account
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MANNING & NAPIER ADVISORS INC A/C
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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
11/8	Automatic Redemption	BANK DEPOSIT PROGRAM	(471.78)
11/13	Automatic Investment	BANK DEPOSIT PROGRAM	63.00
1/14	Automatic Redemption	BANK DEPOSIT PROGRAM	(9,256.57)
11/19	Automatic Redemption	BANK DEPOSIT PROGRAM	(15,593.13)
11/21	Automatic Redemption	BANK DEPOSIT PROGRAM	(24,724.00)
11/23	Automatic Investment	BANK DEPOSIT PROGRAM	13.60
11/27	Automatic Investment	BANK DEPOSIT PROGRAM	15,672.86
11/29	Automatic Investment	BANK DEPOSIT PROGRAM	1.64
11/29	Automatic Redemption	BANK DEPOSIT PROGRAM	(21,544.61)
NET ACTIVITY FOR PERIOD			$(28,779.34)

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMADEUS IT HOLDING SA	11/10/11	11/20/12	560.000	$13,165.20	$9,670.00	$3,495.20	
AUTODESK INC DELAWARE	04/07/08	11/28/12	40.000	1,234.67	1,355.94	(121.27)	
	06/27/08	11/28/12	80.000	2,469.35	2,779.54	(310.19)	
›ng-Term This Period				$16,869.22	$13,805.48	$3,063.74	28
Long-Term Year to Date				$363,076.86	$301,339.83	$61,737.03	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	11/25/12	2,179.640	2,179.64	2,332.21	(152.57)	
Short-Term This Period				$2,179.64	$2,332.21	$(152.57)	29
Short-Term Year to Date				$526,182.96	$523,109.17	$3,073.79	

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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
12/11	Automatic Investment	BANK DEPOSIT PROGRAM	152.80
12/13	Automatic Investment	BANK DEPOSIT PROGRAM	188.02
12/17	Automatic Investment	BANK DEPOSIT PROGRAM	236.[illegible]
12/18	Automatic Investment	BANK DEPOSIT PROGRAM	132.[illegible]
12/24	Automatic Investment	BANK DEPOSIT PROGRAM	24,581.69
12/26	Automatic Investment	BANK DEPOSIT PROGRAM	9,149.14
12/27	Automatic Investment	BANK DEPOSIT PROGRAM	1,739.86
12/28	Automatic Investment	BANK DEPOSIT PROGRAM	1.13
12/31	Automatic Investment	BANK DEPOSIT PROGRAM	722.20
NET ACTIVITY FOR PERIOD			$40,709.34

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
QIAGEN NV ORD	03/01/11	12/19/12	270.000	$4,940.54	$5,578.04	$(637.50)	
	12/13/11	12/19/12	230.000	4,208.60	3,288.36	920.24	
Long-Term This Period				**$9,149.14**	**$8,866.40**	**$282.74**	30
Long-Term Year to Date				**$372,226.00**	**$310,206.23**	**$62,019.77**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	12/25/12	1,470.720	1,470.72	1,573.67	(102.95)	
MASTERCARD INC CL A	05/23/12	12/18/12	50.000	24,500.69	20,553.93	3,946.76	
Short-Term This Period				**$25,971.41**	**$22,127.60**	**$3,843.81**	31
Short-Term Year to Date				**$552,154.37**	**$545,236.77**	**$6,917.60**	

Account Detail

Active Assets Account
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MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

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REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ANHEUSER-BUSCH INBEV SA SHS	02/24/11	01/29/13	410.000	$37,981.64	$22,820.00	$15,161.64	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	01/25/13	2,683.070	2,683.07	2,870.88	(187.81)	
MONSANTO CO/NEW	06/09/10	01/10/13	120.000	11,730.58	6,014.33	5,716.25	
NORFOLK SOUTHERN CORP	02/24/11	01/23/13	90.000	6,112.13	5,763.41	348.72	
SOUTHWEST AIRLINES	02/18/09	01/23/13	235.000	2,654.90	1,605.52	1,049.38	
	03/10/09	01/23/13	1,095.000	12,370.73	6,007.79	6,362.94	
TOYOTA MOTOR CP ADR NEW	06/14/11	01/18/13	30.000	2,762.18	2,427.98	334.20	
Long-Term This Period				**$76,295.23**	**$47,509.91**	**$28,785.32**	32
Long-Term Year to Date				**$76,295.23**	**$47,509.91**	**$28,785.32**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
NORFOLK SOUTHERN CORP	02/17/12	01/23/13	110.000	7,470.38	7,647.97	(177.59)	
Short-Term This Period				**$7,470.38**	**$7,647.97**	**$(177.59)**	33
Short-Term Year to Date				**$7,470.38**	**$7,647.97**	**$(177.59)**	
Net Realized Gain/(Loss) This Period				**$83,765.61**	**$55,157.88**	**$28,607.73**	
Net Realized Gain/(Loss) Year to Date				**$83,765.61**	**$55,157.88**	**$28,607.73**	

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MESSAGES

Consolidated 1099 Tax Statement and 1099R Mailing Date Reminder
As a reminder, the Forms 1099 and 1099R filing deadline for financial services firms is February 15th. This year's Forms 1099 and 1099R mailing will commence on or about February 13th. If you are registered with Morgan Stanley Online, you will be able to log on and view your Forms 1099 and 1099R once they are available. If you are registered on Morgan Stanley Online and enrolled in eDelivery, you will be notified when they are available for each of your accounts. If you are not enrolled in eDelivery and would like to, please visit http://www.morganstanley.com/online/edelivery and enroll or contact your Financial Advisor.

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MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	02/25/13	2,261.270	2,261.27	2,419.56	(158.29)	
MOODYS CORP	12/19/11	02/11/13	100.000	4,446.52	3,305.17	1,141.35	
VIRGIN MEDIA INC	11/30/11	02/13/13	900.000	40,989.36	20,160.07	20,829.29	R
Long-Term This Period				**$65,914.83**	**$36,765.44**	**$29,149.39**	34
Long-Term Year to Date				**$142,210.06**	**$84,275.35**	**$57,934.71**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMAZON COM INC	03/06/12	02/06/13	10.000	2,641.09	1,908.02	733.07	
	11/08/12	02/06/13	40.000	10,564.34	9,256.57	1,307.77	
MANPOWERGROUP INC COM	10/09/12	02/12/13	190.000	9,823.54	6,942.49	2,881.05	
MOODYS CORP	07/25/12	02/11/13	230.000	10,227.01	8,379.32	1,847.69	
Short-Term This Period				**$33,255.98**	**$26,486.40**	**$6,769.58**	35
Short-Term Year to Date				**$40,726.36**	**$34,134.37**	**$6,591.99**	
Net Realized Gain/(Loss) This Period				**$99,170.81**	**$63,251.84**	**$35,918.97**	
Net Realized Gain/(Loss) Year to Date				**$182,936.42**	**$118,409.72**	**$64,526.70**	

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R - The cost basis for this tax lot was adjusted due to a reclassification of income.

MESSAGES

Looking to boost your retirement savings?
There's still time before the April 15 deadline to open either a Traditional IRA with contributions that may be tax-deductible on your 2012 tax return, or a Roth IRA with the advantage of tax-free withdrawals. The maximum contribution is $5,000, or $6,000 if you are 50 or older. You will have a wide array of investments to choose from when you make your IRA contribution Please call your Financial Advisor for more information about your retirement savings strategy.

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MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
3/15	Automatic Investment	BANK DEPOSIT PROGRAM	18,218.71
3/18	Automatic Investment	BANK DEPOSIT PROGRAM	301.63
3/20	Automatic Investment	BANK DEPOSIT PROGRAM	5,249.07
3/26	Automatic Investment	BANK DEPOSIT PROGRAM	2,146.18
3/27	Automatic Investment	BANK DEPOSIT PROGRAM	362.48
3/27	Automatic Investment	BANK DEPOSIT PROGRAM	2.02
3/28	Automatic Investment	BANK DEPOSIT PROGRAM	45.00
NET ACTIVITY FOR PERIOD			$(10,138.31)

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	03/25/13	1,901.090	$1,901.09	$2,034.17	$(133.08)	
SOUTHWEST AIRLINES	03/10/09	03/14/13	375.000	4,577.68	2,057.46	2,520.22	
	02/07/11	03/14/13	55.000	671.39	688.65	(17.26)	
Long-Term This Period				**$7,150.16**	**$4,780.28**	**$2,369.88**	36
Long-Term Year to Date				**$149,360.22**	**$89,055.63**	**$60,304.59**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
WESTERN UN CO	11/14/12	03/11/13	1,250.000	18,218.71	15,653.13	2,565.58	
Short-Term This Period				**$18,218.71**	**$15,653.13**	**$2,565.58**	37
Short-Term Year to Date				**$58,945.07**	**$49,787.50**	**$9,157.57**	

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MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

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REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CARNIVAL CP NEW PAIRED COM	03/23/11	04/29/13	50.000	$1,710.83	$1,958.44	$(247.61)	
	08/10/11	04/29/13	440.000	15,055.28	13,268.86	1,786.42	
	12/12/11	04/29/13	130.000	4,448.15	4,457.26	(9.11)	
DISCOVER FINCL SVCS	05/18/11	04/12/13	460.000	19,772.38	11,754.03	8,018.35	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	04/25/13	1,857.000	1,857.00	1,986.99	(129.99)	
NESTLE SA CHAM ET VEVEY	12/04/02	04/19/13	20.000	1,390.51	421.00	969.51	
	01/23/08	04/19/13	200.000	13,905.07	8,510.25	5,394.82	
	02/27/09	04/19/13	170.000	11,819.31	5,638.50	6,180.81	
SOUTHWEST AIRLINES	02/07/11	04/30/13	175.000	2,333.78	2,191.15	142.63	
	08/17/11	04/30/13	255.000	3,400.66	2,216.18	1,184.48	
TOYOTA MOTOR CP ADR NEW	06/14/11	04/08/13	120.000	12,840.89	9,711.91	3,128.98	
Long-Term This Period				**$88,533.86**	**$62,114.57**	**$26,419.29**	38
Long-Term Year to Date				**$237,894.08**	**$151,170.20**	**$86,723.88**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DISCOVER FINCL SVCS	06/01/12	04/12/13	150.000	6,447.52	4,741.31	1,706.21	
PETROLEO BRASILEIRO SA ADR	07/26/12	04/09/13	560.000	10,104.03	10,717.77	(613.74)	
Short-Term This Period				**$16,551.55**	**$15,459.08**	**$1,092.47**	39
Short-Term Year to Date				**$75,496.62**	**$65,246.58**	**$10,250.04**	
Net Realized Gain/(Loss) This Period				**$105,085.41**	**$77,573.65**	**$27,511.76**	
Net Realized Gain/(Loss) Year to Date				**$313,390.70**	**$216,416.78**	**$96,973.92**	

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MANNING & NAPIER ADVISORS INC A/C
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MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY

Date	Activity Type	Description	Credits/(Debits)
5/1	Automatic Investment	BANK DEPOSIT PROGRAM	$13.13
5/2	Automatic Investment	BANK DEPOSIT PROGRAM	266.09
5/3	Automatic Investment	BANK DEPOSIT PROGRAM	15,282.64
6	Automatic Investment	BANK DEPOSIT PROGRAM	5,734.44
5/7	Automatic Investment	BANK DEPOSIT PROGRAM	35,963.28
5/13	Automatic Investment	BANK DEPOSIT PROGRAM	16,833.30
5/14	Automatic Investment	BANK DEPOSIT PROGRAM	22,272.81
5/20	Automatic Investment	BANK DEPOSIT PROGRAM	60.00
5/22	Automatic Investment	BANK DEPOSIT PROGRAM	60.00
5/23	Automatic Investment	BANK DEPOSIT PROGRAM	16.00
5/28	Automatic Redemption	BANK DEPOSIT PROGRAM	(78,217.49)
5/29	Automatic Redemption	BANK DEPOSIT PROGRAM	(10,756.48)
5/30	Automatic Investment	BANK DEPOSIT PROGRAM	3.27
NET ACTIVITY FOR PERIOD			$7,530.99

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
MERICAN EXPRESS CO	06/23/09	05/07/13	240.000	$16,785.30	$5,483.24	$11,302.06	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	05/25/13	1,899.570	1,899.57	2,032.54	(132.97)	
SOUTHWEST AIRLINES	08/17/11	05/21/13	185.000	2,626.19	1,607.82	1,018.37	
Long-Term This Period				**$21,311.06**	**$9,123.60**	**$12,187.46**	(42)
Long-Term Year to Date				**$259,205.14**	**$160,293.80**	**$98,911.34**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
SOUTHWEST AIRLINES	05/24/12	05/21/13	1,050.000	14,905.43	9,284.34	5,621.09	
Short-Term This Period				**$14,905.43**	**$9,284.34**	**$5,621.09**	(43)
Short-Term Year to Date				**$90,402.05**	**$74,530.92**	**$15,871.13**	

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Account Detail

Active Assets Account
619-077015-061

MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
6/26	Automatic Redemption	BANK DEPOSIT PROGRAM	(3,136.98)
6/27	Automatic Investment	BANK DEPOSIT PROGRAM	63.00
6/27	Automatic Investment	BANK DEPOSIT PROGRAM	2.27
6/28	Automatic Investment	BANK DEPOSIT PROGRAM	35,27
NET ACTIVITY FOR PERIOD			**$47,537.81**

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	06/25/13	1,218.170	$1,218.17	$1,303.44	$(85.27)	
MONSANTO CO/NEW	06/09/10	06/05/13	70.000	6,945.37	3,508.36	3,437.01	
TELENOR AS	03/23/11	06/27/13	640.000	12,597.27	10,432.00	2,165.27	
Long-Term This Period				**$20,760.81**	**$15,243.80**	**$5,517.01**	44
Long-Term Year to Date				**$279,965.95**	**$175,537.60**	**$104,428.35**	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNMA 5 3/8 6-12-17	02/12/13	06/26/13	46,000.000	53,056.61	54,856.04	(1,799.43)	
NOVO NORDISK AS VORMALS	11/16/12	06/11/13	160.000	26,309.04	24,724.00	1,585.04	
Short-Term This Period				**$79,365.65**	**$79,580.04**	**$(214.39)**	45
Short-Term Year to Date				**$169,767.70**	**$154,110.96**	**$15,656.74**	
Net Realized Gain/(Loss) This Period				**$100,126.46**	**$94,823.84**	**$5,302.62**	
Net Realized Gain/(Loss) Year to Date				**$449,733.65**	**$329,648.56**	**$120,085.09**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

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Account Detail

Active Assets Account
619-077015-061

MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
NET ACTIVITY FOR PERIOD			$79,615.17

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
6/28	Stock Dividend	CERNER CORP		310.000
6/28	Stock Dividend	NEWS CORPORATION CL A	DISTRIBUTION FROM	157.000
7/5	Exchange Delivered Out	NEWS CORP LTD CL A DEL	EXCHANGE	630.000
7/5	Exchange Received In	TWENTY-FIRST CENTURY FOX CL A	EXCHANGE	630.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BECTON DICKINSON & CO	03/11/09	07/25/13	30.000	$2,997.84	$1,871.70	$1,126.14	
CERNER CORP	07/13/10	07/25/13	90.000	4,365.52	1,807.87	2,557.65	
ELECTRONIC ARTS INC	09/29/08	07/25/13	150.000	3,617.85	5,824.92	(2,207.07)	
	10/30/08	07/25/13	40.000	964.76	1,138.49	(173.73)	
EMC CORP MASS	09/26/08	07/25/13	120.000	3,092.64	1,533.99	1,558.65	
FNMA POOL AE0984 4 1/2 2-01-41	01/05/12	07/25/13	1,602.660	1,602.66	1,714.85	(112.19)	
NEWS CORPORATION CL A	07/26/11	06/28/13	0.500	7.84	3.69	4.15	
	07/26/11	07/12/13	157.000	2,245.55	1,159.89	1,085.66	
WALT DISNEY CO HLDG CO	08/27/09	07/25/13	10.000	630.57	271.42	359.15	
	08/25/11	07/25/13	60.000	3,783.45	1,933.99	1,849.46	
Long-Term This Period				**$23,300.84**	**$17,257.12**	**$6,043.72**	46
Long-Term Year to Date				**$303,274.63**	**$192,798.41**	**$110,476.22**	

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Security Mark at Right

Account Detail

Active Assets Account 619-077015-061

MANNING & NAPIER ADVISORS INC A/C
MENDICK FOUNDATION

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ACCOR SA 3P ORD	08/27/12	07/26/13	100.000	3,653.43	3,387.86	265.57	
FNMA 5 3/8 6-12-17	02/12/13	07/26/13	16,000.000	18,518.62	19,011.76	(493.14)	
	05/24/13	07/26/13	40,000.000	46,296.54	47,136.42	(839.88)	
HESS CORPORATION	06/17/09	07/25/13	110.000	7,975.05	6,013.84	1,961.21	D
JOHNSON & JOHNSON	11/26/12	07/25/13	50.000	4,519.91	3,474.94	1,044.97	
Short-Term This Period				**$80,963.55**	**$79,024.82**	**$1,938.73**	(47)
Short-Term Year to Date				**$250,731.25**	**$233,135.78**	**$17,595.47**	
Net Realized Gain/(Loss) This Period				**$104,264.39**	**$96,281.94**	**$7,982.45**	
Net Realized Gain/(Loss) Year to Date				**$554,005.88**	**$425,934.19**	**$128,071.69**	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

D - Periodic payments on this security consist of interest and option premium. The cost basis for this tax lot is reduced by the option premium received. The interest portion is reported on Form 1099-INT.

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Theodore & Cashmere Mendick Foundation 23-Jan-14
ID# 16-1289406
For Tax Year Ending July 31, 2013 **STATEMENT #1**

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

SUMMARY

Morgan Stanley Smith Barney Acc# 0959

Long-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P	1,963	1,594	369	1, P1
Sep-12	P	42,792	25,594	17,198	3, P3
Oct-12	P	23,476	15,162	8,314	5, P5
Nov-12	P	16,736	12,315	4,421	6, P6
Dec-12	P	27,858	19,728	8,129	8, P7
Jan-13	P	16,988	11,880	5,109	10, P8
Feb-13	P	18,198	13,511	4,687	12, P9
Mar-13	P	6,435	4,878	1,557	13, P10
Apr-13	P	24,932	16,228	8,704	15, P11
May-13	P	26,823	18,575	8,248	16, P12
Jun-13	P	19,530	12,394	7,137	18, P14
Jul-13	P	40,241	31,589	8,652	19, P15
Sub-total		265,973	183,447	82,525	

Short-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P	2,362	2,329	33	2, P2
Sep-12	P	0	0	0	3, P3
Oct-12	P	7,574	7,703	(129)	4, P4
Nov-12	P	3,656	3,864	(208)	7, P6
Dec-12	P	1,637	1,579	58	9, P7
Jan-13	P	4,148	3,374	773	11, P8
Feb-13	P	0	0	0	12, P9
Mar-13	P	1,523	1,319	205	14, P10
Apr-13	P	0	0	0	15, P11
May-13	P	0	0	0	16, P12
Jun-13	P	0	0	0	18, P14
Jul-13	P	14,952	9,726	5,225	21, P17
Sub-total		35,853	29,895	5,957	
Total		301,825	213,343	88,483	

Morgan Stanley Smith Barney Acc# 7015

Stocks

Long-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P	40,177	30,612	9,565	22, P18
Sep-12	P	34,427	25,475	8,953	24, P19
Oct-12	P	27,004	19,775	7,228	26, P20
Nov-12	P	16,869	13,805	3,064	28, P22
Dec-12	P	9,149	8,866	283	30, P23
Jan-13	P	73,612	44,639	28,973	32, P24
Feb-13	P	63,654	34,346	29,308	34, P25
Mar-13	P	5,249	2,746	2,503	36, P26
Apr-13	P	86,677	60,128	26,549	38, P27
May-13	P	19,411	7,091	12,320	42, P27
Jun-13	P	19,543	13,940	5,602	44, P30
Jul-13	P	21,698	15,542	6,156	46, P31
Sub-total		417,471	276,966	140,504	

Theodore & Cashmere Mendick Foundation 23-Jan-14
ID# 16-1289406
For Tax Year Ending July 31, 2013 **STATEMENT #1**

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

SUMMARY

Short-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P	44,541	46,647	(2,106)	23, P18
Sep-12	P	12,920	9,585	3,335	25, P19
Oct-12	P	11,580	13,859	(2,278)	27, P21
Nov-12	P	0	0	0	29, P22
Dec-12	P	24,501	20,554	3,947	31, P23
Jan-13	P	7,470	7,648	(178)	33, P24
Feb-13	P	33,256	26,486	6,770	35, P25
Mar-13	P	18,219	15,653	2,566	37, P26
Apr-13	P	16,552	15,459	1,092	39, P27
May-13	P	14,905	9,284	5,621	43, P29
Jun-13	P	26,309	24,724	1,585	45, P30
Jul-13	P	16,148	12,877	3,272	47, P32
Sub-total		226,401	202,776	23,625	
Total		643,871	479,742	164,129	

Bonds

Long-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P			0	22, P18
Sep-12	P			0	24, P19
Oct-12	P			0	26, P20
Nov-12	P			0	28, P22
Dec-12	P			0	30, P23
Jan-13	P	2,683	2,871	(188)	32, P24
Feb-13	P	2,261	2,420	(158)	34, P25
Mar-13	P	1,901	2,034	(133)	36, P26
Apr-13	P	1,857	1,987	(130)	38, P27
May-13	P	1,900	2,033	(133)	42, P27
Jun-13	P	1,218	1,303	(85)	44, P30
Jul-13	P	1,603	1,715	(112)	46, P31
Sub-total		13,423	14,362	(940)	

Short-term Capital Gain/Loss

Month	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	Reference No
Aug-12	P	2,120	2,269	(148)	23, P18
Sep-12	P	1,764	1,887	(123)	25, P19
Oct-12	P	53,073	53,808	(735)	27, P21
Nov-12	P	2,180	2,332	(153)	29, P22
Dec-12	P	1,471	1,574	(103)	31, P23
Jan-13	P			0	33, P24
Feb-13	P			0	35, P25
Mar-13	P			0	37, P26
Apr-13	P			0	39, P27
May-13	P			0	43, P29
Jun-13	P	53,057	54,856	(1,799)	45, P30
Jul-13	P	64,815	66,148	(1,333)	47, P32
Sub-total		178,480	182,874	(4,394)	
Total		191,903	197,236	(5,334)	

Theodore & Cashmere Mendick Foundation					23-Jan-14
ID# 16-1289406					
For Tax Year Ending July 31, 2013					**STATEMENT #1**
Form 990-PF - Part IV - Capital Gains and Losses for Tax on Investment Income					
SUMMARY					
Manning & Napier Mutual Funds:					
	How acquired	Sales proceeds	Orig/ Adj Total Cost	Realized Gain/ (Loss)	S/L
Core Plus Bond Series	P	36,738	31,525	5,213	L
Small Cap Series	P	27,519	23,825	3,695	L
World Opportunities Series	P	5,408	4,607	801	L
International Series	P	7,776	7,240	536	L
Life Science	P	24,884	18,205	6,679	L
Life Science	P	4,058	3,243	815	L
Technology Series	P	8,793	4,245	4,548	L
Financial Service Series	P	17,956	18,450	(494)	L
Financial Service Series	P	35,963	36,426	(463)	L
Real Estate Series	P	11,886	7,294	4,592	L
High Yield Bond Series	P	1,319	0	1,319	L
Inflation Focus Equity Series	P	28	0	28	L
Core Plus Bond Series	P	1,382	0	1,382	S
Life Science	P	1,612	0	1,612	S
Real Estate Series	P	371	0	371	S
High Yield Bond Series	P	1,530	0	1,530	S
Inflation Focus Equity Series	P	498	0	498	S
Emerging Market Series	P	883	0	883	S
Sub-total		188,605	155,059	33,546	
Total		**1,326,204**	**1,045,381**	**280,823**	

Theodore & Cashmer Mendick Foundation
ID# 16-1289406
For Tax Year Ending July 31, 2013

Form 990-PF - Part II - Balance Sheets - Line 10b - Investments - Corporate Stocks **STATEMENT #2**

	Quantity	Cost at 7/31/2013	FMV at 7/31/2013
Accor Sa 3P	250 000	8,470	9,414
AIRGAS INC	172 000	13,135	17,752
Albemarle Corp	0 000	11,101	15,130
Alcoa Inc	4,360.000	38,820	34,662
Alexandria Real Estate	70 000	4,579	4,795
Alleghany CP Delaware	38 000	12,527	15,347
Ameriprise Fincl Inc	335.000	13,065	23,318
Amerisourcebergen Corp	264 000	9,543	15,383
Ametek Inc New	336.000	7,425	15,550
Amphenol Corp	246 000	8,288	19,326
Analog Devices Inc	454.000	17,437	22,419
Anheuser-Busch Inbev Sa Shs	260 000	23,403	24,989
Apache Corp	80 000	7,672	6,420
Apple Inc	80.000	33,390	36,202
Arrow Electronics	413 000	13,636	18,853
Autodesk Inc Delaware	300.000	8,626	10,617
Autozone Inc	52.000	15,349	23,326
Baker Hughes Inc.	400.000	20,616	18,972
Ball Corp	566.000	14,133	25,351
Beam Inc Com	230 000	9,192	14,948
Becton Dickinson & Co	160 000	12,111	16,595
Bed Bath & Beyond Inc	270 000	14,265	20,647
Berkley W R Corp	318 000	8,686	13,474
Biomed Realty Trust Inc	240 000	4,125	4,958
Brookfield Pptys Cp	505.000	5,268	8,550
Brown Forman Corp	106 000	3,766	7,686
Cablevision Systems Corp	220.000	5,173	4,112
Carefusion Corp	323 000	10,214	12,458
Carlisle Co Inc	245 000	8,628	16,596
Caterpillar Inc	280 000	23,444	23,215
CBS Corp	229 000	5,029	12,100
CDW Corporation	160.000	3,072	3,440
Centerpoint Energy Inc	569.000	11,294	14,123
Cerner Corp	530.000	14,337	25,970
Charles Schwab New	622.000	8,234	13,740
Chubb Corp	140.000	8,595	12,110
Cigna Corporation Com	285.000	12,861	22,182
City National Corp	144.000	7,343	10,012
Clear Channel Outdoor	585.000	5,834	4,341
CMS Energy Cp	560.000	8,403	15,674
Coporate Offices Ppty Tr Inc	190.000	4,737	4,841
Cullen Forst Bankers Inc	75.000	4,142	5,403
Darden Restaurants	166.000	7,110	8,142

Theodore & Cashmer Mendick Foundation
ID# 16-1289406
For Tax Year Ending July 31, 2013

Form 990-PF - Part II - Balance Sheets - Line 10b - Investments - Corporate Stocks **STATEMENT #2**

	Quantity	Cost at 7/31/2013	FMV at 7/31/2013
Devon Energy Corp	213.000	14,126	11,717
Digital Realty Trust Inc	70.000	4,022	3,870
DirectTV	590.000	27,781	37,335
Dish Network	400 000	9,478	17,860
Dr. Pepper Snapple	244 000	9,591	11,405
Dupont Fabros Technology Inc	210 000	4,521	4,811
Edison International	257.000	12,390	12,811
Electronic Arts Inc	1,650.000	29,587	43,098
EMC Corp Mass	2,260.000	40,784	59,099
Emerging Market Series	2,207.450	22,186	24,944
Energen Corp	376 000	16,584	22,519
Energizer Hldgs Inc	126 000	8,966	12,827
Eog Resources Inc	70 000	7,317	10,184
EQT Corp	188 000	9,398	16,262
Equifax Inc	247.000	12,144	15,618
Exelon Corp	490.000	15,515	14,989
Expedia Inc	232.000	9,534	10,934
Family Dollar Stores	287 000	15,698	19,734
Fifth 3rd Bancorp Ohio	1,141 000	15,507	21,953
First Republic Bank	155.000	5,329	6,694
Fortune Brands Inc	345 000	4,094	14,252
Gannett Co	470 000	3,717	5,564
Gap Inc	406.000	11,405	21,573
Genuine Parts Co	174 000	8,145	14,266
Google Inc	30.000	13,775	26,633
Hartford Fin Sers Grp Inc	388.000	7,794	11,974
HCP Incorp	264.000	9,681	11,582
Henry Schein Inc	105 000	8,377	10,902
Hershey Company	155 000	8,909	14,705
Hess Corporation	1,040 000	53,002	77,438
Hubbell Inc B	80 000	7,757	8,588
Hudson City Bancorp Inc.	415.000	3,578	3,969
Humana	190.000	12,348	17,339
Huntington Bancshares	745.000	4,781	6,370
IDEX Coporation	308.000	13,766	18,372
Imeriral Tobacco PLC	560.000	19,527	18,729
Inflation Focus Equity Series	2,063.974	20,512	24,066
International Fund	8,653.789	79,736	80,134
Invesco Ltd	445 000	11,434	14,325
Jack Henry & Assoc Inc	390 000	9,782	18,837
Jarden Corp	115 000	1,725	5,229
Johnson & Johnson	260.000	18,070	24,310
Joy Global Inc	220 000	11,913	10,890

Theodore & Cashmer Mendick Foundation

ID# 16-1289406

For Tax Year Ending July 31, 2013

Form 990-PF - Part II - Balance Sheets - Line 10b - Investments - Corporate Stocks **STATEMENT #2**

	Quantity	Cost at 7/31/2013	FMV at 7/31/2013
Juniper Networks	2,230 000	42,342	48,324
Kimco Realty Corp	360.000	7,871	8,118
KLA Tencor	129 000	7,276	7,563
Kohls Corpoation	404.000	20,294	21,404
Kraft Foods Inc CL A	193.000	6,185	10,920
Kroger Co	79 000	2,983	3,102
Life Science	3,079 747	35,419	44,318
Loews Corp/Carolian Gp	556.000	17,443	25,326
M&T Bank Corp	170.000	9,889	19,866
Marriott Intl Inc	363.000	9,581	15,090
Marsh & Mclennan Cos Inc	569 000	17,608	23,824
McGraw Hill Financial	460.000	23,119	28,456
Mohawk Industries Inc	139 000	8,148	16,540
Mondelez Intl Inc	580 000	11,460	18,137
Monsanto Co	230 000	14,045	22,719
MSC Indl Direct Co Class A	197.000	13,473	15,947
Northern Trust Corp	208 000	10,363	12,176
Nosource Inc	572 000	14,945	17,572
Old Republic Intl Cp	647 000	6,556	9,349
Onebeacon Ins Gp Ltd	293 000	4,096	4,096
Pall Corporation	240.000	12,624	16,790
PBF Energy Inc	299.000	8,226	6,844
Peabody Energy Corp	750 000	15,121	12,420
People's United Financial Inc	478 000	6,004	7,170
Petsmart Inc	176 000	8,833	12,887
PVH CORPORATION	120 000	8,068	15,815
QEP Resources Inc	285 000	8,435	8,690
Qiagen NV Ord	490.000	7,006	10,241
Qualcomm Inc	800 000	44,944	51,650
Questar Corp	359 000	7,864	8,566
Range Resources Corp	180.000	10,662	14,238
Real Estate Series	2,907.049	31,934	44,449
Regal Beloit Corp	227.000	14,618	14,682
Regency Centers Corp	230.000	8,106	12,128
Rexnord Corp New	380.000	7,746	7,209
Rock Tenn Co	134.000	7,680	15,323
Sanp On Inc	171.000	8,436	16,219
Schlumberger Ltd	280.000	18,612	22,772
SEMPRA ENERGY	224 000	13,123	19,629
Sherwin Williams Co Ohio	48.000	3,724	8,360
Sigma Aldrich Corp	185 000	8,081	15,459
Silgan Hldgs Inc	300.000	12,891	14,472
Small Cap Fund	3,782 249	31,533	46,181

Theodore & Cashmer Mendick Foundation
ID# 16-1289406
For Tax Year Ending July 31, 2013

Form 990-PF - Part II - Balance Sheets - Line 10b - Investments - Corporate Stocks **STATEMENT #2**

	Quantity	Cost at 7/31/2013	FMV at 7/31/2013
Starz Series A	670 000	15,829	15,068
Suntrust Bks	439 000	10,011	15,273
Syngenta Ag CHF 10 ORD	40 000	13,356	15,812
Synopsis Inc	344.000	7,544	12,742
T Rowe Price Group Inc	202 000	8,964	15,198
Technology Series	3,483 906	28,014	45,744
Telenor AS	800.000	13,040	17,653
Telephone and Data Sytem	203.000	6,901	5,382
Tiffany & Co	131 000	6,447	10,416
Time Warner INC New	510 000	16,000	31,753
TJX Cos	271 000	8,178	14,103
Tripadvisor Inc Com	148 000	4,691	11,103
Twenty-First Century Fox	630 000	8,999	18,824
Unilever Plc Amer Shares	595.000	14,832	24,175
Unumprovident Corp	393.000	8,837	12,435
V F Coporation	64 000	10,050	12,608
Verifone Systems Inc	700 000	19,052	13,349
Viacom Inc	500.000	28,420	36,385
Vornado Realty Tr	118.000	13,199	15,351
Walt Disney Co Hldg Co	470 000	15,150	30,386
Weatherford Intl Inc Bermuda	1,290.000	22,794	18,008
Westar Energy Inc	433.000	10,096	14,544
Williams Co Inc	333 000	5,627	11,379
Williams Sonama	308 000	11,358	18,129
Wisconsin Energy Corp	301 000	7,503	13,087
World Op. Fund	4,050 700	29,431	34,309
Xcel Energy Inc	532 000	12,344	15,933
Xilinx Inc	396.000	14,198	18,489
XL Group PLC New	434.000	8,998	13,606
Yum Brands	159 000	6,781	11,594
Yum Brands	180 000	11,810	13,126
Zions Bancorp	310 000	6,131	9,187
Total		2,113,318.18	2,832,048.15