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

For calendar year 2012, or tax year beginning Oct 1 **, 2012, and ending** Sep 30 , 2013

Name of foundation: MOLLY & JOSEPH COOPER FAMILY FOUNDATION	A Employer identification number: 20-3642760
Number and street (or P O box number if mail is not delivered to street address): 20100 BOCA WEST DRIVE — Room/suite:	B Telephone number (see the instructions): (561) 483-7644
City or town: BOCA RATON — State: FL — ZIP code: 33434	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, column (c), line 16)* ► $ 538,432.

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).)*

		(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 (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	20,577.	20,577.		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain/(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)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	20,577.	20,577.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	800.			
	c Other prof fees (attach sch) L-16c Stmt	5,160.			
	17 Interest				
	18 Taxes (attach schedule)(see instrs) Excise tax	226.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) MISC	25.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	6,211.			
	25 Contributions, gifts, grants paid	215.			215.
	26 **Total expenses and disbursements.** Add lines 24 and 25	6,426.			215.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	14,151.			
	b **Net investment income** (if negative, enter -0-)		20,577.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	28,006.	13,995.	13,995.
	3	Accounts receivable ►			
		Less. allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less. allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U S and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)	476,736.	343,140.	362,960.
	c	Investments — corporate bonds (attach schedule)		128,600.	123,232.
	11	Investments — land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)		33,158.	38,245.
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	504,742.	518,893.	538,432.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	504,742.	518,893.	
	30	**Total net assets or fund balances** (see instructions)	504,742.	518,893.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	504,742.	518,893.	

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	504,742.
2	Enter amount from Part I, line 27a	2	14,151.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	518,893.
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	518,893.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	674,119.		674,583.	-464.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-464.
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** -464.

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** -5,191.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	27,902.	510,002.	0.054710
2010	26,720.	500,044.	0.053435
2009	27,159.	496,989.	0.054647
2008	20,956.	386,598.	0.054206
2007	26,475.	480,655.	0.055081

2	**Total** of line 1, column (d)	2	0.272079
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	0.054416
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	531,984.
5	Multiply line 4 by line 3	5	28,948.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	206.
7	Add lines 5 and 6	7	29,154.
8	Enter qualifying distributions from Part XII, line 4	8	215.

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

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

1 a 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 instrs)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	412.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	412.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	412.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a		
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	
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	412.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	0.
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ► **Refunded** ►		11	

Part VII-A | Statements Regarding Activities

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

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

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

Website address ► N/A

14 The books are in care of ► PAUL MISHKIN, CPA Telephone no ► (561) 245-7408

Located at ► 4249 NW 64 DRIVE BOCA RATON FL ZIP + 4 ► 33496

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b		
	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?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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.)		2 b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3 a	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.)*		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4 b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		**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**		X
If 'Yes' to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ 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
MOLLY COOPER 20100 BOCA WEST DR BOCA RATON FL 33434	DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► None

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
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 N/A	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	None

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	522,091.
b	Average of monthly cash balances	1b	17,994.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	540,085.
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	540,085.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	8,101.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	531,984.
6	**Minimum investment return.** Enter 5% of line 5	6	26,599.

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	26,599.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	412.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	412.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	26,187.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	26,187.
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	26,187.

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	215.
b	Program-related investments – total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	215.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	215.

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				26,187.
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 — 2,992.				
b From 2008 — 2,204.				
c From 2009 — 2,882.				
d From 2010 — 2,268.				
e From 2011 — 2,854.				
f Total of lines 3a through e	13,200.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 215.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				215.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	13,200.			13,200.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				12,772.
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)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008 — 0.				
b Excess from 2009 — 0.				
c Excess from 2010 — 0.				
d Excess from 2011 — 0.				
e Excess from 2012 — 0.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

N/A

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*				
PARALYZED VETERANS OF AMERICA 801 EIGHTEENTH ST NW WASHINGTON DC 20006		EXEMPT	CHARITABLE	15.
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA GA 30303		EXEMPT	CHARITABLE	200.
Total			► **3a**	215.
***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					
4 Dividends and interest from securities			14	20,577.	
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					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				20,577.	

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 20,577.

(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.)
N/A	

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Molly Cooper 12/13/2014

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
PAUL MISHKIN, CPA	Paul Mishkin	01/25/14		P01219022

Firm's name ► PAUL MISHKIN, CPA — Firm's EIN ► 06-1432539

Firm's address ► 4249 NW 64TH DRIVE BOCA RATON FL 33496 — Phone no (561) 245-7408

TEEA0503 03/14/13

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Paul Mishkin, cpa	Tax return	800.			
Total		800.			

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MAR Wealth Management	Advisory fee	5,160.			
Total		5,160.			

Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Schwab One Interest	0.00	0.00	0.00	1.12
Cash Dividends	0.00	1,247.15	0.00	7,358.07
Total Capital Gains	0.00	0.00	0.00	38.32
Corporate Bond and Other Interest	0.00	0.00	0.00	9,829.34
Certificate of Deposit Interest	0.00	0.00	0.00	924.38
Agency Security Interest	0.00	0.00	0.00	228.00
Total Income	**0.00**	**1,247.15**	**0.00**	**18,379.23**

Investment Detail - Cash

Cash	Market Value	% of Account Assets
Cash	13,994.96	3%
Total Cash	**13,994.96**	**3%**
Total Cash	**13,994.96**	**3%**

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DOUBLELINE TOTAL RETURN ◊ BD FD CL I SYMBOL: DBLTX	1,857.0900	10.9600	20,353.71	4%	11.38	21,140.62	(786.91)
JPMORGAN CORE BOND SLCT ◊ SYMBOL: WOBDX	1,313.5470	11.6300	15,276.55	3%	12.13	15,930.02	(653.47)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
LORD ABBETT SHORT ◊ DURATION INCM I SYMBOL: LLDYX	4,494.0680	4.5600	20,492.95	4%	4.58	20,562.11	(69.16)
OPPENHEIMER SENIOR ◊ FLOATING RATE Y SYMBOL: OOSYX	2,465.6260	8.3400	20,563.32	4%	8.36	20,613.06	(49.74)
OSTERWEIS STRATEGIC ◊ INCOME FUND SYMBOL: OSTIX	1,754.6670	11.7900	20,687.52	4%	11.81	20,718.51	(30.99)
PIMCO EMRG LOCAL BD FD ◊ INSTL CL SYMBOL: PELBX	2,685.1260	9.6300	25,857.76	5%	11.04	29,635.84	(3,778.08)
Total Bond Funds	**14,570.1240**		**123,231.81**	**23%**		**128,600.16**	**(5,368.35)**

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARBITRAGE FUND CLASS I ◊ SYMBOL: ARBNX	1,200.4590	12.8400	15,413.89	3%	12.71	15,258.09	155.80
BBH CORE SELECT FUND ◊ CLASS N SYMBOL: BBTEX	1,312.1640	20.5000	26,899.36	5%	19.37	25,414.63	1,484.73
DGHM ALL CAP VALUE FD CL ◊ INST SYMBOL: DGAIX	2,019.8360	13.6200	27,510.17	5%	12.34	24,928.36	2,581.81

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
FEDERATED STRATEGIC ◊ VALUE DIVIDEND INSTL SYMBOL: SVAIX	4,769.3060	5.5500	26,469.65	5%	5.41	25,786.21	683.44
FPA CRESCENT FUND INST ◊ CL SHARES SYMBOL: FPACX	660.4870	32.1100	21,208.24	4%	30.49	20,141.20	1,067.04
HARDING LOEVNER GLOBAL ◊ EQTY PORT ADV CL SYMBOL: HLMGX	956.7250	28.9900	27,735.46	5%	26.58	25,429.75	2,305.71
INVESCO EUROPEAN GWTH FD ◊ CL A SYMBOL: AEDSZ	716.6460	38.1300	27,325.71	5%	37.50	26,874.22	451.49
MAINSTAY EPOCH GLOBAL ◊ EQTY YIELD I SYMBOL: EPSYX	1,491.1090	18.4500	27,510.96	5%	17.82	26,578.98	931.98
OAKMARK INTL SMALL CAP ◊ FUND SYMBOL: OAKEX	1,025.3920	17.2900	17,729.03	3%	14.88	15,257.84	2,471.19
OSTERWEIS FUND ◊ SYMBOL: OSTFX	794.8920	35.0700	27,876.86	5%	31.99	25,429.75	2,447.11
PRIMECAP ODYSSEY AGGR ◊ GROWTH FD SYMBOL: POAGX	1,049.3490	28.2100	29,602.14	5%	24.23	25,429.75	4,172.39
ROYCE TOTAL RETURN FUND ◊ INVESTMENT CL SYMBOL: RYTRX	1,011.0280	16.5400	16,722.40	3%	15.10	15,264.95	1,457.45

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD REIT INDEX FUND ◊ INVESTOR SHARE SYMBOL: VGSIX	1,189.5050	21.9600	26,121.53	5%	24.55	29,208.17	(3,086.64)
VIRTUS EMRG MKTS OPPTY ◊ FD CL I SYMBOL: HIEMX	1,616.5940	9.6500	15,600.13	3%	10.43	16,857.01	(1,256.88)
WELLS FARGO ADVTG GWTH ◊ FD INST SYMBOL: SGRNX	547.4650	53.4000	29,234.63	5%	46.18	25,280.59	3,954.04
Total Equity Funds	20,360.9570		362,960.16	67%		343,139.50	19,820.66
Total Mutual Funds	34,931.0810		486,191.97	90%		471,739.66	14,452.31

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value / Cost Basis	% of Account Assets	Unrealized Gain or (Loss)
ISHARES RUSSELL MICROCAP ETF SYMBOL: IWC	337.0000	68.4900	23,081.13 *19,655.52*	4%	3,425.61
JP MORGAN EXCH TRADED NT ALERIAN MLP SYMBOL: AMJ	340.0000	44.6000	15,164.00 13,502.00	3%	1,662.00
Total Other Assets	677.0000		38,245.13	7%	5,087.61
		Total Cost Basis:	33,157.45		

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis	Short Term Realized Gain/Loss	Long Term Realized Gain/Loss	Total Realized Gain/Loss
06050XC43	BANK OF AMER CP 7.0%	4/8/2013	7/28/2008	20000	$20,284.20	$20,000.00		$284.20	$284.20
0640P1SH7	BANK OF NEW YORK 6.	4/8/2013	7/11/2008	95000	$95,534.85	$95,000.00		$534.85	$534.85
3133F4FT3	FED HM LN MTG 4.5%2	4/8/2013	9/8/2009	16000	$16,070.00	$16,000.00		$70.00	$70.00
36160TGB6	GE CAP FINL INC 4%19(	4/8/2013	2/10/2009	35000	$38,405.50	$35,000.00		$3,405.50	$3,405.50
36966RF76	GENERAL ELEC CAP 5.6	4/8/2013	1/3/2006	50000	$50,292.50	$50,000.00		$292.50	$292.50
37248JAK8	GNWRTH LFE ANTY 5.6	1/15/2013	1/28/2008	78000	$78,000.00	$78,000.00		$0.00	$0.00
ARBNX	ARBITRAGE FUND CLAS	6/21/2013	4/12/2013	36.473	$438.57	$463.58	($25.01)		($25.01)
BBTEX	BBH CORE SELECT FUNI	6/21/2013	4/12/2013	40.691	$766.03	$788.12	($22.09)		($22.09)
DBLTX	DOUBLELINE TOTAL RE	6/21/2013	8/23/2012	1422.179	$15,761.19	$16,195.21	($427.90)		($427.90)
DBLTX	DOUBLELINE TOTAL RE	4/12/2013	8/23/2012	295.65	$3,345.41	$3,366.69	($19.43)		($19.43)
DGAIX	DGHM ALL CAP VALUE	6/21/2013	4/12/2013	103.259	$1,277.10	$1,274.40	$2.70		$2.70
EPSYX	MAINSTAY EPOCH GLO	6/21/2013	4/12/2013	5.795	$75.72	$103.19	$0.00		$0.00
FPACX	FPA CRESCENT FUND IN	6/21/2013	4/12/2013	201.651	$6,054.47	$6,148.34	($92.59)		($92.59)
IVV	ISHARES CORE S&P ETF	9/12/2013	6/21/2013	158	$26,865.12	$25,376.80	$1,488.32		$1,488.32
IWC	ISHARES RUSSELL MICR	6/21/2013	4/12/2013	21	$1,260.27	$1,224.83	$35.44		$35.44
LQD	ISHARES IBOXX INVEST(	4/12/2013	8/23/2012	94	$11,387.04	$11,272.03	$115.01		$115.01
LQD	ISHARES IBOXX INVEST(	4/12/2013	1/25/2013	59	$7,147.19	$7,096.03	$51.16		$51.16
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	8/23/2012	973.086	$12,153.67	$12,269.78	($116.11)		($116.11)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	9/4/2012	7.39	$92.30	$93.18	($0.88)		($0.88)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	10/1/2012	6.859	$85.67	$86.49	($0.82)		($0.82)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	11/1/2012	6.821	$85.19	$86.01	($0.82)		($0.82)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	12/3/2012	6.967	$87.02	$87.85	($0.83)		($0.83)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	12/21/2012	1.4	$17.49	$17.65	($0.16)		($0.16)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	12/21/2012	19.984	$249.60	$251.98	($2.38)		($2.38)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	12/21/2012	16.576	$207.03	$209.01	($1.98)		($1.98)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	2/1/2013	3.603	$45.00	$45.43	($0.43)		($0.43)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	3/1/2013	3.785	$47.27	$47.73	($0.46)		($0.46)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	4/1/2013	3.737	$46.67	$47.12	($0.45)		($0.45)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	4/12/2013	179.797	$2,245.63	$2,267.08	($21.45)		($21.45)
LSIIX	LOOMIS SAYLES INVEST	6/14/2013	5/1/2013	4.192	$52.36	$52.86	($0.50)		($0.50)

LSIIX	LOOMIS SAYLES INVEST	6/14/2013	6/3/2013	4.552	$56.85	$57.39	($0.54)		($0.54)
LSIIX	LOOMIS SAYLES INVEST	1/25/2013	8/23/2012	961.529	$12,176.80	$12,073.16	$103.64		$103.64
MSJ	M S CAP TRUST VI 6.60	4/12/2013	1/19/2006	878	$22,073.36	$21,950.00		$123.36	$123.36
MSJ	M S CAP TRUST VI 6.60	4/12/2013	1/19/2006	100	$2,514.04	$2,500.00		$14.04	$14.04
MSJ	M S CAP TRUST VI 6.60	4/12/2013	1/19/2006	22	$553.09	$550.00		$3.09	$3.09
OSTIX	OSTERWEIS STRATEGIC	6/21/2013	8/23/2012	935.092	$10,915.58	$11,038.93	($118.61)		($118.61)
PAUIX	PIMCO ALL ASSET ALL A	6/14/2013	4/12/2013	2371.174	$25,156.87	$26,202.76	($1,045.89)		($1,045.89)
PCRIX	PIMCO COMMODITY RE	6/14/2013	4/12/2013	1626.143	$9,731.86	$10,481.10	($749.24)		($749.24)
PELBX	PIMCO EMRG LOCAL BD	6/21/2013	1/25/2013	673.375	$6,452.87	$7,438.20	($945.43)		($945.43)
PRRIX	PIMCO REAL RETURN F	4/12/2013	8/23/2012	389.365	$4,789.75	$4,829.94	($40.19)		($40.19)
PRRIX	PIMCO REAL RETURN F	4/12/2013	8/31/2012	0.134	$1.65	$1.66	($0.01)		($0.01)
PRRIX	PIMCO REAL RETURN F	4/12/2013	9/28/2012	0.328	$4.03	$4.07	($0.04)		($0.04)
PRRIX	PIMCO REAL RETURN F	4/12/2013	10/31/2012	0.379	$4.66	$4.70	($0.04)		($0.04)
PRRIX	PIMCO REAL RETURN F	4/12/2013	11/30/2012	0.649	$7.98	$8.05	($0.07)		($0.07)
PRRIX	PIMCO REAL RETURN F	4/12/2013	12/12/2012	4.743	$58.35	$58.84	($0.49)		($0.49)
PRRIX	PIMCO REAL RETURN F	4/12/2013	12/12/2012	3.836	$47.19	$47.58	($0.39)		($0.39)
PRRIX	PIMCO REAL RETURN F	4/12/2013	12/27/2012	3.205	$39.43	$39.76	($0.33)		($0.33)
PRRIX	PIMCO REAL RETURN F	4/12/2013	12/31/2012	0.388	$4.77	$4.81	($0.04)		($0.04)
PRRIX	PIMCO REAL RETURN F	4/12/2013	1/25/2013	243.825	$2,999.40	$3,024.56	($25.16)		($25.16)
PRRIX	PIMCO REAL RETURN F	4/12/2013	1/31/2013	0.418	$5.14	$5.19	($0.05)		($0.05)
PRRIX	PIMCO REAL RETURN F	4/12/2013	2/28/2013	0.571	$7.02	$7.08	($0.06)		($0.06)
PRRIX	PIMCO REAL RETURN F	4/12/2013	3/28/2013	0.631	$7.77	$7.83	($0.06)		($0.06)
PTLDX	PIMCO LOW DURATION	4/12/2013	8/23/2012	1529.333	$16,073.47	$16,142.70	($69.23)		($69.23)
PTLDX	PIMCO LOW DURATION	4/12/2013	8/31/2012	0.825	$8.67	$8.71	($0.04)		($0.04)
PTLDX	PIMCO LOW DURATION	4/12/2013	9/28/2012	2.235	$23.49	$23.59	($0.10)		($0.10)
PTLDX	PIMCO LOW DURATION	4/12/2013	10/31/2012	3.518	$36.97	$37.13	($0.16)		($0.16)
PTLDX	PIMCO LOW DURATION	4/12/2013	11/30/2012	3.619	$38.04	$38.20	($0.16)		($0.16)
PTLDX	PIMCO LOW DURATION	4/12/2013	12/12/2012	2.683	$28.20	$28.32	($0.12)		($0.12)
PTLDX	PIMCO LOW DURATION	4/12/2013	12/12/2012	12.69	$133.37	$133.95	($0.58)		($0.58)
PTLDX	PIMCO LOW DURATION	4/12/2013	12/27/2012	5.159	$54.22	$54.46	($0.24)		($0.24)
PTLDX	PIMCO LOW DURATION	4/12/2013	12/31/2012	3.069	$32.26	$32.39	($0.13)		($0.13)
PTLDX	PIMCO LOW DURATION	4/12/2013	1/25/2013	953.854	$10,025.12	$10,068.30	($43.18)		($43.18)
PTLDX	PIMCO LOW DURATION	4/12/2013	1/31/2013	2.604	$27.37	$27.49	($0.12)		($0.12)
PTLDX	PIMCO LOW DURATION	4/12/2013	2/28/2013	4.054	$42.61	$42.79	($0.18)		($0.18)

PTLDX	PIMCO LOW DURATION	4/12/2013	3/28/2013	5.059	$53.16	$53.40	($0.24)		($0.24)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	8/23/2012	1355.529	$14,885.16	$15,414.37	($529.21)		($529.21)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	8/23/2012	8.573	$94.14	$97.49	($3.35)		($3.35)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	8/31/2012	1.65	$18.12	$18.76	($0.64)		($0.64)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	9/10/2012	8.933	$98.09	$101.58	($3.49)		($3.49)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	9/28/2012	4.094	$44.96	$46.55	($1.59)		($1.59)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	10/31/2012	6.017	$66.07	$68.42	($2.35)		($2.35)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	11/30/2012	6.17	$67.75	$70.16	($2.41)		($2.41)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	12/12/2012	21.377	$234.74	$243.09	($8.35)		($8.35)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	12/12/2012	29.124	$319.81	$331.18	($11.37)		($11.37)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	12/27/2012	22.238	$244.20	$252.88	($8.68)		($8.68)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	12/31/2012	4.891	$53.71	$55.62	($1.91)		($1.91)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	1/25/2013	1314.646	$14,436.22	$14,949.48	($513.26)		($513.26)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	1/31/2013	4.047	$44.44	$46.02	($1.58)		($1.58)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	2/28/2013	6.703	$73.61	$76.22	($2.61)		($2.61)
PTTRX	PIMCO TOTAL RETURN	6/14/2013	5/31/2013	6.727	$73.88	$76.50	($2.62)		($2.62)
PTTRX	PIMCO TOTAL RETURN	4/12/2013	8/23/2012	763.254	$8,615.04	$8,679.55	($63.03)		($63.03)
RYTRX	ROYCE TOTAL RETURN	6/21/2013	4/12/2013	35.169	$501.85	$530.87	($26.79)		($26.79)
SAMHX	RIDGEWORTH SEIX HIG	6/14/2013	4/12/2013	2027.293	$20,507.16	$20,962.14	($454.98)		($454.98)
SAMHX	RIDGEWORTH SEIX HIG	6/14/2013	4/30/2013	5.146	$52.05	$53.21	($1.16)		($1.16)
SAMHX	RIDGEWORTH SEIX HIG	6/14/2013	5/31/2013	9.593	$97.04	$99.19	($2.15)		($2.15)
SGRNX	WELLS FARGO ADVTG (	6/21/2013	4/12/2013	360.431	$16,706.21	$16,643.82	$62.39		$62.39
TGBAX	TEMPLETON GLOBAL B	4/12/2013	8/23/2012	613.69	$8,366.26	$8,196.66	$169.60		$169.60
TGBAX	TEMPLETON GLOBAL B	4/12/2013	9/17/2012	1.965	$26.79	$26.25	$0.54		$0.54
TGBAX	TEMPLETON GLOBAL B	4/12/2013	10/15/2012	1.969	$26.84	$26.30	$0.54		$0.54
TGBAX	TEMPLETON GLOBAL B	4/12/2013	11/15/2012	1.974	$26.91	$26.37	$0.54		$0.54
TGBAX	TEMPLETON GLOBAL B	4/12/2013	12/17/2012	12.068	$164.52	$161.18	$3.34		$3.34
TGBAX	TEMPLETON GLOBAL B	4/12/2013	12/17/2012	7.975	$108.72	$106.52	$2.20		$2.20
TGBAX	TEMPLETON GLOBAL B	4/12/2013	12/17/2012	0.08	$1.09	$1.07	$0.02		$0.02
TGBAX	TEMPLETON GLOBAL B	4/12/2013	1/15/2013	2.04	$27.81	$27.25	$0.56		$0.56
TGBAX	TEMPLETON GLOBAL B	4/12/2013	1/25/2013	804.326	$10,965.15	$10,742.86	$222.29		$222.29
TGBAX	TEMPLETON GLOBAL B	6/21/2013	1/25/2013	1512.356	$19,242.96	$20,200.16	($957.20)		($957.20)
TGBAX	TEMPLETON GLOBAL B	6/21/2013	2/15/2013	9.377	$119.31	$125.25	($5.94)		($5.94)
TGBAX	TEMPLETON GLOBAL B	6/21/2013	3/15/2013	9.473	$120.53	$126.53	($6.00)		($6.00)

TGBAX	TEMPLETON GLOBAL B	6/21/2013	4/15/2013	4.844	$61.63	$64.70	($3.07)		($3.07)
TGBAX	TEMPLETON GLOBAL B	6/21/2013	5/15/2013	4.828	$61.43	$64.48	($3.05)		($3.05)
TGBAX	TEMPLETON GLOBAL B	6/21/2013	6/17/2013	5.05	$64.26	$67.45	($3.19)		($3.19)
VGSIX	VANGUARD REIT INDEX	6/21/2013	4/12/2013	327.8	$7,160.38	$8,045.09	($847.75)		($847.75)
VIPSX	VANGUARD INFLATION	4/12/2013	8/24/2012	547.864	$7,950.99	$8,033.39	($82.40)		($82.40)
VIPSX	VANGUARD INFLATION	4/12/2013	9/27/2012	2.321	$33.68	$34.03	($0.35)		($0.35)
VIPSX	VANGUARD INFLATION	4/12/2013	12/19/2012	5.339	$77.48	$78.29	($0.81)		($0.81)
VIPSX	VANGUARD INFLATION	4/12/2013	12/19/2012	0.984	$14.28	$14.43	($0.15)		($0.15)
VIPSX	VANGUARD INFLATION	4/12/2013	12/19/2012	9.012	$130.79	$132.14	($1.35)		($1.35)
VIPSX	VANGUARD INFLATION	4/12/2013	1/25/2013	346.976	$5,035.56	$5,087.76	($52.20)		($52.20)
VIPSX	VANGUARD INFLATION	4/12/2013	3/27/2013	0.379	$5.50	$5.56	($0.06)		($0.06)
VIPSX	VANGUARD INFLATION	4/12/2013	3/27/2013	0.19	$2.76	$2.78	($0.02)		($0.02)
VIPSX	VANGUARD INFLATION	4/12/2013	3/27/2013	0.126	$1.83	$1.85	($0.02)		($0.02)
VIPSX	VANGUARD INFLATION	4/12/2013	3/27/2013	2.529	$36.70	$37.08	($0.38)		($0.38)
WOBDX	JPMORGAN CORE BON	6/21/2013	8/23/2012	8.887	$103.80	$107.80	($1.45)		($1.45)
WOBDX	JPMORGAN CORE BON	1/25/2013	8/23/2012	2006.623	$24,074.85	$24,219.93	($65.35)		($65.35)
WOBDX	JPMORGAN CORE BON	1/25/2013	8/31/2012	4.64	$55.67	$56.00	($0.33)		($0.33)
WOBDX	JPMORGAN CORE BON	1/25/2013	9/28/2012	4.48	$53.75	$54.07	($0.32)		($0.32)
WOBDX	JPMORGAN CORE BON	1/25/2013	10/31/2012	4.324	$51.88	$52.19	($0.31)		($0.31)
WOBDX	JPMORGAN CORE BON	1/25/2013	11/30/2012	4.33	$51.95	$52.26	($0.31)		($0.31)
WOBDX	JPMORGAN CORE BON	1/25/2013	12/13/2012	0.216	$2.59	$2.61	($0.02)		($0.02)
WOBDX	JPMORGAN CORE BON	1/25/2013	12/13/2012	2.366	$28.39	$28.56	($0.17)		($0.17)
WOBDX	JPMORGAN CORE BON	1/25/2013	12/31/2012	5.211	$62.52	$62.90	($0.38)		($0.38)
						Totals	**-5191.23**	**4727.54**	**-463.69**