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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning **OCT 1, 2012**, and ending **SEP 30, 2013**

Name of foundation THE MICHNAL FOUNDATION, INC.		A Employer identification number 65-0231926
Number and street (or P O box number if mail is not delivered to street address) 15300 CORSINI LANE	Room/suite	B Telephone number (239) 596-0354
City or town, state, and ZIP code NAPLES, FL 34110		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 388,360.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	2,425.	2,425.		Statement 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<636.>			
Gross sales price for all assets on line 6a 451,640.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	1,789.	2,425.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees Stmt 2	2,200.	1,100.		1,100.
c Other professional fees				
17 Interest				
18 Taxes Stmt 3	284.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses Stmt 4	61.	0.		61.
24 Total operating and administrative expenses Add lines 13 through 23	2,545.	1,100.		1,161.
25 Contributions, gifts, grants paid	24,900.			24,900.
26 Total expenses and disbursements. Add lines 24 and 25	27,445.	1,100.		26,061.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<25,656.>			
b Net investment income (if negative, enter -0-)		1,325.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED JAN 31 2014

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,358.	1,411.	1,411.
	2 Savings and temporary cash investments	217,697.	197,715.	197,715.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 5	337,099.	334,921.	189,234.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	556,154.	534,047.	388,360.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	556,154.	534,047.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	556,154.	534,047.		
31 Total liabilities and net assets/fund balances	556,154.	534,047.		

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	556,154.
2 Enter amount from Part I, line 27a	2	<25,656.>
3 Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL	3	3,549.
4 Add lines 1, 2, and 3	4	534,047.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	534,047.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
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			
b			
c			
d			
e 451,640.		452,276.	<636.>

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<636.>

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	<636.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	85,681.	535,359.	.160044
2010	63,893.	630,061.	.101408
2009	47,110.	545,534.	.086356
2008	45,360.	555,140.	.081709
2007	43,561.	965,598.	.045113

2 Total of line 1, column (d)	2	.474630
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	.094926
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	437,613.
5 Multiply line 4 by line 3	5	41,541.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13.
7 Add lines 5 and 6	7	41,554.
8 Enter qualifying distributions from Part XII, line 4	8	26,061.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	27.
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	27.
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	27.
6	Credits/Payments:		
a	2012 estimated tax payments 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	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	27.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>ROBERT J. MICHNAL</u> Telephone no. ▶ <u>239-596-0354</u> Located at ▶ <u>15300 CORSINI LANE, NAPLES, FL</u> ZIP+4 ▶ <u>34110</u>			
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 ▶ <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	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. ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

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

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

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

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

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

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). N/A

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

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

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

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

(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
ROBERT J. MICHNAL 15300 CORSINI LANE NAPLES, FL 34110	PRESIDENT 2.00	0.	0.	0.
ROMA I. MICHNAL 15300 CORSINI LANE NAPLES, FM 34110	SECRETARY 2.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	349,158.
b	Average of monthly cash balances	1b	95,119.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	444,277.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	444,277.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,664.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	437,613.
6	Minimum investment return. Enter 5% of line 5	6	21,881.

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	21,881.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,854.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	21,854.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	21,854.

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	26,061.
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	26,061.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	26,061.

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				21,854.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	31,494.			
e From 2011	59,473.			
f Total of lines 3a through e	90,967.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 26,061.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				21,854.
e Remaining amount distributed out of corpus	4,207.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				0.
6 Enter the net total of each column as indicated below:	95,174.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	95,174.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	31,494.			
d Excess from 2011	59,473.			
e Excess from 2012	4,207.			

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				
CAMP DAGGETT 3001 CHURCH RD PETOSKEY, MI 49770	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
CASA JACINTA Y FRANCISCO ORPHANAGE 5021 MAXWELL CIRCLE #210 NAPLES, FL 34105	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	250.
CHILD ADVOCACY CENTER OF COLLIER COUNTY 1036 SIXTH AVE N NAPLES, FL 34102	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
CHRIST CHILD SOCIETY OF NORTH MICHIGAN P.O. BOX 132 HARBOR SPRINGS, MI 49740	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	700.
COLLIER COUNTY FREEDOM MEMORIAL 3315 TAMiami TRAIL EAST NAPLES, FL 34112	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	300.
Total See continuation sheet(s)				▶ 3a 24,900.
b Approved for future payment				
None				
Total				▶ 3b 0.

THE MICHAL FOUNDATION, INC.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 1,000 SHS ISHARES TR FTSE XINHUA HK CHINA 25 INDE		Various	02/26/13
b 700 SHS PROSHARES TR ULTRA MSCI EMERGING MKTS		Various	02/26/13
c 200 SHS PROSHARES TR ULTRA MSCI EMERGING MKTS		Various	02/26/13
d 300 SHS ONEOK PARTNERS LP		Various	03/01/13
e 1,500 SHS INTEL CORP		Various	04/17/13
f 1,000 SHS MARTIN MIDSTREAM PARTNERS LP		Various	06/04/13
g 700 SHS ISHARES INC MSCI HONG KONG INDEX FD		Various	06/14/13
h 300 SHS ISHARES INC MSCI HONG KONG INDEX FD		Various	06/14/13
i 392 SHS ISHARES TR JPMORGAN USD EMERGING MKTS BD		Various	06/14/13
j 8 SHS ISHARES TR JPMORGAN USD EMERGING MKTS BD FD		Various	06/14/13
k 200 SHS PROSHARES ULTRA S&P 500		Various	07/08/13
l 1,026.159 SHS PERMANENT PORTFOLIO		Various	08/20/13
m 1,000 ENERGY TRANSFER PARTNERS LP		Various	08/22/13
n 600 SHS ISHARES US PREFERRED STOCK ETF		Various	08/22/13
o 300 SHS ISHARES US PREFERRED STOCK ETF		Various	08/22/13

(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 38,606.		37,825.	781.
b 56,172.		56,843.	<671.>
c 16,103.		14,672.	1,431.
d 16,879.		17,314.	<435.>
e 32,399.		31,607.	792.
f 42,651.		35,252.	7,399.
g 13,110.		14,088.	<978.>
h 5,623.		6,038.	<415.>
i 43,237.		47,742.	<4,505.>
j 882.		974.	<92.>
k 15,646.		14,478.	1,168.
l 48,055.		50,638.	<2,583.>
m 50,459.		51,321.	<862.>
n 22,382.		24,155.	<1,773.>
o 11,199.		12,077.	<878.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			781.
b			<671.>
c			1,431.
d			<435.>
e			792.
f			7,399.
g			<978.>
h			<415.>
i			<4,505.>
j			<92.>
k			1,168.
l			<2,583.>
m			<862.>
n			<1,773.>
o			<878.>

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

THE MICHNL FOUNDATION, INC.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 96 SHS ISHARES US PREFERRED STOCK ETF		Various	08/22/13
b 4 SHS ISHARES US PREFERRED STOCK ETF		Various	08/22/13
c 1,000 SHS VANGUARD NAT RES LLC COM		Various	08/22/13
d 100 SHS WILLIAMS PARTNERS LP		Various	08/22/13
e Capital Gains Dividends			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 3,581.		3,865.	<284.>
b 149.		161.	<12.>
c 26,767.		28,108.	<1,341.>
d 4,815.		5,118.	<303.>
e 2,925.			2,925.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<284.>
b			<12.>
c			<1,341.>
d			<303.>
e			2,925.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<636.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COVENANT HOUSE 733 BREAKERS AVENUE FORT LAUDERDALE, FL 33304	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
FIRST BOOK 1100 FIFTH AVE S, Suite 201 NAPLES, FL 34102	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
FOOD FOR THE POOR INC. 6401 LYONS ROAD DEPT. 9662 COCONUT CREEK, FL 33073	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
FREEDOM ALLIANCE 22570 MARKEY COURT SUITE 240 DULLES, VA 20166	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	250.
FUNTIME CHILDHOOD ACADEMY 102 12TH STREET NORTH NAPLES, FL 34102	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	5,000.
HABITAT FOR HUMANITY COLLIER COUNTY 11145 TAMiami TRAIL EAST NAPLES, FL 34113	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	500.
HARRY CHAPIN FOOD BANK 2126 ALICIA STREET FORT MYERS, FL 33901	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
LIGHTHOUSE OF COLLIER 424 BAYFRONT PLACE NAPLES, FL 34102	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
LIVE ACTION 117 BERNAL ROAD SAN JOSE, CA 95119	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
MCLAREN NORTHERN MICHIGAN FOUNDATION 416 CONNABLE AVE PETOSKEY, MI 49770	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
Total from continuation sheets				22,550.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NAPLES EQUESTRIAN CHALLENGE, INC 206 RIDGE DRIVE NAPLES, FL 34108	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
NEHEMIAH PROJECT 16865 BOONES FERRY RD., STE 202 LAKE OSWEGO, OR 97035	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
PARALYZED VETERANS OF AMERICA 801 18TH STREET, NW WASHINGTON, DC 20006	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
PETOSKEY HARBOR SPRINGS COMMUNITY FOUNDATION 616 PETOSKEY ST. SUITE 300 PETOSKEY, MI 49770	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	2,000.
PREGNANCY RESOURCE CENTER 10611 TAMiami TRAIL N NAPLES, FL 34108	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
PROVIDENCE HOUSE 2725 ESTEY AVENUE NAPLES, FL 34104	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	500.
SHELTER FOR ABUSED WOMEN & CHILDREN PO BOX 10102 NAPLES, FL 34101	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	500.
SMILE TRAIN 41 MADISON AVE, 28TH FLOOR NEW YORK, NY 10010	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
SPECIAL OLYMPICS P.O. BOX 13483 TAMPA, FL 33681	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
ST. MATTHEWS HOUSE 2001 AIRPORT PULLING ROAD, SOUTH NAPLES, FL 34112	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. VINCENT DE PAUL SOCIETY 2874 DAVIS BLVD. NAPLES, FL 34104	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	2,000.
SUNLIGHT HOME PO BOX 9194 NAPLES, FL 34101	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	1,000.
THE AMERICAN RED CROSS OF COLLIER COUNTY 2610 NORTHBROOKE PLAZA DRIVE NAPLES, FL 34119	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	500.
THE SALVATION ARMY 3180 ESTEY AVE NAPLES, FL 34101	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	2,000.
UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	100.
YOUTH HAVEN 5867 WHITAKER ROAD NAPLES, FL 34112	NONE	501(C)(3)	SUPPORT AND OPERATING EXPENSES	500.
Total from continuation sheets				

Form 990-PF	Dividends and Interest from Securities		Statement	1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount	
FIDELITY INVESTMENTS	2,425.	0.	2,425.	
FIDELITY INVESTMENTS	2,925.	2,925.	0.	
Total to Form 990-PF, Part I, ln 4	5,350.	2,925.	2,425.	

Form 990-PF	Accounting Fees			Statement	2
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ACCOUNTING FEES	2,200.	1,100.		1,100.	
To Form 990-PF, Pg 1, ln 16b	2,200.	1,100.		1,100.	

Form 990-PF	Taxes			Statement	3
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
2011 FEDERAL EXCISE TAX PAID IN 2012	284.	0.		0.	
To Form 990-PF, Pg 1, ln 18	284.	0.		0.	

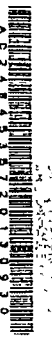
Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FLORIDA STATE REGISTRATION FEE	61.	0.		61.	
To Form 990-PF, Pg 1, ln 23	61.	0.		61.	

Form 990-PF Other Investments Statement 5

Description	Valuation Method	Book Value	Fair Market Value
SEE STATEMENT ATTACHED	COST	334,921.	189,234.
Total to Form 990-PF, Part II, line 13		334,921.	189,234.

Holdings (Symbol) as of September 30, 2013

Stocks: 17% of Holdings	Quantity	Price per Unit	Total Cost Basis	Performance	
				September 30, 2013	September 30, 2013
ONEOK PARTNERS L P UNIT LTD PARTNERSHIP (OKS)	1,000,000	\$53.010	\$50,316.15	\$49,590.00	\$53,010.00
POWERSHARES DB MULTI SECTOR COMMODITY TR	250,000	25.290	7,853.32	6,270.00	6,322.50
POWERSHARES DB AGRIC FD COM UNIT (DBA)					
SEABRIDGE GOLD INC COM NPV	500,000	10.460	10,311.03	7,170.00	5,230.00
ISIN #CA8119161054 SEDOL #2246459 (SA)					

0001  130930 0001 535057656

04 18 000

Holdings (Symbol) as of September 30, 2013	Performance September 30, 2013	Quantity September 30, 2013	Price per Unit September 30, 2013	Total Cost Basis	Total Value September 1, 2013	Total Value September 30, 2013
Subtotal of Stocks				68,480.50		64,562.50
Mutual Funds 32% of holdings						
TOCQUEVILLE GOLD FUND (TGLDX)		1,621 580	38 130	104,663.78	68,025.28	61,830.84
WORLD PRECIOUS MINERALS FUND (UNWPX)		5,663 757	6.660	103,349.74	41,402.06	37,720.62
GOLD AND PRECIOUS METALS FUND (USERX)		3,518 260	7 140	58,426.99	27,512 79	25,120.37
EAI: \$63 33, EY: 0.25%						
Subtotal of Mutual Funds				266,440.51		124,671.83
Core Account 51% of holdings						
FIDELITY CASH RESERVES (FDRXX)	7-day Yield: 0.01%	197,714.950	1.000	not applicable	197,713.30	197,714.95
EAI \$19 78, EY: 0.01%						
Subtotal of Core Account				\$ 334,921.01		\$386,949.28
Total						