



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

**2012**Department of the Treasury  
Internal Revenue Service

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

For calendar year **2012**, or tax year beginning **Nov 1**, **2012**, and ending **Oct 31**, **2013**

Name of foundation

**C. B. Laub Family Foundation**

Number and street (or P O box number if mail is not delivered to street address)

**9512 Falls Bridge Lane**

Room/suite

City or town

**Potomac**

State ZIP code

**MD 20854****G** Check all that apply☐ Initial return☐ Final return☐ Address change☐ Initial Return of a former public charity☐ Amended return☐ Name change**H** Check type of organization☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at end of year  
(from Part II, column (c), line 16)▶ \$ **1,400,416.****J** Accounting method☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

**A** Employer identification number  
**20-5826726****B** Telephone number (see the instructions)  
**(301) 983-4977****C** If exemption application is pending, check here ▶ ☐**D 1** Foreign organizations, check here ▶ ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐**Part I Analysis of Revenue and****Expenses** (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)

<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)			
	<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	<b>3</b> Interest on savings and temporary cash investments	0.	0.	
	<b>4</b> Dividends and interest from securities	20,310.	20,310.	
	<b>5a</b> Gross rents			
	<b>b</b> Net rental income or (loss)			
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10	102,002.	L-6a Stmt	
	<b>b</b> Gross sales price for all assets on line 6a	891,608.		
	<b>7</b> Capital gain net income (from Part IV, line 2)		102,002.	
	<b>8</b> Net short-term capital gain			
	<b>9</b> Income modifications			
	<b>10a</b> Gross sales less returns and allowances			
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule)				
<b>12</b> Total. Add lines 1 through 11	122,312.	122,312.		
<b>ADMINISTRATIVE AND OPERATING EXPENSES</b>	<b>13</b> Compensation of officers, directors, trustees, etc			
	<b>14</b> Other employee salaries and wages			
	<b>15</b> Pension plans, employee benefits			
	<b>16a</b> Legal fees (attach schedule)			
	<b>b</b> Accounting fees (attach sch)			
	<b>c</b> Other prof fees (attach sch)			
	<b>17</b> Interest			
	<b>18</b> Taxes (attach schedule)(see instrs) See Line 18 Stmt	2,726.		
	<b>19</b> Depreciation (attach sch) and depletion			
	<b>20</b> Occupancy			
	<b>21</b> Travel, conferences, and meetings			
	<b>22</b> Printing and publications			
	<b>23</b> Other expenses (attach schedule) See Line 23 Stmt	105.	90.	
	<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	2,831.	90.	
<b>25</b> Contributions, gifts, grants paid	63,301.		63,301.	
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	66,132.	90.	63,301.	
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	56,180.			
<b>b</b> Net investment income (if negative, enter -0-)		122,222.		
<b>c</b> Adjusted net income (if negative, enter -0-)				

4614

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash— non-interest-bearing	143.	-244.	-244.
	2 Savings and temporary cash investments	3,404.	2,668.	2,668.
	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) L-10b Stmt	946,038.	1,003,341.	1,397,992.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	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)	949,585.	1,005,765.	1,400,416.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	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)			
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
BALANCE SHEET	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	949,585.	1,005,765.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
NET ASSETS OR FUND BALANCES	30 Total net assets or fund balances (see instructions)	949,585.	1,005,765.	
	31 Total liabilities and net assets/fund balances (see instructions)	949,585.	1,005,765.	

## 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	949,585.
2 Enter amount from Part I, line 27a	2	56,180.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,005,765.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,005,765.

**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)
1 a See statement 1		P	Various	Various
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 891,608.		789,606.	102,002.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a 0.	0.	0.	102,002.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		2	102,002.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-            in Part I, line 8         </div>		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	58,155.	1,145,501.	0.050768
2010	63,275.	1,246,826.	0.050749
2009	57,770.	1,138,326.	0.050750
2008	45,120.	890,889.	0.050646
2007	74,265.	1,371,410.	0.054152

2 Total of line 1, column (d)	2	0.257065
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	0.051413
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,247,970.
5 Multiply line 4 by line 3	5	64,162.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,222.
7 Add lines 5 and 6	7	65,384.
8 Enter qualifying distributions from Part XII, line 4	8	63,301.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,444.
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	2,444.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		5	2,444.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	2,470.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	2,470.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 25. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) MD - Maryland		
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	8 b X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

BAA

Form 990-PF (2012)

**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>Craig B. Laub</u> Telephone no <u>(301) 983-4977</u> Located at <u>9512 Falls Bridge Lane, Potomac, MD</u> ZIP + 4 <u>20854-3954</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</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 <u></u>	16		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
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? <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 <input type="checkbox"/>	1 b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	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)	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

BAA

Form 990-PF (2012)

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?**5 b**

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?**6 b**

If 'Yes' to 6b, file Form 8870

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?**7 b****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
Craig B. Laub 9512 Falls Bridge LN, Potomac, MD 20854	President 1.76	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

<b>Part VIII</b>	<b>Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors</b> <i>(continued)</i>
------------------	--

**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.

1	NONE	
2		0.
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

1	NONE	
2		0.
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		None

BAA Form 990-PF (2012)



**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	1 a	1,264,775.
b Average of monthly cash balances	1 b	2,200.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,266,975.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,266,975.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	19,005.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,247,970.
6 Minimum investment return. Enter 5% of line 5	6	62,399.

**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	62,399.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	2,444.	
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b		
c Add lines 2a and 2b	2 c	2,444.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	59,955.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	59,955.	
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	59,955.	

**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	1 a	63,301.
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	63,301.
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	63,301.

**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

BAA

Form 990-PF (2012)

**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				59,955.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007 ..	6,653.			
b From 2008 ..	1,196.			
c From 2009	1,496.			
d From 2010	1,826.			
e From 2011	1,310.			
f Total of lines 3a through e	12,481.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 63,301.				
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				59,955.
e Remaining amount distributed out of corpus	3,346.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,827.			
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				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)	6,653.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,174.			
10 Analysis of line 9.				
a Excess from 2008	1,196.			
b Excess from 2009	1,496.			
c Excess from 2010	1,826.			
d Excess from 2011	1,310.			
e Excess from 2012	3,346.			

## N/A

- 501(c)(3)'s only. No arts, religious or right-wing organizations.

**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
<b>a Paid during the year</b>				
Alley Cat Allies 7920 Norfolk AV #600 Bethesda MD 20814		501(c)(3)	Care for ferral cats	450.
Jane Goodall Institute 4245 N. Fairfax DR #600 Arlington VA 22203		501(c)(3)	Primate conservation	450.
Polar Bear International 105 Morris ST #188 Sebastopol CA 95472		501(c)(3)	Polar Bear research and advocacy	900.
National Arbor Day Foundation 211 N. 12th ST Lincoln NE 68508		501(c)(3)	Plants and supports planting of trees	450.
CORAL 351 California ST #650 San Francisco, CA 94104		501(c)(3)	Coral reef conservation	2,300.
Oceana 1350 Connecticut Ave NW Washington DC 20036		501(c)(3)	Marine conservation	23,700.
Capital Area Food Bank 645 Taylor ST NE Washington DC 20017		501(c)(3)	Food for DC area poor	450.
Doctors Without Borders 333 7th AV, 2nd Floor New York NY 10001		501(c)(3)	International medical care	450.
Pathfinder International 9 Galen ST #217 Watertown MA 02472		501(c)(3)	International maternal health & family planning	15,000.
See Line 3a statement				19,151.
<b>Total</b>			<b>3a</b>	<b>63,301.</b>
<b>b Approved for future payment</b>				
<b>Total</b>			<b>3b</b>	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments			14	0.	
<b>4</b>	Dividends and interest from securities			14	20,310.	
<b>5</b>	Net rental income or (loss) from real estate.					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	102,002.	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue:					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)				122,312.	
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e)				<b>13</b> 122,312.	

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

<b>Part XVII</b>	<b>Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations</b>
------------------	--

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1 a (1)</b>	X
	(2) Other assets	<b>1 a (2)</b>	X
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	<b>1 b (1)</b>	X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1 b (2)</b>	X
	(3) Rental of facilities, equipment, or other assets	<b>1 b (3)</b>	X
	(4) Reimbursement arrangements	<b>1 b (4)</b>	X
	(5) Loans or loan guarantees	<b>1 b (5)</b>	X
	(6) Performance of services or membership or fundraising solicitations	<b>1 b (6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1 c</b>	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.

[illegible]

**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?

**b** If 'Yes,' complete the following schedule

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

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.

<p>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.</p>	
<p><b>Sign Here</b></p> <p><i>Cy B. Lamb</i></p> <p>Signature of officer or trustee</p>	<p><i>2/25/14</i></p> <p>Date</p>
<p><b>Paid Preparer Use Only</b></p> <p>Firm's name</p> <p>Firm's address</p> <p>Firm's EIN</p> <p>Phone no</p>	<p><b>President</b></p> <p>Title</p> <p>Check <input type="checkbox"/> if self-employed</p> <p>PTIN <input type="checkbox"/></p> <p>May the IRS discuss this return with the preparer shown below (see instructions)?</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>

**Form 990-PF**  
**Part I, Line 6a**

**Net Gain or Loss From Sale of Assets**

**2012**

Name	Employer Identification Number
C. B. Laub Family Foundation	20-5826726

**Asset Information:**

Description of Property:	Common Stock, see Statement 1.		
Date Acquired:	Various	How Acquired:	Purchased
Date Sold:	Various	Name of Buyer:	n/a
Sales Price:	891,608.	Cost or other basis (do not reduce by depreciation)	789,498.
Sales Expense:	108.	Valuation Method:	Cost
Total Gain (Loss):	102,002.	Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

  

Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal estimated	2,470.			
Federal from 2012	256.			
Total	2,726.			

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Stock broker fees	90.	90.		
Bank fee	15.			
Total	105.	90.		

Form 990-PF, Page 11, Part XV, line 3a

**Line 3a statement**

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
Population Action International 1300 19th ST NW Washington DC 20036		501 (c) (3)	International population planning	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,200.
Brady Center to Prevent Gun Violence 1225 Eye Street NW, #1100 Washington DC 20005		501 (c) (3)	Promote sensible gun control laws	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
Washington Consumers' Checkbook 1625 K Street NW, 8th Floor Washington DC 20006		501 (c) (3)	Evaluate consumer services	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 25.
CARE 151 Ellis Street NE Atlanta GA 30303		501 (c) (3)	International medical care	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
Engender Health 440 9th Avenue New York NY 10001		501 (c) (3)	International maternal health & family planning	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 8,800.
Montgomery County Humane Society 14645 Rothgeb Drive Rockville MD 20850		501 (c) (3)	Animal Shelter	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
International Rescue Committee 122 East 42nd Street New York NY 10168		501 (c) (3)	Humanitarian assistance	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
Charity Watch P.O. Box 578460 Chicago IL 60657		501 (c) (3)	Charity rating information	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 50.



Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
Save the Children			Poverty	Person or <input type="checkbox"/>
54 Wilton Road		501 (c) (3)	relief	Business <input checked="" type="checkbox"/>
Westport CT 06880				476.
Responsive Law			Legal reform	Person or <input type="checkbox"/>
1380 Monroe ST NW #210		501 (c) (3)		Business <input checked="" type="checkbox"/>
Washington DC 20010				450.
Planned Parenthood Federation of America			Family planning	Person or <input type="checkbox"/>
434 W. 33rd ST		501 (c) (3)		Business <input checked="" type="checkbox"/>
New York NY 10001				450.
American Kidney Fund			Support people	Person or <input type="checkbox"/>
6110 Executive Blvd #1010		501 (c) (3)	with kidney	Business <input checked="" type="checkbox"/>
Rockville MD 20852			disease	450.
The Nature Conservancy			Nature	Person or <input type="checkbox"/>
4245 N. Fairfax Drive #100		501 (c) (3)	Conservation	Business <input checked="" type="checkbox"/>
Arlington VA 22203				100.
EarthJustice			Enforce	Person or <input type="checkbox"/>
50 California ST, #500		501 (c) (3)	environmental	Business <input checked="" type="checkbox"/>
San Francisco CA 94111			laws	500.
Guidestar			Charity rating	Person or <input type="checkbox"/>
4801 Courthouse Street, #220		501 (c) (3)	information	Business <input checked="" type="checkbox"/>
Williamsburg VA 23188				50.
WAMU / American University			Public radio	Person or <input type="checkbox"/>
4400 Massachusetts Avenue, NW		501 (c) (3)	station	Business <input checked="" type="checkbox"/>
Washington DC 20016				450.
Cabin John VFD			Volunteer Fire	Person or <input type="checkbox"/>
8001 River Rd		Social	Department	Business <input checked="" type="checkbox"/>
Bethesda MD 20817		Welfare		50.
Citizens Climate Education			Climate	Person or <input type="checkbox"/>
1330 Orange AV #330		501 (c) (3)	Education	Business <input checked="" type="checkbox"/>
Coronado CA 92118				450.
Wind Dance Farm & Earth Education Center			Environmental	Person or <input type="checkbox"/>
649 Virginia Line RD		501 (c) (3)	Education	Business <input checked="" type="checkbox"/>
Berkeley Springs WV 25411				450.
The Diener School			Special	Person or <input type="checkbox"/>
6001 Montrose Road		501 (c) (3)	Education	Business <input checked="" type="checkbox"/>
Rockville MD 20852				500.
Winston Churchill H.S.			Visual Arts	Person or <input type="checkbox"/>
11300 Gainsborough Rd		Public	Department	Business <input checked="" type="checkbox"/>
Potomac MD 20854		school		50.
Consumers Union of the U.S.			Consumer	Person or <input type="checkbox"/>
101 Truman Avenue		501 (c) (3)	education	Business <input checked="" type="checkbox"/>
Yonkers NY 10703				50.
Potomac Conservancy			Preserving	Person or <input type="checkbox"/>
8403 Colesville RD #805		501 (c) (3)	the Potomac	Business <input checked="" type="checkbox"/>
Sliver Spring MD 20910			River area	200.

Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
Potomac Riverkeepers 1100 15th ST, NW 11th floor Washington DC 20005		501 (c) (3)	Preserving the Potomac River area	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 250.
Student Conservation Ass'n 4245 North Fairfax Drive #825 Arlington VA 22203		501 (c) (3)	Conservation education & service	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
SOS Children's Villages - USA 1001 Connecticut Ave, NW #1250 Washington DC 20036		501 (c) (3)	International orphanages	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.
Great Falls Vaulters 11021 Dobbins Drive Potomac MD 20854		501 (c) (3)	Equestrian Youth Development	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 450.

Total

19,151.

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Interactive Brokers Total	1,003,341.	1,397,992.
Total	<u>1,003,341.</u>	<u>1,397,992.</u>

Form 990-PF, p2: Part II, Line 10b(b)

<u>Stock</u> <u>Symbol</u>	<u>Number</u> <u>of shares</u>	<u>Book value</u>
AEIS	810	14,673.55
AFG	438	19,355.57
AHL	541	19,474.09
AIMC	141	3,541.01
AMWD	109	3,447.86
AVY	1,268	50,318.92
AXS	481	19,517.87
AZPN	637	19,454.38
BRCD	680	3,788.69
CINF	432	19,312.55
ENOC	810	13,600.81
EVR	495	19,521.15
FIBK	810	14,274.59
FLO	1,060	19,501.46
GPRE	1,332	13,015.34
HLSS	810	18,348.55
ITG	1,200	14,667.79
JCOM	98	3,400.79
KELYA	192	3,227.23
KORS	327	20,020.84
LOCK	335	3,701.48
LPX	654	14,036.21
MAN	957	50,153.78
MCO	401	19,108.99
NXPI	111	3,448.82
ORCL	8,519	171,435.46
ORLY	196	19,920.71
PCBK	594	6,684.67
PEGA	126	3,507.67
PETS	1,200	15,740.11
PJC	502	19,909.05
POWI	460	19,694.34
RAD	7,984	13,104.64
RES	810	13,099.46
RNST	810	17,811.34
RSO	7,491	31,734.07
SCBT	70	3,285.57
SKX	172	3,560.42
SMCI	6,991	87,243.00
SPWR	1,200	15,306.79
SSNC	141	3,512.16
SWFT	3,412	45,459.36
TAL	79	3,347.69
UBNT	275	3,716.45
UBSH	1,085	19,430.27
USNA	1,089	49,054.29
VMI	127	19,849.78
WETF	1,595	14,021.17
Total	60,057	1,003,340.79

Statement 1: Form 990-PF, Part IV, Line 1

(a) Common stock sold		(b) How acquired		(c) Date acquired	(d) Date sold	(e) Gross sales price	(f) Depreciation allowed	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
# shares	Company name	P—Purchase	D—Donation						
266	RAIT Financial Trust	P		10/15/08	10/01/13	\$1,838.19		\$2,766.72	(\$928.53)
287	Powershares Nasdaq 100	P		08/10/11	02/14/13	19,513.13		14,752.60	4,760.53
745	Powershares Nasdaq 100	P		08/10/11	02/15/13	50,414.25		38,292.82	12,121.42
432	Powershares Nasdaq 100	P		08/10/11	02/20/13	29,268.65		22,204.54	7,064.11
433	Powershares Nasdaq 100	P		08/10/11	02/21/13	28,794.32		22,255.94	6,538.38
443	Powershares Nasdaq 100	P		08/10/11	02/22/13	29,527.73		22,769.94	6,757.79
71	Powershares Nasdaq 100	P		08/12/11	02/12/13	4,813.12		3,792.81	1,020.31
19	Powershares Nasdaq 100	P		08/12/11	02/13/13	1,289.54		1,014.98	274.57
419	Powershares Nasdaq 100	P		08/22/11	02/22/13	27,928.03		21,030.01	6,898.02
261	Powershares Nasdaq 100	P		08/23/11	02/13/13	17,714.26		13,598.10	4,116.16
72	Powershares Nasdaq 100	P		08/23/11	02/14/13	4,895.28		3,751.20	1,144.08
35	Powershares Nasdaq 100	P		08/24/11	02/13/13	2,375.48		1,825.60	549.88
233	Powershares Nasdaq 100	P		08/24/11	02/14/13	15,841.67		12,097.36	3,744.32
134	Powershares Nasdaq 100	P		08/25/11	02/13/13	9,094.68		7,002.84	2,091.84
113	Powershares Nasdaq 100	P		08/26/11	02/13/13	7,669.39		5,939.28	1,730.11
81	Powershares Nasdaq 100	P		09/02/11	02/13/13	5,497.53		4,322.98	1,174.55
90	Powershares Nasdaq 100	P		09/06/11	02/13/13	6,108.37		4,743.36	1,365.01
318	Powershares Nasdaq 100	P		09/05/12	01/29/13	21,232.87		21,703.50	(470.63)
1,805	Powershares Nasdaq 100	P		09/05/12	01/30/13	121,259.96		123,191.10	(1,931.15)
951	Powershares Nasdaq 100	P		09/05/12	02/12/13	64,477.04		64,904.77	(427.72)
248	Allegiant Travel Co	P		07/20/12	02/20/13	19,818.40		17,435.16	2,383.24
369	Meritage Homes Corp	P		07/24/12	02/20/13	15,011.22		12,803.77	2,207.45
369	Meritage Homes Corp	P		07/24/12	02/21/13	14,734.69		12,803.19	1,931.50
303	Meritage Homes Corp	P		07/24/12	02/22/13	12,179.83		10,513.19	1,666.64
276	Meritage Homes Corp	P		07/25/12	02/22/13	11,128.85		9,292.68	1,836.17
324	Meritage Homes Corp	P		07/25/12	02/26/13	12,787.61		10,908.79	1,878.82
538	Alkermes Plc	P		07/26/12	02/26/13	10,925.94		10,129.55	796.39
607	Alkermes Plc	P		07/27/12	02/20/13	13,078.60		11,701.82	1,376.79
621	Alkermes Plc	P		07/27/12	02/21/13	12,926.68		11,971.71	954.97
981	Alkermes Plc	P		07/27/12	02/22/13	20,362.37		18,911.83	1,450.54
279	Alkermes Plc	P		07/27/12	02/26/13	5,621.90		5,378.60	243.31
369	Lithia Motors Inc-CIA	P		08/01/12	02/20/13	15,287.11		10,605.47	4,681.64
370	Lithia Motors Inc-CIA	P		08/01/12	02/21/13	15,059.46		10,609.30	4,450.16
491	Lithia Motors Inc-CIA	P		08/01/12	02/22/13	20,337.85		13,999.06	6,338.78
450	Lithia Motors Inc-CIA	P		08/01/12	02/26/13	18,144.36		12,805.14	5,339.22
303	Corelogic Inc	P		08/02/12	02/21/13	8,183.44		6,998.90	1,184.54
1,151	Corelogic Inc	P		08/02/12	02/22/13	29,663.07		26,574.45	3,088.62

(a) Common stock sold		(b) How acquired		(c) Date acquired	(d) Date sold	(e) Gross sales price	(f) Depreciation allowed	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
# shares	Company name	P—Purchase	D—Donation						
504	Corelogic Inc	P		08/03/12	02/20/13	14,188.48		11,651.23	2,537.25
201	Corelogic Inc	P		08/03/12	02/21/13	5,474.97		4,645.26	829.72
255	Autonation Inc	P		08/03/12	02/20/13	11,475.42		9,889.69	1,585.73
283	Autonation Inc	P		08/03/12	02/21/13	12,565.33		10,974.20	1,591.13
254	GNC Holdings Inc-CI A	P		08/08/12	02/20/13	10,717.59		10,041.00	676.59
259	GNC Holdings Inc-CI A	P		08/08/12	02/21/13	10,790.33		10,166.61	623.72
58	GNC Holdings Inc-CI A	P		08/08/12	02/22/13	2,378.59		2,267.20	111.39
254	Lumber Liquidators Holdings	P		08/09/12	02/20/13	16,333.61		11,197.37	5,136.25
282	Lumber Liquidators Holdings	P		08/09/12	02/21/13	16,450.93		12,320.40	4,130.53
234	Liquidity Services Inc	P		08/09/12	02/20/13	8,082.35		10,529.82	(2,447.47)
119	Liquidity Services Inc	P		08/09/12	02/21/13	4,020.49		5,352.37	(1,331.88)
1,688	Louisiana-Pacific Corp	P		02/12/13	10/01/13	30,503.37		36,238.00	(5,734.63)
0.5000	Flowers Foods Inc	P		02/22/13	06/20/13	11.42		9.35	2.07
30	Moody's Corp	P		02/22/13	02/22/13	1,450.93		1,448.18	2.75
280	Pike Electric Corp	P		02/20/13	10/17/13	3,036.35		3,931.25	(894.90)
240	Pike Electric Corp	P		02/21/13	10/17/13	2,617.55		3,254.96	(637.40)
680	Pike Electric Corp	P		02/22/13	10/17/13	7,381.87		9,508.98	(2,127.11)
231	Netspend Holdings Inc	P		02/26/13	07/01/13	3,697.16		3,672.81	24.35
86	PBF Energy Inc	P		02/26/13	10/01/13	1,900.86		3,379.81	(1,478.96)
304	Zipcar Inc	P		02/26/13	03/15/13	3,725.52		3,724.00	1.52
Total capital gain net income or (net capital loss)						891,607.99		789,605.55	102,002.49
Check								789,605.50	
Basis without expense of sale								789,497.99	
Net sales price						\$891,500.47			
Expense of sale						\$107.52			