Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning **December 1**, 2012, and ending **November 30**, 20 **13**

Name of foundation **The Matthew Korn and Cynthia Miller Family Foundation**	A Employer identification number **84-1721572**
Number and street (or P.O box number if mail is not delivered to street address) **848 Alvermar Ridge Drive** — Room/suite	B Telephone number (see instructions) **703-848-9439**
City or town, state, and ZIP code **McLean, VA 22102-1435**	C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ **2,089,815.05**

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 (attach schedule)	1,001,798.66			
2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	40.84	40.84		
4	Dividends and interest from securities	29,616.98	29,616.98		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	41,864.41			
b	Gross sales price for all assets on line 6a 1,378,118.92				
7	Capital gain net income (from Part IV, line 2)		41,864.41		
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) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	1,073,320.89	71,522.23		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) Statement 1	6,548.44	6,548.44		0
17	Interest				
18	Taxes (attach schedule) (see instructions) Statement 2	908.17	883.17		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	7,456.61	7,431.61		0
25	Contributions, gifts, grants paid	51,090.08			51,090.08
26	**Total expenses and disbursements.** Add lines 24 and 25	58,546.69	7,431.61		51,090.08
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	1,014,774.20			
b	**Net investment income** (if negative, enter -0-)		64,090.62		
c	**Adjusted net income** (if negative, enter -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	8,522.27	4,783.97	4,783.97
2	Savings and temporary cash investments	65,686.17	860,223.04	860,223.04
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 schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	373.15	555.76	555.76
10a	Investments—U.S and state government obligations (attach schedule) Stmt 3	188,320.25	176,138.00	176,138.00
b	Investments—corporate stock (attach schedule) Statement 4	524,361.66	885,382.03	885,382.03
c	Investments—corporate bonds (attach schedule) Statement 5	218,244.00	162,732.25	162,732.25
11	Investments—land, buildings, and equipment: basis ▶ 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)	1,005,507.50	2,089,815.05	2,089,815.05
Liabilities 17	Accounts payable and accrued expenses	33,295.31	822.00	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	33,295.31	822.00	
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	972,212.19	2,088,993.05	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	972,212.19	2,088,993.05	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,005,507.50	2,089,815.05	

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	972,212.19
2	Enter amount from Part I, line 27a	2	1,014,774.20
3	Other increases not included in line 2 (itemize) ▶ **Unrealized Gains on Securities**	3	102,006.66
4	Add lines 1, 2, and 3	4	2,088,993.05
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	2,088,993.05

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	50,000 Citigroup Funding Inc. Notes due 6/26/2013 Int Linked to CPIU	P	7/14/2008	6/26/2013
b				
c	Publicly Traded Securities	D	11/15/2013	11/15/2013
d				
e	Publicly Traded Securities	P	various	various

	(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	50,000.00		49,880.00	120.00
b				
c	1,003,816.57		1,001,798.66	2,017.91
d				
e	324,302.35		284,575.85	39,726.50

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	41,864.41
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	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	46,601.11	954,422.95	0.04882647677
2010	41,125.30	951,012.16	0.04429522752
2009	42,671.12	895,491.11	0.04765108165
2008	35,957.13	838,498.67	0.04288275138
2007	44,787.50	956,907.99	0.01412046490

2	**Total** of line 1, column (d)	2	0.23045993280
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	0.04609198656
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,061,780.87
5	Multiply line 4 by line 3	5	48,939.59
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	640.91
7	Add lines 5 and 6	7	49,580.50
8	Enter qualifying distributions from Part XII, line 4	8	51,090.08

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	640	91
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	640	91
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	640	91
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 657 71			
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	657	71
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0	
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	16	80
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax ▶** 16.80 **Refunded ▶**		11		

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N	A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Virginia			
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* Statement 6	8b		✓
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ N/A			
14	The books are in care of ▶ Matthew Korn, President Telephone no. ▶ 703-848-9439 Located at ▶ 848 Alvermar Ridge Drive, McLean, Virginia ZIP+4 ▶ 22102-1435			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here N/A ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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		✓
	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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No ✓

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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
Matthew Korn **848 Alvermar Ridge Drive, McLean, VA 22102**	**Pres & Secretary, 5**	**-0-**	**-0-**	**-0-**
Cynthia Miller **848 Alvermar Ridge Drive, McLean, VA 22102**	**VP & Treasurer, 2**	**-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 ▶ **0**

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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	
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	976,894.72
b	Average of monthly cash balances	1b	101,055.40
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,077,950.12
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	None
3	Subtract line 2 from line 1d	3	1,077,950.12
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	16,169.25
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,061,780.87
6	**Minimum investment return.** Enter 5% of line 5	6	53,089.04

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	53,089.04
2a	Tax on investment income for 2012 from Part VI, line 5 . . . 2a 640.91		
b	Income tax for 2012. (This does not include the tax from Part VI.) . . . 2b 0		
c	Add lines 2a and 2b	2c	640.91
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	52,448.13
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	52,448.13
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	52,448.13

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	51,090.08
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	51,090.08
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	640.91
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	50,449.17

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				52,448.13
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			47,366.37	
b	Total for prior years: 20___ ,20___ ,20___		0		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 . . . 0				
b	From 2008 . . . 0				
c	From 2009 . . . 0				
d	From 2010 . . . 0				
e	From 2011 . . . 0				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 51,090.08				
a	Applied to 2011, but not more than line 2a			47,366.37	
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				3,723.71
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).)*	0			0
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		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 instructions			0	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				48,724.42
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

FY2006 & FY2012: Matthew Korn (President & Secretary) and Cynthia Miller (Vice President & Treasurer)

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

None

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

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

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

Matthew Korn, The Matthew Korn & Cynthia Miller Family Foundation, 848 Alvermar Ridge Drive, McLean VA 22102 Phone: 703-848-9439

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

Simple Letter, stating purpose and amount of requested grant, tax-exempt status, contact information

c Any submission deadlines:

None

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

None

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 7				
Total . . . . ▶ 3a				**51,090.08**
b *Approved for future payment*				
Total . . . . ▶ 3b				**0**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	40.84	
4 Dividends and interest from securities			14	29,616,98	
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			18	41,864.41	
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)				71,522.23	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 71,522.23

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

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
N/A			

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

b If "Yes," complete the following schedule.

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

Sign Here

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

(Matthew R. Korn) | 1/2/2014 | **President**

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
The Matthew Korn and Cynthia Miller Family Foundation	84-1721572

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
The Matthew Korn and Cynthia Miller Family Foundation	84-1721572

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Matthew R. Korn & Cynthia K. Miller 848 Alvermar Ridge Drive McLean, VA 22102-1435	$ 1,001,798.66	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Matthew Korn and Cynthia Miller Family Foundation	84-1721572

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	692 shares of AMC Networks Inc. (AMCX) stock. The FMV is based on the average price of AMCX on 11/15/2013, $65.645/share which is the average of the high price ($66.28) and the low price ($65.01) on that date.	$ 45,426.34	11/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	332 shares of Anadarko Petroleum Corporation (APC) stock. The FMV is based on the average price of APC on 11/15/2013, $90.765/share which is the average of the high price ($91.63) and the low price ($89.90) on that date.	$ 30,133.98	11/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,330 shares of Biogen Idec Inc (BIIB) stock. The FMV is based on the average price of BIIB on 11/15/2013, $241.305/share which is the average of the high price ($245.81) and the low price ($236.80) on that date.	$ 320,935.65	11/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	912 shares of DIRECTV (DTV) stock. The FMV is based on the average price of DTV on 11/15/2013, $64.420/share which is the average of the high price ($64.90) and the low price ($63 94) on that date.	$ 58,751.04	11/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	593 shares of FEI Company (FEIC) stock. The FMV is based on the average price of FEIC on 11/15/2013, $91.140/share which is the average of the high price ($92.00) and the low price ($90.28) on that date	$ 54,046.02	11/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	114 shares of Hexcel Corporation (HXL) stock. The FMV is based on the average price of HXL on 11/15/2013, $43.420/share which is the average of the high price ($43.80) and the low price ($43.04) on that date.	$ 4,949.88	11/15/2013

Name of organization	Employer identification number
The Matthew Korn and Cynthia Miller Family Foundation	84-1721572

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,729 shares of Isis Pharmaceuticals, Inc. (ISIS) stock. The FMV is based on the average price of ISIS on 11/15/2013, $32.600/share which is the average of the high price ($33.18) and the low price ($32.02) on that date.	$ 56,365.40	11/15/2013
1	685 shares of Liberty Media Corporation (LMCA) stock. The FMV is based on the average price of LMCA on 11/15/2013, $149 380/share which is the average of the high price ($151.11) and the low price ($147.65) on that date.	$ 102,325.30	11/15/2013
1	185 shares of Macy's, Inc. (M) stock. The FMV is based on the average price of M on 11/15/2013, $50.680/share which is the average of the high price ($51.09) and the low price ($50.27) on that date.	$ 9,375.80	11/15/2013
1	319 shares of National Oilwell Varco, Inc. (NOV) stock. The FMV is based on the average price of NOV on 11/15/2013, $84.275/share which is the average of the high price ($84.71) and the low price ($83.84) on that date.	$ 26,883.73	11/15/2013
1	530 shares of Pall Corporation (PLL) stock. The FMV is based on the average price of PLL on 11/15/2013, $82.745/share which is the average of the high price ($83.16) and the low price ($82.33) on that date.	$ 43,854.85	11/15/2013
1	278 shares of Signature Bank (SBNY) stock. The FMV is based on the average price of SBNY on 11/15/2013, $105.925/share which is the average of the high price ($106.97) and the low price ($104.88) on that date.	$ 29,447.15	11/15/2013

Name of organization	Employer identification number
The Matthew Korn and Cynthia Miller Family Foundation	84-1721572

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	841 shares of SanDisk Corporation (SNDK) stock. The FMV is based on the average price of SNDK on 11/15/2013, $69.920/share which is the average of the high price ($70.53) and the low price ($69.31) on that date.	$ 58,802.72	11/15/203

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	685 shares of Starz (STRZA) stock. The FMV is based on the average price of STRZA on 11/15/2013, $28.950/share which is the average of the high price ($29.17) and the low price ($28.73) on that date.	$ 19,830.75	11/15/203

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,488 shares of Seagate Technology PLC (STX) stock. The FMV is based on the average price of STX on 11/15/2013, $49.325/share which is the average of the high price ($50.22) and the low price ($48.43) on that date.	$ 122,720.60	11/15/203

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	510 shares of Terex Corporation (TEX) stock. The FMV is based on the average price of TEX on 11/15/2013, $35 195/share which is the average of the high price ($35.70) and the low price ($34.69) on that date.	$ 17,949.45	11/15/203

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

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

2012 Form 990-PF	Other Professional Fees			Statement 1
Description	(a) Expenses Per Books	(b) Net Invest- Ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting & Advisory Services (CAS) Fee 12/1/12 to 12/31/12 (Scharf)	95.92	95.92	0.	0.
CAS Fee 1/1/13 to 3/31/13 (Scharf)	270.58	270.58	0.	0.
CAS Fee 4/1/13 to 6/30/13 (Scharf)	294.71	294.71	0.	0.
CAS Fee 7/1/13 to 9/30/13 (Scharf)	307.62	307.62	0.	0.
CAS Fee 10/1/13 to 11/30/13 (Scharf)	220.89	220.89	0.	0.
CAS Fee 11/20/13 to 11/30/13 (Scharf)	3.95	3.95	0.	0.
Scharf Mgmt Fee 12/1/12 to 12/31/12 (Scharf)	176.73	176.73	0.	0.
Scharf Mgmt Fee 1/1/13 to 3/31/13 (Scharf)	503.62	503.62	0.	0.
Scharf Mgmt Fee 4/1/13 to 6/30/13 (Scharf)	548.82	548.82	0.	0.
Scharf Mgmt Fee 7/1/13 to 9/30/13 (Scharf)	566.63	566.63	0.	0.
Scharf Mgmt Fee 10/1/13 to 11/30/13 (Scharf)	406.86	406.86	0.	0.
CAS Fee 12/1/12 to 12/31/12 (Newgate)	81.18	81.18	0.	0.
CAS Fee 1/1/13 to 2/10/13 (Newgate)	117.36	117.36	0.	0.
CAS Fee 2/14/13 to 6/30/13 (Lazard)	379.85	379.85	0.	0.
CAS Fee 7/1/13 to 9/30/13 (Lazard)	232.49	232.49	0.	0.
CAS Fee 10/1/13 to 11/30/13 (Lazard)	166.25	166.25	0.	0.
CAS Fee 11/21/13 to 11/30/13 (Lazard)	7.53	7.53	0.	0.
CAS Fee 11/26/13 to 11/30/13 (Clearbridge)	30.79	30.79	0.	0.
CAS Fee 12/1/12 to 12/31/12 (RHJ)	19.32	19.32	0.	0.
CAS Fee 1/1/13 to 3/31/13 (RHJ)	58.47	58.47	0.	0.
CAS Fee 4/1/13 to 6/30/13 (RHJ)	64.71	64.71	0.	0.
CAS Fee 7/1/13 to 9/30/13 (RHJ)	68.02	68.02	0.	0.
CAS Fee 10/1/13 to 11/30/13 (RHJ)	49.42	49.42	0.	0.
CAS Fee 11/21/13 to 11/30/13 (RHJ)	2.83	2.83	0.	0.
RHJ Mgmt Fee 10/1/12	336.00	336.00	0.	0.

To 12/31/12 (RHJ)				
RHJ Mgmt Fee 1/1/13 To 3/31/13 (RHJ)	368.00	368.00	0.	0.
RHJ Mgmt Fee 4/1/13 To 6/30/13 (RHJ)	382.00	382.00	0.	0.
RHJ Mgmt Fee 7/1/13 To 9/30/13 (RHJ)	419.00	419.00	0.	0.
RHJ Mgmt Fee 10/1/13 To 11/30/13 (RHJ)	322.00	322.00	0.	0.
Misc. Int. ADR Fees 12/1/12 to 11/30/13	46.89	46.89	0.	0.
Total to Form 990-PF Part I, Line 16c	6,548.44	6,548.44	0.	0.

2012 Form 990-PF	Taxes			Statement 2
Description	(a) Expenses Per Books	(b) Net Invest- Ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Virginia Annual Reg. Fee	25.00	0.	0.	0.
Foreign Taxes	883.17	883.17	0.	0.
Total to Form 990-PF Part I, Line 18	908.17	883.17	0.	0.

2012 Form 990-PF — US & State Govt Obligations — Statement 3

Description	(b) Book Value	(c) Fair Market Value
25,000 California State General Obligation Taxable B/E dated 4/28/2009 Int: 5.25% Maturity: 4/1/2014 First Call 10/1/2009	25,389.00	25,389.00
25,000 Nassau County NY Taxable-GEN U/T Taxable B/E GO dated 6/24/2010 Int: 5.25% Maturity: 4/1/2020 First Call 10/1/2010	26,951.00	26,951.00
100,000 Energy Northwest Washington Project 1 Electric Taxable B/E DFLT Dated 4/15/2009 First Call 1/1/2010 Int: 6.8% Maturity: 7/1/2024	123,798.00	123,798.00
Total to Form 990-PF, Part II, Line 10a	176,138.00	176,138.00

Account Summary

The Matthew Korn and Cynthia Miller Family Foundation EIN: 84-1721572

2012 Form 990-PF Investments, Corporate Stocks Statement 4

(from Page 2, Part II, Line 10b Columns b & c)

See this statement for list of stocks held at the end of fiscal year on November 30, 2013

Pages 5 to 7 for Account FND-xx001	$ 94,290.03
Pages 5 to 9 for Account FND-xx002	$411,793.73
Pages 6 to 11 for Account FND-xx003	$118,814.80
Pages 6 to 13 for Account FND-xx004	$260,483.47
================================	==========
Total value of stocks in all 4 accounts:	$885,382.03

Account Detail

Account: FND-xx001

KORN-MILLER FAMILY FOUNDATION
C/O MATTHEW R. KORN

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AMC NETWORKS INC CL A (AMCX)	11/21/13	15 000	$62 639	$939 58	**$962.85**	$23 27 ST	—	—
Share Price: $64.190								
ANADARKO PETE (APC)	11/21/13	55.000	91 423	5,028 25	**4,885.10**	(143.15) ST	39 60	0.81
Share Price $88 820, Next Dividend Payable 12/2013								

Account Detail

Account: FND-xx001

KORN-MILLER FAMILY FOUNDATION
C/O MATTHEW R. KORN

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AUTODESK INC DELAWARE (ADSK)	11/21/13	70 000	42.320	2,962 41	**3,167.50**	205 09 ST	—	—
Share Price· $45.250								
BIOGEN IDEC INC (BIIB)	11/21/13	12 000	247 458	2,969.50	**3,491.64**	522 14 ST	—	—
Share Price. $290 970								
BROADCOM CORP CL A (BRCM)	11/21/13	114.000	25.983	2,962 06	**3,042.66**	80 60 ST	50.16	1.64
Share Price· $26 690, Next Dividend Payable 12/09/13								
CABLEVISION SYSTEMS CORP (CVC)	11/21/13	202.000	14 784	2,986.39	**3,387.54**	401.15 ST	121.20	3.57
Share Price. $16.770, Next Dividend Payable 12/13/13								
CITRIX SYSTEMS INC (CTXS)	11/21/13	34.000	57.739	1,963 12	**2,016.88**	53 76 ST	—	—
Share Price· $59.320								
COMCAST CORP CL A SPECIAL NEW (CMCSK)	11/21/13	152 000	46 004	6,992.64	**7,318.80**	326.16 ST	118.56	1 61
Share Price. $48 150; Next Dividend Payable 01/2014								
COVIDIEN PLC (COV)	11/21/13	30.000	66 600	1,998 00	**2,047.80**	49.80 ST	38.40	1 87
Share Price $68 260, Next Dividend Payable 02/2014								
CREE RESEARCH INC (CREE)	11/21/13	55.000	54 304	2,986 74	**3,069.00**	82.26 ST	—	—
Share Price: $55.800								
DIRECTV COM (DTV)	11/21/13	31.000	62 539	1,938 71	**2,049.41**	110 70 ST	—	—
Share Price. $66 110								
DOLBY CLA A COM STK (DLB)	11/21/13	28.000	35.070	981.97	**1,006.04**	24.07 ST	—	—
Share Price. $35 930								
FLUOR CORP NEW (FLR)	11/21/13	39 000	77.078	3,006.06	**3,034.59**	28.53 ST	24.96	0.82
Share Price $77 810; Next Dividend Payable 01/03/14								
FOREST LABORATORIES INC (FRX)	11/21/13	97.000	51.303	4,976.38	**4,977.07**	0.69 ST	—	—
Share Price. $51.310								
FREEPORT MCMORAN CP&GLD (FCX)	11/21/13	41.000	36.060	1,478.48	**1,422.29**	(56.19) ST	51.25	3.60
Share Price $34 690, Next Dividend Payable 02/2014								
IMMUNOGEN INC (IMGN)	11/21/13	71.000	14.338	1,018.03	**1,031.63**	13.60 ST	—	—
Share Price: $14 530								
ISIS PHARM INC (ISIS)	11/21/13	31.000	32 362	1,003.22	**1,201.56**	198.34 ST	—	—
Share Price: $38 760								
L-3 COMMUNICATIONS HOLDING INC (LLL)	11/21/13	39 000	101 760	3,968.65	**4,034.94**	66.29 ST	85.80	2 12
Share Price· $103.460, Next Dividend Payable 12/16/13								
LIBERTY INTERACTIVE CO INTER A (LINTA)	11/21/13	72 000	27.742	1,997.43	**2,021.76**	24 33 ST	—	—
Share Price. $28 080								

Account Detail

Account: FND-xx001

KORN-MILLER FAMILY FOUNDATION
C/O MATTHEW R. KORN

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
LIBERTY MEDIA CORP SER A (LMCA)	11/21/13	10.000	144.500	1,445.00	**1,534.60**	89 60 ST	—	—
Share Price. $ 153 460								
NATIONAL OILWELL VARCO INC (NOV)	11/21/13	23.000	83 413	1,918 51	**1,874.50**	(44 01) ST	23.92	1 27
Share Price. $ 81.500, Next Dividend Payable 12/2013								
NUCOR CORPORATION (NUE)	11/21/13	56.000	52.705	2,951.46	**2,859.36**	(92.10) ST	82.32	2.87
Share Price. $ 51.060; Next Dividend Payable 02/2014								
PALL CORPORATION (PLL)	11/21/13	37 000	81.451	3,013.67	**3,096.90**	83 23 ST	40.70	1.31
Share Price. $ 83.700; Next Dividend Payable 02/2014								
PENTAIR LTD (PNR)	11/21/13	21 000	69.779	1,465.35	**1,485.12**	19.77 ST	21.00	1.41
Share Price· $ 70.720; Next Dividend Payable 02/2014								
SANDISK CORP (SNDK)	11/21/13	45 000	66 130	2,975 84	**3,066.75**	90.91 ST	40 50	1.32
Share Price: $ 68.150; Next Dividend Payable 02/2014								
SEAGATE TECHNOLOGY PLC (STX)	11/21/13	83.000	47 528	3,944.85	**4,070.32**	125.47 ST	142 76	3 50
Share Price: $ 49.040; Next Dividend Payable 02/2014								
STARZ SERIES A (STRZA)	11/21/13	18.000	27 096	487 73	**509.04**	21.31 ST	—	—
Share Price: $ 28 280								
TE CONNECTIVITY LTD NEW (TEL)	11/21/13	77.000	51.954	4,000 47	**4,059.44**	58 97 ST	77.00	1 89
Share Price $ 52.720; Next Dividend Payable 12/13/13								
THE ADT CORPORATION COM (ADT)	11/21/13	34.000	43.863	1,491.33	**1,379.04**	(112.29) ST	17 00	1.23
Share Price: $ 40 560; Next Dividend Payable 02/2014								
TYCO INTERNATIONAL LTD NEW (TYC)	11/21/13	80.000	37 287	2,982.99	**3,051.20**	68.21 ST	51 20	1.67
Share Price· $ 38.140; Next Dividend Payable 02/2014								
UNITEDHEALTH GP INC (UNH)	11/21/13	83.000	73 215	6,076 84	**6,181.84**	105.00 ST	92 96	1 50
Share Price: $ 74.480, Next Dividend Payable 12/2013								
VERTEX PHARMACEUTICALS (VRTX)	11/21/13	30 000	65.583	1,967.50	**2,082.60**	115 10 ST	—	—
Share Price $ 69 420								
WEATHERFORD INTERNATIONAL LTD (WFT)	11/21/13	311 000	16 048	4,990.93	**4,870.26**	(120.67) ST	—	—
Share Price: $ 15 660								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	**92.2%**	**$ 91,870.09**	**$ 94,290.03**	**$ 2,419.94 ST**	**$ 1,119.29** / **$ 0.00**	**1.19%**

Account Detail

Account: FND-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ADVANCE AUTO PARTS (AAP)	11/19/10	116.000	$65.053	$7,546.15	$11,717 16	$4,171 01 LT		
	7/13/11	35.000	57.199	2,001 95	3,535 35	1,533.40 LT		
	6/19/12	21 000	69.498	1,459.46	2,121 21	661.75 LT		
	Total	172.000		11,007 56	**17,373.72**	6,366 16 LT	41.28	0.23

Share Price. $101.010; Next Dividend Payable 01/2014

Account Detail

Account: FND-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AFLAC INCORPORATED (AFL)	11/19/10	65 000	54 016	3,511 06	4,314 05	802 99 LT		
	8/10/11	44 000	35.915	1,580 25	2,920 28	1,340 03 LT		
	4/30/12	128 000	44 768	5,730.28	8,495.36	2,765.08 LT		
	11/21/13	30.000	66.250	1,987.50	1,991 10	3 60 ST		
	Total	267 000		12,809 09	**17,720.79**	4,908.10 LT 3.60 ST	395.16	2.22
Share Price $66.370, Next Dividend Payable 12/02/13								
ALLERGAN INC (AGN)	9/4/13	163 000	89.527	14,592 82	15,819 15	1,226.33 ST		
	11/21/13	15 000	99 270	1,489 05	1,455.75	(33 30) ST		
	Total	178 000		16,081.87	**17,274.90**	1,193 03 ST	35 60	0.20
Share Price. $97 050, Next Dividend Payable 12/11/13								
AMER INTL GP INC NEW (AIG)	9/18/12	189 000	34.418	6,505.04	9,402.75	2,897.71 LT		
	5/2/13	138.000	41 996	5,795.50	6,865.50	1,070 00 ST		
	11/21/13	35.000	48 730	1,705.55	1,741.25	35.70 ST		
	Total	362.000		14,006 09	**18,009.50**	2,897.71 LT 1,105 70 ST	144.80	0 80
Share Price: $49 750, Next Dividend Payable 12/2013								
APACHE CORP (APA)	12/19/12	79.000	80 664	6,372.46	7,227.71	855 25 ST		
	5/8/13	107.000	77 576	8,300.67	9,789.43	1,488 76 ST		
	Total	186.000		14,673.13	**17,017.14**	2,344 01 ST	148.80	0.87
Share Price' $91.490; Next Dividend Payable 02/2014								
APPLE INC (AAPL)	5/17/11	17.000	334.670	5,689 39	9,453 19	3,763 80 LT		
	7/15/11	15 000	360 897	5,413 46	8,341.05	2,927 59 LT		
	11/21/13	6 000	516.240	3,097.44	3,336.42	238.98 ST		
	Total	38.000		14,200.29	**21,130.66**	6,691.39 LT 238 98 ST	463.60	2.19
Share Price: $556.070; Next Dividend Payable 02/2014								
BAIDU INC ADS (BIDU)	5/13/13	55 000	93.931	5,166 22	**9,161.35**	3,995 13 ST	—	—
Share Price. $166 570								
BERKSHIRE HATHAWAY CL-B NEW (BRK'B)	8/21/12	65 000	85 270	5,542.55	7,574.45	2,031.90 LT		
	11/21/13	12.000	115.860	1,390.32	1,398.36	8.04 ST		
	Total	77.000		6,932 87	**8,972.81**	2,031.90 LT 8.04 ST	—	—
Share Price $116 530								
CDN PACIFIC RY LTD NEW (CP)	7/9/12	55 000	73.082	4,019.49	**8,463.40**	4,443 91 LT	73 04	0.86
Share Price: $153.880, Next Dividend Payable 01/2014								

Account Detail

Account: FND-xx002

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CHECK POINT SOFTWARE TECH LTD (CHKP)	1/7/13	272 000	47 023	12,790 20	**16,825.92**	4,035 72 ST	—	—
Share Price: $61 860								
CHEVRON CORP (CVX)	11/19/10	110 000	82 878	9,116 55	13,468 40	4,351 85 LT		
	11/21/13	33.000	123.250	4,067.25	4,040.52	(26.73) ST		
	Total	143 000		13,183.80	**17,508.92**	4,351.85 LT (26.73) ST	572.00	3.26
Share Price: $122 440; Next Dividend Payable 12/10/13								
CVS CAREMARK CORP (CVS)	11/19/10	258.000	30.898	7,971.68	**17,275.68**	9,304.00 LT	232.20	1.34
Share Price· $66.960; Next Dividend Payable 02/2014								
DOLLAR GEN CORP NEW COM (DG)	12/13/12	93 000	45.202	4,203.83	5,295 42	1,091 59 ST		
	1/3/13	159.000	42 463	6,751.59	9,053 46	2,301.87 ST		
	11/21/13	54 000	57.810	3,121.74	3,074.76	(46 98) ST		
	Total	306 000		14,077.16	**17,423.64**	3,346.48 ST	—	—
Share Price· $56 940								
HALLIBURTON CO (HAL)	6/28/12	157 000	27.683	4,346.21	8,270 76	3,924.55 LT		
	11/7/12	187.000	31.700	5,927 84	9,851.16	3,923 32 LT		
	Total	344.000		10,274 05	**18,121.92**	7,847 87 LT	206.40	1.13
Share Price· $52 680; Next Dividend Payable 12/2013								
INTL BUSINESS MACHINES CORP (IBM)	11/11/13	87.000	182 608	15,886.86	15,632.16	(254.70) ST		
	11/21/13	9.000	184.510	1,660 59	1,617.12	(43.47) ST		
	Total	96.000		17,547.45	**17,249.28**	(298.17) ST	364 80	2 11
Share Price. $179 680; Next Dividend Payable 12/10/13								
JOHNSON & JOHNSON (JNJ)	11/19/10	95.000	64 088	6,088 36	**8,992.70**	2,904.34 LT	250.80	2 78
Share Price· $94 660; Next Dividend Payable 12/10/13								
MARKEL CORP (HOLDING CO) (MKL)	10/10/13	14 000	518 326	7,256 56	**7,801.92**	545 36 ST	—	—
Share Price: $557.280								
MCKESSON CORP (MCK)	11/19/10	89.000	65 220	5,804.57	14,764.21	8,959.64 LT		
	2/22/12	16.000	80 909	1,294 54	2,654.24	1,359.70 LT		
	Total	105.000		7,099.11	**17,418.45**	10,319.34 LT	100.80	0.57
Share Price· $165.890, Next Dividend Payable 01/02/14								
MICROSOFT CORP (MSFT)	11/19/10	465.000	25 668	11,935 62	**17,730.45**	5,794 83 LT	520 80	2.93
Share Price· $38.130; Next Dividend Payable 12/12/13								
MURPHY USA INC COM (MUSA)	10/10/13	192 000	40.282	7,734.18	**8,688.00**	953.82 ST	—	—
Share Price: $45.250								

Account Detail

Account: FND-xx002

MATTHEW KORN & CYNTHIA MILLER
FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
NCR CORPORATION (NCR)	10/19/12	152 000	22 379	3,401.67	5,312.40	1,910 73 LT		
	11/19/12	264 000	22 122	5,840 08	9,226 80	3,386 72 LT		
	11/21/13	81 000	35.480	2,873.88	2,830.95	(42.93) ST		
	Total	497.000		12,115 63	**17,370.15**	5,297 45 LT (42 93) ST	—	—
Share Price. $ 34.950								
NOVARTIS AG ADR (NVS)	11/19/10	164 000	56.213	9,219 01	12,975 68	3,756 67 LT		
	4/12/11	49.000	55 300	2,709.70	3,876.88	1,167.18 LT		
	Total	213 000		11,928.71	**16,852.56**	4,923 85 LT	438.14	2.59
Share Price: $ 79.120; Next Dividend Payable 04/2014								
OIL STATES INTL INC (OIS)	9/9/13	77.000	96.018	7,393.39	**7,880.95**	487.56 ST	—	—
Share Price· $ 102 350								
ORACLE CORP (ORCL)	9/2/11	206 000	26 976	5,557.08	7,269 74	1,712.66 LT		
	11/21/12	205.000	30 450	6,242.33	7,234.45	992.12 LT		
	11/21/13	93 000	34 820	3,238 26	3,281 97	43.71 ST		
	Total	504.000		15,037.67	**17,786.16**	2,704.78 LT 43 71 ST	241.92	1.36
Share Price: $ 35.290, Next Dividend Payable 01/2014								
SANOFI ADR (SNY)	8/11/11	96.000	32.608	3,130.37	5,071.68	1,941.31 LT		
	2/8/12	167.000	37.123	6,199.46	8,822.61	2,623 15 LT		
	8/28/13	32 000	49.212	1,574.79	1,690.56	115.77 ST		
	11/21/13	38.000	52 906	2,010 41	2,007 54	(2 87) ST		
	Total	333.000		12,915.03	**17,592.39**	4,564.46 LT 112.90 ST	417.92	2 37
Share Price: $ 52.830								
THERMO FISHER SCIENTIFIC INC (TMO)	11/19/10	84.000	51.268	4,306.50	**8,471.40**	4,164.90 LT	50.40	0.59
Share Price. $ 100.850, Next Dividend Payable 01/2014								
TOTAL S A SPON ADR (TOT)	11/19/10	140 000	52 419	7,338.66	**8,444.80**	1,106.14 LT	367 64	4 35
Share Price: $ 60.320; Next Dividend Payable 01/2014								
COMMON STOCKS				**$ 285,890.37**	**$ 394,559.56**	**$ 90,622.98 LT** **$ 18,046.21 ST**	**$ 5,066.10** **$ 0.00**	**1.28%**

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

Account Detail

Account: FND-xx002

STOCKS

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PORSCHE AUTOMOBIL HLDG SE NG (POAHF)	10/22/13	89.000	$88.949	$7,916 50	$9,075 98	$1,159 48 ST		
	10/31/13	80 000	93 846	7,507 64	8,158.18	650.54 ST		
	Total	169 000		15,424.14	**17,234.17**	1,810.02 ST	—	—

Share Price: $101.977

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	**92.8%**	**$301,314.51**	**$411,793.73**	**$90,622.98 LT** **$19,856.23 ST**	**$5,066.10** **$0.00**	**1.23%**

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

Account Detail

Account: FND-xx003

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AKBANK TURK ANONIM SIRKETI ADR (AKBTY)	2/15/13	153 000	$9 800	$1,499 40	$1,121.49	$(377.91) ST		
	11/21/13	42.000	7 310	307.02	307 86	0 84 ST		
	Total	195 000		1,806.42	**1,429.35**	(377.07) ST	23.01	1.60
Share Price $7 330								
AMBEV S A SPONSORED ADR (ABEV)	2/15/13	255 000	9 272	2,364.36	1,927.80	(436.56) ST		
	11/21/13	62.000	7.511	465.71	468.72	3.01 ST		
	Total	317.000		2,830 07	**2,396.52**	(433.55) ST	308 12	12 85
Share Price. $7 560								
BAIDU INC ADS (BIDU)	2/15/13	12 000	94 873	1,138 48	1,998.84	860 36 ST		
	3/18/13	5.000	85.506	427.53	832.85	405.32 ST		
	11/21/13	4.000	159 500	638 00	666 28	28.28 ST		
	Total	21 000		2,204.01	**3,497.97**	1,293 96 ST	—	—
Share Price. $166.570								
BANCO DO BRASIL SA SPON ADR (BDORY)	2/15/13	270.000	12.360	3,337.20	3,005 10	(332.10) ST		
	11/21/13	112 000	11.350	1,271.20	1,246 56	(24.64) ST		
	Total	382 000		4,608.40	**4,251.66**	(356 74) ST	184 51	4 33
Share Price: $11.130, Next Dividend Payable 12/09/13								
BANCO MACRO S.A. SPONS ADR (BMA)	2/15/13	64 000	16.840	1,077 76	2,010.24	932 48 ST		
	11/21/13	14.000	27.489	384 85	439.74	54.89 ST		
	Total	78.000		1,462 61	**2,449.98**	987.37 ST	—	—
Share Price. $31 410								
BIDVEST GROUP LTD SPONS ADR (BDVSY)	2/15/13	39.000	51 500	2,008 50	1,962.48	(46.02) ST		
	11/21/13	10 000	51 330	513 30	503 20	(10.10) ST		
	Total	49.000		2,521.80	**2,465.68**	(56.12) ST	60 61	2 45
Share Price: $50 320								
CHINA CONSTRUCTION BANK CORP (CICHY)	2/15/13	240 000	16.930	4,063 20	3,895 20	(168.00) ST		
	11/21/13	61.000	16 060	979.66	990.03	10.37 ST		
	Total	301.000		5,042 86	**4,885.23**	(157 63) ST	220.03	4.50
Share Price: $16.230								
CHINA MOBILE LTD (CHL)	2/15/13	55.000	55.176	3,034 68	2,983.20	(51 48) ST		
	11/21/13	13 000	52.333	680 33	705.12	24 79 ST		
	Total	68.000		3,715.01	**3,688.32**	(26 69) ST	137.02	3.71
Share Price: $54 240								
CIELO SA SPONSORED ADR NEW (CIOXY)	2/15/13	106.000	24.242	2,569.62	3,130.18	560 56 ST		
	11/21/13	33.000	29 230	964 59	974 49	9 90 ST		

Account Detail

Account: FND-xx003

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	139.000		3,534 21	**4,104.67**	570 46 ST	129 41	3.15
Share Price: $29.530								
CLICKS GROUP LTD SPONS ADR (CLCGY)	2/15/13	152 000	13 630	2,071.76	1,966 88	(104 88) ST		
	11/21/13	39.000	12.770	498.03	504 66	6 63 ST		
	Total	191 000		2,569 79	**2,471.54**	(98.25) ST	48.71	1.97
Share Price: $12.940								
CNOOC LTD ADS (CEO)	2/15/13	9.000	204 610	1,841 49	1,842 12	0.63 ST		
	11/21/13	3 000	203.240	609.72	614.04	4 32 ST		
	Total	12.000		2,451.21	**2,456.16**	4 95 ST	79.38	3.23
Share Price: $204.680								
COMMERCIAL INTL BNK LTD SP ADR (CIBEY)	2/15/13	221.000	5.220	1,153.62	1,277.38	123.76 ST		
	11/21/13	51 000	6 200	316 20	294 78	(21.42) ST		
	Total	272 000		1,469.82	**1,572.16**	102.34 ST	44.06	2.80
Share Price. $5.780								
GAZPROM O A O SPON ADR (OGZPY)	2/15/13	197.000	8.880	1,749.36	1,707.99	(41 37) ST		
	7/3/13	86 000	6.503	559 22	745 62	186.40 ST		
	11/13/13	39.000	8 768	341 96	338.13	(3.83) ST		
	11/21/13	73.000	9.010	657 73	632.91	(24.82) ST		
	Total	395.000		3,308 27	**3,424.65**	116.38 ST	112.97	3.29
Share Price: $8.670								
GRUPO TELEVISA S.A.GLOBAL DEP (TV)	2/15/13	53.000	27.870	1,477.11	1,617.03	139.92 ST		
	11/21/13	13 000	29 503	383 54	396 63	13.09 ST		
	Total	66.000		1,860.65	**2,013.66**	153 01 ST	8 32	0 41
Share Price $30.510								
IMPERIAL HLDGS LTD ADR (IHLDY)	2/15/13	44.000	23.040	1,013.76	917.40	(96 36) ST		
	5/31/13	19 000	20 768	394 60	396.15	1.55 ST		
	9/26/13	27 000	21.847	589.88	562.95	(26.93) ST		
	11/21/13	22.000	20.470	450.34	458.70	8.36 ST		
	Total	112 000		2,448 58	**2,335.20**	(113.38) ST	76.16	3.26
Share Price. $20.850								
KB FINANCIAL GRP INC SONS ADR (KB)	2/15/13	69 000	34.396	2,373 33	2,572 32	198.99 ST		
	11/21/13	16.000	37.330	597 28	596.48	(0.80) ST		
	Total	85.000		2,970.61	**3,168.80**	198 19 ST	33.15	1 04
Share Price $37 280								
KIMBERLY CLARK SPON ADR (KCDMY)	2/15/13	198.000	15.270	3,023.46	2,932 38	(91.08) ST		
	11/21/13	45.000	14 900	670 50	666 45	(4.05) ST		

Account Detail

Account: FND-xx003

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	243 000		3,693 96	**3,598.83**	(95 13) ST	121 50	3.37
Share Price· $14.810								
KOC HLDG AS UNSPON ADR (KHOLY)	2/15/13	90 000	25.550	2,299.50	2,132 10	(167 40) ST		
	11/5/13	19.000	23 484	446.19	450.11	3.92 ST		
	11/21/13	27.000	23.720	640.44	639 63	(0 81) ST		
	Total	136 000		3,386.13	**3,221.84**	(164 29) ST	56.03	1.73
Share Price. $23.690								
MOBILE TELESYSTEMS OJSC (MBT)	2/15/13	153 000	20 066	3,070.04	3,225.24	155 20 ST		
	11/21/13	35.000	21.219	742 65	737.80	(4.85) ST		
	Total	188 000		3,812 69	**3,963.04**	150 35 ST	188.94	4.76
Share Price. $21.080								
NEDBANK GRP LTD SPON ADR (NDBKY)	2/15/13	101.000	21.510	2,172 51	2,100 80	(71.71) ST		
	11/21/13	24 000	20 680	496 32	499.20	2.88 ST		
	Total	125.000		2,668.83	**2,600.00**	(68.83) ST	85.00	3 26
Share Price $20 800								
NETEASE.COM INC ADS (NTES)	2/15/13	29 000	51.247	1,486.15	2,082 49	596.34 ST		
	4/17/13	4 000	52.075	208 30	287 24	78 94 ST		
	11/21/13	8 000	66.312	530.50	574.48	43 98 ST		
	Total	41.000		2,224 95	**2,944.21**	719.26 ST	—	—
Share Price· $71.810								
OIL CO LUKOIL SPN ADR (LUKOY)	2/15/13	23 000	66.630	1,532.49	1,431.06	(101 43) ST		
	11/21/13	6 000	62 840	377 04	373 32	(3.72) ST		
	Total	29.000		1,909.53	**1,804.38**	(105.15) ST	106 02	5 87
Share Price. $62.220								
ORIFLAME COSMETICS SA SPON ADR (ORFLY)	2/15/13	105 000	17.160	1,801 80	1,647 45	(154 35) ST		
	11/21/13	26.000	15.510	403.26	407.94	4.68 ST		
	Total	131.000		2,205.06	**2,055.39**	(149.67) ST	123.14	5.99
Share Price. $15.690								
PHILIPPINE LG DIST TEL SPN ADR (PHI)	2/15/13	35.000	68.910	2,411 85	2,188.55	(223 30) ST		
	11/21/13	9 000	63.040	567 36	562 77	(4 59) ST		
	Total	44.000		2,979 21	**2,751.32**	(227 89) ST	93 98	3 41
Share Price. $62.530								
PPC LIMITED UNSPON ADR (PPCYY)	2/15/13	160 000	7 510	1,201.60	982 40	(219.20) ST		
	11/21/13	31 000	6 300	195.30	190.34	(4.96) ST		
	Total	191 000		1,396 90	**1,172.74**	(224.16) ST	44.50	3.79
Share Price. $6.140								

Account Detail

Account: FND-xx003

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PT ASTRA INTERNATIONAL TBK ADR (PTAIY)	6/11/13	107.000	13 271	1,419 95	1,112 80	(307 15) ST		
	11/21/13	117.000	11 750	1,374 75	1,216 80	(157.95) ST		
	Total	224 000		2,794.70	**2,329.60**	(465.10) ST	66.08	2.83
Share Price. $10 400								
PT BK MANDIRI PERSERO TBK UNSP (PPERY)	2/15/13	269 000	9.450	2,542 05	1,718 91	(823.14) ST		
	8/21/13	40 000	6.864	274.54	255.60	(18.94) ST		
	8/26/13	6.000	6 433	38 60	38.34	(0 26) ST		
	9/23/13	18 000	7 624	137 23	115.02	(22 21) ST		
	9/24/13	1.000	7.500	7.50	6.39	(1.11) ST		
	11/21/13	85 000	6 480	550 80	543.15	(7 65) ST		
	Total	419 000		3,550.72	**2,677.41**	(873.31) ST	62.01	2.31
Share Price: $6 390								
PT SEMEN GRESIK PERSERO ADR (PSGTY)	2/15/13	37.000	33.950	1,256.15	**800.68**	(455.47) ST	38.85	4.85
Share Price· $21.640								
PT TELEKOMUNIKASI INDONESIA (TLK)	2/15/13	59.000	40.623	2,396 77	2,155.86	(240.91) ST		
	11/21/13	15 000	38 280	574 20	548 10	(26 10) ST		
	Total	74.000		2,970.97	**2,703.96**	(267.01) ST	90.21	3.33
Share Price. $36.540								
PT UNITED TRACTORS ADR (PUTKY)	2/15/13	40.000	40 390	1,615 60	1,243.20	(372 40) ST		
	11/21/13	10.000	34 900	349 00	310.80	(38 20) ST		
	Total	50.000		1,964 60	**1,554.00**	(410 60) ST	41 80	2 68
Share Price: $31 080								
PTT EXPLO & PRODTN SPONS ADR (PEXNY)	2/15/13	109.000	11.150	1,215 35	**1,090.00**	(125.35) ST	36.95	3.38
Share Price· $10.000								
SANLAM LTD ADR (SLLDY)	2/15/13	70.000	24.470	1,712 90	1,786.40	73.50 ST		
	11/21/13	18.000	25 670	462 06	459.36	(2 70) ST		
	Total	88.000		2,174 96	**2,245.76**	70.80 ST	87.65	3.90
Share Price $25 520								
SBERBANK RUSSIA SPONSORED ADR (SBRCY)	2/15/13	280.000	14 070	3,939.60	3,488.80	(450.80) ST		
	11/21/13	64 000	12 730	814 72	797 44	(17 28) ST		
	Total	344.000		4,754.32	**4,286.24**	(468.08) ST	83.59	1.95
Share Price: $12.460								
SHINHAN FINANCIAL GROUP CO LTD (SHG)	2/15/13	70.000	36 890	2,582 27	2,956.80	374.53 ST		
	11/21/13	18.000	41.570	748.26	760 32	12 06 ST		
	Total	88.000		3,330 53	**3,717.12**	386 59 ST	40.66	1.09
Share Price. $42.240								

Account Detail

Account: FND-xx003

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
SHOPRITE HLDGS LTD ADR (SRHGY)	2/15/13	45 000	39.710	1,786 95	1,593.00	(193.95) ST		
	11/21/13	13 000	35 060	455.78	460 20	4 42 ST		
	Total	58 000		2,242.73	**2,053.20**	(189 53) ST	31 26	1 52
Share Price. $35.400								
STANDARD BANK GROUP LTD SPON (SGBLY)	2/15/13	117 000	13 470	1,575 99	1,400 49	(175 50) ST		
	11/21/13	30 000	12 120	363 60	359.10	(4.50) ST		
	Total	147 000		1,939.59	**1,759.59**	(180 00) ST	56 30	3 19
Share Price: $11.970								
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	2/15/13	170 000	18 560	3,155.20	3,014.10	(141.10) ST		
	11/21/13	43 000	17 068	733 93	762 39	28 46 ST		
	Total	213.000		3,889.13	**3,776.49**	(112 64) ST	85 41	2 26
Share Price. $17.730								
TIGER BRANDS LTD SPON ADR NEW (TBLMY)	2/15/13	47.000	34.650	1,628 55	1,310.83	(317.72) ST		
	11/21/13	13 000	29 800	387.40	362.57	(24.83) ST		
	Total	60 000		2,015 95	**1,673.40**	(342 55) ST	45.90	2.74
Share Price $27.890								
TURKCELL ILETISM HIZM AS NEW (TKC)	2/15/13	119 000	15 734	1,872.31	1,823 08	(49.23) ST		
	11/21/13	31.000	14.919	462.48	474 92	12 44 ST		
	Total	150 000		2,334 79	**2,298.00**	(36.79) ST	—	—
Share Price: $15.320								
VODACOM GROUP LIMITED (VDMCY)	2/15/13	98 000	12 920	1,266.16	1,182.86	(83.30) ST 2		
	11/21/13	25 000	12 590	314 75	301 75	(13.00) ST		
	Total	123.000		1,580.91	**1,484.61**	(96 30) ST	78 35	5 27
Share Price. $12.070								
WEICHAI PWR CO LTD UNSPON ADR (WEICY)	2/15/13	109.000	16.350	1,782 15	1,934.75	152.60 ST		
	11/21/13	27.000	17.820	481 14	479 25	(1.89) ST		
	Total	136.000		2,263 29	**2,414.00**	150 71 ST	23 26	0 96
Share Price $17 750								
WOOLWORTHS HLDGS LTD (WLWHY)	2/15/13	23 000	76 230	1,753.29	1,682.45	(70 84) ST		
	11/21/13	6 000	73 680	442 08	438 90	(3 18) ST		
	Total	29 000		2,195.37	**2,121.35**	(74 02) ST	58.84	2 77
Share Price $73 150								
WYNN MACAU LTD UNSPON ADR (WYNMY)	2/15/13	69.000	27.220	1,878.18	2,655 81	777 63 ST		
	3/19/13	1 000	26 090	26 09	38 49	12 40 ST		
	11/21/13	15.000	37.690	565 35	577.35	12.00 ST		

Account Detail

Account: FND-xx003

MATTHEW R. KORN & CYNTHIA K. MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	85 000		2,469 62	**3,271.65**	802 03 ST	182 07	5 56
Share Price: $ 38.490								
YPF SOCIEDAD ADS REP 1 CL-D SH (YPF)	2/15/13	47 000	16 540	777.38	1,396.84	619.46 ST		
	7/24/13	65.000	16.797	1,091 82	1,931.80	839.98 ST		
	11/21/13	22.000	24 985	549.67	653.84	104.17 ST		
	Total	134 000		2,418.87	**3,982.48**	1,563 61 ST	34.17	0.85
Share Price: $ 29 720								
COMMON STOCKS				**$ 116,444.13**	**$ 116,962.84**	**$ 518.71 ST**	**$ 3,427.93** **$ 0.00**	**2.93%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
VALE S.A. SP (VALE'P)	2/15/13	106.000	$ 18.590	$ 1,970 54	$ 1,487 18	$ (483 36) ST		
	11/21/13	26.000	14 064	365.67	364.78	(0.89) ST		
	Total	132 000		2,336.21	**1,851.96**	(484 25) ST	17.29	0 93
Share Price $ 14 030								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income *Accrued Interest*	Yield %
STOCKS	**93.0%**	**$ 118,780.34**	**$ 118,814.80**	**$ 34.46 ST**	**$ 3,445.22** **$ 0.00**	**2.90%**

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AKORN INC (AKRX)	1/18/13	78 000	$14.237	$1,110.49	$2,008.50	$898 01 ST		
	4/1/13	119 000	13.780	1,639 77	3,064 25	1,424 48 ST		
	11/21/13	69 000	24.490	1,689.81	1,776 75	86.94 ST		
	Total	266 000		4,440.07	**6,849.50**	2,409.43 ST	—	—
Share Price. $25 750								
ALLEGIANT TRAVEL CO (ALGT)	12/21/09	15.000	47.440	711.60	1,660.50	948.90 LT		
	6/29/11	29 000	49 652	1,439 92	3,210.30	1,770 38 LT		
	11/21/13	13.000	107.740	1,400.62	1,439 10	38.48 ST		
	Total	57.000		3,552 14	**6,309.90**	2,719 28 LT 38 48 ST	—	—
Share Price. $110 700								
ANALOGIC CORPORATION (ALOG)	8/16/13	45.000	75.262	3,386 79	4,347.90	961 11 ST		
	11/21/13	14 000	92.660	1,297.24	1,352.68	55.44 ST		
	Total	59.000		4,684.03	**5,700.58**	1,016 55 ST	23 60	0.41
Share Price. $96 620; Next Dividend Payable 01/2014								
BRUKER CORPORATION (BRKR)	12/15/11	128.000	12 324	1,577.47	2,475 52	898.05 LT		
	6/27/12	71 000	13.043	926 02	1,373.14	447 12 LT		
	11/21/13	61.000	19 400	1,183.40	1,179 74	(3 66) ST		
	Total	260.000		3,686 89	**5,028.40**	1,345.17 LT (3.66) ST	—	—
Share Price $19.340								
CATHAY GENERAL BANCORP (CATY)	8/9/13	135.000	24 413	3,295.77	3,730.05	434.28 ST		
	11/21/13	39.000	25 980	1,013 22	1,077.57	64.35 ST		
	Total	174 000		4,308.99	**4,807.62**	498 63 ST	34.80	0.72
Share Price: $27.630, Next Dividend Payable 12/12/13								
CINEMARK HOLDINGS INC. (CNK)	6/17/11	187.000	20.033	3,746 17	6,169.13	2,422 96 LT		
	11/21/13	49 000	33.130	1,623.37	1,616.51	(6.86) ST		
	Total	236 000		5,369 54	**7,785.64**	2,422 96 LT (6 86) ST	236.00	3 03
Share Price· $32.990; Next Dividend Payable 12/11/13								
DIEBOLD INC (DBD)	10/13/10	64 000	31.820	2,036.49	2,184.32	147 83 LT		
	11/21/13	24 000	33.500	804.00	819.12	15 12 ST		
	Total	88 000		2,840 49	**3,003.44**	147 83 LT 15.12 ST	101 20	3.36
Share Price. $34 130; Next Dividend Payable 12/06/13								
ELECTRONICS FOR IMAGING INC (EFII)	9/28/11	107.000	14 315	1,531.69	4,237.20	2,705.51 LT		
	11/21/13	33 000	38 100	1,257 30	1,306 80	49 50 ST		

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	140.000		2,788 99	**5,544.00**	2,705 51 LT 49.50 ST	—	—
Share Price: $39 600								
FARO TECH INC (FARO)	11/8/12	73.000	35.220	2,571.04	3,981.42	1,410.38 LT		
	11/21/13	23.000	53.950	1,240.85	1,254 42	13 57 ST		
	Total	96.000		3,811.89	**5,235.84**	1,410.38 LT 13.57 ST	—	—
Share Price: $54.540								
FEI COMPANY (FEIC)	12/21/09	14.000	22.990	321.86	1,274.70	952 84 LT		
	6/30/10	33 000	19 715	650.59	3,004.65	2,354 06 LT		
	11/21/13	14.000	89 010	1,246.14	1,274.70	28.56 ST		
	Total	61 000		2,218 59	**5,554.05**	3,306 90 LT 28.56 ST	29 28	0.52
Share Price: $91.050; Next Dividend Payable 01/2014								
FIRST CASH FINL SVCS INC (FCFS)	7/23/12	47 000	41.103	1,931 86	2,988.26	1,056.40 LT		
	7/26/12	16 000	40 369	645.91	1,017.28	371 37 LT		
	11/21/13	19.000	62 550	1,188.45	1,208.02	19 57 ST		
	Total	82 000		3,766 22	**5,213.56**	1,427.77 LT 19 57 ST	—	—
Share Price: $63 580								
FORWARD AIR CORP (FWRD)	10/8/09	25 000	24.000	600.00	1,080 00	480.00 LT		
	12/21/09	25 000	24.680	617 00	1,080.00	463.00 LT		
	4/11/11	53 000	31 332	1,660 59	2,289.60	629 01 LT		
	11/21/13	26.000	42 620	1,108.12	1,123.20	15.08 ST		
	Total	129 000		3,985.71	**5,572.80**	1,572 01 LT 15.08 ST	51.60	0.92
Share Price. $43 200; Next Dividend Payable 12/09/13								
GRAND CANYON ED INC COM (LOPE)	2/1/12	93.000	17.083	1,588.75	4,235.22	2,646.47 LT		
	11/21/13	27 000	45 070	1,216 89	1,229 58	12 69 ST		
	Total	120 000		2,805 64	**5,464.80**	2,646.47 LT 12.69 ST	—	—
Share Price: $45 540								
GULFPORT ENERGY CORP NEW (GPOR)	5/14/12	69 000	21.186	1,461 81	4,031.67	2,569.86 LT		
	11/21/13	19 000	56 000	1,064 00	1,110 17	46 17 ST		
	Total	88.000		2,525.81	**5,141.84**	2,569.86 LT 46 17 ST	—	—
Share Price: $58 430								

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
HAEMONETICS CORP (HAE)	6/19/13	71.000	42.365	3,007 89	3,000 46	(7.43) ST		
	11/21/13	23.000	40 220	925 06	971 98	46 92 ST		
	Total	94.000		3,932 95	**3,972.44**	39.49 ST	—	—
Share Price: $ 42.260								
HANGER INC (HGR)	7/19/10	90 000	18 336	1,650.21	3,495.60	1,845 39 LT		
	11/21/13	26 000	36.670	953.42	1,009 84	56.42 ST		
	Total	116.000		2,603 63	**4,505.44**	1,845 39 LT 56 42 ST	—	—
Share Price. $ 38.840								
HEALTHSOUTH CP NEW (HLS)	7/5/12	100.000	23 284	2,328.44	3,579.00	1,250.56 LT		
	11/21/13	33 000	34 240	1,129.92	1,181.07	51 15 ST		
	Total	133.000		3,458.36	**4,760.07**	1,250.56 LT 51.15 ST	95.76	2 01
Share Price: $ 35.790; Next Dividend Payable 01/2014								
HELIX ENERGY SOLUTIONS GRP INC (HLX)	11/18/13	151 000	23.299	3,518 13	3,353 71	(164.42) ST		
	11/21/13	48 000	22.390	1,074.72	1,066.08	(8 64) ST		
	Total	199.000		4,592.85	**4,419.79**	(173 06) ST	—	—
Share Price: $ 22.210								
HEXCEL CORP NEW (HXL)	12/21/09	33 000	12.940	427 02	1,449 69	1,022 67 LT		
	7/19/11	51.000	23.053	1,175 72	2,240.43	1,064.71 LT		
	11/21/13	25 000	43.520	1,088.00	1,098 25	10.25 ST		
	Total	109.000		2,690.74	**4,788.37**	2,087 38 LT 10 25 ST	—	—
Share Price· $ 43 930								
HITTITE MICROWAVE CORP COM (HITT)	9/20/11	44.000	54.701	2,406 85	2,782 12	375.27 LT		
	10/2/12	25 000	55.921	1,398.02	1,580.75	182.73 LT		
	10/10/13	8.000	64 933	519.46	505.84	(13.62) ST		
	11/21/13	23 000	61 080	1,404.84	1,454.29	49 45 ST		
	Total	100.000		5,729.17	**6,323.00**	558.00 LT 35.83 ST	—	—
Share Price. $ 63.230								
INTEGRATED DEVICES TECH INC (IDTI)	8/30/13	354.000	8 806	3,117 32	3,511.68	394 36 ST		
	10/10/13	156.000	10.008	1,561.29	1,547.52	(13.77) ST		
	11/21/13	152 000	9 620	1,462.24	1,507 84	45 60 ST		
	Total	662 000		6,140.85	**6,567.04**	426.19 ST	—	—
Share Price· $ 9 920								

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER
FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
INVENSENSE INC (INVN)	2/12/13	177 000	15 636	2,767 53	3,060 33	292 80 ST		
	11/21/13	51.000	16 590	846 09	881 79	35 70 ST		
	Total	228.000		3,613.62	**3,942.12**	328 50 ST	—	—
Share Price $17.290								
IPC THE HOSPITALIST COMP INC (IPCM)	5/10/10	74 000	30 702	2,271.98	4,653.12	2,381 14 LT		
	11/21/13	16.000	61.790	988.64	1,006 08	17 44 ST		
	Total	90.000		3,260.62	**5,659.20**	2,381 14 LT 17.44 ST	—	—
Share Price. $62 880								
JDS UNIPHASE CP NEW (JDSU)	9/30/10	29.000	12.868	373.17	352.06	(21.11) LT		
	10/19/10	109.000	11.420	1,244.73	1,323.26	78.53 LT		
	7/15/11	127.000	14 852	1,886.14	1,541.78	(344 36) LT		
	11/21/13	69.000	12 280	847 32	837.66	(9 66) ST		
	Total	334.000		4,351 36	**4,054.76**	(286 94) LT (9 66) ST	—	—
Share Price. $12.140								
KOPPERS HOLDINGS INC (KOP)	11/7/12	43.000	35.504	1,526 66	2,037.34	510 68 LT		
	3/25/13	23.000	45.336	1,042 73	1,089.74	47.01 ST		
	11/21/13	21 000	47 100	989.10	994 98	5 88 ST		
	Total	87.000		3,558.49	**4,122.06**	510.68 LT 52 89 ST	87.00	2.11
Share Price: $47.380; Next Dividend Payable 01/06/14								
KORN/FERRY INTL DELA (KFY)	6/14/13	101 000	17 383	1,755 70	2,339 16	583 46 ST		
	6/27/13	72.000	17 624	1,268.91	1,667.52	398.61 ST		
	7/22/13	68 000	20 466	1,391 67	1,574 88	183 21 ST		
	11/21/13	76.000	23 500	1,786.00	1,760.16	(25.84) ST		
	Total	317.000		6,202.28	**7,341.72**	1,139.44 ST	—	—
Share Price $23.160								
MASTEC INC (MTZ)	1/27/10	92.000	12.908	1,187.54	2,911 80	1,724.26 LT		
	10/15/12	13 000	20 785	270 21	411 45	141.24 LT		
	11/21/13	33 000	31.080	1,025 64	1,044 45	18.81 ST		
	Total	138 000		2,483.39	**4,367.70**	1,865 50 LT 18 81 ST	—	—
Share Price $31 650								
MIDDLEBY CORP DEL (MIDD)	10/6/10	1.000	65 390	65.39	220 84	155 45 LT		
	5/27/11	16 000	85 982	1,375 71	3,533 44	2,157 73 LT		
	11/21/13	6.000	212 990	1,277.94	1,325 04	47 10 ST		

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	23 000		2,719 04	**5,079.32**	2,313 18 LT 47 10 ST	—	—
Share Price: $ 220 840								
MRC GLOBAL INC COM (MRC)	9/27/13	125.000	27 000	3,375 01	3,823.75	448.74 ST		
	11/21/13	38.000	30.820	1,171.16	1,162.42	(8.74) ST		
	Total	163 000		4,546.17	**4,986.17**	440 00 ST	—	—
Share Price: $ 30.590								
NICE SYSTEMS LTD ADR (NICE)	11/19/12	79.000	33 143	2,618.30	3,109.44	491.14 LT		
	3/21/13	38.000	36.710	1,394.98	1,495 68	100 70 ST		
	11/21/13	38 000	37.940	1,441.72	1,495 68	53.96 ST		
	Total	155.000		5,455.00	**6,100.80**	491 14 LT 154.66 ST	63 24	1.03
Share Price: $ 39.360								
OWENS & MINOR INC NEW (OMI)	1/5/10	73 000	28 950	2,113.36	2,786.41	673.05 LT		
	9/28/12	29.000	30.042	871.22	1,106 93	235.71 LT		
	11/21/13	30 000	38 100	1,143 00	1,145 10	2 10 ST		
	Total	132 000		4,127.58	**5,038.44**	908.76 LT 2 10 ST	126.72	2.51
Share Price. $ 38.170; Next Dividend Payable 12/2013								
OXFORD INDUSTRIES INC (OXM)	9/12/12	69.000	55.963	3,861 47	5,188.80	1,327.33 LT		
	11/21/13	35.000	73 510	2,572.85	2,632.00	59.15 ST		
	Total	104.000		6,434 32	**7,820.80**	1,327 33 LT 59.15 ST	74 88	0 95
Share Price. $ 75.200, Next Dividend Payable 02/2014								
PLANTRONICS INC (PLT)	9/28/11	76.000	29.950	2,276 22	3,399.48	1,123.26 LT		
	11/21/13	21 000	44 010	924.21	939.33	15.12 ST		
	Total	97 000		3,200.43	**4,338.81**	1,123.26 LT 15 12 ST	38.80	0 89
Share Price: $ 44.730; Next Dividend Payable 12/10/13								
POLYPORE INTL INC (PPO)	5/30/12	65.000	37 846	2,459 97	2,468.70	8.73 LT		
	11/29/12	25 000	42.800	1,070 01	949 50	(120 51) LT		
	11/21/13	25 000	37.690	942.25	949 50	7 25 ST		
	Total	115.000		4,472.23	**4,367.70**	(111 78) LT 7.25 ST	—	—
Share Price. $ 37.980								
PRICESMART INC (PSMT)	5/17/11	42 000	45.865	1,926.32	5,241 18	3,314 86 LT		
	11/21/13	11.000	120 870	1,329 57	1,372.69	43 12 ST		

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	53 000		3,255 89	**6,613.87**	3,314 86 LT 43 12 ST	31 80	0 48
Share Price. $ 124 790, Next Dividend Payable 02/2014								
PTC INC COM (PMTC)	10/11/11	100.000	16.986	1,698 55	3,254 00	1,555.45 LT		
	11/9/11	69.000	20.838	1,437 81	2,245 26	807 45 LT		
	11/21/13	48 000	32 110	1,541.28	1,561.92	20 64 ST		
	Total	217.000		4,677.64	**7,061.18**	2,362.90 LT 20 64 ST	—	—
Share Price: $ 32 540								
SANCHEZ ENERGY (SN)	8/8/13	135 000	20.978	2,831.98	3,465.45	633.47 ST		
	11/21/13	32 000	27.600	883 20	821.44	(61 76) ST		
	Total	167.000		3,715.18	**4,286.89**	571 71 ST	—	—
Share Price: $ 25.670								
SELECT COMFORT CORP (SCSS)	10/9/13	76.000	25.555	1,942 20	1,604 36	(337 84) ST		
	11/21/13	23.000	20 145	463 34	485.53	22.19 ST		
	Total	99 000		2,405 54	**2,089.89**	(315 65) ST	—	—
Share Price: $ 21.110								
SENSIENT TECH CORP (SXT)	4/10/13	76 000	38 842	2,951 98	3,734 64	782.66 ST		
	11/21/13	24.000	50.000	1,200.00	1,179.36	(20.64) ST		
	Total	100.000		4,151 98	**4,914.00**	762 02 ST	92 00	1.87
Share Price: $ 49 140; Next Dividend Payable 12/02/13								
SIGNATURE BANK (SBNY)	10/8/09	6.000	28.180	169 08	637 50	468 42 LT		
	12/21/09	26.000	31.930	830.18	2,762.50	1,932.32 LT		
	11/21/13	9 000	108.140	973 26	956.25	(17.01) ST		
	Total	41.000		1,972 52	**4,356.25**	2,400 74 LT (17 01) ST	—	—
Share Price. $ 106.250								
SNYDERS-LANCE INC (LNCE)	2/13/12	102 000	22 326	2,277.28	2,938.62	661 34 LT		
	11/21/13	31.000	27 950	866.45	893 11	26 66 ST		
	Total	133.000		3,143.73	**3,831.73**	661 34 LT 26 66 ST	85 12	2 22
Share Price: $ 28.810; Next Dividend Payable 02/2014								
STAGE STORES INC (SSI)	6/2/11	132 000	17 036	2,248 73	2,773 32	524 59 LT		
	11/21/13	42.000	21.480	902.16	882.42	(19.74) ST		
	Total	174 000		3,150 89	**3,655.74**	524 59 LT (19.74) ST	87 00	2 37
Share Price: $ 21 010; Next Dividend Payable 12/18/13								

Account Detail

Account: FND-xx004

MATTHEW KORN & CYNTHIA MILLER
FAMILY FOUNDATION

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
STEELCASE INC CLASS A (SCS)	8/15/12	272.000	9 255	2,517.39	4,441.76	1,924 37 LT		
	11/21/13	78 000	16 200	1,263 60	1,273 74	10.14 ST		
	Total	350.000		3,780.99	**5,715.50**	1,924 37 LT 10 14 ST	140 00	2 44
Share Price. $ 16.330, Next Dividend Payable 01/2014								
TEAM HEALTH HLDGS (TMH)	3/15/12	90 000	21.656	1,949 08	4,205.70	2,256.62 LT		
	11/21/13	26 000	46 010	1,196 26	1,214 98	18 72 ST		
	Total	116.000		3,145.34	**5,420.68**	2,256 62 LT 18.72 ST	—	—
Share Price. $ 46 730								
TENNANT CO (TNC)	12/11/12	67.000	39.759	2,663.86	4,372.42	1,708.56 ST		
	11/21/13	20.000	61 840	1,236.80	1,305.20	68.40 ST		
	Total	87.000		3,900.66	**5,677.62**	1,776 96 ST	62 64	1 10
Share Price: $ 65.260; Next Dividend Payable 12/16/13								
TEXAS ROADHOUSE INC CL A (TXRH)	3/14/13	164.000	19.712	3,232 78	4,588.72	1,355.94 ST		
	11/21/13	48.000	28.000	1,344.00	1,343 04	(0 96) ST		
	Total	212.000		4,576.78	**5,931.76**	1,354.98 ST	101.76	1.71
Share Price: $ 27.980, Next Dividend Payable 12/2013								
UMB FINANCIAL CORP (UMBF)	4/23/12	50.000	44.429	2,221 45	3,206 00	984 55 LT		
	7/31/13	29 000	59.657	1,730.05	1,859.48	129.43 ST		
	11/21/13	23.000	63.180	1,453.14	1,474.76	21 62 ST		
	Total	102 000		5,404.64	**6,540.24**	984 55 LT 151.05 ST	91.80	1.40
Share Price: $ 64.120; Next Dividend Payable 01/2014								
UTD STATIONERS (USTR)	1/25/13	86 000	32.917	2,830.83	3,868 28	1,037 45 ST		
	11/21/13	24 000	44 390	1,065 36	1,079 52	14.16 ST		
	Total	110.000		3,896.19	**4,947.80**	1,051.61 ST	61 60	1.24
Share Price· $ 44.980, Next Dividend Payable 01/2014								
VERA BRADLEY INC COM (VRA)	6/6/13	88 000	20 113	1,769 95	2,210 56	440.61 ST		
	11/7/13	55.000	24.096	1,325.30	1,381.60	56 30 ST		
	11/21/13	46 000	24.700	1,136 20	1,155.52	19 32 ST		

MATTHEW KORN & CYNTHIA MILLER
FAMILY FOUNDATION

Account Detail

Account: FND-xx004

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	189 000		4,231 45	**4,747.68**	516 23 ST	—	—
Share Price: $ 25 120								
WENDY'S CO/THE (WEN)	11/17/11	452 000	5.228	2,363 10	3,891 72	1,528.62 LT		
	11/21/13	120.000	8.750	1,050 00	1,033 20	(16 80) ST		
	Total	572.000		3,413.10	**4,924.92**	1,528.62 LT (16.80) ST	114.40	2.32
Share Price: $ 8 610, Next Dividend Payable 12/16/13								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	**95.3%**	**$ 193,180.60**	**$ 260,483.47**	**$ 54,496.33 LT** **$ 12,806.54 ST**	**$ 1,831.00** **$ 0.00**	**0.70%**

2012 Form 990-PF	Corporate Bonds	Statement 5
Description	(b) Book Value	(c) Fair Market Value
50,000 JP Morgan Chase & Co dated 1/30/2007 Int: 5.375% Maturity: 1/15/2014	50,288.50	50,288.50
25,000 Credit Suisse First Boston USA NOTSE-BK/Entry dated 8/17/2005 Int: 5.125% Maturity: 8/15/2015	26,899.00	26,899.00
25,000 NationsBank Corp. Sub Notes BK/Entry dated 9/24/1996 Int: 7.800% Maturity: 9/15/2016	29,018.00	29,018.00
25,000 General Electric Capital Corp. dated 9/24/2007 Int: 5.625% Maturity: 9/15/2017	28,709.00	28,709.00
25,000 General Electric Capital Corp. dated 2/11/2011 Int: 5.25% Maturity: 2/11/2021	27,817.75	27,817.75
Total to Form 990-PF, Part II, Line 10c	162,732.25	162,732.25

2012 Form 990-PF	Part VII-A Statements Regarding Activities	Statement 6

Line 8b: Why Form 990-PF has not been provided to the Attorney General of the State of Virginia:

Virginia does not require a copy of form 990-PF if the non-profit corporation does not have unrelated business income.

2011 Form 990-PF Part XV Supplementary Information Statement 7

Line 3a: Grants and Contributions Paid During the Year

Name and Address of Recipient	Relationship	Foundation Status	Purpose of grant or contribution	Amount
Wolf Trap Foundation For the Performing Arts Vienna, VA	None	501(c)	To support early childhood arts education	$10,000.00
Donors Choose New York, NY	None	501(c)	To support elementary school education programs for needy children	$1,199.08
Catalogue for Philanthropy Washington, DC	None	501(c)	To support development of catalogue of Washington DC area charities	$1,000.00
The Literacy Lab Washington, DC	None	501(c)	To increase low-income children's basic literacy skills	$500.00
Reach Incorporated Washington, DC	None	501(c)	To support literacy growth by training tutors, who then work with tutees enabling growth for all participants.	$500.00
The Reading Connection Arlington, VA	None	501(c)	To increase low-income children's basic literacy skills through reading activities, and by providing books.	$500.00
Reading Partners Washington, DC	None	501(c)	To increase low-income children's basic literacy skills	$500.00
Playworks Washington, DC	None	501(c)	To work with low-income schools to develop safe and active recess, decreasing bullying and increasing academic engagement	$500.00
Jumpstart DC Washington, DC	None	501(c)	To help pre-school children from low-income families successfully transition to Kindergarten and beyond.	$500.00

Homeless Children's Playtime Project Washington, DC	None	501(c)	To operate playrooms at emergency shelters for children in crisis situations.	$500.00
ReSET Washington, DC	None	501(c)	To work with low-income Pre-K and elementary school students to improve science motivation and literacy	$500 00
Family Matters of Greater Washington Washington, DC	None	501(c)	To send needy children to summer camp	$2,000 00
Temple Rodef Shalom Falls Church, VA	None	501(c)	To support religious education programs and provide food and other support for needy families	$7,106.00
University of Wisconsin Foundation Department of Computer Sciences Madison, WI	None	501(c)	To fund department outreach and communication programs to promote Computer Science higher education and research	$4,000.00
University of Wisconsin Foundation Department of Computer Sciences Madison, WI	None	501(c)	To fund the Wisconsin Emerging Scholars program, which actively recruits and retains women and minorities in Computer Science studies	$4,000 00
University of Michigan School of Music, Theatre and Dance Ann Arbor, Michigan	None	501(c)	To support theater education programs	$100 00
The Bronx High School of Science Bronx, New York	None	501(c)	To support science and math education for high school students	$130.00
U.S. Friends of the Sheldrick Wildlife Trust Indianapolis, IN	None	501(c)	To support wildlife conservation and education	$200 00
National Gallery of Art Washington, DC	None	501(c)	To support arts and arts education	$1,000.00
KaBOOM! Washington, DC	None	501(c)	To fund playground construction in needy communities	$500.00
Friends of the Washington and Old Dominion Trail Ashburn, VA	None	501(c)	To support park and recreation space	$50 00

WETA Washington, DC	None	501(c)	To support educational programming on public TV and radio	$750.00
Port Discovery Children's Museum Baltimore, MD	None	501(c)	To fund membership and field trips for needy families and children	$500 00
Planned Parenthood Federation of America New York, NY	None	501(c)	To support reproductive health issues	$500.00
Pancreatic Cancer Action Network El Segundo, CA	None	501(c)	To support cancer research	$150.00
American Cancer Society Atlanta, GA	None	501(c)	To support cancer research	$25.00
SOME (So Others Might Eat) Washington, DC	None	501(c)	To feed & serve homeless and poor in Washington DC	$4,000.00
Feeding America Chicago, IL	None	501(c)	To feed poor and homeless	$2,000.00
Share Inc McLean, VA	None	501(c)	To feed poor and homeless in Northern Virginia	$2,000.00
Our Daily Bread Fairfax, VA	None	501(c)	To feed poor and homeless in Northern Virginia	$2,000.00
Wikimedia Foundation San Francisco, CA	None	501(c)	To support the Wikipedia encyclopedia	$30.00
Fairfax County Library Foundation Fairfax, VA	None	501(c)	To support educational initiatives in the Fairfax County library system	$500.00
Fairfax County Park Foundation Fairfax, VA	None	501(c)	To support parks and recreation in Fairfax County	$250.00
Langley High School Band Association McLean, VA	None	501(c)	To support fine and performing arts education for high school students	$100.00
1st Stage McLean, VA	None	501(c)	To support theatrical arts at the 1st Stage Theater	$1,500.00
Signature Theater Arlington, VA	None	501(c)	To support theatrical arts at the Signature Theater	$1,500.00
Total				**$51,090.08**