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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning DEC 1, 2012, and ending NOV 30, 2013

Name of foundation THE FRANK M. & LEE GOLDBERG FOUNDATION		A Employer identification number 95-3678549
Number and street (or P.O. box number if mail is not delivered to street address) 1333 CAMINO DEL RIO SOUTH, SUITE 310		B Telephone number (619) 297-3900
City or town, state, and ZIP code SAN DIEGO, CA 92108-3520		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 1,365,769. (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 ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		20.	20.		STATEMENT 1
4 Dividends and interest from securities		26,029.	26,029.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		36,320.			
b Gross sales price for all assets on line 6a		684,731.			
7 Capital gain net income (from Part IV, line 2)			36,320.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		2,856.	356.		STATEMENT 3
12 Total. Add lines 1 through 11		65,225.	62,725.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees		5,578.	2,789.		2,789.
17 Interest					
18 Taxes		12,000.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		23.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		17,601.	2,789.		2,789.
25 Contributions, gifts, grants paid		346,700.			346,700.
26 Total expenses and disbursements. Add lines 24 and 25		364,301.	2,789.		349,489.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<299,076.>			
b Net investment income (if negative, enter -0-)			59,936.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	393,481.	32,473.	32,473.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	1,129,198.	1,185,852.	1,333,296.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,522,679.	1,218,325.	1,365,769.	
	Liabilities	17 Accounts payable and accrued expenses			
		18 Grants payable			
19 Deferred revenue					
20 Loans from officers, directors, trustees, and other disqualified persons					
21 Mortgages and other notes payable					
22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,522,679.	1,218,325.		
30 Total net assets or fund balances	1,522,679.	1,218,325.			
31 Total liabilities and net assets/fund balances	1,522,679.	1,218,325.			

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	1,522,679.
2 Enter amount from Part I, line 27a	2	<299,076.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,223,603.
5 Decreases not included in line 2 (itemize) ▶	5	5,278.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,218,325.

SEE STATEMENT 7

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 SANFORD BERNSTEIN - ST - SEE STMT A	P	VARIOUS	VARIOUS
b SANFORD BERNSTEIN - LT - SEE STMT A	P	VARIOUS	VARIOUS
c CASH IN LIEU	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS		VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 191,342.	177,950.		13,392.
b 489,989.	470,654.		19,335.
c 66.			66.
d			193.
e 3,334.			3,334.

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			13,392.
b			19,335.
c			66.
d			193.
e			3,334.

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	36,320.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	184,197.	1,497,656.	.122990
2010	153,150.	1,229,872.	.124525
2009	718,340.	1,239,916.	.579346
2008	476,652.	1,197,885.	.397911
2007	452,512.	1,505,328.	.300607

2 Total of line 1, column (d)	2	1.525379
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	.305076
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,289,569.
5 Multiply line 4 by line 3	5	393,417.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	599.
7 Add lines 5 and 6	7	394,016.
8 Enter qualifying distributions from Part XII, line 4. 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.	8	349,489.

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	1,199.
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	1,199.
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	1,199.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,785.	
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	5,785.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,586.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ 4,586. Refunded ☐	11	0.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of FRANK M. & LEE GOLDBERG Telephone no. (619) 297-3900 Located at 1333 CAMINO DEL RIO SOUTH, #310, SAN DIEGO, CA ZIP+4 92108			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years	☐ Yes ☒ No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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.		
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.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ 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)?

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?

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?

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.

(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
FRANK M. GOLDBERG 1333 CAMINO DEL RIO SOUTH, SUITE 310 SAN DIEGO, CA 92108	CHAIRMAN 10.00	0.	0.	0.
LEE GOLDBERG 1333 CAMINO DEL RIO SOUTH, SUITE 310 SAN DIEGO, CA 92108	SECRETARY 1.00	0.	0.	0.
EDWARD GOLDBERG 1333 CAMINO DEL RIO SOUTH, SUITE 310 SAN DIEGO, CA 92108	DIRECTOR 1.00	0.	0.	0.
ANNE NAGORNER 1333 CAMINO DEL RIO SOUTH, SUITE 310 SAN DIEGO, CA 92108	PRESIDENT 1.00	0.	0.	0.

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

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

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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services.** If none, enter "NONE."

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

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

0

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

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

	Expenses
1 CASH CONTRIBUTIONS TO PUBLIC CHARITIES FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL AND PUBLIC SAFETY PURPOSES.	346,700.
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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

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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	1,200,973.
b	Average of monthly cash balances	1b	108,234.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,309,207.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,309,207.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,638.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,289,569.
6	Minimum investment return. Enter 5% of line 5	6	64,478.

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	64,478.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,199.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,199.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,279.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,279.
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	63,279.

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	349,489.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	349,489.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	349,489.

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.

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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				63,279.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	387,465.			
b From 2008	419,356.			
c From 2009	673,464.			
d From 2010	93,263.			
e From 2011	119,380.			
f Total of lines 3a through e	1,692,928.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	349,489.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				63,279.
e Remaining amount distributed out of corpus	286,210.			
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	1,979,138.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	387,465.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,591,673.			
10 Analysis of line 9:				
a Excess from 2008	419,356.			
b Excess from 2009	673,464.			
c Excess from 2010	93,263.			
d Excess from 2011	119,380.			
e Excess from 2012	286,210.			

Part XVI 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				
CONGREGATION BETH ISRAEL 9001 TOWNE CENTRE DRIVE SAN DIEGO, CA 92122	NONE	CHARITY		1,000.
NORTH COAST REPERATORY THEATRE 987 LOMAS SANTA FE DRIVE, #D SOLANA BEACH, CA 92067	NONE	CHARITY		25,000.
SAN DIEGO HOSPICE 4311 THIRD AVENUE SAN DIEGO, CA 92103	NONE	CHARITY		1,000.
SAN DIEGO MUSEUM OF ART P.O. BOX 122107 SAN DIEGO, CA 92112	NONE	CHARITY		5,000.
SAN DIEGO OPERA ASSOCIATION 1200 THIRD AVE, 18TH FLOOR, CIVIC CENTER PLAZA SAN DIEGO, CA 92101	NONE	CHARITY		30,200.
Total	SEE CONTINUATION SHEET(S)			346,700.
b Approved for future payment				
NONE				
Total				0.

[illegible]

13	ABOVE INCOME AMOUNTS PROVIDE FUNDS FOR OUR EXEMPT PURPOSE
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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEACREST VILLAGE RETIREMENT COMMUNITIES 211 SAXONY ROAD ENCINITAS, CA 92024	NONE	CHARITY		2,000.
SYNAGOGUE FREE 2935 W. DEVON AVENUE CHICAGO, IL 60659	NONE	CHARITY		500.
THE OLD GLOBE P.O. BOX 122171 SAN DIEGO, CA 92112	NONE	CHARITY		10,000.
UC SAN DIEGO FOUNDATION 9500 GILMAN DRIVE #0940 LA JOLLA, CA 92037	NONE	CHARITY		2,500.
UNITED JEWISH FEDERATION 4950 MURPHY CANYON ROAD SAN DIEGO, CA 92123	NONE	CHARITY		20,000.
WOMEN'S AUXILIARY - SEACREST VILLAGE 211 SAXONY ROAD ENCINITAS, CA 92024	NONE	CHARITY		35,000.
SAN DIEGO STATE UNIVERSITY 5500 CAMPANILE DRIVE SAN DIEGO, CA 92182-8000	NONE	CHARITY		200,000.
HILLEL OF SAN DIEGO 5717 LINDO PASEO SAN DIEGO, CA 92115	NONE	CHARITY		10,000.
MEALS ON WHEELS 2254 SAN DIEGO AVE, STE. 200 SAN DIEGO, CA 92110	NONE	CHARITY		1,000.
LAWRENCE FAMILY JEWISH COMMUNITY CENTER 4126 EXECUTIVE DRIVE LA JOLLA, CA 92037	NONE	CHARITY		1,000.
Total from continuation sheets				284,500.

Part XV

3

Recipient	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
Name and address (home or business)				
THE ARC OF SAN DIEGO 3030 MARKET STREET SAN DIEGO, CA 92102	NONE	CHARITY		1,000.
PATRONS OF THE PRADO 4428 NARRAGANSETT AVE SAN DIEGO, CA 92107	NONE	CHARITY		1,000.
UC SAN DIEGO MOORES CANCER CENTER 9500 GILMAN DRIVE #0853 LA JOLLA, CA 92093	NONE	CHARITY		500.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BERNSTEIN CALIFORNIA BANK & TRUST	11. 9.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	20.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN-DIVIDENDS	29,363.	3,334.	26,029.
TOTAL TO FM 990-PF, PART I, LN 4	29,363.	3,334.	26,029.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECURITIES LITIGATION SETTLEMENT	356.	356.	
PY REFUNDED CONTRIBUTION	2,500.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,856.	356.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	5,578.	2,789.		2,789.
TO FORM 990-PF, PG 1, LN 16C	5,578.	2,789.		2,789.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE INCOME TAX	12,000.	0.		0.	
FEDERAL INCOME TAX	0.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	12,000.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	23.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	23.	0.		0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	7
DESCRIPTION				AMOUNT	
ADJUSTMENT TO TIE OUT BOOK VALUE TO COST BASIS OF EQUITIES				128.	
PRIOR PERIOD ADJUSTMENT 2012 AJE 2				5,150.	
TOTAL TO FORM 990-PF, PART III, LINE 5				5,278.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SECURITIES	1,185,852.	1,333,296.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,185,852.	1,333,296.		

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)
December 1, 2012 - November 30, 2013

Nontaxable Summary^{1,2}

Description	Gain/(Loss)
Short-Term	\$13,392.41
Long-Term	\$19,335.40
Cash in Lieu ³	\$65.96
Total	\$32,793.77

Description	Gain/(Loss)
LT Cap Gains Distribution from Bernstein Funds	\$192.36
Overall Total	\$32,986.13

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	09/18/2013	11/20/2013	15	EXPEDITORS INTL WASH INC	\$43.47	\$45.04	\$652.10	\$675.56	(\$23.46)
888-26052	04/03/2013	11/18/2013	5	FACEBOOK INC-A	\$47.17	\$26.20	\$235.83	\$130.99	\$104.84
888-26052	08/30/2013	11/14/2013	10	CITRIX SYSTEMS INC	\$55.94	\$71.17	\$559.39	\$711.74	(\$152.35)
888-26052	05/01/2013	11/14/2013	15	CITRIX SYSTEMS INC	\$55.94	\$62.42	\$839.08	\$936.33	(\$97.25)
888-26052	04/24/2013	11/14/2013	12	ROCK-TENN COMPANY -CL A	\$95.36	\$97.62	\$1,144.32	\$1,171.38	(\$27.06)
888-26052	03/19/2013	11/14/2013	6	WW GRAINGER INC	\$265.15	\$223.04	\$1,590.88	\$1,338.21	\$252.67
888-26052	02/25/2013	11/14/2013	15	CITRIX SYSTEMS INC	\$55.94	\$72.63	\$839.08	\$1,089.45	(\$250.37)
888-26052	12/04/2012	11/14/2013	10	CITRIX SYSTEMS INC	\$55.94	\$60.87	\$559.39	\$608.73	(\$49.34)
888-26052	07/11/2013	11/11/2013	20	BROWN & BROWN INC	\$31.66	\$33.40	\$633.23	\$668.00	(\$34.77)
888-26052	06/20/2013	11/11/2013	30	BROWN & BROWN INC	\$31.66	\$31.81	\$949.84	\$954.31	(\$4.47)
888-26052	08/01/2013	11/05/2013	15	SENSATA TECHNOLOGIES HOLDIN	\$37.51	\$37.92	\$562.71	\$568.77	(\$6.06)
888-26052	06/20/2013	11/05/2013	20	SENSATA TECHNOLOGIES HOLDIN	\$37.51	\$35.23	\$750.28	\$704.67	\$45.61
888-26052	06/12/2013	11/05/2013	10	SENSATA TECHNOLOGIES HOLDIN	\$37.51	\$35.05	\$375.14	\$350.45	\$24.69
888-26052	04/09/2013	10/31/2013	10	EXXON MOBIL CORP	\$90.11	\$89.20	\$901.10	\$891.95	\$9.15
888-26052	10/31/2012	10/31/2013	25	EXXON MOBIL CORP	\$90.11	\$90.69	\$2,252.76	\$2,267.20	(\$14.44)
888-26052	06/12/2013	10/30/2013	20	SENSATA TECHNOLOGIES HOLDIN	\$38.07	\$35.05	\$761.34	\$700.90	\$60.44
888-26052	10/26/2012	10/25/2013	3	AMAZON.COM INC	\$358.20	\$235.65	\$1,074.61	\$706.95	\$367.66

Statement A

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	08/01/2013	10/24/2013	30	EMC CORP/MASS	\$23.76	\$26.41	\$712.92	\$792.15	(\$79.23)
888-26052	07/25/2013	10/24/2013	40	EMC CORP/MASS	\$23.76	\$26.71	\$950.56	\$1,068.54	(\$117.98)
888-26052	03/04/2013	10/24/2013	20	CAPITAL ONE FINANCIAL CORP	\$70.56	\$51.99	\$1,411.23	\$1,039.73	\$371.50
888-26052	11/02/2012	10/24/2013	10	CITRIX SYSTEMS INC	\$58.23	\$63.46	\$582.33	\$634.58	(\$52.25)
888-26052	04/08/2013	10/18/2013	40	HELIX ENERGY SOLUTIONS GROUP	\$24.51	\$22.66	\$980.21	\$906.40	\$73.81
888-26052	10/24/2012	10/18/2013	10	CITRIX SYSTEMS INC	\$56.97	\$63.98	\$569.74	\$639.84	(\$70.10)
888-26052	01/31/2013	10/16/2013	6	EOG RESOURCES INC	\$182.06	\$125.73	\$1,092.38	\$754.36	\$338.02
888-26052	07/25/2013	10/15/2013	25	EMC CORP/MASS	\$24.70	\$26.71	\$617.54	\$667.84	(\$50.30)
888-26052	11/09/2012	10/15/2013	15	FACEBOOK INC-A	\$49.93	\$19.88	\$748.93	\$298.25	\$450.68
888-26052	07/02/2013	10/11/2013	55	ABERCROMBIE & FITCH CO-CL A	\$33.77	\$48.24	\$1,857.09	\$2,653.41	(\$796.32)
888-26052	04/24/2013	10/11/2013	2	ROCK-TENN COMPANY -CL A	\$105.59	\$97.62	\$211.18	\$195.23	\$15.95
888-26052	04/17/2013	10/11/2013	11	ROCK-TENN COMPANY -CL A	\$105.59	\$86.74	\$1,161.49	\$954.17	\$207.32
888-26052	03/04/2013	10/11/2013	55	HUNTSMAN CORP	\$21.69	\$18.42	\$1,192.99	\$1,013.10	\$179.89
888-26052	03/04/2013	10/10/2013	20	HUNTSMAN CORP	\$21.54	\$18.42	\$430.85	\$368.40	\$62.45
888-26052	02/28/2013	10/10/2013	10	HUNTSMAN CORP	\$21.54	\$17.27	\$215.42	\$172.71	\$42.71
888-26052	11/09/2012	10/03/2013	20	FACEBOOK INC-A	\$49.15	\$19.88	\$983.06	\$397.66	\$585.40
888-26052	11/07/2012	10/03/2013	2	LINKEDIN CORP - A	\$247.97	\$101.24	\$495.94	\$202.47	\$293.47
888-26052	02/28/2013	10/02/2013	35	HUNTSMAN CORP	\$21.11	\$17.27	\$738.86	\$604.47	\$134.39
888-26052	09/18/2013	09/30/2013	16	TOWERS WATSON & CO-CL A	\$106.93	\$98.31	\$1,710.96	\$1,572.94	\$138.02
888-26052	11/12/2012	09/27/2013	15	RED HAT INC	\$46.27	\$47.61	\$694.02	\$714.14	(\$20.12)
888-26052	11/09/2012	09/25/2013	15	FACEBOOK INC-A	\$49.23	\$19.88	\$738.51	\$298.25	\$440.26
888-26052	10/26/2012	09/25/2013	4	AMAZON.COM INC	\$313.50	\$235.65	\$1,253.99	\$942.61	\$311.38
888-26052	03/04/2013	09/24/2013	8	STERICYCLE INC	\$114.35	\$96.50	\$914.81	\$771.96	\$142.85
888-26052	02/21/2013	09/24/2013	6	STERICYCLE INC	\$114.35	\$95.83	\$686.10	\$575.00	\$111.10
888-26052	02/15/2013	09/24/2013	2	STERICYCLE INC	\$114.35	\$96.65	\$228.70	\$193.29	\$35.41
888-26052	11/07/2012	09/17/2013	3	LINKEDIN CORP - A	\$247.51	\$101.24	\$742.52	\$303.71	\$438.81
888-26052	09/21/2012	09/17/2013	5	PRECISION CASTPARTS CORP	\$235.82	\$163.85	\$1,179.11	\$819.23	\$359.88
888-26052	09/28/2012	09/12/2013	15	EXXON MOBIL CORP	\$88.12	\$91.07	\$1,321.84	\$1,366.01	(\$44.17)
888-26052	06/18/2013	09/11/2013	15	AXIALL CORP	\$41.06	\$44.47	\$615.90	\$667.05	(\$51.15)
888-26052	05/22/2013	09/11/2013	40	AXIALL CORP	\$41.06	\$47.66	\$1,642.41	\$1,906.38	(\$263.97)



BERNSTEIN

Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	12/27/2012	09/11/2013	40	MICRON TECHNOLOGY INC	\$16.39	\$6.16	\$655.49	\$246.35	\$409.14
888-26052	11/09/2012	09/05/2013	25	FACEBOOK INC-A	\$42.51	\$19.88	\$1,062.67	\$497.08	\$565.59
888-26052	11/06/2012	09/04/2013	6	LINKEDIN CORP - A	\$239.07	\$104.11	\$1,434.45	\$624.67	\$809.78
888-26052	02/20/2013	08/26/2013	25	ELECTRONIC ARTS INC	\$27.93	\$17.64	\$698.26	\$441.04	\$257.22
888-26052	02/08/2013	08/12/2013	5	BLACKROCK INC	\$277.66	\$238.26	\$1,388.29	\$1,191.28	\$197.01
888-26052	09/06/2012	08/12/2013	55	EXXON MOBIL CORP	\$89.90	\$88.90	\$4,944.54	\$4,889.67	\$54.87
888-26052	10/18/2012	08/09/2013	30	DIAMOND OFFSHORE DRILLING	\$68.14	\$69.93	\$2,044.19	\$2,097.91	(\$53.72)
888-26052	06/05/2013	08/08/2013	30	TAIWAN SEMICONDUCTOR-SP ADR	\$16.18	\$18.72	\$485.35	\$561.59	(\$76.24)
888-26052	04/23/2013	08/08/2013	80	TAIWAN SEMICONDUCTOR-SP ADR	\$16.18	\$18.29	\$1,294.27	\$1,462.85	(\$168.58)
888-26052	04/25/2013	08/07/2013	8	LIBERTY GLOBAL PLC-A	\$79.58	\$76.24	\$636.66	\$609.92	\$26.74
888-26052	02/28/2013	08/01/2013	25	HARLEY DAVIDSON INC	\$58.40	\$52.86	\$1,460.01	\$1,321.43	\$138.58
888-26052	02/06/2013	08/01/2013	10	HARLEY DAVIDSON INC	\$58.40	\$52.83	\$584.01	\$528.27	\$55.74
888-26052	08/13/2012	07/31/2013	1	BIOGEN IDEC INC	\$220.08	\$143.87	\$220.08	\$143.87	\$76.21
888-26052	02/15/2013	07/26/2013	4	STERICYCLE INC	\$116.07	\$96.65	\$464.29	\$386.59	\$77.70
888-26052	09/12/2012	07/25/2013	15	DISCOVER FINANCIAL SERVICES	\$50.31	\$38.30	\$754.68	\$574.52	\$180.16
888-26052	07/25/2012	07/25/2013	8	BIOGEN IDEC INC	\$229.14	\$142.17	\$1,833.09	\$1,137.39	\$695.70
888-26052	10/24/2012	07/19/2013	10	CITRIX SYSTEMS INC	\$64.99	\$63.99	\$649.93	\$639.85	\$10.08
888-26052	09/26/2012	07/19/2013	5	CITRIX SYSTEMS INC	\$64.99	\$74.36	\$324.97	\$371.82	(\$46.85)
888-26052	02/15/2013	07/10/2013	5	STERICYCLE INC	\$114.49	\$96.65	\$572.46	\$483.24	\$89.22
888-26052	10/26/2012	07/10/2013	5	AMAZON.COM INC	\$290.04	\$235.65	\$1,450.21	\$1,178.26	\$271.95
888-26052	04/05/2013	07/02/2013	12	SOLARWINDS INC	\$39.00	\$54.93	\$468.02	\$659.17	(\$191.15)
888-26052	02/15/2013	07/02/2013	18	SOLARWINDS INC	\$39.00	\$53.38	\$702.02	\$960.76	(\$258.74)
888-26052	09/26/2012	07/02/2013	15	CITRIX SYSTEMS INC	\$61.60	\$74.36	\$924.00	\$1,115.45	(\$191.45)
888-26052	03/05/2013	07/01/2013	15	JPMORGAN CHASE & CO	\$53.19	\$49.87	\$797.78	\$748.05	\$49.73
888-26052	03/04/2013	07/01/2013	20	JPMORGAN CHASE & CO	\$53.19	\$48.74	\$1,063.70	\$974.79	\$88.91
888-26052	02/13/2013	07/01/2013	35	JPMORGAN CHASE & CO	\$53.19	\$49.17	\$1,861.48	\$1,721.00	\$140.48
888-26052	02/05/2013	07/01/2013	20	JPMORGAN CHASE & CO	\$53.19	\$48.17	\$1,063.70	\$963.42	\$100.28
888-26052	09/12/2012	06/25/2013	15	DISCOVER FINANCIAL SERVICES	\$46.10	\$38.30	\$691.57	\$574.52	\$117.05
888-26052	11/19/2012	06/17/2013	10	IDEXX LABS CORP	\$91.75	\$92.33	\$917.47	\$923.31	(\$5.84)
888-26052	11/06/2012	06/17/2013	10	IDEXX LABS CORP	\$91.75	\$93.99	\$917.47	\$939.90	(\$22.43)

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BERNSTEIN

Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	09/12/2012	06/17/2013	15	DISCOVER FINANCIAL SERVICES	\$47.59	\$38.30	\$713.89	\$574.52	\$139.37
888-26052	07/27/2012	06/17/2013	5	IDEXX LABS CORP	\$91.75	\$89.67	\$458.74	\$448.36	\$10.38
888-26052	03/04/2013	06/14/2013	15	CAPITAL ONE FINANCIAL CORP	\$60.94	\$51.99	\$914.13	\$779.80	\$134.33
888-26052	02/04/2013	06/13/2013	15	F5 NETWORKS INC	\$74.73	\$106.58	\$1,121.00	\$1,598.76	(\$477.76)
888-26052	08/01/2012	06/13/2013	5	INTERCONTINENTAL EXCHANGE INC	\$171.93	\$130.24	\$859.65	\$651.22	\$208.43
888-26052	05/02/2013	06/10/2013	40	VIRGIN MEDIA INC	\$50.86	\$49.52	\$2,034.48	\$1,980.88	\$53.60
888-26052	04/25/2013	06/10/2013	30	VIRGIN MEDIA INC	\$49.75	\$48.84	\$1,492.47	\$1,465.22	\$27.25
888-26052	04/12/2013	06/07/2013	20	ALTRIA GROUP INC	\$35.98	\$35.83	\$719.57	\$716.51	\$3.06
888-26052	09/14/2012	06/05/2013	15	TJX COMPANIES INC	\$50.11	\$46.37	\$751.64	\$695.59	\$56.05
888-26052	08/24/2012	06/04/2013	20	EBAY INC	\$52.86	\$47.21	\$1,057.26	\$944.28	\$112.98
888-26052	06/25/2012	06/03/2013	5	CITRIX SYSTEMS INC	\$63.19	\$78.07	\$315.95	\$390.35	(\$74.40)
888-26052	12/27/2012	05/22/2013	10	MICRON TECHNOLOGY INC	\$11.21	\$6.16	\$112.09	\$61.59	\$50.50
888-26052	10/04/2012	05/21/2013	30	VALIDUS HOLDINGS LTD	\$36.15	\$35.24	\$1,084.41	\$1,057.07	\$27.34
888-26052	12/04/2012	05/20/2013	4	PARTNERRE LTD	\$89.40	\$81.53	\$357.61	\$326.12	\$31.49
888-26052	11/14/2012	05/20/2013	16	PARTNERRE LTD	\$89.40	\$78.61	\$1,430.45	\$1,257.76	\$172.69
888-26052	02/01/2013	05/17/2013	20	TRIMBLE NAVIGATION LTD	\$29.03	\$31.37	\$580.61	\$627.45	(\$46.84)
888-26052	11/21/2012	05/17/2013	15	TRIMBLE NAVIGATION LTD	\$29.03	\$26.92	\$435.45	\$403.78	\$31.67
888-26052	07/11/2012	05/17/2013	10	RED HAT INC	\$55.21	\$51.25	\$552.12	\$512.45	\$39.67
888-26052	06/27/2012	05/17/2013	15	PHILIP MORRIS INTERNATIONAL	\$95.29	\$84.90	\$1,429.38	\$1,273.48	\$155.90
888-26052	11/14/2012	05/15/2013	75	TYSON FOODS INC-CL A	\$25.03	\$16.87	\$1,877.32	\$1,265.28	\$612.04
888-26052	08/08/2012	05/15/2013	75	TYSON FOODS INC-CL A	\$25.03	\$15.48	\$1,877.33	\$1,161.20	\$716.13
888-26052	08/08/2012	05/15/2013	15	TYSON FOODS INC-CL A	\$25.03	\$15.48	\$375.47	\$232.24	\$143.23
888-26052	11/21/2012	05/14/2013	25	TRIMBLE NAVIGATION LTD	\$28.28	\$26.92	\$707.00	\$672.98	\$34.02
888-26052	11/16/2012	05/14/2013	20	TRIMBLE NAVIGATION LTD	\$28.28	\$26.25	\$565.60	\$525.04	\$40.56
888-26052	09/06/2012	05/14/2013	10	EXXON MOBIL CORP	\$90.80	\$88.90	\$908.04	\$889.03	\$19.01
888-26052	02/21/2013	05/03/2013	2	CST BRANDS INC	\$29.73	\$38.97	\$59.45	\$77.93	(\$18.48)
888-26052	01/18/2013	05/03/2013	4	CST BRANDS INC	\$29.73	\$31.76	\$118.91	\$127.02	(\$8.11)
888-26052	01/17/2013	05/03/2013	2	CST BRANDS INC	\$29.73	\$32.05	\$59.45	\$64.10	(\$4.65)
888-26052	07/10/2012	04/30/2013	5	ESTEE LAUDER COMPANIES-CL A	\$69.61	\$51.72	\$348.06	\$258.62	\$89.44
888-26052	06/05/2012	04/30/2013	5	ESTEE LAUDER COMPANIES-CL A	\$69.61	\$53.68	\$348.06	\$268.42	\$79.64

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	06/05/2012	04/29/2013	15	ESTEE LAUDER COMPANIES-CL A	\$68.93	\$53.68	\$1,033.94	\$805.27	\$228.67
888-26052	02/26/2013	04/25/2013	15	INTUIT INC	\$56.05	\$62.43	\$840.75	\$936.38	(\$95.63)
888-26052	02/15/2013	04/25/2013	15	INTUIT INC	\$56.05	\$61.86	\$840.75	\$927.85	(\$87.10)
888-26052	02/01/2013	04/25/2013	20	AKAMAI TECHNOLOGIES	\$43.07	\$41.85	\$861.40	\$837.07	\$24.33
888-26052	01/22/2013	04/25/2013	20	AKAMAI TECHNOLOGIES	\$43.07	\$39.95	\$861.41	\$798.99	\$62.42
888-26052	12/26/2012	04/25/2013	6	ROPER INDUSTRIES INC	\$124.03	\$109.75	\$744.15	\$658.52	\$85.63
888-26052	11/21/2012	04/25/2013	5	ROPER INDUSTRIES INC	\$124.03	\$112.17	\$620.13	\$560.84	\$59.29
888-26052	08/30/2012	04/25/2013	7	ROPER INDUSTRIES INC	\$124.03	\$102.63	\$868.18	\$718.42	\$149.76
888-26052	07/25/2012	04/25/2013	30	TIBCO SOFTWARE INC	\$19.03	\$27.62	\$570.90	\$828.65	(\$257.75)
888-26052	05/30/2012	04/25/2013	30	TIBCO SOFTWARE INC	\$19.03	\$27.55	\$570.90	\$826.57	(\$255.67)
888-26052	05/03/2012	04/25/2013	20	INTUIT INC	\$56.05	\$58.81	\$1,121.00	\$1,176.15	(\$55.15)
888-26052	07/27/2012	04/12/2013	10	IDEXX LABS CORP	\$89.22	\$89.67	\$892.21	\$896.71	(\$4.50)
888-26052	09/25/2012	04/11/2013	23	BUNGE LTD	\$68.02	\$66.09	\$1,564.45	\$1,520.14	\$44.31
888-26052	11/13/2012	04/10/2013	15	DOLLAR GENERAL CORP	\$50.36	\$46.74	\$755.33	\$701.14	\$54.19
888-26052	09/18/2012	04/10/2013	10	DOLLAR GENERAL CORP	\$50.36	\$50.12	\$503.55	\$501.19	\$2.36
888-26052	09/24/2012	04/09/2013	50	BB&T CORP	\$30.78	\$33.37	\$1,538.77	\$1,668.59	(\$129.82)
888-26052	09/21/2012	04/09/2013	25	BB&T CORP	\$30.78	\$33.44	\$769.38	\$835.89	(\$66.51)
888-26052	09/18/2012	04/09/2013	40	BB&T CORP	\$30.78	\$33.46	\$1,231.01	\$1,338.48	(\$107.47)
888-26052	09/18/2012	04/09/2013	15	DOLLAR GENERAL CORP	\$49.90	\$50.12	\$748.52	\$751.79	(\$3.27)
888-26052	12/28/2012	04/08/2013	20	TIMKEN CO	\$53.12	\$46.33	\$1,062.47	\$926.61	\$135.86
888-26052	04/27/2012	04/05/2013	25	ASTRAZENECA PLC-SPONS ADR	\$50.37	\$43.63	\$1,259.20	\$1,090.68	\$168.52
888-26052	07/18/2012	04/04/2013	10	IDEXX LABS CORP	\$88.81	\$91.96	\$888.14	\$919.58	(\$31.44)
888-26052	01/11/2013	03/26/2013	5	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$93.10	\$390.01	\$465.49	(\$75.48)
888-26052	12/13/2012	03/26/2013	9	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$94.57	\$702.01	\$851.17	(\$149.16)
888-26052	11/21/2012	03/26/2013	7	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$90.65	\$546.01	\$634.54	(\$88.53)
888-26052	11/15/2012	03/26/2013	1	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$87.40	\$78.00	\$87.40	(\$9.40)
888-26052	10/23/2012	03/25/2013	45	US BANCORP	\$33.66	\$33.33	\$1,514.85	\$1,499.94	\$14.91

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	10/10/2012	03/25/2013	60	US BANCORP	\$33.66	\$34.57	\$2,019.80	\$2,074.00	(\$54.20)
888-26052	07/02/2012	03/22/2013	10	CUMMINS INC	\$113.53	\$95.45	\$1,135.29	\$954.54	\$180.75
888-26052	06/08/2012	03/22/2013	19	STATE STREET CORP	\$59.46	\$42.08	\$1,129.74	\$799.61	\$330.13
888-26052	05/18/2012	03/15/2013	75	MGM RESORTS INTERNATIONAL	\$13.04	\$10.28	\$978.36	\$770.93	\$207.43
888-26052	05/04/2012	03/15/2013	45	MGM RESORTS INTERNATIONAL	\$13.04	\$12.48	\$587.02	\$561.53	\$25.49
888-26052	06/27/2012	03/14/2013	10	PHILIP MORRIS INTERNATIONAL	\$91.38	\$84.90	\$913.80	\$848.98	\$64.82
888-26052	06/05/2012	03/14/2013	3	F5 NETWORKS INC	\$91.58	\$100.03	\$274.75	\$300.10	(\$25.35)
888-26052	05/30/2012	03/14/2013	10	F5 NETWORKS INC	\$91.58	\$106.35	\$915.82	\$1,063.46	(\$147.64)
888-26052	07/02/2012	03/08/2013	6	CUMMINS INC	\$119.48	\$95.46	\$716.89	\$572.73	\$144.16
888-26052	06/08/2012	03/08/2013	11	STATE STREET CORP	\$59.27	\$42.08	\$651.93	\$462.93	\$189.00
888-26052	05/16/2012	03/08/2013	25	BP PLC-SPONS ADR	\$40.46	\$38.34	\$1,011.58	\$958.45	\$53.13
888-26052	04/16/2012	03/08/2013	25	BP PLC-SPONS ADR	\$40.46	\$42.35	\$1,011.59	\$1,058.86	(\$47.27)
888-26052	03/13/2012	03/08/2013	5	BP PLC-SPONS ADR	\$40.46	\$47.14	\$202.32	\$235.71	(\$33.39)
888-26052	07/31/2012	03/07/2013	30	COACH INC	\$48.65	\$51.10	\$1,459.63	\$1,532.85	(\$73.22)
888-26052	07/02/2012	03/07/2013	12	UNITEDHEALTH GROUP INC	\$54.08	\$56.44	\$648.96	\$677.33	(\$28.37)
888-26052	05/30/2012	03/07/2013	5	F5 NETWORKS INC	\$94.52	\$106.35	\$472.61	\$531.73	(\$59.12)
888-26052	05/21/2012	03/07/2013	5	F5 NETWORKS INC	\$94.52	\$116.06	\$472.61	\$580.28	(\$107.67)
888-26052	05/16/2012	03/07/2013	10	COACH INC	\$48.65	\$67.35	\$486.55	\$673.51	(\$186.96)
888-26052	05/15/2012	03/07/2013	8	UNITEDHEALTH GROUP INC	\$54.08	\$55.46	\$432.64	\$443.65	(\$11.01)
888-26052	06/04/2012	03/06/2013	4	LINKEDIN CORP - A	\$174.36	\$89.24	\$697.43	\$356.96	\$340.47
888-26052	05/04/2012	03/06/2013	30	MGM RESORTS INTERNATIONAL	\$12.22	\$12.48	\$366.70	\$374.36	(\$7.66)
888-26052	03/13/2012	03/06/2013	50	MGM RESORTS INTERNATIONAL	\$12.22	\$13.96	\$611.17	\$698.17	(\$87.00)
888-26052	03/12/2012	03/06/2013	20	BROADCOM CORP-CL A	\$33.38	\$35.67	\$667.63	\$713.43	(\$45.80)
888-26052	01/22/2013	03/01/2013	15	AKAMAI TECHNOLOGIES	\$36.53	\$39.95	\$547.94	\$599.24	(\$51.30)
888-26052	08/24/2012	03/01/2013	45	LORILLARD INC	\$38.33	\$42.66	\$1,724.97	\$1,919.54	(\$194.57)
888-26052	08/15/2012	03/01/2013	45	LORILLARD INC	\$38.33	\$41.66	\$1,724.98	\$1,874.90	(\$149.92)
888-26052	07/18/2012	03/01/2013	10	IDEXX LABS-CORP	\$91.08	\$91.96	\$910.77	\$919.58	(\$8.81)
888-26052	06/26/2012	03/01/2013	20	HELMERICH & PAYNE	\$65.92	\$39.20	\$1,318.35	\$784.06	\$534.29
888-26052	05/31/2012	03/01/2013	10	HELMERICH & PAYNE	\$65.92	\$44.88	\$659.18	\$448.80	\$210.38
888-26052	07/02/2012	02/28/2013	4	CUMMINS INC	\$116.44	\$95.46	\$465.75	\$381.82	\$83.93

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	06/28/2012	02/28/2013	3	CUMMINS INC	\$116.44	\$91.01	\$349.31	\$273.02	\$76.29
888-26052	06/08/2012	02/28/2013	30	STATE STREET CORP	\$56.97	\$42.08	\$1,709.16	\$1,262.54	\$446.62
888-26052	06/08/2012	02/26/2013	15	STATE STREET CORP	\$56.56	\$42.08	\$848.33	\$631.27	\$217.06
888-26052	08/21/2012	02/25/2013	5	CELGENE CORP	\$100.35	\$71.27	\$501.74	\$356.36	\$145.38
888-26052	08/08/2012	02/25/2013	10	CELGENE CORP	\$100.35	\$71.61	\$1,003.48	\$716.06	\$287.42
888-26052	06/26/2012	02/21/2013	6	VF CORP	\$159.10	\$139.73	\$954.61	\$838.35	\$116.26
888-26052	06/13/2012	02/21/2013	3	VF CORP	\$159.10	\$137.88	\$477.30	\$413.63	\$63.67
888-26052	11/15/2012	02/20/2013	8	ULTA SALON COSMETICS & FRAGRAN	\$86.35	\$87.40	\$690.84	\$699.21	(\$8.37)
888-26052	03/13/2012	02/20/2013	20	BP PLC-SPONS ADR	\$41.19	\$47.14	\$823.74	\$942.86	(\$119.12)
888-26052	10/23/2012	02/19/2013	1	FLOWERVE CORPORAION	\$159.44	\$130.06	\$159.44	\$130.06	\$29.38
888-26052	03/13/2012	02/19/2013	25	MGM RESORTS INTERNATIONAL	\$12.80	\$13.96	\$320.11	\$349.09	(\$28.98)
888-26052	03/01/2012	02/19/2013	50	MGM RESORTS INTERNATIONAL	\$12.80	\$13.82	\$640.23	\$690.85	(\$50.62)
888-26052	02/23/2012	02/19/2013	25	MGM RESORTS INTERNATIONAL	\$12.80	\$14.14	\$320.11	\$353.41	(\$33.30)
888-26052	02/23/2012	02/19/2013	25	MGM RESORTS INTERNATIONAL	\$12.80	\$14.14	\$320.12	\$353.40	(\$33.28)
888-26052	08/01/2012	02/15/2013	5	INTERCONTINENTALEXCHANGE INC	\$157.45	\$130.24	\$787.23	\$651.22	\$136.01
888-26052	07/20/2012	02/15/2013	2	CHIPOTLE MEXICAN GRILL-CL A	\$314.87	\$318.25	\$629.74	\$636.49	(\$6.75)
888-26052	06/04/2012	02/15/2013	10	LINKEDIN CORP - A	\$161.34	\$89.24	\$1,613.40	\$892.41	\$720.99
888-26052	03/07/2012	02/15/2013	35	DIRECTV	\$49.40	\$46.06	\$1,729.14	\$1,612.24	\$116.90
888-26052	09/20/2012	02/12/2013	10	RACKSPACE HOSTING INC	\$74.23	\$65.50	\$742.30	\$655.02	\$87.28
888-26052	07/06/2012	02/12/2013	15	RACKSPACE HOSTING INC	\$74.23	\$44.51	\$1,113.45	\$667.63	\$445.82
888-26052	03/07/2012	02/12/2013	5	ASTRAZENECA PLC-SPONS ADR	\$47.23	\$44.56	\$236.17	\$222.82	\$13.35
888-26052	05/31/2012	02/06/2013	15	HELMERICH & PAYNE	\$64.06	\$44.88	\$960.88	\$673.21	\$287.67
888-26052	08/06/2012	02/05/2013	20	MCGRAW-HILL COMPANIES INC	\$46.85	\$48.58	\$937.04	\$971.59	(\$34.55)
888-26052	06/11/2012	02/05/2013	20	MCGRAW-HILL COMPANIES INC	\$46.85	\$43.52	\$937.05	\$870.42	\$66.63
888-26052	05/15/2012	02/05/2013	8	UNITEDHEALTH GROUP INC	\$56.95	\$55.46	\$455.60	\$443.65	\$11.95
888-26052	03/15/2012	02/05/2013	10	NATIONAL - OILWELL INC	\$68.59	\$80.01	\$685.87	\$800.09	(\$114.22)
888-26052	02/08/2012	02/05/2013	5	UNITEDHEALTH GROUP INC	\$56.95	\$52.12	\$284.75	\$260.58	\$24.17
888-26052	05/03/2012	02/04/2013	1	MCKESSON CORP	\$102.72	\$90.93	\$102.72	\$90.93	\$11.79
888-26052	03/22/2012	02/04/2013	13	MCKESSON CORP	\$102.72	\$86.39	\$1,335.34	\$1,123.10	\$212.24

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	03/06/2012	02/04/2013	7	MCKESSON CORP	\$102.72	\$82.38	\$719.03	\$576.68	\$142.35
888-26052	11/09/2012	01/30/2013	15	FACEBOOK INC-A	\$31.23	\$19.88	\$468.42	\$298.25	\$170.17
888-26052	06/27/2012	01/30/2013	10	PHILIP MORRIS INTERNATIONAL	\$87.66	\$84.90	\$876.59	\$848.99	\$27.60
888-26052	05/30/2012	01/30/2013	5	TIBCO SOFTWARE INC	\$23.44	\$27.55	\$117.18	\$137.76	(\$20.58)
888-26052	05/16/2012	01/30/2013	25	TIBCO SOFTWARE INC	\$23.44	\$29.21	\$585.90	\$730.23	(\$144.33)
888-26052	09/18/2012	01/28/2013	10	DOLLAR GENERAL CORP	\$46.97	\$50.12	\$469.65	\$501.19	(\$31.54)
888-26052	07/11/2012	01/25/2013	10	RED HAT INC	\$56.29	\$51.25	\$562.92	\$512.45	\$50.47
888-26052	07/10/2012	01/25/2013	15	RED HAT INC	\$56.29	\$51.20	\$844.39	\$768.00	\$76.39
888-26052	06/27/2012	01/23/2013	10	PHILIP MORRIS INTERNATIONAL	\$88.71	\$84.90	\$887.13	\$848.99	\$38.14
888-26052	02/08/2012	01/23/2013	30	CISCO SYSTEMS INC	\$20.68	\$20.17	\$620.33	\$605.15	\$15.18
888-26052	03/13/2012	01/08/2013	15	VERTEX PHARMACEUTICALS INC	\$48.05	\$41.75	\$720.76	\$626.20	\$94.56
888-26052	07/20/2012	01/07/2013	2	CHIPOTLE MEXICAN GRILL-CL A	\$298.17	\$318.25	\$596.33	\$636.49	(\$40.16)
888-26052	05/16/2012	01/07/2013	5	TIBCO SOFTWARE INC	\$21.89	\$29.21	\$109.43	\$146.05	(\$36.62)
888-26052	04/04/2012	01/07/2013	30	TIBCO SOFTWARE INC	\$21.89	\$31.35	\$656.58	\$940.44	(\$283.86)
888-26052	11/09/2012	12/27/2012	25	FORD MOTOR CO	\$12.57	\$10.87	\$314.23	\$271.84	\$42.39
888-26052	10/09/2012	12/27/2012	100	FORD MOTOR CO	\$12.57	\$10.06	\$1,256.93	\$1,006.44	\$250.49
888-26052	07/20/2012	12/21/2012	1	CHIPOTLE MEXICAN GRILL-CL A	\$287.09	\$318.24	\$287.09	\$318.24	(\$31.15)
888-26052	07/09/2012	12/21/2012	2	CHIPOTLE MEXICAN GRILL-CL A	\$287.09	\$386.20	\$574.18	\$772.40	(\$198.22)
888-26052	05/22/2012	12/20/2012	15	OCEANEERING INTL INC	\$53.69	\$47.82	\$805.32	\$717.25	\$88.07
888-26052	05/16/2012	12/19/2012	5	COACH INC	\$59.82	\$67.35	\$299.08	\$336.76	(\$37.68)
888-26052	04/25/2012	12/19/2012	15	COACH INC	\$59.82	\$72.27	\$897.24	\$1,084.00	(\$186.76)
888-26052	05/04/2012	12/14/2012	50	GENERAL MOTORS CO	\$24.72	\$22.27	\$1,235.81	\$1,113.37	\$122.44
888-26052	03/13/2012	12/14/2012	25	GENERAL MOTORS CO	\$24.72	\$25.83	\$617.90	\$645.82	(\$27.92)
888-26052	07/06/2012	12/12/2012	100	MORGAN STANLEY	\$17.75	\$14.34	\$1,775.22	\$1,433.53	\$341.69
888-26052	07/05/2012	12/12/2012	40	MORGAN STANLEY	\$17.75	\$14.79	\$710.09	\$591.45	\$118.64
888-26052	04/25/2012	12/10/2012	5	COACH INC	\$56.72	\$72.27	\$283.58	\$361.33	(\$77.75)
888-26052	04/13/2012	12/10/2012	10	COACH INC	\$56.72	\$74.22	\$567.16	\$742.22	(\$175.06)
888-26052	03/13/2012	12/06/2012	15	TRANSOCEAN LTD	\$46.38	\$53.18	\$695.65	\$797.70	(\$102.05)
888-26052	03/13/2012	12/05/2012	30	JOHNSON & JOHNSON	\$69.74	\$65.24	\$2,092.11	\$1,957.33	\$134.78
888-26052	03/01/2012	12/05/2012	5	JOHNSON & JOHNSON	\$69.74	\$64.87	\$348.69	\$324.34	\$24.35

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	09/27/2012	12/03/2012	15	LAS VEGAS SANDS CORP	\$47.03	\$47.00	\$705.43	\$705.03	\$0.40
888-26052	06/25/2012	12/03/2012	20	LAS VEGAS SANDS CORP	\$47.03	\$42.93	\$940.57	\$858.66	\$81.91
888-26052	03/01/2012	12/03/2012	15	JOHNSON & JOHNSON	\$69.63	\$64.87	\$1,044.43	\$973.02	\$71.41
Total							\$191,342.10	\$177,949.69	\$13,392.41

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	03/28/2011	11/29/2013	235.201	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.73	\$3,172.86	\$3,229.31	(\$56.45)
888-26052	03/25/2011	11/29/2013	200.291	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.73	\$2,701.93	\$2,750.00	(\$48.07)
888-26052	03/21/2011	11/29/2013	181.422	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.78	\$2,447.38	\$2,500.00	(\$52.62)
888-26052	03/09/2011	11/29/2013	476.71	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.74	\$6,430.82	\$6,550.00	(\$119.18)
888-26052	12/07/2010	11/29/2013	375.338	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.73	\$5,063.31	\$5,153.39	(\$90.08)
888-26052	10/25/2010	11/29/2013	475.687	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$14.19	\$6,417.02	\$6,750.00	(\$332.98)
888-26052	10/08/2010	11/29/2013	316.011	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$14.24	\$4,262.99	\$4,500.00	(\$237.01)
888-26052	09/07/2010	11/29/2013	298.72	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$14.06	\$4,029.73	\$4,200.00	(\$170.27)
888-26052	05/06/2010	11/29/2013	391.082	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.68	\$5,275.70	\$5,350.00	(\$74.30)
888-26052	04/06/2010	11/29/2013	216.095	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.42	\$2,915.12	\$2,900.00	\$15.12
888-26052	02/24/2010	11/29/2013	205.071	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.41	\$2,766.41	\$2,750.00	\$16.41
888-26052	01/19/2010	11/29/2013	264.728	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.41	\$3,571.18	\$3,550.00	\$21.18
888-26052	01/06/2010	11/29/2013	277.569	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.33	\$3,744.41	\$3,700.00	\$44.41

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	12/21/2009	11/29/2013	274.643	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.29	\$3,704.93	\$3,650.00	\$54.93
888-26052	12/16/2009	11/29/2013	199.248	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.30	\$2,687.86	\$2,650.00	\$37.86
888-26052	12/03/2009	11/29/2013	199.098	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.31	\$2,685.83	\$2,650.00	\$35.83
888-26052	11/24/2009	11/29/2013	195.049	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.33	\$2,631.21	\$2,600.00	\$31.21
888-26052	11/09/2009	11/29/2013	332.577	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.23	\$4,486.46	\$4,400.00	\$86.46
888-26052	11/04/2009	11/29/2013	356.061	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.20	\$4,803.26	\$4,700.00	\$103.26
888-26052	10/28/2009	11/29/2013	229.842	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.27	\$3,100.57	\$3,050.00	\$50.57
888-26052	07/01/2009	11/29/2013	252.606	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$12.47	\$3,407.65	\$3,150.00	\$257.65
888-26052	04/17/2009	11/29/2013	56.243	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$11.17	\$921.26	\$628.23	\$293.03
888-26052	04/13/2009	11/29/2013	317.604	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$11.02	\$5,202.35	\$3,500.00	\$1,702.35
888-26052	12/09/2008	11/29/2013	454.331	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$11.46	\$6,128.93	\$5,206.63	\$922.30
888-26052	12/04/2008	11/29/2013	1581.722	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$11.38	\$25,908.61	\$18,000.00	\$7,908.61
888-26052	05/30/2008	11/29/2013	478.026	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$12.97	\$6,448.57	\$6,200.00	\$248.57
888-26052	12/11/2007	11/29/2013	313.427	BERNSTEIN EMERGING MARKETS PORTFOLIO	\$27.84	\$40.96	\$8,638.55	\$12,837.97	(\$4,199.42)
888-26052	12/11/2007	11/29/2013	1354.901	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$25.26	\$22,193.28	\$34,224.79	(\$12,031.51)
888-26052	07/24/2007	11/29/2013	551.272	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$12.97	\$7,436.66	\$7,150.00	\$286.66
888-26052	06/05/2007	11/29/2013	1513.41	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.05	\$20,415.90	\$19,750.00	\$665.90

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	04/27/2007	11/29/2013	333.333	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.20	\$4,496.66	\$4,400.00	\$96.66
888-26052	03/26/2007	11/29/2013	377.644	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.24	\$5,094.42	\$5,000.00	\$94.42
888-26052	02/22/2007	11/29/2013	842.185	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.18	\$11,361.08	\$11,100.00	\$261.08
888-26052	12/12/2006	11/29/2013	116.519	BERNSTEIN EMERGING MARKETS PORTFOLIO	\$27.84	\$36.69	\$3,211.45	\$4,275.11	(\$1,063.66)
888-26052	12/12/2006	11/29/2013	1296.087	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$25.65	\$21,229.90	\$33,244.63	(\$12,014.73)
888-26052	03/06/2006	11/29/2013	3193.562	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13.49	\$13.05	\$43,081.15	\$41,675.99	\$1,405.16
888-26052	03/06/2006	11/29/2013	913.009	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$25.52	\$14,955.09	\$23,300.00	(\$8,344.91)
888-26052	12/07/2005	11/29/2013	43.926	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.38	\$23.55	\$719.51	\$1,034.46	(\$314.95)
888-26052	11/16/2011	11/27/2013	15	THE WALT DISNEY CO.	\$70.70	\$35.97	\$1,060.55	\$539.61	\$520.94
888-26052	09/14/2012	11/26/2013	50	FIDELITY NATIONAL FINANCIAL INC	\$28.52	\$19.91	\$1,425.97	\$995.26	\$430.71
888-26052	08/13/2012	11/26/2013	5	BIOMED INC	\$289.87	\$143.87	\$1,449.34	\$719.37	\$729.97
888-26052	07/25/2012	11/21/2013	15	WELLPPOINT INC	\$92.27	\$53.75	\$1,384.01	\$806.28	\$577.73
888-26052	03/13/2012	11/21/2013	15	WELLPPOINT INC	\$92.27	\$64.44	\$1,384.02	\$966.56	\$417.46
888-26052	12/22/2011	11/20/2013	10	BOEING CO/TH	\$133.91	\$74.27	\$1,339.09	\$742.71	\$596.38
888-26052	11/09/2012	11/18/2013	5	FACEBOOK INC-A	\$47.17	\$19.88	\$235.84	\$99.41	\$136.43
888-26052	03/07/2012	11/13/2013	15	WELLPPOINT INC	\$87.63	\$64.10	\$1,314.47	\$961.53	\$352.94
888-26052	02/08/2012	11/13/2013	10	WELLPPOINT INC	\$87.63	\$65.19	\$876.32	\$651.90	\$224.42
888-26052	08/12/2011	11/13/2013	10	WELLPPOINT INC	\$87.63	\$60.87	\$876.32	\$608.66	\$267.66
888-26052	06/07/2011	11/13/2013	10	WELLPPOINT INC	\$87.63	\$75.97	\$876.32	\$759.71	\$116.61
888-26052	04/28/2011	11/13/2013	15	WELLPPOINT INC	\$87.63	\$76.17	\$1,314.48	\$1,142.53	\$171.95
888-26052	04/26/2011	11/13/2013	15	WELLPPOINT INC	\$87.63	\$73.04	\$1,314.48	\$1,095.62	\$218.86
888-26052	07/20/2012	11/12/2013	2	CHIPOTLE MEXICAN GRILL-CL A	\$533.29	\$318.25	\$1,066.57	\$636.49	\$430.08
888-26052	08/05/2011	11/12/2013	50	HEWLETT-PACKARD CO	\$26.25	\$32.48	\$1,312.59	\$1,623.95	(\$311.36)
888-26052	02/07/2012	11/05/2013	20	CIT GROUP INC	\$47.56	\$40.98	\$951.17	\$819.54	\$131.63

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	01/12/2012	11/05/2013	20	CIT GROUP INC	\$47.56	\$37.12	\$951.18	\$742.36	\$208.82
888-26052	09/26/2012	11/01/2013	10	ESTEE LAUDER COMPANIES-CL A	\$69.89	\$60.66	\$698.92	\$606.55	\$92.37
888-26052	08/21/2012	11/01/2013	9	CELGENE CORP	\$151.02	\$71.27	\$1,359.18	\$641.44	\$717.74
888-26052	07/25/2012	11/01/2013	15	ESTEE LAUDER COMPANIES-CL A	\$69.89	\$52.46	\$1,048.37	\$786.85	\$261.52
888-26052	07/10/2012	11/01/2013	10	ESTEE LAUDER COMPANIES-CL A	\$69.89	\$51.72	\$698.92	\$517.23	\$181.69
888-26052	08/13/2012	10/30/2013	5	BIOGEN IDEC INC	\$251.75	\$143.88	\$1,258.73	\$719.38	\$539.35
888-26052	03/18/2011	10/30/2013	13	NOBLE ENERGY INC	\$76.31	\$46.46	\$992.00	\$604.00	\$388.00
888-26052	02/28/2011	10/30/2013	2	NOBLE ENERGY INC	\$76.31	\$45.72	\$152.61	\$91.44	\$61.17
888-26052	08/10/2012	10/23/2013	1	PRICELINE.COM INC	\$1,074.01	\$562.55	\$1,074.01	\$562.55	\$511.46
888-26052	04/04/2011	10/23/2013	8	GILEAD SCIENCES INC	\$68.70	\$21.36	\$549.62	\$170.89	\$378.73
888-26052	04/29/2010	10/23/2013	2	GILEAD SCIENCES INC	\$68.70	\$20.45	\$137.40	\$40.89	\$96.51
888-26052	08/24/2012	10/16/2013	20	EBAY INC	\$53.69	\$47.21	\$1,073.77	\$944.27	\$129.50
888-26052	03/07/2012	10/16/2013	7	EOG RESOURCES INC	\$182.06	\$113.23	\$1,274.44	\$792.61	\$481.83
888-26052	09/21/2012	10/15/2013	4	PRECISION CASTPARTS CORP	\$238.36	\$163.85	\$953.44	\$655.38	\$298.06
888-26052	06/07/2012	10/15/2013	20	MACY'S INC	\$42.74	\$36.66	\$854.78	\$733.29	\$121.49
888-26052	06/04/2012	10/15/2013	40	MACY'S INC	\$42.74	\$36.21	\$1,709.55	\$1,448.25	\$261.30
888-26052	04/20/2012	10/15/2013	15	COGNIZANT TECH SOLUTIONS-A	\$87.26	\$72.18	\$1,308.87	\$1,082.63	\$226.24
888-26052	04/09/2012	10/15/2013	15	COGNIZANT TECH SOLUTIONS-A	\$87.26	\$75.89	\$1,308.87	\$1,138.31	\$170.56
888-26052	09/25/2012	10/10/2013	40	ROYAL DUTCH SHELL PLC-ADR	\$64.09	\$71.45	\$2,563.60	\$2,857.95	(\$294.35)
888-26052	06/26/2012	10/10/2013	8	AFFILIATED MANAGERS GROUP INC	\$187.40	\$102.54	\$1,499.21	\$820.33	\$678.88
888-26052	07/15/2011	10/10/2013	25	DELTA AIR LINES INC	\$24.54	\$8.49	\$613.56	\$212.16	\$401.40
888-26052	02/11/2011	10/10/2013	5	DELTA AIR LINES INC	\$24.54	\$11.94	\$122.71	\$59.68	\$63.03
888-26052	05/17/2012	10/03/2013	1	PRICELINE.COM INC	\$1,051.12	\$647.12	\$1,051.12	\$647.12	\$404.00
888-26052	08/24/2012	10/02/2013	10	EBAY INC	\$55.51	\$47.21	\$555.06	\$472.14	\$82.92
888-26052	07/11/2012	09/27/2013	15	RED HAT INC	\$46.27	\$51.25	\$694.03	\$768.68	(\$74.65)
888-26052	09/13/2012	09/26/2013	40	DISCOVER FINANCIAL SERVICES	\$51.44	\$38.52	\$2,057.51	\$1,540.89	\$516.62
888-26052	03/07/2012	09/23/2013	5	MONSANTO CO	\$105.94	\$78.07	\$529.72	\$390.37	\$139.35
888-26052	05/20/2011	09/23/2013	5	MONSANTO CO	\$105.94	\$66.88	\$529.73	\$334.40	\$195.33
888-26052	09/14/2012	09/20/2013	30	FIDELITY NATIONAL FINANCIAL IN	\$25.90	\$19.91	\$777.01	\$597.16	\$179.85
888-26052	02/11/2011	09/18/2013	60	DELTA AIR LINES INC	\$23.27	\$11.94	\$1,396.25	\$716.14	\$680.11

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	03/13/2012	09/17/2013	2	PRECISION CASTPARTS CORP	\$235.82	\$173.97	\$471.65	\$347.94	\$123.71
888-26052	06/01/2011	09/17/2013	20	VIACOM INC-CLASS B	\$83.18	\$50.82	\$1,663.67	\$1,016.41	\$647.26
888-26052	09/06/2012	09/12/2013	15	EXXON MOBIL CORP	\$88.12	\$88.90	\$1,321.84	\$1,333.54	(\$11.70)
888-26052	11/16/2011	09/10/2013	3	THE WALT DISNEY CO.	\$62.59	\$35.97	\$187.77	\$107.92	\$79.85
888-26052	08/31/2011	09/10/2013	7	THE WALT DISNEY CO.	\$62.59	\$34.17	\$438.13	\$239.17	\$198.96
888-26052	03/13/2012	09/03/2013	20	APPLIED MATERIALS INC	\$15.21	\$12.49	\$304.26	\$249.75	\$54.51
888-26052	03/07/2012	09/03/2013	75	APPLIED MATERIALS INC	\$15.21	\$12.13	\$1,140.98	\$909.84	\$231.14
888-26052	02/28/2012	09/03/2013	50	APPLIED MATERIALS INC	\$15.21	\$12.57	\$760.65	\$628.58	\$132.07
888-26052	07/26/2011	08/26/2013	4	EOG RESOURCES INC	\$157.91	\$106.52	\$631.65	\$426.08	\$205.57
888-26052	03/13/2012	08/21/2013	3	PRECISION CASTPARTS CORP	\$215.86	\$173.97	\$647.57	\$521.91	\$125.66
888-26052	03/07/2012	08/21/2013	2	PRECISION CASTPARTS CORP	\$215.86	\$165.41	\$431.72	\$330.82	\$100.90
888-26052	08/31/2011	08/21/2013	13	THE WALT DISNEY CO.	\$61.46	\$34.17	\$798.93	\$444.18	\$354.75
888-26052	08/08/2011	08/21/2013	20	THE WALT DISNEY CO.	\$61.46	\$33.65	\$1,229.13	\$672.94	\$556.19
888-26052	02/03/2012	08/19/2013	5	HERSHEY CO/THE	\$94.70	\$61.68	\$473.50	\$308.39	\$165.11
888-26052	06/01/2011	08/19/2013	5	VIACOM INC-CLASS B	\$78.00	\$50.82	\$390.01	\$254.10	\$135.91
888-26052	12/21/2010	08/19/2013	25	VIACOM INC-CLASS B	\$78.00	\$38.62	\$1,950.07	\$965.53	\$984.54
888-26052	03/07/2012	08/09/2013	3	PRECISION CASTPARTS CORP	\$219.31	\$165.41	\$657.94	\$496.23	\$161.71
888-26052	02/03/2012	08/09/2013	2	PRECISION CASTPARTS CORP	\$219.31	\$170.17	\$438.63	\$340.33	\$98.30
888-26052	02/23/2012	08/08/2013	5	QUALCOMM INC	\$65.76	\$63.48	\$328.82	\$317.40	\$11.42
888-26052	11/18/2011	08/08/2013	10	QUALCOMM INC	\$65.76	\$55.95	\$657.64	\$559.45	\$98.19
888-26052	05/21/2012	08/02/2013	20	GAMESTOP CORP-CLASS A	\$50.29	\$19.06	\$1,005.86	\$381.12	\$624.74
888-26052	04/11/2012	08/02/2013	15	NATIONAL - OILWELL INC	\$71.40	\$77.32	\$1,070.94	\$1,159.85	(\$88.91)
888-26052	03/27/2012	08/02/2013	15	NATIONAL - OILWELL INC	\$71.40	\$78.32	\$1,070.94	\$1,174.84	(\$103.90)
888-26052	03/15/2012	08/02/2013	5	NATIONAL - OILWELL INC	\$71.40	\$80.01	\$356.98	\$400.04	(\$43.06)
888-26052	03/07/2012	08/02/2013	10	TIME WARNER CABLE	\$116.07	\$77.97	\$1,160.73	\$779.65	\$381.08
888-26052	11/21/2011	08/02/2013	1	TIME WARNER CABLE	\$116.07	\$60.04	\$116.07	\$60.04	\$56.03
888-26052	03/18/2011	08/01/2013	5	ALLERGAN INC	\$91.23	\$70.17	\$456.15	\$350.83	\$105.32
888-26052	07/25/2012	07/31/2013	4	BIODEN IDEC INC	\$220.08	\$142.18	\$880.32	\$568.70	\$311.62
888-26052	03/13/2012	07/26/2013	11	LEAR CORP	\$67.32	\$45.10	\$740.47	\$496.15	\$244.32
888-26052	06/26/2012	07/25/2013	3	AFFILIATED MANAGERS GROUP INC	\$174.07	\$102.54	\$522.22	\$307.62	\$214.60

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Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	01/12/2012	07/25/2013	10	CIT GROUP INC	\$50.04	\$37.12	\$500.42	\$371.18	\$129.24
888-26052	12/19/2011	07/25/2013	5	CIT GROUP INC	\$50.04	\$34.06	\$250.21	\$170.30	\$79.91
888-26052	05/20/2011	07/25/2013	5	MONSANTO CO	\$101.01	\$66.88	\$505.05	\$334.40	\$170.65
888-26052	04/26/2011	07/25/2013	5	MONSANTO CO	\$101.01	\$66.80	\$505.05	\$334.00	\$171.05
888-26052	06/26/2012	07/24/2013	5	AFFILIATED MANAGERS GROUP INC	\$173.74	\$102.54	\$868.68	\$512.71	\$355.97
888-26052	03/18/2011	07/24/2013	5	ALLERGAN INC	\$90.27	\$70.17	\$451.36	\$350.84	\$100.52
888-26052	02/14/2011	07/24/2013	10	ALLERGAN INC	\$90.27	\$74.01	\$902.73	\$740.06	\$162.67
888-26052	11/21/2011	07/23/2013	9	TIME WARNER CABLE	\$117.06	\$60.04	\$1,053.54	\$540.32	\$513.22
888-26052	08/24/2011	07/23/2013	10	TIME WARNER CABLE	\$117.06	\$63.15	\$1,170.61	\$631.51	\$539.10
888-26052	07/13/2012	07/19/2013	13	VERTEX PHARMACEUTICALS INC	\$88.46	\$53.34	\$1,149.93	\$693.42	\$456.51
888-26052	02/02/2010	07/19/2013	2	APPLE INC	\$428.60	\$195.79	\$857.21	\$391.57	\$465.64
888-26052	03/07/2012	07/15/2013	45	NV ENERGY INC	\$23.67	\$15.65	\$1,065.17	\$704.47	\$360.70
888-26052	12/27/2011	07/15/2013	45	NV ENERGY INC	\$23.67	\$16.29	\$1,065.17	\$733.21	\$331.96
888-26052	08/16/2011	07/15/2013	90	NV ENERGY INC	\$23.67	\$14.55	\$2,130.35	\$1,309.44	\$820.91
888-26052	05/22/2012	07/10/2013	10	OCEANEERING INTL INC	\$78.83	\$47.82	\$788.31	\$478.16	\$310.15
888-26052	06/25/2012	07/02/2013	5	CITRIX SYSTEMS INC	\$61.60	\$78.07	\$308.00	\$390.34	(\$82.34)
888-26052	11/03/2011	07/02/2013	10	HARLEY DAVIDSON INC	\$55.66	\$38.94	\$556.61	\$389.36	\$167.25
888-26052	05/07/2012	07/01/2013	25	JPMORGAN CHASE & CO	\$53.19	\$41.85	\$1,329.63	\$1,046.23	\$283.40
888-26052	04/16/2012	07/01/2013	30	JPMORGAN CHASE & CO	\$53.19	\$43.04	\$1,595.55	\$1,291.17	\$304.38
888-26052	05/21/2012	06/25/2013	40	GAMESTOP CORP-CLASS A	\$40.07	\$19.06	\$1,602.98	\$762.25	\$840.73
888-26052	05/21/2012	06/25/2013	5	GAMESTOP CORP-CLASS A	\$40.07	\$19.06	\$200.37	\$95.28	\$105.09
888-26052	02/22/2011	06/25/2013	23	COMCAST CORP-CLASS A	\$40.04	\$25.27	\$920.97	\$581.21	\$339.76
888-26052	05/07/2010	06/25/2013	26	COMCAST CORP-CLASS A	\$40.04	\$18.46	\$1,041.09	\$479.97	\$561.12
888-26052	04/01/2010	06/25/2013	6	COMCAST CORP-CLASS A	\$40.04	\$18.91	\$240.25	\$113.47	\$126.78
888-26052	04/01/2010	06/25/2013	35	COMCAST CORP-CLASS A	\$40.04	\$18.91	\$1,401.47	\$661.94	\$739.53
888-26052	02/02/2010	06/17/2013	2	APPLE INC	\$433.70	\$195.79	\$867.40	\$391.58	\$475.82
888-26052	08/05/2011	06/14/2013	10	HEWLETT-PACKARD CO	\$24.78	\$32.48	\$247.84	\$324.79	(\$76.95)
888-26052	05/20/2011	06/14/2013	15	HEWLETT-PACKARD CO	\$24.78	\$36.28	\$371.77	\$544.27	(\$172.50)
888-26052	06/05/2012	06/13/2013	7	F5 NETWORKS INC	\$74.73	\$100.03	\$523.13	\$700.23	(\$177.10)
888-26052	03/13/2012	06/13/2013	4	FLOWSERVE CORPORATION	\$163.36	\$116.16	\$653.44	\$464.62	\$188.82

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Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	11/03/2011	06/13/2013	10	HARLEY DAVIDSON INC	\$52.84	\$38.94	\$528.42	\$389.36	\$139.06
888-26052	10/24/2011	06/13/2013	10	HARLEY DAVIDSON INC	\$52.84	\$38.76	\$528.42	\$387.55	\$140.87
888-26052	07/19/2011	06/12/2013	10	STARBUCKS CORP	\$65.36	\$40.00	\$653.56	\$399.95	\$253.61
888-26052	03/29/2011	06/12/2013	25	COMCAST CORP-CLASS A	\$39.41	\$24.56	\$985.19	\$614.08	\$371.11
888-26052	02/07/2012	06/10/2013	25	KROGER CO	\$34.74	\$23.89	\$868.50	\$597.28	\$271.22
888-26052	03/13/2012	06/07/2013	25	ALTRIA GROUP INC	\$35.98	\$29.99	\$899.47	\$749.85	\$149.62
888-26052	03/07/2012	06/07/2013	25	ALTRIA GROUP INC	\$35.98	\$30.07	\$899.47	\$751.86	\$147.61
888-26052	12/19/2011	06/07/2013	15	CIT GROUP INC	\$46.46	\$34.06	\$696.83	\$510.92	\$185.91
888-26052	03/24/2011	06/07/2013	35	ALTRIA GROUP INC	\$35.98	\$25.82	\$1,259.26	\$903.70	\$355.56
888-26052	03/13/2012	06/06/2013	30	EMC CORP/MASS	\$24.58	\$29.30	\$737.39	\$879.08	(\$141.69)
888-26052	05/20/2011	06/06/2013	5	HEWLETT-PACKARD CO	\$24.11	\$36.29	\$120.54	\$181.43	(\$60.89)
888-26052	03/10/2011	06/06/2013	15	DANAHER CORP	\$60.06	\$50.84	\$900.94	\$762.65	\$138.29
888-26052	02/25/2011	06/06/2013	20	HEWLETT-PACKARD CO	\$24.11	\$42.69	\$482.14	\$853.73	(\$371.59)
888-26052	11/29/2010	06/06/2013	50	KROGER CO	\$33.04	\$22.88	\$1,651.81	\$1,143.83	\$507.98
888-26052	09/02/2010	06/06/2013	25	EMC CORP/MASS	\$24.58	\$19.44	\$614.49	\$486.03	\$128.46
888-26052	09/02/2010	06/06/2013	20	HEWLETT-PACKARD CO	\$24.11	\$39.48	\$482.14	\$789.57	(\$307.43)
888-26052	07/07/2010	06/06/2013	30	HEWLETT-PACKARD CO	\$24.11	\$44.26	\$723.21	\$1,327.87	(\$604.66)
888-26052	03/13/2012	06/03/2013	10	CITRIX SYSTEMS INC	\$63.19	\$78.86	\$631.91	\$788.57	(\$156.66)
888-26052	03/21/2012	05/31/2013	20	WELLS FARGO & COMPANY	\$41.11	\$34.23	\$822.28	\$684.68	\$137.60
888-26052	11/02/2011	05/22/2013	75	MICRON TECHNOLOGY INC	\$11.21	\$5.40	\$840.70	\$404.93	\$435.77
888-26052	05/19/2011	05/16/2013	15	CITIGROUP INC	\$51.14	\$41.37	\$767.10	\$620.59	\$146.51
888-26052	06/23/2011	05/15/2013	60	TYSON FOODS INC-CL A	\$25.03	\$18.55	\$1,501.86	\$1,112.94	\$388.92
888-26052	03/24/2011	05/13/2013	35	ALTRIA GROUP INC	\$37.04	\$25.82	\$1,296.31	\$903.71	\$392.60
888-26052	11/29/2010	05/10/2013	50	KROGER CO	\$34.40	\$22.88	\$1,719.92	\$1,143.84	\$576.08
888-26052	02/01/2012	05/03/2013	50	APPLIED MATERIALS INC	\$14.89	\$12.56	\$744.59	\$627.99	\$116.60
888-26052	01/10/2012	05/03/2013	50	APPLIED MATERIALS INC	\$14.89	\$11.58	\$744.60	\$579.00	\$165.60
888-26052	12/18/2007	05/03/2013	25	PFIZER INC	\$28.81	\$23.32	\$720.33	\$582.91	\$137.42
888-26052	03/06/2012	05/01/2013	3	VISA INC - CLASS A SHRS	\$167.17	\$115.19	\$501.52	\$345.58	\$155.94
888-26052	08/04/2011	05/01/2013	2	VISA INC - CLASS A SHRS	\$167.17	\$85.68	\$334.35	\$171.35	\$163.00
888-26052	04/01/2010	05/01/2013	9	COMCAST CORP-CLASS A	\$41.87	\$18.91	\$376.83	\$170.21	\$206.62



BERNSTEIN

Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	03/04/2010	05/01/2013	25	COMCAST CORP-CLASS A	\$41.87	\$17.06	\$1,046.74	\$426.57	\$620.17
888-26052	03/13/2012	04/29/2013	5	LEAR CORP	\$57.05	\$45.11	\$285.23	\$225.53	\$59.70
888-26052	02/08/2012	04/29/2013	10	LEAR CORP	\$57.05	\$45.15	\$570.46	\$451.54	\$118.92
888-26052	08/22/2011	04/25/2013	15	INTUIT INC	\$56.05	\$43.79	\$840.75	\$656.84	\$183.91
888-26052	03/21/2012	04/24/2013	19	WELLS FARGO & COMPANY	\$37.28	\$34.23	\$708.29	\$650.45	\$57.84
888-26052	03/20/2012	04/24/2013	65	WELLS FARGO & COMPANY	\$37.28	\$34.11	\$2,423.11	\$2,217.17	\$205.94
888-26052	03/07/2012	04/24/2013	6	WELLS FARGO & COMPANY	\$37.28	\$30.59	\$223.67	\$183.53	\$40.14
888-26052	03/01/2012	04/24/2013	70	CISCO SYSTEMS INC	\$20.47	\$19.87	\$1,432.96	\$1,390.76	\$42.20
888-26052	02/21/2012	04/24/2013	35	CISCO SYSTEMS INC	\$20.47	\$20.44	\$716.48	\$715.52	\$0.96
888-26052	02/09/2012	04/24/2013	10	CISCO SYSTEMS INC	\$20.47	\$19.96	\$204.71	\$199.61	\$5.10
888-26052	05/27/2011	04/23/2013	10	STARBUCKS CORP	\$59.27	\$36.46	\$592.74	\$364.58	\$228.16
888-26052	11/18/2011	04/18/2013	5	QUALCOMM INC	\$63.92	\$55.95	\$319.59	\$279.73	\$39.86
888-26052	08/10/2011	04/18/2013	15	QUALCOMM INC	\$63.92	\$48.48	\$958.79	\$727.16	\$231.63
888-26052	12/18/2007	04/16/2013	25	PFIZER INC	\$30.85	\$23.32	\$771.31	\$582.92	\$188.39
888-26052	02/03/2012	04/15/2013	3	PRECISION CASTPARTS CORP	\$185.82	\$170.17	\$557.46	\$510.50	\$46.96
888-26052	01/11/2012	04/15/2013	5	PRECISION CASTPARTS CORP	\$185.82	\$174.49	\$929.09	\$872.47	\$56.62
888-26052	02/28/2011	04/15/2013	9	NOBLE ENERGY INC	\$109.46	\$91.44	\$985.18	\$822.98	\$162.20
888-26052	09/02/2010	04/15/2013	5	NOBLE ENERGY INC	\$109.46	\$71.67	\$547.32	\$358.35	\$188.97
888-26052	12/18/2007	04/10/2013	5	PFIZER INC	\$29.95	\$23.32	\$149.73	\$116.58	\$33.15
888-26052	05/14/2007	04/10/2013	20	PFIZER INC	\$29.95	\$27.21	\$598.92	\$544.12	\$54.80
888-26052	11/02/2011	04/09/2013	125	MICRON TECHNOLOGY INC	\$9.44	\$5.40	\$1,180.30	\$674.88	\$505.42
888-26052	11/23/2011	04/08/2013	30	GANNETT CO	\$20.71	\$10.43	\$621.31	\$312.75	\$308.56
888-26052	03/07/2012	04/05/2013	25	ASTRAZENECA PLC-SPONS ADR	\$50.37	\$44.56	\$1,259.20	\$1,114.08	\$145.12
888-26052	07/02/2009	04/03/2013	10	TIME WARNER CABLE	\$96.46	\$30.73	\$964.62	\$307.26	\$657.36
888-26052	03/01/2012	04/02/2013	25	AT&T INC	\$37.55	\$30.58	\$938.72	\$764.59	\$174.13
888-26052	02/09/2012	04/02/2013	30	CISCO SYSTEMS INC	\$21.20	\$19.96	\$635.98	\$598.82	\$37.16
888-26052	01/12/2012	04/02/2013	20	AT&T INC	\$37.55	\$30.14	\$750.97	\$602.78	\$148.19
888-26052	08/10/2011	04/02/2013	5	QUALCOMM INC	\$66.15	\$48.48	\$330.76	\$242.39	\$88.37
888-26052	06/22/2011	04/02/2013	10	QUALCOMM INC	\$66.15	\$54.25	\$661.53	\$542.53	\$119.00
888-26052	05/27/2011	04/01/2013	15	STARBUCKS CORP	\$57.03	\$36.46	\$855.42	\$546.87	\$308.55

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BERNSTEIN

Global Wealth Management

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)

December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	08/04/2011	03/28/2013	5	VISA INC - CLASS A SHRS	\$169.13	\$85.68	\$845.65	\$428.39	\$417.26
888-26052	05/14/2007	03/27/2013	25	PFIZER INC	\$28.51	\$27.21	\$712.85	\$680.16	\$32.69
888-26052	02/11/2011	03/22/2013	40	DELTA AIR LINES INC	\$16.85	\$11.94	\$674.05	\$477.43	\$196.62
888-26052	12/19/2011	03/21/2013	20	CIT GROUP INC	\$43.69	\$34.06	\$873.78	\$681.23	\$192.55
888-26052	05/19/2011	03/21/2013	40	CITIGROUP INC	\$46.30	\$41.37	\$1,852.00	\$1,654.91	\$197.09
888-26052	05/10/2011	03/21/2013	15	CITIGROUP INC	\$46.30	\$44.08	\$694.50	\$661.23	\$33.27
888-26052	04/29/2011	03/21/2013	20	CITIGROUP INC	\$46.30	\$45.58	\$926.00	\$911.56	\$14.44
888-26052	10/14/2011	03/15/2013	75	MICRON TECHNOLOGY INC	\$9.42	\$5.58	\$706.23	\$418.34	\$287.89
888-26052	07/26/2011	03/14/2013	6	EOG RESOURCES INC	\$131.33	\$106.52	\$788.00	\$639.11	\$148.89
888-26052	02/08/2012	03/11/2013	5	LEAR CORP	\$55.35	\$45.15	\$276.76	\$225.77	\$50.99
888-26052	05/23/2011	03/11/2013	20	LEAR CORP	\$55.35	\$49.16	\$1,107.05	\$983.16	\$123.89
888-26052	07/20/2011	03/06/2013	20	BROADCOM CORP-CL A	\$33.38	\$34.75	\$667.63	\$694.93	(\$27.30)
888-26052	05/26/2010	03/06/2013	50	HEWLETT-PACKARD CO	\$20.99	\$46.25	\$1,049.29	\$2,312.56	(\$1,263.27)
888-26052	12/19/2011	03/05/2013	25	CIT GROUP INC	\$42.71	\$34.06	\$1,067.81	\$851.53	\$216.28
888-26052	10/10/2011	03/01/2013	30	LORILLARD INC	\$38.33	\$39.48	\$1,149.99	\$1,184.46	(\$34.47)
888-26052	02/08/2012	02/28/2013	55	CISCO SYSTEMS INC	\$20.87	\$20.17	\$1,147.74	\$1,109.44	\$38.30
888-26052	11/06/2008	02/28/2013	4	APPLE INC	\$445.59	\$100.16	\$1,782.35	\$400.65	\$1,381.70
888-26052	02/11/2011	02/22/2013	45	DELTA AIR LINES INC	\$13.63	\$11.94	\$613.54	\$537.11	\$76.43
888-26052	11/02/2011	02/20/2013	25	BP PLC-SPONS ADR	\$41.19	\$43.14	\$1,029.68	\$1,078.40	(\$48.72)
888-26052	10/31/2011	02/20/2013	15	BP PLC-SPONS ADR	\$41.19	\$44.89	\$617.81	\$673.41	(\$55.60)
888-26052	10/12/2011	02/20/2013	25	BP PLC-SPONS ADR	\$41.19	\$38.89	\$1,029.68	\$972.32	\$57.36
888-26052	10/07/2011	02/20/2013	25	BP PLC-SPONS ADR	\$41.19	\$37.07	\$1,029.68	\$926.76	\$102.92
888-26052	09/16/2011	02/20/2013	35	BP PLC-SPONS ADR	\$41.19	\$39.55	\$1,441.55	\$1,384.20	\$57.35
888-26052	01/03/2012	02/19/2013	75	MGM RESORTS INTERNATIONAL	\$12.80	\$10.93	\$960.35	\$820.06	\$140.29
888-26052	04/18/2011	02/19/2013	3	FLOWERVE CORPORAION	\$159.44	\$125.09	\$478.34	\$375.26	\$103.08
888-26052	08/30/2011	02/15/2013	20	DIRECTV	\$49.40	\$43.84	\$988.08	\$876.80	\$111.28
888-26052	04/26/2010	02/15/2013	5	SCHLUMBERGER LTD	\$79.63	\$72.61	\$398.16	\$363.05	\$35.11
888-26052	03/19/2010	02/15/2013	5	SCHLUMBERGER LTD	\$79.63	\$64.26	\$398.16	\$321.32	\$76.84
888-26052	11/10/2011	02/12/2013	15	ASTRAZENECA PLC-SPONS ADR	\$47.23	\$45.47	\$708.52	\$682.12	\$26.40
888-26052	09/13/2011	02/12/2013	15	ASTRAZENECA PLC-SPONS ADR	\$47.23	\$43.79	\$708.51	\$656.84	\$51.67

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Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	11/29/2010	02/12/2013	15	ASTRAZENECA PLC-SPONS ADR	\$47.23	\$47.31	\$708.51	\$709.63	(\$1.12)
888-26052	12/28/2011	02/11/2013	50	APPLIED MATERIALS INC	\$13.62	\$10.76	\$680.92	\$637.96	\$142.96
888-26052	11/02/2011	02/06/2013	50	APPLIED MATERIALS INC	\$13.29	\$11.99	\$664.54	\$599.57	\$64.97
888-26052	11/07/2011	02/05/2013	7	UNITEDHEALTH GROUP INC	\$56.95	\$45.12	\$398.65	\$315.87	\$82.78
888-26052	05/05/2011	02/05/2013	20	MCGRAW-HILL COMPANIES INC	\$46.85	\$40.73	\$937.04	\$814.58	\$122.46
888-26052	11/29/2010	02/05/2013	40	ASTRAZENECA PLC-SPONS ADR	\$48.01	\$47.31	\$1,920.38	\$1,892.35	\$28.03
888-26052	06/03/2010	02/05/2013	55	ASTRAZENECA PLC-SPONS ADR	\$48.01	\$43.76	\$2,640.53	\$2,407.01	\$233.52
888-26052	05/18/2010	02/05/2013	30	ASTRAZENECA PLC-SPONS ADR	\$48.01	\$42.07	\$1,440.29	\$1,262.05	\$178.24
888-26052	01/03/2012	01/31/2013	150	MGM RESORTS INTERNATIONAL	\$12.71	\$10.93	\$1,905.90	\$1,640.11	\$265.79
888-26052	03/19/2010	01/30/2013	5	SCHLUMBERGER LTD	\$78.86	\$64.26	\$394.29	\$321.32	\$72.97
888-26052	09/29/2009	01/30/2013	5	SCHLUMBERGER LTD	\$78.86	\$60.45	\$394.29	\$302.24	\$92.05
888-26052	12/07/2011	01/28/2013	5	DOLLAR GENERAL CORP	\$46.97	\$39.00	\$234.83	\$195.00	\$39.83
888-26052	11/15/2011	01/28/2013	15	BOEING CO/THE	\$74.37	\$67.73	\$1,115.60	\$1,015.97	\$99.63
888-26052	05/14/2007	01/28/2013	75	PFIZER INC	\$26.92	\$27.21	\$2,018.93	\$2,040.48	(\$21.55)
888-26052	09/02/2011	01/24/2013	10	CITRIX SYSTEMS INC	\$69.33	\$57.36	\$693.29	\$573.59	\$119.70
888-26052	06/24/2011	01/24/2013	5	CITRIX SYSTEMS INC	\$69.33	\$76.81	\$346.65	\$384.03	(\$37.38)
888-26052	12/27/2011	01/23/2013	20	CISCO SYSTEMS INC	\$20.68	\$18.55	\$413.56	\$370.98	\$42.58
888-26052	11/07/2011	01/23/2013	8	UNITEDHEALTH GROUP INC	\$55.73	\$45.12	\$445.81	\$360.99	\$84.82
888-26052	08/11/2011	01/23/2013	17	UNITEDHEALTH GROUP INC	\$55.73	\$42.81	\$947.34	\$727.81	\$219.53
888-26052	11/16/2010	01/23/2013	50	DELTA AIR LINES INC	\$13.88	\$13.13	\$694.04	\$656.55	\$37.49
888-26052	09/15/2010	01/23/2013	25	DELTA AIR LINES INC	\$13.88	\$11.34	\$347.02	\$283.58	\$63.44
888-26052	10/13/2011	01/18/2013	50	APPLIED MATERIALS INC	\$12.58	\$11.44	\$628.81	\$572.17	\$56.64
888-26052	10/14/2011	01/17/2013	175	MICRON TECHNOLOGY INC	\$7.79	\$5.58	\$1,363.62	\$976.14	\$387.48
888-26052	08/11/2011	01/15/2013	13	UNITEDHEALTH GROUP INC	\$53.46	\$42.81	\$694.97	\$556.56	\$138.41
888-26052	08/08/2011	01/15/2013	2	UNITEDHEALTH GROUP INC	\$53.46	\$42.64	\$106.92	\$85.28	\$21.64
888-26052	06/24/2011	01/15/2013	5	CITRIX SYSTEMS INC	\$68.89	\$76.81	\$344.46	\$384.04	(\$39.58)
888-26052	05/27/2011	01/15/2013	5	CITRIX SYSTEMS INC	\$68.89	\$87.18	\$344.46	\$435.91	(\$91.45)
888-26052	12/07/2011	01/10/2013	15	DOLLAR GENERAL CORP	\$42.96	\$39.00	\$644.46	\$585.00	\$59.46
888-26052	09/20/2011	01/10/2013	5	DOLLAR GENERAL CORP	\$42.96	\$37.82	\$214.82	\$189.09	\$25.73
888-26052	08/08/2011	01/07/2013	20	UNITEDHEALTH GROUP INC	\$52.03	\$42.64	\$1,040.51	\$852.82	\$187.69

Capital Gains

Account: THE FRANK M. & LEE GOLDBERG FOUNDATION (888-26052)
December 1, 2012 - November 30, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	02/02/2011	01/07/2013	10	ALLERGAN INC	\$98.34	\$71.03	\$983.41	\$710.32	\$273.09
888-26052	06/06/2007	01/07/2013	2	GOOGLE INC-CL A	\$736.67	\$516.67	\$1,473.34	\$1,033.34	\$440.00
888-26052	09/29/2009	12/20/2012	5	SCHLUMBERGER LTD	\$71.05	\$60.45	\$355.25	\$302.24	\$53.01
888-26052	03/27/2009	12/20/2012	5	SCHLUMBERGER LTD	\$71.05	\$43.56	\$355.25	\$217.78	\$137.47
888-26052	03/27/2009	12/19/2012	10	SCHLUMBERGER LTD	\$71.14	\$43.56	\$711.39	\$435.56	\$275.83
888-26052	11/06/2008	12/19/2012	5	SCHLUMBERGER LTD	\$71.14	\$49.59	\$355.69	\$247.93	\$107.76
888-26052	05/05/2011	12/11/2012	15	MCGRAW-HILL COMPANIES INC	\$56.47	\$40.73	\$847.09	\$610.93	\$236.16
888-26052	11/02/2011	12/07/2012	10	ROCKWELL AUTOMATION INC	\$80.33	\$68.09	\$803.30	\$680.86	\$122.44
888-26052	08/15/2011	12/07/2012	1	ROCKWELL AUTOMATION INC	\$80.33	\$65.08	\$80.33	\$65.08	\$15.25
888-26052	11/09/2011	12/06/2012	25	TRANSOCEAN LTD	\$46.38	\$50.59	\$1,159.43	\$1,264.83	(\$105.40)
888-26052	08/09/2011	12/06/2012	10	TRANSOCEAN LTD	\$46.38	\$51.66	\$463.77	\$516.56	(\$52.79)
888-26052	08/09/2011	12/05/2012	5	TRANSOCEAN LTD	\$46.72	\$51.66	\$233.61	\$258.28	(\$24.67)
888-26052	08/02/2011	12/05/2012	10	TRANSOCEAN LTD	\$46.72	\$60.31	\$467.21	\$603.08	(\$135.87)
Total							\$489,988.91	\$470,653.51	\$19,335.40

Nontaxable Cash in Lieu Capital Gains³

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-26052	N/A	06/28/2013	0	LIBERTY GLOBAL PLC-A	\$0.00	\$0.00	\$5.23	\$0.00	\$5.23
888-26052	N/A	06/28/2013	0	LIBERTY GLOBAL PLC-SERIES C	\$0.00	\$0.00	\$32.82	\$0.00	\$32.82
888-26052	N/A	05/10/2013	0	CST BRANDS INC	\$0.00	\$0.00	\$27.91	\$0.00	\$27.91
Total							\$65.96	\$0.00	\$65.96

LT Cap Gains Distribution from Bernstein Funds

Account No.	Income Date	Description	Amount
888-26052	12/17/2012	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO LONG CAPITAL GAIN	\$192.36
Total			\$192.36

² The selected account is Nontaxable

³ Cash in Lieu: Cash representing the value of fractional stock shares, generally paid out as the result of corporate mergers.

Please note that prior to 2008, long-term capital gains distributions from mutual funds can be found on the Income report.

Please see your Year-End Tax Report for your official tax record. You should verify the accuracy of all calculations with your tax advisor.

¹Capital Gain totals do not include accounts that hold Alternatives, Hedge Funds, Private Equity, DBTs or any other investment that receives a K-1.

This report includes data for closed accounts.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE FRANK M. & LEE GOLDBERG FOUNDATION	95-3678549
	Number, street, and room or suite no. If a P.O. box, see instructions. 1333 CAMINO DEL RIO SOUTH, SUITE 310	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN DIEGO, CA 92108-3520	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

FRANK M. & LEE GOLDBERG

- The books are in the care of **1333 CAMINO DEL RIO SOUTH, #310 - SAN DIEGO, CA 92108**
Telephone No. **(619) 297-3900** FAX No. _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **OCTOBER 15, 2014**
- 5 For calendar year _____, or other tax year beginning **DEC 1, 2012**, and ending **NOV 30, 2013**
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

- 7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	1,200.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	5,785.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Matt Heil CPA** Title **CPA**

Date **7/16/14**

Form 8868 (Rev. 1-2013)