Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: KASSEL-BACKER FOUNDATION

A Employer identification number: 22-6966562

Number and street (or P O box number if mail is not delivered to street address): 241 CENTRAL PARK WEST — Room/suite: 19E

B Telephone number: 732-549-5600

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10024-4826

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: [X] 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) ▶$ 1,570,539.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	355.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,033.	1,033.		Statement 1
	4 Dividends and interest from securities	17,202.	17,202.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	78,737.			
	b Gross sales price for all assets on line 6a 837,187.				
	7 Capital gain net income (from Part IV, line 2)		78,737.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	97,327.	96,972.		
Operating and Administrative Expenses	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				
	17 Interest				
	18 Taxes Stmt 3	512.	157.		355.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 4	14,670.	13,380.		1,290.
	24 Total operating and administrative expenses. Add lines 13 through 23	15,182.	13,537.		1,645.
	25 Contributions, gifts, grants paid	93,603.			93,603.
	26 Total expenses and disbursements. Add lines 24 and 25	108,785.	13,537.		95,248.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<11,458.>			
	b Net investment income (if negative, enter -0-)		83,435.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	897,976.	352,798.	352,798.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 270.			
	Less allowance for doubtful accounts ▶		270.	270.
	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 Stmt 5	0.	213,182.	213,182.
	b Investments - corporate stock Stmt 6	648,588.	984,103.	984,103.
	c Investments - corporate bonds Stmt 7	0.	20,186.	20,186.
	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 - see the instructions Also, see page 1, item 1)	1,546,564.	1,570,539.	1,570,539.
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 ▶ [X] 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	1,546,564.	1,570,539.	
	30 **Total net assets or fund balances**	1,546,564.	1,570,539.	
	31 **Total liabilities and net assets/fund balances**	1,546,564.	1,570,539.	

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	1,546,564.
2	Enter amount from Part I, line 27a	2	<11,458.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	35,433.
4	Add lines 1, 2, and 3	4	1,570,539.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,570,539.

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	CAPITAL GAIN DISTRIBUTIONS	P		
b	SEE SCHEDULE ATTACHED	P		
c	SEE SCHEDULE ATTACHED	P		
d	SEE SCHEDULE ATTACHED	P		
e	200 GOOGLE INC	P	06/13/13	07/02/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	409.			409.
b	568,352.		491,230.	77,122.
c	15,469.		15,630.	<161.>
d	75,020.		75,070.	<50.>
e	177,937.		176,520.	1,417.

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				409.
b				77,122.
c				<161.>
d				<50.>
e				1,417.

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	78,737.
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))
2012	54,665.	1,047,295.	.052196
2011	52,509.	936,317.	.056080
2010	64,769.	968,066.	.066906
2009	61,054.	454,620.	.134297
2008	51,067.	711,168.	.071807

2 **Total** of line 1, column (d)	2	.381286
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	.076257
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,512,259.
5 Multiply line 4 by line 3	5	115,320.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	834.
7 Add lines 5 and 6	7	116,154.
8 Enter qualifying distributions from Part XII, line 4	8	95,248.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,669.
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	1,669.
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	1,669.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	7.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,676.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ None			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MICHAEL A BACKER Telephone no ▶ 732-549-5600

Located at ▶ 241 CENTRAL PARK WEST 19E, NEW YORK, NY ZIP+4 ▶ 10024

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

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

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

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL A BACKER 241 CENTRAL PARK WEST NY, NY	TRUSTEE 0.50	0.	0.	0.
TERRY KASSEL 44 W 77TH ST NY, NY	TRUSTEE 0.50	0.	0.	0.
STEPHEN BACKER 42 CASTRO ST SAN FRANCISCO, CA	TRUSTEE 0.50	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
N/A	0.00	0.	0.	0.

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 SEE STATEMENT ATTACHED	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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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	911,816.
b	Average of monthly cash balances		1b	623,472.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,535,288.
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	1,535,288.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	23,029.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,512,259.
6	**Minimum investment return.** Enter 5% of line 5		6	75,613.

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	75,613.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,669.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,669.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	73,944.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	73,944.
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	73,944.

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	95,248.
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	95,248.
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	95,248.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				73,944.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008 15,836.				
b From 2009 38,485.				
c From 2010 16,674.				
d From 2011 6,019.				
e From 2012 2,655.				
f Total of lines 3a through e	79,669.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 95,248.				
a Applied to 2012, 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 2013 distributable amount				73,944.
e Remaining amount distributed out of corpus	21,304.			
5 Excess distributions carryover applied to 2013 (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	100,973.			
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 2012. Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	15,836.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	85,137.			
10 Analysis of line 9				
a Excess from 2009 38,485.				
b Excess from 2010 16,674.				
c Excess from 2011 6,019.				
d Excess from 2012 2,655.				
e Excess from 2013 21,304.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

See Statement 8

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED IN RESPONSE TO PART I				93,603.
Total			▶ 3a	93,603.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a N/A					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					1,033.
4 Dividends and interest from securities					17,202.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					78,737.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	96,972.

13 Total. Add line 12, columns (b), (d), and (e) 13 96,972.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date 4/10/14 — Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN J TRUPPO CPA		4/7/14		P00027864
Firm's name ▶ ROSENBERG RICH BAKER BERMAN & CO			Firm's EIN ▶ 22-3271252	
Firm's address ▶ 111 DUNNELL ROAD MAPLEWOOD, NJ 07040			Phone no 973-763-6363	

323622
10-10-13

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
M LYNCH	805.	805.	
S BERNSTEIN	228.	228.	
Total to Part I, line 3	1,033.	1,033.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
M LYNCH	14,435.	0.	14,435.	14,435.	
S BERNSTEIN	2,767.	0.	2,767.	2,767.	
To Part I, line 4	17,202.	0.	17,202.	17,202.	

Form 990-PF Taxes Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	157.	157.		0.
FEDERAL EXCISE TAX	355.	0.		355.
To Form 990-PF, Pg 1, ln 18	512.	157.		355.

Form 990-PF Other Expenses Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MNGT FEES	13,380.	13,380.		0.
ACCOUNTING	1,075.	0.		1,075.
BANK CHARGES	215.	0.		215.
To Form 990-PF, Pg 1, ln 23	14,670.	13,380.		1,290.

Form 990-PF U.S. and State/City Government Obligations Statement 5

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
SEE SCHEDULE ATTACHED	X		213,182.	213,182.
Total U.S. Government Obligations			213,182.	213,182.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			213,182.	213,182.

Form 990-PF Corporate Stock Statement 6

Description	Book Value	Fair Market Value
SEE SCHEDULE ATTACHED	659,212.	659,212.
SEE SCHEDULE ATTACHED	167,503.	167,503.
SEE SCHEDULE ATTACHED	157,388.	157,388.
Total to Form 990-PF, Part II, line 10b	984,103.	984,103.

Form 990-PF	Corporate Bonds	Statement 7

Description	Book Value	Fair Market Value
SEE SCHEDULE ATTACHED	20,186.	20,186.
Total to Form 990-PF, Part II, line 10c	20,186.	20,186.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 8

Name of Manager
MICHAEL A BACKER
TERRY KASSEL

KASSEL-BACKER FOUNDATION

EIN: 22-6961562

2013 Cash Contributions

Month	Payee	Amount
January	Montclair Art Museum	$ 7,500.00
	New York Public Radio	$ 5,000.00
	Channel 13	$ 2,500.00
April	Table to Table	$ 900.00
May	Cystic Fibrosis Foundation	$ 2,000.00
	The Mountain School	$ 5,000.00
July	Play for Pink	$ 2,000.00
	American Friends of Hebrew University	$25,000.00
September	WBGO	$ 1,203.00
October	Montclair Art Museum	$ 1,000.00
November	Montclair Art Museum	$12,500.00
December	WNYC	$ 5,000.00
	Central Park Conservancy	$ 500.00
	Middlesex County Bar Foundation	$ 1,000.00
	The Bass Foundation	$ 2,500.00
	Primary Care Progress	$20,000.00
CONTRIBUTIONS PAID - PG 1, LINE 25	**TOTAL**	**$93,603.00**

2692005 1

2013 FORM 990-PF

KASSEL-BACKER FOUNDATION
EIN: 22-6966562

Statement for Part IX-A

Under Article SECOND of the February 7, 2005 Trust Agreement by which this Foundation was established, the Trustees are directed to distribute so much of the net income and principal of the Trust fund "to or for the use of one or more 'charitable organizations' within the meaning of that term [as therein defined]." During 2013, the Trustees distributed amounts totaling $93,603, as described more particularly in this Return, for allowed charitable purposes.

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
			SUBTOTAL FOR ZERO COST			20,490.93	0.00	20,490 93
TOTAL						568,352.31	491,230.71	77,121.60

** ACCOUNT TOTALS **

CURRENT PERIOD G/L		77,121.60
SHORT TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0.00	
SHORT TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	13,073.58	
SHORT TERM TOTAL		13,073.58
LONG TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0.00	
LONG TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	43,557.09	
LONG TERM TOTAL		43,557.09
ZERO COST		20,490.93

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital-gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/05/2007	03/26/2013	242.792	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.18	3,391.80	3,200.00	191.80
12/09/2008	03/26/2013	83.841	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	11.46	1,171.26	960.81	210.45
09/09/2009	03/26/2013	13,006.939	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	12.97	181,706.94	168,700 00	13,006.94
10/20/2009	03/26/2013	71.590	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.27	1,000.11	950.00	50.11
12/17/2009	03/26/2013	134.731	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.36	1,882.19	1,800.00	82.19
01/08/2010	03/26/2013	89.820	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.36	1,254.79	1,200.00	54.79
03/25/2010	03/26/2013	96.798	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.43	1,352.27	1,300.00	52.27
03/29/2010	03/26/2013	104.012	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.46	1,453.05	1,400.00	53.05
12/07/2010	03/26/2013	207.792	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.73	2,902.85	2,852.99	49.86
12/16/2010	03/26/2013	66.225	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.59	925.16	900.00	25.16
12/27/2010	03/26/2013	113.304	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.68	1,582.86	1,550.00	32.86
01/13/2011	03/26/2013	68.991	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.77	963.80	950.00	13.80
02/03/2011	03/26/2013	69.495	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.67	970.85	950.00	20.85
02/14/2011	03/26/2013	87.977	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.64	1,229 04	1,200.00	29.04
02/25/2011	03/26/2013	98.182	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.75	1,371.60	1,350.00	21.60
03/21/2011	03/26/2013	177.794	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.78	2,483.78	2,450.00	33.78
03/25/2011	03/26/2013	80.137	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.73	1,119.23	1,100.00	19.23
04/07/2011	03/26/2013	73.046	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.69	1,020.45	1,000.00	20.45
05/03/2011	03/26/2013	71.891	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.91	1,004.32	1,000.00	4.32
12/14/2011	03/26/2013	460.610	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.86	6,434.72	6,384.06	50.66
			SUBTOTAL FOR LONG-TERM NON-COVERED			384,849.09	341,292.00	43,557.09
ZERO COST								
01/01/1950	03/26/2013	1,667	BANK OF AMERICA CORP	12.29	0.00	20,490.93		20,490.93

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account 888-49268) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/17/2011	03/26/2013	5	NOBLE ENERGY INC	115.74	91.63	578.70	458.16	120.54
05/17/2011	03/26/2013	5	NOBLE ENERGY INC	115.74	87.30	578.70	436.49	142.21
08/19/2011	03/26/2013	35	NV ENERGY INC	19.84	14.48	694.40	506.75	187.65
12/28/2011	03/26/2013	20	NV ENERGY INC	19.84	16.23	396.80	324.58	72.22
07/08/2009	03/26/2013	90	PFIZER INC	28.62	14.74	2,576.06	1,326.28	1,249.78
10/01/2010	03/26/2013	30	PFIZER INC	28.62	17.20	858.69	515.88	342.81
07/29/2011	03/26/2013	25	PFIZER INC	28.62	19.29	715.57	482.15	233.42
09/06/2011	03/26/2013	25	PFIZER INC	28.62	18.24	715.57	456.00	259.57
08/04/2011	03/26/2013	1	PRECISION CASTPARTS CORP	190.95	151.84	190.95	151.84	39.11
09/30/2011	03/26/2013	2	PRECISION CASTPARTS CORP	190.95	156.48	381.90	312.96	68.94
11/01/2011	03/26/2013	3	PRECISION CASTPARTS CORP	190.95	158.51	572.85	475.54	97.31
01/12/2012	03/26/2013	2	PRECISION CASTPARTS CORP	190.95	172.87	381.90	345.74	36.16
02/01/2012	03/26/2013	2	PRECISION CASTPARTS CORP	190.95	166.89	381.90	333.79	48.11
03/24/2011	03/26/2013	5	QUALCOMM INC	66.64	52.84	333.20	264.21	68.99
03/30/2011	03/26/2013	5	QUALCOMM INC	66.64	53.97	333.20	269.84	63.36
07/19/2011	03/26/2013	15	QUALCOMM INC	66.64	56.84	999.60	852.63	146.97
07/22/2011	03/26/2013	10	QUALCOMM INC	66.64	57.25	666.40	572.49	93.91
11/15/2011	03/26/2013	5	QUALCOMM INC	66.64	57.27	333.20	286.34	46.86
09/09/2009	03/26/2013	23	SCHLUMBERGER LTD	74.38	57.93	1,710.74	1,332.40	378.34
03/23/2010	03/26/2013	5	SCHLUMBERGER LTD	74.38	63.22	371.90	316.09	55.81
01/04/2012	03/26/2013	7	SCHLUMBERGER LTD	74.38	69.94	520.66	489.60	31.06
01/25/2012	03/26/2013	5	SCHLUMBERGER LTD	74.38	73.78	371.90	368.91	2.99
09/24/2010	03/26/2013	5	STARBUCKS CORP	57.03	26.10	285.15	130.51	154.64
11/02/2010	03/26/2013	10	STARBUCKS CORP	57.03	28.86	570.30	288.59	281.71
11/10/2010	03/26/2013	15	STARBUCKS CORP	57.03	30.43	855.45	456.51	398.94
10/28/2011	03/26/2013	10	TRW AUTOMOTIVE HOLDINGS CORP	55.84	43.75	558.40	437.46	120.94
04/14/2009	03/26/2013	7	TIME WARNER CABLE	95.99	27.90	671.90	195.29	476.61
11/23/2011	03/26/2013	8	TIME WARNER CABLE	95.99	58.54	767.88	468.31	299.57
05/03/2011	03/26/2013	25	TYSON FOODS INC CL A	24.23	19.95	605.75	498.77	106.98
06/23/2011	03/26/2013	25	TYSON FOODS INC CL A	24.23	18.55	605.75	463.73	142.02
12/10/2010	03/26/2013	10	VIACOM INC-CLASS B	61.43	39.36	614.30	393.60	220.70
12/17/2010	03/26/2013	10	VIACOM INC-CLASS B	61.43	38.63	614.30	386.27	228.03
06/01/2011	03/26/2013	10	VIACOM INC-CLASS B	61.43	50.82	614.30	508.20	106.10
06/08/2011	03/26/2013	10	VIACOM INC-CLASS B	61.43	48.55	614.30	485.52	128.78
08/04/2011	03/26/2013	7	VISA INC CLASS A SHRS	167.31	85.68	1,171.17	599.74	571.43
03/07/2012	03/26/2013	3	VISA INC CLASS A SHRS	167.31	115.34	501.93	346.03	155.90
01/09/2012	03/26/2013	5	VERTEX PHARMACEUTICALS INC	54.15	35.29	270.75	176.46	94.29
02/14/2012	03/26/2013	25	WELLS FARGO & COMPANY	37.26	30.15	931.38	753.87	177.51
03/20/2012	03/26/2013	10	WELLS FARGO & COMPANY	37.26	34.11	372.55	341.10	31.45
03/21/2012	03/26/2013	25	WELLS FARGO & COMPANY	37.26	34.23	931.38	855.85	75.53
03/23/2012	03/26/2013	20	WELLS FARGO & COMPANY	37.26	33.52	745.10	670.36	74.74
04/07/2011	03/26/2013	3	WELLPOINT INC	64.77	69.12	194.31	207.36	-13.05
04/29/2011	03/26/2013	7	WELLPOINT INC	64.77	76.33	453.39	534.28	-80.89
05/23/2011	03/26/2013	5	WELLPOINT INC	64.77	79.07	323.85	395.34	-71.49
12/06/2011	03/26/2013	5	WELLPOINT INC	64.77	67.92	323.85	339.62	-15.77
05/01/2007	03/26/2013	3,927.695	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.22	54,869.90	51,924.17	2,945.73
06/13/2007	03/26/2013	263.566	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	12.90	3,682.02	3,400.00	282.02

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/09/2012	03/26/2013	10	WALT DISNEY CO/THE	56.61	40.07	566.10	400.67	165.43
02/27/2012	03/26/2013	10	EDISON INTERNATIONAL	50.50	42.13	505.00	421.27	83.73
07/25/2011	03/26/2013	4	EOG RESOURCES INC	129.23	106.45	516.92	425.82	91.10
12/22/2009	03/26/2013	5	EMC CORP/MASS	23.76	17.46	118.80	87.31	31.49
03/24/2010	03/26/2013	25	EMC CORP/MASS	23.76	18.88	594.00	471.90	122.10
04/29/2011	03/26/2013	3	FLOWSERVE CORPORATION	165.42	126.88	496.26	380.65	115.61
05/10/2011	03/26/2013	3	FLOWSERVE CORPORATION	165.42	124.80	496.26	374.40	121.86
09/09/2009	03/26/2013	3	GOOGLE INC-CL A	810.82	462.96	2,432.46	1,388.89	1,043.57
02/26/2010	03/26/2013	1	GOOGLE INC-CL A	810.82	528.72	810.82	528.72	282.10
03/08/2011	03/26/2013	1	GOOGLE INC-CL A	810.82	596.06	810.82	596.06	214.76
03/29/2011	03/26/2013	1	GOOGLE INC-CL A	810.82	579.81	810.82	579.81	231.01
04/25/2011	03/26/2013	20	GAMESTOP CORP-CLASS A	26.31	26.43	526.10	528.57	-2.47
08/24/2010	03/26/2013	20	GANNETT CO	21.91	11.97	438.20	239.49	198.71
09/15/2011	03/26/2013	25	GANNETT CO	21.91	10.06	547.75	251.62	296.13
03/18/2010	03/26/2013	8	GILEAD SCIENCES INC	45.64	23.64	365.12	189.14	175.98
03/22/2010	03/26/2013	20	GILEAD SCIENCES INC	45.64	24.25	912.80	485.00	427.80
11/15/2010	03/26/2013	15	HEALTH NET INC	28.65	28.76	429.75	431.44	-1.69
12/16/2011	03/26/2013	13	ILLUMINA INC	53.84	27.18	699.92	353.32	346.60
11/07/2011	03/26/2013	5	HARLEY DAVIDSON INC	53.02	38.66	265.10	193.32	71.78
11/14/2011	03/26/2013	10	HARLEY DAVIDSON INC	53.02	39.53	530.20	395.32	134.88
12/23/2011	03/26/2013	5	HERSHEY CO/THE	86.78	61.21	433.90	306.06	127.84
02/14/2012	03/26/2013	8	HERSHEY CO/THE	86.78	60.45	694.24	483.58	210.66
02/24/2012	03/26/2013	9	HERSHEY CO/THE	86.78	60.97	781.02	548.77	232.25
09/09/2009	03/26/2013	32	HEWLETT-PACKARD CO	23.70	45.90	758.24	1,468.87	-710.63
02/24/2011	03/26/2013	8	HEWLETT-PACKARD CO	23.70	42.74	189.56	341.89	-152.33
04/06/2011	03/26/2013	5	HEWLETT-PACKARD CO	23.70	41.12	118.48	205.60	-87.12
08/05/2011	03/26/2013	25	HEWLETT-PACKARD CO	23.70	32.48	592.37	811.98	-219.61
08/09/2011	03/26/2013	15	HEWLETT-PACKARD CO	23.70	30.90	355.43	463.43	-108.00
08/24/2011	03/26/2013	25	HEWLETT-PACKARD CO	23.70	24.91	592.37	622.68	-30.31
11/23/2011	03/26/2013	20	HEWLETT-PACKARD CO	23.70	25.93	473.90	518.52	-44.62
02/27/2012	03/26/2013	10	HEWLETT-PACKARD CO	23.70	26.38	236.95	263.84	-26.89
03/07/2012	03/26/2013	10	HEWLETT-PACKARD CO	23.70	24.40	236.95	244.00	-7.05
03/23/2012	03/26/2013	10	HEWLETT-PACKARD CO	23.70	23.21	236.95	232.08	4.87
02/22/2011	03/26/2013	3	INTUIT INC	65.80	52.83	197.40	158.49	38.91
08/23/2011	03/26/2013	15	INTUIT INC	65.80	44.47	987.00	666.98	320.02
03/23/2012	03/26/2013	12	JPMORGAN CHASE & CO	48.63	44.80	583.50	537.65	45.85
02/01/2011	03/26/2013	20	KROGER CO	32.77	21.64	655.40	432.89	222.51
02/02/2011	03/26/2013	35	KROGER CO	32.77	21.69	1,146.95	759.05	387.90
02/06/2012	03/26/2013	45	KROGER CO	32.77	24.05	1,474.65	1,082.14	392.51
10/06/2010	03/26/2013	1	LEAR CORP	54.89	40.40	54.89	40.40	14.49
05/12/2011	03/26/2013	8	LEAR CORP	54.89	51.76	439.12	414.06	25.06
10/07/2011	03/26/2013	8	LEAR CORP	54.89	45.33	439.12	362.66	76.46
09/06/2011	03/26/2013	10	LYONDELLBASELL INDU-CL A	63.50	28.78	635.00	287.84	347.16
04/07/2011	03/26/2013	10	MONSANTO CO	103.84	68.44	1,038.40	684.44	353.96
06/13/2011	03/26/2013	5	MONSANTO CO	103.84	68.81	519.20	344.04	175.16
11/02/2011	03/26/2013	20	MICRON TECHNOLOGY INC	9.92	5.40	198.48	107.98	90.50
03/14/2012	03/26/2013	4	NATIONAL OILWELL INC	69.45	80.97	277.80	323.88	-46.08
08/16/2010	03/26/2013	5	NOBLE ENERGY INC	115.74	66.79	578.70	333.93	244.77
09/01/2010	03/26/2013	5	NOBLE ENERGY INC	115.74	71.18	578.70	355.92	222.78

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/06/2011	03/26/2013	5	AT&T INC	36.72	29.27	183.60	146.37	37.23
01/14/2011	03/26/2013	2	ALLERGAN INC	111.72	70.61	223.44	141.23	82.21
01/31/2011	03/26/2013	5	ALLERGAN INC	111.72	69.87	558.60	349.36	209.24
02/10/2011	03/26/2013	4	ALLERGAN INC	111.72	72.77	446.88	291.10	155.78
03/17/2011	03/26/2013	5	ALLERGAN INC	111.72	70.01	558.60	350.03	208.57
03/18/2011	03/26/2013	5	ALLERGAN INC	111.72	70.17	558.60	350.83	207.77
09/09/2009	03/26/2013	9	APPLE INC	461.43	174.20	4,152.87	1,567.76	2,585.11
05/11/2010	03/26/2013	1	APPLE INC	461.43	252.13	461.43	252.13	209.30
11/14/2011	03/26/2013	1	APPLE INC	461.43	379.55	461.43	379.55	81.88
11/21/2011	03/26/2013	1	APPLE INC	461.43	366.72	461.43	366.72	94.71
11/02/2011	03/26/2013	50	APPLIED MATERIALS INC	13.45	11.99	672.25	599.57	72.68
12/06/2011	03/26/2013	30	APPLIED MATERIALS INC	13.45	11.08	403.35	332.27	71.08
12/22/2011	03/26/2013	30	APPLIED MATERIALS INC	13.45	10.45	403.35	313.64	89.71
01/31/2012	03/26/2013	20	APPLIED MATERIALS INC	13.45	12.27	268.90	245.44	23.46
03/06/2012	03/26/2013	20	APPLIED MATERIALS INC	13.45	12.00	268.90	240.08	28.82
11/11/2011	03/26/2013	4	BOEING CO/THE	86.37	66.97	345.48	267.89	77.59
11/29/2011	03/26/2013	6	BOEING CO/THE	86.37	65.64	518.22	393.83	124.39
01/10/2012	03/26/2013	5	BOEING CO/THE	86.37	74.98	431.85	374.92	56.93
02/16/2012	03/26/2013	5	BOEING CO/THE	86.37	75.27	431.85	376.33	55.52
05/25/2011	03/26/2013	5	CITRIX SYSTEMS INC	70.79	82.29	353.95	411.46	-57.51
06/20/2011	03/26/2013	5	CITRIX SYSTEMS INC	70.79	74.08	353.95	370.39	-16.44
08/24/2011	03/26/2013	5	CITRIX SYSTEMS INC	70.79	53.95	353.95	269.75	84.20
05/06/2010	03/26/2013	4	COMCAST CORP CLASS A	41.50	18.78	166.00	75.12	90.88
02/22/2011	03/26/2013	4	COMCAST CORP CLASS A	41.50	25.27	166.00	101.08	64.92
02/22/2011	03/26/2013	13	COMCAST CORP CLASS A	41.50	25.27	539.50	328.51	210.99
03/21/2011	03/26/2013	16	COMCAST CORP CLASS A	41.50	24.09	664.00	385.50	278.50
03/29/2011	03/26/2013	20	COMCAST CORP CLASS A	41.50	24.56	830.00	491.26	338.74
04/05/2011	03/26/2013	15	COMCAST CORP CLASS A	41.50	25.17	622.50	377.51	244.99
12/21/2011	03/26/2013	30	CIT GROUP INC	43.75	35.04	1,312.50	1,051.10	261.40
02/09/2012	03/26/2013	10	CIT GROUP INC	43.75	41.89	437.50	418.91	18.59
02/17/2012	03/26/2013	15	CIT GROUP INC	43.75	41.36	656.25	620.39	35.86
05/16/2011	03/26/2013	10	CITIGROUP INC	44.85	41.27	448.50	412.72	35.78
05/19/2011	03/26/2013	10	CITIGROUP INC	44.85	41.37	448.50	413.73	34.77
07/21/2011	03/26/2013	15	CITIGROUP INC	44.85	39.54	672.75	593.14	79.61
07/22/2011	03/26/2013	10	CITIGROUP INC	44.85	40.18	448.50	401.79	46.71
10/24/2011	03/26/2013	10	CITIGROUP INC	44.85	31.54	448.50	315.38	133.12
10/26/2011	03/26/2013	10	CITIGROUP INC	44.85	30.99	448.50	309.91	138.59
02/07/2012	03/26/2013	22	CISCO SYSTEMS INC	20.85	20.25	458.59	445.61	12.98
02/09/2012	03/26/2013	17	CISCO SYSTEMS INC	20.85	19.96	354.37	339.34	15.03
07/27/2011	03/26/2013	20	DELTA AIR LINES INC	16.60	7.60	331.90	151.95	179.95
09/09/2009	03/26/2013	25	DANAHER CORP	61.83	32.99	1,545.75	824.84	720.91
02/08/2010	03/26/2013	10	DANAHER CORP	61.83	35.30	618.30	352.99	265.31
03/17/2011	03/26/2013	5	DANAHER CORP	61.83	50.01	309.15	250.06	59.09
01/09/2012	03/26/2013	10	DANAHER CORP	61.83	48.35	618.30	483.50	134.80
08/13/2010	03/26/2013	15	WALT DISNEY CO/THE	56.61	33.58	849.15	503.63	345.52
07/14/2011	03/26/2013	10	WALT DISNEY CO/THE	56.61	39.63	566.10	396.34	169.76
08/10/2011	03/26/2013	10	WALT DISNEY CO/THE	56.61	31.19	566.10	311.95	254.15
08/15/2011	03/26/2013	10	WALT DISNEY CO/THE	56.61	33.29	566.10	332.90	233.20
11/15/2011	03/26/2013	10	WALT DISNEY CO/THE	56.61	36.30	566.10	362.96	203.14

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/09/2011	01/28/2013	6	BOEING CO/THE	74.37	65.25	446.24	391.51	54.73
11/11/2011	01/28/2013	1	BOEING CO/THE	74.37	66.97	74.37	66.97	-7.40
05/14/2007	01/28/2013	45	PFIZER INC	26.92	27.21	1,211.36	1,224.28	-12.92
10/03/2011	01/29/2013	2	DOLLAR GENERAL CORP	46.91	36.63	93.82	73.26	20.56
11/11/2011	01/30/2013	3	BOEING CO/THE	74.56	66.97	223.67	200.92	22.75
09/09/2009	01/30/2013	5	SCHLUMBERGER LTD	78.86	57.93	394.29	289.65	104.64
02/22/2011	02/01/2013	8	COMCAST CORP-CLASS A	38.40	25.27	307.18	202.16	105.02
07/27/2011	02/04/2013	20	APPLIED MATERIALS INC	13.04	12.75	260.73	254.99	5.74
05/25/2011	02/05/2013	15	MCGRAW HILL FINANCIAL INC	46.85	42.32	702.78	634.87	67.91
08/11/2011	02/05/2013	5	UNITEDHEALTH GROUP INC	56.95	42.81	284.75	214.06	70.69
05/14/2010	02/07/2013	20	***ASTRAZENECA PLC-SPONS ADR	47.45	42.23	949.03	844.69	104.34
05/26/2010	02/07/2013	20	***ASTRAZENECA PLC-SPONS ADR	47.45	40.94	949.02	818.90	130.12
11/29/2010	02/08/2013	15	***ASTRAZENECA PLC-SPONS ADR	47.45	47.31	711.79	709.63	2.16
06/20/2011	02/08/2013	5	***ASTRAZENECA PLC-SPONS ADR	47.45	49.20	237.26	246.00	-8.74
07/27/2011	02/11/2013	15	APPLIED MATERIALS INC	13.62	12.75	204.28	191.24	13.04
11/02/2011	02/11/2013	5	APPLIED MATERIALS INC	13.62	11.99	68.09	59.96	8.13
08/12/2011	02/14/2013	15	***BP PLC-SPONS ADR	42.22	39.72	633.30	595.82	37.48
09/23/2011	02/14/2013	25	***BP PLC-SPONS ADR	42.22	35.35	1,055.49	883.79	171.70
10/06/2011	02/14/2013	10	***BP PLC-SPONS ADR	42.22	36.21	422.20	362.06	60.14
10/11/2011	02/14/2013	10	***BP PLC-SPONS ADR	42.22	38.15	422.19	381.46	40.73
01/12/2011	02/15/2013	5	DIRECTV	49.40	41.78	247.02	208.89	38.13
05/24/2011	02/15/2013	5	DIRECTV	49.40	49.43	247.02	247.15	-0.13
02/02/2012	02/15/2013	40	MGM RESORTS INTERNATIONAL	12.90	13.87	516.02	554.75	-38.73
09/09/2009	02/15/2013	5	SCHLUMBERGER LTD	79.63	57.93	398.16	289.65	108.51
04/07/2011	02/19/2013	2	FLOWSERVE CORPORATION	159.44	132.98	318.89	265.97	52.92
09/09/2009	02/28/2013	2	APPLE INC	445.59	174.19	891.18	348.39	542.79
12/27/2011	02/28/2013	20	CISCO SYSTEMS INC	20.87	18.55	417.74	371.10	46.64
02/07/2012	02/28/2013	18	CISCO SYSTEMS INC	20.87	20.25	375.62	364.59	11.03
02/11/2011	02/28/2013	10	DELTA AIR LINES INC	14.33	11.93	143.31	119.35	23.96
07/27/2011	02/28/2013	10	DELTA AIR LINES INC	14.33	7.60	143.31	75.98	67.33
08/17/2011	03/01/2013	9	LORILLARD INC	38.33	36.11	345.00	325.03	19.97
10/10/2011	03/01/2013	24	LORILLARD INC	38.33	39.48	919.99	947.57	-27.58
03/29/2011	03/06/2013	10	BROADCOM CORP-CL A	33.38	40.51	333.82	405.14	-71.32
08/15/2011	03/06/2013	10	BROADCOM CORP-CL A	33.38	34.53	333.81	345.29	-11.48
05/14/2007	03/06/2013	10	PFIZER INC	28.10	27.21	281.04	272.06	8.98
04/26/2011	03/07/2013	5	AT&T INC	36.40	30.90	182.00	154.51	27.49
12/06/2012	03/07/2013	5	AT&T INC	36.40	29.28	181.99	146.38	35.61
02/28/2012	03/07/2013	15	MGM RESORTS INTERNATIONAL	12.46	13.55	186.85	203.25	-16.40
10/31/2011	03/08/2013	10	***BP PLC-SPONS ADR	40.46	44.89	404.64	448.94	-44.30
10/06/2010	03/11/2013	8	LEAR CORP	55.35	40.40	442.82	323.18	119.64
01/20/2011	03/14/2013	5	EOG RESOURCES INC	131.33	99.82	656.67	499.09	157.58
10/19/2011	03/15/2013	5	MICRON TECHNOLOGY INC	9.42	5.63	47.08	28.15	18.93
11/02/2011	03/15/2013	25	MICRON TECHNOLOGY INC	9.42	5.40	235.41	134.98	100.43
04/19/2011	03/21/2013	15	CITIGROUP INC	45.99	44.74	689.88	671.15	18.73
05/02/2011	03/21/2013	10	CITIGROUP INC	45.99	45.46	459.92	454.56	5.36
08/31/2011	03/26/2013	5	***ASTRAZENECA PLC-SPONS ADR	49.40	47.44	247.00	237.18	9.82
12/06/2011	03/26/2013	5	***ASTRAZENECA PLC-SPONS ADR	49.40	45.90	247.00	229.49	17.51
09/29/2010	03/26/2013	5	ALTRIA GROUP INC	34.30	24.26	171.48	121.31	50.17
03/18/2011	03/26/2013	40	ALTRIA GROUP INC	34.30	24.76	1,371.80	990.37	381.43

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/20/2012	03/26/2013	46.682	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.18	652.15	661.95	-9.80
10/19/2012	03/26/2013	45.255	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.25	632.21	644.89	-12.68
11/20/2012	03/26/2013	42.207	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.25	589.63	601.45	-11.82
12/12/2012	03/26/2013	199.303	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.09	2,784.26	2,808.19	-23.93
12/13/2012	03/26/2013	117.188	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.08	1,637.12	1,650.00	-12.88
12/20/2012	03/26/2013	43.609	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.06	609.22	613.14	-3.92
12/31/2012	03/26/2013	16.251	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.09	227.03	228.97	-1.94
01/18/2013	03/26/2013	30.991	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.05	432.94	435.43	-2.49
01/24/2013	03/26/2013	113.960	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.04	1,592.02	1,600.00	-7.98
02/01/2013	03/26/2013	68.100	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.95	951.36	950.00	1.36
02/08/2013	03/26/2013	82.437	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.95	1,151.64	1,150.00	1.64
02/19/2013	03/26/2013	111.191	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.94	1,553.34	1,550.00	3.34
02/20/2013	03/26/2013	46.361	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.94	647.66	646.27	1.39
03/08/2013	03/26/2013	111.431	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.91	1,556.69	1,550.00	6.69
03/20/2013	03/26/2013	43.576	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.97	608.76	608.76	0.00
			SUBTOTAL FOR SHORT-TERM NON-COVERED			163,012.29	149,938.71	13,073.58
LONG-TERM NON-COVERED								
01/14/2011	01/07/2013	3	ALLERGAN INC	98.34	70.61	295.02	211.84	83.18
09/09/2009	01/07/2013	1	GOOGLE INC CL A	736.67	462.97	736.67	462.97	273.70
06/24/2011	01/08/2013	10	UNITEDHEALTH GROUP INC	51.77	50.54	517.66	505.40	12.26
09/21/2011	01/10/2013	7	DOLLAR GENERAL CORP	42.96	37.40	300.75	261.78	38.97
10/03/2011	01/10/2013	8	DOLLAR GENERAL CORP	42.96	36.63	343.71	293.05	50.66
12/16/2010	01/15/2013	5	CITRIX SYSTEMS INC	68.89	68.87	344.46	344.37	0.09
06/24/2011	01/15/2013	5	UNITEDHEALTH GROUP INC	53.46	50.54	267.30	252.70	14.60
10/19/2011	01/17/2013	75	MICRON TECHNOLOGY INC	7.79	5.63	584.41	422.18	162.23
01/21/2011	01/23/2013	5	CITRIX SYSTEMS INC	68.96	65.68	344.78	328.39	16.39
12/27/2011	01/23/2013	20	CISCO SYSTEMS INC	20.68	18.55	413.55	370.98	42.57
01/25/2011	01/23/2013	25	DELTA AIR LINES INC	13.88	11.70	347.02	292.57	54.45
02/11/2011	01/23/2013	10	DELTA AIR LINES INC	13.88	11.94	138.81	119.36	19.45
08/11/2011	01/23/2013	10	UNITEDHEALTH GROUP INC	55.73	42.81	557.26	428.13	129.13

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Open Date	Close Date	Quantity Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/12/2012	03/26/2013	7 RED HAT INC	49.23	47.61	344.61	333.26	11.35
09/11/2012	03/26/2013	5 ***ROYAL DUTCH SHELL PLC-ADR	65.67	71.74	328.35	358.68	-30.33
09/18/2012	03/26/2013	7 ***ROYAL DUTCH SHELL PLC-ADR	65.67	72.49	459.69	507.40	-47.71
08/30/2012	03/26/2013	4 ROPER INDUSTRIES INC	126.01	102.63	504.04	410.52	93.52
11/21/2012	03/26/2013	2 ROPER INDUSTRIES INC	126.01	112.17	252.02	224.34	27.68
12/26/2012	03/26/2013	3 ROPER INDUSTRIES INC	126.01	109.75	378.03	329.26	48.77
02/15/2013	03/26/2013	5 STERICYCLE INC	104.38	96.65	521.90	483.24	38.66
02/21/2013	03/26/2013	3 STERICYCLE INC	104.38	95.83	313.14	287.50	25.64
03/18/2013	03/26/2013	4 STERICYCLE INC	104.38	101.24	417.52	404.98	12.54
11/06/2012	03/26/2013	5 STARBUCKS CORP	57.03	52.05	285.15	260.27	24.88
11/12/2012	03/26/2013	5 STARBUCKS CORP	57.03	50.94	285.15	254.68	30.47
11/16/2012	03/26/2013	10 STARBUCKS CORP	57.03	48.78	570.30	487.80	82.50
06/05/2012	03/26/2013	30 TIBCO SOFTWARE INC	20.03	26.35	600.90	790.37	-189.47
09/06/2012	03/26/2013	20 TJX COMPANIES INC	47.03	46.27	940.60	925.33	15.27
09/14/2012	03/26/2013	10 TJX COMPANIES INC	47.03	46.37	470.30	463.72	6.58
09/28/2012	03/26/2013	10 TJX COMPANIES INC	47.03	44.63	470.30	446.30	24.00
03/22/2013	03/26/2013	15 TJX COMPANIES INC	47.03	46.46	705.45	696.96	8.49
12/05/2012	03/26/2013	10 TIMKEN CO	56.66	45.50	566.60	455.01	111.59
11/21/2012	03/26/2013	32 TRIMBLE NAVIGATION LTD	29.38	26.92	940.16	861.41	78.75
02/01/2013	03/26/2013	8 TRIMBLE NAVIGATION LTD	29.38	31.37	235.04	250.98	-15.94
11/12/2012	03/26/2013	30 TYSON FOODS INC-CL A	24.23	16.87	726.90	506.10	220.80
05/15/2012	03/26/2013	5 UNITEDHEALTH GROUP INC	55.74	55.46	278.70	277.28	1.42
07/02/2012	03/26/2013	5 UNITEDHEALTH GROUP INC	55.74	56.44	278.70	282.22	-3.52
07/11/2012	03/26/2013	5 UNITEDHEALTH GROUP INC	55.74	55.86	278.70	279.30	-0.60
08/10/2012	03/26/2013	10 UNITEDHEALTH GROUP INC	55.74	51.87	557.40	518.73	38.67
10/09/2012	03/26/2013	35 US BANCORP	33.67	34.68	1,178.57	1,213.64	-35.07
12/05/2012	03/26/2013	10 US BANCORP	33.67	31.83	336.74	318.34	18.40
01/17/2013	03/26/2013	20 VALERO ENERGY CORP	44.96	36.96	899.20	739.20	160.00
02/13/2013	03/26/2013	10 VALERO ENERGY CORP	44.96	46.13	449.60	461.28	-11.68
09/18/2012	03/26/2013	15 ***VALIDUS HOLDINGS LTD	37.16	34.50	557.40	517.45	39.95
10/15/2012	03/26/2013	4 VISA INC - CLASS A SHRS	167.31	139.93	669.24	559.72	109.52
02/25/2013	03/26/2013	3 VISA INC - CLASS A SHRS	167.31	159.46	501.93	478.37	23.56
06/26/2012	03/26/2013	2 VF CORP	165.75	139.72	331.50	279.45	52.05
07/06/2012	03/26/2013	3 VF CORP	165.75	133.62	497.25	400.87	96.38
08/30/2012	03/26/2013	2 VF CORP	165.75	152.16	331.50	304.32	27.18
07/03/2012	03/26/2013	4 VERTEX PHARMACEUTICALS INC	54.15	54.90	216.60	219.61	-3.01
11/05/2012	03/26/2013	6 VERTEX PHARMACEUTICALS INC	54.15	46.07	324.90	276.44	48.46
06/25/2012	03/26/2013	25 WELLS FARGO & COMPANY	37.26	32.14	931.37	803.56	127.81
07/25/2012	03/26/2013	20 WELLPOINT INC	64.77	53.75	1,295.40	1,075.04	220.36
07/26/2012	03/26/2013	5 WELLPOINT INC	64.77	52.92	323.85	264.58	59.27
12/11/2012	03/26/2013	5 WELLPOINT INC	64.77	58.92	323.85	294.61	29.24
05/18/2012	03/26/2013	44.783 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	13.98	625.62	626.07	-0.45
06/20/2012	03/26/2013	47.733 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.01	666.83	668.74	-1.91
07/20/2012	03/26/2013	48.611 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.20	679.10	690.28	-11.18
08/20/2012	03/26/2013	43.753 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.97	14.07	611.23	615.60	-4.37

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/24/2012	03/26/2013	5	ESTEE LAUDER COMPANIES-CL A	63.97	60.17	319.85	300.84	19.01
10/26/2012	03/26/2013	7	ESTEE LAUDER COMPANIES-CL A	63.97	60.89	447.79	426.23	21.56
05/04/2012	03/26/2013	10	**LYONDELLBASELL INDU-CL A	63.50	40.60	635.00	406.02	228.98
10/05/2012	03/26/2013	5	**LYONDELLBASELL INDU-CL A	63.50	53.01	317.50	265.06	52.44
12/11/2012	03/26/2013	5	**LYONDELLBASELL INDU-CL A	63.50	54.13	317.50	270.66	46.84
06/05/2012	03/26/2013	1	LINKEDIN CORP - A	175.99	92.32	175.99	92.32	83.67
11/06/2012	03/26/2013	3	LINKEDIN CORP - A	175.99	104.11	527.97	312.33	215.64
11/07/2012	03/26/2013	4	LINKEDIN CORP - A	175.99	101.23	703.96	404.94	299.02
11/13/2012	03/26/2013	2	LINKEDIN CORP - A	175.99	99.39	351.98	198.79	153.19
03/28/2012	03/26/2013	1	MCKESSON CORP	107.81	88.15	107.81	88.15	19.66
05/02/2012	03/26/2013	5	MCKESSON CORP	107.81	89.97	539.05	449.86	89.19
06/22/2012	03/26/2013	3	MCKESSON CORP	107.81	91.44	323.43	274.32	49.11
02/20/2013	03/26/2013	8	MONSANTO CO	103.84	99.16	830.72	793.31	37.41
02/26/2013	03/26/2013	2	MONSANTO CO	103.84	99.11	207.68	198.22	9.46
06/01/2012	03/26/2013	15	MACY'S INC	41.95	36.95	629.25	554.25	75.00
06/04/2012	03/26/2013	10	MACY'S INC	41.95	36.21	419.50	362.06	57.44
06/07/2012	03/26/2013	20	MACY'S INC	41.95	36.66	839.00	733.29	105.71
02/08/2013	03/26/2013	12	MARATHON PETROLEUM CORP	90.93	80.67	1,091.16	968.10	123.06
02/13/2013	03/26/2013	5	MARATHON PETROLEUM CORP	90.93	81.51	454.65	407.55	47.10
03/14/2013	03/26/2013	7	MARATHON PETROLEUM CORP	90.93	87.13	636.51	609.88	26.63
10/04/2012	03/26/2013	20	MEDTRONIC INC	46.56	43.97	931.20	879.44	51.76
12/31/2012	03/26/2013	10	MEDTRONIC INC	46.56	40.55	465.60	405.46	60.14
06/04/2012	03/26/2013	40	MICRON TECHNOLOGY INC	9.92	5.31	396.97	212.58	184.39
12/06/2012	03/26/2013	60	MICRON TECHNOLOGY INC	9.92	6.29	595.45	377.59	217.86
03/27/2012	03/26/2013	5	NATIONAL OILWELL INC	69.45	78.32	347.25	391.61	-44.36
04/20/2012	03/26/2013	7	NATIONAL OILWELL INC	69.45	78.17	486.15	547.18	-61.03
05/22/2012	03/26/2013	1	OCEANEERING INTL INC	66.37	47.82	66.37	47.82	18.55
06/05/2012	03/26/2013	15	OCEANEERING INTL INC	66.37	45.20	995.55	678.04	317.51
05/17/2012	03/26/2013	1	PRICELINE.COM INC	694.21	647.12	694.21	647.12	47.09
08/10/2012	03/26/2013	1	PRICELINE.COM INC	694.21	562.54	694.21	562.54	131.67
03/14/2013	03/26/2013	1	PRICELINE.COM INC	694.21	712.35	694.21	712.35	-18.14
07/05/2012	03/26/2013	8	PHILIP MORRIS INTERNATIONAL	91.59	89.02	732.72	712.17	20.55
07/05/2012	03/26/2013	1	PHILIP MORRIS INTERNATIONAL	91.59	89.02	91.59	89.02	2.57
07/25/2012	03/26/2013	11	PHILIP MORRIS INTERNATIONAL	91.59	87.19	1,007.49	959.08	48.41
08/06/2012	03/26/2013	5	PHILIP MORRIS INTERNATIONAL	91.59	92.97	457.95	464.86	-6.91
08/10/2012	03/26/2013	5	PHILIP MORRIS INTERNATIONAL	91.59	91.81	457.95	459.04	-1.09
09/10/2012	03/26/2013	5	PHILIP MORRIS INTERNATIONAL	91.59	88.72	457.95	443.58	14.37
09/17/2012	03/26/2013	5	PHILIP MORRIS INTERNATIONAL	91.59	90.67	457.95	453.34	4.61
12/21/2012	03/26/2013	5	PHILIP MORRIS INTERNATIONAL	91.59	84.42	457.95	422.10	35.85
09/21/2012	03/26/2013	10	O'REILLY AUTOMOTIVE INC	103.89	84.21	1,038.85	842.11	196.74
11/06/2012	03/26/2013	11	***PARTNERRE LTD	92.25	79.33	1,014.75	872.63	142.12
08/16/2012	03/26/2013	30	PULTE GROUP INC	20.16	13.09	604.80	392.61	212.19
09/07/2012	03/26/2013	35	PULTE GROUP INC	20.16	14.72	705.60	515.24	190.36
09/21/2012	03/26/2013	4	PRECISION CASTPARTS CORP	190.95	163.85	763.80	655.39	108.41
01/14/2013	03/26/2013	1	PRECISION CASTPARTS CORP	190.95	187.68	190.95	187.68	3.27
01/16/2013	03/26/2013	6	PRECISION CASTPARTS CORP	190.95	183.48	1,145.70	1,100.88	44.82
02/01/2013	03/26/2013	1	PRECISION CASTPARTS CORP	190.95	185.50	190.95	185.50	5.45
07/10/2012	03/26/2013	4	RED HAT INC	49.23	51.20	196.92	204.80	-7.88
07/11/2012	03/26/2013	10	RED HAT INC	49.23	51.24	492.30	512.45	-20.15

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/05/2012	03/26/2013	5	F5 NETWORKS INC	87.50	100.03	437.50	500.17	-62.67
02/04/2013	03/26/2013	5	F5 NETWORKS INC	87.50	106.58	437.50	532.92	-95.42
09/18/2012	03/26/2013	35	FORD MOTOR CO	13.30	10.37	465.50	363.09	102.41
10/31/2012	03/26/2013	75	FORD MOTOR CO	13.30	10.87	997.50	815.33	182.17
09/14/2012	03/26/2013	25	FIDELITY NATIONAL FINANCIAL IN	24.46	19.91	611.50	497.63	113.87
11/09/2012	03/26/2013	25	FACEBOOK INC-A	25.20	19.88	630.00	497.08	132.92
11/12/2012	03/26/2013	15	FACEBOOK INC-A	25.20	19.49	378.00	292.40	85.60
03/13/2013	03/26/2013	45	GENWORTH FINANCIAL INC-CL A	10.22	10.49	459.68	472.19	-12.51
12/28/2012	03/26/2013	20	GAMESTOP CORP-CLASS A	26.31	24.53	526.10	490.51	35.59
03/19/2013	03/26/2013	3	WW GRAINGER INC	220.81	223.04	662.43	669.11	-6.68
03/22/2013	03/26/2013	1	WW GRAINGER INC	220.81	224.10	220.81	224.10	-3.29
02/28/2013	03/26/2013	10	GREEN MOUNTAIN COFFEE ROASTE	55.67	47.52	556.70	475.19	81.51
05/03/2012	03/26/2013	10	HEALTH NET INC	28.65	27.07	286.50	270.66	15.84
02/21/2013	03/26/2013	15	HALLIBURTON CO	40.15	40.83	602.25	612.42	-10.17
08/08/2012	03/26/2013	1	INTUITIVE SURGICAL INC	494.90	501.16	494.90	501.16	-6.26
08/24/2012	03/26/2013	1	INTUITIVE SURGICAL INC	494.90	506.36	494.90	506.36	-11.46
11/07/2012	03/26/2013	1	INTUITIVE SURGICAL INC	494.90	534.25	494.90	534.25	-39.35
11/21/2012	03/26/2013	1	INTUITIVE SURGICAL INC	494.90	533.95	494.90	533.95	-39.05
11/28/2012	03/26/2013	1	INTUITIVE SURGICAL INC	494.90	530.06	494.90	530.06	-35.16
03/12/2013	03/26/2013	55	HUNTSMAN CORP	18.65	19.33	1,025.75	1,063.27	-37.52
08/06/2012	03/26/2013	18	INTERCONTINENTALEXCHANGE INC	161.53	131.99	2,907.54	2,375.87	531.67
08/30/2012	03/26/2013	4	INTERCONTINENTALEXCHANGE INC	161.53	135.51	646.12	542.06	104.06
12/06/2012	03/26/2013	3	INTERCONTINENTALEXCHANGE INC	161.53	130.65	484.59	391.94	92.65
12/20/2012	03/26/2013	5	INTERCONTINENTALEXCHANGE INC	161.53	127.94	807.65	639.72	167.93
02/04/2013	03/26/2013	20	HELIX ENERGY SOLUTIONS GROUP	23.49	23.86	469.80	477.30	-7.50
02/05/2013	03/26/2013	5	HARLEY DAVIDSON INC	53.02	52.55	265.10	262.75	2.35
02/28/2013	03/26/2013	4	HARLEY DAVIDSON INC	53.02	52.86	212.08	211.43	0.65
03/01/2013	03/26/2013	6	HARLEY DAVIDSON INC	53.02	52.43	318.12	314.58	3.54
09/26/2012	03/26/2013	10	HARRIS CORP	44.91	51.10	449.10	510.99	-61.89
10/19/2012	03/26/2013	5	HARRIS CORP	44.91	46.35	224.55	231.74	-7.19
10/26/2012	03/26/2013	3	HERSHEY CO/THE	86.78	69.87	260.34	209.60	50.74
07/20/2012	03/26/2013	13	IDEXX LABS CORP	92.21	89.67	1,198.73	1,165.70	33.03
08/02/2012	03/26/2013	4	IDEXX LABS CORP	92.21	87.42	368.84	349.69	19.15
11/06/2012	03/26/2013	2	IDEXX LABS CORP	92.21	93.99	184.42	187.98	-3.56
11/16/2012	03/26/2013	3	IDEXX LABS CORP	92.21	90.42	276.63	271.26	5.37
03/04/2013	03/26/2013	15	ILLINOIS TOOL WORKS	61.06	61.18	915.90	917.73	-1.83
02/15/2013	03/26/2013	6	INTUIT INC	65.80	61.86	394.80	371.14	23.66
02/26/2013	03/26/2013	6	INTUIT INC	65.80	62.42	394.80	374.55	20.25
04/17/2012	03/26/2013	8	JPMORGAN CHASE & CO	48.63	43.69	389.00	349.55	39.45
02/06/2013	03/26/2013	10	JPMORGAN CHASE & CO	48.63	48.75	486.25	487.46	-1.21
02/07/2013	03/26/2013	5	JPMORGAN CHASE & CO	48.63	48.31	243.13	241.56	1.57
02/12/2013	03/26/2013	5	JPMORGAN CHASE & CO	48.63	48.95	243.13	244.77	-1.64
03/01/2013	03/26/2013	5	JPMORGAN CHASE & CO	48.63	48.74	243.12	243.71	-0.59
03/07/2013	03/26/2013	5	JPMORGAN CHASE & CO	48.63	50.41	243.13	252.04	-8.91
03/11/2013	03/26/2013	5	JPMORGAN CHASE & CO	48.63	50.42	243.12	252.09	-8.97
04/27/2012	03/26/2013	10	KROGER CO	32.77	23.29	327.70	232.86	94.84
12/17/2012	03/26/2013	15	KROGER CO	32.77	26.52	491.55	397.82	93.73
06/07/2012	03/26/2013	12	ESTEE LAUDER COMPANIES-CL A	63.97	55.07	767.64	660.80	106.84
07/10/2012	03/26/2013	6	ESTEE LAUDER COMPANIES-CL A	63.97	51.72	383.82	310.34	73.48

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/28/2012	03/26/2013	5	CITRIX SYSTEMS INC	70.79	59.66	353.95	298.32	55.63
02/25/2013	03/26/2013	5	CITRIX SYSTEMS INC	70.79	72.63	353.95	363.15	-9.20
03/21/2013	03/26/2013	7	COSTCO WHOLESALE CORP	105.89	103.48	741.23	724.36	16.87
04/04/2012	03/26/2013	17	COGNIZANT TECH SOLUTIONS-A	74.58	76.09	1,267.86	1,293.48	-25.62
04/17/2012	03/26/2013	5	COGNIZANT TECH SOLUTIONS-A	74.58	74.17	372.90	370.87	2.03
04/24/2012	03/26/2013	13	COGNIZANT TECH SOLUTIONS-A	74.58	72.21	969.54	938.76	30.78
06/08/2012	03/26/2013	10	COGNIZANT TECH SOLUTIONS-A	74.58	59.06	745.80	590.63	155.17
11/09/2012	03/26/2013	5	COGNIZANT TECH SOLUTIONS-A	74.58	66.32	372.90	331.62	41.28
11/12/2012	03/26/2013	5	COGNIZANT TECH SOLUTIONS-A	74.58	65.91	372.90	329.53	43.37
09/28/2012	03/26/2013	23	COMCAST CORP-CLASS A	41.50	35.73	954.50	821.89	132.61
07/20/2012	03/26/2013	1	CHIPOTLE MEXICAN GRILL-CL A	318.18	318.24	318.18	318.24	-0.06
07/31/2012	03/26/2013	1	CHIPOTLE MEXICAN GRILL-CL A	318.18	292.11	318.18	292.11	26.07
04/27/2012	03/26/2013	10	CIT GROUP INC	43.75	37.95	437.50	379.51	57.99
03/01/2013	03/26/2013	18	CAPITAL ONE FINANCIAL CORP	55.10	51.79	991.80	932.27	59.53
03/11/2013	03/26/2013	7	CAPITAL ONE FINANCIAL CORP	55.10	54.42	385.70	380.91	4.79
03/25/2013	03/26/2013	25	CAPITAL ONE FINANCIAL CORP	55.10	54.34	1,377.50	1,358.55	18.95
08/08/2012	03/26/2013	5	CELGENE CORP	112.37	71.61	561.85	358.03	203.82
08/21/2012	03/26/2013	10	CELGENE CORP	112.37	71.27	1,123.70	712.72	410.98
11/14/2012	03/26/2013	5	CELGENE CORP	112.37	74.99	561.85	374.95	186.90
02/05/2013	03/26/2013	8	CHUBB CORP	86.58	82.85	692.64	662.81	29.83
02/06/2013	03/26/2013	3	CHUBB CORP	86.58	83.24	259.74	249.73	10.01
02/15/2013	03/26/2013	5	CHUBB CORP	86.58	83.73	432.90	418.65	14.25
03/12/2013	03/26/2013	4	CHUBB CORP	86.58	85.76	346.32	343.06	3.26
03/30/2012	03/26/2013	16	CISCO SYSTEMS INC	20.85	21.13	333.52	338.08	-4.56
10/16/2012	03/26/2013	14	DIAMOND OFFSHORE DRILLING	68.74	69.30	962.36	970.26	-7.90
09/12/2012	03/26/2013	15	DISCOVER FINANCIAL SERVICES	45.07	38.30	676.05	574.52	101.53
09/14/2012	03/26/2013	20	DISCOVER FINANCIAL SERVICES	45.07	39.22	901.40	784.40	117.00
11/14/2012	03/26/2013	10	DISCOVER FINANCIAL SERVICES	45.07	40.64	450.70	406.45	44.25
12/04/2012	03/26/2013	10	DISCOVER FINANCIAL SERVICES	45.07	41.05	450.70	410.53	40.17
11/06/2012	03/26/2013	40	DELTA AIR LINES INC	16.60	9.93	663.80	397.17	266.63
09/18/2012	03/26/2013	10	DOLLAR GENERAL CORP	52.17	50.12	521.70	501.19	20.51
10/26/2012	03/26/2013	5	DOLLAR GENERAL CORP	52.17	47.84	260.85	239.22	21.63
02/01/2013	03/26/2013	4	EOG RESOURCES INC	129.23	127.42	516.92	509.67	7.25
02/15/2013	03/26/2013	8	***EVEREST RE GROUP LTD	128.41	120.71	1,027.28	965.70	61.58
08/24/2012	03/26/2013	40	EBAY INC	52.10	47.21	2,084.00	1,888.55	195.45
11/12/2012	03/26/2013	5	EBAY INC	52.10	47.51	260.50	237.56	22.94
01/23/2013	03/26/2013	10	EBAY INC	52.10	53.48	521.00	534.84	-13.84
03/14/2013	03/26/2013	10	EBAY INC	52.10	52.74	521.00	527.39	-6.39
08/09/2012	03/26/2013	3	EXXON MOBIL CORP	90.18	88.22	270.54	264.66	5.88
08/10/2012	03/26/2013	3	EXXON MOBIL CORP	90.18	88.14	270.54	264.42	6.12
08/21/2012	03/26/2013	7	EXXON MOBIL CORP	90.18	87.97	631.26	615.77	15.49
08/24/2012	03/26/2013	6	EXXON MOBIL CORP	90.18	87.82	541.08	526.90	14.18
09/06/2012	03/26/2013	11	EXXON MOBIL CORP	90.18	88.90	991.98	977.93	14.05
09/28/2012	03/26/2013	5	EXXON MOBIL CORP	90.18	91.07	450.90	455.34	-4.44
10/12/2012	03/26/2013	5	EXXON MOBIL CORP	90.18	90.81	450.90	454.04	-3.14
10/15/2012	03/26/2013	5	EXXON MOBIL CORP	90.18	90.93	450.90	454.63	-3.73
02/19/2013	03/26/2013	5	EXXON MOBIL CORP	90.18	88.69	450.90	443.46	7.44
02/15/2013	03/26/2013	25	ELECTRONIC ARTS INC	17.74	16.92	443.50	422.93	20.57
10/12/2012	03/26/2013	2	FLOWSERVE CORPORATION	165.42	128.21	330.84	256.42	74.42

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THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/27/2012	03/08/2013	7	COACH INC	48.72	74.06	341.05	518.41	-177.36
06/11/2012	03/08/2013	8	COACH INC	48.72	63.14	389.78	505.10	-115.32
07/31/2012	03/08/2013	5	COACH INC	48.72	51.09	243.61	255.47	-11.86
07/02/2012	03/08/2013	2	CUMMINS INC	119.48	95.45	238.96	190.91	48.05
06/08/2012	03/08/2013	2	STATE STREET CORP	59.27	42.08	118.53	84.17	34.36
06/11/2012	03/08/2013	2	STATE STREET CORP	59.27	42.95	118.53	85.91	32.62
05/21/2012	03/14/2013	2	F5 NETWORKS INC	91.58	116.05	183.16	232.11	-48.95
06/05/2012	03/14/2013	4	F5 NETWORKS INC	91.58	100.03	366.33	400.13	-33.80
05/09/2012	03/15/2013	20	MGM RESORTS INTERNATIONAL	13.04	11.47	260.90	229.36	31.54
07/16/2012	03/15/2013	25	MGM RESORTS INTERNATIONAL	13.04	9.84	326.12	245.89	80.23
07/02/2012	03/22/2013	4	CUMMINS INC	113.53	95.45	454.11	381.82	72.29
06/11/2012	03/22/2013	8	STATE STREET CORP	59.46	42.96	475.68	343.65	132.03
11/15/2012	03/22/2013	1	ULTA SALON COSMETICS & FRAGRAN	77.59	87.08	77.59	87.08	-9.49
11/16/2012	03/22/2013	4	ULTA SALON COSMETICS & FRAGRAN	77.59	87.93	310.35	351.74	-41.39
12/13/2012	03/22/2013	5	ULTA SALON COSMETICS & FRAGRAN	77.59	94.57	387.93	472.87	-84.94
06/28/2012	03/26/2013	5	ANSYS INC	79.28	61.85	396.40	309.25	87.15
07/06/2012	03/26/2013	15	ANSYS INC	79.28	60.65	1,189.20	909.76	279.44
07/23/2012	03/26/2013	5	ANSYS INC	79.28	57.17	396.40	285.85	110.55
02/11/2013	03/26/2013	10	AMPHENOL CORP-CL A	73.10	70.48	731.00	704.81	26.19
03/19/2013	03/26/2013	3	AMPHENOL CORP-CL A	73.10	72.55	219.30	217.66	1.64
11/14/2012	03/26/2013	8	AMAZON.COM INC	259.91	224.39	2,079.28	1,795.15	284.13
02/01/2013	03/26/2013	2	AMAZON.COM INC	259.91	267.60	519.82	535.21	-15.39
02/27/2013	03/26/2013	1	AMAZON.COM INC	259.91	262.89	259.91	262.89	-2.98
07/06/2012	03/26/2013	5	***ASTRAZENECA PLC-SPONS ADR	49.40	45.20	247.00	225.98	21.02
07/11/2012	03/26/2013	5	***ASTRAZENECA PLC-SPONS ADR	49.40	45.59	247.00	227.93	19.07
06/26/2012	03/26/2013	8	AFFILIATED MANAGERS GROUP INC	151.75	102.54	1,214.00	820.33	393.67
06/27/2012	03/26/2013	3	AFFILIATED MANAGERS GROUP INC	151.75	104.70	455.25	314.10	141.15
10/08/2012	03/26/2013	3	AFFILIATED MANAGERS GROUP INC	151.75	123.48	455.25	370.45	84.80
01/22/2013	03/26/2013	15	AKAMAI TECHNOLOGIES	35.01	39.95	525.15	599.24	-74.09
02/01/2013	03/26/2013	5	AKAMAI TECHNOLOGIES	35.01	41.85	175.05	209.27	-34.22
12/17/2012	03/26/2013	10	AT&T INC	36.72	34.04	367.20	340.37	26.83
10/09/2012	03/26/2013	1	APPLE INC	461.43	631.81	461.43	631.81	-170.38
09/07/2012	03/26/2013	10	BB&T CORP	31.26	32.70	312.55	327.05	-14.50
09/11/2012	03/26/2013	20	BB&T CORP	31.26	32.67	625.10	653.39	-28.29
10/19/2012	03/26/2013	10	BB&T CORP	31.26	30.05	312.55	300.49	12.06
09/25/2012	03/26/2013	7	***BUNGE LTD	73.31	66.09	513.17	462.65	50.52
11/23/2012	03/26/2013	55	BANK OF AMERICA CORP	12.29	9.88	675.95	543.50	132.45
11/27/2012	03/26/2013	80	BANK OF AMERICA CORP	12.29	9.90	983.20	791.70	191.50
12/12/2012	03/26/2013	35	BANK OF AMERICA CORP	12.29	10.62	430.15	371.53	58.62
01/29/2013	03/26/2013	55	BANK OF AMERICA CORP	12.29	11.50	675.95	632.71	43.24
02/15/2013	03/26/2013	25	BANK OF AMERICA CORP	12.29	12.04	307.25	301.12	6.13
02/04/2013	03/26/2013	4	BLACKROCK INC	258.50	234.76	1,034.00	939.04	94.96
08/13/2012	03/26/2013	11	BIOGEN IDEC INC	177.15	143.87	1,948.65	1,582.62	366.03
10/19/2012	03/26/2013	2	BIOGEN IDEC INC	177.15	145.19	354.30	290.39	63.91
01/10/2013	03/26/2013	5	BIOGEN IDEC INC	177.15	142.21	885.75	711.07	174.68
01/16/2013	03/26/2013	4	BIOGEN IDEC INC	177.15	142.84	708.60	571.36	137.24
01/18/2013	03/26/2013	3	BIOGEN IDEC INC	177.15	144.07	531.45	432.21	99.24
09/26/2012	03/26/2013	10	CITRIX SYSTEMS INC	70.79	74.36	707.90	743.64	-35.74
10/24/2012	03/26/2013	10	CITRIX SYSTEMS INC	70.79	63.98	707.90	639.84	68.06

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
07/10/2012	01/07/2013	1	CHIPOTLE MEXICAN GRILL-CL A	298.17	382.23	298.17	382.23	-84.06
03/14/2012	01/07/2013	15	TIBCO SOFTWARE INC	21.89	29.88	328.29	448.13	-119.84
07/05/2012	01/23/2013	5	PHILIP MORRIS INTERNATIONAL	88.71	89.02	443.57	445.10	-1.53
07/10/2012	01/25/2013	9	RED HAT INC	56.29	51.20	506.63	460.80	45.83
09/18/2012	01/29/2013	3	DOLLAR GENERAL CORP	46.91	50.12	140.74	150.36	-9.62
05/22/2012	01/29/2013	4	HELMERICH & PAYNE	62.39	45.61	249.57	182.46	67.11
11/09/2012	01/30/2013	10	FACEBOOK INC-A	31.23	19.88	312.28	198.83	113.45
05/22/2012	01/30/2013	5	OCEANEERING INTL INC	62.23	47.82	311.17	239.08	72.09
07/05/2012	01/30/2013	5	PHILIP MORRIS INTERNATIONAL	87.66	89.02	438.29	445.10	-6.81
03/14/2012	01/30/2013	5	TIBCO SOFTWARE INC	23.44	29.88	117.18	149.38	-32.20
04/09/2012	01/30/2013	10	TIBCO SOFTWARE INC	23.44	32.53	234.36	325.28	-90.92
02/02/2012	01/31/2013	30	MGM RESORTS INTERNATIONAL	12.71	13.87	381.18	416.07	-34.89
05/22/2012	02/04/2013	5	HELMERICH & PAYNE	63.72	45.61	318.61	228.07	90.54
03/06/2012	02/04/2013	8	MCKESSON CORP	102.72	82.38	821.75	659.06	162.69
03/28/2012	02/04/2013	3	MCKESSON CORP	102.72	88.15	308.16	264.45	43.71
08/06/2012	02/05/2013	10	MCGRAW-HILL FINANCIAL INC	46.85	48.58	468.52	485.80	-17.28
02/16/2012	02/05/2013	4	NATIONAL OILWELL INC	68.59	83.85	274.35	335.41	-61.06
03/14/2012	02/05/2013	4	NATIONAL OILWELL INC	68.59	80.97	274.35	323.88	-49.53
04/12/2012	02/05/2013	10	UNITEDHEALTH GROUP INC	56.95	58.38	569.50	583.78	-14.28
07/10/2012	02/12/2013	10	RACKSPACE HOSTING INC	74.23	43.44	742.30	434.45	307.85
07/20/2012	02/15/2013	1	CHIPOTLE MEXICAN GRILL-CL A	314.87	318.24	314.87	318.24	-3.37
03/21/2012	02/15/2013	10	DIRECTV	49.40	48.11	494.04	481.08	12.96
06/05/2012	02/15/2013	4	LINKEDIN CORP - A	161.34	92.32	645.36	369.30	276.06
02/21/2012	02/20/2013	25	MGM RESORTS INTERNATIONAL	12.95	14.22	323.87	355.39	-31.52
02/28/2012	02/20/2013	5	MGM RESORTS INTERNATIONAL	12.95	13.55	64.77	67.75	-2.98
11/15/2012	02/20/2013	3	ULTA SALON COSMETICS & FRAGRAN	86.35	87.08	259.06	261.24	-2.18
06/13/2012	02/21/2013	3	VF CORP	159.10	137.88	477.31	413.63	63.68
06/26/2012	02/21/2013	1	VF CORP	159.10	139.72	159.10	139.72	19.38
08/08/2012	02/25/2013	5	CELGENE CORP	100.35	71.61	501.74	358.03	143.71
06/27/2012	02/28/2013	3	CUMMINS INC	116.44	90.39	349.31	271.16	78.15
05/22/2012	02/28/2013	1	HELMERICH & PAYNE	66.49	45.61	66.49	45.61	20.88
06/01/2012	02/28/2013	10	HELMERICH & PAYNE	66.49	44.66	664.85	446.60	218.25
06/08/2012	02/28/2013	8	STATE STREET CORP	56.97	42.08	455.78	336.68	119.10
01/22/2013	03/01/2013	5	AKAMAI TECHNOLOGIES	36.53	39.95	182.65	199.75	-17.10
07/20/2012	03/01/2013	3	IDEXX LABS CORP	91.08	89.67	273.23	269.01	4.22
06/08/2012	03/01/2013	6	LORILLARD INC	38.33	41.01	230.00	246.05	-16.05
08/15/2012	03/01/2013	6	LORILLARD INC	38.33	41.66	229.99	249.99	-20.00
06/05/2012	03/06/2013	2	LINKEDIN CORP - A	174.36	92.32	348.71	184.65	164.06
07/20/2012	03/07/2013	1	CHIPOTLE MEXICAN GRILL-CL A	326.46	318.25	326.46	318.25	8.21
09/18/2012	03/07/2013	5	DOLLAR GENERAL CORP	47.98	50.12	239.92	250.59	-10.67
04/17/2012	03/07/2013	5	F5 NETWORKS INC	94.52	123.75	472.61	618.73	-146.12
05/21/2012	03/07/2013	1	F5 NETWORKS INC	94.52	116.06	94.52	116.06	-21.54
04/09/2012	03/07/2013	20	MGM RESORTS INTERNATIONAL	12.46	13.41	249.13	268.28	-19.15
04/12/2012	03/07/2013	3	UNITEDHEALTH GROUP INC	54.08	58.38	162.24	175.14	-12.90
05/15/2012	03/07/2013	7	UNITEDHEALTH GROUP INC	54.08	55.46	378.56	388.20	-9.64
05/07/2012	03/08/2013	10	***BP PLC-SPONS ADR	40.46	41.36	404.63	413.56	-8.93

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
BANK OF NOVA SCOTIA		*CUSIP Number*	*064149107*					
83 0000	Sale	05/01/13	07/12/13	4,554.53	4,777 12	0 00	(222 59)	
35 0000	Sale	05/01/13	07/15/13	1,928 78	2,014 45	0 00	(85 67)	
	Security Subtotal			***6,483.31***	***6,791.57***	***0.00***	***(308 26)***	
ONSOL ENERGY INC COM		*CUSIP Number*	*20854P109*					
10 0000	Sale	05/01/13	09/24/13	341 70	339 00	0 00	2 70	
29 0000	Sale	05/01/13	09/25/13	982 52	983.10	0 00	(0 58)	
34 0000	Sale	05/01/13	09/26/13	1,148 27	1,152 60	0.00	(4.33)	
8.0000	Sale	05/01/13	09/27/13	269 85	271 20	0 00	(1 35)	
	Security Subtotal			***2,742.34***	***2,745.90***	***0.00***	***(3.56)***	
UNILEVER NV NY REG SHS		*CUSIP Number*	*904784709*					
18 0000	Sale	05/01/13	11/19/13	703 70	765 36	0 00	(61 66)	
32.0000	Sale	05/01/13	11/20/13	1,253 27	1,360 64	0 00	(107 37)	
27.0000	Sale	05/01/13	11/21/13	1,049 69	1,148.04	0 00	(98 35)	
	Security Subtotal			***3,006.66***	***3,274.04***	***0.00***	***(267.38)***	
V F CORPORATION		*CUSIP Number*	*918204108*					
8 0000	Sale	05/01/13	09/20/13	1,620 99	1,409 68	0 00	211 31	
8 0000	Sale	05/01/13	09/23/13	1,615.89	1,409.68	0 00	206 21	
	Security Subtotal			***3,236.88***	***2,819.36***	***0.00***	***417.52***	
Covered Short Term Capital Gains and Losses Subtotal				**15,469.19**	**15,630.87**	**0.00**	**(161.68)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**15,469.19**	**15,630.87**	**0.00**	**(161.68)**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**15,469.19**				
TOTAL REPORTED SALES PROCEEDS				**15,469.19**				

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
(161.68)	**0.00**	**0.00**	**0.00**

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
U S TREASURY NOTE 0 250% OCT 31 2013 00 250% OCT 31 2013		*CUSIP Number*	*912828RN2*					
2000.0000	Sale	05/03/13	06/06/13	2,001 32	2,001 49	0 00	(0 17)	
45000.0000	Redemption	05/03/13	10/31/13	45,000 00	45,033 55	0 00	(33 55)	
	Security Subtotal			***47,001.32***	***47,035.04***	***0.00***	***(33.72)***	
U S TREASURY NOTE 0 250% JAN 15 2015 00.250% JAN 15 2015		*CUSIP Number*	*912828RZ5*					
2000 0000	Sale	05/03/13	07/16/13	2,000.85	2,001 25	0 00	(0.40)	
U S TREASURY NOTE 0 250% MAY 31 2014		*CUSIP Number*	*912828SW1*					
2000.0000	Sale	05/03/13	07/16/13	2,002 26	2,002 04	0 00	0.22	
U S. TREASURY NOTE 1.125% JUN 15 2013 01.125% JUN 15 2013		*CUSIP Number*	*912828NH9*					
14000 0000	Redemption	06/06/13	06/17/13	14,000.00	14,000 00	0 00	0 00	
U.S. TREASURY NOTE 1 000% JUL 15 2013 01 000% JUL 15 2013		*CUSIP Number*	*912828NN6*					
8000 0000	Redemption	05/03/13	07/15/13	8,000 00	8,014 09	0.00	(14 09)	
U S TREASURY NOTE 1.000% MAY 15 2014 01 000% MAY 15 2014		*CUSIP Number*	*912828QM5*					
2000.0000	Sale	05/03/13	06/06/13	2,015 70	2,017.43	0 00	(1 73)	
Noncovered Short Term Capital Gains and Losses Subtotal				**75,020.13**	**75,069.85**	**0.00**	**(49.72)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**75,020.13**	**75,069.85**	**0.00**	**(49.72)**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**75,020.13**				
TOTAL REPORTED SALES PROCEEDS				**75,020.13**				

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

CASH/MONEY ACCOUNTS *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Estimated Annual Income*	*Est Annual Yield%*
CASH	180 93	180 93		**180.93**		
BIF MONEY FUND	15,022 00	15,022 00	1.0000	**15,022.00**	**11**	07
TOTAL		15,202.93		**15,202.93**	**11**	07

EQUITIES *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
ABBOTT LABS	ABT	05/01/13	82	37.0100	3,034.82	38.3300	**3,143.06**	108.24	**73**	2 29
ABBVIE INC SHS	ABBV	05/01/13	82	45.8200	3,757.24	52 8100	**4,330.42**	573.18	**132**	3 02
ACE LIMITED	ACE	05/01/13	52	88.6200	4,608.24	103.5300	**5,383.56**	775.32	**132**	2.43
AMER EXPRESS COMPANY	AXP	05/01/13	76	68 5900	5,212 84	90 7300	**6,895.48**	1,682 64	**70**	1 01
AMERICAN TOWER REIT INC *(HLDG CO) SHS*	AMT	05/01/13	27	83.6000	2,257.20	79.8200	**2,155.14**	(102.06)	**32**	1.45
AT&T INC	T	05/01/13	212	37.8657	8,027 53	35.1600	**7,453.92**	(573.61)	**391**	5 23
BHP BILLITON LTD ADR	BHP	05/01/13	142	66.3487	9,421.52	68.2000	**9,684.40**	262.88	**330**	3.40
BRISTOL-MYERS SQUIBB CO	BMY	05/01/13	294	39.6952	11,670 39	53.1500	**15,626.10**	3,955.71	**424**	2.70
CHEVRON CORP	CVX	05/01/13	132	120.7800	15,942.96	124.9100	**16,488.12**	545.16	**528**	3.20
CHUBB CORP	CB	10/23/13	48	93 0554	4,466.66	96.6300	4,638 24	171 58	85	1.82
		10/24/13	52	93.3473	4,854.06	96 6300	5,024 76	170.70	92	1.82
Subtotal			*100*		*9,320 72*		***9,663.00***	*342 28*	***177***	*1 82*
CITIGROUP INC COM NEW	C	05/01/13	93	46 0000	4,278 00	52.1100	4,846.23	568.23	4	.07
		05/09/13	49	48.7453	2,388.52	52.1100	2,553.39	164.87	2	07
Subtotal			*142*		*6,666 52*		***7,399.62***	*733 10*	***6***	*07*
COCA COLA COM	KO	05/01/13	189	42.3762	8,009.12	41.3100	**7,807.59**	(201.53)	**212**	2.71
COMCAST CRP NEW CL A SPL	CMCSK	05/01/13	268	39.8401	10,677.17	49.8800	**13,367.84**	2,690 67	**210**	1.56

+

Managed Equities

Account Number: 7W7-02005

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CONOCOPHILLIPS	COP	05/01/13	88	60.2900	5,305.52	70 6500	**6,217.20**	911.68	**243**	3 90
DEERE CO	DE	05/01/13	116	87.9300	10,199 88	91.3300	**10,594.28**	394 40	**237**	2.23
DIAGEO PLC SPSD ADR NEW	DEO	05/01/13	99	122 7700	12,154 23	132 4200	**13,109.58**	955 35	**297**	2 26
DOMINION RES INC NEW VA	D	05/01/13	171	61 3100	10,484 01	64 6900	**11,061.99**	577 98	**385**	3.47
DOW CHEMICAL CO	DOW	05/01/13	102	33 3400	3,400.68	44.4000	**4,528.80**	1,128.12	**131**	2.88
DU PONT E I DE NEMOURS	DD	05/01/13	218	53.9156	11,753 62	64.9700	**14,163.46**	2,409 84	**393**	2.77
DUKE ENERGY CORP NEW	DUK	05/01/13	62	75.1500	4,659 30	69 0100	**4,278.62**	(380.68)	**194**	4.52
ENBRIDGE INC COM	ENB	05/01/13	184	46.8775	8,625.46	43.6800	**8,037.12**	(588.34)	**242**	3.00
EXXON MOBIL CORP COM	XOM	05/01/13	177	87.9857	15,573.47	101.2000	**17,912.40**	2,338 93	**447**	2 49
FIFTH THIRD BANCORP	FITB	05/01/13	277	16.7998	4,653.57	21.0300	5,825.31	1,171 74	133	2 28
		05/09/13	66	17.7104	1,168 89	21.0300	1,387.98	219.09	32	2 28
Subtotal			*343*		*5,822 46*		***7,213.29***	*1,390 83*	***165***	*2 28*
GENERAL ELECTRIC	GE	05/01/13	618	22.2760	13,766 57	28 0300	17,322 54	3,555.97	544	3.13
		11/08/13	118	26 8542	3,168.80	28.0300	3,307 54	138.74	104	3.13
Subtotal			*736*		*16,935.37*		***20,630.08***	*3,694 71*	***648***	*3 13*
GENERAL MILLS	GIS	05/01/13	97	50 6000	4,908.20	49 9100	**4,841.27**	(66 93)	**148**	3.04
HOME DEPOT INC	HD	05/01/13	137	73 0459	10,007.30	82.3400	**11,280.58**	1,273.28	**214**	1 89
HONEYWELL INTL INC DEL	HON	05/01/13	83	72.9700	6,056.51	91 3700	**7,583.71**	1,527.20	**150**	1.97
INTEL CORP	INTC	05/01/13	208	24 0657	5,005.67	25.9550	**5,398.64**	392.97	**188**	3.46
INTL BUSINESS MACHINES *CORP IBM*	IBM	05/01/13	53	200.4300	10,622 79	187.5700	**9,941.21**	(681.58)	**202**	2.02
INTL PAPER CO	IP	07/16/13	96	48.2232	4,629.43	49.0300	**4,706.88**	77 45	**135**	2 85
JOHNSON AND JOHNSON COM	JNJ	05/01/13	101	84.7500	8,559.75	91.5900	**9,250.59**	690 84	**267**	2 88
JOHNSON CONTROLS INC	JCI	05/01/13	97	34.6700	3,362.99	51.3000	**4,976.10**	1,613 11	**86**	1.71
JPMORGAN CHASE & CO	JPM	05/01/13	380	48.1155	18,283 89	58.4800	**22,222.40**	3,938.51	**578**	2 59

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
KIMBERLY CLARK	KMB	05/01/13	63	103.8100	6,540 03	104.4600	**6,580.98**	40 95	**205**	3.10
KINDER MORGAN INC. DEL	KMI	05/01/13	117	38.6857	4,526 23	36 0000	**4,212.00**	(314.23)	**192**	4.55
LORILLARD INC	LO	05/01/13	159	42.7557	6,798.16	50.6800	**8,058.12**	1,259 96	**350**	4 34
MARATHON OIL CORP	MRO	05/01/13	140	32.0052	4,480.73	35.3000	**4,942.00**	461 27	**107**	2 15
MARATHON PETROLEUM CORP	MPC	05/01/13	72	74.3750	5,355.00	91.7300	**6,604.56**	1,249.56	**121**	1.83
MCDONALDS CORP COM	MCD	05/01/13	122	101.6713	12,403 91	97 0300	**11,837.66**	(566.25)	**396**	3 33
MEADWESTVACO CORP	MWV	05/01/13	163	33.6500	5,484.95	36.9300	**6,019.59**	534 64	**163**	2.70
MERCK AND CO INC SHS	MRK	05/01/13	228	45 6099	10,399 06	50.0500	**11,411.40**	1,012.34	**402**	3 51
METLIFE INC COM	MET	07/09/13	63	48 7252	3,069.69	53.9200	**3,396.96**	327.27	**70**	2 04
MICROSOFT CORP	MSFT	05/01/13	195	32 8456	6,404.91	37.4100	**7,294.95**	890 04	**219**	2 99
MONDELEZ INTERNATIONAL *INC*	MDLZ	05/01/13	185	31.5850	5,843.23	35.3000	**6,530.50**	687.27	**104**	1.58
MOTOROLA SOLUTIONS INC	MSI	10/02/13	40	60.4402	2,417.61	67.5000	2,700.00	282.39	50	1.83
		10/03/13	38	60 5992	2,302.77	67.5000	2,565 00	262 23	48	1.83
Subtotal			*78*		*4,720 38*		***5,265.00***	*544 62*	***98***	*1 83*
NEWMONT MINING CORP	NEM	05/01/13	94	32.8700	3,089 78	23.0300	**2,164.82**	(924.96)	**76**	3 47
NEXTERA ENERGY INC SHS	NEE	05/01/13	119	81 4700	9,694.93	85 6200	**10,188.78**	493 85	**315**	3.08
NORTHEAST UTILITIES COM	NU	05/01/13	116	45.1412	5,236.38	42.3900	**4,917.24**	(319.14)	**171**	3.46
NORTHROP GRUMMAN CORP	NOC	05/01/13	70	76.3100	5,341.70	114 6100	**8,022.70**	2,681 00	**171**	2.12
OCCIDENTAL PETE CORP CAL	OXY	05/01/13	96	87 6200	8,411.52	95 1000	**9,129.60**	718.08	**246**	2 69
PFIZER INC	PFE	05/01/13	343	29.1751	10,007.09	30.6300	**10,506.09**	499.00	**357**	3.39
PHILIP MORRIS INTL INC	PM	05/01/13	147	95 9957	14,111.37	87.1300	**12,808.11**	(1,303.26)	**553**	4.31
PHILLIPS 66 SHS	PSX	05/01/13	44	60.2900	2,652.76	77.1300	**3,393.72**	740.96	**69**	2.02
PRAXAIR INC	PX	05/01/13	62	113.6200	7,044.44	130.0300	**8,061.86**	1,017.42	**149**	1.84

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PROCTER & GAMBLE CO	PG	05/01/13	128	77.2152	9,883.55	81.4100	**10,420.48**	536.93	**308**	2.95
PRUDENTIAL FINANCIAL INC	PRU	05/01/13	100	59 5400	5,954.00	92.2200	9,222 00	3,268.00	212	2.29
		07/12/13	36	77.7208	2,797.95	92 2200	3,319.92	521.97	77	2.29
Subtotal			*136*		*8,751 95*		***12,541.92***	*3,789 97*	***289***	*2 29*
PUB SVC ENTERPRISE GRP	PEG	05/01/13	115	36.8261	4,235.01	32 0400	**3,684.60**	(550 41)	**166**	4.49
RAYTHEON CO DELAWARE NEW	RTN	05/01/13	152	62.0900	9,437.68	90.7000	**13,786.40**	4,348.72	**335**	2 42
SCHLUMBERGER LTD	SLB	05/01/13	70	73 8700	5,170.90	90 1100	**6,307.70**	1,136 80	**88**	1.38
SEMPRA ENERGY	SRE	05/01/13	60	82 4100	4,944 60	89 7600	**5,385.60**	441 00	**152**	2 80
SUNTRUST BKS INC COM	STI	05/01/13	156	29 0800	4,536.48	36.8100	5,742.36	1,205.88	63	1 08
		05/09/13	78	30.7733	2,400.32	36.8100	2,871.18	470.86	32	1.08
Subtotal			*234*		*6,936 80*		***8,613.54***	*1,676 74*	***95***	*1 08*
TORONTO DOMINION BANK	TD	05/01/13	66	81.5369	5,381.44	94 2400	**6,219.84**	838 40	**213**	3 41
TOTAL S A. SP ADR	TOT	05/01/13	144	49.9095	7,186.98	61 2700	**8,822.88**	1,635.90	**379**	4 28
TRAVELERS COS INC	TRV	06/04/13	175	83.9082	14,683.94	90 5400	**15,844.50**	1,160 56	**351**	2.20
UNILEVER NV NY REG SHS	UN	05/01/13	188	42.5198	7,993.73	40.2300	**7,563.24**	(430.49)	**223**	2.94
UNITED PARCEL SVC CL B	UPS	05/01/13	69	85.2000	5,878.80	105.0800	**7,250.52**	1,371.72	**172**	2.36
UNITED TECHS CORP COM	UTX	05/01/13	131	91.4700	11,982.57	113 8000	**14,907.80**	2,925 23	**310**	2.07
US BANCORP (NEW)	USB	05/01/13	230	32.9200	7,571.60	40 4000	**9,292.00**	1,720 40	**212**	2.27
V F CORPORATION	VFC	05/01/13	188	44 0525	8,281.87	62.3400	**11,719.92**	3,438.05	**198**	1.68
VERIZON COMMUNICATNS COM	VZ	05/01/13	333	52.3651	17,437.61	49.1400	**16,363.62**	(1,073.99)	**706**	4.31
WAL-MART STORES INC	WMT	05/01/13	91	78.2800	7,123.48	78.6900	**7,160.79**	37.31	**172**	2.38
WELLS FARGO & CO NEW DEL	WFC	05/01/13	394	37.5557	14,796.95	45.4000	**17,887.60**	3,090 65	**473**	2.64
WEYERHAEUSER CO	WY	05/01/13	255	30 2100	7,703.55	31.5700	**8,050.35**	346.80	**225**	2 78
3M COMPANY	MMM	05/01/13	62	105.0300	6,511.86	140.2500	**8,695.50**	2,183.64	**213**	2.43
TOTAL					588,467.92		**659,211.89**	70,743 97	**17,881**	2.71

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

TERRY KASSEL

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/13	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	Cash and Money Funds						
	CASH		1.14	1.14			
332,375	ML BANK DEPOSIT PROGRAM	04/18/13	332,375 00	332,375 00			99 71
	Total Cash and Money Funds		**332,376.14**	**332,376.14**			**99.71**

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/13	Unrealized Gain or (Loss)	Est Annual Income
	Equities					
1,700	AUTODESK INC DEL PV$0 01	08/16/11	49,272 97	85,542 30	36,269 33	
300	AUTODESK INC DEL PV$0 01	08/17/11	8,681.01	15,095.70	6,414 69	
10,000	HOVNANIAN ENTRPRSES CL A	04/10/13		66,200 00		
3	PARTNERRE LTD	03/26/13	278 21	316 29	38.08	8 00
4	PHILIP MORRIS INTL INC	03/26/13	365 21	348.52	(16.69)	16 00
	Total Equities		**58,597.40**	**167,502.81**	**42,705.41**	**24.00**

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	391.91	391.91		**391.91**		
BIF MONEY FUND	7,327.00	7,327 00	1 0000	**7,327.00**	**5**	07
TOTAL		7,718.91		**7,718.91**	**5**	.07

GOVERNMENT AND AGENCY SECURITIES [1] Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
U.S. TREASURY NOTE 1.875% FEB 28 2014 01 875% FEB 28 2014 MOODY'S AAA S&P *** CUSIP 912828KF6	05/03/13	9,000	9,127.65	100.2810	**9,025.29**	(102.36)	56.87	**169**	1 86
U S TREASURY NOTE 1.000% MAY 15 2014 01 000% MAY 15 2014 MOODY'S. AAA S&P. *** CUSIP· 912828QM5	05/03/13	31,000	31,270.14	100.3320	**31,102.92**	(167 22)	39.39	**310**	.99
U.S. TREASURY NOTE 0 250% MAY 31 2014 MOODY'S· AAA S&P *** CUSIP 912828SW1	05/03/13	26,000	26,026.49	100 0590	**26,015.34**	(11.15)	5.57	**65**	.24
Δ FEDERAL NATL MTG ASSOC NOTES 00 625% OCT 30 2014 MOODY'S AAA S&P AA+ CUSIP 3135G0DW0 ORIGINAL UNIT/TOTAL COST· 100 6120/4,024 48	05/03/13	4,000	4,013.77	100 3680	**4,014.72**	95	4.17	**25**	.62
U.S TREASURY NOTE 0.375% NOV 15 2014 00 375% NOV 15 2014 MOODY'S. AAA S&P· *** CUSIP 912828RQ5	05/03/13	34,000	34,093.08	100.1910	**34,064.94**	(28 14)	16.20	**128**	37
Δ U S. TREASURY NOTE 0 250% JAN 15 2015 00 250% JAN 15 2015 MOODY'S AAA S&P *** CUSIP 912828RZ5 ORIGINAL UNIT/TOTAL COST 100 0706/26,018 37	05/03/13	26,000	26,011.31	100.0820	**26,021.32**	10.01	29 85	**65**	24

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TREASURY NOTE *0 375% JUN 30 2015* *MOODY'S. AAA S&P *** CUSIP: 912828VH0* *ORIGINAL UNIT/TOTAL COST 100 0042/19,000 81*	06/27/13	19,000	19,000 61	100 2070	**19,039.33**	38 72		**72**	37
U.S. TREASURY NOTE *0 250% OCT 31 2015 00 250% OCT 31 2015* *MOODY'S· AAA S&P *** CUSIP· 912828WB2*	11/06/13	49,000	48,954 23	99 8590	**48,930.91**	(23.32)	20 64	**123**	.25
U S. TREASURY NOTE *0 250% MAY 15 2016 016* *MOODY'S. AAA S&P· *** CUSIP· 912828VC1*	06/06/13	7,000	6,953.27	99.3830	**6,956.81**	3.54	2.22	**18**	.25
U.S. TREASURY NOTE *0 625% JUL 15 2016 016* *MOODY'S AAA S&P: *** CUSIP 912828VL1*	07/16/13	8,000	7,996 90	100 1250	**8,010.00**	13 10	22 96	**50**	62
TOTAL		213,000	213,447.45		**213,181.58**	(265.87)	197.87	**1,025**	48

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ VERIZON COMMUNICATIONS *GLB 01.250% NOV 03 2014* *MOODY'S BAA1 S&P BBB+ CUSIP 92343VBB9* *ORIGINAL UNIT/TOTAL COST· 101 0690/8,085 52*	05/03/13	8,000	8,048.35	100.5830	**8,046.64**	(1.71)	16.11	**100**	1 24
Δ JPMORGAN CHASE & CO *SER MTN 01 875% MAR 20 2015* *MOODY'S A3 S&P A CUSIP 46623EJP5* *ORIGINAL UNIT/TOTAL COST 102 1340/4,085.36*	05/03/13	4,000	4,055 89	101 3520	**4,054.08**	(1.81)	21 04	**75**	1 84
Δ COVIDIEN INTL FINANCE SA *COMPANY GUARNT GLB 01 350% MAY 29 2015* *MOODY'S BAA1 S&P A CUSIP 22303QAM2* *ORIGINAL UNIT/TOTAL COST 101 3940/4,055 76*	05/03/13	4,000	4,038 31	100 7340	**4,029.36**	(8.95)	4 80	**54**	1.34

YOUR EMA SUBACCOUNT ASSETS

November 30, 2013 - December 31, 2013

CORPORATE BONDS (continued) *Description*	*Acquired*	*Quantity*	*Adjusted/Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
Δ WELLS FARGO & COMPANY	05/03/13	4,000	4,050.91	101.4060	**4,056.24**	5.33	30.00	**60**	1 47
01 500% JUL 01 2015									
MOODY'S: A2 S&P A+ CUSIP 94974BFE5									
ORIGINAL UNIT/TOTAL COST· 101 8180/4,072 72									
TOTAL		20,000	20,193.46		**20,186.32**	(7 14)	71.95	**289**	1.43

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
BLACKROCK ALLOCATION	16,011	160,735.50	9.8300	**157,388.13**	(3,347 37)	160,735	**(3,347)**	**4,898**	3.11
TARGET SHARES SERIES S									
SYMBOL· BRASX Initial Purchase· 05/03/13									
Fixed Income 100%									
Subtotal (Fixed Income)				*157,388.13*					
TOTAL		160,735 50		**157,388.13**	(3,347 37)		**(3,347)**	**4,898**	3 11

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.