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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: THE DAVID AND MEREDITH KAPLAN FOUNDATION

A Employer identification number: 26-6166619

Number and street (or P O box number if mail is not delivered to street address): 16130 VENTURA BLVD

Room/suite: 320

B Telephone number: (818) 981-2240

City or town, state or province, country, and ZIP or foreign postal code: ENCINO, CA 91436

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) ▶$ 11,507,245.

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))

		(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	1,501,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,487.	1,487.		STATEMENT 1
	4 Dividends and interest from securities	21,974.	15,223.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	74,609.			
	b Gross sales price for all assets on line 6a 659,689.				
	7 Capital gain net income (from Part IV, line 2)		74,609.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	1,599,070.	91,319.		
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 STMT 3	11,053.	1,658.		9,395.
	c Other professional fees STMT 4	5,014.	5,014.		0.
	17 Interest				
	18 Taxes STMT 5	618.	108.		10.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	225.	0.		225.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,910.	6,780.		9,630.
	25 Contributions, gifts, grants paid	839,929.			839,929.
	26 **Total expenses and disbursements.** Add lines 24 and 25	856,839.	6,780.		849,559.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	742,231.			
	b **Net investment income** (if negative, enter -0-)		84,539.		
	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	9,556,969.	3,249,457.	3,249,457.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	664,172.	7,713,915.	8,257,788.
	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)	10,221,141.	10,963,372.	11,507,245.
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	10,221,141.	10,963,372.	
	30 **Total net assets or fund balances**	10,221,141.	10,963,372.	
	31 **Total liabilities and net assets/fund balances**	10,221,141.	10,963,372.	

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	10,221,141.
2 Enter amount from Part I, line 27a	2	742,231.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,963,372.
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	10,963,372.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	659,689.		585,080.	74,609.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				74,609.

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	74,609.
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	828,212.	1,372,072.	.603621
2011	518,315.	1,229,733.	.421486
2010	320,821.	964,924.	.332483
2009	288,717.	776,213.	.371956
2008	230,262.	939,998.	.244960

2	Total of line 1, column (d)	2	1.974506
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	.394901
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,140,928.
5	Multiply line 4 by line 3	5	4,004,663.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	845.
7	Add lines 5 and 6	7	4,005,508.
8	Enter qualifying distributions from Part XII, line 4	8	849,559.

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	1,691.
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	1,691.
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	1,691.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 2,315.		
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	2,315.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	624.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 624. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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)*

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? N/A	13		

Website address ▶ N/A

14 The books are in care of ▶ WISHNOW, ROSS, WARSAVSKY & CO. Telephone no ▶ (818) 981-2240

Located at ▶ 16130 VENTURA BLVD., SUITE 320, ENCINO, CA ZIP+4 ▶ 91436

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

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
DAVID KAPLAN 16130 VENTURA BLVD. #320 ENCINO, CA 91436	TRUSTEE 2.00	0.	0.	0.
MEREDITH KAPLAN 16130 VENTURA BLVD. #320 ENCINO, CA 91436	TRUSTEE 2.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	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	0.
2	
All other program-related investments See instructions 3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	573,884.
b	Average of monthly cash balances		1b	3,546,074.
c	Fair market value of all other assets		1c	6,175,400.
d	**Total** (add lines 1a, b, and c)		1d	10,295,358.
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	10,295,358.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	154,430.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	10,140,928.
6	**Minimum investment return.** Enter 5% of line 5		6	507,046.

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	507,046.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,691.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,691.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	505,355.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	505,355.
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	505,355.

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	849,559.
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	849,559.
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	849,559.

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				505,355.
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 184,054.				
b From 2009 250,684.				
c From 2010 279,776.				
d From 2011 457,904.				
e From 2012 760,102.				
f Total of lines 3a through e	1,932,520.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 849,559.				
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				505,355.
e Remaining amount distributed out of corpus	344,204.			
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	2,276,724.			
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	184,054.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	2,092,670.			
10 Analysis of line 9				
a Excess from 2009 250,684.				
b Excess from 2010 279,776.				
c Excess from 2011 457,904.				
d Excess from 2012 760,102.				
e Excess from 2013 344,204.				

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	NONE	PUBLIC CHARITY	CONTRIBUTION	839,929.
Total			▶ 3a	839,929.
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	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(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			14	1,487.	
4 Dividends and interest from securities			14	21,974.	
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					74,609.
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.		23,461.	74,609.
13 Total. Add line 12, columns (b), (d), and (e)				13	98,070.

(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] 5/15/14 ▶ Trustee

Signature of officer or trustee Date Title

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
MICHAEL WARSAVSKY	MICHAEL WARSAVSKY	5/8/14		P01303673

Firm's name ▶ WISHNOW, ROSS, WARSAVSKY & COMPANY Firm's EIN ▶ 95-3048720

Firm's address ▶ 16130 VENTURA BLVD., SUITE 320 ENCINO, CA 91436 Phone no (818) 981-2240

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

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990***

OMB No 1545-0047

2013

Name of the organization	**Employer identification number**
THE DAVID AND MEREDITH KAPLAN FOUNDATION	26-6166619

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization	Employer identification number
THE DAVID AND MEREDITH KAPLAN FOUNDATION	26-6166619

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID AND MEREDITH KAPLAN 16130 VENTURA BLVD, #320 ENCINO, CA 91436	$ 1,500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	NEIL AND ARLENE KAPLAN 16130 VENTURA BLVD, #320 ENCINO, CA 91436	$ 1,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization: THE DAVID AND MEREDITH KAPLAN FOUNDATION

Employer identification number: 26-6166619

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

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

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

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

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

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

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

Name of organization: THE DAVID AND MEREDITH KAPLAN FOUNDATION

Employer identification number: 26-6166619

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	JP MORGAN-SCHEDULE ATTACHED	P	VARIOUS	
b	JP MORGAN-SCHEDULE ATTACHED	P	VARIOUS	
c	JP MORGAN-SCHEDULE ATTACHED	P	VARIOUS	
d	JP MORGAN-SCHEDULE ATTACHED	P	VARIOUS	
e	RBC CAPITAL GAIN DISTIRBUTION	P	VARIOUS	
f	JP MORGAN OPTIONS-SCHEDULE ATTACHED	P	VARIOUS	
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	312,938.		292,635.	20,303.
b	20,414.		23,519.	<3,105.>
c	180,284.		152,890.	27,394.
d	138,090.		110,107.	27,983.
e	1.			1.
f	7,962.		5,929.	2,033.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a				20,303.
b				<3,105.>
c				27,394.
d				27,983.
e				1.
f				2,033.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	74,609.
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

323591
05-01-13

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
CITY NATIONAL BANK	1,487.	1,487.	
TOTAL TO PART I, LINE 3	1,487.	1,487.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ICG ADVISORS #983-57345	11,686.	0.	11,686.	11,686.	
JP MORGAN #720-12639	3,537.	0.	3,537.	3,537.	
NONDIVIDEND DISTRIBUTIONS	6,751.	0.	6,751.	0.	
TO PART I, LINE 4	21,974.	0.	21,974.	15,223.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,053.	1,658.		9,395.
TO FORM 990-PF, PG 1, LN 16B	11,053.	1,658.		9,395.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGMENT FEES	5,014.	5,014.		0.
TO FORM 990-PF, PG 1, LN 16C	5,014.	5,014.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	500.	0.		0.
FOREIGN TAXES	108.	108.		0.
FRANCHISE TAX BOARD	10.	0.		10.
TO FORM 990-PF, PG 1, LN 18	618.	108.		10.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES & PERMITS	225.	0.		225.
TO FORM 990-PF, PG 1, LN 23	225.	0.		225.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	COST	713,915.	736,099.
ICG ACCESS OFFSHORE	COST	7,000,000.	7,521,689.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,713,915.	8,257,788.

FORM 990-PF PART XV - LINE 1A STATEMENT 8

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

DAVID KAPLAN
MEREDITH KAPLAN

THE DAVID & MEREDITH KAPLAN FOUNDATION
GRANTS AND CONTRIBUTIONS PAID
AS OF DECEMBER 31, 2013

RECIPIENT NAME	RELATIONSHIP	PURPOSE OF GRANT OR CONTRIBUTION	ORG STATUS	AMOUNT
ALZHEIMER'S ASSOCIATION	None	Contribution	Public Charity	1,000
AMERICAN ISRAEL EDUCATION FOUNDATION	None	Contribution	Public Charity	100,000
CAMBELL HALL SCHOOL	None	Contribution	Public Charity	50,000
CEDARS-SINAI BOARD OF GOVERNORS	None	Contribution	Public Charity	1,500
CENTER FOR EARLY EDUCATION	None	Contribution	Public Charity	70,000
CHARITY WATER	None	Contribution	Public Charity	45,000
HELPING HAND OF LOS ANGELES	None	Contribution	Public Charity	2,500
JEWS FOR JUDIASM	None	Contribution	Public Charity	10,000
LA'S PROMISE	None	Contribution	Public Charity	12,500
MARLBOROUGH SCHOOL	None	Contribution	Public Charity	58,000
P.S. ARTS	None	Contribution	Public Charity	2,500
PLANNED PARENTHOOD OF LOS ANGELES	None	Contribution	Public Charity	2,500
RETT SYNDROME RESEARCH TRUST	None	Contribution	Public Charity	2,500
THE CENTER FOR DISCOVERY	None	Contribution	Public Charity	12,500
THE JEWISH FEDERATION	None	Contribution	Public Charity	22,500
THE PAINTED TURTLE	None	Contribution	Public Charity	50,000
THE WILSHIRE BOULEVARD TEMPLE	None	Contribution	Public Charity	50,000
UCLA FOUNDATION	None	Contribution	Public Charity	15,000
UNIVERSITY OF MICHIGAN	None	Contribution	Public Charity	321,429
WORLD CUP DREAMS FOUNDATION	None	Contribution	Public Charity	500
YOUTH RENEWAL FUND	None	Contribution	Public Charity	10,000
				$ 839,929

J.P. MORGAN CLEARING CORP.
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No: 720-12639
Account Name: THE DAVID & MEREDITH KAPLAN
Taxpayer Identification Number: 26-6166619

Account Executive No: LZ5

ORIGINAL: *12/31/13*

J.P.Morgan

RECIPIENT'S Name, Street Address, City, State, and Zip Code
THE DAVID & MEREDITH KAPLAN
FOUNDATION
311 SOUTH MAPLETON DRIVE
LOS ANGELES CA 90024-1806

Copy B for recipient ☐ 2nd TIN Notice

Payer's Federal Identification Number: 13-3604093
Payer's Name, Street, City, State, Zip Code:
J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Telephone Number: (212) 272-0495

2013 1099 GROSS PROCEEDS

Total Cost, Realized Gain/ (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes. Taxpayers are ultimately responsible for the accuracy of their tax returns and should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption, or exchange. Where indicated JPMCC does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information; taxpayers may be required to report to federal, state, or other taxing authorities. JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information.

FORM 1099-B Totals Summary

Form 8949, Part I or II (Short Term or Long Term)	Proceeds	Cost	REALIZED GAIN/ (LOSS)	Wash Sale Loss Disallowed
Total Noncovered Transaction Proceeds (Box B or Box E Checked)				
Form 8949, Part I (Short Term)				
Total Covered Short Term Gain/ Loss (Cost Basis Reported to IRS; Box A Checked)	312,937.50	292,635.03	20,302.47	
Total Noncovered Short Term Gain/ Loss (Cost Basis NOT Reported to IRS; Box B Checked)	20,413.69	23,518.95	(3,105 26)	
Form 8949, Part II (Long Term)				
Total Covered Long Term Gain/ Loss (Cost Basis Reported to IRS; Box D Checked)	180,283.60	152,889.50	27,394.10	
Total Noncovered Long Term Gain/ Loss (Cost Basis NOT Reported to IRS; Box E Checked)	138,090.44	110,107.37	27,983.07	

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

J.P. MORGAN CLEARING CORP.
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No: 720-12639
Account Name THE DAVID & MEREDITH KAPLAN
Taxpayer Identification Number: 26-6166619

Account Executive No: LZ5

ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

Covered Short Term Gain or Loss - Cost Basis Reported to IRS

Box 6a: **Box 5b:** Basis Report to IRS **Box 1c: Type of Gain or Loss:** Short Term

Report on **Form 8949, Part I,** with **Box A** checked

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
02/14/13	05/08/12	BERKSHIRE HATHAWAY INC DEL CL B NEW	BRKB 084670702	55.00000	5,427.22	4,516.50	0 00	0.00		910.72
02/14/13	05/23/12	BERKSHIRE HATHAWAY INC DEL CL B NEW	BRKB 084670702	90.00000	8,880.91	7,135.97	0.00	0.00		1,744.94
02/14/13	06/18/12	BERKSHIRE HATHAWAY INC DEL CL B NEW	BRKB 084670702	450.00000	44,404.56	37,050.84	0.00	0.00		7,353.72
02/14/13	08/27/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	11.00000	2,399.03	2,263.57	0 00	0.00		135.46
02/14/13	08/24/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	19.00000	4,143.79	3,913.92	0.00	0.00		229.87
02/14/13	08/02/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	80.00000	17,447 53	15,519.55	0.00	0.00		1 927.98
04/12/13	08/27/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	5.00000	914.05	1,028.90	0.00	0.00		(114.85)
04/12/13	08/27/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	11.00000	2,011.91	2,263.57	0.00	0.00		(251.66)
04/15/13	08/27/12	CF INDUSTRIES HOLDINGS INC	CF 125269100	34.00000	5,974.27	6,996.49	0.00	0.00		(1,022 22)
02/14/13	06/07/12	CATERPILLAR INC	CAT 149123101	30.00000	2,883 92	2,647.75	0.00	0.00		236.17
02/14/13	06/13/12	CATERPILLAR INC	CAT 14912310'	245.00000	23,552 03	21,233 98	0.00	0.00		2,318.05
04/19/13	06/13/12	CATERPILLAR INC	CAT 14912310'	150.00000	12,060.47	13,000.39	0.00	0.00		(939.92)

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J.P. MORGAN CLEARING CORP.
OH4-RM00
P.O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No: 720-12639
Account Name: THE DAVID & MEREDITH KAPLAN
Taxpayer Identification Number: 26-6166619

Account Executive No: LZ5

ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Covered Short Term Gain or Loss - Cost Basis Reported to IRS

Box 6a: **Box 6b:** Basis Report to IRS **Box 1c: Type of Gain or Loss:** Short Term

Report on **Form 8949, Part I,** with **Box A** checked

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
02/14/13	06/19/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	352.00000	3,493.06	4,717.96 T	0.00	0.00		(1,224.90)
02/14/13	06/18/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	438.00000	4,346.48	5,877.52 T	0.00	0.00		(1,531.04)
09/25/13	11/23/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	5 00000	45 55	47.15	0.00	0.00		(1.60)
09/25/13	11/20/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	185.00000	1,685.49	1,643.37	0.00	0.00		42.12
09/25/13	11/27/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	335.00000	3,052.10	3,233 92	0.00	0.00		(181.82)
09/25/13	11/28/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	461.00000	4,200.05	4,279.51	0.00	0.00		(79.46)
02/14/13	08/22/12	DUNKIN BRANDS GROUP INC	DNKN 265504100	145.00000	5,398.66	4,168 01	0 00	0.00		1,230.65
02/14/13	08/02/12	DUNKIN BRANDS GROUP INC	DNKN 265504100	155.00000	5,770.98	4,485.48	0.00	0.00		1,285.50
02/14/13	04/04/12	DEERE & CO	DE 244199105	225.00000	20,486.24	18,237 56	0.00	0.00		2,248.68
02/14/13	06/18/12	E I DU PONT DE NEMOURS & CO	DD 263534109	135.00000	6,388.46	7,064.74 W	0.00	0.00		(676.28)
03/15/13	06/18/12	E I DU PONT DE NEMOURS & CO	DD 263534109	75.00000	3,736.58	3,924.85 W	0 00	0.00		(188.27)
12/12/13	10/31/13	***GOLDCORP INC	GG 380956409	110.00000	2,323.54	2,811.59	0 00	0.00		(488.05)

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2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Covered Short Term Gain or Loss - Cost Basis Reported to IRS

Box 6a: **Box 6b:** Basis Report to IRS **Box 1c: Type of Gain or Loss:** Short Term

Report on **Form 8949, Part I,** with **Box A** checked

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
12/12/13	10/23/13	***GOLDCORP INC	GG 380956409	130.00000	2,746.01	3,314.45	0.00	0.00		(568.44)
12/12/13	11/01/13	***GOLDCORP INC	GG 380956409	140.00000	2,957.24	3,436.23	0.00	0.00		(478.99)
12/12/13	09/24/13	***GOLDCORP INC	GG 380956409	320.00000	6,759.40	8,204.03	0.00	0.00		(1,444.63)
02/14/13	06/18/12	HOST HOTELS & RESORTS INC	HST 44107P104	145 00000	2,485.90	2,284.04	0.00	0.00		201.86
02/14/13	06/18/12	HOST HOTELS & RESORTS INC	HST 44107P104	820.00000	14,058.16	12,942.14	0 00	0.00		1,116.02
02/21/13	06/18/12	HOST HOTELS & RESORTS INC	HST 44107P104	473.00000	7,795.62	7,465.41	0 00	0.00		330.21
02/22/13	06/18/12	HOST HOTELS & RESORTS INC	HST 44107P104	52.00000	873.95	820.72	0.00	0.00		53 23
07/11/13	04/17/13	HOST HOTELS & RESORTS INC	HST 44107P104	47.00000	844 20	810.48	0.00	0.00		33.72
07/11/13	04/16/13	HOST HOTELS & RESORTS INC	HST 44107P104	68.00000	1,221.39	1,179 99	0 00	0.00		41.40
07/11/13	04/15/13	HOST HOTELS & RESORTS INC	HST 44107P104	180.00000	3,233.10	3,096.47	0.00	0.00		136.63
02/14/13	04/04/12	HALLIBURTON CO	HAL 406216101	1,350.00000	56,567.78	44,546.08	0.00	0.00		12,021.70
06/14/13	04/12/13	MONDELEZ INTERNATIONAL INC COM	MDLZ 609207105	103 00000	3,075.51	3,145.05	0 00	0.00		(69.54)

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ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Covered Short Term Gain or Loss - Cost Basis Reported to IRS

Box 6a: **Box 6b:** Basis Report to IRS **Box 1c: Type of Gain or Loss:** Short Term

Report on **Form 8949, Part I,** with **Box A** checked

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	* REALIZED GAIN / (LOSS)
12/11/13	04/19/13	***NEW GOLD INC	NGD 644535106	242 00000	1,214.81	1,682.04	0.00	0.00		(467.23)
12/12/13	07/11/13	***NEW GOLD INC	NGD 644535106	85.00000	408.78	579.33	0.00	0.00		(170.55)
12/12/13	04/19/13	***NEW GOLD INC	NGD 644535106	128.00000	615.58	889 68	0.00	0.00		(274.10)
12/12/13	05/09/13	***NEW GOLD INC	NGD 644535106	355.00000	1,707.27	2,695.87	0.00	0.00		(988.60)
12/12/13	09/24/13	***NEW GOLD INC	NGD 644535106	455.00000	2,188.19	2,824.55	0.00	0.00		(636.36)
12/12/13	10/22/13	***NEW GOLD INC	NGD 644535106	675.00000	3,246.22	4,057.16	0.00	0.00		(810.94)
02/14/13	11/21/12	***SUNCOR ENERGY INC NEW	SU 867224107	90.00000	2,924.03	2,989 01	0.00	0.00		(64 98)
02/14/13	11/16/12	***SUNCOR ENERGY INC NEW	SU 867224107	110.00000	3,573.82	3,457.81	0.00	0.00		116.01
04/16/13	11/21/12	***SUNCOR ENERGY INC NEW	SU 867224107	125.00000	3,413 66	4,151.40	0 00	0.00		(737.74)
		45 ITEMS - Total			**312,937.50**	**292,635.03**	**0.00**	**0.00**		**20,302.47**

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OH4-RM00
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Taxpayer Identification Number: 26-6166619
Account Executive No: LZ5
ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

Noncovered Short Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security **Box 6b:** **Box 1c: Type of Gain or Loss:** Short Term

Report on **Form 8949, Part I,** with **Box B** checked

*** JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.**

(Box 1a) Date of Sale or Exchange	(Box 1b) * Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) * Cost or Other Basis	(Box 5) * Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	* REALIZED GAIN / (LOSS)
02/14/13	11/08/12	ISHARES SILVER TR ISHARES	SLV 46428Q1C9	70.00000	2,092.95	2,195.84	0.00	0.00		(102.89)
02/20/13	11/08/12	ISHARES SILVER TR ISHARES	SLV 46428Q1C9	45.00000	1,247.90	1,411.61	0 00	0.00		(163.71)
12/17/13	05/03/13	ISHARES SILVER TR ISHARES	SLV 46428Q1C9	115 00000	2,206 04	2,660.47	0 00	0.00		(454.43)
12/17/13	11/06/13	ISHARES SILVER TR ISHARES	SLV 46428Q1C9	295.00000	5,658.98	6,200.04	0 00	0.00		(541.06)
12/17/13	05/09/13	ISHARES SILVER TR ISHARES	SLV 46428Q1C9	480.00000	9,207.82	11,050.99	0.00	0.00		(1,843 17)
		5 ITEMS - Total			**20,413.69**	**23,518.95**	**0.00**	**0.00**		**(3,105.26)**

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J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

Covered Long Term Gain or Loss - Cost Basis Reported to IRS

Box 6a: **Box 6b:** Basis Report to IRS **Box 1c: Type of Gain or Loss:** Long Term

Report on **Form 8949, Part II,** with **Box D** checked

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	*REALIZED GAIN / (LOSS)
02/14/13	08/08/11	APPLE INC	AAPL 037833100	30.00000	13,982.69	10,898.80	0.00	0.00		3,083.89
02/14/13	08/08/11	APPLE INC	AAPL 037833100	50 00000	23,304.48	18,163.00	0.00	0.00		5,141 48
05/09/13	08/08/11	APPLE INC	AAPL 037833100	20 00000	9,185.01	7,265.20	0.00	0.00		1,919 81
05/09/13	03/23/12	APPLE INC	AAPL 037833100	25.00000	11,481.27	14,941.75	0 00	0.00		(3,460.48)
02/14/13	04/12/11	CONTINENTAL RESOURCES INC	CLR 212015101	120.00000	10,268.82	7,877.70	0.00	0.00		2,391.12
10/18/13	04/04/12	CONTINENTAL RESOURCES INC	CLR 212015101	50.00000	5,323.28 E	4,264.47	0.00	0.00		1,058.81
10/18/13	04/12/11	CONTINENTAL RESOURCES INC	CLR 212015101	250.00000	26,616.39 E	16,411.88	0.00	0.00		10,204.51
10/21/13	04/04/12	CONTINENTAL RESOURCES INC	CLR 212015101	50.00000	5,974.08	4,264.47	0.00	0.00		1,709 61
02/14/13	09/29/11	CYPRESS SEMICONDUCTOR CORP	CY 232806109	1,600.00000	15,877.56	24,541.92 T	0.00	0.00		(8,664.36)
09/24/13	06/19/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	63.00000	628.09	830 55 T	0.00	0.00		(202.46)
09/25/13	06/19/12	CYPRESS SEMICONDUCTOR CORP	CY 232806109	82.00000	747.08	1,081.03 T	0.00	0.00		(333.95)
02/14/13	10/03/11	WELLS FARGO & CO	WFC 949746101	220.00000	7,702.69	5,339.91	0.00	0.00		2,362.78

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Taxpayer Identification Number: 26-6166619
Account Executive No: LZ5
ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Covered Long Term Gain or Loss - Cost Basis Reported to IRS

Box 6a:
Report on **Form 8949, Part II,** with **Box D** checked

Box 6b: Basis Report to IRS

Box 1c: Type of Gain or Loss: Long Term

*** JPMCC does not report Realized Gain / Loss to IRS and is not responsible for the accuracy of such information.**

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
02/14/13	10/14/11	WELLS FARGO & CO	WFC 949746101	1,405 00000	49,192.16	37,008.82	0.00	0.00		12,183.34
		13 ITEMS - Total			**180,283.60**	**152,889.50**	**0.00**	**0.00**		**27,394.10**

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ORIGINAL: *12/31/13*

J.P.Morgan

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security **Box 6b:** **Box 1c: Type of Gain or Loss:** Long Term

Report on **Form 8949, Part II,** with **Box E** checked

*** JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.**

(Box 1a) Date of Sale or Exchange	(Box 1b) * Date of Acquisition	(Box 8) Description	(Box 1d) Symbol / CUSIP	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) * Cost or Other Basis	(Box 5) * Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	* REALIZED GAIN / (LOSS)
02/14/13	07/08/09	CONTINENTAL RESOURCES INC	CLR 212015101	30.00000	2,567.20	702 85	0 00	0.00		1,864.35
02/14/13	06/28/10	CONTINENTAL RESOURCES INC	CLR 212015101	120.00000	10,268.82	5,824.98	0.00	0.00		4,443 84
02/14/13	10/01/10	CONTINENTAL RESOURCES INC	CLR 212015101	380.00000	32,517.92	17,963.80	0 00	0.00		14,554.12
02/14/13	12/16/11	SPDR GOLD TR GOLD SHS	GLD 78463V107	55.00000	8,773.41	8,529.25	0.00	0.00		244.16
02/14/13	11/30/11	SPDR GOLD TR GOLD SHS	GLD 78463V107	100.00000	15,951.65	16,976 00	0.00	0.00		(1,024.35)
02/14/13	12/08/10	SPDR GOLD TR GOLD SHS	GLD 78463V107	390.00000	62,211.44	52,650.00	0 00	0.00		9,561.44
02/14/13	12/22/11	**VAN ECK FDS INTL INVS FD A	INIVX 921075503	389.78500	5,800.00	7,460.49	0.00	0.00		(1,660.49)
		7 ITEMS - Total			138,090.44	110,107.37	0.00	0.00		27,983.07

END OF 2013 CONSOLIDATED FORM 1099

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

J.P. MORGAN CLEARING CORP
OH4-RM00
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Account Name:	THE DAVID & MEREDITH KAPLAN
Taxpayer Identification Number:	26-6166619
Account Executive No:	LZ5
ORIGINAL:	*12/31/13*

J.P.Morgan

FOOTNOTES

A - Position carried at Average Cost.

T - Cost Basis information is based on information you, your advisor or third parties have supplied. JPMCC has not attempted to validate this information and disclaims all warranties of any kind related to this information, either express or implied, including, without limitation, any implied warranties of accuracy, completeness and fitness for a particular purpose.

W - Cost may have been adjusted due to wash sales.

E - Adjusted for option exercise or assignment.

SHORT SALE - The Date of Sale or Exchange is the settlement date of the transaction used to close the short sale. The Date of Acquisition is the trade date of the acquired security used to close the short sale. Short sales covered in December that settle in January will be reported on your Form 1099-B in the year such sales are settled. Short sales opened prior to January 01, 2011 are noncovered and proceeds were reported on Form 1099-B in the year such short sales were opened.

DISPOSAL METHODS

Blank - FIFO (First In First Out), **L** - LIFO (Last In First Out), **S** - Specific Match (Versus Purchase Method); **H** - High Cost Method; **C** - Low Cost Method, **X** - High Cost Long Term

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Kaplan Family Foundation
JP Morgan # 720-12639
Options Gain/Loss Report
December 31, 2013

	Proceeds	Basis	Gain
1/2/2013 CALL APPL	139	93	46
1/10/2013 CALL DNKN	95	40	55
1/11/2013 CALL DNKN	180	103	77
1/22/2013 CALL SLV	9	-	9
1/22/2013 CALL APPL	233	-	233
1/22/2013 CALL GLD	682	-	682
1/22/2013 CALL CF	222	-	222
1/22/2013 CALL CY	175	150	25
1/24/2013 CALL CY	395	344	51
1/25/2013 CALL CY	718	501	217
2/15/2013 CALL APPL	90	11	79
2/15/2013 CALL CLR	165	105	60
2/15/2014 CALL GLD	191	5	186
2/15/2013 CALL GLD	114	6	108
2/15/2013 CALL GLD	95	10	85
2/15/2013 CALL CAT	123	48	75
2/15/2013 CALL CF	235	10	225
2/15/2013 CALL SU	38	10	28
2/19/2013 CALL DE	47	-	47
2/19/2013 CALL SU	19	-	19
2/21/2013 CALL GLD	547	181	365
2/22/2013 CALL CAT	41	4	37
3/18/2013 CALL GLD	526	431	96
3/18/2013 CALL CLR	165	-	165
3/20/2013 CALL BRKB	96	149	(53)
4/1/2013 CALL BRKB	96	204	(107)
4/2/2013 CALL BRKB	96	238	(142)
4/22/2013 CALL GLD	116	-	116
4/22/2013 CALL CAT	75	-	75
5/20/2013 CALL GLD	90	-	90
5/21/2013 CALL GLD	82	135	(53)
5/22/2013 CALL SLV	95	161	(66)
5/22/2013 CALL GLD	164	181	(18)
5/24/2013 CALL BRKB	264	774	(510)
6/6/2013 CALL GLD	267	226	42
6/7/2013 CALL SLV	118	113	5
6/17/2013 CALL CLR	130	30	99
6/20/2013 CALL HAL	61	83	(22)
6/24/2013 CALL CLR	120	-	120
6/24/2013 CALL DE	28	-	28
6/24/2013 CALL SLV	12	-	12
6/24/2013 CALL HAL	46	-	46
6/24/2013 CALL GLD	49	-	49
7/22/2013 CALL CLR	75	239	(164)
7/26/2013 CALL BRKB	327	488	(161)
9/23/2013 CALL CLR	210	403	(192)
9/30/2013 CYPRESS SEMICOND	-	221	(221)
12/19/2013 CALL DNKN	100	233	(133)
	7,962	5,929	2,033