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 PERLMAN FAMILY FOUNDATION
FOUNDED BY LOUIS AND ANITA PERLMAN

A Employer identification number
36-2670190

Number and street (or P O box number if mail is not delivered to street address) Room/suite
HAVI GROUP LP, 3500 LACEY RD. 600

B Telephone number
630-353-4200

City or town, state or province, country, and ZIP or foreign postal code
DOWNERS GROVE, IL 60515

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,419,219.

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

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

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

		(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	835,080.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,421.	7,421.		STATEMENT 1
	4 Dividends and interest from securities	37,980.	37,980.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	557,434.			
	b Gross sales price for all assets on line 6a 1,927,334.				
	7 Capital gain net income (from Part IV, line 2)		557,434.		
	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	1,437,915.	602,835.		
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	2,800.	2,800.		0.
	c Other professional fees STMT 4	26,565.	26,565.		0.
	17 Interest				
	18 Taxes STMT 5	1,151.	1,151.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	443.	443.		0.
	22 Printing and publications				
	23 Other expenses STMT 6	755.	755.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	31,714.	31,714.		0.
	25 Contributions, gifts, grants paid	808,670.			808,670.
	26 **Total expenses and disbursements** Add lines 24 and 25	840,384.	31,714.		808,670.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	597,531.			
	b **Net investment income** (if negative, enter -0-)		571,121.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

INTERNAL REVENUE SERVICE
W & I - FIELD ASSISTANCE
DOWNERS GROVE, IL 60515
AUG 29 2014
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SCANNED SEP 19 2014

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			
	2	Savings and temporary cash investments	237,562.	96,983.	96,983.
	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 STMT 8	69,990.	245,493.	244,189.
	b	Investments - corporate stock STMT 9	1,212,213.	1,456,897.	1,793,508.
	c	Investments - corporate bonds STMT 10	295,225.	273,074.	276,681.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	15,017.	15,017.	7,858.
	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)	1,830,007.	2,087,464.	2,419,219.
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	2,491,065.	3,088,596.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	-661,058.	-1,001,132.	
	30	**Total net assets or fund balances**	1,830,007.	2,087,464.	
	31	**Total liabilities and net assets/fund balances**	1,830,007.	2,087,464.	

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	1,830,007.
2	Enter amount from Part I, line 27a	2	597,531.
3	Other increases not included in line 2 (itemize) ▶ FEDERAL TAX REFUND	3	1,673.
4	Add lines 1, 2, and 3	4	2,429,211.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	341,747.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,087,464.

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	PER ATTACHED	P		
b	PER ATTACHED	P		
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	221,226.		210,152.	11,074.
b	1,706,108.		1,159,748.	546,360.
c				
d				
e				

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				11,074.
b				546,360.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } — 2 — 557,434.

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	838,515.	2,335,216.	.359074
2011	404,822.	2,873,112.	.140900
2010	548,752.	3,123,382.	.175692
2009	527,111.	3,257,822.	.161799
2008	113,160.	4,148,137.	.027280

2	**Total** of line 1, column (d)	2	.864745
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	.172949
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,295,504.
5	Multiply line 4 by line 3	5	397,005.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,711.
7	Add lines 5 and 6	7	402,716.
8	Enter qualifying distributions from Part XII, line 4	8	808,670.

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 ▶ [X] and enter 1% of Part I, line 27b			1	5,711.
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	5,711.
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	5,711.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	880.		
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	880.
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** SEE STATEMENT 12 ▶			9	4,831.
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) ▶ IL			
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

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

		Line	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 ▶ T.F. PERLMAN, HAVI GROUP L.P. Telephone no. ▶ 630-353-4210

Located at ▶ 3500 LACEY RD., #600, DOWNERS GROVE, IL ZIP+4 ▶ 60515

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

		Line	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.

			Line	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
THEODORE F. PERLMAN 3500 LACEY RD., SUITE 600 DOWNERS GROVE, IL 60515	PRES 0.00	0.	0.	0.
DORENE DUNKLEMAN 3500 LACEY RD., SUITE 600 DOWNERS GROVE, IL 60515	TREAS 0.00	0.	0.	0.
HARRIETTE L. PERLMAN 3500 LACEY RD., SUITE 600 DOWNERS GROVE, IL 60515	VP/SEC'Y 0.00	0.	0.	0.

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

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

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

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 THE FOUNDATION CARRIES ON NO DIRECT CHARITABLE ACTIVITIES. IT'S ONLY ACTIVITY IS CONTRIBUTING TO AND SUPPORTING OTHER TAX-EXEMPT CHARITABLE ORGANIZATIONS, WHICH IN TURN CARRY	0.
2 OUT DIRECT ACTIVITIES.	0.
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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	1,990,757.
b	Average of monthly cash balances	1b	339,704.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,330,461.
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	2,330,461.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,957.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,295,504.
6	**Minimum investment return** Enter 5% of line 5	6	114,775.

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	114,775.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 5,711.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	5,711.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,064.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	109,064.
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	109,064.

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	808,670.
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	808,670.
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	5,711.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	802,959.

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				109,064.
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				
b From 2009 365,468.				
c From 2010 394,919.				
d From 2011 267,562.				
e From 2012 723,444.				
f **Total** of lines 3a through e	1,751,393.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 808,670.				
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				109,064.
e Remaining amount distributed out of corpus	699,606.			
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	2,450,999.			
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	0.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	2,450,999.			
10 Analysis of line 9				
a Excess from 2009 365,468.				
b Excess from 2010 394,919.				
c Excess from 2011 267,562.				
d Excess from 2012 723,444.				
e Excess from 2013 699,606.				

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))

NONE

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				
ALAIN LOCKE INITIATIVE 328 S. JEFFERSON ST., STE 570 CHICAGO, IL 60661	NONE	501C	CIVIC & SOCIAL	50,000.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL 17 CHICAGO, IL 606017633	NONE	501C	CIVIC & SOCIAL	4,750.
ANTI-DEFAMATION LEAGUE 605 THIRD AVE. NEW YORK, NY 101583560	NONE	501C	CIVIC & SOCIAL	26,000.
B'NAI B'RITH YOUTH ORGANIZATION 2020 K STREET, NW, 7TH FL WASHINGTON, DC 20006	NONE	501C	CIVIC & SOCIAL	110,000.
BEBER CAMP 4930 OAKTON ST., STE. 4019 SKOKIE, IL 60077	NONE	501C	CIVIC & SOCIAL	50,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	808,670.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,421.	
4 Dividends and interest from securities			14	37,980.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	557,434.	
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.		602,835.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 602,835.

(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).
	NOT APPLICABLE

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 8/26/14 | Title PRESIDENT

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 S. SOLHEIM, CPA		8/19/14		P00570974
Firm's name ▶ WINEBERG SOLHEIM HOWELL & SHAIN, PC			Firm's EIN ▶ 36-2700600	
Firm's address ▶ 180 N LASALLE ST, STE 2200 CHICAGO, IL 60601			Phone no. 312/372-0440	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR ENRICHED LIVING 280 SAUNDERS RD. RIVERWOODS, IL 600153835	NONE	501C	CIVIC & SOCIAL	500.
CENTER FOR JEWISH GENETICS 30 S. WELLS ST. CHICAGO, IL 60606	NONE	501C	CIVIC & SOCIAL	20,000.
CHICAGO FOUNDATION FOR EDUCATION 400 N. MICHIGAN AVE. CHICAGO, IL 60611	NONE	501C	CIVIC & SOCIAL	250.
CHICAGO SHAKESPEARE THEATER 800 E. GRAND AVE. CHICAGO, IL 60611	NONE	501C	CIVIC & SOCIAL	1,750.
COLLEGE BOUND OPPORTUNITIES 2033 N. MILWAUKEE AVE., STE. 246 RIVERWOODS, IL 60015	NONE	501C	CIVIC & SOCIAL	500.
FAMILY SERVICES OF GLENCOE 675 VILLAGE CT. GLENCOE, IL 600221613	NONE	501C	CIVIC & SOCIAL	25,000.
FIRENDS OF YEMIN ORDE 12230 WILKINS AVE. ROCKVILLE, MD 20852	NONE	501C	CIVIC & SOCIAL	50,000.
HILLEL-UNIVERSITY OF MICHIGAN 1429 HILL ST., MANDEL L. BERMAN CTR ANN ARBOR, MI 48104	NONE	501C	CIVIC & SOCIAL	720.
JCC SOREF 6501 W. SUNRISE BLVD PLANTAION, FL 33313	NONE	501C	CIVIC & SOCIAL	5,000.
JEWISH COMMUNITY CENTER - FT. LAUDERDALE 6501 W. SUNRISE BLVD PLANTAION, FL 33313	NONE	501C	CIVIC & SOCIAL	68,200.
Total from continuation sheets				567,920.

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH COMMUNITY CENTER - JCCS OF NORTH AMERICA 520 EIGHTH AVE. NEW YORK, NY 10018	NONE	501C	CIVIC & SOCIAL	7,500.
JEWISH FEDERATION OF BROWARD COUNTY 5890 S. PINE ISLAND RD. DAVIE, FL 333285933	NONE	501C	CIVIC & SOCIAL	25,000.
JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DR. WEST PALM BEACH, FL 33417	NONE	501C	CIVIC & SOCIAL	5,000.
JEWISH FEDERATION TYPHOON RELIEF 30 S. WELLS ST., STE. 3005 CHICAGO, IL 606065054	NONE	501C	CIVIC & SOCIAL	15,000.
JEWISH UNITED FUND 30 S. WELLS ST. CHICAGO, IL 606065056	NONE	501C	CIVIC & SOCIAL	110,000.
LURIE CHILDREN'S HOSPITALA FORMERLY CHILDREN'S MEMORIAL 225 E. CHICAGO AVE., BOX 4 CHICAGO, IL 606112991	NONE	501C	CIVIC & SOCIAL	35,000.
MARCH OF DIMES 111 W. JACKSON BLVD., STE. 2200 CHICAGO, IL 60604	NONE	501C	CIVIC & SOCIAL	7,500.
MARWEN 833 N. ORLEANS CHICAGO, IL 60610	NONE	501C	CIVIC & SOCIAL	1,000.
MIDWEST ATHLETES AGAINST CHILDHOOD CANCER 10000 W. INNOVATION DR., STE. 135 MILWAUKEE, WI 53226	NONE	501C	CIVIC & SOCIAL	10,000.
NATIONAL FRAGILE X FOUNDATION PO BOX 37 WALNUT CREEK, CA 94597	NONE	501C	CIVIC & SOCIAL	200.
Total from continuation sheets				

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORTH SHORE CONGREGATION OF ISRAEL 1185 SHERIDAN RD. GLENCOE, IL 600221613	NONE	501C	CIVIC & SOCIAL	8,000.
NORTHERN ILLINOIS FOOD BANK 600 INDUSTRIAL DR. ST CHARLES, IL 60174	NONE	501C	CIVIC & SOCIAL	1,000.
OHR TORAH STONE 49 W. 45TH ST. NEW YORK, NY 10036	NONE	501C	CIVIC & SOCIAL	50,000.
SPERTUS INSTITUTE OF JEWISH STUDIES 610 S. MICHIGAN AVE. CHICAGO, IL 606051901	NONE	501C	CIVIC & SOCIAL	15,000.
THE ARK 6450 N. CALIFORNIA AVE. CHICAGO, IL 60645	NONE	501C	CIVIC & SOCIAL	800.
THE BIRTHRIGHT ISRAEL FOUNDATION 33 E. 33RD ST., 7TH FL. NEW YORK, NY 10018	NONE	501C	CIVIC & SOCIAL	1,250.
THE NATURE CONSERVANCY IN ILLINOIS 8 S. MICHIGAN AVE., STE 900 CHICAGO, IL 60603	NONE	501C	CIVIC & SOCIAL	5,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM PO BOX 1852 HIGHLAND PARK, IL 60035	NONE	501C	CIVIC & SOCIAL	12,500.
WEIZMANN INSTITUTE OF SCIENCE 180 N. STETSON AVE., STE 840 CHICAGO, IL 60601	NONE	501C	CIVIC & SOCIAL	71,250.
WELLNESS HOUSE 131 N. COUNTY LINE RD. HINSDALE, IL 60521	NONE	501C	CIVIC & SOCIAL	15,000.
Total from continuation sheets				

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05-01-13

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
THE PERLMAN FAMILY FOUNDATION
FOUNDED BY LOUIS AND ANITA PERLMAN

Employer identification number
36-2670190

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
THE PERLMAN FAMILY FOUNDATION
FOUNDED BY LOUIS AND ANITA PERLMAN

Employer identification number
36-2670190

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	RUTH HARTER 3500 LACEY RD. DOWNERS GROVE, IL 60515	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	MARILYN PERLMAN 3500 LACEY RD. DOWNERS GROVE, IL 60515	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
3	HARRIETTE PERLMAN 3500 LACEY RD. DOWNERS GROVE, IL 60515	$ 805,080.	Person [ ] Payroll [ ] Noncash [X] (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 PERLMAN FAMILY FOUNDATION FOUNDED BY LOUIS AND ANITA PERLMAN

Employer identification number: 36-2670190

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
3	20830 SHARES XES	$ 805,080.	05/01/13
		$	
		$	
		$	
		$	
		$	

Name of organization
THE PERLMAN FAMILY FOUNDATION
FOUNDED BY LOUIS AND ANITA PERLMAN

Employer identification number
36-2670190

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

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
CHECKING	6.	6.	
MORGAN STANLEY	7,415.	7,415.	
TOTAL TO PART I, LINE 3	7,421.	7,421.	

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
MORGAN STANLEY	37,980.	0.	37,980.	37,980.	
TO PART I, LINE 4	37,980.	0.	37,980.	37,980.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	2,800.	2,800.		0.
TO FORM 990-PF, PG 1, LN 16B	2,800.	2,800.		0.

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
INVESTMENT MANAGEMENT FEES	11,445.	11,445.		0.
OFFICE	120.	120.		0.
CONSULTING	15,000.	15,000.		0.
TO FORM 990-PF, PG 1, LN 16C	26,565.	26,565.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,151.	1,151.		0.
TO FORM 990-PF, PG 1, LN 18	1,151.	1,151.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS FEES	30.	30.		0.
DUES	725.	725.		0.
TO FORM 990-PF, PG 1, LN 23	755.	755.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
DESCRIPTION	AMOUNT
FMV OF CONTRIBUTIONS RECEIVED IN EXCESS OF CONTRIBUTORS BASIS	341,747.
TOTAL TO FORM 990-PF, PART III, LINE 5	341,747.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY		X	220,543.	219,309.
MORGAN STANLEY	X		24,950.	24,880.
TOTAL U.S. GOVERNMENT OBLIGATIONS			24,950.	24,880.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			220,543.	219,309.
TOTAL TO FORM 990-PF, PART II, LINE 10A			245,493.	244,189.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	1,456,897.	1,793,508.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,456,897.	1,793,508.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	273,074.	276,681.
TOTAL TO FORM 990-PF, PART II, LINE 10C	273,074.	276,681.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	COST	15,017.	7,858.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,017.	7,858.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT 12

TAX DUE FROM FORM 990-PF, PART VI	4,831.
LATE PAYMENT INTEREST	49.
LATE PAYMENT PENALTY	97.
TOTAL AMOUNT DUE	4,977.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	4,831.	4,831.	4	97.
DATE FILED	09/15/14		4,831.		
TOTAL LATE PAYMENT PENALTY					97.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT 14

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	4,831.	4,831.	.0300	123	49.
DATE FILED	09/15/14		4,880.			
TOTAL LATE PAYMENT INTEREST						49.

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
844011343 : PERLMAN FAMILY FOUNDATION *LATEEF ALL CAP GROWTH*
ATTN: THEODORE F. PERLMAN
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
115 000	DISCOVERY HLDG CO	08/12/2011	01/17/2013	4,500 70	7,746 76		3,246 06
13 000	EXPEDITORS INTL WASH INC COM STK	07/29/2009	04/02/2013	432 22	463 81		31 59
89 000	EXPEDITORS INTL WASH INC COM STK	08/02/2011	04/02/2013	4,092 77	3,175 29		(917 48)
115 000	SUNCOR ENERGY INC	10/07/2010	05/01/2013	3,896 39	3,491 55		(404 84)
12 000	SUNCOR ENERGY INC	10/07/2010	06/17/2013	406 58	369 12		(37 46)
50 000	SUNCOR ENERGY INC	04/16/2012	06/17/2013	1,546 66	1,537 98		(8 68)
100 000	SUNCOR ENERGY INC	07/19/2011	06/17/2013	4,025 69	3,075 98		(949 71)
78 000	SUNCOR ENERGY INC	04/16/2012	06/18/2013	2,412 79	2,409 09		(3 70)
29 000	QUALCOMM INC	06/10/2013	07/10/2013	1,798 00	1,755 06	(42 94)	
158 000	QUALCOMM INC	06/25/2010	07/10/2013	5,500 65	9,562 02		4,061 37
10 000	EXPRESS SCRIPTS HOLDING COMPANY	11/07/2012	09/18/2013	547 22	633 15	85 93	
12 000	EXPRESS SCRIPTS HOLDING COMPANY	02/25/2011	09/18/2013	666 39	759 78		93 39
16 000	EXPRESS SCRIPTS HOLDING COMPANY	03/07/2012	09/18/2013	842 25	1,013 04		170 79
23 000	EXPRESS SCRIPTS HOLDING COMPANY	06/10/2013	09/18/2013	1,447 62	1,456 25	8 63	
28 000	EXPRESS SCRIPTS HOLDING COMPANY	01/23/2013	09/18/2013	1,516 88	1,772 83	255 95	
50 000	EXPRESS SCRIPTS HOLDING COMPANY	08/22/2011	09/18/2013	2,274 87	3,165 76		890 89
20 000	WELLS FARGO COMPANY	06/10/2013	10/11/2013	829 20	813 22	(15 98)	
22 000	WELLS FARGO COMPANY	11/23/2011	10/11/2013	521 07	894 54		373 47
54 000	WELLS FARGO COMPANY	06/01/2012	10/11/2013	1,668 21	2,195 70		527 49
80 000	WELLS FARGO COMPANY	09/28/2011	10/11/2013	1,998 78	3,252 89		1,254 11
19 000	WYNN RESORTS	07/11/2012	10/15/2013	1,820 66	3,210 05		1,389 39
9 000	ACCENTURE PLC	03/07/2012	10/25/2013	538 40	661 49		123 09
16 000	ACCENTURE PLC	06/10/2013	10/25/2013	1,299 52	1,175 98	(123 54)	
64 000	ACCENTURE PLC	09/30/2009	10/25/2013	2,390 26	4,703 91		2,313 65
38 000	AMETEK INC COM WHEN ISSUED	05/21/2013	10/25/2013	1,661 69	1,787 59	125 90	
40 000	AMETEK INC COM WHEN ISSUED	06/10/2013	10/25/2013	1,712 00	1,881 67	169 67	
42 000	AMETEK INC COM WHEN ISSUED	05/23/2013	10/25/2013	1,806 48	1,975 76	169 28	
48 000	AMETEK INC COM WHEN ISSUED	05/22/2013	10/25/2013	2,082 43	2,258 01	175 58	

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
844011343 : PERLMAN FAMILY FOUNDATION *LATEEF ALL CAP GROWTH*
ATTN: THEODORE F. PERLMAN
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
66 000	AMETEK INC COM WHEN ISSUED	08/26/2013	10/25/2013	2,932 65	3,104 76	172 11	
104 000	AON PLC	10/11/2013	10/25/2013	7,594 88	8,044 93	450 05	
96 000	AUTOMATIC DATA PROCESSING INC	07/29/2009	10/25/2013	3,600 58	7,228 91		3,628 33
91 000	EMC CORP MASS	01/23/2013	10/25/2013	2,230 45	2,166 09	(64 36)	
108 000	EMC CORP MASS	06/10/2013	10/25/2013	2,676 24	2,570 74	(105 50)	
212 000	EMC CORP MASS	07/29/2009	10/25/2013	3,221 98	5,046 27		1,824 29
1 000	MASTERCARD INC	05/26/2011	10/25/2013	273 14	722 20		449 06
2 000	MASTERCARD INC	08/03/2009	10/25/2013	396 90	1,444 39		1,047 49
10 000	MASTERCARD INC	05/31/2011	10/25/2013	2,864 24	7,221 97		4,357 73
32 000	MOTOROLA SOLUTIONS INC	06/10/2013	10/25/2013	1,816 00	2,010 21	194 21	
95 000	MOTOROLA SOLUTIONS INC	06/04/2013	10/25/2013	5,502 11	5,967 80	465 69	
97 000	NIELSEN HOLDINGS NV	10/01/2013	10/25/2013	3,586 67	3,776 47	189 80	
109 000	NIELSEN HOLDINGS NV	10/02/2013	10/25/2013	4,023 92	4,243 67	219 75	
290 000	PROGRESSIVE CORP OHIO	08/08/2013	10/25/2013	7,457 67	7,680 48	222 81	
12 000	SCRIPPS NETWORKS INTER WI	05/26/2011	10/25/2013	593 57	962 49		368 92
25 000	SCRIPPS NETWORKS INTER WI	02/25/2011	10/25/2013	1,297 37	2,005 18		707 81
69 000	SCRIPPS NETWORKS INTER WI	07/29/2009	10/25/2013	2,189 30	5,534 31		3,345 01
8 000	STANLEY BLACK & DECKER INC	01/23/2013	10/25/2013	621 28	626 82	5 54	
17 000	STANLEY BLACK & DECKER INC	10/18/2013	10/25/2013	1,303 37	1,331 98	28 61	
34 000	STANLEY BLACK & DECKER INC	10/19/2012	10/25/2013	2,391 57	2,663 99		272 42
38 000	STANLEY BLACK & DECKER INC	06/10/2013	10/25/2013	3,030 12	2,977 40	(52 72)	
66 000	STANLEY BLACK & DECKER INC	09/19/2012	10/25/2013	5,019 85	5,171 27		151 42
5 000	STARWOOD HOTELS & RESORTS	01/23/2013	10/25/2013	301 62	372 29	70 67	
29 000	STARWOOD HOTELS & RESORTS	06/10/2013	10/25/2013	2,001 00	2,159 31	158 31	
66 000	STARWOOD HOTELS & RESORTS	05/31/2011	10/25/2013	4,024 34	4,914 28		889 94
68 000	STARWOOD HOTELS & RESORTS	11/17/2011	10/25/2013	3,270 58	5,063 20		1,792 62
4 000	T-ROWE PRICE GROUP INC	01/22/2013	10/25/2013	287 18	303 51	16 33	

Morgan Stanley
Private Wealth Management

Supplemental Report

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
844011343 : PERLMAN FAMILY FOUNDATION *LATEEF ALL CAP GROWTH*
ATTN: THEODORE F. PERLMAN
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
27 000	T-ROWE PRICE GROUP INC	06/10/2013	10/25/2013	2,043 90	2,048 72	4 82	
84 000	T-ROWE PRICE GROUP INC	06/22/2012	10/25/2013	5,088 71	6,373 78		1,285 07
229 000	TWENTY-FIRST CENTURY FOX CL A	08/28/2013	10/25/2013	7,245 97	7,978 98	733 01	
102 000	TYCO INTERNATIONAL LTD	08/07/2013	10/25/2013	3,640 14	3,710 03	69 89	
106 000	TYCO INTERNATIONAL LTD	08/08/2013	10/25/2013	3,781 85	3,855 52	73 67	
24 000	WYNN RESORTS	06/10/2013	10/25/2013	3,356 64	4,011 29	654 65	
31 000	WYNN RESORTS	07/11/2012	10/25/2013	2,970 56	5,181 26		2,210 70
	TOTAL PORTFOLIO			156,872.73	195,672 78	4,315.82	34,484.23

Morgan Stanley

Private Wealth Management

Supplemental Report

Valuation Currency: USD

Sort Order: Closing Date

Realized Gains & Losses
844352019 : PERLMAN FAMILY FOUNDATION *S&P BUFF NOTE*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
20,000 000	BUFFERED PLUS ON SPX 22 MAR 2013 BY MS	03/25/2011	03/22/2013	200,000 00	238,000 00		38,000 00
	TOTAL PORTFOLIO			**200,000.00**	**238,000.00**	**0.00**	**38,000.00**

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Supplemental Report

Realized Gains & Losses
844352223 : PERLMAN FAMILY FOUNDATION *CASH ACCOUNT*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
980 000	SPDR OIL & GAS EQUIP & SERV	05/02/2008	05/15/2013	42,777 00	39,579 35		(3,197 65)
1,310 000	SPDR OIL & GAS EQUIP & SERV	05/01/2008	05/15/2013	55,884 60	52,907 09		(2,977 51)
2,280 000	SPDR OIL & GAS EQUIP & SERV	12/31/2008	05/15/2013	38,646 00	92,082 58		53,436 58
2,500 000	SPDR OIL & GAS EQUIP & SERV	11/10/2008	05/15/2013	50,825 00	100,967 74		50,142 74
2,930 000	SPDR OIL & GAS EQUIP & SERV	07/06/2009	05/15/2013	58,600 00	118,334 19		59,734 19
600 000	SPDR OIL & GAS EQUIP & SERV	07/06/2009	05/30/2013	12,000 00	24,353 07		12,353 07
600 000	SPDR OIL & GAS EQUIP & SERV	07/06/2009	06/04/2013	12,000 00	24,027 54		12,027 54
870 000	SPDR OIL & GAS EQUIP & SERV	07/06/2009	06/04/2013	17,400 00	34,839 93		17,439 93
3,944 000	SPDR OIL & GAS EQUIP & SERV	07/07/2009	06/04/2013	78,880 00	157,941 04		79,061 04
4,816 000	SPDR OIL & GAS EQUIP & SERV	07/07/2009	06/04/2013	96,320 00	191,280 25		94,960 25
	TOTAL PORTFOLIO			**463,332.60**	**836,312.78**	**0.00**	**372,980.18**

Realized Gains & Losses

Valuation Currency: USD
Sort Order: Closing Date

844352270 : THE PERLMAN FAMILY FOUNDATION *PWM US DISCRETIONARY EQUITY*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
12 000	AT&T INC	11/06/2012	01/31/2013	417 67	418 79	1 12	
25 000	AT&T INC	12/11/2009	01/31/2013	698 44	872 48		174 04
65 000	AT&T INC	07/30/2009	01/31/2013	1,719 89	2,268 45		548 56
87 000	CARDINAL HEALTH INC	12/29/2010	01/31/2013	3,357 61	3,825 84		468 23
1 000	MICROSOFT CORP	03/23/2010	01/31/2013	29 85	27 55		(2 30)
43 000	MICROSOFT CORP	12/11/2009	01/31/2013	1,283 12	1,184 62		(98 50)
128 000	XCEL ENERGY INC COM STK	06/01/2012	01/31/2013	3,582 24	3,536 68	(45 56)	
5 000	NORFOLK SOUTHERN CORP COM	12/11/2009	02/12/2013	261 18	356 67		95 49
11 000	NORFOLK SOUTHERN CORP COM	11/07/2012	02/12/2013	663 40	784 67	121 27	
70 000	NORFOLK SOUTHERN CORP COM	03/23/2010	02/12/2013	3,862 45	4,993 34		1,130 89
50 000	TRAVELERS COS INC	06/01/2012	02/12/2013	3,040 50	3,991 45	950 95	
9 000	WALGREEN CO	11/07/2012	03/15/2013	303 76	382 95	79 19	
95 000	WALGREEN CO	06/08/2011	03/15/2013	4,110 57	4,042 26		(68 31)
1 000	BRISTOL MYERS SQUIBBCO	11/06/2012	04/05/2013	33 27	40 62	7 35	
105 000	BRISTOL MYERS SQUIBBCO	08/16/2011	04/05/2013	2,980 95	4,265 56		1,284 61
34 000	EXXON MOBIL CORP	07/30/2009	05/02/2013	2,416 02	3,012 79		596 77
14 000	GENERAL ELEC CO	11/06/2012	05/02/2013	302 06	311 35	9 29	
150 000	GENERAL ELEC CO	07/30/2009	05/02/2013	1,992 90	3,335 92		1,343 02
	MALLINCKRODT PLC	02/09/2011	06/28/2013	28 89	36 81		7 92
1 000	ACCENTURE PLC	11/06/2012	07/26/2013	68 65	72 80	4 15	
50 000	ACCENTURE PLC	05/10/2011	07/26/2013	2,850 55	3,639 91		789 36
14 000	BARRICK GOLD CORP	11/06/2012	07/26/2013	497 60	248 18	(249 42)	
25 000	BARRICK GOLD CORP	06/11/2013	07/26/2013	495 00	443 18	(51 82)	
85 000	BARRICK GOLD CORP	06/01/2012	07/26/2013	3,567 93	1,506 82		(2,061 11)
6 000	EXXON MOBIL CORP	06/11/2013	07/26/2013	544 50	567 02	22 52	
15 000	EXXON MOBIL CORP	12/11/2009	07/26/2013	1,092 59	1,417 57		324 98
28 000	EXXON MOBIL CORP	07/30/2009	07/26/2013	1,989 67	2,646 13		656 46
7 000	TARGET CORP	06/11/2013	10/03/2013	492 52	443 42	(49 10)	

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
844352270 : THE PERLMAN FAMILY FOUNDATION *PWM US DISCRETIONARY EQUITY*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
55 000	TARGET CORP	08/16/2011	10/03/2013	2,712 50	3,484 04		771 54
2 000	V F CORP	11/07/2012	10/03/2013	316 47	389 92	73 45	
3 000	V F CORP	06/11/2013	10/03/2013	565 68	584 89	19 21	
20 000	V F CORP	06/01/2012	10/03/2013	2,688 00	3,899 23		1,211 23
19 000	3 M CO	01/31/2013	11/04/2013	1,909 80	2,389 20	479 40	
6 000	ACE LIMITED	06/11/2013	11/04/2013	539 52	577 07	37 55	
15 000	ACE LIMITED	07/26/2013	11/04/2013	1,381 49	1,442 67	61 18	
20 000	ALLERGAN INC	11/06/2012	11/04/2013	1,845 07	1,800 76	(44 31)	
1 000	APPLE INC	11/25/2011	11/04/2013	364 53	522 69		158 16
6 000	APPLE INC	07/30/2009	11/04/2013	982 14	3,136 14		2,154 00
41 000	BAXTER INTERNATIONAL INC	02/09/2011	11/04/2013	2,030 20	2,699 39		669 19
9 000	BLACKROCK INC	11/25/2011	11/04/2013	1,366 14	2,731 90		1,365 76
48 000	CENTURYLINK INC	09/14/2011	11/04/2013	1,663 61	1,615 17		(48 44)
2 000	CHEVRON CORPORATION	11/06/2012	11/04/2013	220 62	234 80	14 18	
30 000	CHEVRON CORPORATION	03/16/2011	11/04/2013	3,042 93	3,521 93		479 00
34 000	COLGATE PALMOLIVE CO	11/25/2011	11/04/2013	1,480 03	2,226 62		746 59
15 000	COVIDIEN PLC	08/19/2009	11/04/2013	543 09	968 68		425 59
31 000	COVIDIEN PLC	02/09/2011	11/04/2013	1,406 61	2,001 94		595 33
27 000	CROWN CASTLE INTL CORP	06/01/2012	11/04/2013	1,434 24	2,030 09		595 85
33 000	DANAHER CORP	05/02/2013	11/04/2013	2,000 70	2,389 48	388 78	
28 000	DUKE ENERGY CORP	01/31/2013	11/04/2013	1,925 67	2,016 24	90 57	
19 000	EBAY INC	07/26/2013	11/04/2013	994 79	982 09	(12 70)	
72 000	EMC CORP MASS	08/07/2012	11/04/2013	1,947 92	1,706 37		(241 55)
30 000	ESTEE LAUDER COS INC CL A	03/15/2013	11/04/2013	1,906 27	2,099 66	193 39	
3 000	GOOGLE INC	04/05/2013	11/04/2013	2,338 85	3,073 02	734 17	
23 000	HOME DEPOT INC	10/03/2013	11/04/2013	1,750 86	1,763 83	12 97	
41 000	HONEYWELL INTERNATIONAL INC	09/23/2010	11/04/2013	1,788 08	3,525 52		1,737 44
82 000	JPMORGAN CHASE & CO	07/30/2009	11/04/2013	3,175 54	4,290 98		1,115 44

Realized Gains & Losses
844352270 : THE PERLMAN FAMILY FOUNDATION *PWM US DISCRETIONARY EQUITY*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
52 000	KINDER MORGAN HOLD CO LLC	08/30/2012	11/04/2013	1,842 25	1,822 04		(20 21)
2 000	MALLINCKRODT PLC	08/19/2009	11/04/2013	52 02	87 60		35 58
4 000	MALLINCKRODT PLC	02/09/2011	11/04/2013	146 39	175 19		28 80
51 000	MARSH & MCLENNAN COS INC	08/01/2012	11/04/2013	1,695 09 •	2,342 51		647 42
66 000	MICROSOFT CORP	03/23/2010	11/04/2013	1,969 87	2,356 81		386 94
67 000	MONDELEZ INTL INC	01/31/2013	11/04/2013	1,859 25	2,248 48	389 23	
21 000	MONSANTO CO	07/26/2013	11/04/2013	2,109 39	2,183 75	74 36	
1 000	ORACLE CORP	12/11/2009	11/04/2013	22 51	33 60		11 09
80 000	ORACLE CORP	07/30/2009	11/04/2013	1,785 59	2,687 95		902 36
1 000	PEPSICO INC	12/11/2009	11/04/2013	61 69	84 24		22 55
25 000	PEPSICO INC	01/12/2011	11/04/2013	1,666 77	2,105 96		439 19
31 000	PHILIP MORRIS INTL	07/30/2009	11/04/2013	1,460 91	2,783 75		1,322 84
15 000	PNC FINANCIAL SERVICES GRP	08/09/2011	11/04/2013	721 91	1,099 93		378 02
30 000	PNC FINANCIAL SERVICES GRP	07/30/2009	11/04/2013	1,079 02	2,199 86		1,120 84
57 000	PROLOGIS INC	10/03/2013	11/04/2013	2,179 84	2,316 43	136 59	
58 000	QUALCOMM INC	01/11/2010	11/04/2013	2,827 18	4,030 34		1,203 16
25 000	SCHLUMBERGER LTD	12/11/2009	11/04/2013	1,532 58	2,330 95		798 37
26 000	SEMPRA ENERGY	06/01/2012	11/04/2013	1,661 92	2,378 95		717 03
30 000	THERMO FISHER SCIENTIFIC	06/01/2012	11/04/2013	1,479 00	2,931 84		1,452 84
33 000	UNITED TECHNOLOGIES CORP	07/30/2009	11/04/2013	1,806 74	3,553 04		1,746 30
13 000	VISA INC CLASS A	04/15/2010	11/04/2013	1,226 07	2,570 18		1,344 11
12 000	WALT DISNEY CO (HOLDING COMPANY)	12/11/2009	11/04/2013	380 52	823 06		442 54
23 000	WALT DISNEY CO (HOLDING COMPANY)	10/05/2009	11/04/2013	634 07	1,577 54		943 47
52 000	WELLS FARGO COMPANY	10/25/2012	11/04/2013	1,768 52	2,214 64		446 12
7 000	WILLIAMS COMPANIES INC	06/01/2012	11/04/2013	203 32	249 12		45 80
43 000	YUM BRANDS INC	08/05/2010	11/04/2013	1,793 40	2,991 02		1,197 62
10 000	EMC CORP MASS	11/06/2012	11/18/2013	253 70	239 50		(14 20)
20 000	EMC CORP MASS	06/11/2013	11/18/2013	496 80	478 99	(17 81)	

Realized Gains & Losses
844352270 : THE PERLMAN FAMILY FOUNDATION *PWM US DISCRETIONARY EQUITY*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
58 000	EMC CORP MASS	08/07/2012	11/18/2013	1,569 16	1,389 07		(180 09)
	TOTAL PORTFOLIO			**123,290.61**	**159,064.49**	**3,430.15**	**32,343.73**

Supplemental Report

Realized Gains & Losses
844352065 : THE PERLMAN FAMILY FOUNDATION *US TAXABLE FIXED INCOME*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
25,000 000	ONTARIO PROVINCE 1 650% DUE 09/27/2019 @ 100 00	09/20/2012	03/01/2013	24,931 00	25,007 92	76 92	
50,000 000	WAL-MART STORES SR UNS GLOBAL 4 250% DUE 04/15/2013 @ 100 00	04/28/2008	04/15/2013	50,000 00	50,000 00		
25,000 000	UNITED PARCEL 1 125% DUE 10/01/2017 @ 100 00	09/24/2012	05/16/2013	24,958 75	25,161 75	203 00	
30,000 000	AT&T INC 2 500% DUE 08/15/2015 @ 100 00	03/21/2011	06/06/2013	30,002 29	31,020 00		1,017 71
30,000 000	SHELL INTERNATIONAL FINANCE BV 3 250% DUE 09/22/2015 @ 100 00	02/18/2010	06/06/2013	30,094 04	31,775 70		1,681 66
25,000 000	MEDTRONIC INC 2 625% DUE 03/15/2016 @ 100 00	03/18/2011	12/12/2013	25,090 50	26,017 00		926 50
	TOTAL PORTFOLIO			**185,076.58**	**188,982.37**	**279.92**	**3,625.87**

Realized Gains & Losses
844011345 : PERLMAN FAMILY FOUNDATION *LAZARD EMERGING MARKETS*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
54 000	TAIWAN SEMICONDUCTOR MANUFCTR	08/11/2009	01/03/2013	552 98	975 88		422 90
12 000	LUKOIL (OAO) ADR EACH REPR 4 ORD RUB0 25	09/06/2011	01/04/2013	694 90	801 62		106 72
10 000	GRUPO TELEVISA ADR	08/03/2009	02/08/2013	183 20	280 37		97 17
29 000	GRUPO TELEVISA ADR	01/16/2009	02/08/2013	424 24	813 09		388 85
	CIA DE BEBIDAS DAS AMERICAS-AM ADR	03/28/2013	03/28/2013		0 01	0 01	
72 000	AMERICA MOVIL SAB DE CV	11/21/2008	04/03/2013	1,004 76	1,459 85		455 09
2 000	AMERICA MOVIL SAB DE CV	11/21/2008	04/05/2013	27 91	40 31		12 40
2 000	AMERICA MOVIL SAB DE CV	11/21/2008	04/09/2013	27 91	41 99		14 08
6 000	PHILIPPINE LONG DISTANCE TEL CO SPONS ADR	11/14/2007	04/10/2013	429 06	419 64		(9 42)
11 000	PHILIPPINE LONG DISTANCE TEL CO SPONS ADR	10/03/2007	04/10/2013	590 01	769 34		179 33
98 000	TURKCELL ILETISIM HIZMET SPONS ADR NEW	07/02/2008	04/25/2013	1,441 78	1,452 38		10 60
2 000	TURKCELL ILETISIM HIZMET SPONS ADR NEW	07/02/2008	04/30/2013	29 42	30 45		1 03
30 000	TELKOM PT ADRREPRESENTING 20 ORD	06/27/2008	05/21/2013	964 04	1,496 04		532 00
2 000	AMERICA MOVIL SAB DE CV	11/21/2008	07/22/2013	27 91	41 99		14 08
2 000	AMERICA MOVIL SAB DE CV	03/02/2011	07/22/2013	56 41	41 99		(14 42)
11 000	AMERICA MOVIL SAB DE CV	06/10/2013	07/22/2013	219 34	230 95	11 61	
22 000	AMERICA MOVIL SAB DE CV	08/03/2009	07/22/2013	492 69	461 90		(30 79)
70 000	AMERICA MOVIL SAB DE CV	01/16/2009	07/22/2013	998 87	1,469 69		470 82
24 000	VALE S A CLASS A ADR	02/10/2010	08/19/2013	544 15	321 06		(223 09)
34 000	VALE S A CLASS A ADR	02/11/2010	08/19/2013	779 79	454 83		(324 96)
1 000	BAIDU ADR	02/11/2013	09/13/2013	96 16	143 04	46 88	
20 000	BAIDU ADR	10/25/2012	09/13/2013	2,292 58	2,860 85	568 27	

W Wash sale reporting rules apply to this sale

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Realized Gains & Losses
844011345 : PERLMAN FAMILY FOUNDATION *LAZARD EMERGING MARKETS*
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Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
4 000	AKBANK TURK ANON	08/03/2009	11/04/2013	37 20	30 00		(7 20)
26 000	AKBANK TURK ANON	12/18/2009	11/04/2013	232 46	195 00		(37 46)
33 000	AKBANK TURK ANON	07/30/2009	11/04/2013	276 85	247 49		(29 36)
6 000	BAIDU ADR	02/11/2013	11/04/2013	576 98	934 84	357 86	
108 000	BANCO DO BRASIL S A ADR	01/29/2010	11/04/2013	1,655 38	1,446 09		(209 29)
1 000	BANCO MACRO S A ADR	08/03/2009	11/04/2013	17 55	25 30		7 75
6 000	BANCO MACRO S A ADR	03/17/2008	11/04/2013	140 92	151 80		10 88
15 000	BANCO MACRO S A ADR	03/25/2008	11/04/2013	375 00	379 49		4 49
16 000	BIDVEST GROUP LTD (FORMERLY BI ADR)	03/02/2011	11/04/2013	719 85	842 38		122 53
2 000	CHINA CONSTRUCTION BANK CORP UNSPONSORED ADR REPRESENTING	03/02/2011	11/04/2013	35 18	31 50		(3 68)
28 000	CHINA CONSTRUCTION BANK CORP UNSPONSORED ADR REPRESENTING	05/10/2010	11/04/2013	468 88	440 99		(27 89)
56 000	CHINA CONSTRUCTION BANK CORP UNSPONSORED ADR REPRESENTING	05/26/2010	11/04/2013	856 83	881 98		25 15
8 000	CHINA MOBILE LTD FORMERLY CHINA MOBILE HK LTD SP-ADR	01/26/2012	11/04/2013	400 23	417 99		17 76
11 000	CHINA MOBILE LTD FORMERLY CHINA MOBILE HK LTD SP-ADR	02/13/2012	11/04/2013	565 56	574 74		9 18
19 000	CIA DE BEBIDAS DAS AMERICAS-AM ADR	03/02/2011	11/04/2013	534 75	703 36		168 61
44 000	CIELO S A ADR	11/04/2010	11/04/2013	684 15	1,347 25		663 10
69 000	CLICKS GROUP LTD SPONS ADR	05/17/2011	11/04/2013	850 87	838 33		(12 54)
4 000	CNOOC LTD ADR	06/28/2012	11/04/2013	772 00	803 34		31 34
105 000	COMMERCIAL INTERNATIONAL BANK ADR	08/03/2009	11/04/2013	468 96	624 73		155 77
9 000	GRUPO TELEVISA ADR	08/21/2009	11/04/2013	162 20	275 84		113 64
11 000	GRUPO TELEVISA ADR	08/03/2009	11/04/2013	201 52	337 14		135 62

W Wash sale reporting rules apply to this sale

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Realized Gains & Losses
844011345 : PERLMAN FAMILY FOUNDATION *LAZARD EMERGING MARKETS*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description		Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
40 000	IMPERIAL HOLDINGS LTD IPL ADR		01/23/2013	11/04/2013	893 29	829 98	(63 31)	
22 000	KB FINANCIAL GROUP ADR		08/12/2011	11/04/2013	837 36	822 78		(14 58)
1 000	KIMBERLY CLARK DE MEXICO S A B DE C V		10/15/2007	11/04/2013	7 88	15 47		7 59
72 000	KIMBERLY CLARK DE MEXICO S A B DE C V		11/29/2007	11/04/2013	512 40	1,113 82		601 42
9 000	LUKOIL (OAO) ADR EACH REPR 4 ORD RUB0 25		09/06/2011	11/04/2013	521 18	590 83		69 65
12 000	MOBILE TELESYSTEMS SP ADR		02/20/2009	11/04/2013	107 33	276 83		169 50
53 000	MOBILE TELESYSTEMS SP ADR		01/15/2009	11/04/2013	524 17	1,222 69		698 52
44 000	NEDBANK GROUP LTD SPONS ADR		07/07/2008	11/04/2013	514 80	945 98		431 18
12 000	NETEASE COM INC COM STK		11/02/2009	11/04/2013	451 23	798 82		347 59
49 000	OAO GAZPROM ADR LEVEL 1 ADR PROGRAM		08/12/2011	11/04/2013	561 08	452 76		(108 32)
57 000	OAO GAZPROM ADR LEVEL 1 ADR PROGRAM	W	08/12/2011	11/04/2013	652 67	526 66		
9 000	ORASCOM CONSTR INDS S A E ADR		12/30/2010	11/04/2013	447 19	331 19		(116 00)
11 000	ORIFLAME COSMETICS SA SPONSOR LUXEMBO ADR		08/03/2009	11/04/2013	279 40	172 03		(107 37)
31 000	ORIFLAME COSMETICS SA SPONSOR LUXEMBO ADR		02/03/2009	11/04/2013	351 85	484 83		132 98
3 000	PHILIPPINE LONG DISTANCE TEL CO SPONS ADR		11/14/2007	11/04/2013	214 53	197 76		(16 77)
10 000	PHILIPPINE LONG DISTANCE TEL CO SPONS ADR		04/24/2008	11/04/2013	610 75	659 18		48 43
65 000	PPC LIMITED UNSPON ADR		07/30/2009	11/04/2013	484 25	402 34		(81 91)
23 000	PT BK MANDIRI PERSERO TBK UNSP		12/23/2010	11/04/2013	162 86	167 44		4 58
48 000	PT BK MANDIRI PERSERO TBK UNSP		05/31/2012	11/04/2013	345 53	349 43		3 90
51 000	PT BK MANDIRI PERSERO TBK UNSP		03/17/2011	11/04/2013	346 83	371 27		24 44

W Wash sale reporting rules apply to this sale

Realized Gains & Losses
844011345 : PERLMAN FAMILY FOUNDATION *LAZARD EMERGING MARKETS*
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Valuation Currency: USD
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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
14 000	PT UNITED TRACTORS-UNSPON ADR (INDONESIA)	03/23/2009	11/04/2013	158 90	426 43		267 53
29 000	SANLAM LTD ADR	07/30/2009	11/04/2013	369 75	771 96		402 21
39 000	SBERBANK RUSSIA SPONSORED ADR	08/04/2011	11/04/2013	559 69	499 97		(59 72)
72 000	SBERBANK RUSSIA SPONSORED ADR	08/08/2011	11/04/2013	933 74	923 02		(10 72)
10 000	SHINHAN FINL GROUP CO LTD SPN A DR	08/03/2009	11/04/2013	347 35	425 89		78 54
12 000	SHINHAN FINL GROUP CO LTD SPN A DR	06/17/2008	11/04/2013	568 20	511 07		(57 13)
20 000	SHOPRITE HOLDINGS LTD ORD UNSPON SORED ADR (SOUTH AFRICA)	10/22/2009	11/04/2013	338 53	744 98		406 45
51 000	STANDARD BANK GROUP LIMITED ADR	07/30/2009	11/04/2013	621 68	632 38		10 70
55 000	TAIWAN SEMICONDUCTOR MANUFCTR	08/11/2009	11/04/2013	563 22	1,007 03		443 81
5 000	TELKOM PT ADRREPRESENTING 20 ORD	06/27/2008	11/04/2013	160 67	203 70		43 03
5 000	TELKOM PT ADRREPRESENTING 20 ORD	05/26/2010	11/04/2013	160 25	203 69		43 44
21 000	TELKOM PT ADRREPRESENTING 20 ORD	08/03/2009	11/04/2013	748 44	855 52		107 08
9 000	TIGER BRANDS LTD ADR	08/03/2009	11/04/2013	185 85	264 41		78 56
12 000	TIGER BRANDS LTD ADR	12/17/2009	11/04/2013	268 09	352 55		84 46
23 000	TURKCELL ILETISIM HIZMET SPONS ADR NEW	07/30/2009	11/04/2013	344 76	352 12		7 36
24 000	TURKCELL ILETISIM HIZMET SPONS ADR NEW	07/02/2008	11/04/2013	353 09	367 43		14 34
7 000	VALE S A CLASS A ADR	02/11/2010	11/04/2013	160 55	106 96		(53 59)
37 000	VALE S A CLASS A ADR	04/07/2010	11/04/2013	1,051 57	565 34		(486 23)
41 000	VODACOM GROUP LIMITED	05/29/2012	11/04/2013	506 18	469 85		(36 33)
8 000	WEICHAI PWR CO LTD ADR	12/30/2010	11/04/2013	187 59	128 48		(59 11)
17 000	WEICHAI PWR CO LTD ADR	03/28/2011	11/04/2013	341 58	273 01		(68 57)
19 000	WEICHAI PWR CO LTD ADR	12/29/2010	11/04/2013	403 03	305 13		(97 90)

W Wash sale reporting rules apply to this sale

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Realized Gains & Losses
844011345 : PERLMAN FAMILY FOUNDATION *LAZARD EMERGING MARKETS*
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Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
10 000	WOOLWORTHS HOLDINGS LTD SOUTH ADR	03/19/2012	11/04/2013	602 84	734 88		132 04
18 000	WYNN MACAU LIMITED UNSPONSORED ADR	11/09/2012	11/04/2013	515 19	690 10	174 91	
46 000	YPF SOCIEDAD ANONIMA SPONS ADR REPR CL D	03/28/2011	11/04/2013	1,954 15	924 12		(1,030 03)
	COMMERCIAL INTERNATIONAL BANK ADR	05/10/2011	12/09/2013	1 62	2 22		0 60
	TOTAL PORTFOLIO			**43,144.52**	**49,611.18**	**1,096.23**	**5,496.44**

W Wash sale reporting rules apply to this sale

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Realized Gains & Losses
844011346 : PERLMAN FAMILY FOUNDATION *SCHAFER CULLEN LCV*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description		Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
10 000	3 M CO		07/29/2009	02/20/2013	691 74	1,039 57		347 83
35 000	ALTRIA GROUP INC		07/29/2009	02/20/2013	618 53	1,225 67		607 14
10 000	ASTRAZENECA PLC SPONS ADR		07/29/2009	02/20/2013	459 60	452 18		(7 42)
5 000	AT&T INC		07/29/2009	02/20/2013	129 70	178 39		48 69
20 000	BOEING CO		07/29/2009	02/20/2013	865 90	1,512 76		646 86
50 000	CISCO SYSTEMS INC		09/14/2012	02/20/2013	981 24	1,060 47	79 23	
20 000	CONOCOPHILLIPS		10/29/2009	02/20/2013	777 78	1,158 57		380 79
5 000	DIAGEO PLC SPONS ADR		07/29/2009	02/20/2013	300 82	597 78		296 96
10 000	DIAMOND OFFSHORE DRILLING INC COM	W	02/15/2013	02/20/2013	745 36	734 48		
20 000	DOMINION RES INC		07/27/2010	02/20/2013	862 27	1,124 17		261 90
5 000	DU PONT E I DENEMOURS & CO		12/31/2009	02/20/2013	169 59	233 54		63 95
40 000	GENERAL ELEC CO		07/29/2009	02/20/2013	490 00	941 57		451 57
25 000	GENUINE PARTS CO COM		07/29/2009	02/20/2013	881 64	1,731 71		850 07
25 000	HCP INC REIT		06/29/2010	02/20/2013	767 83	1,209 22		441 39
20 000	HEALTH CARE REIT INC		07/29/2009	02/20/2013	684 02	1,285 17		601 15
35 000	HSBC HOLDINGS PLC ADR		07/29/2009	02/20/2013	1,648 28	1,956 45		308 17
5 000	JOHNSON & JOHNSON		07/29/2009	02/20/2013	306 48	384 34		77 86
20 000	JOHNSON & JOHNSON		05/17/2010	02/20/2013	1,271 92	1,537 36		265 44
35 000	JPMORGAN CHASE & CO		03/27/2012	02/20/2013	1,617 45	1,712 16	94 71	
10 000	KIMBERLY CLARK CORP		07/29/2009	02/20/2013	584 01	919 47		335 46
15 000	MERCK & CO		09/29/2011	02/20/2013	487 36	638 38		151 02
25 000	MICROSOFT CORP		09/07/2010	02/20/2013	600 70	697 48		96 78
10 000	NEXTERA ENERGY INC		07/29/2009	02/20/2013	564 47	733 28		168 81
10 000	PHILIP MORRIS INTL		07/29/2009	02/20/2013	467 45	923 97		456 52
10 000	RAYTHEON COMPANY		04/16/2012	02/20/2013	528 33	544 08	15 75	
5 000	ROYAL DUTCH SHELL PLC SPON ADR		03/28/2011	02/20/2013	361 62	338 14		(23 48)

W Wash sale reporting rules apply to this sale

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Realized Gains & Losses
844011346 : PERLMAN FAMILY FOUNDATION *SCHAFER CULLEN LCV*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
25 000	TRAVELERS COS INC	07/29/2009	02/20/2013	1,071 36	2,011 95		940 59
30 000	UNILEVER N V SHR	07/29/2009	02/20/2013	800 10	1,195 17		395 07
135 000	VERIZON COMMUNICATIONS	07/29/2009	02/20/2013	4,003 34	6,075 20		2,071 86
190 000	MONDELEZ INTL INC	07/29/2009	03/22/2013	3,511 18	5,665 77		2,154 59
120 000	HEINZ H J CO COM	07/29/2009	06/10/2013	4,616 51	8,700 00		4,083 49
15 000	KIMBERLY CLARK CORP	07/29/2009	06/21/2013	876 01	1,427 78		551 77
25 000	3 M CO	07/29/2009	10/28/2013	1,729 34	3,126 94		1,397 60
60 000	ALTRIA GROUP INC	07/29/2009	10/28/2013	1,060 34	2,201 96		1,141 62
40 000	ASTRAZENECA PLC SPONS ADR	07/29/2009	10/28/2013	1,838 40	2,134 36		295 96
55 000	AT&T INC	07/29/2009	10/28/2013	1,426 70	1,949 16		522 46
15 000	BCE INC NEW COM	02/20/2013	10/28/2013	661 56	652 34	(9 22)	
25 000	BCE INC NEW COM	02/21/2013	10/28/2013	1,107 90	1,087 22	(20 68)	
40 000	BOEING CO	07/29/2009	10/28/2013	1,731 80	5,199 50		3,467 70
20 000	CHEVRON CORPORATION	07/29/2009	10/28/2013	1,341 54	2,412 15		1,070 61
50 000	CISCO SYSTEMS INC	09/14/2012	10/28/2013	981 24	1,121 48		140 24
40 000	CONOCOPHILLIPS	10/29/2009	10/28/2013	1,555 55	2,949 54		1,393 99
20 000	DIAGEO PLC SPONS ADR	07/29/2009	10/28/2013	1,203 27	2,620 15		1,416 88
20 000	DIAMOND OFFSHORE DRILLING INC COM	02/15/2013	10/28/2013	1,472 25	1,239 97	(232 28)	
20 000	DOMINION RES INC	07/27/2010	10/28/2013	862 27	1,283 97		421 70
40 000	DU PONT E I DENEMOURS & CO	12/31/2009	10/28/2013	1,356 71	2,458 35		1,101 64
45 000	ELI LILLY & CO	07/29/2009	10/28/2013	1,573 65	2,298 56		724 91
100 000	GENERAL ELEC CO	07/29/2009	10/28/2013	1,225 00	2,601 95		1,376 95
20 000	GENUINE PARTS CO COM	07/29/2009	10/28/2013	705 31	1,584 97		879 66
30 000	HCP INC REIT	06/29/2010	10/28/2013	919 36	1,281 57		362 21
25 000	HEALTH CARE REIT INC	07/29/2009	10/28/2013	837 30	1,641 72		804 42
35 000	HSBC HOLDINGS PLC ADR	07/29/2009	10/28/2013	1,648 28	1,934 76		286 48

W Wash sale reporting rules apply to this sale

Realized Gains & Losses
844011346 : PERLMAN FAMILY FOUNDATION *SCHAFER CULLEN LCV*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
70 000	INTEL CORP	11/23/2009	10/28/2013	1,355 43	1,704 47		349 04
25 000	JOHNSON & JOHNSON	05/17/2010	10/28/2013	1,589 90	2,312 95		723 05
15 000	JPMORGAN CHASE & CO	03/27/2012	10/28/2013	693 19	795 13		101 94
25 000	KIMBERLY CLARK CORP	07/29/2009	10/28/2013	1,460 02	2,685 45		1,225 43
35 000	MERCK & CO	09/29/2011	10/28/2013	1,137 18	1,587 92		450 74
40 000	METLIFE INC	03/22/2013	10/28/2013	1,526 47	1,935 56	409 09	
30 000	MICROSOFT CORP	07/26/2011	10/28/2013	842 72	1,063 48		220 76
45 000	MICROSOFT CORP	09/07/2010	10/28/2013	1,081 26	1,595 22		513 96
25 000	NEXTERA ENERGY INC	07/29/2009	10/28/2013	1,411 18	2,130 21		719 03
20 000	PHILIP MORRIS INTL	07/29/2009	10/28/2013	934 90	1,791 36		856 46
55 000	RAYTHEON COMPANY	04/16/2012	10/28/2013	2,905 81	4,464 27		1,558 46
35 000	ROYAL DUTCH SHELL PLC SPON ADR	03/28/2011	10/28/2013	2,531.33	2,528 00		(3 33)
30 000	TRAVELERS COS INC	07/29/2009	10/28/2013	1,285 63	2,610 55		1,324 92
45 000	UNILEVER N V SHR	07/29/2009	10/28/2013	1,200 15	1,800 86		600 71
110 000	VODAFONE GROUP PLC SP ADR	07/29/2009	10/28/2013	2,158 20	4,005.03		1,846 83
	TOTAL PORTFOLIO			**80,093.73**	**124,737.31**	**336 60**	**44,317.86**

W Wash sale reporting rules apply to this sale

Valuation Currency: USD
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Realized Gains & Losses
844011831 : PERLMAN FAMILY FOUNDATION *FAYEZ SAROFIM*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
21 000	APACHE CORP	07/07/2011	02/14/2013	2,648 22	1,735 46		(912 76)
34 000	ARCOS DORADOS HOLDINGS INC	05/23/2011	05/29/2013	748 10	495 87		(252 23)
9 000	JOHNSON & JOHNSON	03/08/2011	05/29/2013	546 09	775 44		229 35
15 000	NEWS CORP CL A	03/08/2011	05/29/2013	258 67	493 44		234 77
5 000	PHILLIPS 66 WI	03/08/2011	05/29/2013	178 35	330 57		152 22
10 000	WALGREEN CO	03/08/2011	05/29/2013	423 20	496 68		73 48
26 000	ABBOTT LABS NPV	03/08/2011	05/31/2013	606 83	958 08		351 25
23 000	ABBVIE INC	03/08/2011	05/31/2013	582 13	1,012 90		430 77
34 000	ALTRIA GROUP INC	03/08/2011	05/31/2013	869 04	1,233 83		364 79
14 000	AMER EXPRESS CO	03/08/2011	05/31/2013	627 06	1,067 34		440 28
4 000	APPLE INC	03/08/2011	05/31/2013	1,421 32	1,814 12		392 80
12 000	AUTOMATIC DATA PROCESSING INC	03/08/2011	05/31/2013	605 40	833 62		228 22
3 000	BLACKROCK INC	09/02/2011	05/31/2013	477 12	846 01		368 89
9 000	CATERPILLAR INC	03/08/2011	05/31/2013	927 09	775 69		(151 40)
1 000	CDN PAC RLWAY	02/26/2013	05/31/2013	117 39	132 81	15 42	
3 000	CDN PAC RLWAY	02/14/2013	05/31/2013	355 50	398 42	42 92	
19 000	CHEVRON CORPORATION	03/08/2011	05/31/2013	1,941 42	2,358 23		416 81
70 000	COCA COLA CO	03/08/2011	05/31/2013	2,296 93	2,825 15		528 22
11 000	COMCAST CORP CL A	02/14/2013	05/31/2013	441 51	444 17	2 66	
25 000	CONOCOPHILLIPS	03/08/2011	05/31/2013	1,500 36	1,550 97		50 61
4 000	DIAGEO PLC SPONS ADR	11/09/2012	05/31/2013	459 23	474 11	14 88	
10 000	ESTEE LAUDER COS INC CL A	03/08/2011	05/31/2013	459 50	683 98		224 48
32 000	EXXON MOBIL CORP	03/08/2011	05/31/2013	2,696 91	2,922 50		225 59
6 000	FRANKLIN RES INC COM	03/08/2011	05/31/2013	753 36	939 64		186 28
42 000	FREEPORT-MCMORAN INC	03/08/2011	05/31/2013	2,083 20	1,309 95		(773 25)
38 000	GENERAL ELEC CO	03/08/2011	05/31/2013	786 31	892 75		106 44
23 000	HSBC HOLDINGS PLC ADR	03/08/2011	05/31/2013	1,239 70	1,269 57		29 87

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Realized Gains & Losses
844011831 : PERLMAN FAMILY FOUNDATION *FAYEZ SAROFIM*
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Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
51 000	INTEL CORP	03/08/2011	05/31/2013	1,078 22	1,248 96		170 74
8 000	INTL BUSINESS MACHS CORP	03/08/2011	05/31/2013	1,298 08	1,679 25		381 17
5 000	INTUITIVE SURGICAL INC	03/08/2011	05/31/2013	1,657 05	2,501 05		844 00
20 000	JOHNSON & JOHNSON	03/08/2011	05/31/2013	1,213 52	1,700 77		487 25
52 000	JPMORGAN CHASE & CO	03/08/2011	05/31/2013	2,400 99	2,868 79		467 80
17 000	MCDONALDS CORP	03/08/2011	05/31/2013	1,275 34	1,649 99		374 65
12 000	MERCK & CO	03/08/2011	05/31/2013	395 28	567 59		172 31
15 000	MONDELEZ INTL INC	03/08/2011	05/31/2013	305 53	445 19		139 66
27 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/08/2011	05/31/2013	1,507 95	1,786 28		278 33
18 000	NEWS CORP CL A	03/08/2011	05/31/2013	310 40	581 92		271 52
5 000	NOVO NORDISK A/S ADR	03/08/2011	05/31/2013	633 50	807 48		173 98
20 000	OCCIDENTAL PETE CORP	03/08/2011	05/31/2013	2,047 80	1,854 96		(192 84)
14 000	ORACLE CORP	05/15/2012	05/31/2013	377 94	477 81		99 87
19 000	PEPSICO INC	03/08/2011	05/31/2013	1,206 88	1,542 77		335 89
29 000	PHILIP MORRIS INTL	03/08/2011	05/31/2013	1,860 64	2,658 67		798 03
9 000	PRAXAIR INC COM	03/08/2011	05/31/2013	873 54	1,034 80		161 26
28 000	PROCTER & GAMBLE	03/08/2011	05/31/2013	1,731 98	2,164 08		432 10
10 000	QUALCOMM INC	03/08/2011	05/31/2013	565 30	638 78		73 48
25 000	RIO TINTO PLC SPONS ADR	03/08/2011	05/31/2013	1,675 00	1,074 48		(600 52)
26 000	ROCHE HOLDING AG BASEL ADR	03/08/2011	05/31/2013	921 44	1,618 73		697 29
15 000	ROYAL DUTCH SH A	03/08/2011	05/31/2013	1,058 40	1,001 68		(56 72)
18 000	TARGET CORP	03/08/2011	05/31/2013	926 64	1,256 19		329 55
47 000	TEXAS INSTRUMENTS IN C USD1 COM	03/08/2011	05/31/2013	1,678 84	1,694 32		15 48
35 000	TOTAL S A SPON ADR	03/08/2011	05/31/2013	2,109 09	1,754 51		(354 58)
18 000	UNITED TECHNOLOGIES CORP	03/08/2011	05/31/2013	1,491 84	1,720 41		228 57
14 000	WAL MART STORES INC	03/08/2011	05/31/2013	730 80	1,053 06		322 26
13 000	WALGREEN CO	03/08/2011	05/31/2013	550 16	626 84		76 68

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Realized Gains & Losses
844011831 : PERLMAN FAMILY FOUNDATION *FAYEZ SAROFIM*
01/01/2013 to 12/31/2013
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
14 000	WALT DISNEY CO (HOLDING COMPANY)	03/08/2011	05/31/2013	605 50	893 04		287 54
9 000	XILINX INC	05/15/2012	05/31/2013	296 49	368 27		71 78
15 000	EXXON MOBIL CORP	03/08/2011	07/15/2013	1,264 18	1,397 10		132 92
5 000	MCDONALDS CORP	03/08/2011	07/15/2013	375 10	508 02		132 92
5 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/08/2011	07/15/2013	279 25	337 20		57 95
5 000	PEPSICO INC	03/08/2011	07/15/2013	317 60	423 47		105 87
6 000	PROCTER & GAMBLE	03/08/2011	07/15/2013	371 14	487 25		116 11
29 000	RIO TINTO PLC SPONS ADR	03/08/2011	07/15/2013	1,943 00	1,229 32		(713 68)
5 000	WAL MART STORES INC	03/08/2011	07/15/2013	261 00	383 69		122 69
9 000	ABBOTT LABS NPV	03/08/2011	11/04/2013	210 06	332 45		122 39
11 000	ABBVIE INC	03/08/2011	11/04/2013	278 41	536 46		258 05
6 000	AIR PRODS & CHEMS INC	05/23/2011	11/04/2013	543 23	650 50		107 27
6 000	AIR PRODS & CHEMS INC	03/08/2011	11/04/2013	536 10	650 51		114 41
15 000	ALTRIA GROUP INC	03/08/2011	11/04/2013	383 40	561 14		177 74
1 000	AMER EXPRESS CO	03/08/2011	11/04/2013	44 79	81 87		37 08
4 000	AMER EXPRESS CO	11/08/2012	11/04/2013	223 97	327 47	103 50	
3 000	APPLE INC	03/08/2011	11/04/2013	1,065 99	1,572 82		506 83
5 000	AUTOMATIC DATA PROCESSING INC	03/08/2011	11/04/2013	252 25	376 84		124 59
5 000	CATERPILLAR INC	03/08/2011	11/04/2013	515 05	419 29		(95 76)
3 000	CDN PAC RLWAY	02/26/2013	11/04/2013	352 17	436 91	84 74	
5 000	CHEVRON CORPORATION	03/08/2011	11/04/2013	510 90	589 23		78 33
24 000	COCA COLA CO	03/08/2011	11/04/2013	787 52	946 60		159 08
7 000	COMCAST CORP CL A	02/14/2013	11/04/2013	280 96	336 69	55 73	
17 000	CONOCOPHILLIPS	03/08/2011	11/04/2013	1,020 25	1,243 69		223 44
5 000	ESTEE LAUDER COS INC CL A	03/08/2011	11/04/2013	229 75	350 59		120 84
11 000	EXXON MOBIL CORP	03/08/2011	11/04/2013	927 06	1,011 76		84 70

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Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
10 000	FRANKLIN RES INC COM	03/08/2011	11/04/2013	418 53	538 29		119 76
12 000	FREEPORT-MCMORAN INC	03/08/2011	11/04/2013	595 20	446 39		(148 81)
23 000	GENERAL ELEC CO	03/08/2011	11/04/2013	475 92	605 80		129 88
6 000	HSBC HOLDINGS PLC ADR	03/08/2011	11/04/2013	323 40	338 51		15 11
21 000	INTEL CORP	03/08/2011	11/04/2013	443 97	509 03		65 06
11 000	JOHNSON & JOHNSON	03/08/2011	11/04/2013	667 44	1,021 22		353 78
9 000	JPMORGAN CHASE & CO	03/08/2011	11/04/2013	415 56	468 44		52 88
8 000	KRAFT FDS GRP	03/08/2011	11/04/2013	264 26	436 39		172 13
6 000	MCDONALDS CORP	03/08/2011	11/04/2013	450 12	583 36		133 24
8 000	MONDELEZ INTL INC	03/08/2011	11/04/2013	162 95	267 91		104 96
12 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/08/2011	11/04/2013	670 20	865 66		195 46
7 000	OCCIDENTAL PETE CORP	03/08/2011	11/04/2013	716 73	681 57		(35 16)
10 000	ORACLE CORP	05/15/2012	11/04/2013	269 96	336 99		67 03
5 000	PEPSICO INC	03/08/2011	11/04/2013	317 60	421 49		103 89
12 000	PHILIP MORRIS INTL	03/08/2011	11/04/2013	769 92	1,081 54		311 62
6 000	PHILLIPS 66 WI	03/08/2011	11/04/2013	214 03	384 11		170 08
4 000	PRAXAIR INC COM	03/08/2011	11/04/2013	388 24	493 59		105 35
8 000	PROCTER & GAMBLE	03/08/2011	11/04/2013	494 85	649 02		154 17
7 000	QUALCOMM INC	03/08/2011	11/04/2013	395 71	486 00		90 29
8 000	ROCHE HOLDING AG BASEL ADR	03/08/2011	11/04/2013	283 52	558 55		275 03
8 000	ROYAL DUTCH SH A	03/08/2011	11/04/2013	564 48	536 23		(28 25)
10 000	SABMILLER PLC SPONS ADR	03/22/2012	11/04/2013	404 75	521 49		116 74
5 000	TARGET CORP	03/08/2011	11/04/2013	257 40	326 14		68 74
16 000	TEXAS INSTRUMENTS IN C USD1 COM	03/08/2011	11/04/2013	571 52	671 82		100 30
5 000	TIME WRNR CBL	09/02/2011	11/04/2013	319 93	611 28		291 35
16 000	TOTAL S A SPON ADR	03/08/2011	11/04/2013	964 16	964 94		0 78
10 000	TWENTY-FIRST CENTURY FOX CL A	03/08/2011	11/04/2013	152 70	340 69		187 99

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Valuation Currency: USD
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Realized Gains & Losses
844011831 : PERLMAN FAMILY FOUNDATION *FAYEZ SAROFIM*
01/01/2013 to 12/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
8 000	UNITED TECHNOLOGIES CORP	03/08/2011	11/04/2013	663 04	862 94		199 90
6 000	WAL MART STORES INC	03/08/2011	11/04/2013	313 20	463 85		150 65
9 000	WALGREEN CO	03/08/2011	11/04/2013	380 88	542 65		161 77
5 000	WALT DISNEY CO (HOLDING COMPANY)	03/08/2011	11/04/2013	216 25	343 94		127 69
6 000	WELLS FARGO COMPANY	07/15/2013	11/04/2013	259 59	255 95	(3 64)	
1 000	CATERPILLAR INC	05/23/2011	11/14/2013	101 21	83 75		(17 46)
12 000	CATERPILLAR INC	03/08/2011	11/14/2013	1,236 12	1,004 96		(231 16)
43 000	INTEL CORP	03/08/2011	11/14/2013	909 08	1,050 55		141 47
	TOTAL PORTFOLIO			**87,859.63**	**103,287.88**	**316.21**	**15,112.04**

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses

844010883 : THE PERLMAN FAMILY FOUNDATIONC/O SUE SHELTON &THEODORE PERLM AN

10/25/2013 to 12/31/2013

Trade Date Reporting

Shares or Face Value	Security Description		Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
24 000	GILEAD SCIENCES INC		10/29/2013	11/04/2013	1,662 72	1,670 47	7 75	
1 000	PRICELINE GROUP INC/THE	W	10/29/2013	11/07/2013	1,065 42	1,028 78		
6 000	COGNIZANT TECH SOLUTIONS CORP		10/29/2013	11/14/2013	535 32	560 09	24 77	
46 000	QUALCOMM INC		10/29/2013	11/14/2013	3,164 69	3,280 49	115 80	
14 000	NOVO NORDISK A/S ADR		11/05/2013	11/18/2013	2,324 00	2,437 18	113 18	
19 000	NOVO NORDISK A/S ADR		10/29/2013	11/18/2013	3,457 05	3,307 61	(149 44)	
3 000	AMAZON INC		10/29/2013	11/19/2013	1,085 19	1,100 51	15 32	
10 000	CELGENE CORP	W	10/29/2013	11/19/2013	1,555 60	1,534 92		
24 000	QUALCOMM INC		10/29/2013	11/19/2013	1,651 14	1,725 48	74 34	
12 000	QUALCOMM INC		10/29/2013	11/21/2013	825 57	852 22	26 65	
58 000	QUALCOMM INC		11/05/2013	11/21/2013	4,002 00	4,119 09	117 09	
12 000	BAIDU ADR		10/29/2013	12/17/2013	1,902 72	2,032 12	129 40	
1 000	PRICELINE GROUP INC/THE		10/29/2013	12/19/2013	1,065 42	1,187 68	122 26	
7 000	COGNIZANT TECH SOLUTIONS CORP		10/29/2013	12/23/2013	624 54	688 31	63 77	
35 000	FRANKLIN RES INC COM		10/29/2013	12/23/2013	1,912 40	1,980 26	67 86	
24 000	RED HAT INC		10/29/2013	12/23/2013	1,057 44	1,344 42	286 98	
7 000	AMAZON INC		10/29/2013	12/26/2013	2,532 11	2,815 71	283 60	
	TOTAL PORTFOLIO				**30,423.33**	**31,665.34**	**1,299.33**	**0.00**

TOTAL LT	1159748	1706108	546360
TOTAL ST	210152	221226	11074
TOTAL	1369,900	1927334	

W Wash sale reporting rules apply to this sale

EM62FGB-20140813-160932