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

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 Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning , and ending

Name of foundation  
**ANN B. & THOMAS L. FRIEDMAN FAMILY FOUND  
 C/O MB INVESTMENTS, LLC**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**180 N WACKER DRIVE 001**

City or town, state or province, country, and ZIP or foreign postal code  
**CHICAGO, IL 60606**

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

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
**\$ 18,961,784.** (Part I, column (d) must be on cash basis.)

**A** Employer identification number  
**43-2057377**

**B** Telephone number  
**312-960-2524**

**C** If exemption application is pending, check here

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

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

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

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b>	Contributions, gifts, grants, etc., received	2,250,000.		N/A	
<b>2</b>	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b>	Interest on savings and temporary cash investments	498.	498.		Statement 1
<b>4</b>	Dividends and interest from securities	286,027.	286,027.		Statement 2
<b>5a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	985,561.			
<b>b</b>	Gross sales price for all assets on line 6a	3,203,637.			
<b>7</b>	Capital gain net income (from Part IV, line 2)		985,561.		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold				
<b>c</b>	Gross profit or (loss)				
<b>11</b>	Other income				
<b>12</b>	<b>Total.</b> Add lines 1 through 11	3,522,086.	1,272,086.		
<b>13</b>	Compensation of officers, directors, trustees, etc	0.	0.		0.
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16a</b>	Legal fees				
<b>b</b>	Accounting fees				
<b>c</b>	Other professional fees				
<b>17</b>	Interest				
<b>18</b>	Taxes Stmt 3	63,858.	1,158.		0.
<b>19</b>	Depreciation and depletion				
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses Stmt 4	374.	0.		0.
<b>24</b>	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	64,232.	1,158.		0.
<b>25</b>	Contributions, gifts, grants paid	1,541,504.			1,541,504.
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	1,605,736.	1,158.		1,541,504.
<b>27</b>	Subtract line 26 from line 12:				
<b>a</b>	Excess of revenue over expenses and disbursements	1,916,350.			
<b>b</b>	<b>Net investment income</b> (if negative, enter -0-)		1,270,928.		
<b>c</b>	<b>Adjusted net income</b> (if negative, enter -0-)			N/A	

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**ANN B. & THOMAS L. FRIEDMAN FAMILY FOUND**

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**C/O MB INVESTMENTS, LLC**

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<b>Part II Balance Sheets</b>		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		
<b>Assets</b>	1	Cash - non-interest-bearing		1,961,494.	1,461,524.	1,461,524.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
		b Investments - corporate stock Stmt 7		1,137,072.	76,693.	1,386,697.
		c Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 8		13,004,162.	16,675,217.	16,103,890.	
14	Land, buildings, and equipment; basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ Statement 9)		4,375.	9,673.	9,673.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)		16,107,103.	18,223,107.	18,961,784.	
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		16,107,103.	18,223,107.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	<b>Total net assets or fund balances</b>		16,107,103.	18,223,107.		
31	<b>Total liabilities and net assets/fund balances</b>		16,107,103.	18,223,107.		

**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	16,107,103.
2	Enter amount from Part I, line 27a	2	1,916,350.
3	Other increases not included in line 2 (itemize) ▶ See Statement 5	3	1,001,158.
4	Add lines 1, 2, and 3	4	19,024,611.
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	801,504.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,223,107.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	3,203,637.	2,218,076.	985,561.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			
b			
c			
d			
e			985,561.

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	985,561.
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	1,488,284.	15,367,740.	.096845
2011	1,797,945.	8,172,061.	.220011
2010	1,609,850.	2,907,739.	.553643
2009	1,532,473.	2,288,818.	.669548
2008	2,139,106.	564,986.	3.786122

2 Total of line 1, column (d)	2	5.326169
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	1.065234
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,477,300.
5 Multiply line 4 by line 3	5	18,617,414.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,709.
7 Add lines 5 and 6	7	18,630,123.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,541,504.

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**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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	25,419.
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	25,419.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	25,419.
6	Credits/Payments.		
6a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	30,502.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	30,502.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	5,083.
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>5,083.</b> <b>Refunded</b> <input type="checkbox"/> <b>0.</b>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13		X
14	The books are in care of ► MB INVESTMENTS, LLC Telephone no ► 312-960-2524 Located at ► 180 N WACKER DRIVE, SUITE 001, CHICAGO, IL ZIP+4 ► 60606			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15   N/A			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?  Yes  No **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?  Yes  No **N/A**

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?  Yes  No 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?  Yes  No **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
ANN B. FRIEDMAN C/O MB INVESTMENTS, LLC 180 N WACKER CHICAGO, IL 60606	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
THOMAS L. FRIEDMAN C/O MB INVESTMENTS, LLC 180 N WACKER CHICAGO, IL 60606	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
E. MICHAEL GREAVES C/O MB INVESTMENTS, LLC 180 N WACKER CHICAGO, IL 60606	SECRETARY 1.00	0.	0.	0.
RICHARD B. DENNERT C/O MB INVESTMENTS, LLC 180 N WACKER CHICAGO, IL 60606	TREASURER 1.00	0.	0.	0.

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
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	15,997,524.
b	Average of monthly cash balances	1b	1,745,928.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	17,743,452.
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	17,743,452.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	266,152.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,477,300.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	873,865.

**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	873,865.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	25,419.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,419.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	848,446.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	848,446.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	848,446.

**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	1,541,504.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,541,504.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,541,504.

**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				848,446.
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	2,112,199.			
b From 2009	1,418,332.			
c From 2010	1,464,541.			
d From 2011	1,485,316.			
e From 2012	901,817.			
f Total of lines 3a through e	7,382,205.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,541,504.				
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				848,446.
e Remaining amount distributed out of corpus	693,058.			
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:	8,075,263.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	2,112,199.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,963,064.			
10 Analysis of line 9:				
a Excess from 2009	1,418,332.			
b Excess from 2010	1,464,541.			
c Excess from 2011	1,485,316.			
d Excess from 2012	901,817.			
e Excess from 2013	693,058.			

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

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

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

**See Statement 10**

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

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

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- c Any submission deadlines:

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

ANN B. & THOMAS L. FRIEDMAN FAMILY FOUND

Form 990-PF (2013)

C/O MB INVESTMENTS, LLC

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**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
ACUMEN FUND 76 NINTH AVENUE, SUITE 315 NEW YORK, NY 10011	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	20,000.
ASPEN MUSIC FESTIVAL AND SCHOOL 225 MUSIC SCHOOL ROAD ASPEN, CO 81611	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	41,000.
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM, MA 02453	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	77,500.
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	250,000.
KOL SHALOM 10301 GROSVENOR PLACE #L6 NORTH BETHESDA, MD 20852	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	26,500.
<b>Total</b>	<b>See continuation sheet(s)</b>			<b>1,541,504.</b>
<b>b Approved for future payment</b>				
None				
<b>Total</b>				<b>0.</b>



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

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1)	Cash			<b>X</b>
(2)	Other assets			<b>X</b>
<b>b</b>	Other transactions:			
(1)	Sales of assets to a noncharitable exempt organization			<b>X</b>
(2)	Purchases of assets from a noncharitable exempt organization			<b>X</b>
(3)	Rental of facilities, equipment, or other assets			<b>X</b>
(4)	Reimbursement arrangements			<b>X</b>
(5)	Loans or loan guarantees			<b>X</b>
(6)	Performance of services or membership or fundraising solicitations			<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees			<b>X</b>
<b>d</b>	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
		<b>N/A</b>	

**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
<b>N/A</b>		

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.

<b>Sign Here</b>		<b>8/1/14</b>	<b>TREASURER</b>	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<b>RICHARD B. DENNERT</b>		<b>8/1/14</b>		<b>P00745803</b>
	Firm's name <b>▶ MB INVESTMENTS, LLC</b>	Firm's EIN <b>▶ 42-1489255</b>			
	Firm's address <b>▶ 180 N WACKER DRIVE, STE 001 CHICAGO, IL 60606</b>	Phone no. <b>312-960-2524</b>			

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

ANN B. & THOMAS L. FRIEDMAN FAMILY FOUND  
C/O MB INVESTMENTS, LLC

Employer identification number

43-2057377

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)

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization <b>ANN B. &amp; THOMAS L. FRIEDMAN FAMILY FOUND                  C/O MB INVESTMENTS, LLC</b>	Employer identification number <b>43-2057377</b>
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**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MATTHEW & CAROLYN BUCKSBAUM FAMILY FOUNDATION  C/O MB INVESTMENTS 180 N WACKER DRIVE  CHICAGO, IL 60606	\$ 1,500,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	ANN & TOM BUCKSBAUM  C/O MB INVESTMENTS 180 N WACKER DRIVE  CHICAGO, IL 60606	\$ 750,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Name of organization <b>ANN B. &amp; THOMAS L. FRIEDMAN FAMILY FOUND                  C/O MB INVESTMENTS, LLC</b>	Employer identification number <b>43-2057377</b>
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**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	50% INTEREST IN HOT, FLAT AND CROWDED, LLC (FEIN 26-2515402)	\$ 1,500,000.	10/18/13
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization <b>ANN B. &amp; THOMAS L. FRIEDMAN FAMILY FOUND                  C/O MB INVESTMENTS, LLC</b>	Employer identification number <b>43-2057377</b>
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**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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

**GRANT EXPENDITURE REPORT**

**Grantee:**  
Ann B. and Thomas L. Friedman  
Family Foundation

**Grantor:**  
Matthew and Carolyn Bucksbaum  
Family Foundation

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**Grant profile:**

— Date of grant:	October 18, 2013
— Total amount of grant:	\$1,500,000.00
— Remaining grant funds (as of 12/31/13)	\$1,500,000.00
— Purpose of grant:	Unrestricted for its general exempt purposes
— Reporting period:	January 1, 2013 to December 31, 2013

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**Portion of Grant spent by grantee:**

From October 18<sup>th</sup>, 2013 through December 31, 2013  
Total through December 31, 2013

\$ NONE  
\$ NONE

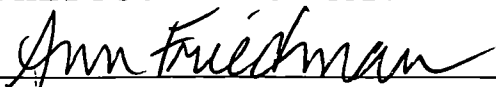
**Fiscal statement of Grant funds used:** Please attach to this document an expenditure statement detailing all expenses made from these grant funds, including all salaries, travel, supplies, *etc.* Include any additional accounting information relative to the grant.

**Books and records:** The Grantee shall maintain records of receipts and expenditures and is expected to make its books and records available to the Grantor or an authorized agency upon request.

**Progress made toward the goals of the Grant:** The Grantee used the Grant to make unrestricted gifts to public charities in furtherance of their exempt purposes, as authorized by the Grant, in the amounts listed on the attached statement.

**Certification:** The Grantee hereby certifies that the Grant was used by the Grantee solely for charitable purposes as specified in Section 170(c)(2)(B) of the Internal Revenue Code of 1986 and that no portion of the Grant or the income there from was used by the Grantee to carry on propaganda or otherwise attempt to influence legislation; to influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive; to make any grant which did not comply with the requirements of Section 4945(d)(3) or (4) of the Internal Revenue Code of 1986; or to undertake any activity for any purpose other than one specified in Section 170(c)(2)(B) of the Internal Revenue Code of 1986.

**ANN B. & THOMAS L. FRIEDMAN  
FAMILY FOUNDATION LTD.**

By: x   
Ann B. Friedman, President

x 8/14/2014  
Date

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

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Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
FIDELITY INVESTMENTS	498.	498.	
Total to Part I, line 3	498.	498.	

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Form 990-PF Dividends and Interest from Securities Statement 2

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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
FIDELITY INVESTMENTS	424,267.	138,240.	286,027.	286,027.	
To Part I, line 4	424,267.	138,240.	286,027.	286,027.	

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Form 990-PF Taxes Statement 3

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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX - 2013	7,700.	0.		0.
FEDERAL EXCISE TAX - 2012	55,000.	0.		0.
FOREIGN TAXES	1,158.	1,158.		0.
To Form 990-PF, Pg 1, ln 18	63,858.	1,158.		0.

Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ANNUAL REPORT FEES	15.	0.		0.	
OTHER FEES	359.	0.		0.	
To Form 990-PF, Pg 1, ln 23	374.	0.		0.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	5
Description		Amount	
FOREIGN TAXES - BOOK/TAX DIFFERENCE		1,158.	
HOT, FLAT, AND CROWDED LLC - BOOK/TAX DIFFERENCE		1,000,000.	
Total to Form 990-PF, Part III, line 3		1,001,158.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	6
Description		Amount	
INTEREST AND DIVIDENDS - BOOK/TAX DIFFERENCE		5,690.	
CAPITAL GAINS - BOOK/TAX DIFFERENCE		569,826.	
ESL PARTNERS, LP - TAX PROCEEDS RECEIVED		4,375.	
GGP STOCK - BOOK/TAX DIFFERENCE		215,117.	
NON-DEDUCTIBLE CONTRIBUTIONS		6,496.	
Total to Form 990-PF, Part III, line 5		801,504.	

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
GENERAL GROWTH PROPERTIES, INC.	76,693.	1,386,697.		
AUTO NATION, INC.	0.	0.		
ORCHARD SUPPLY COMMON	0.	0.		
ORCHARD SUPPLY PREFERRED	0.	0.		
SEARS HOLDING CORP	0.	0.		
Total to Form 990-PF, Part II, line 10b	76,693.	1,386,697.		

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
FIDELITY SECURITIES	COST	14,175,217.	14,603,890.
HOT, FLAT & CROWDED	COST	2,500,000.	1,500,000.
Total to Form 990-PF, Part II, line 13		16,675,217.	16,103,890.

Form 990-PF	Other Assets	Statement	9
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
DISTRIBUTION RECEIVABLE	4,375.	0.	0.
DIVIDENDS RECEIVABLE	0.	9,673.	9,673.
To Form 990-PF, Part II, line 15	4,375.	9,673.	9,673.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	10
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Name of Manager

ANN B. FRIEDMAN  
THOMAS L. FRIEDMAN

**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 AUTONATION, INC.	P	02/10/00	01/31/13
b AUTONATION, INC.	P	02/10/00	10/30/13
c FIDELITY SMALL CAP VALUE	P	04/12/11	10/30/13
d GABELLI EQUITY INCOME FUND	P	04/12/11	10/30/13
e ORCHARD SUPPLY COMMON	P	05/06/03	02/01/13
f ORCHARD SUPPLY PREFERRED	P	05/06/03	10/30/13
g SEARS HOLDINGS CORP	P	05/06/03	01/30/13
h SEARS HOLDINGS CORP	P	05/06/03	02/01/13
i SEARS HOLDINGS CORP	P	05/06/03	10/30/13
j VANGAURD INFLATION PROTECTED SEC ADM	P	04/12/11	10/30/13
k ESL PARTNERS, LP - PROCEEDS RECEIVED AFTER FINAL	P	Various	03/01/13
l Capital Gains Dividends			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 142,789.		43,045.	99,744.
b 446,844.		132,034.	314,810.
c 189,000.		154,610.	34,390.
d 398,000.		308,425.	89,575.
e 4,665.		6,305.	-1,640.
f 16.		329.	-313.
g 9,472.		2,661.	6,811.
h 132,709.		37,255.	95,454.
i 237,562.		53,807.	183,755.
j 1,499,965.		1,479,605.	20,360.
k 4,375.			4,375.
l 138,240.			138,240.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			99,744.
b			314,810.
c			34,390.
d			89,575.
e			-1,640.
f			-313.
g			6,811.
h			95,454.
i			183,755.
j			20,360.
k			4,375.
l			138,240.
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	985,561.
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

ANN B. & THOMAS L. FRIEDMAN FAMILY FOUND  
 C/O MB INVESTMENTS, LLC

43-2057377

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
MISCELLANEOUS CHARITIES UNDER \$20,000 AVAILABLE UPON REQUEST FROM MB INVEST 180 N WACKER DRIVE, SUITE 001 CHICAGO, IL 60606	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	163,000.
NATIONAL SYMPHONY ORCHESTRA P.O. BOX 101510 ARLINGTON, VA 22210	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	68,504.
THE ASPEN INSTITUTE ONE DUPON CIRCLE NW SUITE 700 WASHINGTON, DC 20036	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	100,000.
THE SEED FOUNDATION, INC. 1776 MASSACHUSETTS AVENUE, NW SUITE 600 WASHINGTON, DC 20036	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	700,000.
WETA 2775 SOUTH QUINCY STREET ARLINGTON, VA 22206	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	65,000.
WORLD LEARNING P.O. BOX 676 1 KIPLING ROAD BRATTLEBORO, VT 05302	NONE ARE INDIVIDUALS. ALL A		ALL CONTRIBUTIONS MADE FOR THE INENT ESTABLISHED BY THE VARIOUS CHARITIES	30,000.
Total from continuation sheets				1,126,504.

323631  
05-01-13



# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form)

*Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>ANN B. &amp; THOMAS L. FRIEDMAN FAMILY FOUND C/O MB INVESTMENTS, LLC</b>	Employer identification number (EIN) or <b>43-2057377</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions <b>180 N WACKER DRIVE, No. 001</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>CHICAGO, IL 60606</b>	

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

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**MB INVESTMENTS, LLC**

- The books are in the care of ▶ **180 N WACKER DRIVE, SUITE 001 - CHICAGO, IL 60606**  
Telephone No ▶ **312-960-2524** Fax No ▶ \_\_\_\_\_

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

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year **2013** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$	<b>25,000.</b>
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>30,502.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	<b>0.</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.