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: FARBER FAMILY FOUNDATION INC.

A Employer identification number: 65-0336266

Number and street (or P O box number if mail is not delivered to street address): 1845 WALNUT STREET | Room/suite: 800

B Telephone number: 215-569-9900

City or town, state or province, country, and ZIP or foreign postal code: PHILADELPHIA, PA 19103

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) ▶$ 18,360,995.

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	1,107,200.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	240.	240.		STATEMENT 1
	4 Dividends and interest from securities	466,072.	463,631.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,184,693.			
	b Gross sales price for all assets on line 6a 12,691,814.				
	7 Capital gain net income (from Part IV, line 2)		3,184,693.		
	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	<6,385.>	<6,385.>		STATEMENT 3
	12 Total. Add lines 1 through 11	4,751,820.	3,642,179.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	25,000.	6,250.		18,750.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	16,463.	0.		0.
	c Other professional fees STMT 5	60,812.	60,812.		0.
	17 Interest				
	18 Taxes STMT 6	55,342.	10,285.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	29,216.	24,241.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	186,833.	101,588.		18,750.
	25 Contributions, gifts, grants paid	615,850.			2,035,850.
	26 Total expenses and disbursements Add lines 24 and 25	802,683.	101,588.		2,054,600.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	3,949,137.			
	b Net investment income (if negative, enter -0-)		3,540,591.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,401,225.	2,973,712.	2,973,712.
	3 Accounts receivable ▶ 11,855. Less: allowance for doubtful accounts ▶	79,463.	11,855.	11,855.
	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	2,294,612.	967,347.	945,693.
	b Investments - corporate stock STMT 9	6,623,138.	9,195,336.	11,212,779.
	c Investments - corporate bonds STMT 10	2,529,120.	435,670.	448,103.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	0.	2,768,853.	2,768,853.
	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 I)	14,927,558.	16,352,773.	18,360,995.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	3,235,000.	1,815,000.	
	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)	3,235,000.	1,815,000.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	8,052,777.	8,052,777.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,639,781.	6,484,996.	
	30 Total net assets or fund balances	11,692,558.	14,537,773.	
	31 Total liabilities and net assets/fund balances	14,927,558.	16,352,773.	

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	11,692,558.
2	Enter amount from Part I, line 27a	2	3,949,137.
3	Other increases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	3	278.
4	Add lines 1, 2, and 3	4	15,641,973.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON CONTRIBUTED ASSETS	5	1,104,200.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,537,773.

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 STATEMENTS			
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	12,691,814.		9,432,284.	3,184,693.

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

	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				3,184,693.

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	3,184,693.
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	862,189.	16,261,698.	.053020
2011	642,400.	14,968,389.	.042917
2010	593,600.	12,996,734.	.045673
2009	585,650.	12,426,020.	.047131
2008	761,050.	16,100,811.	.047268

2 **Total** of line 1, column (d)	2	.236009
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	.047202
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,235,283.
5 Multiply line 4 by line 3	5	813,540.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	35,406.
7 Add lines 5 and 6	7	848,946.
8 Enter qualifying distributions from Part XII, line 4	8	2,054,600.

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 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			1	35,406.
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	35,406.
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	35,406.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	31,000.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	18,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	49,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	55.
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	13,539.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 13,539. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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*	1b		X
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) ▶ FL, PA			
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 STMT 12	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ FAIRMAN GROUP FAMILY OFFICE LLP Telephone no. ▶ 610-889-7300

Located at ▶ 899 CASSATT ROAD, SUITE 115, BERWYN, PA ZIP+4 ▶ 19312

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACK FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	CHAIRMAN & DIRECTOR 5.00	0.	0.	0.
VIVIAN FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	PRESIDENT & DIRECTOR 3.00	0.	0.	0.
ELLEN FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	EX. DIRECTOR, TREASURER, S 10.00	25,000.	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	
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	12,645,824.
b	Average of monthly cash balances		1b	2,979,970.
c	Fair market value of all other assets		1c	1,871,955.
d	**Total** (add lines 1a, b, and c)		1d	17,497,749.
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	17,497,749.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	262,466.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	17,235,283.
6	**Minimum investment return** Enter 5% of line 5		6	861,764.

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	861,764.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 35,406.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	35,406.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	826,358.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	826,358.
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	826,358.

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	2,054,600.
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	2,054,600.
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	35,406.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	2,019,194.

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				826,358.
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				
c From 2010				
d From 2011				
e From 2012 132,798.				
f Total of lines 3a through e	132,798.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 2,054,600.				
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				826,358.
e Remaining amount distributed out of corpus	1,228,242.			
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	1,361,040.			
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	1,361,040.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 132,798.				
e Excess from 2013 1,228,242.				

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).)

JACK FARBER

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				
ABRAMSON CENTER 1425 HORSHAM ROAD NORTH WALES, PA 19454	NONE	PUBLIC	GENERAL	51,800.
ALS ASSOCIATION 321 NORRISTOWN ROAD AMBLER, PA 19002	NONE	PUBLIC	GENERAL	76,000.
ALZHEIMER'S ASSOCIATION 399 MARKET STREET, SUITE 102 PHILADELPHIA, PA 19106	NONE	PUBLIC	GENERAL	5,000.
AMERICAN JEWISH COMMITTEE 165 E. 56TH STREET NEW YORK, NY 10022-2746	NONE	PUBLIC	GENERAL	50,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158-3560	NONE	PUBLIC	GENERAL	7,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	615,850.
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	240.	
4 Dividends and interest from securities			14	466,072.	
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			14	<6,385.>	
8 Gain or (loss) from sales of assets other than inventory			18	3,184,693.	
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.		3,644,620.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 3,644,620.

(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).

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: 8/11/14 — Title: EXECUTIVE DIRECTOR

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
MARIANNE INFORZATO	Marianne Inforzato	8/11/14		P00750114
Firm's name ▶ FAIRMAN GROUP FAMILY OFFICE, LLP			Firm's EIN ▶ 45-4793713	
Firm's address ▶ 899 CASSATT ROAD, SUITE 115 BERWYN, PA 19312			Phone no. 610-889-7300	

323622
10-10-13

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	Employer identification number
FARBER FAMILY FOUNDATION INC.	65-0336266

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
FARBER FAMILY FOUNDATION INC.	65-0336266

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	JACK FARBER 3056 MIRO DRIVE NORTH PALM BEACH GARDENS, FL 33410	$ 1,107,200.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
FARBER FAMILY FOUNDATION INC.	65-0336266

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	40,000 SHS CSS INDUSTRIES INC.	$ 1,107,200.	12/09/13

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

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

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

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

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

Name of organization: FARBER FAMILY FOUNDATION INC.

Employer identification number: 65-0336266

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

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

Part 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
DELAWARE VALLEY STROKE COUNCIL JEFFERSON STROKE CENTER, 1025 WALNUT STREET PHILADELPHIA, PA 19102	NONE	PUBLIC	GENERAL	1,500.
GEARING UP P.O. BOX 26061 PHILADELPHIA, PA 19128	NONE	PUBLIC	GENERAL	10,000.
GERSHMAN Y 401 SOUTH BROAD STREET PHILADELPHIA, PA 19147	NONE	PUBLIC	GENERAL	1,500.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC	GENERAL	100,000.
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE	PUBLIC	GENERAL	55,000.
JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE, 19TH FLOOR NEW YORK, NY 10022	NONE	PUBLIC	GENERAL	15,000.
JEWISH LEARNING VENTURE 7607 OLD YORK ROAD MELROSE PARK, PA 19027	NONE	PUBLIC	GENERAL	1,800.
LAUREL HOUSE P.O. BOX 764 NORRISTOWN, PA 19404	NONE	PUBLIC	GENERAL	27,500.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E. SUNRISE DRIVE TUCSON, AZ 85718	NONE	PUBLIC	GENERAL	3,000.
NATIONAL LIBERTY MUSEUM 321 CHESTNUT STREET PHILADELPHIA, PA 19106-2707	NONE	PUBLIC	GENERAL	25,000.
Total from continuation sheets				425,550.

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
ROCK TO THE FUTURE 219 MERCER STREET PHILADELPHIA, PA 19125	NONE	PUBLIC	GENERAL	7,500.
THE PARKINSON COUNCIL 111 PRESIDENTIAL BLVD STE 250 BALA CYNWYD, PA 19004	NONE	PUBLIC	GENERAL	7,750.
THOMAS JEFFERSON UNIVERSITY - DR. RODNEY BELL FUND 925 CHESTNUT STREET, STE 110 PHILADELPHIA, PA 19107	NONE	PUBLIC	GENERAL	100,000.
THOMAS JEFFERSON UNIVERSITY - JEFFERSON AWARDS GALA 925 CHESTNUT STREET, STE 110 PHILADELPHIA, PA 19107	NONE	PUBLIC	GENERAL	35,000.
THOMAS JEFFERSON UNIVERSITY - PROSTATE CANCER FUNDRAISER 925 CHESTNUT STREET, STE 110 PHILADELPHIA, PA 19107	NONE	PUBLIC	GENERAL	5,000.
UNITED WAY 7 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	NONE	PUBLIC	GENERAL	30,000.
Total from continuation sheets				

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	CHARLES SCHWAB (0669) - DISALLOWED WASH SALE LOSS	P	VARIOUS	VARIOUS
b	CHARLES SCHWAB (4228) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
c	CHARLES SCHWAB (7141) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
d	CHARLES SCHWAB (7141) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
e	CHARLES SCHWAB (7141) - DISALLOWED WASH SALE LOSS	P	VARIOUS	VARIOUS
f	CHARLES SCHWAB (0669) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
g	CHARLES SCHWAB (4228) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
h	HAWTHORN (6409) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
i	MORGAN STANLEY - SEE ATTACHMENT	D	VARIOUS	VARIOUS
j	CHARLES SCHWAB (5035) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
k	CHARLES SCHWAB (5035) - SEE ATTACHMENT	P	VARIOUS	VARIOUS
l	FROM K-1: ISHARES S&P GSCI COMMODITY-INDEXED TRUS	P	VARIOUS	VARIOUS
m	FROM K-1: OCA BRIGADE CREDIT FUND II LLC	P	VARIOUS	VARIOUS
n	FROM K-1: OCA BRIGADE CREDIT FUND II LLC	P	VARIOUS	VARIOUS
o	FROM K-1: OCA STRATEGOS RMBS FUND LLC	P	VARIOUS	VARIOUS

	(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				270.
b	425,576.		430,750.	<5,174.>
c	2,611,385.		2,555,228.	56,157.
d	4,158,889.		3,341,277.	817,612.
e				28.
f	660,125.		712,111.	<51,986.>
g	2,406,918.		2,307,672.	99,246.
h	50,018.		51,873.	<1,855.>
i	2,283,116.		6,750.	2,276,366.
j	23,013.		18,398.	4,615.
k	13,407.		8,225.	5,182.
l				<33.>
m				2,547.
n				15.
o				15,647.

	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				270.
b				<5,174.>
c				56,157.
d				817,612.
e				28.
f				<51,986.>
g				99,246.
h				<1,855.>
i				2,276,366.
j				4,615.
k				5,182.
l				<33.>
m				2,547.
n				15.
o				15,647.

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	
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	

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	FROM K-1: OCA WESLEY MORTGAGE REIT FUND LLC	P	VARIOUS	VARIOUS
b	FROM K-1: OCA WESLEY MORTGAGE REIT FUND LLC	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				<97,127.>
b				3,816.
c	59,367.			59,367.
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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				<97,127.>
b				3,816.
c				59,367.
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	3,184,693.
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

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
MORGAN STANLEY	240.	240.	
TOTAL TO PART I, LINE 3	240.	240.	

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
CHARLES SCHWAB (0669)	28,140.	3,515.	24,625.	23,399.	
CHARLES SCHWAB (4228)	67,780.	0.	67,780.	67,780.	
CHARLES SCHWAB (5035)	24,167.	0.	24,167.	24,167.	
CHARLES SCHWAB (7141)	258,163.	55,852.	202,311.	201,096.	
HAWTHORN (2246)	3,207.	0.	3,207.	3,207.	
HAWTHORN (6409)	36,138.	0.	36,138.	36,138.	
ISHARES S&P GSCI COMMODITY-INDEXED TRUST	43.	0.	43.	43.	
OCA BRIGADE CREDIT FUND II LLC	57,534.	0.	57,534.	57,534.	
OCA STRATEGOS RMBS FUND LLC	9,750.	0.	9,750.	9,750.	
OCA WESLEY MORTGAGE REIT FUND LLC	40,517.	0.	40,517.	40,517.	
TO PART I, LINE 4	525,439.	59,367.	466,072.	463,631.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
WASHINGTON MUTUAL SECURITIES LITIGATION SETTLEMENT	28.	28.	
FROM K-1: OCA BRIGADE CREDIT FUND II LLC	<6,413.>	<6,413.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<6,385.>	<6,385.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,763.	0.		0.
TAX PREPARATION AND CONSULTING	5,700.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	16,463.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODY FEES	624.	624.		0.
INVESTMENT MANAGEMENT FEES	60,188.	60,188.		0.
TO FORM 990-PF, PG 1, LN 16C	60,812.	60,812.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2013 NOT FOR PROFIT CORPORATION ANNUAL REPORT	61.	0.		0.
2012 FEDERAL FORM 990-PF BALANCE DUE PAID IN 2013	13,996.	0.		0.
2013 FEDERAL ESTIMATED TAX PAYMENTS	31,000.	0.		0.
FOREIGN TAXES PAID	10,285.	10,285.		0.
TO FORM 990-PF, PG 1, LN 18	55,342.	10,285.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION OF BOND PREMIUM	2,862.	0.		0.
BANK FEES	238.	0.		0.
MEMBERSHIP DUES AND PROFESSIONAL SUBSCRIPTIONS	1,825.	0.		0.
POSTAGE & DELIVERY	50.	0.		0.
FROM K-1: OCA BRIGADE CREDIT FUND II LLC	10,951.	10,951.		0.
FROM K-1: OCA STRATEGOS RMBS FUND LLC	8,632.	8,632.		0.
FROM K-1: OCA WESLEY MORTGAGE REIT FUND LLC	4,257.	4,257.		0.
FROM K-1: ISHARES S&P GSCI COMMODITY-INDEXED TRUST	401.	401.		0.
TO FORM 990-PF, PG 1, LN 23	29,216.	24,241.		0.

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
CHARLES SCHWAB (4228) - TREASURY BONDS - SEE ATTACHED	X		110,242.	107,736.
CHARLES SCHWAB (4228) - MUNICIPAL BONDS - SEE ATTACHED		X	857,105.	837,957.
TOTAL U.S. GOVERNMENT OBLIGATIONS			110,242.	107,736.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			857,105.	837,957.
TOTAL TO FORM 990-PF, PART II, LINE 10A			967,347.	945,693.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB (5035) - EQUITIES - SEE ATTACHED	1,018,873.	1,345,985.
CHARLES SCHWAB (7141) - EQUITIES - SEE ATTACHED	7,345,275.	9,021,544.
CHARLES SCHWAB (0669) - EQUITIES - SEE ATTACHED	831,188.	845,250.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,195,336.	11,212,779.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB (4228) - CORPORATE BONDS - SEE ATTACHED	435,670.	448,103.
TOTAL TO FORM 990-PF, PART II, LINE 10C	435,670.	448,103.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCA BRIGADE CREDIT FUND II LLC	COST	1,093,522.	1,093,522.
OCA STRATEGOS RMBS FUND LLC	COST	1,035,436.	1,035,436.
OCA WESLEY MORTGAGE REIT FUND LLC	COST	639,895.	639,895.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,768,853.	2,768,853.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 12
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
JACK FARBER	3056 MIRO DRIVE NORTH PALM BEACH GARDENS, FL 33410

Form **8868**
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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* 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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions	Enter filer's identifying number — Employer identification number (EIN) or
FARBER FAMILY FOUNDATION INC.	65-0336266
Number, street, and room or suite no If a P O box, see instructions: 1845 WALNUT STREET, NO. 800	Social security number (SSN)
City, town or post office, state, and ZIP code For a foreign address, see instructions: PHILADELPHIA, PA 19103	

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

- The books are in the care of ▶ FAIRMAN GROUP FAMILY OFFICE LLP
  899 CASSATT ROAD, SUITE 115 - BERWYN, PA 19312

  Telephone No ▶ 610-889-7300 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
▶ [X] 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

3a 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	3a	$	49,000.
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	3b	$	31,000.
c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$	18,000.

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

Farber Family Foundation
Schwab #8112-0669
Realized Gain/(Loss) for year ended 12/31/2013

Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis	Short Term Realized Gain/Loss	Notes
TCW EMERGING MARKETS INCOME FUND CL I	7/1/2013	3/26/2013	401.455	$3,413.50	$3,983.62	($570.12)	
TCW EMERGING MARKETS INCOME FUND CL I	6/28/2013	3/26/2013	75431.03	$647,163.78	$697,831.26	($50,397.82)	w
TCW EMERGING MARKETS INCOME FUND CL I	6/28/2013	3/28/2013	368.556	$3,162.04	$3,409.60	($247.56)	
TCW EMERGING MARKETS INCOME FUND CL I	6/28/2013	4/30/2013	365.201	$3,133.26	$3,378.57	($245.31)	
TCW EMERGING MARKETS INCOME FUND CL I	6/28/2013	5/31/2013	379.139	$3,252.84	$3,507.51	($254.67)	
Realized Gain/(Loss)				$660,125.42	$712,110.56	($51,715.48)	

Farber Family Foundation
Schwab Acct # 4228
Realized Gain/(Loss) for Year-Ended 12/31/2013

Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Less Accrued Interest Reported on Schedule B	Net Proceeds	Cost Basis	Short Term Realized Gain/Loss	Long Term Realized Gain/Loss
UST INFL IDX 0 125%04/16INFL INDEX DUE 04/15/16	10/28/2013	4/25/2013	100,000	$109,056.10		$109,056 10	$110,323 77	($1,267 67)	
NEW YORK N Y CITY 2 5%19REV DUE 11/01/19TRANSITIONAL OID TXBL	3/27/2013	9/7/2012	100,000	$102,757 00		$102,757 00	$103,954 72	($1,197 72)	
INTERNATIONAL B 1 875%22BONDS DUE 08/01/22	3/28/2013	9/4/2012	75,000	$71,699 25		$71,699 25	$72,879 02	($1,179 77)	
TARGET CORP 3 875%20NOTES DUE 07/15/22	3/27/2013	9/4/2012	50,000	$56,203 50		$56,203 50	$57,079 33	($875 83)	
ARCHER DANIELS 4 479%21NOTES DUE 03/01/21MULTI STEP CPN	3/28/2013	9/7/2012	75,000	$85,860 00		$85,860 00	$86,513 47	($653 47)	
Realized Short-Term Gain/(Loss)						**$425,575.85**	**$430,750.31**	**($5,174.46)**	
US TREAS NOTE 2 125%14UST NOTE DUE 11/30/14	3/26/2013	8/16/2010	50,000	$51,576 17		$51,576 17	$51,954 58		($378 41)
TENNESSEE VALLEY 5 5%17NOTES DUE 07/18/18	3/26/2013	6/11/2009	100,000	$119,930 00		$119,930 00	$106,417.44		$13,512 56
TENNESSEE VALLEY 5 5%17NOTES DUE 07/18/19	3/26/2013	5/24/2011	25,000	$29,982 50		$29,982 50	$29,228 87		$753 63
FED FARM CR BK 4 875%15NOTES DUE 12/16/15	3/26/2013	5/5/2009	100,000	$112,054 00		$112,054 00	$108,762 02		$3,291 98
UST INFL IDX 2 125%01/19INFL INDEX DUE 01/15/19	3/26/2013	5/7/2009	175,000	$228,708 93		$228,708 93	$180,856 06		$47,852 87
OREGON SCH BRDS 4 115%21GO LTX DUE 06/30/21ASSN TXBL	3/27/2013	11/4/2011	100,000	$111,570 00		$111,570 00	$106,025 88		$5,544 12
COMMONWEALTH FI 5 992%20REV DUE 06/01/20AUTH PA REV TXBL	3/27/2013	11/2/2011	100,000	$120,200 00		$120,200 00	$115,498 77		$4,701 23
US TREAS NOTE 2 625%14UST NOTE DUE 12/31/14	3/27/2013	9/29/2010	150,000	$156,287 11		$156,287 11	$159,568 76		($3,281 65)
TARGET CORP 3 875%20NOTES DUE 07/15/21	3/27/2013	1/28/2011	50,000	$56,203 50		$56,203 50	$49,585 00		$6,618 50
UNITED PARCEL 3 875%14NOTES DUE 04/01/14	3/27/2013	5/5/2009	100,000	$103,386 00		$103,386 00	$103,014 87		$371 13
PROCTER & GAMBLE 3 5%15NOTES DUE 02/15/15	3/27/2013	5/20/2011	150,000	$158,260 50		$158,260 50	$159,684 79		($1,424 29)
BERKSHIRE HATHAWA 5 4%18NOTES DUE 05/15/18	3/27/2013	6/2/2011	100,000	$121,599 00	($1,995 00)	$119,604 00	$112,896 83		$6,707 17
COCA-COLA CO 5 35%17BONDS DUE 11/15/17	3/27/2013	9/22/2010	100,000	$118,726 00		$118,726 00	$117,635 26		$1,090 74
GLAXOSMITHKLINE 4 375%14CO GUARNT DUE 04/15/14	3/28/2013	6/16/2009	50,000	$51,989 00		$51,989 00	$51,452 66		$536 34
EL PASO TEX 5 83%16GO LTX DUE 08/15/16 TXBL AMBAC	3/28/2013	6/24/2009	50,000	$57,125 00		$57,125 00	$53,334 29		$3,790 71
3M 4 375%13NOTES DUE 08/15/13	3/28/2013	5/5/2009	100,000	$101,938 03	($559 03)	$101,379 00	$105,194 64		($3,815 64)
JPMORGAN CHASE 3 4%15MED TRM NT DUE 06/24/15	3/28/2013	9/21/2010	100,000	$105,226 00		$105,226 00	$103,689 71		$1,536 29
BOEING CO 5%14NOTES DUE 03/15/14	3/28/2013	6/4/2009	50,000	$52,098 00		$52,098 00	$52,756 52		($658 52)
ALLEN CNTY IND WA 3 6%17REV DUE 05/01/17MEM COLISEUM TXBL	3/28/2013	5/31/2011	75,000	$80,806 50	($1,125 00)	$79,681 50	$75,395 25		$4,286 25
SOUTH DAKOTA BR 3 125XXX**MATURED** DUE 04/01/13	4/1/2013	5/22/2009	50,000	$50,000.00		$50,000 00	$50,151 50		($151 50)
OCONOMOWOC WIS 3 4XXX**MATURED** DUE 04/01/13	4/1/2013	6/17/2009	50,000	$50,000.00		$50,000 00	$50,349 00		($349 00)
FED HOME LN BK 3 625%13NOTES DUE 10/18/13	4/25/2013	7/19/2010	50,000	$50,836 50		$50,836 50	$53,046 46		($2,209 96)
BOULDER COLO PENSIO 4%20REV DUE 10/01/20OBLIG TXBL	5/1/2013	9/22/2010	100,000	$113,181.00		$113,181 00	$104,006 90		$9,174 10
COLGATE PALMOLIV 4 2XXX**MATURED** DUE 05/15/13	5/15/2013	5/5/2009	100,000	$100,000.00		$100,000 00	$100,000 00		$0 00
WAL MART STORES 7 25%13DEBENTURE DUE 06/01/13	6/1/2013	6/15/2009	50,000	$50,000 00		$50,000 00	$50,000 00		$0 00
WAL-MART STORES 5 8%18NOTES DUE 02/15/18	7/31/2013	5/20/2011	50,000	$58,913 50		$58,913 50	$57,165 94		$1,747 56
Realized Long-Term Gain/(Loss)						**$2,406,918.21**	**$2,307,672.00**		**$99,246.21**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CIE FIN RICHEMONT AG UTF: CFRHF	25.0000	07/25/12	05/21/13	$2,343.84	$1,370.80	$973.04
CIE FIN RICHEMONT AG UTF: CFRHF	50.0000	07/25/12	05/23/13	$4,507.73	$2,741.61	$1,766.12
CIE FIN RICHEMONT AG UTF: CFRHF	25.0000	07/25/12	05/31/13	$2,239.45	$1,370.80	$868.65
CIE FIN RICHEMONT AG UTF: CFRHF	50.0000	07/25/12	06/20/13	$4,316.05	$2,741.61	$1,574.44
Security Subtotal				**$13,407.07**	**$8,224.82**	**$5,182.25**
Total Short-Term				**$13,407.07**	**$8,224.82**	**$5,182.25**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ALTRIA GROUP INC: MO	150.0000	07/25/12	12/04/13	$5,539.90	$5,328.57	$211.33
Security Subtotal				**$5,539.90**	**$5,328.57**	**$211.33**
BRIT AMERN TOBACCO ORD F.25 GBP PAR: BTAFF	100.0000	07/25/12	12/04/13	$5,216.05	$5,113.52	$102.53
Security Subtotal				**$5,216.05**	**$5,113.52**	**$102.53**

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CIE FIN RICHEMONT AG UTF: CFRHF	50.0000	07/25/12	08/28/13	$4,756.55	$2,741.61	$2,014.94
Security Subtotal				**$4,756.55**	**$2,741.61**	**$2,014.94**
HASBRO INC: HAS	50.0000	07/25/12	10/22/13	$2,491.56	$1,738.17	$753.39
HASBRO INC: HAS	100.0000	07/25/12	10/23/13	$5,009.16	$3,476.33	$1,532.83
Security Subtotal				**$7,500.72**	**$5,214.50**	**$2,286.22**
Total Long-Term				**$23,013.22**	**$18,398.20**	**$4,615.02**
Total Realized Gain or (Loss)				**$36,420.29**	**$26,623.02**	**$9,797.27**

Schwab has provided realized gain/loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions
Option Customers Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BARON SMALL CAP FD INST CL: BSFIX	2,847.6840	multiple	03/26/13	$84,341.88	$74,212.52	$10,129.36
Security Subtotal				**$84,341.88**	**$74,212.52**	**$10,129.36**
DOUBLELINE TOTAL RETURN BD FD CL I: DBLTX	43,862.7190	03/26/13	05/08/13	$500,000.00	$498,877.80	$1,122.20
DOUBLELINE TOTAL RETURN BD FD CL I: DBLTX	8,829.2140	03/26/13	05/30/13	$100,000.00	$100,420.10	($392.54)
DOUBLELINE TOTAL RETURN BD FD CL I: DBLTX	22,607.1430	03/26/13	06/27/13	$250,000.00	$257,129.31	($7,129.31)
DOUBLELINE TOTAL RETURN BD FD CL I: DBLTX	17,963.9290	multiple	07/29/13	$197,747.86	$204,296.95	($6,549.09)
Security Subtotal				**$1,047,747.86**	**$1,060,724.16**	**($12,948.74)**
DREYFUS INTL STOCK FD I: DISRX	8,632.0500	multiple	03/26/13	$129,817.93	$120,769.97 t	$9,047.96
Security Subtotal				**$129,817.93**	**$120,769.97**	**$9,047.96**
HARBOR INTERNATIONAL FUND INST CL: HAINX	2,064.0100	multiple	03/26/13	$130,973.74	$122,663.60 t	$8,310.14
Security Subtotal				**$130,973.74**	**$122,663.60**	**$8,310.14**

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	365.0000	08/21/12	07/02/13	$14,066.81	$14,878.31	($811.50)
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	770.0000	08/21/12	07/02/13	$29,675.20	$31,387.13	($1,711.93)
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	480.0000	09/18/12	07/02/13	$18,498.83	$20,118.48	($1,619.65)
Security Subtotal				**$62,240.84**	**$66,383.92**	**($4,143.08)**
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	735.0000	08/21/12	03/26/13	$43,954.81	$44,114.48	($159.67)
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	180.0000	11/19/12	03/26/13	$10,764.44	$10,201.23	$563.21
Security Subtotal				**$54,719.25**	**$54,315.71**	**$403.54**
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	100.0000	08/21/12	03/26/13	$4,510.65	$4,014.29	$496.36
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	100.0000	08/21/12	03/26/13	$4,510.60	$4,014.29	$496.31

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	100.0000	08/21/12	03/26/13	$4,510.60	$4,014.29	$496.31
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	100.0000	08/21/12	03/26/13	$4,510.65	$4,014.29	$496.36
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	140.0000	08/21/12	03/26/13	$6,314.91	$5,620.01	$694.90
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	200.0000	08/21/12	03/26/13	$9,021.31	$8,028.58	$992.73
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	380.0000	08/21/12	03/26/13	$17,140.48	$15,254.30	$1,886.18
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	260.0000	10/22/12	03/26/13	$11,727.70	$10,663.56	$1,064.14
JP MORGAN EXCH TRADED NTALERIAN MLP: AMJ	1,200.0000	10/22/12	03/26/13	$54,127.84	$49,216.44	$4,911.40
Security Subtotal				**$116,374.74**	**$104,840.05**	**$11,534.69**
LONGLEAF PARTNERS SMALL CAP FUND: LLSCX	2,591.4860	multiple	03/26/13	$84,369.70	$75,598.16	$8,771.54
Security Subtotal				**$84,369.70**	**$75,598.16**	**$8,771.54**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
OAKMARK INTL FD CLASS I: OAKIX	6,357.0800	multiple	03/26/13	$140,173.61	$123,147.68 [1]	$17,025.93
Security Subtotal				**$140,173.61**	**$123,147.68**	**$17,025.93**
PROSPECTOR OPPORTUNITY: POPFX	4,111.1850	multiple	03/26/13	$82,353.15	$75,840.10	$6,513.05
Security Subtotal				**$82,353.15**	**$75,840.10**	**$6,513.05**
RS GLOBAL NATURAL RESOURCES FD CL Y. RSNYX	14,845.1500	03/26/13	10/31/13	$572,839.34	$580,035.00	($7,195.66)
Security Subtotal				**$572,839.34**	**$580,035.00**	**($7,195.66)**
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	485.0000	08/21/12	03/26/13	$18,589.43	$17,946.70	$642.73
Security Subtotal				**$18,589.43**	**$17,946.70**	**$642.73**
SPDR S&P DIVIDEND ETF: SDY	470.0000	08/21/12	03/26/13	$30,783.79	$27,143.35	$3,640.44
SPDR S&P DIVIDEND ETF: SDY	180.0000	11/19/12	03/26/13	$11,789.53	$10,234.94	$1,554.59
Security Subtotal				**$42,573.32**	**$37,378.29**	**$5,195.03**
VANGUARD HIGH YIELD CORP FUND ADMIRAL SHARE: VWEAX	3,217.1340	multiple	03/26/13	$19,718.83	$19,190.82 [1]	$528.01
Security Subtotal				**$19,718.83**	**$19,190.82**	**$528.01**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD WHITEHALL FUNDSHIGH DIVIDEND YIELD: VYM	240.0000	08/21/12	03/26/13	$13,093.91	$12,008.04	$1,085.87
VANGUARD WHITEHALL FUNDSHIGH DIVIDEND YIELD: VYM	210.0000	11/19/12	03/26/13	$11,457.16	$10,173.14	$1,284.02
Security Subtotal				**$24,551.07**	**$22,181.18**	**$2,369.89**
Total Short-Term				**$2,611,384.69**	**$2,555,227.86**	**$56,184.39**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.00	$1,200.00 [t]	$4,365.00
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.79	$1,200.00 [t]	$4,365.79
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.79	$1,200.00 [t]	$4,365.79
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.79	$1,200.00 [t]	$4,365.79
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.79	$1,200.00 [t]	$4,365.79
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,564.89	$1,200.00 [t]	$4,364.89
C V S CAREMARK CORP: CVS	100.0000	01/30/09	03/26/13	$5,565.79	$1,200.00 [t]	$4,365.79
C V S CAREMARK CORP: CVS	200.0000	01/30/09	03/26/13	$11,131.57	$2,400.00 [t]	$8,731.57
C V S CAREMARK CORP: CVS	200.0000	01/30/09	03/26/13	$11,131.57	$2,400.00 [t]	$8,731.57
C V S CAREMARK CORP: CVS	200.0000	01/30/09	03/26/13	$11,129.77	$2,400.00 [t]	$8,729.77
C V S CAREMARK CORP: CVS	300.0000	01/30/09	03/26/13	$16,697.36	$3,600.00 [t]	$13,097.36
C V S CAREMARK CORP: CVS	400.0000	01/30/09	03/26/13	$22,263.14	$4,800.00 [t]	$17,463.14

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
C V S CAREMARK CORP: CVS	1,000.0000	01/30/09	03/26/13	$55,647.85	$12,000.00 t	$43,647.85
C V S CAREMARK CORP: CVS	1,200.0000	01/30/09	03/26/13	$66,790.63	$14,400.00 t	$52,390.63
C V S CAREMARK CORP: CVS	5,100.0000	01/30/09	03/26/13	$283,804.09	$61,200.00 t	$222,604.09
Security Subtotal				**$556,509.05**	**$120,000.00**	**$436,509.05**
DREYFUS INTL STOCK FD I: DISRX	28,636.5150	multiple	03/26/13	$430,666.29	$382,535.46 t	$48,130.83
Security Subtotal				**$430,666.29**	**$382,535.46**	**$48,130.83**
HARBOR INTERNATIONAL FUND INST CL: HAINX	6,597.2540	multiple	03/26/13	$418,635.07	$390,750.06 t	$27,885.01
Security Subtotal				**$418,635.07**	**$390,750.06**	**$27,885.01**
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	300.0000	11/17/10	07/02/13	$11,561.17	$13,663.02 t	($2,101.85)
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	1,100.0000	11/17/10	07/02/13	$42,393.14	$50,097.74 t	($7,704.60)
ISHARES MSCI EMRG MKT FDEMERGING MARKETS ETF: EEM	1,230.0000	11/17/10	07/02/13	$47,403.24	$56,018.39 t	($8,615.15)
Security Subtotal				**$101,357.55**	**$119,779.15**	**($18,421.60)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ISHARES S&P GSCI CMDTY COMMODITY INDEXED TRUST: GSG	1,840.0000	11/17/10	03/26/13	$60,206.45	$56,093.32 [t]	$4,113.13
ISHARES S&P GSCI CMDTY COMMODITY INDEXED TRUST: GSG	4,700.0000	11/17/10	03/26/13	$153,788.22	$143,281.85 [t]	$10,506.37
Security Subtotal				**$213,994.67**	**$199,375.17**	**$14,619.50**
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	14.0000	11/17/10	03/26/13	$837.49	$816.25 [t]	$21.24
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	29.0000	11/17/10	03/26/13	$1,734.27	$1,690.81 [t]	$43.46
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	31.0000	11/17/10	03/26/13	$1,853.88	$1,807.41 [t]	$46.47
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	100.0000	11/17/10	03/26/13	$5,979.75	$5,830.36 [t]	$149.39
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	100.0000	11/17/10	03/26/13	$5,980.14	$5,830.36 [t]	$149.78

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2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	100.0000	11/17/10	03/26/13	$5,982.05	$5,830.36 [t]	$151.69
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	100.0000	11/17/10	03/26/13	$5,980.25	$5,830.36 [t]	$149.89
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	100.0000	11/17/10	03/26/13	$5,982.05	$5,830.36 [t]	$151.69
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	346.0000	11/17/10	03/26/13	$20,693.03	$20,173.05 [t]	$519.98
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	800.0000	11/17/10	03/26/13	$47,837.97	$46,642.88 [t]	$1,195.09
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	40.0000	05/12/11	03/26/13	$2,392.26	$2,491.07	($98.81)
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	185.0000	05/12/11	03/26/13	$11,063.46	$11,521.21	($457.75)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ISHARES TR S&P GLOBAL TELECOMMUNICATIONS SECTRINDEX FUND: IXP	1,200.0000	05/12/11	03/26/13	$71,762.93	$74,732.15	($2,969.22)
Security Subtotal				**$188,079.53**	**$189,026.63**	**($947.10)**
OAKMARK INTL FD CLASS I: OAKIX	19,642.0000	multiple	03/26/13	$433,106.10	$375,055.19 t	$58,050.91
Security Subtotal				**$433,106.10**	**$375,055.19**	**$58,050.91**
SECTOR SPDR ENGY SELECT SHARES OF BENEFICIAL INT: XLE	409.0000	01/06/09	03/26/13	$32,375.22	$21,341.99 t	$11,033.23
SECTOR SPDR ENGY SELECT SHARES OF BENEFICIAL INT: XLE	185.0000	01/07/09	03/26/13	$14,644.05	$9,234.61 t	$5,409.44
SECTOR SPDR ENGY SELECT SHARES OF BENEFICIAL INT: XLE	226.0000	01/23/09	03/26/13	$17,889.49	$10,838.09 t	$7,051.40
SECTOR SPDR ENGY SELECT SHARES OF BENEFICIAL INT: XLE	3,230.0000	11/07/10	03/26/13	$255,677.16	$199,429.15 t	$56,248.01
Security Subtotal				**$320,585.92**	**$240,843.84**	**$79,742.08**
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	100.0000	11/17/10	03/26/13	$3,833.87	$3,113.28 t	$720.59

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	100.0000	11/17/10	03/26/13	$3,833.87	$3,113.28 t	$720.59
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	100.0000	11/17/10	03/26/13	$3,833.01	$3,113.28 t	$719.73
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	100.0000	11/17/10	03/26/13	$3,833.87	$3,113.28 t	$720.59
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	300.0000	11/17/10	03/26/13	$11,501.61	$9,339.83 t	$2,161.78
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	300.0000	11/17/10	03/26/13	$11,501.61	$9,339.84 t	$2,161.77
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	300.0000	11/17/10	03/26/13	$11,501.61	$9,339.84 t	$2,161.77
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	310.0000	11/17/10	03/26/13	$11,881.90	$9,651.16 t	$2,230.74
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	1,600.0000	11/17/10	03/26/13	$61,341.96	$49,812.46 t	$11,529.50
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	195.0000	05/12/11	03/26/13	$7,474.37	$6,618.45	$855.92

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	200.0000	05/12/11	03/26/13	$7,666.03	$6,788.15	$877.88
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	400.0000	05/12/11	03/26/13	$15,332.05	$13,576.30	$1,755.75
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	415.0000	05/12/11	03/26/13	$15,906.42	$14,085.42	$1,821.00
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	490.0000	05/12/11	03/26/13	$18,781.07	$16,630.97	$2,150.10
SECTOR SPDR UTIL SELECT SHARES OF BENEFICIAL INT: XLU	900.0000	05/12/11	03/26/13	$34,495.85	$30,546.68	$3,949.17
Security Subtotal				**$222,719.10**	**$188,182.22**	**$34,536.88**
SPDR S&P DIVIDEND ETF: SDY	1,980.0000	11/17/10	03/26/13	$129,684.88	$100,230.21 [t]	$29,454.67
SPDR S&P DIVIDEND ETF: SDY	1,600.0000	05/12/11	03/26/13	$104,795.87	$88,436.85	$16,359.02
Security Subtotal				**$234,480.75**	**$188,667.06**	**$45,813.69**
TENN VALLEY AUTH 6XXX**MATURED** DUE 03/15/13: 880591CW0	25,000.0000	08/06/09	03/15/13	$25,000.00	$27,873.75 [t]	($2,873.75)
Security Subtotal				**$25,000.00**	**$27,873.75**	**($2,873.75)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2013 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD HIGH YIELD CORP FUND ADMIRAL SHARE: VWEAX	48,399.6160	multiple	03/26/13	$296,656.85	$259,916.40 [t]	$36,740.45
Security Subtotal				**$296,656.85**	**$259,916.40**	**$36,740.45**
VANGUARD SHORT TERM INVESTMENT GRADE FUND ADMIRAL: VFSUX	43,925.5920	multiple	03/26/13	$475,679.16	$470,928.30 [t]	$4,750.86
Security Subtotal				**$475,679.16**	**$470,928.30**	**$4,750.86**
VANGUARD WHITEHALL FUNDSHIGH DIVIDEND YIELD: VYM	2,500.0000	11/17/10	03/26/13	$136,394.86	$100,308.95 [t]	$36,085.91
VANGUARD WHITEHALL FUNDSHIGH DIVIDEND YIELD: VYM	1,925.0000	05/12/11	03/26/13	$105,024.04	$88,034.69	$16,989.35
Security Subtotal				**$241,418.90**	**$188,343.64**	**$53,075.26**
Total Long-Term				**$4,158,888.94**	**$3,341,276.87**	**$817,612.07**
Total Realized Gain or (Loss)				**$6,770,273.63**	**$5,896,504.73**	**$873,796.46**

Schwab has provided realized gain/loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

Detail

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
ENBRIDGE ENERGY MANAGEMENT	0 050	$29 80000	- $1 49	02/15/13	$28 63	$1 43	- $0 06
GENERAL ELECTRIC COMPANY NTS 05 000% DUE 02/01/2013	50,000	103 71400	- 51,857 00	02/01/13		50,000 00	- 1,857 00
KINDER MORGAN MANAGEMENT LLC	0 196	72 80612	- 14 27	02/15/13	81 80	16 03	1 76
Total			**- $51,872.76**			**$50,017.46**	**- $1,855.30**

Farber Family Foundation
Morgan Stanley
Realized Gain/(Loss) for year ended 12/31/2013

Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis	Long-Term Realized Gain/(Loss)
CSS Industries, Inc (CSS)	2/5/2013	Various	6,275 00	$ 143,067 53	$ (470 63)	$ 142,596 90
CSS Industries, Inc (CSS)	2/6/2013	Various	3,525 00	$ 80,103 94	$ (264 38)	$ 79,839 56
CSS Industries, Inc (CSS)	2/7/2013	Various	200 00	$ 4,450 04	$ (15 00)	$ 4,435 04
CSS Industries, Inc (CSS)	2/8/2013	Various	743 00	$ 16,777 83	$ (55 73)	$ 16,722 10
CSS Industries, Inc (CSS)	2/11/2013	Various	10,133 00	$ 231,884 37	$ (759 98)	$ 231,124 39
CSS Industries, Inc (CSS)	2/12/2013	Various	17,060.00	$ 393,728 73	$ (1,279.50)	$ 392,449 23
CSS Industries, Inc. (CSS)	2/13/2013	Various	7,064 00	$ 162,951.83	$ (529 80)	$ 162,422 03
CSS Industries, Inc. (CSS)	2/14/2013	Various	5,000 00	$ 116,112 42	$ (375 00)	$ 115,737 42
CSS Industries, Inc. (CSS)	12/19/2013	Various	229 00	$ 6,383 55	$ (17 18)	$ 6,366.37
CSS Industries, Inc (CSS)	12/20/2013	Various	5,741 00	$ 162,994 64	$ (430 58)	$ 162,564 06
CSS Industries, Inc. (CSS)	12/23/2013	Various	9,751.00	$ 277,044 56	$ (731 33)	$ 276,313 23
CSS Industries, Inc. (CSS)	12/24/2013	Various	4,279 00	$ 120,815 75	$ (320 92)	$ 120,494 83
CSS Industries, Inc. (CSS)	12/26/2013	Various	9,884 00	$ 280,471.05	$ (741 30)	$ 279,729 75
CSS Industries, Inc (CSS)	12/27/2013	Various	5,020.00	$ 141,888 43	$ (376 50)	$ 141,511 93
CSS Industries, Inc (CSS)	12/30/2013	Various	2,141.00	$ 60,402 31	$ (160.57)	$ 60,241 74
CSS Industries, Inc. (CSS)	12/31/2013	Various	2,955 00	$ 84,038.78	$ (221 62)	$ 83,817 16
Total			**90,000.00**	**$ 2,283,115.76**	**$ (6,750.00)**	**$ 2,276,365.74**

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FARBER FAMILY FOUNDATION
FIXED INCOME

Account Number
2219-4228

Statement Period
December 1-31, 2013

Need help reading this statement?
Visit www.schwab.com/StatementUserGuide for more information.

Market Monitor

Rates	Yield
Schwab Govt MMF[f]	0.00%
Treasury Bill - 6 Months	0.08%
Treasury Bond - 30 Year	3 96%

Indices	Year To Date Change
Dow Jones Industrial Average	26 50%
Standard & Poor's 500 Index®	29 60%
Schwab 1000 Index®	30 39%
NASDAQ Composite Index	38 32%

FARBER FAMILY FOUNDATION
FIXED INCOME
899 CASSATT RD STE 115
BERWYN PA 19312-1190

Your Independent Investment Manager and/or Advisor

OFFIT CAPITAL ADVISORS LLC
485 LEXINGTON AVE FL 24
NEW YORK NY 10017-2640
1 (212) 588-3240

The custodian of your brokerage account is Charles Schwab & Co , Inc
For questions about this statement, or if there is a change in your financial situation, investment objectives, or risk profile, please contact your Independent Investment Manager and/or Advisor

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SIPC
12/31-00000-TTCL0902-145608 *3

Terms and Conditions

This Account statement is furnished solely by Charles Schwab & Co , Inc ("Schwab") for your Account at Schwab ("Account") Schwab Institutional is a division of Charles Schwab & Co , Inc , and provides back office brokerage and related services to investment advisors and retirement plan providers Unless otherwise defined herein, capitalized terms have the same meanings as in your Account Agreement Schwab is a registered broker-dealer and, except in the case of an affiliated company that may act as the investment advisor for the Sweep Funds, Windhaven Investment Management, Inc ("Windhaven®"), or ThomasPartners, Inc ("TPI"), is not affiliated with your Investment Advisor whose name appears on this statement ("Advisors") Advisors are independently owned and operated Schwab neither endorses nor recommends any particular Advisor or its investment strategy and has no responsibility to monitor trading by any Advisor in your Account Schwab has not verified any statement accompanying any Advisor's logo appearing on this statement Advisors provide investment advisory services for your Account Schwab provides brokerage and custody services for your Account Schwab has agreements with Advisors under which Schwab provides Advisors with institutional trading, custody and related services, and products Not all of these products and services may benefit your Account, and Schwab may provide them to Advisors on the Advisor's commitment to place a certain amount of its clients' assets in brokerage accounts at Schwab within a certain period of time This commitment could influence an Advisor's recommendation or requirement that its clients establish brokerage accounts at Schwab

GENERAL INFORMATION AND KEY TERMS:
If you receive any other communication from any source other than Schwab which purports to represent your holdings at Schwab (including balances held at a Depository Institution) you should verify its content with this statement
AIP (Automatic Investment Plan) Customers: Schwab receives remuneration in connection with certain transactions effected through Schwab If you participate in a systematic investment program through Schwab, the additional information normally detailed on a trade confirmation will be provided upon request
Average Daily Balance: Average daily composite of all cash balances that earn interest and all loans from Schwab that are charged interest
Bank Sweep Feature: Schwab acts as your agent and custodian in establishing and maintaining your Bank Sweep feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Bank Sweep feature constitute direct obligations of Charles Schwab Bank and are not obligations of Schwab Bank deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Bank Sweep feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Insured Bank Network ("Bank Network") Feature: Schwab acts as your agent and custodian in establishing and maintaining your Insured Bank Network feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Insured Bank Network feature constitute direct obligations of a participating Depository Institution and are not obligations of Schwab Insured Bank Network deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Insured Bank Network feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Cash: Any Free Credit Balance owed by us to you payable upon demand which, although accounted for on our books of record, is not segregated and may be used in the conduct of this firm's business
Current Yield: Annual dividend paid on an equity divided by the current market price
Dividend Reinvestment Customers: Dividend reinvestment transactions were effected by Schwab acting as a principal for its own account, except for the reinvestment of Schwab dividends, for which an independent broker-dealer acted as the buying agent The time of these transactions, the exchange upon which these transactions occurred and the name of the person from whom the security was purchased will be furnished upon written request
Estimated Annual Income: Estimated annual income is derived from information provided by outside parties Schwab cannot guarantee the accuracy of such information Since the interest and dividends are subject to change at any time, they should not be relied upon exclusively for making investment decisions
Fees and Charges: For those fees described in the statement as "Fee to Advisor", as authorized by you, Schwab debited your Account to pay the fees as instructed by your Advisor It is your responsibility, and not Schwab's, to verify the accuracy of the fees Margin interest charged to your Account during the statement period is included in this section of the statement
Interest: For the Schwab One Interest feature, Bank Sweep feature, and the Insured Bank Network feature, interest is paid for a period that differs from the Statement Period Balances include interest paid as indicated on your statement by Schwab, Charles Schwab Bank, or a Depository Institution participating in the Insured Bank Network These balances do not include interest that may have accrued during the Statement Period after interest is paid The interest paid may include interest that accrued in the prior Statement Period For the Schwab One Interest feature, interest accrues daily from the second-to-last business day of the prior month and is posted on the second-to-last business day of the current month For the Bank Sweep feature, interest accrues daily from the 16th day of the prior month and is credited/posted on the first business day after the 15th of the current month For the Insured Bank Network feature, interest accrues daily from the 16th of the prior month and is generally credited/posted on the 15th of the current month If the 15th of the month falls on a non-business day, the interest amount payable through the 15th of the month is generally paid on the last business day prior to the 15th However, there may be certain events that trigger the posting of interest earlier in the interest period Events that could trigger an earlier interest posting include the closure of your deposit accounts at a Depository Institution or the rebalancing of funds between your MMDA and transaction account at a Depository Institution These events are referred to as **"Mid-Cycle Interest"** on your account statement The interest period for Mid-Cycle Interest payments will be from the 16th of the prior month, or the date the account(s) were established if after the 16th of the prior month, until the date posted on your account statement For more information, about Mid-Cycle Interest payments please refer to your Cash Features Disclosure Statement
If, on any given day, the interest that Schwab calculates for the Free Credit Balances in the Schwab One Interest feature in your brokerage account is less than $ 005, you will not accrue any interest on that day For balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution participating in the Insured Bank Network, interest will accrue even if the amount is less than $ 005
Margin Account Customers: This is a combined statement of your margin account and special memorandum account maintained for you under Section 220 5 of Regulation T issued by the Board of Governors of the Federal Reserve System The permanent record of the separate account as required by Regulation T is available for your inspection Securities purchased on margin are Schwab's collateral for the loan to you It is important that you fully understand the risks involved in trading securities on margin These risks include

- You can lose more funds than you deposit in the margin account
- Schwab can force the sale of securities or other assets in any of your account(s) to maintain the required account equity without contacting you
- You are not entitled to choose which assets are liquidated nor are you entitled to an extension of time on a margin call
- Schwab can increase its "house" maintenance margin requirements at any time without advance written notice to you

Market Price: The most recent price evaluation available to Schwab on the last business day of the report period, normally the last trade price or bid as of market close Unpriced securities denote that no market evaluation update is currently available Price evaluations are obtained from outside parties Schwab shall have no responsibility for the accuracy or timeliness of any such valuations Pricing of assets not held at Schwab is for informational purposes only Some securities, especially thinly traded equities in the OTC market or foreign markets, may not report the most current price and are indicated as Stale Priced For Limited Partnerships and Real Estate Investment Trust (REIT) securities, you may see that the value reflected on your monthly account statement for this security is unpriced NASD rules require that certain Limited Partnerships (direct participation programs) and Real Estate Investment Trust (REIT) securities, that have not been priced within 18 months, must show as unpriced on customer statements Note that these securities are generally illiquid, the value of the securities will be different than its purchase price, and, if applicable, that accurate valuation information may not be available
Market Value: The Market Value is computed by multiplying the Market Price by the Quantity of Shares This is the dollar value of your present holdings in your specified Schwab Account or a summary of the Market Value summed over multiple accounts

Terms and Conditions (continued)

Non-Publicly Traded Securities: All assets shown on this statement, other than certain direct investments which may be held by a third party, are held in your Account. Values of certain Non-Publicly Traded Securities may be furnished by a third party as provided by Schwab's Account Agreement Schwab shall have no responsibility for the accuracy or timeliness of such valuations The Securities Investor Protection Corporation (SIPC) does not cover many limited partnership interests
Option Customers: Be aware of the following 1) Commissions and other charges related to the execution of option transactions have been included in confirmations of such transactions previously furnished to you and will be made available promptly upon request 2) You should advise us promptly of any material changes in your investment objectives or financial situation 3) Exercise assignment notices for the option contracts are allocated among customer short positions pursuant to an automated procedure which randomly selects from among all customer short option positions those contracts which are subject to exercise, including positions established on the day of assignment 4) Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult your tax advisor or IRS publication 550, Investment Income and Expenses, for additional information on Options
Schwab Sweep Money Funds: Includes the primary money market funds into which Free Credit Balances may be automatically invested pursuant to your Account Agreement Schwab or an affiliate acts and receives compensation as the Investment Advisor, Transfer Agent, Shareholder Service Agent and Distributor for the Schwab Sweep Money Funds The amount of such compensation is disclosed in the prospectus The yield information for Schwab Sweep Money Funds is the current 7-day yield as of the statement period Yields vary Schwab and the Schwab Sweep Money Funds investment advisor may be voluntarily reducing a portion of a Schwab Sweep Money Fund's expenses Without these reductions, yields would have been lower The shares of the money market mutual fund can be liquidated on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement and the applicable prospectus
Securities Products and Services: Securities products and services are offered by Charles Schwab & Co , Inc , Member SIPC Securities products and services, including unswept intraday funds and net credit balances held in brokerage accounts are not guaranteed deposits or obligations of Charles Schwab Bank or a Depository Institution(s) participating in the Insured Bank Network, and are subject to investment risk, are not FDIC insured, may lose value, and are not bank guaranteed SIPC does not cover balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution(s) participating in the Insured Bank Network feature
Short Positions: Securities sold short will be identified through an "S" in Investment Detail The market value of these securities will be expressed as a debit and be netted against any long positions in Total Account Value
Depository Institution: A Member FDIC depository institution participating in the Insured Bank Network that has entered into a deposit agreement with Schwab, at which interest-bearing deposit accounts are maintained on your behalf
Yield to Maturity: This is the actual average annual return on a note if held to maturity

Gain (or Loss): Unrealized Gain or (Loss) and Realized Gain or (Loss) sections ("Gain/Loss Section(s)") contain a gain or a loss summary of your Account This information has been provided on this statement at the request of your Advisor This information is not a solicitation or a recommendation to buy or sell It may, however, be helpful for investment and tax planning strategies **Schwab does not provide tax advice and encourages you to consult with your tax professional. Please view the Cost Basis Disclosure Statement for additional information on how gain (or loss) is calculated and how Schwab reports adjusted cost basis information to the IRS.**
Accrued Income: Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your Account, but the interest and/or dividends have not been received into your account Schwab makes no representation that the amounts shown (or any other amount) will be received Accrued amounts are not covered by SIPC account protection until actually received and held in the Account

IN CASE OF ERRORS OR DISCREPANCIES: If you find an error or discrepancy relating to your brokerage activity (other than an electronic fund transfer) you must notify us promptly, but no later than 10 days after this statement is sent or made available to you. If this statement shows that we have mailed or delivered security certificate(s) that you have not received, notify Schwab immediately. You may call us at 800-515-2157. Any oral communications should be re-confirmed in writing to further protect your rights, including rights under the Securities Investor Protection Act (SIPA). If you do not so notify us, you agree that the statement activity and Account balance are correct for all purposes with respect to those brokerage transactions.

IN CASE OF COMPLAINTS: If you have a complaint regarding your Schwab statement, products or services, please write to the Client Advocacy Team at Charles Schwab & Co , Inc , Attention Client Advocacy Team, 211 Main St , San Francisco, CA 94105, USA, or call Schwab Signature Alliance at 800-515-2157

Address Changes: If you fail to notify Schwab in writing of any change of address or phone number, you may not receive important notifications about your Account, and trading or other restrictions might be placed on your Account

Additional Information:
We are required by law to report to the Internal Revenue Service adjusted cost basis information (if applicable), certain payments to you and credits to your Account during the calendar year Retain this statement for income tax purposes A financial statement for your inspection is available at Schwab's offices or a copy will be mailed to you upon written request Any third party trademarks appearing herein are the property of their respective owners Schwab and Charles Schwab Bank are affiliates of each other and subsidiaries of the Charles Schwab Corporation

(1113-7022)

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INSTITUTIONAL

Schwab One® Account of
FARBER FAMILY FOUNDATION
FIXED INCOME

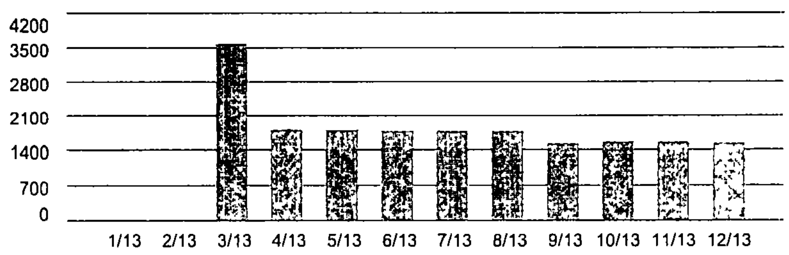
Account Number 2219-4228

Statement Period December 1-31, 2013

Change in Account Value

	This Period	Year to Date
Starting Value	**$ 1,544,400.85**	**$ 0.00**
Cash Value of Purchases & Sales	0.00	2,619,650.77
Investments Purchased/Sold	0.00	(2,619,650.77)
Deposits & Withdrawals	0.00	(2,523,000 00)
Dividends & Interest	4,439 12	45,299 52
Fees & Charges	0.00	0.00
Transfers	0 00	4,034,372.37
Income Reinvested	0 00	(10 13)
Change in Value of Investments	(13,093 65)	(20,915 44)
Ending Value on 12/31/2013	**$ 1,535,746.32**	**$ 1,535,746.32**
Accrued Income[d]	*11,896 39*	
Ending Value with Accrued Income [d]	***$ 1,547,642.71***	
Total Change in Account Value:		
Including Deposits and Withdrawals	$ (8,654.53)	$ 1,535,746.32
Including Deposits, Withdrawals, and Accrued Income [d]	*$ 3,241.86*	

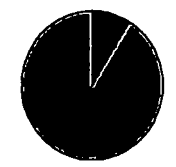
Account Value ($) Over Last 12 Months [in Thousands]



Asset Composition

	Market Value	% of Account Assets
Money Market Funds [Sweep]	$ 141,950.29	9%
Fixed Income	1,393,796 03	91%
Total Assets Long	**$ 1,535,746.32**	
Total Account Value	**$ 1,535,746.32**	**100%**
Accrued Income[d]	*11,896.39*	
Total Value with Accrued Income [d]	*$ 1,547,642.71*	

Overview



Gain or (Loss) Summary

Realized Gain or (Loss) This Period

Short Term	$0 00
Long Term	$0 00

Unrealized Gain or (Loss)

All Investments	$(9,220 38)[b]

Values may not reflect all of your gains/losses

Account Notes

- Accrued Interest is $11,896 39

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Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0.00	0 00	0 00	10 13
Corporate Bond and Other Interest	0 00	4,439 12	0.00	58,060 02
Certificate of Deposit Interest	0 00	0 00	0 00	1,540 82
Treasury Bond Interest	0.00	0 00	0 00	2,141 03
Agency Security Interest	0.00	0 00	0 00	6,031 95
Total Income	0.00	4,439.12	0.00	67,783.95
Accrued Interest Paid[4]	0.00	0.00	0 00	(3 95)

[4]Certain accrued interest paid on taxable bonds may be deductible; consult your tax advisor

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND. SWGXX	141,950.2900	1.0000	141,950.29	0 00%	9%
Total Money Market Funds [Sweep]			141,950.29		9%
Total Money Market Funds [Sweep]			141,950.29		9%

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SIPC

Investment Detail - Fixed Income

Agency Securities	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FFCB 4.8%15	**100,000.0000**	**107.7363**	**107,736.30**	**110,241.81**	**7%**	**(2,505.51) [b]**	**4,800.00**
DUE 10/19/15	100,000.0000	114.8380	114,838.00 [t]	110,241.81	09/21/10	(2,505.51) [b]	0 82%
CUSIP. 31331VCQ7							
MOODY'S: Aaa S&P· AA+							***Accrued Interest: 960.00***
Total Agency Securities	**100,000.0000**		**107,736.30**	**110,241.81**	**7%**	**(2,505.51) [b]**	**4,800.00**
		Total Cost Basis:	***114,838.00***				

Total Accrued Interest for Agency Securities: 960.00

Corporate Bonds	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
GENERAL ELECTRI 5.375%16	**75,000.0000**	**111.4583**	**83,593.73**	**83,947.27**	**5%**	**(353.54) [b]**	**4,031.25**
DUE 10/20/16	75,000.0000	115 2670	86,450 25 [t]	83,947 27	09/06/12	(353.54) [b]	1 04%
CUSIP 36962GY40							
MOODY'S A1 S&P AA+							***Accrued Interest: 795.05***
LELAND STANFORD 4.25%16	**50,000.0000**	**108.2866**	**54,143.30**	**50,528.78**	**4%**	**3,614.52 [b]**	**2,125.00**
DUE 05/01/16	50,000 0000	101 3950	50,697 50 [t]	50,528.78	05/12/09	3,614.52 [b]	3.77%
CUSIP 854403AB8							
MOODY'S Aaa S&P· AAA							***Accrued Interest: 354.17***
VANDERBILT UNIV 5.25%19	**50,000.0000**	**113.3279**	**56,663.95**	**51,235.86**	**4%**	**5,428.09 [b]**	**2,625.00**
DUE 04/01/19	50,000.0000	102.7800	51,390.00 [t]	51,235.86	05/07/09	5,428 09 [b]	4 71%
CUSIP 921813AA9							
MOODY'S: Aa2 S&P: AA							***Accrued Interest: 656.25***

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
WELLS FARGO BAN 3.625%15	**50,000.0000**	**103.9051**	**51,952.55**	**51,075.99**	**3%**	**876.56** b	**1,812.50**
DUE 04/15/15	50,000.0000	103.4610	51,730.50 t	51,075 99	07/19/10	876 56 b	1 92%
CUSIP 94974BEU0							
MOODY'S A2 S&P. A+							***Accrued Interest: 382.64***
Total Corporate Bonds	**225,000.0000**		**246,353.53**	**236,787.90**	**16%**	**9,565.63** b	**10,593.75**
		Total Cost Basis:	***240,268.25***				

Total Accrued Interest for Corporate Bonds: 2,188.11

Municipal Bonds	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
CHICAGO PUB BLDG 6.5%16	**50,000.0000**	**110.6740**	**55,337.00**	**57,383.11**	**4%**	**(2,046.11)** b	**3,250.00**
GP DUE 01/01/16	50,000.0000	120.7000	60,350 00 t	57,383.11	10/28/11	(2,046.11) b	1.38%
TAXBL							
CUSIP: 167673BH4							
MOODY'S. #Aaa S&P: AA+							***Accrued Interest: 1,625.00***
CITY OF BELLINGH 5.27%15	**55,000.0000**	**108.8520**	**59,868.60**	**56,410.14**	**4%**	**3,458.46** b	**2,898.50**
GO LTX DUE 12/01/15	55,000.0000	103.5710	56,964.05 t	56,410.14	06/25/09	3,458.46 b	4.62%
TAXBL NATIONAL PUBLIC FI							
CUSIP. 079545RH4							
MOODY'S Aa3 S&P. N/R							***Accrued Interest: 241.54***

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
CITY OF DES MOI 3.875%15	**50,000.0000**	**103.8220**	**51,911.00**	**50,300.16**	**3%**	**1,610.84** [b]	**1,937.50**
GO UTX DUE 06/01/15	50,000.0000	100 9220	50,461.00 [t]	50,300 16	06/04/09	1,610 84 [b]	3 66%
TAXBL							
CUSIP: 2500923S0							
MOODY'S Aa1 S&P. AA+							***Accrued Interest: 161.46***
CITY OF RALEIGH 4%14	**75,000.0000**	**100.2900**	**75,217.50**	**75,354.77**	**5%**	**(137.27)** [b]	**3,000.00**
HSG DUE 02/01/14	75,000 0000	104 9450	78,708.75 [t]	75,354.77	08/18/09	(137.27) [b]	2 77%
TAXBL							
CUSIP 751091KD0							
MOODY'S· Aaa S&P AAA							***Accrued Interest: 1,250.00***
CO NORTHAMPTON 2.535%19	**125,000.0000**	**96.3000**	**120,375.00**	**125,000.00**	**8%**	**(4,625.00)**	**3,168.75**
GO UTX DUE 10/01/19	125,000.0000	100.0000	125,000.00 [t]	125,000.00	08/17/12	(4,625.00)	2.53%
TAXBL							
CUSIP 663532HP7							
MOODY'S· NR S&P. AA							***Accrued Interest: 792.19***
COUNTY OF BUCKS 0.971%17	**75,000.0000**	**96.8060**	**72,604.50**	**75,000.00**	**5%**	**(2,395.50)**	**728.25**
GO UTX DUE 12/15/17	75,000.0000	100 0000	75,000.00	75,000 00	05/01/13	(2,395.50)	0.97%
TAXBL							
CUSIP. 118565WB2							
MOODY'S. Aaa S&P AA+							***Accrued Interest: 32.37***

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
COUNTY OF CENTRE 2.05%18	**150,000.0000**	**96.4380**	**144,657.00**	**150,000.00**	**9%**	**(5,343.00)**	**3,075.00**
GO UTX DUE 07/01/18 TAXBL	150,000.0000	100 0000	150,000.00 [t]	150,000.00	08/28/12	(5,343 00)	2.04%
CUSIP 156267KL9							
MOODY'S: NR S&P· AA							***Accrued Interest: 1,537.50***
EWHITELAND TWP 2.301%18	**50,000.0000**	**97.4940**	**48,747.00**	**50,000.00**	**3%**	**(1,253.00)**	**1,150.50**
GO UTX DUE 09/01/18 TAXBL	50,000.0000	100.0000	50,000.00 [t]	50,000 00	04/12/12	(1,253.00)	2 30%
CUSIP 275839CS5							
MOODY'S: Aa2 S&P N/R							***Accrued Interest: 383.50***
FRANKLIN CO CONV 5.15%19	**50,000.0000**	**105.8850**	**52,942.50**	**57,267.32**	**3%**	**(4,324.82)** [b]	**2,575.00**
BLDG DUE 12/01/19 XTRO TAXBL	50,000 0000	116.3310	58,165.50 [t]	57,267 32	09/26/12	(4,324 82) [b]	2 63%
CUSIP 353174FN0							
MOODY'S Aa2 S&P. AA							***Accrued Interest: 214.58***
NEW JERSEY TRAN 1.087%16	**50,000.0000**	**99.5250**	**49,762.50**	**50,000.00**	**3%**	**(237.50)**	**543.50**
TRAN COMB DUE 12/15/16 TAXBL	50,000 0000	100 0000	50,000 00	50,000.00	04/17/13	(237 50)	1 08%
CUSIP. 646136K75							
MOODY'S A1 S&P A+							***Accrued Interest: 24.16***

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
QUEEN ANNE'S CO 4.3%18	**50,000.0000**	**106.6000**	**53,300.00**	**56,547.81**	**3%**	**(3,247.81) b**	**2,150.00**
GO UTX DUE 10/01/18 TAXBL CUSIP 748233NF6 MOODY'S. Aa2 S&P· N/R	50,000.0000	115 0930	57,546.50 t	56,547 81	09/05/12	(3,247.81) b	1 67%
						Accrued Interest: 537.50	
STATE OF MARYLAN 4.55%24	**50,000.0000**	**106.4690**	**53,234.50**	**53,841.19**	**3%**	**(606.69) b**	**2,275.00**
VP DUE 08/15/24 OID TAXBL CALLABLE 08/15/19 AT 100 00000 CUSIP. 574192X54 MOODY'S Aaa S&P. AAA	50,000 0000	108 1440	54,072 00 t	53,841 19	11/03/11	(606 69) b	3 74%
						Accrued Interest: 859.44	
Total Municipal Bonds	**830,000.0000**		**837,957.10**	**857,104.50**	**55%**	**(19,147.40) b**	**26,752.00**
		Total Cost Basis:	*866,267.80*				

Total Accrued Interest for Municipal Bonds: 7,659.24

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Investment Detail - Fixed Income (continued)

CDs & BAs	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
GOLDMAN SACHS BK 1.8%17	**100,000.0000**	**101.0880**	**101,088.00**	**99,500.00**	**7%**	**1,588.00**	**1,800.00**
CD FDIC INS DUE 08/22/17 NEW YORK NY CUSIP. 38143AZK4 MOODY'S· NR S&P NR	100,000 0000	99.5000	99,500.00 t	99,500 00	08/21/12	1,588 00	1 91%
							Accrued Interest: 650.96
SALLIE MAE BANK 1.3%16	**100,000.0000**	**100.6611**	**100,661.10**	**99,382.20**	**7%**	**1,278.90 b**	**1,300.00**
CD FDIC INS DUE 08/29/16 SALT LAKE CITY UT CUSIP· 795450PD1 MOODY'S: NR S&P. NR	100,000.0000	99 2000	99,200.00 t	99,382.20	08/21/12	1,278.90 b	1.54%
							Accrued Interest: 438.08
Total CDs & BAs	**200,000.0000**		**201,749.10**	**198,882.20**	**13%**	**2,866.90 b**	**3,100.00**
		Total Cost Basis:	*198,700.00*				
						Total Accrued Interest for CDs & BAs: 1,089.04	
Total Fixed Income	**1,355,000.0000**		**1,393,796.03**	**1,403,016.41**	**91%**	**(9,220.38) b**	**45,245.75**
		Total Cost Basis:	*1,420,074.05*				

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment
Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Total

Total Investment Detail	1,535,746.32
Total Account Value	1,535,746.32
Total Cost Basis	*1,420,074.05*

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/01/13	12/02/13	Bond Interest	CITY OF BELLINGH 5 27%15: 079545RH4	1,449.25
12/01/13	12/02/13	Bond Interest	CITY OF DES MOI 3 875%15· 2500923S0	968 75
12/01/13	12/02/13	Bond Interest	FRANKLIN CO CONV 5.15%19: 353174FN0	1,287 50
12/15/13	12/16/13	Bond Interest	COUNTY OF BUCKS 0 971%17: 118565WB2	386.38
12/15/13	12/16/13	Bond Interest	NEW JERSEY TRAN 1 087%16 646136K75	347 24
Total Dividends & Interest				4,439.12

Total Transaction Detail	4,439.12

Money Funds Detail

SCHWAB GOVT MONEY FUND Activity

Settle Date	Transaction	Quantity	Unit Price	Purchase/Debit	Sale/Credit
Opening # of Shares: 137,511.1700					
12/03/13	Purchased	3,705.5000	1.0000	3,705 50	

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Money Funds Detail (continued)

SCHWAB GOVT MONEY FUND Activity (continued)

Settle Date	Transaction	Quantity	Unit Price	Purchase/Debit	Sale/Credit
12/17/13	Purchased	733.6200	1.0000	733 62	
Closing # of Shares: 141,950.2900					
Total SCHWAB GOVT MONEY FUND Activity				4,439.12	
Total Money Funds Detail				4,439.12	

Endnotes For Your Account

Symbol	Endnote Legend
b	When available, Adjusted Cost Basis values are used in Gain or (Loss) calculations
d	Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your brokerage account, but the income and/or dividends have not been received into your account and Schwab makes no representation that they will. Accrued amounts are not covered by SIPC account protection until actually received and held in the account.
t	Data for this holding has been edited or provided by a third party.
f	7-day yield Annualized fund yield based on the average daily yield for the previous 7 days, assuming dividends are paid in cash and not reinvested.

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Schwab One® Account of
FARBER FAMILY FOUNDATION
MGR: GARDNER RUSSO & GARDNER

Account Number	Statement Period
8050-5035	December 1-31, 2013

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Market Monitor

Rates	Yield
Schwab Govt MMF[f]	0 00%

Indices	Year To Date Change
Dow Jones Industrial Average	26 50%
Standard & Poor's 500 Index®	29.60%
Schwab 1000 Index®	30.39%
NASDAQ Composite Index	38 32%

FARBER FAMILY FOUNDATION
MGR: GARDNER RUSSO & GARDNER
899 CASSATT RD STE 115
BERWYN PA 19312-1190

Your Independent Investment Manager and/or Advisor

OFFIT CAPITAL ADVISORS LLC
485 LEXINGTON AVE FL 24
NEW YORK NY 10017-2640
1 (212) 588-3240

The custodian of your brokerage account is Charles Schwab & Co , Inc
For questions about this statement, or if there is a change in your financial situation, investment objectives, or risk profile, please contact your Independent Investment Manager and/or Advisor

Managed Account Marketplace
Gardner Russo & Gardner
Gardner Russo Global Value

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Terms and Conditions

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GENERAL INFORMATION AND KEY TERMS:
If you receive any other communication from any source other than Schwab which purports to represent your holdings at Schwab (including balances held at a Depository Institution) you should verify its content with this statement
AIP (Automatic Investment Plan) Customers: Schwab receives remuneration in connection with certain transactions effected through Schwab If you participate in a systematic investment program through Schwab, the additional information normally detailed on a trade confirmation will be provided upon request
Average Daily Balance: Average daily composite of all cash balances that earn interest and all loans from Schwab that are charged interest
Bank Sweep Feature: Schwab acts as your agent and custodian in establishing and maintaining your Bank Sweep feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Bank Sweep feature constitute direct obligations of Charles Schwab Bank and are not obligations of Schwab Bank deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Bank Sweep feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Insured Bank Network ("Bank Network") Feature: Schwab acts as your agent and custodian in establishing and maintaining your Insured Bank Network feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Insured Bank Network feature constitute direct obligations of a participating Depository Institution and are not obligations of Schwab Insured Bank Network deposit accounts are insured by the FDIC within applicable limits. The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Insured Bank Network feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Cash: Any Free Credit Balance owed by us to you payable upon demand which, although accounted for on our books of record, is not segregated and may be used in the conduct of this firm's business
Current Yield: Annual dividend paid on an equity divided by the current market price.
Dividend Reinvestment Customers: Dividend reinvestment transactions were effected by Schwab acting as a principal for its own account, except for the reinvestment of Schwab dividends, for which an independent broker-dealer acted as the buying agent. The time of these transactions, the exchange upon which these transactions occurred and the name of the person from whom the security was purchased will be furnished upon written request
Estimated Annual Income: Estimated annual income is derived from information provided by outside parties Schwab cannot guarantee the accuracy of such information. Since the interest and dividends are subject to change at any time, they should not be relied upon exclusively for making investment decisions
Fees and Charges: For those fees described in the statement as "Fee to Advisor", as authorized by you, Schwab debited your Account to pay the fees as instructed by your Advisor It is your responsibility, and not Schwab's, to verify the accuracy of the fees Margin interest charged to your Account during the statement period is included in this section of the statement
Interest: For the Schwab One Interest feature, Bank Sweep feature, and the Insured Bank Network feature, interest is paid for a period that differs from the Statement Period Balances include interest paid as indicated on your statement by Schwab, Charles Schwab Bank, or a Depository Institution participating in the Insured Bank Network These balances do not include interest that may have accrued during the Statement Period after interest is paid The interest paid may include interest that accrued in the prior Statement Period For the Schwab One Interest feature, interest accrues daily from the second-to-last business day of the prior month and is posted on the second-to-last business day of the current month For the Bank Sweep feature, interest accrues daily from the 16th day of the prior month and is credited/posted on the first business day after the 15th of the current month. For the Insured Bank Network feature, interest accrues daily from the 16th of the prior month and is generally credited/posted on the 15th of the current month If the 15th of the month falls on a non-business day, the interest amount payable through the 15th of the month is generally paid on the last business day prior to the 15th However, there may be certain events that trigger the posting of interest earlier in the interest period Events that could trigger an earlier interest posting include the closure of your deposit accounts at a Depository Institution or the rebalancing of funds between your MMDA and transaction account at a Depository Institution These events are referred to as **"Mid-Cycle Interest"** on your account statement The interest period for Mid-Cycle Interest payments will be from the 16th of the prior month, or the date the account(s) were established if after the 16th of the prior month, until the date posted on your account statement For more information, about Mid-Cycle Interest payments please refer to your Cash Features Disclosure Statement
If, on any given day, the interest that Schwab calculates for the Free Credit Balances in the Schwab One Interest feature in your brokerage account is less than $ 005, you will not accrue any interest on that day For balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution participating in the Insured Bank Network, interest will accrue even if the amount is less than $ 005
Margin Account Customers: This is a combined statement of your margin account and special memorandum account maintained for you under Section 220 5 of Regulation T issued by the Board of Governors of the Federal Reserve System The permanent record of the separate account as required by Regulation T is available for your inspection Securities purchased on margin are Schwab's collateral for the loan to you It is important that you fully understand the risks involved in trading securities on margin These risks include

- You can lose more funds than you deposit in the margin account
- Schwab can force the sale of securities or other assets in any of your account(s) to maintain the required account equity without contacting you
- You are not entitled to choose which assets are liquidated nor are you entitled to an extension of time on a margin call
- Schwab can increase its "house" maintenance margin requirements at any time without advance written notice to you

Market Price: The most recent price evaluation available to Schwab on the last business day of the report period, normally the last trade price or bid as of market close Unpriced securities denote that no market evaluation update is currently available Price evaluations are obtained from outside parties Schwab shall have no responsibility for the accuracy or timeliness of any such valuations Pricing of assets not held at Schwab is for informational purposes only Some securities, especially thinly traded equities in the OTC market or foreign markets, may not report the most current price and are indicated as Stale Priced For Limited Partnerships and Real Estate Investment Trust (REIT) securities, you may see that the value reflected on your monthly account statement for this security is unpriced NASD rules require that certain Limited Partnerships (direct participation programs) and Real Estate Investment Trust (REIT) securities, that have not been priced within 18 months, must show as unpriced on customer statements Note that these securities are generally illiquid, the value of the securities will be different than its purchase price, and, if applicable, that accurate valuation information may not be available
Market Value: The Market Value is computed by multiplying the Market Price by the Quantity of Shares This is the dollar value of your present holdings in your specified Schwab Account or a summary of the Market Value summed over multiple accounts

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Terms and Conditions (continued)

Non-Publicly Traded Securities: All assets shown on this statement, other than certain direct investments which may be held by a third party, are held in your Account Values of certain Non-Publicly Traded Securities may be furnished by a third party as provided by Schwab's Account Agreement Schwab shall have no responsibility for the accuracy or timeliness of such valuations The Securities Investor Protection Corporation (SIPC) does not cover many limited partnership interests
Option Customers: Be aware of the following 1) Commissions and other charges related to the execution of option transactions have been included in confirmations of such transactions previously furnished to you and will be made available promptly upon request 2) You should advise us promptly of any material changes in your investment objectives or financial situation 3) Exercise assignment notices for the option contracts are allocated among customer short positions pursuant to an automated procedure which randomly selects from among all customer short option positions those contracts which are subject to exercise, including positions established on the day of assignment 4) Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult your tax advisor or IRS publication 550, Investment Income and Expenses, for additional information on Options
Schwab Sweep Money Funds: Includes the primary money market funds into which Free Credit Balances may be automatically invested pursuant to your Account Agreement Schwab or an affiliate acts and receives compensation as the Investment Advisor, Transfer Agent, Shareholder Service Agent and Distributor for the Schwab Sweep Money Funds The amount of such compensation is disclosed in the prospectus The yield information for Schwab Sweep Money Funds is the current 7-day yield as of the statement period Yields vary Schwab and the Schwab Sweep Money Funds investment advisor may be voluntarily reducing a portion of a Schwab Sweep Money Fund's expenses Without these reductions, yields would have been lower The shares of the money market mutual fund can be liquidated on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement and the applicable prospectus
Securities Products and Services: Securities products and services are offered by Charles Schwab & Co , Inc , Member SIPC Securities products and services, including unswept intraday funds and net credit balances held in brokerage accounts are not guaranteed deposits or obligations of Charles Schwab Bank or a Depository Institution(s) participating in the Insured Bank Network, and are subject to investment risk, are not FDIC insured, may lose value, and are not bank guaranteed SIPC does not cover balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution(s) participating in the Insured Bank Network feature
Short Positions: Securities sold short will be identified through an "S" in Investment Detail The market value of these securities will be expressed as a debit and be netted against any long positions in Total Account Value
Depository Institution: A Member FDIC depository institution participating in the Insured Bank Network that has entered into a deposit agreement with Schwab, at which interest-bearing deposit accounts are maintained on your behalf
Yield to Maturity: This is the actual average annual return on a note if held to maturity

Gain (or Loss): Unrealized Gain or (Loss) and Realized Gain or (Loss) sections ("Gain/Loss Section(s)") contain a gain or a loss summary of your Account This information has been provided on this statement at the request of your Advisor This information is not a solicitation or a recommendation to buy or sell It may, however, be helpful for investment and tax planning strategies **Schwab does not provide tax advice and encourages you to consult with your tax professional. Please view the Cost Basis Disclosure Statement for additional information on how gain (or loss) is calculated and how Schwab reports adjusted cost basis information to the IRS.**
Accrued Income: Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your Account, but the interest and/or dividends have not been received into your account Schwab makes no representation that the amounts shown (or any other amount) will be received Accrued amounts are not covered by SIPC account protection until actually received and held in the Account

IN CASE OF ERRORS OR DISCREPANCIES: If you find an error or discrepancy relating to your brokerage activity (other than an electronic fund transfer) you must notify us promptly, but no later than 10 days after this statement is sent or made available to you. If this statement shows that we have mailed or delivered security certificate(s) that you have not received, notify Schwab immediately. You may call us at 800-515-2157. Any oral communications should be re-confirmed in writing to further protect your rights, including rights under the Securities Investor Protection Act (SIPA). If you do not so notify us, you agree that the statement activity and Account balance are correct for all purposes with respect to those brokerage transactions.

IN CASE OF COMPLAINTS: If you have a complaint regarding your Schwab statement, products or services, please write to the Client Advocacy Team at Charles Schwab & Co , Inc , Attention Client Advocacy Team, 211 Main St , San Francisco, CA 94105, USA, or call Schwab Signature Alliance at 800-515-2157

Address Changes: If you fail to notify Schwab in writing of any change of address or phone number, you may not receive important notifications about your Account, and trading or other restrictions might be placed on your Account

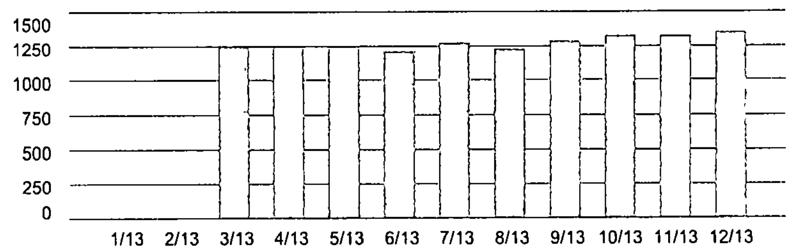
Additional Information:
We are required by law to report to the Internal Revenue Service adjusted cost basis information (if applicable), certain payments to you and credits to your Account during the calendar year Retain this statement for income tax purposes A financial statement for your inspection is available at Schwab's offices or a copy will be mailed to you upon written request Any third party trademarks appearing herein are the property of their respective owners Schwab and Charles Schwab Bank are affiliates of each other and subsidiaries of the Charles Schwab Corporation

(1113-7022)

Change in Account Value

Change in Account Value	This Period	Year to Date
Starting Value	**$ 1,329,930.83**	**$ 0.00**
Cash Value of Purchases & Sales	6,627.85	(1,864.81)
Investments Purchased/Sold	(6,627 85)	1,864.81
Deposits & Withdrawals	0 00	5,729.92
Dividends & Interest	1,805 54	21,963.99
Fees & Charges	(25 00)	(12,322.78)
Transfers	0.00	1,228,553 78
Income Reinvested	0.00	(0 05)
Change in Value of Investments	27,779.46	115,565.97
Ending Value on 12/31/2013	**$ 1,359,490.83**	**$ 1,359,490.83**
Accrued Income[d]	*1,796 50*	
Ending Value with Accrued Income[d]	***$ 1,361,287.33***	
Total Change in Account Value:		
Including Deposits and Withdrawals	$ 29,560.00	$ 1,359,490.83
Including Deposits, Withdrawals, and Accrued Income[d]	*$ 31,356.50*	

Account Value ($) Over Last 12 Months [in Thousands]



Asset Composition

Asset Composition	Market Value	% of Account Assets
Cash and Money Market Funds [Sweep]	$ 13,506.32	<1%
Equities	1,345,984 51	99%
Total Assets Long	**$ 1,359,490.83**	
Total Account Value	$ 1,359,490.83	100%
Accrued Income[d]	*1,796.50*	
Total Value with Accrued Income[d]	*$ 1,361,287.33*	

Gain or (Loss) Summary

Realized Gain or (Loss) This Period

Short Term	$0 00
Long Term	$313 86

Unrealized Gain or (Loss)

All Investments	$327,111 12

Values may not reflect all of your gains/losses

Account Notes

- Accrued Dividend is $1,796 50

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Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
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Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Money Funds Dividends	0 00	0 00	0 00	0.05
Cash Dividends	0.00	1,805.54	0 00	21,963 94
Total Income	0.00	1,805.54	0.00	21,963.99

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value	% of Account Assets
Cash	120.00	<1%
Total Cash	120.00	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND SWGXX	13,386 3200	1 0000	13,386 32	0 00%	<1%
Total Money Market Funds [Sweep]			13,386.32		<1%
Total Cash & Money Market [Sweep]			13,506.32		<1%

Investment Detail - Equities

Equities	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
ALTRIA GROUP INC	**1,050.0000**	**38.3900**	**40,309.50**	**3%**	**3,009.51**	**5.00%**	**2,016.00**
SYMBOL MO	1,050 0000	35.5238	37,299 99	07/25/12	3,009.51	524	Long-Term
							Accrued Dividend: 504.00

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
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Investment Detail - Equities (continued)

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
ANHEUSER-BUSC INBEV ADRF	**675.0000**	**106.4600**	**71,860.50**	**5%**	**18,841.42**	**1.51%**	**1,092.25**
SPONSORED ADR	550.0000	76 7764	42,227 02	07/25/12	16,325 98	524	Long-Term
1 ADR REPS 1 ORD	50.0000	85 1128	4,255 64	09/11/12	1,067 36	476	Long-Term
SYMBOL· BUD	25 0000	83.6008	2,090.02	11/02/12	571 48	424	Long-Term
	50 0000	88.9280	4,446.40	06/26/13	876 60	188	Short-Term
Cost Basis			*53,019 08*				
BERKSHIRE HATHAWAY B NEW	**1,300.0000**	**118.5600**	**154,128.00**	**11%**	**45,075.94**	**0.00%**	**0.00**
CLASS B	1,300.0000	83 8862	109,052 06	07/25/12	45,075 94	524	Long-Term
SYMBOL. BRKB							
BRIT AMERN TOBACCO ORD F	**750.0000**	**53.6214**	**40,216.05**	**3%**	**1,864.61**	**0.00%**	**0.00**
25 GBP PAR	750.0000	51 1352	38,351 44	07/25/12	1,864 61	524	Long-Term
SYMBOL· BTAFF							
BROWN FORMAN CL A VTG	**487.0000**	**73.7700**	**35,925.99**	**3%**	**6,647.55**	**1.57%**	**564.92**
CLASS A VTG	487 0000	60.1200	29,278.44	07/25/12	6,647 55	524	Long-Term
SYMBOL. BFA							
CIE FIN RICHEMONT ORD F	**950.0000**	**100.2000**	**95,190.00**	**7%**	**43,099.47**	**0.00%**	**0.00**
SYMBOL· CFRHF	950.0000	54.8321	52,090 53	07/25/12	43,099.47	524	Long-Term
COMCAST CP NEW CL A SPL	**650.0000**	**49.8800**	**32,422.00**	**2%**	**12,331.99**	**1.56%**	**507.00**
CLASS A SPL NON-VOTING	650.0000	30 9077	20,090.01	07/25/12	12,331.99	524	Long-Term
SYMBOL· CMCSK							
DIAGEO PLC ORD NEW F	**1,150.0000**	**33.1169**	**38,084.44**	**3%**	**8,092.64**	**0.00%**	**0.00**
SYMBOL. DGEAF	1,100.0000	25.8321	28,415 35	07/25/12	8,013 24	524	Long-Term
	50.0000	31 5290	1,576 45	07/31/13	79.40	153	Short-Term
Cost Basis			*29,991.80*				

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
GRAHAM HOLDINGS CO	**23.0000**	**663.3200**	**15,256.36**	**1%**	**7,336.08**	**0.00%**	**0.00**
SYMBOL. GHC	23.0000	344.3600	7,920 28	07/25/12	7,336 08	524	Long-Term
HEINEKEN HLDG NEW ORD F	**1,475.0000**	**63.3655**	**93,464.11**	**7%**	**29,071.61**	**0.00%**	**0.00**
SYMBOL. HKHHF	1,475.0000	43.6559	64,392.50	07/25/12	29,071 61	524	Long-Term
MARTIN MARIETTA MATRLS	**300.0000**	**99.9400**	**29,982.00**	**2%**	**5,565.99**	**1.60%**	**480.00**
SYMBOL· MLM	300 0000	81.3867	24,416.01	07/25/12	5,565 99	524	Long-Term
MASTERCARD INC	**130.0000**	**835.4600**	**108,609.80**	**8%**	**55,425.50**	**0.28%**	**312.00**
SYMBOL: MA	130.0000	409.1100	53,184 30	07/25/12	55,425.50	524	Long-Term
NESTLE S A REG B ADR F	**1,950.0000**	**73.5900**	**143,500.50**	**11%**	**28,690.29**	**2.93%**	**4,218.91**
1 ADR REPS 1 ORD	1,875.0000	58.5190	109,723.31	07/25/12	28,257.94	524	Long-Term
SYMBOL· NSRGY	25 0000	68.1380	1,703.45	07/16/13	136.30	168	Short-Term
	50.0000	67 6690	3,383 45	09/16/13	296.05	106	Short-Term
Cost Basis			*114,810.21*				
PERNOD RICARD ORD F	**675.0000**	**114.1089**	**77,023.51**	**6%**	**5,811.08**	**0.00%**	**0.00**
SYMBOL PDRDF	600.0000	103.6859	62,211 58	07/25/12	6,253.76	524	Long-Term
	25.0000	118.3580	2,958 95	07/26/13	(106.23)	158	Short-Term
	10.0000	118 8950	1,188 95	08/29/13	(47.86)	124	Short-Term
	40.0000	121.3237	4,852 95	10/29/13	(288.59)	63	Short-Term
Cost Basis			*71,212.43*				
PHILIP MORRIS INTL INC	**1,375.0000**	**87.1300**	**119,803.75**	**9%**	**(268.24)**	**4.31%**	**5,170.00**
SYMBOL PM	1,250.0000	87 1242	108,905.37	07/25/12	7 13	524	Long-Term
	50.0000	89.0254	4,451.27	01/15/13	(94 77)	350	Short-Term
	50 0000	89.8180	4,490.90	07/16/13	(134 40)	168	Short-Term
	25 0000	88 9780	2,224 45	10/24/13	(46 20)	68	Short-Term
Cost Basis			*120,071 99*			***Accrued Dividend: 1,292.50***	

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
SABMILLER PLC ORD F	**1,650.0000**	**51.3523**	**84,731.30**	**6%**	**16,791.31**	**0.00%**	**0.00**
LONDON SHARES	1,600.0000	41.1143	65,782.99	07/25/12	16,380.69	524	Long-Term
SYMBOL. SBMRF	50 0000	43.1400	2,157.00	10/09/12	410.62	448	Long-Term
Cost Basis			*67,939.99*				
SCRIPPS NTWK INTERACTIV	**175.0000**	**86.4100**	**15,121.75**	**1%**	**5,881.75**	**0.69%**	**105.00**
CLASS A	175 0000	52.8000	9,240.00	07/25/12	5,881 75	524	Long-Term
SYMBOL SNI							
UNILEVER N V NY SHS NEWF	**1,565.0000**	**40.2300**	**62,959.95**	**5%**	**10,784.31**	**3.65%**	**2,302.21**
N Y REGISTRY SHARES	1,325.0000	32.1968	42,660 89	07/25/12	10,643 86	524	Long-Term
1 NEW YORK SH REP 1 ORD	50.0000	41.0890	2,054.45	05/31/13	(42.95)	214	Short-Term
SYMBOL: UN	50.0000	38.8780	1,943.90	06/26/13	67 60	188	Short-Term
	35.0000	39.6657	1,388.30	11/18/13	19 75	43	Short-Term
	105.0000	39.3152	4,128.10	12/24/13	96.05	7	Short-Term
Cost Basis			*52,175 64*				
WELLS FARGO & CO NEW	**1,925.0000**	**45.4000**	**87,395.00**	**6%**	**23,058.31**	**2.64%**	**2,310.00**
SYMBOL WFC	1,600.0000	33.1519	53,043.04	07/25/12	19,596.96	524	Long-Term
	50 0000	34.1488	1,707.44	07/30/12	562 56	519	Long-Term
	25 0000	33 3556	833.89	08/02/12	301.11	516	Long-Term
	25.0000	33.8372	845.93	08/08/12	289.07	510	Long-Term
	25 0000	35 8760	896.90	10/08/12	238.10	449	Long-Term

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
WELLS FARGO & CO NEW	25 0000	33 9932	849.83	11/02/12	285 17	424	Long-Term
	100.0000	33 3624	3,336 24	12/13/12	1,203 76	383	Long-Term
	25.0000	35.1608	879 02	01/16/13	255.98	349	Short-Term
	50 0000	38.8880	1,944 40	05/14/13	325 60	231	Short-Term
Cost Basis			*64,336.69*				
Total Equities	18,255.0000		1,345,984.51	99%	327,111.12		19,078.29
		Total Cost Basis:	*1,018,873.39*				

Total Accrued Dividend for Equities: 1,796.50

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Total Investment Detail	1,359,490.83
Total Account Value	1,359,490.83
Total Cost Basis	*1,018,873.39*

Realized Gain or (Loss)

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ALTRIA GROUP INC MO	150 0000	07/25/12	12/04/13	5,539.90	5,328.57	211.33

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Realized Gain or (Loss) (continued)

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BRIT AMERN TOBACCO ORD F.25 GBP PAR BTAFF	100 0000	07/25/12	12/04/13	5,216 05	5,113 52	102.53
Total Long Term				10,755.95	10,442.09	313.86
Total Realized Gain or (Loss)				10,755.95	10,442.09	313.86

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here
Option Customers Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/09/13	12/04/13	Sold	ALTRIA GROUP INC MO	(150 0000)	36 9930	5,539 90
12/09/13	12/04/13	Sold	BRIT AMERN TOBACCO ORD F .25 GBP PAR BTAFF	(100 0000)	52 2500	5,216.05
12/30/13	12/24/13	Bought	UNILEVER N V NY SHS NEWF N Y REGISTRY SHARES· UN	105.0000	39 2300	(4,128 10)
Total Equities Activity						6,627.85
Total Purchases & Sales						6,627.85

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
09/11/13	12/12/13	Frgn Tax Reclaim	UNILEVER N V NY SHS NEWF UN	77 78
12/01/13	12/02/13	Qualified Dividend	WELLS FARGO & CO NEW· WFC	577 50
12/10/13	12/10/13	Qualified Dividend	SCRIPPS NTWK INTERACTIV. SNI	26 25
12/11/13	12/11/13	Foreign Tax Paid	UNILEVER N V NY SHS NEWF UN	(78 61)
12/11/13	12/11/13	Qualified Dividend	UNILEVER N V NY SHS NEWF UN	524 06
12/13/13	12/13/13	Qualified Dividend	SABMILLER PLC ORD F SBMRF	417 33
12/27/13	12/27/13	Qualified Dividend	BROWN FORMAN CL A VTG BFA	141.23
12/31/13	12/31/13	Qualified Dividend	MARTIN MARIETTA MATRLS MLM	120.00
Total Dividends & Interest				1,805.54

Transaction Detail - Fees & Charges

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
09/11/13	12/12/13	ADR Pass Thru Fee	UNILEVER N V NY SHS NEWF	(25 00)
Total Fees & Charges				(25.00)

Total Transaction Detail	8,408.39

Money Funds Detail

SCHWAB GOVT MONEY FUND Activity

Settle Date	Transaction	Quantity	Unit Price	Purchase/Debit	Sale/Credit
Opening # of Shares: 4,705.2100					
12/02/13	Purchased	392 7200	1 0000	392.72	
12/03/13	Purchased	577.5000	1 0000	577 50	

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Money Funds Detail (continued)

SCHWAB GOVT MONEY FUND Activity (continued)

Settle Date	Transaction	Quantity	Unit Price	Purchase/Debit	Sale/Credit
12/10/13	Purchased	10,755.9500	1.0000	10,755 95	
12/11/13	Purchased	26.2500	1 0000	26 25	
12/12/13	Purchased	445 4500	1.0000	445 45	
12/13/13	Purchased	52 7800	1.0000	52.78	
12/16/13	Purchased	417 3300	1 0000	417 33	
12/30/13	Redeemed	3,986.8700	1 0000		3,986.87
Closing # of Shares: 13,386.3200					
Total SCHWAB GOVT MONEY FUND Activity				**12,667.98**	**3,986.87**
Total Money Funds Detail				**12,667.98**	**3,986.87**

Pending Corporate Actions

	Transaction	Quantity	Payable Date	Rate per Share	Share Distribution	Cash Distribution
ALTRIA GROUP INC	Qualified Dividend	1,050.0000	01/10/14	0 4800		504.00
PHILIP MORRIS INTL INC	Qualified Dividend	1,375.0000	01/10/14	0 9400		1,292 50
Total Pending Corporate Actions						**1,796.50**

Pending transactions are not included in account value

Endnotes For Your Account

Symbol	Endnote Legend
d	Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your brokerage account, but the income and/or dividends have not been received into your account and Schwab makes no representation that they will. Accrued amounts are not covered by SIPC account protection until actually received and held in the account
f	7-day yield· Annualized fund yield based on the average daily yield for the previous 7 days, assuming dividends are paid in cash and not reinvested.

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Schwab One® Account of
FARBER FAMILY FOUNDATION FUNDING

Account Number	Statement Period
3365-7141	December 1-31, 2013

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Market Monitor

Rates	Yield
Schwab Govt MMF[1]	0.00%

Indices	Year To Date Change
Dow Jones Industrial Average	26.50%
Standard & Poor's 500 Index®	29 60%
Schwab 1000 Index®	30 39%
NASDAQ Composite Index	38.32%

FARBER FAMILY FOUNDATION
FUNDING
899 CASSATT RD STE 115
BERWYN PA 19312-1190

Your Independent Investment Manager and/or Advisor

OFFIT CAPITAL ADVISORS LLC
485 LEXINGTON AVE FL 24
NEW YORK NY 10017-2640
1 (212) 588-3240

The custodian of your brokerage account is Charles Schwab & Co , Inc
For questions about this statement, or if there is a change in your financial situation, investment objectives, or risk profile, please contact your Independent Investment Manager and/or Advisor

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Terms and Conditions

This Account statement is furnished solely by Charles Schwab & Co , Inc ("Schwab") for your Account at Schwab ("Account") Schwab Institutional is a division of Charles Schwab & Co , Inc , and provides back office brokerage and related services to investment advisors and retirement plan providers Unless otherwise defined herein, capitalized terms have the same meanings as in your Account Agreement Schwab is a registered broker-dealer and, except in the case of an affiliated company that may act as the investment advisor for the Sweep Funds, Windhaven Investment Management, Inc ("Windhaven®"), or ThomasPartners, Inc ("TPI"), is not affiliated with your Investment Advisor whose name appears on this statement ("Advisors") Advisors are independently owned and operated Schwab neither endorses nor recommends any particular Advisor or its investment strategy and has no responsibility to monitor trading by any Advisor in your Account Schwab has not verified any statement accompanying any Advisor's logo appearing on this statement Advisors provide investment advisory services for your Account Schwab provides brokerage and custody services for your Account Schwab has agreements with Advisors under which Schwab provides Advisors with institutional trading, custody and related services, and products Not all of these products and services may benefit your Account, and Schwab may provide them to Advisors on the Advisor's commitment to place a certain amount of its clients' assets in brokerage accounts at Schwab within a certain period of time This commitment could influence an Advisor's recommendation or requirement that its clients establish brokerage accounts at Schwab

GENERAL INFORMATION AND KEY TERMS:
If you receive any other communication from any source other than Schwab which purports to represent your holdings at Schwab (including balances held at a Depository Institution) you should verify its content with this statement
AIP (Automatic Investment Plan) Customers: Schwab receives remuneration in connection with certain transactions effected through Schwab If you participate in a systematic investment program through Schwab, the additional information normally detailed on a trade confirmation will be provided upon request
Average Daily Balance: Average daily composite of all cash balances that earn interest and all loans from Schwab that are charged interest
Bank Sweep Feature: Schwab acts as your agent and custodian in establishing and maintaining your Bank Sweep feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Bank Sweep feature constitute direct obligations of Charles Schwab Bank and are not obligations of Schwab Bank deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Bank Sweep feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Insured Bank Network ("Bank Network") Feature: Schwab acts as your agent and custodian in establishing and maintaining your Insured Bank Network feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Insured Bank Network feature constitute direct obligations of a participating Depository Institution and are not obligations of Schwab Insured Bank Network deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Insured Bank Network feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Cash: Any Free Credit Balance owed by us to you payable upon demand which, although accounted for on our books of record, is not segregated and may be used in the conduct of this firm's business
Current Yield: Annual dividend paid on an equity divided by the current market price
Dividend Reinvestment Customers: Dividend reinvestment transactions were effected by Schwab acting as a principal for its own account, except for the reinvestment of Schwab dividends, for which an independent broker-dealer acted as the buying agent The time of these transactions, the exchange upon which these transactions occurred and the name of the person from whom the security was purchased will be furnished upon written request
Estimated Annual Income: Estimated annual income is derived from information provided by outside parties Schwab cannot guarantee the accuracy of such information Since the interest and dividends are subject to change at any time, they should not be relied upon exclusively for making investment decisions
Fees and Charges: For those fees described in the statement as "Fee to Advisor", as authorized by you, Schwab debited your Account to pay the fees as instructed by your Advisor It is your responsibility, and not Schwab's, to verify the accuracy of the fees Margin interest charged to your Account during the statement period is included in this section of the statement
Interest: For the Schwab One Interest feature, Bank Sweep feature, and the Insured Bank Network feature, interest is paid for a period that differs from the Statement Period Balances include interest paid as indicated on your statement by Schwab, Charles Schwab Bank, or a Depository Institution participating in the Insured Bank Network These balances do not include interest that may have accrued during the Statement Period after interest is paid The interest paid may include interest that accrued in the prior Statement Period For the Schwab One Interest feature, interest accrues daily from the second-to-last business day of the prior month and is posted on the second-to-last business day of the current month For the Bank Sweep feature, interest accrues daily from the 16th day of the prior month and is credited/posted on the first business day after the 15th of the current month For the Insured Bank Network feature, interest accrues daily from the 16th of the prior month and is generally credited/posted on the 15th of the current month If the 15th of the month falls on a non-business day, the interest amount payable through the 15th of the month is generally paid on the last business day prior to the 15th However, there may be certain events that trigger the posting of interest earlier in the interest period Events that could trigger an earlier interest posting include the closure of your deposit accounts at a Depository Institution or the rebalancing of funds between your MMDA and transaction account at a Depository Institution These events are referred to as **"Mid-Cycle Interest"** on your account statement The interest period for Mid-Cycle Interest payments will be from the 16th of the prior month, or the date the account(s) were established if after the 16th of the prior month, until the date posted on your account statement For more information, about Mid-Cycle Interest payments please refer to your Cash Features Disclosure Statement
If, on any given day, the interest that Schwab calculates for the Free Credit Balances in the Schwab One Interest feature in your brokerage account is less than $ 005, you will not accrue any interest on that day For balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution participating in the Insured Bank Network, interest will accrue even if the amount is less than $ 005
Margin Account Customers: This is a combined statement of your margin account and special memorandum account maintained for you under Section 220 5 of Regulation T issued by the Board of Governors of the Federal Reserve System The permanent record of the separate account as required by Regulation T is available for your inspection Securities purchased on margin are Schwab's collateral for the loan to you It is important that you fully understand the risks involved in trading securities on margin These risks include

- You can lose more funds than you deposit in the margin account
- Schwab can force the sale of securities or other assets in any of your account(s) to maintain the required account equity without contacting you
- You are not entitled to choose which assets are liquidated nor are you entitled to an extension of time on a margin call
- Schwab can increase its "house" maintenance margin requirements at any time without advance written notice to you

Market Price: The most recent price evaluation available to Schwab on the last business day of the report period, normally the last trade price or bid as of market close Unpriced securities denote that no market evaluation update is currently available Price evaluations are obtained from outside parties Schwab shall have no responsibility for the accuracy or timeliness of any such valuations Pricing of assets not held at Schwab is for informational purposes only Some securities, especially thinly traded equities in the OTC market or foreign markets, may not report the most current price and are indicated as Stale Priced For Limited Partnerships and Real Estate Investment Trust (REIT) securities, you may see that the value reflected on your monthly account statement for this security is unpriced NASD rules require that certain Limited Partnerships (direct participation programs) and Real Estate Investment Trust (REIT) securities, that have not been priced within 18 months, must show as unpriced on customer statements Note that these securities are generally illiquid, the value of the securities will be different than its purchase price, and, if applicable, that accurate valuation information may not be available
Market Value: The Market Value is computed by multiplying the Market Price by the Quantity of Shares This is the dollar value of your present holdings in your specified Schwab Account or a summary of the Market Value summed over multiple accounts

Terms and Conditions (continued)

Non-Publicly Traded Securities: All assets shown on this statement, other than certain direct investments which may be held by a third party, are held in your Account Values of certain Non-Publicly Traded Securities may be furnished by a third party as provided by Schwab's Account Agreement Schwab shall have no responsibility for the accuracy or timeliness of such valuations The Securities Investor Protection Corporation (SIPC) does not cover many limited partnership interests

Option Customers: Be aware of the following 1) Commissions and other charges related to the execution of option transactions have been included in confirmations of such transactions previously furnished to you and will be made available promptly upon request 2) You should advise us promptly of any material changes in your investment objectives or financial situation 3) Exercise assignment notices for the option contracts are allocated among customer short positions pursuant to an automated procedure which randomly selects from among all customer short option positions those contracts which are subject to exercise, including positions established on the day of assignment 4) Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult your tax advisor or IRS publication 550, Investment Income and Expenses, for additional information on Options

Schwab Sweep Money Funds: Includes the primary money market funds into which Free Credit Balances may be automatically invested pursuant to your Account Agreement Schwab or an affiliate acts and receives compensation as the Investment Advisor, Transfer Agent, Shareholder Service Agent and Distributor for the Schwab Sweep Money Funds The amount of such compensation is disclosed in the prospectus The yield information for Schwab Sweep Money Funds is the current 7-day yield as of the statement period Yields vary Schwab and the Schwab Sweep Money Funds investment advisor may be voluntarily reducing a portion of a Schwab Sweep Money Fund's expenses Without these reductions, yields would have been lower The shares of the money market mutual fund can be liquidated on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement and the applicable prospectus

Securities Products and Services: Securities products and services are offered by Charles Schwab & Co , Inc , Member SIPC Securities products and services, including unswept intraday funds and net credit balances held in brokerage accounts are not guaranteed deposits or obligations of Charles Schwab Bank or a Depository Institution(s) participating in the Insured Bank Network, and are subject to investment risk, are not FDIC insured, may lose value, and are not bank guaranteed SIPC does not cover balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution(s) participating in the Insured Bank Network feature

Short Positions: Securities sold short will be identified through an "S" in Investment Detail The market value of these securities will be expressed as a debit and be netted against any long positions in Total Account Value

Depository Institution: A Member FDIC depository institution participating in the Insured Bank Network that has entered into a deposit agreement with Schwab, at which interest-bearing deposit accounts are maintained on your behalf

Yield to Maturity: This is the actual average annual return on a note if held to maturity

Gain (or Loss): Unrealized Gain or (Loss) and Realized Gain or (Loss) sections ("Gain/Loss Section(s)") contain a gain or a loss summary of your Account This information has been provided on this statement at the request of your Advisor This information is not a solicitation or a recommendation to buy or sell It may, however, be helpful for investment and tax planning strategies **Schwab does not provide tax advice and encourages you to consult with your tax professional. Please view the Cost Basis Disclosure Statement for additional information on how gain (or loss) is calculated and how Schwab reports adjusted cost basis information to the IRS.**

Accrued Income: Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your Account, but the interest and/or dividends have not been received into your account Schwab makes no representation that the amounts shown (or any other amount) will be received Accrued amounts are not covered by SIPC account protection until actually received and held in the Account

IN CASE OF ERRORS OR DISCREPANCIES: If you find an error or discrepancy relating to your brokerage activity (other than an electronic fund transfer) you must notify us promptly, but no later than 10 days after this statement is sent or made available to you. If this statement shows that we have mailed or delivered security certificate(s) that you have not received, notify Schwab immediately. You may call us at 800-515-2157. Any oral communications should be re-confirmed in writing to further protect your rights, including rights under the Securities Investor Protection Act (SIPA). If you do not so notify us, you agree that the statement activity and Account balance are correct for all purposes with respect to those brokerage transactions.

IN CASE OF COMPLAINTS: If you have a complaint regarding your Schwab statement, products or services, please write to the Client Advocacy Team at Charles Schwab & Co , Inc , Attention Client Advocacy Team, 211 Main St , San Francisco, CA 94105, USA, or call Schwab Signature Alliance at 800-515-2157

Address Changes: If you fail to notify Schwab in writing of any change of address or phone number, you may not receive important notifications about your Account, and trading or other restrictions might be placed on your Account

Additional Information:
We are required by law to report to the Internal Revenue Service adjusted cost basis information (if applicable), certain payments to you and credits to your Account during the calendar year Retain this statement for income tax purposes A financial statement for your inspection is available at Schwab's offices or a copy will be mailed to you upon written request Any third party trademarks appearing herein are the property of their respective owners Schwab and Charles Schwab Bank are affiliates of each other and subsidiaries of the Charles Schwab Corporation

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Schwab One® Account of
FARBER FAMILY FOUNDATION
FUNDING

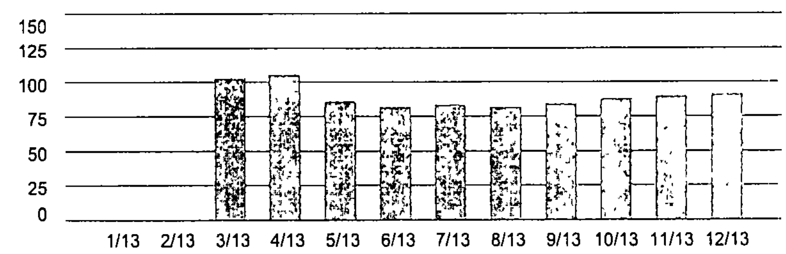
Account Number
3365-7141

Statement Period
December 1-31, 2013

Change in Account Value

Change in Account Value	This Period	Year to Date
Starting Value	**$ 8,952,079.68**	**$ 0.00**
Cash Value of Purchases & Sales	(126,109 87)	(890,440 34)
Investments Purchased/Sold	126,109.87	890,440 34
Deposits & Withdrawals	57,000.00	801,659.27
Dividends & Interest	126,109.87	238,482.30
Fees & Charges	0.00	(15,822 10)
Transfers	0.00	7,262,159.79
Income Reinvested	(126,109 87)	(226,488 18)
Change in Value of Investments	146,343.53	1,095,432.13
Ending Value on 12/31/2013	**$ 9,155,423.21**	**$ 9,155,423.21**
Accrued Income[d]	*11,854.87*	
Ending Value with Accrued Income[d]	***$ 9,167,278.08***	
Total Change in Account Value: Including Deposits and Withdrawals	$ 203,343.53	$ 9,155,423.21
Including Deposits, Withdrawals, and Accrued Income[d]	*$ 215,198.40*	

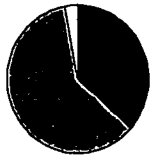
Account Value ($) Over Last 12 Months [in Hundred Thousands]



Asset Composition

Asset Composition	Market Value	% of Account Assets
Money Market Funds [Sweep]	$ 133,879 13	1%
Equities	123,179.02	1%
Equity Funds	3,344,148 43	37%
Other Assets	5,554,216.63	61%
Total Assets Long	**$ 9,155,423.21**	
Total Account Value	$ 9,155,423.21	100%
Accrued Income[d]	*11,854.87*	
Total Value with Accrued Income[d]	*$ 9,167,278.08*	

Overview



37% Equity Funds
61% Other Assets
3% Remaining Assets

Gain or (Loss) Summary

Realized Gain or (Loss) This Period

Short Term	$0 00
Long Term	$0 00

Unrealized Gain or (Loss)

All Investments	$1,676,269 44

Values may not reflect all of your gains/losses

Account Notes

- Accrued Dividend is $11,854 87

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Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0.00	0 00	0.00	13.00
Cash Dividends	0.00	70,257 46	0.00	180,616 89
Total Capital Gains	0.00	55,852.41	0.00	55,852.41
Corporate Bond and Other Interest	0.00	0 00	0 00	1,250 00
Agency Security Interest	0.00	0 00	0 00	750 00
Total Income	0.00	126,109.87	0.00	238,482.30

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND SWGXX	133,879 1300	1 0000	133,879.13	0 00%	1%
Total Money Market Funds [Sweep]			133,879.13		1%
Total Money Market Funds [Sweep]			133,879.13		1%

Investment Detail - Equities

Equities	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ENBRIDGE ENERGY MGMT	**2,109.0443**	**28.6800**	**60,487.39**	**<1%**	**2,168.36**	**0.00%**	**0.00**
SYMBOL. EEQ	605.4985	28 2840	17,125.97	09/18/12	239.73	469	Long-Term
	1,503.5457	27.3972	41,193.06	11/19/12	1,928.63	407	Long-Term
Cost Basis			*58,319.03*				

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
KINDER MORGAN MGMT LLC	**828.5968**	**75.6600**	**62,691.63**	**<1%**	**5,084.77**	**0.00%**	**0.00**
SYMBOL. KMR	242 2223	69 4294	16,817.37	09/18/12	1,509.18	469	Long-Term
	586 3744	69.5621	40,789 49	11/19/12	3,575.60	407	Long-Term
Cost Basis			*57,606 86*				
Total Equities	2,937.6411		123,179.02	1%	7,253.13		0.00
		Total Cost Basis:	115,925.89				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Mutual Funds

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
FIRST EAGLE OVERSEAS ◊ FUND CL I SYMBOL. SGOIX	23,870.7010	23 5000	560,961.47	6%	23.17	553,176.87	7,784 60
LYRICAL US VALUE EQTY FD ◊ SYMBOL LYRIX	38,115.8020	14.5400	554,203 76	6%	13.26	505,559.53	48,644 23
MATTHEWS ASIA DIVIDEND ◊ FUND INSTL SYMBOL MIPIX	37,975.5290	15 5900	592,038 50	6%	13 69	520,019 73	72,018.77

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
TWEEDY BROWNE GLOBAL ◊ VALUE FUND SYMBOL· TBGVX	16,615.6880	26 6200	442,309.61	5%	25.19	418,594.92	23,714 69
YACKTMAN FOCUSED INST ◊ SYMBOL: YAFIX	47,500 4010	25.1500	1,194,635 09	13%	23 02	1,093,307 45	101,327 64
Total Equity Funds	164,078.1210		3,344,148.43	37%		3,090,658.50	253,489.93
Total Mutual Funds	164,078.1210		3,344,148.43	37%		3,090,658.50	253,489.93

Investment Detail - Other Assets

Other Assets	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES TR MSCI EAFE ◊	**15,288.8998**	**67.0950**	**1,025,808.73**	**11%**	**178,533.61**		
ETF	418 8998	60 8477 r	25,489 09		2,616.99		Short-Term
SYMBOL. EFA	3,800.0000	45 2500	171,950 00 t	01/06/09	83,011 00	1820	Long-Term
	365 0000	54 6435	19,944 88	09/18/12	4,544 80	469	Long-Term
	10,705.0000	58 8408	629,891 15	03/26/13	88,360 83	280	Short-Term
Cost Basis			*847,275 12*				
ISHARES TR RUSSELL 2000 ◊	**9,866.1894**	**115.3600**	**1,138,163.61**	**12%**	**352,283.27**		
ETF	116 1894	106.3325 r	12,354 71		1,048 90		Short-Term
SYMBOL IWM	2,420 0000	51.2900	124,121.80 t	01/06/09	155,049 40	1820	Long-Term
	1,690.0000	70 8232	119,691.37 t	11/17/10	75,267 03	1140	Long-Term
	100 0000	93.9206	9,392 06	03/26/13	2,143.94	280	Short-Term
	100.0000	93 9206	9,392 06	03/26/13	2,143.94	280	Short-Term
	100 0000	93 9212	9,392 12	03/26/13	2,143 88	280	Short-Term
	200.0000	93.9213	18,784.26	03/26/13	4,287.74	280	Short-Term

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES TR RUSSELL 2000 ◊	200 0000	93 9213	18,784 26	03/26/13	4,287 74	280	Short-Term
	216.0000	93 9205	20,286.84	03/26/13	4,630.92	280	Short-Term
	321.0000	93.9205	30,148 51	03/26/13	6,882 05	280	Short-Term
	679 0000	93 9205	63,772 08	03/26/13	14,557 36	280	Short-Term
	900 0000	93 9205	84,528 53	03/26/13	19,295 47	280	Short-Term
	1,000 0000	93 9205	93,920.59	03/26/13	21,439 41	280	Short-Term
	1,824 0000	93.9205	171,311 15	03/26/13	39,105 49	280	Short-Term
Cost Basis			*785,880 34*				
S P D R S&P 500 ETF TR ◊	**10,129.3474**	**184.6900**	**1,870,789.17**	**20%**	**667,303.11**		
EXPIRING 01/22/2118	122.3474	169.8982 r	20,786 61		1,809 73		Short-Term
SYMBOL SPY	3,060.0000	93 4600	285,987 60 t	01/06/09	279,163 80	1820	Long-Term
	3,780 0000	105 0218	396,982 66 t	09/24/09	301,145 54	1559	Long-Term
	2,180.0000	155.8931	339,846.97	03/26/13	62,777.23	280	Short-Term
	200.0000	161 9880	32,397 61	07/02/13	4,540 39	182	Short-Term
	200 0000	161.9880	32,397 61	07/02/13	4,540.39	182	Short-Term
	287.0000	161 9880	46,490.57	07/02/13	6,515 46	182	Short-Term
	300.0000	161.9881	48,596.43	07/02/13	6,810 57	182	Short-Term
Cost Basis			*1,203,486 06*			***Accrued Dividend: 9,929.29***	
SPDR S&P MIDCAP 400 ETF ◊	**2,711.6265**	**244.2000**	**662,179.19**	**7%**	**242,537.64**		
SYMBOL. MDY	20.6265	226.9274 r	4,680 72		356.27		Short-Term
	835 0000	101.5600	84,802.60 t	01/06/09	119,104 40	1820	Long-Term
	990 0000	151 8970	150,378 07 t	11/17/10	91,379.93	1140	Long-Term
	866.0000	207 5983	179,780 16	03/26/13	31,697 04	280	Short-Term
Cost Basis			*419,641.55*			***Accrued Dividend: 1,925.58***	

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
VANGUARD FTSE EMERGING ◊	**20,838.0149**	**41.1400**	**857,275.93**	**9%**	**(25,131.25)**		
MARKETS ETF	556 0149	39 7327 r	22,092.00		782 45		Short-Term
SYMBOL VWO	2,000 0000	42 1500	84,300 07	10/22/12	(2,020 07)	435	Long-Term
	2,460 0000	41 1399	101,204 28	11/19/12	0.12	407	Long-Term
	100 0000	42 6456	4,264.56	03/26/13	(150 56)	280	Short-Term
	100 0000	42.6496	4,264 96	03/26/13	(150 96)	280	Short-Term
	100 0000	42 6496	4,264 96	03/26/13	(150 96)	280	Short-Term
	100.0000	42 6496	4,264.96	03/26/13	(150.96)	280	Short-Term
	122.0000	42.6495	5,203.25	03/26/13	(184 17)	280	Short-Term
	300 0000	42.6455	12,793.67	03/26/13	(451 67)	280	Short-Term
	300.0000	42 6455	12,793.67	03/26/13	(451 67)	280	Short-Term
	500.0000	42 6455	21,322.77	03/26/13	(752.77)	280	Short-Term
	4,300.0000	42.6505	183,397.43	03/26/13	(6,495 43)	280	Short-Term
	9,900.0000	42.6505	422,240.60	03/26/13	(14,954.60)	280	Short-Term
Cost Basis			*882,407.18*				
Total Other Assets	**58,834.0780**		**5,554,216.63**	**61%**	**1,415,526.38**		
		Total Cost Basis:	*4,138,690.25*				

Total Accrued Dividend for Other Assets: 11,854.87

Total Investment Detail	**9,155,423.21**

Total Account Value	**9,155,423.21**
Total Cost Basis	*7,345,274.64*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Transaction Detail - Purchases & Sales

Equity Funds Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/12/13	12/12/13	Reinvested Shares	MATTHEWS ASIA DIVIDEND FUND INSTL MIPIX	539.5220	15 3700	(8,292 45)
12/17/13	12/17/13	Reinvested Shares	FIRST EAGLE OVERSEAS FUND CL I: SGOIX	731 4550	22.9000	(16,750 32)
12/17/13	12/17/13	Reinvested Shares	FIRST EAGLE OVERSEAS FUND CL I. SGOIX	510 1580	22 9000	(11,682.62)
12/17/13	12/17/13	Reinvested Shares	FIRST EAGLE OVERSEAS FUND CL I· SGOIX	205 6300	22.9000	(4,708 93)
12/26/13	12/26/13	Reinvested Shares	YACKTMAN FOCUSED INST· YAFIX	312.7020	25 0300	(7,826.94)
12/26/13	12/26/13	Reinvested Shares	YACKTMAN FOCUSED INST. YAFIX	1,095 0070	25.0300	(27,408.02)
12/26/13	12/26/13	Reinvested Shares	YACKTMAN FOCUSED INST YAFIX	321 1140	25.0300	(8,037.49)
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND TBGVX	440 1230	26.5700	(11,694 07)
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND TBGVX	191 6180	26 5700	(5,091 29)
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND TBGVX	73.6530	26 5700	(1,956 97)
12/31/13	12/31/13	Reinvested Shares	LYRICAL US VALUE EQTY FD. LYRIX	5.4500	14.5400	(79 25)
12/31/13	12/31/13	Reinvested Shares	LYRICAL US VALUE EQTY FD LYRIX	374 5030	14.5400	(5,445 28)
Total Equity Funds Activity						**(108,973.63)**

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Transaction Detail - Purchases & Sales (continued)

Other Assets Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/30/13	12/30/13	Reinvested Shares	VANGUARD FTSE EMERGING MARKETS ETF VWO	109 6581	40 8299	(4,477 33)
12/31/13	12/31/13	Reinvested Shares	ISHARES TR MSCI EAFE ETF EFA	124.7506	67 0636	(8,366 23)
12/31/13	12/31/13	Reinvested Shares	ISHARES TR RUSSELL 2000 ETF IWM	37 1439	115 5690	(4,292 68)
Total Other Assets Activity						(17,136.24)
Total Purchases & Sales						(126,109.87)

Transaction Detail - Deposits & Withdrawals

Transaction Date	Process Date	Activity	Description	Location	Credit/(Debit)
12/03/13	12/03/13	Funds Received	FUNDS RECEIVED		57,000 00
Total Deposits & Withdrawals					57,000.00

The total deposits activity for the statement period was $57,000.00 The total withdrawals activity for the statement period was $0 00

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/12/13	12/12/13	Div For Reinvest	MATTHEWS ASIA DIVIDEND· MIPIX	8,292 45
12/17/13	12/17/13	Sttm Cap Gn Rein	FIRST EAGLE OVERSEAS SGOIX	4,708 93
12/17/13	12/17/13	Div For Reinvest	FIRST EAGLE OVERSEAS SGOIX	11,682.62
12/17/13	12/17/13	LT Cap Gain Rein	FIRST EAGLE OVERSEAS· SGOIX	16,750 32

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested) (continued)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/26/13	12/26/13	LT Cap Gain Rein	YACKTMAN FOCUSED INST YAFIX	27,408 02
12/26/13	12/26/13	Sttm Cap Gn Rein	YACKTMAN FOCUSED INST YAFIX	7,826.94
12/26/13	12/26/13	Div For Reinvest	YACKTMAN FOCUSED INST YAFIX	8,037 49
12/27/13	12/27/13	Sttm Cap Gn Rein	TWEEDY BROWNE GLOBAL TBGVX	1,956 97
12/27/13	12/27/13	Div For Reinvest	TWEEDY BROWNE GLOBAL TBGVX	5,091 29
12/27/13	12/27/13	LT Cap Gain Rein	TWEEDY BROWNE GLOBAL TBGVX	11,694 07
12/27/13	12/27/13	Div For Reinvest	VANGUARD FTSE EMERGING. VWO	4,477 33
12/30/13	12/30/13	Div For Reinvest	ISHARES TR MSCI EAFE: EFA	8,366 23
12/30/13	12/30/13	Div For Reinvest	ISHARES TR RUSSELL 2000: IWM	4,292.68
12/31/13	12/31/13	Sttm Cap Gn Rein	LYRICAL US VALUE EQTY FD: LYRIX	5,445 28
12/31/13	12/31/13	Div For Reinvest	LYRICAL US VALUE EQTY FD: LYRIX	79.25
Total Dividends & Interest				126,109.87

Total Transaction Detail	57,000.00

Money Funds Detail

SCHWAB GOVT MONEY FUND Activity

Settle Date	Transaction	Quantity	Unit Price	Purchase/Debit	Sale/Credit
Opening # of Shares: 76,879.1300					
12/04/13	Purchased	57,000 0000	1.0000	57,000.00	
Closing # of Shares: 133,879.1300					
Total SCHWAB GOVT MONEY FUND Activity				57,000.00	
Total Money Funds Detail				57,000.00	

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Pending Corporate Actions

	Transaction	Quantity	Payable Date	Rate per Share	Share Distribution	Cash Distribution
S P D R S&P 500 ETF TR	Cash Dividend	10,129 3474	01/31/14	0.9802		9,929 29
SPDR S&P MIDCAP 400 ETF	Cash Dividend	2,711 6265	01/31/14	0 7101		1,925 58
Total Pending Corporate Actions						11,854.87

Pending transactions are not included in account value

Endnotes For Your Account

Symbol	Endnote Legend
◊	Dividends paid on this security will be automatically reinvested
d	Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your brokerage account, but the income and/or dividends have not been received into your account and Schwab makes no representation that they will. Accrued amounts are not covered by SIPC account protection until actually received and held in the account
r	Reinvested dividends are summarized and the cost per share is averaged
t	Data for this holding has been edited or provided by a third party
f	7-day yield Annualized fund yield based on the average daily yield for the previous 7 days, assuming dividends are paid in cash and not reinvested

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Schwab One® Account of
FARBER FAMILY FOUNDATION
FUNDING ACCOUNT *CLAT*

Account Number 8112-0669

Statement Period December 1-31, 2013

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Market Monitor

Rates	Yield
Schwab Govt MMF[f]	0.00%

Indices	Year To Date Change
Dow Jones Industrial Average	26 50%
Standard & Poor's 500 Index®	29.60%
Schwab 1000 Index®	30.39%
NASDAQ Composite Index	38.32%

Your Independent Investment Manager and/or Advisor

OFFIT CAPITAL ADVISORS LLC
485 LEXINGTON AVE FL 24
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1 (212) 588-3240

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For questions about this statement, or if there is a change in your financial situation, investment objectives, or risk profile, please contact your Independent Investment Manager and/or Advisor

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FARBER FAMILY FOUNDATION
FUNDING ACCOUNT *CLAT*
899 CASSATT RD STE 115
BERWYN PA 19312-1190

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CAPITAL

12/31-00000-TTCP0903-145639 *3

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AIP (Automatic Investment Plan) Customers· Schwab receives remuneration in connection with certain transactions effected through Schwab If you participate in a systematic investment program through Schwab, the additional information normally detailed on a trade confirmation will be provided upon request
Average Daily Balance: Average daily composite of all cash balances that earn interest and all loans from Schwab that are charged interest
Bank Sweep Feature: Schwab acts as your agent and custodian in establishing and maintaining your Bank Sweep feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Bank Sweep feature constitute direct obligations of Charles Schwab Bank and are not obligations of Schwab Bank deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Bank Sweep feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Insured Bank Network ("Bank Network") Feature: Schwab acts as your agent and custodian in establishing and maintaining your Insured Bank Network feature as a Schwab Cash Feature for your brokerage account Deposit accounts held through the Insured Bank Network feature constitute direct obligations of a participating Depository Institution and are not obligations of Schwab Insured Bank Network deposit accounts are insured by the FDIC within applicable limits The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement For information on FDIC insurance and its limits, as well as other important disclosures about the Insured Bank Network feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab representative
Cash: Any Free Credit Balance owed by us to you payable upon demand which, although accounted for on our books of record, is not segregated and may be used in the conduct of this firm's business
Current Yield: Annual dividend paid on an equity divided by the current market price
Dividend Reinvestment Customers: Dividend reinvestment transactions were effected by Schwab acting as a principal for its own account, except for the reinvestment of Schwab dividends, for which an independent broker-dealer acted as the buying agent The time of these transactions, the exchange upon which these transactions occurred and the name of the person from whom the security was purchased will be furnished upon written request
Estimated Annual Income: Estimated annual income is derived from information provided by outside parties Schwab cannot guarantee the accuracy of such information Since the interest and dividends are subject to change at any time, they should not be relied upon exclusively for making investment decisions
Fees and Charges: For those fees described in the statement as "Fee to Advisor", as authorized by you, Schwab debited your Account to pay the fees as instructed by your Advisor It is your responsibility, and not Schwab's, to verify the accuracy of the fees Margin interest charged to your Account during the statement period is included in this section of the statement
Interest: For the Schwab One Interest feature, Bank Sweep feature, and the Insured Bank Network feature, interest is paid for a period that differs from the Statement Period Balances include interest paid as indicated on your statement by Schwab, Charles Schwab Bank, or a Depository Institution participating in the Insured Bank Network These balances do not include interest that may have accrued during the Statement Period after interest is paid The interest paid may include interest that accrued in the prior Statement Period For the Schwab One Interest feature, interest accrues daily from the second-to-last business day of the prior month and is posted on the second-to-last business day of the current month For the Bank Sweep feature, interest accrues daily from the 16th day of the prior month and is credited/posted on the first business day after the 15th of the current month For the Insured Bank Network feature, interest accrues daily from the 16th of the prior month and is generally credited/posted on the 15th of the current month If the 15th of the month falls on a non-business day, the interest amount payable through the 15th of the month is generally paid on the last business day prior to the 15th However, there may be certain events that trigger the posting of interest earlier in the interest period Events that could trigger an earlier interest posting include the closure of your deposit accounts at a Depository Institution or the rebalancing of funds between your MMDA and transaction account at a Depository Institution These events are referred to as **"Mid-Cycle Interest"** on your account statement The interest period for Mid-Cycle Interest payments will be from the 16th of the prior month, or the date the account(s) were established if after the 16th of the prior month, until the date posted on your account statement For more information, about Mid-Cycle Interest payments please refer to your Cash Features Disclosure Statement
If, on any given day, the interest that Schwab calculates for the Free Credit Balances in the Schwab One Interest feature in your brokerage account is less than $ 005, you will not accrue any interest on that day For balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution participating in the Insured Bank Network, interest will accrue even if the amount is less than $ 005
Margin Account Customers: This is a combined statement of your margin account and special memorandum account maintained for you under Section 220 5 of Regulation T issued by the Board of Governors of the Federal Reserve System The permanent record of the separate account as required by Regulation T is available for your inspection Securities purchased on margin are Schwab's collateral for the loan to you It is important that you fully understand the risks involved in trading securities on margin These risks include

- You can lose more funds than you deposit in the margin account
- Schwab can force the sale of securities or other assets in any of your account(s) to maintain the required account equity without contacting you
- You are not entitled to choose which assets are liquidated nor are you entitled to an extension of time on a margin call
- Schwab can increase its "house" maintenance margin requirements at any time without advance written notice to you

Market Price: The most recent price evaluation available to Schwab on the last business day of the report period, normally the last trade price or bid as of market close Unpriced securities denote that no market evaluation update is currently available Price evaluations are obtained from outside parties Schwab shall have no responsibility for the accuracy or timeliness of any such valuations Pricing of assets not held at Schwab is for informational purposes only Some securities, especially thinly traded equities in the OTC market or foreign markets, may not report the most current price and are indicated as Stale Priced For Limited Partnerships and Real Estate Investment Trust (REIT) securities, you may see that the value reflected on your monthly account statement for this security is unpriced NASD rules require that certain Limited Partnerships (direct participation programs) and Real Estate Investment Trust (REIT) securities, that have not been priced within 18 months, must show as unpriced on customer statements Note that these securities are generally illiquid, the value of the securities will be different than its purchase price, and, if applicable, that accurate valuation information may not be available
Market Value: The Market Value is computed by multiplying the Market Price by the Quantity of Shares This is the dollar value of your present holdings in your specified Schwab Account or a summary of the Market Value summed over multiple accounts

Terms and Conditions (continued)

Non-Publicly Traded Securities: All assets shown on this statement, other than certain direct investments which may be held by a third party, are held in your Account Values of certain Non-Publicly Traded Securities may be furnished by a third party as provided by Schwab's Account Agreement Schwab shall have no responsibility for the accuracy or timeliness of such valuations The Securities Investor Protection Corporation (SIPC) does not cover many limited partnership interests

Option Customers: Be aware of the following 1) Commissions and other charges related to the execution of option transactions have been included in confirmations of such transactions previously furnished to you and will be made available promptly upon request 2) You should advise us promptly of any material changes in your investment objectives or financial situation 3) Exercise assignment notices for the option contracts are allocated among customer short positions pursuant to an automated procedure which randomly selects from among all customer short option positions those contracts which are subject to exercise, including positions established on the day of assignment 4) Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult your tax advisor or IRS publication 550, Investment Income and Expenses, for additional information on Options

Schwab Sweep Money Funds: Includes the primary money market funds into which Free Credit Balances may be automatically invested pursuant to your Account Agreement Schwab or an affiliate acts and receives compensation as the Investment Advisor, Transfer Agent, Shareholder Service Agent and Distributor for the Schwab Sweep Money Funds The amount of such compensation is disclosed in the prospectus The yield information for Schwab Sweep Money Funds is the current 7-day yield as of the statement period Yields vary Schwab and the Schwab Sweep Money Funds investment advisor may be voluntarily reducing a portion of a Schwab Sweep Money Fund's expenses Without these reductions, yields would have been lower The shares of the money market mutual fund can be liquidated on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement and the applicable prospectus

Securities Products and Services: Securities products and services are offered by Charles Schwab & Co , Inc , Member SIPC Securities products and services, including unswept intraday funds and net credit balances held in brokerage accounts are not guaranteed deposits or obligations of Charles Schwab Bank or a Depository Institution(s) participating in the Insured Bank Network, and are subject to investment risk, are not FDIC insured, may lose value, and are not bank guaranteed SIPC does not cover balances held at Charles Schwab Bank in the Bank Sweep feature or at a Depository Institution(s) participating in the Insured Bank Network feature

Short Positions: Securities sold short will be identified through an "S" in Investment Detail The market value of these securities will be expressed as a debit and be netted against any long positions in Total Account Value

Depository Institution: A Member FDIC depository institution participating in the Insured Bank Network that has entered into a deposit agreement with Schwab, at which interest-bearing deposit accounts are maintained on your behalf

Yield to Maturity: This is the actual average annual return on a note if held to maturity.

Gain (or Loss): Unrealized Gain or (Loss) and Realized Gain or (Loss) sections ("Gain/Loss Section(s)") contain a gain or a loss summary of your Account This information has been provided on this statement at the request of your Advisor This information is not a solicitation or a recommendation to buy or sell It may, however, be helpful for investment and tax planning strategies **Schwab does not provide tax advice and encourages you to consult with your tax professional. Please view the Cost Basis Disclosure Statement for additional information on how gain (or loss) is calculated and how Schwab reports adjusted cost basis information to the IRS.**

Accrued Income: Accrued Income is the sum of the total accrued interest and/or accrued dividends on positions held in your Account, but the interest and/or dividends have not been received into your account Schwab makes no representation that the amounts shown (or any other amount) will be received Accrued amounts are not covered by SIPC account protection until actually received and held in the Account

IN CASE OF ERRORS OR DISCREPANCIES: If you find an error or discrepancy relating to your brokerage activity (other than an electronic fund transfer) you must notify us promptly, but no later than 10 days after this statement is sent or made available to you. If this statement shows that we have mailed or delivered security certificate(s) that you have not received, notify Schwab immediately. You may call us at 800-515-2157 Any oral communications should be re-confirmed in writing to further protect your rights, including rights under the Securities Investor Protection Act (SIPA). If you do not so notify us, you agree that the statement activity and Account balance are correct for all purposes with respect to those brokerage transactions.

IN CASE OF COMPLAINTS: If you have a complaint regarding your Schwab statement, products or services, please write to the Client Advocacy Team at Charles Schwab & Co , Inc , Attention Client Advocacy Team, 211 Main St , San Francisco, CA 94105, USA, or call Schwab Signature Alliance at 800-515-2157

Address Changes: If you fail to notify Schwab in writing of any change of address or phone number, you may not receive important notifications about your Account, and trading or other restrictions might be placed on your Account

Additional Information:
We are required by law to report to the Internal Revenue Service adjusted cost basis information (if applicable), certain payments to you and credits to your Account during the calendar year Retain this statement for income tax purposes A financial statement for your inspection is available at Schwab's offices or a copy will be mailed to you upon written request Any third party trademarks appearing herein are the property of their respective owners Schwab and Charles Schwab Bank are affiliates of each other and subsidiaries of the Charles Schwab Corporation

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charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FARBER FAMILY FOUNDATION
FUNDING ACCOUNT *CLAT*

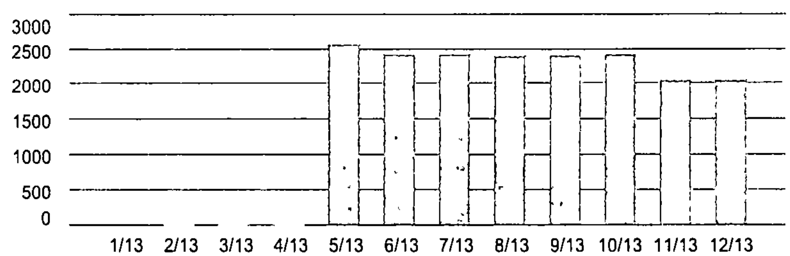
Account Number
8112-0669

Statement Period
December 1-31, 2013

Change in Account Value

	This Period	Year to Date
Starting Value	**$ 2,039,688.51**	**$ 0.00**
Cash Value of Purchases & Sales	(9,404 61)	(57,752 09)
Investments Purchased/Sold	9,404.61	57,752.09
Deposits & Withdrawals	0.00	1,266,367.43
Dividends & Interest	9,404 61	27,948.42
Fees & Charges	0.00	(37,014.14)
Transfers	0.00	830,047.62
Income Reinvested	(9,404.61)	(27,948.42)
Change in Value of Investments	5,111.31	(14,601.09)
Ending Value on 12/31/2013	**$ 2,044,799.82**	**$ 2,044,799.82**
Total Change in Account Value (Totals Include Deposits & Withdrawals)	$ 5,111.31	$ 2,044,799.82

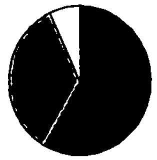
Account Value ($) Over Last 12 Months [in Thousands]



Asset Composition

	Market Value	% of Account Assets
Money Market Funds [Sweep]	$ 1,199,549.62	59%
Bond Funds	712,306.62	35%
Equity Funds	132,943.58	7%
Total Assets Long	**$ 2,044,799.82**	
Total Account Value	$ 2,044,799.82	100%

Overview



59% MMFs [Sweep]
35% Bond Funds
7% Equity Funds

Gain or (Loss) Summary

Realized Gain or (Loss) This Period

Short Term	$0 00
Long Term	$0 00

Unrealized Gain or (Loss)

All Investments	$14,062 18

Values may not reflect all of your gains/losses

OFFIT CAPITAL

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Money Funds Dividends	0 00	0 00	0.00	70.91
Cash Dividends	0.00	5,889.76	0.00	24,362.66
Total Capital Gains	0.00	3,514 85	0.00	3,514 85
Total Income	0.00	9,404.61	0.00	27,948.42

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND· SWGXX	1,199,549 6200	1 0000	1,199,549.62	0 00%	59%
Total Money Market Funds [Sweep]			1,199,549.62		59%
Total Money Market Funds [Sweep]			1,199,549.62		59%

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
EATON VANCE FLOATING ◊ RATE & HIGH INC I SYMBOL EIFHX	78,794 9800	9 0400	712,306 62	35%	8 95	705,372 29	6,934 33
Total Bond Funds	78,794.9800		712,306.62	35%		705,372.29	6,934.33

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Investment Detail - Mutual Funds (continued)

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
TWEEDY BROWNE GLOBAL ◊ VALUE FUND SYMBOL TBGVX	4,994 1240	26.6200	132,943 58	7%	25 19	125,815 73	7,127 85
Total Equity Funds	4,994.1240		132,943.58	7%		125,815.73	7,127.85
Total Mutual Funds	83,789.1040		845,250.20	41%		831,188.02	14,062.18

Total Investment Detail	2,044,799.82
Total Account Value	2,044,799.82
Total Cost Basis	831,188.02

Transaction Detail - Purchases & Sales

Bond Funds Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/30/13	12/30/13	Reinvested Shares	EATON VANCE FLOATING RATE & HIGH INC I· EIFHX	97.9720	9 0400	(885 67)
12/31/13	12/31/13	Reinvested Shares	EATON VANCE FLOATING RATE & HIGH INC I EIFHX	319.2060	9.0400	(2,885 62)
Total Bond Funds Activity						(3,771.29)

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Transaction Detail - Purchases & Sales (continued)

Equity Funds Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND TBGVX	132.2860	26.5700	(3,514 85)
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND TBGVX	57 5940	26 5700	(1,530 27)
12/27/13	12/27/13	Reinvested Shares	TWEEDY BROWNE GLOBAL VALUE FUND· TBGVX	22 1380	26.5700	(588 20)
Total Equity Funds Activity						(5,633.32)
Total Purchases & Sales						(9,404.61)

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/27/13	12/27/13	Sttm Cap Gn Rein	TWEEDY BROWNE GLOBAL: TBGVX	588.20
12/27/13	12/27/13	Div For Reinvest	TWEEDY BROWNE GLOBAL· TBGVX	1,530.27
12/27/13	12/27/13	LT Cap Gain Rein	TWEEDY BROWNE GLOBAL: TBGVX	3,514.85
12/30/13	12/30/13	Div For Reinvest	EATON VANCE FLOATING EIFHX	885 67
12/31/13	12/31/13	Div For Reinvest	EATON VANCE FLOATING EIFHX	2,885 62
Total Dividends & Interest				9,404.61

Total Transaction Detail	0.00

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Endnotes For Your Account

Symbol	Endnote Legend
◊	Dividends paid on this security will be automatically reinvested
f	7-day yield· Annualized fund yield based on the average daily yield for the previous 7 days, assuming dividends are paid in cash and not reinvested

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