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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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

LESLIE FAMILY FOUNDATION

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

738 WESTRIDGE DRIVE

A Employer identification number

68-0474709

City or town, state or province, country, and ZIP or foreign postal code

PORTOLA VALLEY, CA 94028-7333

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method Cash Accrual

(from Part II, col. (c), line 16)

► \$ 32,644,764. (Part I, column (d) must be on cash basis.)

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)
1	Contributions, gifts, grants, etc., received	2,728,108.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	412,919.	412,919.	STMT 1	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	918,035.			
b	Gross sales price for all assets on line 6a	6,925,313.			
7	Capital gain net income (from Part IV, line 2)		918,035.		
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	-22,970.	-27,675.	STMT 2	
12	Total. Add lines 1 through 11	4,036,092.	1,303,279.		
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	STMT 3	366.	0.	366.
b	Accounting fees	STMT 4	30,500.	0.	30,500.
c	Other professional fees	STMT 5	199,613.	183,438.	16,175.
17	Interest				
18	Taxes	STMT 6	29,901.	0.	185.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 7	85,069.	84,227.	842.
24	Total operating and administrative expenses. Add lines 13 through 23		345,449.	267,665.	48,068.
25	Contributions, gifts, grants paid		1,484,000.		1,484,000.
26	Total expenses and disbursements. Add lines 24 and 25		1,829,449.	267,665.	1,532,068.
27	Subtract line 26 from line 12		2,206,643.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		1,035,614.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
			(a) Book Value	(b) Book Value
			(c) Fair Market Value	
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		374,364.	1,277,285.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock	STMT 8	11,573,571.	14,545,210.
	c Investments - corporate bonds	STMT 9	4,732,787.	3,949,782.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 10	9,682,287.	12,868,336.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►	STATEMENT 11)	2,206,082.	4,151.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)		28,569,091.	32,644,764.
	17 Accounts payable and accrued expenses		448,010.	450,000.
	18 Grants payable		1,825,027.	1,346,071.
	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)		2,273,037.	1,796,071.
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		26,296,054.	30,848,693.
	30 Total net assets or fund balances		26,296,054.	30,848,693.
	31 Total liabilities and net assets/fund balances		28,569,091.	32,644,764.

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	26,296,054.
2 Enter amount from Part I, line 27a	2	2,206,643.
3 Other increases not included in line 2 (itemize) ► NET BOOK/TAX DIFFERENCES	3	2,345,996.
4 Add lines 1, 2, and 3	4	30,848,693.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,848,693.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a					
b	SEE ATTACHED 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	6,925,313.		6,007,278.	918,035.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(l) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (l), if any			
a					
b					
c					
d					
e				918,035.	
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	918,035.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,330,997.	26,679,998.	.049887
2011	1,221,052.	24,482,872.	.049874
2010	1,055,077.	21,164,284.	.049852
2009	847,271.	16,847,112.	.050292
2008	844,679.	18,039,331.	.046824

2 Total of line 1, column (d) 2 .246729

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 .049346

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 30,459,401.

5 Multiply line 4 by line 3 5 1,503,050.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 10,356.

7 Add lines 5 and 6 7 1,513,406.

8 Enter qualifying distributions from Part XII, line 4 8 1,532,068.

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 ► <input type="checkbox"/> and enter "N/A" on line 1	10,356.
	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> 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)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
3	Add lines 1 and 2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	10,356.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	0.
6	Credits/Payments	10,356.
a	2013 estimated tax payments and 2012 overpayment credited to 2013	10,546.
b	Exempt foreign organizations - tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	15,000.
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	25,546.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	15,190.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	15,190. Refunded ► 0.

Part VII-A Statements Regarding Activities

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** **1b** **1c**

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.*

c Did the foundation file Form 1120-POL for this year?

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? **2**
If "Yes," attach a detailed description of the activities.

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? **4a**
 b If "Yes," has it filed a tax return on Form 990-T for this year? **4b**

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? **5**
If "Yes," attach the statement required by General Instruction T.

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**

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**

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **WA, CA** **8b**

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* **9**

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**

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* **10**

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► DARRIN MARTIN Located at ► 770 WESTRIDGE DRIVE, PORTOLA VALLEY, CA	Telephone no ► (650) 561-1227 ZIP+4 ► 94028		
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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►	
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> X Yes	<input type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	X
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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
SEE STATEMENT 12		0.	0.	0.

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

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

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

►

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services



0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	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.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	30,923,250.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	30,923,250.
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	30,923,250.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	463,849.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,459,401.
6 Minimum investment return. Enter 5% of line 5	6	1,522,970.

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	1,522,970.
2a Tax on investment income for 2013 from Part VI, line 5	2a	10,356.	
b Income tax for 2013 (This does not include the tax from Part VI)	2b	500.	
c Add lines 2a and 2b	2c		10,856.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		1,512,114.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		1,512,114.
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		1,512,114.

Part XII **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		1a	1,532,068.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b		0.
b Program-related investments - total from Part IX-B	2		
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes			
3 Amounts set aside for specific charitable projects that satisfy the		3a	
a Suitability test (prior IRS approval required)	3b		
b Cash distribution test (attach the required schedule)	4		1,532,068.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4			
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		10,356.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6		1,521,712.

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				1,512,114.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010	7,074.			
d From 2011	6,662.			
e From 2012	25,326.			
f Total of lines 3a through e	39,062.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 1,532,068.			0.	
a Applied to 2012, but not more than line 2a				
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				1,512,114.
e Remaining amount distributed out of corpus	19,954.			
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:	59,016.			
a Corpus: Add lines 3f, 4c, and 4e Subtract line 5		0.		
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	59,016.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010	7,074.			
c Excess from 2011	6,662.			
d Excess from 2012	25,326.			
e Excess from 2013	19,954.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT	NONE	PUBLIC CHARITIES	SEE ATTACHED STATEMENT	1,484,000.
Total			► 3a	1,484,000.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

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**
- (2) Other assets**
- b Other transactions**
 - (1) Sales of assets to a noncharitable exempt organization**
 - (2) Purchases of assets from a noncharitable exempt organization**
 - (3) Rental of facilities, equipment, or other assets**
 - (4) Reimbursement arrangements**
 - (5) Loans or loan guarantees**
 - (6) Performance of services or membership or fundraising solicitation**
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**
- d If the answer to any of the above is "Yes," complete the following section**
or services given by the reporting foundation. If the foundation received
column (d) the value of the goods, other assets, or services received

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
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.

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

► **CHAIRMAN**

May the IRS discuss this return with the preparer shown below (see instr)?

Yes No

Paid Preparer Use Only	Print/Type preparer's name <i>Anne M. Yamamoto</i>	Preparer's signature <i>Anne M. Yamamoto</i>	Date <i>7/11/14</i>	Check <input type="checkbox"/> if self-employed	PTIN <i>P00428631</i>
	Firm's name ► FRANK, RIMERMAN & CO. LLP			Firm's EIN ► 94-1341042	
	Firm's address ► 1801 PAGE MILL ROAD PALO ALTO, CA 94304			Phone no (650) 845-8100	

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****LESLIE FAMILY FOUNDATION****Employer identification number****68-0474709****Organization type (check one):****Filers of:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

► \$ _____

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

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

Name of organization

LESLIE FAMILY FOUNDATION

Employer identification number

68-0474709

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	THE LESLIE 2005 LEAD ANNUITY TRUST 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	\$ 1,026,485.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	THE LESLIE LEAD ANNUITY TRUST 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	\$ 1,701,623.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

LESLIE FAMILY FOUNDATION

Employer identification number

68-0474709

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

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

Name of organization

Employer identification number

LESLIE FAMILY FOUNDATION

68-0474709

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.

Leslie Family Foundation

EIN: 68-0474709

Tax Year 2013

Realized Gains and Losses

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
27	GOOGLE INC CLASS A	1/30/2012	1/9/2013	19,890.40	15,593.31	4,297.09	-	S
280	Ebay	7/2/2012	1/14/2013	14,820.96	11,496.12	3,324.84	-	S
785	Unilever	7/2/2012	1/23/2013	31,285.16	26,303.78	4,981.38	-	S
100	Acme	7/31/2012	2/5/2013	2,930.47	1,586.42	1,344.05	-	S
1590	Schwab	7/2/2012	3/15/2013	28,272.91	20,412.42	7,860.49	-	S
1,462	355 Doubleline	3/1/2013	3/27/2013	16,654.72	16,589.63	65.09	-	S
400	Acme	7/31/2012	4/1/2013	11,700.00	6,345.68	5,354.32	-	S
0	2649 Brookfield	4/15/2013	4/17/2013	5.85	5.78	0.07	-	S
27	Brookfield	4/15/2013	4/17/2013	594.16	589.34	4.82	-	S
2,570	Dell	7/2/2012	4/24/2013	34,048.64	31,787.96	2,260.68	-	S
175	Monster Beverage	10/26/2012	6/12/2013	10,827.23	8,012.84	2,814.39	-	S
695	Cisco	7/2/2012	6/21/2013	17,023.45	11,855.31	5,168.14	-	S
713	88 Doubleline	6/1/2013	6/26/2013	7,902.36	8,094.61	(192.25)	-	S
380	Microsoft	6/26/2013	7/30/2013	12,040.14	13,051.42	(1,011.28)	-	S
82,804	026 Pimco EM Bond	7/1/2013	8/1/2013	802,347.52	891,293.89	(88,946.37)	-	S
475	Cognizant	8/1/2013	8/30/2013	34,939.52	30,765.34	4,174.18	-	S
120	Bard C	6/26/2013	9/12/2013	14,232.69	13,023.60	1,209.09	-	S
100	COGNIZANT TECH SOL CL A	5/28/2013	9/26/2013	\$8,295.21	\$6,412.75	1,882.46	-	S
18	PRICELINE COM INC NEW	10/11/2012	9/26/2013	\$18,242.91	\$10,771.42	7,471.49	-	S
17	PRICELINE COM INC NEW	10/11/2012	10/9/2013	\$16,714.04	\$10,173.01	6,541.03	-	S
95	M & T BANK CORPORATION	8/22/2013	12/6/2013	\$10,827.64	\$11,289.31	(461.67)	-	S
785	E M C CORP MASS	5/16/2013	12/6/2013	\$18,880.61	\$18,890.71	(10.10)	-	S
215	E M C CORP MASS	10/24/2013	12/6/2013	\$5,171.12	\$5,134.90	36.22	-	S
100	TUMI HOLDINGS INC	8/29/2013	12/6/2013	\$2,315.16	\$2,061.34	253.82	-	S
300	ARUBA NETWORKS INC	5/17/2013	12/6/2013	\$5,225.91	\$3,890.07	1,335.84	-	S
36	APPLE INC	12/21/2012	12/6/2013	\$20,237.96	\$18,525.51	1,712.45	-	S
105	COGNIZANT TECH SOL CL A	5/28/2013	12/6/2013	\$9,988.61	\$6,733.39	3,255.22	-	S
32	APPLE INC	1/25/2013	12/6/2013	\$17,989.30	\$14,251.65	3,737.65	-	S
230	PERRIGO CO	8/30/2013	12/6/2013	\$35,797.49	\$27,862.71	7,934.78	-	S
165	NEWMONT MINING CORP	2/27/2013	12/18/2013	\$3,844.60	\$6,712.41	(2,867.81)	-	S
285	NEWMONT MINING CORP	4/18/2013	12/18/2013	\$6,640.67	\$9,337.17	(2,696.50)	-	S
100	NEWMONT MINING CORP	2/27/2013	12/18/2013	\$2,330.04	\$4,068.13	(1,738.09)	-	S
320	NEWMONT MINING CORP	6/26/2013	12/18/2013	\$7,456.19	\$8,783.36	(1,327.17)	-	S
135	NEWMONT MINING CORP	4/18/2013	12/18/2013	\$3,145.58	\$4,422.87	(1,277.29)	-	S
350	EXELON CORPORATION	6/26/2013	12/18/2013	\$9,712.68	\$10,985.80	(1,273.12)	-	S
675	BARRICK GOLD CORP F	11/6/2013	12/18/2013	\$11,536.90	\$12,373.63	(836.73)	-	S
200	NEWMONT MINING CORP	6/26/2013	12/18/2013	\$4,660.12	\$5,489.60	(829.48)	-	S
95	TARGET CORPORATION	6/26/2013	12/18/2013	\$5,982.05	\$6,571.15	(589.10)	-	S
155	EXELON CORPORATION	6/26/2013	12/18/2013	\$4,301.48	\$4,865.14	(563.66)	-	S
715	BARRICK GOLD CORP F	4/18/2013	12/18/2013	\$12,220.57	\$12,755.39	(534.82)	-	S
555	EXELON CORPORATION	11/11/2013	12/18/2013	\$15,402.10	\$15,899.47	(497.37)	-	S
15	NEWMONT MINING CORP	6/26/2013	12/18/2013	\$349.51	\$411.72	(62.21)	-	S
80	PEPSICO INCORPORATED	6/26/2013	12/18/2013	\$6,460.85	\$6,495.20	(34.35)	-	S
10	DR PEPPER SNAPPLE GROUP	6/26/2013	12/18/2013	\$475.51	\$457.49	18.02	-	S
10	DR PEPPER SNAPPLE GROUP	6/26/2013	12/18/2013	\$475.51	\$457.46	18.05	-	S
41	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$876.64	\$826.65	49.99	-	S
35	WAL-MART STORES INC	6/26/2013	12/18/2013	\$2,701.01	\$2,622.83	78.18	-	S
75	GLAXOSMITHKLINE PLC ADRF SPONS	6/26/2013	12/18/2013	\$3,812.26	\$3,732.68	79.58	-	S
74	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$1,582.83	\$1,492.00	90.83	-	S
100	GLAXOSMITHKLINE PLC ADRF SPONS	6/26/2013	12/18/2013	\$5,083.01	\$4,976.90	106.11	-	S
34	DR PEPPER SNAPPLE GROUP	9/12/2013	12/18/2013	\$1,616.74	\$1,506.64	110.10	-	S
100	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$2,138.06	\$2,016.21	121.85	-	S
100	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$2,138.06	\$2,016.21	121.85	-	S
100	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$2,138.23	\$2,016.21	122.02	-	S
39	DR PEPPER SNAPPLE GROUP	9/12/2013	12/18/2013	\$1,854.03	\$1,728.20	125.83	-	S
25	DEVON ENERGY CP NEW	12/19/2012	12/18/2013	\$1,486.05	\$1,350.00	136.05	-	S
25	MOLSON COORS BREWING CLB	6/26/2013	12/18/2013	\$1,362.04	\$1,208.65	153.39	-	S
90	DR PEPPER SNAPPLE GROUP	6/26/2013	12/18/2013	\$4,279.61	\$4,117.14	162.47	-	S
85	WAL-MART STORES INC	6/26/2013	12/18/2013	\$6,559.43	\$6,369.73	189.70	-	S
67	DR PEPPER SNAPPLE GROUP	9/12/2013	12/18/2013	\$3,185.13	\$2,968.95	216.18	-	S
100	WAL-MART STORES INC	6/26/2013	12/18/2013	\$7,716.97	\$7,493.80	223.17	-	S
90	DR PEPPER SNAPPLE GROUP	9/12/2013	12/18/2013	\$4,279.61	\$3,988.15	291.46	-	S
254	MACK CALI REALTY CORP RE IT	11/25/2013	12/18/2013	\$5,430.93	\$5,108.37	322.56	-	S
200	DR PEPPER SNAPPLE GROUP	6/26/2013	12/18/2013	\$9,510.03	\$9,149.20	360.83	-	S
300	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$6,414.49	\$6,048.63	365.86	-	S
155	U S BANCORP DEL NEW	6/26/2013	12/18/2013	\$6,134.02	\$5,593.18	540.84	-	S
446	MACK CALI REALTY CORP REIT	11/22/2013	12/18/2013	\$9,536.21	\$8,992.29	543.92	-	S
200	DR PEPPER SNAPPLE GROUP	9/12/2013	12/18/2013	\$9,510.23	\$8,862.56	647.67	-	S

Leslie Family Foundation

EIN: 68-0474709

Tax Year 2013

Realized Gains and Losses

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
80	CHUBB CORPORATION	6/26/2013	12/18/2013	\$7,399 15	\$6,678 32	720 83	-	S
75	C V S CAREMARK CORP	6/5/2013	12/18/2013	\$5,154 74	\$4,283 94	870 80	-	S
100	C V S CAREMARK CORP	6/5/2013	12/18/2013	\$6,872 98	\$5,711 92	1,161 06	-	S
225	DEVON ENERGY CP NEW	12/19/2012	12/18/2013	\$13,375 79	\$12,150 00	1,225 79	-	S
200	MOLSON COORS BREWING CLB	6/26/2013	12/18/2013	\$10,896 41	\$9,669 20	1,227 21	-	S
595	BARRICK GOLD CORP F	6/26/2013	12/18/2013	\$10,169 56	\$8,917 86	1,251 70	-	S
125	C V S CAREMARK CORP	6/5/2013	12/18/2013	\$8,591 23	\$7,139 90	1,451 33	-	S
165	CONOCOPHILLIPS	6/26/2013	12/18/2013	\$11,416 48	\$9,927 72	1,488 76	-	S
230	DEVON ENERGY CP NEW	6/26/2013	12/18/2013	\$13,673 03	\$12,164 24	1,508 79	-	S
190	EXXON MOBIL CORPORATION	6/26/2013	12/18/2013	\$18,536 27	\$16,962 82	1,573 45	-	S
300	DEVON ENERGY CP NEW	12/19/2012	12/18/2013	\$17,834 39	\$16,200 00	1,634 39	-	S
445	DEVON ENERGY CP NEW	12/19/2012	12/18/2013	\$26,454 35	\$24,005 93	2,448 42	-	S
440	U S BANCORP DEL NEW	1/30/2013	12/18/2013	\$17,412 70	\$14,607 43	2,805 27	-	S
365	WELLS FARGO & CO NEW	1/28/2013	12/18/2013	\$16,053 52	\$12,830 74	3,222 78	-	S
3,350	TAIWAN SEMICONDUCTR ADRF SPOON	8/20/2013	12/18/2013	\$56,419 72	\$53,112 91	3,306 81	-	S
765	EXPRESS SCRIPTS HLDG CO	6/21/2013	12/18/2013	\$51,187 56	\$47,356 87	3,830 69	-	S
Short Term Totals				1,714,990 00	1,708,795 19	6,194 81	-	
275	CUMMINS INC	6/27/2011	1/14/2013	30,462 54	26,883 64	-	3,578 90	L
290	AMERICAN EXPRESS COMPANY	5/18/2010	1/14/2013	17,675 89	11,613 25	-	6,062 64	L
245	GILEAD SCIENCES INC WITH STOCK S	11/3/2009	1/14/2013	19,072 84	10,562 55	-	8,510 29	L
455	Ebay	1/1/2012	1/14/2013	24,084 07	13,516 09	-	10,567 98	L
600	Unilever	1/1/2012	1/23/2013	23,912 22	18,716 96	-	5,195 26	L
1,200	Mips	7/21/2011	2/8/2013	9,612 00	9,035 88	-	576 12	L
1,695	THE CHARLES SCHWAB CORP	1/23/2012	2/14/2013	28,545 40	21,578 74	-	6,966 66	L
120	BERKSHIRE HATHAWAY B NEWCLAS	1/14/2011	2/22/2013	12,077 82	9,750 99	-	2,326 83	L
190	BERKSHIRE HATHAWAY B NEWCLAS	2/7/2011	2/22/2013	19,123 21	15,895 77	-	3,227 44	L
175	ARM HOLDINGS PLC ADR F1 ADR REF	6/22/2009	2/22/2013	7,401 09	944 95	-	6,456 14	L
22,683	Doubleline	1/10/2012	3/27/2013	258,345 28	250,659 48	-	7,685 80	L
1,510	Dell	3/31/2012	4/24/2013	20,005 25	21,402 16	-	(1,396 91)	L
1,435	Expeditors	1/1/2012	5/2/2013	53,172 83	59,296 52	-	(6,123 69)	L
46	GOOGLE INC CLASS A	1/1/2012	5/16/2013	41,619 85	20,741 78	-	20,878 07	L
265	AMERICAN EXPRESS COMPANY	5/18/2010	5/23/2013	19,774 23	10,612 11	-	9,162 12	L
61,436	Doubleline	1/10/2012	6/26/2013	680,073 05	678,877 72	-	1,195 33	L
525	Palomar	1/1/2012	6/26/2013	3,583 13	-	-	3,583 13	L
0 9975	Cynosure	6/22/2009	6/27/2013	25 10	57 21	-	(32 11)	L
100	Stratasys	6/30/2009	7/10/2013	9,261 60	7,301 00	-	1,960 60	L
1,580	Schwab	7/1/2012	7/13/2013	33,653 31	19,125 66	-	14,527 65	L
1,030	Nabors	4/15/2012	7/15/2013	15,276 90	34,412 69	-	(19,135 79)	L
80	Microsoft	7/2/2012	7/30/2013	2,534 76	2,438 40	-	96 36	L
660	Schwab	7/2/2012	7/30/2013	14,652 87	8,473 08	-	6,179 79	L
5,272	Pimco EM Bond	7/1/2012	8/1/2013	51,087 35	56,544 95	-	(5,457 60)	L
90	Northrup	7/2/2012	8/13/2013	8,574 04	5,695 56	-	2,878 48	L
140	Johnson	7/2/2012	9/12/2013	12,516 59	9,512 72	-	3,003 87	L
470	Bard C	7/2/2012	9/12/2013	55,744 69	44,508 74	-	11,235 95	L
100	Viropharma	6/30/2009	9/16/2013	3,985 34	587 00	-	3,398 34	L
205	Transocean	6/20/2007	9/20/2013	9,307 31	25,596 57	-	(16,289 26)	L
70	VARIAN MEDICAL SYSTEMS	4/26/2012	9/26/2013	\$5,180 70	\$4,481 38	-	699 32	L
50	GILEAD SCIENCES INC	11/3/2009	9/26/2013	\$3,158 42	\$1,077 81	-	2,080 61	L
80	VARIAN MEDICAL SYSTEMS	6/19/2009	9/26/2013	\$5,920 81	\$3,004 98	-	2,915 83	L
60	VISA INC CL A CLASS A	6/19/2009	9/26/2013	\$11,638 71	\$3,676 33	-	7,962 38	L
330	GILEAD SCIENCES INC	6/11/2010	9/26/2013	\$20,845 55	\$5,699 54	-	15,146 01	L
70	Google	10/1/2012	10/18/2013	70,193 45	38,707 67	-	31,485 78	L
720	Transocean	10/1/2012	10/28/2013	35,200 26	63,374 36	-	(28,174 10)	L
325	DENDREON CORP	9/9/2009	10/28/2013	\$894 98	\$7,773 35	-	(6,878 37)	L
75	DENDREON CORP	5/11/2010	10/28/2013	\$206 53	\$3,565 50	-	(3,358 97)	L
25	DENDREON CORP	7/6/2010	10/28/2013	\$68 84	\$701 75	-	(632 91)	L
2,485	THE CHARLES SCHWAB CORP	1/9/2012	10/28/2013	\$56,928 37	\$29,946 91	-	26,981 46	L
750	Newmont	11/1/2012	11/6/2013	20,919 54	39,384 60	-	(18,465 06)	L
320	GILEAD SCIENCES INC	6/11/2010	11/7/2013	\$21,570 29	\$5,526 82	-	16,043 47	L
300	VIROPHARMA INC	6/26/2009	11/11/2013	\$14,822 26	\$1,752 00	-	13,070 26	L
0 66666	Allegion	1/24/2007	12/2/2013	28 15	16 60	-	11 55	L
75	MEDIDATA SOLUTIONS INC WITH STC	7/14/2010	12/2/2013	\$9,246 73	\$1,191 26	-	8,055 47	L
125	AVIAT NETWORKS INC	6/30/2009	12/5/2013	\$292 52	\$811 25	-	(518 73)	L
100	D T S INC	5/11/2010	12/6/2013	\$2,246 96	\$3,426 50	-	(1,179 54)	L
23	APPLE INC	11/1/2012	12/6/2013	\$12,929 81	\$13,764 29	-	(834 48)	L
270	COACH INC	7/13/2012	12/6/2013	\$15,027 87	\$15,392 46	-	(364 59)	L

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Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
75	NUTRI SYSTEM INC	5/11/2010	12/6/2013	\$1,450.48	\$1,692.00	-	(241.52)	L
75	MERCURY SYSTEMS INC	5/11/2010	12/6/2013	\$802.49	\$960.75	-	(158.26)	L
100	INVESTMENT TECH GRP NEW	6/30/2009	12/6/2013	\$1,982.12	\$2,058.00	-	(95.88)	L
25	NUTRI SYSTEM INC	7/6/2010	12/6/2013	\$483.49	\$562.50	-	(79.01)	L
75	KEY TECHNOLOGY INC	5/11/2010	12/6/2013	\$1,049.99	\$1,127.25	-	(77.26)	L
25	MERCURY SYSTEMS INC	7/6/2010	12/6/2013	\$267.49	\$292.25	-	(24.76)	L
25	KEY TECHNOLOGY INC	7/6/2010	12/6/2013	\$349.99	\$321.00	-	28.99	L
100	VASCO DATA SECURITY INTL	6/30/2009	12/6/2013	\$780.09	\$742.00	-	38.09	L
25	PC TEL INC	6/26/2009	12/6/2013	\$243.47	\$141.53	-	101.94	L
75	CEVA INC	7/6/2010	12/6/2013	\$1,215.02	\$935.25	-	279.77	L
100	LEAPFROG ENTERPRISES INC	5/11/2010	12/6/2013	\$859.09	\$562.80	-	296.29	L
19	APPLE INC	11/13/2012	12/6/2013	\$10,681.15	\$10,374.34	-	306.81	L
25	SPECTRANETICS CORP	7/6/2010	12/6/2013	\$594.24	\$128.00	-	466.24	L
5	PERRIGO CO	8/12/2010	12/6/2013	\$778.21	\$296.59	-	481.62	L
125	CEVA INC	5/11/2010	12/6/2013	\$2,025.04	\$1,506.00	-	519.04	L
100	PLEXUS CORP	5/11/2010	12/6/2013	\$4,127.93	\$3,565.80	-	562.13	L
50	ADVENT SOFTWARE INC	7/6/2010	12/6/2013	\$1,747.02	\$1,184.00	-	563.02	L
100	IROBOT CORP	2/16/2012	12/6/2013	\$3,124.95	\$2,519.60	-	605.35	L
50	ADVENT SOFTWARE INC	5/11/2010	12/6/2013	\$1,747.02	\$1,103.25	-	643.77	L
25	VIASAT INC	7/6/2010	12/6/2013	\$1,505.00	\$792.50	-	712.50	L
100	ETHAN ALLEN INTERIORS	5/11/2010	12/6/2013	\$2,890.10	\$2,058.40	-	831.70	L
75	TW TELECOM INC CL A CLAS S A	5/11/2010	12/6/2013	\$2,168.45	\$1,323.70	-	844.75	L
25	VIASAT INC	6/30/2009	12/6/2013	\$1,505.00	\$642.25	-	862.75	L
50	GENTHERM INC	6/30/2009	12/6/2013	\$1,229.53	\$306.00	-	923.53	L
275	PC TEL INC	5/11/2010	12/6/2013	\$2,678.18	\$1,750.10	-	928.08	L
100	PLANTRONICS INC	5/11/2010	12/6/2013	\$4,398.05	\$3,273.40	-	1,124.65	L
100	SYNAPTICS INC	6/26/2009	12/6/2013	\$4,943.91	\$3,816.87	-	1,127.04	L
50	TRIMBLE NAVIGATION LTD	6/26/2009	12/6/2013	\$1,632.47	\$494.45	-	1,138.02	L
75	SPECTRANETICS CORP	5/11/2010	12/6/2013	\$1,782.72	\$500.25	-	1,282.47	L
50	VIASAT INC	5/11/2010	12/6/2013	\$3,010.00	\$1,680.50	-	1,329.50	L
125	TW TELECOM INC CL A CLASS A	7/6/2010	12/6/2013	\$3,614.09	\$2,223.75	-	1,390.34	L
85	MONSTER BEVERAGE CORP	10/26/2012	12/6/2013	\$5,346.34	\$3,891.95	-	1,454.39	L
100	BOTTOMLINE TECHNOLOGIES	5/11/2010	12/6/2013	\$3,425.94	\$1,659.90	-	1,766.04	L
100	CHEESECAKE FACTORY INC	5/11/2010	12/6/2013	\$4,850.95	\$2,789.90	-	2,061.05	L
235	QUALCOMM INC	5/2/2012	12/6/2013	\$17,332.32	\$15,037.47	-	2,294.85	L
175	GENTHERM INC	7/6/2010	12/6/2013	\$4,303.35	\$1,272.25	-	3,031.10	L
135	EXPRESS SCRIPTS HLDG CO	7/23/2010	12/6/2013	\$9,056.40	\$5,742.89	-	3,313.51	L
200	TRIMBLE NAVIGATION LTD	7/6/2010	12/6/2013	\$6,529.89	\$2,828.00	-	3,701.89	L
100	ALIGN TECHNOLOGY INC	5/11/2010	12/6/2013	\$5,548.90	\$1,728.90	-	3,820.00	L
275	GENTHERM INC	5/11/2010	12/6/2013	\$6,762.41	\$2,655.68	-	4,106.73	L
100	CABELAS INC	5/11/2010	12/6/2013	\$6,207.49	\$1,993.80	-	4,213.69	L
100	VIROPHARMA INC	6/26/2009	12/6/2013	\$4,954.98	\$584.00	-	4,370.98	L
100	STRATASYS LTD F	6/22/2009	12/6/2013	\$11,682.80	\$7,301.00	-	4,381.80	L
100	OPEN TEXT CORP F	6/26/2009	12/6/2013	\$8,837.85	\$3,643.60	-	5,194.25	L
165	CUMMINS INC	6/27/2011	12/6/2013	\$21,528.13	\$16,130.18	-	5,397.95	L
220	SCHLUMBERGER LTD F	9/26/2011	12/6/2013	\$19,348.58	\$13,873.12	-	5,475.46	L
230	EXPRESS SCRIPTS HLDG CO	9/16/2011	12/6/2013	\$15,429.41	\$9,429.79	-	5,999.62	L
350	TRIMBLE NAVIGATION LTD	5/11/2010	12/6/2013	\$11,427.30	\$5,316.15	-	6,111.15	L
200	STAMPS COM INC NEW	5/11/2010	12/6/2013	\$8,847.85	\$1,705.94	-	7,141.91	L
160	AMERICAN EXPRESS COMPANY	5/18/2010	12/6/2013	\$13,709.80	\$6,407.31	-	7,302.49	L
230	BERKSHIRE HATHAWAY B NEW CLAS	1/14/2011	12/6/2013	\$26,701.87	\$18,689.39	-	8,012.48	L
15	PRICELINE COM INC NEW	10/11/2012	12/6/2013	\$17,673.32	\$8,976.18	-	8,697.14	L
265	VERISK ANALYTICS INC CLA CLASS A	8/22/2011	12/6/2013	\$17,714.97	\$8,549.05	-	9,165.92	L
185	GILEAD SCIENCES INC	6/11/2010	12/6/2013	\$13,630.42	\$3,195.20	-	10,435.22	L
345	COGNIZANT TECH SOL CL A	8/15/2011	12/6/2013	\$32,819.73	\$21,970.55	-	10,849.18	L
95	VISA INC CL A CLASS A	6/19/2009	12/6/2013	\$19,148.10	\$5,820.85	-	13,327.25	L
320	VARIAN MEDICAL SYSTEMS	6/19/2009	12/6/2013	\$25,353.23	\$12,019.94	-	13,333.29	L
800	SELECT COMFORT CORP	6/26/2009	12/6/2013	\$16,627.47	\$679.20	-	15,948.27	L
26	GOOGLE INC CLASS A	6/19/2009	12/6/2013	\$27,732.44	\$10,859.37	-	16,873.07	L
300	AVIAT NETWORKS INC	6/26/2009	12/13/2013	\$660.47	\$1,913.70	-	(1,253.23)	L
300	AVIAT NETWORKS INC	6/22/2009	12/13/2013	\$660.47	\$1,772.70	-	(1,112.23)	L
150	AVIAT NETWORKS INC	6/30/2009	12/13/2013	\$330.23	\$973.50	-	(643.27)	L
175	AVIAT NETWORKS INC	5/11/2010	12/13/2013	\$385.27	\$796.08	-	(410.81)	L
100	AVIAT NETWORKS INC	7/6/2010	12/13/2013	\$220.16	\$344.90	-	(124.74)	L
910	BARRICK GOLD CORP F	7/2/2012	12/18/2013	\$15,553.45	\$34,013.98	-	(18,460.53)	L
270	BARRICK GOLD CORP F	3/16/2012	12/18/2013	\$4,614.76	\$11,834.80	-	(7,220.04)	L
230	BARRICK GOLD CORP F	1/27/2011	12/18/2013	\$3,931.09	\$10,690.17	-	(6,759.08)	L
150	BARRICK GOLD CORP F	8/25/2011	12/18/2013	\$2,563.76	\$7,412.85	-	(4,849.09)	L

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440	EXELON CORPORATION	7/2/2012	12/18/2013	\$12,210 23	\$16,577 88	-	(4,367 65)	L
385	EXELON CORPORATION	5/15/2012	12/18/2013	\$10,683 95	\$14,855 54	-	(4,171 59)	L
500	EXELON CORPORATION	10/3/2012	12/18/2013	\$13,875 26	\$17,818 80	-	(3,943 54)	L
185	BARRICK GOLD CORP F	8/13/2012	12/18/2013	\$3,161 96	\$6,451 80	-	(3,289 84)	L
100	NEWMONT MINING CORP	7/2/2012	12/18/2013	\$2,330 06	\$4,809 70	-	(2,479 64)	L
100	NEWMONT MINING CORP	7/2/2012	12/18/2013	\$2,330 46	\$4,809 70	-	(2,479 24)	L
100	NEWMONT MINING CORP	7/2/2012	12/18/2013	\$2,330 46	\$4,809 70	-	(2,479 24)	L
60	BARRICK GOLD CORP F	6/13/2011	12/18/2013	\$1,025 50	\$2,612 43	-	(1,586 93)	L
170	EXELON CORPORATION	10/3/2012	12/18/2013	\$4,717 59	\$6,058 39	-	(1,340 80)	L
115	EXELON CORPORATION	7/2/2012	12/18/2013	\$3,191 31	\$4,332 86	-	(1,141 55)	L
100	EXELON CORPORATION	5/15/2012	12/18/2013	\$2,775 05	\$3,858 58	-	(1,083 53)	L
590	EXELON CORPORATION	11/14/2012	12/18/2013	\$16,373 39	\$17,444 71	-	(1,071 32)	L
60	EXELON CORPORATION	10/3/2012	12/18/2013	\$1,665 03	\$2,138 26	-	(473 23)	L
30	EXELON CORPORATION	5/15/2012	12/18/2013	\$832 52	\$1,157 57	-	(325 05)	L
10	GLAXOSMITHKLINE PLC ADRF SPONS	7/2/2012	12/18/2013	\$508 30	\$463 10	-	45 20	L
22	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$1,045 64	\$957 62	-	88 02	L
22	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$1,045 69	\$957 60	-	88 09	L
10	EXXON MOBIL CORPORATION	2/23/2011	12/18/2013	\$975 59	\$874 38	-	101 21	L
33	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$1,568 79	\$1,436 46	-	132 33	L
35	MICROSOFT CORP	7/2/2012	12/18/2013	\$1,265 60	\$1,066 80	-	198 80	L
55	SUNTRUST BANKS INC	1/27/2011	12/18/2013	\$1,933 93	\$1,631 25	-	302 68	L
78	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$3,707 28	\$3,395 13	-	312 15	L
30	CONOCOPHILLIPS	3/14/2011	12/18/2013	\$2,075 69	\$1,753 70	-	321 99	L
65	MICROSOFT CORP	7/2/2012	12/18/2013	\$2,350 39	\$1,981 20	-	369 19	L
35	CONOCOPHILLIPS	3/14/2011	12/18/2013	\$2,421 68	\$2,045 98	-	375 70	L
67	MICROSOFT CORP	7/2/2012	12/18/2013	\$2,422 70	\$2,042 16	-	380 54	L
20	CHUBB CORPORATION	7/2/2012	12/18/2013	\$1,849 79	\$1,456 88	-	392 91	L
100	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$4,753 12	\$4,352 73	-	400 39	L
40	EXXON MOBIL CORPORATION	2/23/2011	12/18/2013	\$3,902 37	\$3,497 52	-	404 85	L
40	MOLSON COORS BREWING CLB	3/15/2011	12/18/2013	\$2,179 20	\$1,749 58	-	429 62	L
30	PEPSICO INCORPORATED	1/27/2011	12/18/2013	\$2,422 79	\$1,970 07	-	452 72	L
75	MOLSON COORS BREWING CLB	1/27/2011	12/18/2013	\$4,086 11	\$3,572 93	-	513 18	L
20	SIGMA ALDRICH CORP	2/4/2011	12/18/2013	\$1,786 99	\$1,269 00	-	517 99	L
30	PEPSICO INCORPORATED	8/25/2011	12/18/2013	\$2,422 82	\$1,897 74	-	525 08	L
30	PEPSICO INCORPORATED	8/25/2011	12/18/2013	\$2,422 91	\$1,897 74	-	525 17	L
100	SUNTRUST BANKS INC	1/27/2011	12/18/2013	\$3,516 24	\$2,965 90	-	550 34	L
100	SUNTRUST BANKS INC	1/27/2011	12/18/2013	\$3,516 24	\$2,965 90	-	550 34	L
100	MICROSOFT CORP	7/2/2012	12/18/2013	\$3,615 98	\$3,048 00	-	567 98	L
75	TARGET CORPORATION	1/27/2011	12/18/2013	\$4,722 67	\$4,116 68	-	605 99	L
95	MOLSON COORS BREWING CLB	1/27/2011	12/18/2013	\$5,175 61	\$4,525 70	-	649 91	L
167	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$7,937 37	\$7,269 34	-	668 03	L
100	MOLSON COORS BREWING CLB	1/27/2011	12/18/2013	\$5,448 01	\$4,763 90	-	684 11	L
60	EXXON MOBIL CORPORATION	7/2/2012	12/18/2013	\$5,853 56	\$5,106 42	-	747 14	L
65	MOLSON COORS BREWING CLB	8/25/2011	12/18/2013	\$3,541 20	\$2,784 08	-	757 12	L
60	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$3,268 80	\$2,489 22	-	779 58	L
80	PEPSICO INCORPORATED	9/27/2012	12/18/2013	\$6,460 77	\$5,661 52	-	799 25	L
100	TARGET CORPORATION	1/27/2011	12/18/2013	\$6,296 89	\$5,488 92	-	807 97	L
100	TARGET CORPORATION	1/27/2011	12/18/2013	\$6,296 89	\$5,488 90	-	807 99	L
85	GLAXOSMITHKLINE PLC ADRF SPONS	1/27/2011	12/18/2013	\$3,303 96	\$2,436 85	-	867 11	L
233	DR PEPPER SNAPPLE GROUP	7/2/2012	12/18/2013	\$11,074 30	\$10,142 02	-	932 28	L
80	DR PEPPER SNAPPLE GROUP	1/27/2011	12/18/2013	\$3,802 49	\$2,847 12	-	955 37	L
100	PEPSICO INCORPORATED	9/27/2012	12/18/2013	\$8,076 26	\$7,076 90	-	999 36	L
70	PEPSICO INCORPORATED	1/27/2011	12/18/2013	\$5,653 24	\$4,596 83	-	1,056 41	L
100	CONOCOPHILLIPS	3/14/2011	12/18/2013	\$6,919 08	\$5,845 66	-	1,073 42	L
55	WAL-MART STORES INC	1/27/2011	12/18/2013	\$4,244 44	\$3,160 25	-	1,084 19	L
45	TORCHMARK CORPORATION	7/2/2012	12/18/2013	\$3,425 39	\$2,275 52	-	1,149 87	L
50	JOHNSON & JOHNSON	7/2/2012	12/18/2013	\$4,549 57	\$3,397 40	-	1,152 17	L
50	CHEVRON CORPORATION	8/25/2011	12/18/2013	\$5,999 19	\$4,809 20	-	1,189 99	L
100	DR PEPPER SNAPPLE GROUP	1/27/2011	12/18/2013	\$4,753 10	\$3,558 90	-	1,194 20	L
100	DR PEPPER SNAPPLE GROUP	1/27/2011	12/18/2013	\$4,753 12	\$3,558 90	-	1,194 22	L
120	PEPSICO INCORPORATED	9/27/2012	12/18/2013	\$9,691 27	\$8,492 28	-	1,198 99	L
120	EXXON MOBIL CORPORATION	2/23/2011	12/18/2013	\$11,707 12	\$10,492 56	-	1,214 56	L
70	PEPSICO INCORPORATED	10/27/2011	12/18/2013	\$5,653 45	\$4,376 60	-	1,276 85	L
100	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$5,447 91	\$4,148 70	-	1,299 21	L
100	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$5,448 51	\$4,148 70	-	1,299 81	L
100	GLAXOSMITHKLINE PLC ADRF SPONS	1/27/2011	12/18/2013	\$5,083 01	\$3,749 00	-	1,334 01	L
100	GLAXOSMITHKLINE PLC ADRF SPONS	1/27/2011	12/18/2013	\$5,083 02	\$3,749 00	-	1,334 02	L
65	PNC FINL SERVICES GP INC	11/16/2011	12/18/2013	\$4,859 90	\$3,516 38	-	1,343 52	L

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115	WELLS FARGO & CO NEW	1/27/2011	12/18/2013	\$5,057 96	\$3,713 12	-	1,344 84	L
155	GLAXOSMITHKLINE PLC ADRF SPONS	8/25/2011	12/18/2013	\$7,878 67	\$6,522 25	-	1,356 42	L
90	PEPSICO INCORPORATED	1/27/2011	12/18/2013	\$7,268 36	\$5,910 21	-	1,358 15	L
95	CHEVRON CORPORATION	7/2/2012	12/18/2013	\$11,398 47	\$10,037 42	-	1,361 05	L
200	MOLSON COORS BREWING CLB	1/27/2011	12/18/2013	\$10,896 01	\$9,527 80	-	1,368 21	L
55	PNC FINL SERVICES GP INC	8/8/2011	12/18/2013	\$4,112 22	\$2,737 86	-	1,374 36	L
55	EXXON MOBIL CORPORATION	8/25/2011	12/18/2013	\$5,365 76	\$3,948 89	-	1,416 87	L
80	PEPSICO INCORPORATED	10/27/2011	12/18/2013	\$6,460 85	\$5,001 82	-	1,459 03	L
90	PROCTER & GAMBLE	1/27/2011	12/18/2013	\$7,335 05	\$5,770 62	-	1,564 43	L
80	SIGMA ALDRICH CORP	7/31/2012	12/18/2013	\$7,147 95	\$5,539 17	-	1,608 78	L
300	MICROSOFT CORP	7/2/2012	12/18/2013	\$10,848 11	\$9,144 00	-	1,704 11	L
100	PEPSICO INCORPORATED	8/25/2011	12/18/2013	\$8,076 06	\$6,325 80	-	1,750 26	L
100	MEDTRONIC INC	7/2/2012	12/18/2013	\$5,685 10	\$3,905 70	-	1,779 40	L
75	WAL-MART STORES INC	2/23/2011	12/18/2013	\$5,787 87	\$3,988 17	-	1,799 70	L
145	EXXON MOBIL CORPORATION	7/2/2012	12/18/2013	\$14,146 10	\$12,340 52	-	1,805 58	L
75	WAL-MART STORES INC	8/25/2011	12/18/2013	\$5,787 87	\$3,977 10	-	1,810 77	L
100	PEPSICO INCORPORATED	10/27/2011	12/18/2013	\$8,076 06	\$6,252 28	-	1,823 78	L
55	TORCHMARK CORPORATION	1/27/2011	12/18/2013	\$4,186 58	\$2,316 67	-	1,869 91	L
333	MICROSOFT CORP	7/2/2012	12/18/2013	\$12,041 21	\$10,149 84	-	1,891 37	L
335	MICROSOFT CORP	7/2/2012	12/18/2013	\$12,113 72	\$10,210 80	-	1,902 92	L
100	CHUBB CORPORATION	7/2/2012	12/18/2013	\$9,248 94	\$7,284 40	-	1,964 54	L
100	WAL-MART STORES INC	1/27/2011	12/18/2013	\$7,717 17	\$5,745 90	-	1,971 27	L
100	WAL-MART STORES INC	1/27/2011	12/18/2013	\$7,717 17	\$5,745 90	-	1,971 27	L
440	GLAXOSMITHKLINE PLC ADRF SPONS	7/2/2012	12/18/2013	\$22,365 25	\$20,375 52	-	1,989 73	L
265	MICROSOFT CORP	1/27/2011	12/18/2013	\$9,582 50	\$7,575 82	-	2,006 68	L
265	MICROSOFT CORP	1/27/2011	12/18/2013	\$9,582 50	\$7,575 82	-	2,006 68	L
485	CISCO SYSTEMS INC	5/23/2011	12/18/2013	\$9,977 73	\$7,920 63	-	2,057 10	L
160	BAXTER INTERNATIONAL INC	8/25/2011	12/18/2013	\$10,640 77	\$8,535 04	-	2,105 73	L
175	THE CHARLES SCHWAB CORP	7/2/2012	12/18/2013	\$4,398 02	\$2,246 65	-	2,151 37	L
135	CONOCOPHILLIPS	5/4/2012	12/18/2013	\$9,340 50	\$7,188 99	-	2,151 90	L
100	MEDTRONIC INC	8/25/2011	12/18/2013	\$5,685 21	\$3,401 74	-	2,283 47	L
75	TRAVELERS COMPANIES INC	1/27/2011	12/18/2013	\$6,514 31	\$4,229 18	-	2,285 13	L
170	PNC FINL SERVICES GP INC	7/1/2011	12/18/2013	\$12,710 51	\$10,341 71	-	2,368 80	L
245	DR PEPPER SNAPPLE GROUP	12/13/2011	12/18/2013	\$11,645 14	\$9,266 37	-	2,378 77	L
680	CISCO SYSTEMS INC	7/2/2012	12/18/2013	\$13,989 40	\$11,599 44	-	2,389 96	L
85	SIGMA ALDRICH CORP	8/25/2011	12/18/2013	\$7,595 13	\$5,166 30	-	2,428 83	L
210	DR PEPPER SNAPPLE GROUP	8/25/2011	12/18/2013	\$9,981 55	\$7,540 68	-	2,440 87	L
505	TARGET CORPORATION	7/2/2012	12/18/2013	\$31,799 29	\$29,333 94	-	2,465 35	L
200	EXXON MOBIL CORPORATION	7/2/2012	12/18/2013	\$19,511 86	\$17,021 40	-	2,490 46	L
145	PROCTER & GAMBLE	1/27/2011	12/18/2013	\$11,817 73	\$9,297 11	-	2,520 62	L
100	TORCHMARK CORPORATION	7/2/2012	12/18/2013	\$7,611 97	\$5,057 00	-	2,554 97	L
100	TORCHMARK CORPORATION	7/2/2012	12/18/2013	\$7,611 97	\$5,056 70	-	2,555 27	L
85	JOHNSON & JOHNSON	2/23/2011	12/18/2013	\$7,734 27	\$5,152 49	-	2,581 78	L
200	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$10,897 01	\$8,297 40	-	2,599 61	L
200	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$10,897 01	\$8,297 40	-	2,599 61	L
190	TARGET CORPORATION	1/6/2012	12/18/2013	\$11,964 09	\$9,342 91	-	2,621 18	L
195	CONOCOPHILLIPS	7/2/2012	12/18/2013	\$13,492 40	\$10,851 16	-	2,641 24	L
155	U S BANCORP DEL NEW	8/9/2011	12/18/2013	\$6,133 55	\$3,425 22	-	2,708 33	L
81	CHUBB CORPORATION	8/25/2011	12/18/2013	\$7,492 37	\$4,685 53	-	2,806 84	L
140	SIGMA ALDRICH CORP	7/31/2012	12/18/2013	\$12,510 18	\$9,693 54	-	2,816 64	L
84	CHUBB CORPORATION	8/25/2011	12/18/2013	\$7,769 11	\$4,859 06	-	2,910 05	L
115	SIGMA ALDRICH CORP	2/4/2011	12/18/2013	\$10,275 76	\$7,296 75	-	2,979 01	L
300	PEPSICO INCORPORATED	9/27/2012	12/18/2013	\$24,230 58	\$21,230 70	-	2,999 88	L
245	TARGET CORPORATION	8/25/2011	12/18/2013	\$15,427 38	\$12,388 67	-	3,038 71	L
100	TRAVELERS COMPANIES INC	1/27/2011	12/18/2013	\$8,685 75	\$5,638 90	-	3,046 85	L
185	WELLS FARGO & CO NEW	6/1/2011	12/18/2013	\$8,136 71	\$5,017 70	-	3,119 01	L
140	MEDTRONIC INC	8/25/2011	12/18/2013	\$7,959 28	\$4,762 66	-	3,196 62	L
170	CONOCOPHILLIPS	8/25/2011	12/18/2013	\$11,762 61	\$8,533 39	-	3,229 22	L
245	CONOCOPHILLIPS	7/2/2012	12/18/2013	\$16,951 51	\$13,633 52	-	3,317 99	L
185	PROCTER & GAMBLE	8/25/2011	12/18/2013	\$15,077 79	\$11,694 96	-	3,382 83	L
145	CHEVRON CORPORATION	1/27/2011	12/18/2013	\$17,397 67	\$13,704 82	-	3,692 85	L
200	MEDTRONIC INC	1/27/2011	12/18/2013	\$11,370 40	\$7,593 60	-	3,776 80	L
200	CHUBB CORPORATION	7/2/2012	12/18/2013	\$18,497 87	\$14,568 80	-	3,929 07	L
295	PNC FINL SERVICES GP INC	7/2/2012	12/18/2013	\$22,056 47	\$18,064 92	-	3,991 55	L
260	PNC FINL SERVICES GP INC	10/17/2012	12/18/2013	\$19,439 60	\$15,390 54	-	4,049 06	L
200	PROCTER & GAMBLE	7/2/2012	12/18/2013	\$16,300 32	\$12,219 40	-	4,080 92	L
355	MOLSON COORS BREWING CLB	8/25/2011	12/18/2013	\$19,340 43	\$15,205 36	-	4,135 07	L
775	CISCO SYSTEMS INC	8/25/2011	12/18/2013	\$15,943 80	\$11,755 20	-	4,188 60	L

Leslie Family Foundation

EIN: 68-0474709

Tax Year 2013

Realized Gains and Losses

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
160	JOHNSON & JOHNSON	8/25/2011	12/18/2013	\$14,558 63	\$10,334 08	-	4,224 55	L
250	BAXTER INTERNATIONAL INC	1/27/2011	12/18/2013	\$16,626 21	\$12,379 50	-	4,246 71	L
125	TORCHMARK CORPORATION	1/27/2011	12/18/2013	\$9,515 96	\$5,265 17	-	4,250 79	L
125	C V S CAREMARK CORP	8/25/2011	12/18/2013	\$8,591 22	\$4,286 00	-	4,305 22	L
560	WAL-MART STORES INC	7/2/2012	12/18/2013	\$43,216 13	\$38,795 12	-	4,421 01	L
200	MEDTRONIC INC	8/25/2011	12/18/2013	\$11,370 40	\$6,803 80	-	4,566 60	L
200	WAL-MART STORES INC	8/25/2011	12/18/2013	\$15,434 33	\$10,605 60	-	4,828 73	L
260	MEDTRONIC INC	1/27/2011	12/18/2013	\$14,781 52	\$9,871 68	-	4,909 84	L
165	JOHNSON & JOHNSON	1/27/2011	12/18/2013	\$15,013 58	\$10,064 67	-	4,948 91	L
290	U S BANCORP DEL NEW	8/9/2011	12/18/2013	\$11,476 54	\$6,408 48	-	5,068 06	L
200	EXXON MOBIL CORPORATION	8/25/2011	12/18/2013	\$19,512 26	\$14,359 60	-	5,152 66	L
300	MEDTRONIC INC	7/2/2012	12/18/2013	\$17,055 61	\$11,717 10	-	5,338 51	L
320	U S BANCORP DEL NEW	8/25/2011	12/18/2013	\$12,663 78	\$7,320 96	-	5,342 82	L
535	SUNTRUST BANKS INC	7/2/2012	12/18/2013	\$18,811 88	\$13,143 35	-	5,668 53	L
795	U S BANCORP DEL NEW	7/2/2012	12/18/2013	\$31,461 58	\$25,715 87	-	5,745 71	L
270	TRAVELERS COMPANIES INC	7/2/2012	12/18/2013	\$23,451 52	\$17,262 99	-	6,188 53	L
175	AMERICAN EXPRESS COMPANY	8/25/2011	12/18/2013	\$14,815 07	\$8,394 05	-	6,421 02	L
240	PNC FINL SERVICES GP INC	8/25/2011	12/18/2013	\$17,944 26	\$11,413 92	-	6,530 34	L
290	JOHNSON & JOHNSON	7/2/2012	12/18/2013	\$26,387 51	\$19,704 92	-	6,682 59	L
530	BAXTER INTERNATIONAL INC	7/2/2012	12/18/2013	\$35,247 57	\$28,448 81	-	6,798 76	L
200	C V S CAREMARK CORP	8/25/2011	12/18/2013	\$13,745 96	\$6,857 60	-	6,888 36	L
175	TORCHMARK CORPORATION	8/25/2011	12/18/2013	\$13,322 34	\$6,430 55	-	6,891 79	L
210	CHUBB CORPORATION	1/27/2011	12/18/2013	\$19,422 77	\$12,421 08	-	7,001 69	L
185	TRAVELERS COMPANIES INC	8/25/2011	12/18/2013	\$16,068 64	\$8,907 38	-	7,161 26	L
445	SUNTRUST BANKS INC	8/25/2011	12/18/2013	\$15,647 26	\$8,470 58	-	7,176 68	L
370	PROCTER & GAMBLE	7/2/2012	12/18/2013	\$30,155 59	\$22,605 89	-	7,549 70	L
600	MOLSON COORS BREWING CLB	7/2/2012	12/18/2013	\$32,688 03	\$24,892 20	-	7,795 83	L
740	WELLS FARGO & CO NEW	7/2/2012	12/18/2013	\$32,546 86	\$24,728 58	-	7,818 28	L
270	BECTON DICKINSON & CO	7/2/2012	12/18/2013	\$28,676 74	\$20,282 40	-	8,394 34	L
265	BECTON DICKINSON & CO	5/29/2012	12/18/2013	\$28,145 69	\$19,590 79	-	8,554 90	L
470	WELLS FARGO & CO NEW	8/25/2011	12/18/2013	\$20,671 65	\$11,796 06	-	8,875 59	L
505	MEDTRONIC INC	7/2/2012	12/18/2013	\$28,709 26	\$19,723 79	-	8,985 47	L
800	MICROSOFT CORP	8/25/2011	12/18/2013	\$28,928 30	\$19,822 40	-	9,105 90	L
760	THE CHARLES SCHWAB CORP	10/18/2011	12/18/2013	\$19,099 99	\$9,186 12	-	9,913 87	L
395	AMERICAN EXPRESS COMPANY	7/2/2012	12/18/2013	\$33,439 73	\$23,288 02	-	10,151 71	L
220	NORTHROP GRUMMAN CORP	1/28/2011	12/18/2013	\$23,918 42	\$13,517 95	-	10,400 47	L
285	AMERICAN EXPRESS COMPANY	1/27/2011	12/18/2013	\$24,127 39	\$12,587 88	-	11,539 51	L
240	NORTHROP GRUMMAN CORP	8/25/2011	12/18/2013	\$26,092 83	\$12,349 44	-	13,743 39	L
310	NORTHROP GRUMMAN CORP	7/2/2012	12/18/2013	\$33,703 23	\$19,618 04	-	14,085 19	L
1,525	THE CHARLES SCHWAB CORP	9/14/2011	12/18/2013	\$38,325 63	\$17,961 45	-	20,364 18	L
475	PERRIGO CO	8/12/2010	12/19/2013	\$72,302 08	\$28,176 38	-	44,125 70	L
Virtus		12/1/2012	12/20/2013	\$459 39	\$0 00	-	459 39	L
Long Term Totals				4,292,000 95	3,455,756 72	-	836,244 23	

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 - GCM GROSVENOR PRIVATE EQUITY PARTNERS		P	VARIOUS	VARIOUS
b	FROM K-1 - GCM GROSVENOR PRIVATE EQUITY PARTNERS		P	VARIOUS	VARIOUS
c	FROM K-1 - REGIS INVESTORS 2004-1 LLC		P	VARIOUS	VARIOUS
d	FROM K-1 - NV PARTNERS IV LP		P	VARIOUS	VARIOUS
e	FROM K-1 - NV PARTNERS IV LP		P	VARIOUS	VARIOUS
f	FROM K-1 - RGI IW-CAYMAN, LP		P	VARIOUS	VARIOUS
g	FROM K-1 - RGI ALTERNATE-1, LP		P	VARIOUS	VARIOUS
h	FROM K-1 - REDWOOD GROVE INTERNATIONAL LFROM K-1		P	VARIOUS	VARIOUS
i	FROM K-1 - GRYPHON INTERNATIONAL EAFE GROWTH FUND		P	VARIOUS	VARIOUS
j	FROM K-1 - GRYPHON INTERNATIONAL EAFE GROWTH FUND		P	VARIOUS	VARIOUS
k	FROM K-1 - THE COLCHESTER INTERNATIONAL BOND FUND		P	VARIOUS	VARIOUS
l	FROM K-1 - THE COLCHESTER INTERNATIONAL BOND FUND		P	VARIOUS	VARIOUS
m	FROM K-1 - BURGUNDY FUNDS DST		P	VARIOUS	VARIOUS
n	FROM K-1 - BURGUNDY FUNDS DST		P	VARIOUS	VARIOUS
o	SHORT-TERM CAPITAL GAINS - SEE STMT ATTACHED		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	-60.				-60.
b	36,168.				36,168.
c	89,934.				89,934.
d	-1,056.				-1,056.
e	-229,767.				-229,767.
f	-6,955.				-6,955.
g	198.				198.
h	-18,035.				-18,035.
i	303.				303.
j	4,202.				4,202.
k	-360.				-360.
l	-962.				-962.
m	4,782.				4,782.
n	41,507.				41,507.
o	1,714,990.		1,708,795.		6,195.
	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col (h))	
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	Gains (excess of col (h) gain over col (k), but not less than "-0-")	
a					-60.
b					36,168.
c					89,934.
d					-1,056.
e					-229,767.
f					-6,955.
g					198.
h					-18,035.
i					303.
j					4,202.
k					-360.
l					-962.
m					4,782.
n					41,507.
o					6,195.
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 LONG-TERM CAPITAL GAINS - SEE STMT ATTACHED			P	VARIOUS	VARIOUS
b FROM K-1 - THE COLCHESTER COMBINED GLOBAL AND LOC			P	VARIOUS	VARIOUS
c FROM K-1 - THE COLCHESTER COMBINED GLOBAL AND LOC			P	VARIOUS	VARIOUS
d 665.48 SHS OF WHIPPOORWILL OFFSHORE DISTRESSED OP			P	VARIOUS	07/01/13
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 4,292,001.		3,455,757.	836,244.		
b -1,403.			-1,403.		
c -174.			-174.		
d 1,000,000.		842,726.	157,274.		
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			(i) 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			836,244.		
b			-1,403.		
c			-174.		
d			157,274.		
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	918,035.	
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	

LESLIE FAMILY FOUNDATION (EIN: 68-0474709)

2013 990-PF

PART XV, LINE 3

2013 GRANTS PAID

Recipient	Address	Purpose	Amount
A Foundation Building Strength	2450 El Camino Real, Suite 101 Palo Alto, CA 94306	General Support	1,000
Abilities United	525 East Charleston Road Palo Alto, CA 94306	General Support	500
Acterra	3921 East Bayshore Road Palo Alto CA 94303-4303	General Support	500
Acumen Fund	76 Ninth Avenue, Suite 315 New York, NY 10011	General Support	500
Adolescent Counseling Services	1717 Embarcadero Road, Suite 4000 Palo Alto, California 94303	General Support	30,000
ALearn	3777 Stevens Creek Boulevard Suite 330 Santa Clara, CA 95051	General Support	15,000
American Diabetes Association	111 West St John Street, Suite 1150 San Jose, CA 95113	General Support	1,000
American Friends of the Reut Institute	9100 Wilshire Boulevard Suite 400 W Beverly Hills, CA 90212	General Support	1,000
American Jewish World Services	45 West 36th Street, 11th Floor New York, NY 10018	General Support	25,000
Amnesty International USA	5 Penn Plaza, 16th Floor New York, NY 10001	General Support	500
Association of Small Foundations	Membership Office P O Box 247 Winooski, VT 05404-9901	General Support	500
Bay Area Jewish Healing Center	3330 Geary Boulevard Third Floor West San Francisco, CA 94118	General Support	500
Boys and Girls Club of America	401 Pierce Road Menlo Park, CA 94025	General Support	1,500
Brady Cénter to Prevent Gun Violence	1225 Eye Street, NW, Suite 1100 Washington, DC 20005	General Support	1,500
Breast Cancer Connections	390 Cambndge Avenue Palo Alto, CA 94306	General Support	1,000
Breck School	123 Ottawa Avenue North Minneapolis, MN 55422	General Support	250
Camp Kesem Hillel at Stanford	P O Box 20526 Stanford, CA 94309	General Support	500
Camp Ramah in Wisconsin	65 E Wacker Place, Suite 1200 Chicago, IL 60601	General Support	500
Camp Tawonga	131 Steuart Street, Suite 460 San Francisco, CA 94105	General Support	10,000
Camp Tawonga	131 Steuart Street, Suite 460 San Francisco, CA 94105	General Support	30,000
Center for Learning and Leadership	440 Park Avenue South 4th Floor New York, NY 10016	General Support	1,000
Challenge Success	P O Box 20053 Stanford, CA 94308	General Support	2,000
Children's Health Council	650 Clark Way Palo Alto, CA 94304	General Support	25,000
Colorado China Council	4556 Apple Way Boulder, CO 80301	General Support	3,000
Columbia Business School	33 West 60th Street, 7th Floor New York, NY 10023	General Support	2,500
Commonsense Media	650 Townsend, Suite 435 San Francisco, CA 94103	General Support	250
Community Health Awareness Council	P O Box 335 Mountain View, CA 94042	General Support	25,000
Community Health Partnership	100 North Winchester Blvd , Suite 250 Santa Clara, CA 95050	General Support	15,000
Community Services Agency	204 Stierlin Road Mountain View, CA 94043	General Support	1,000
Computer History Museum	1401 N Shoreline Blvd Mountain View, CA 94043	General Support	1,000
Congregation Beth Am	26790 Arastradero Rd Los Altos Hills, CA 94022	General Support	25,000
Congregation Beth Am	26790 Arastradero Rd Los Altos Hills, CA 94022	General Support	500
Congregation Beth Jacob	1550 Alameda de Las Pulgas Redwood City, CA 94061	General Support	1,000
Creating Hope International	P O Box 1058 Dearborn, Michigan 48121	General Support	750
Education Pioneers	1625 Clay Street, 3rd Floor Oakland, CA 94612	General Support	50,000
Educators for Fair Consideration	c/o Community Initiatives 354 Pine Street, Suite 700 San Francisco, CA 94104	General Support	35,000
Educators for Fair Consideration	c/o Community Initiatives 354 Pine Street, Suite 700 San Francisco, CA 94104	General Support	15,000
Fistula Foundation	1900 The Alameda, Suite 500 San Jose, CA 95126-1427	General Support	1,000
Fools Fury Theater	499 Alabama Street, #450 San Francisco, CA 94110	General Support	2,000
Foundation for Jewish Camp	253 West 35th Street, 4th Floor New York, NY 10001	General Support	500
Full Circle Farm	1055 Dunford Way Sunnyvale, CA 94087	General Support	500
Futures Without Violence	100 Montgomery Street, The Presidio San Francisco, CA 94129	General Support	1,000
Gideon Hausner Jewish Day School	450 San Antonio Road Palo Alto, CA 94306	General Support	9,000
Girls Leadership Institute	155 Filbert Street, Suite 245 Oakland, CA 94607	General Support	500
Glow Foundation	275 5th Street San Francisco, CA 94103	General Support	20,000
Greenpeace	702 H Street NW, Suite 300 Washington, DC 20001	General Support	250
Harvard Business School	Development Operations Soldiers Field, Teele Hall Boston, MA 02163	General Support	5,000
Hazon	332 Pine Street, Suite 600 San Francisco, CA 94104	General Support	20,000

LESLIE FAMILY FOUNDATION (EIN: 68-0474709)

2013 990-PF

PART XV, LINE 3

2013 GRANTS PAID

Recipient	Address	Purpose	Amount
Hebrew Free Loan Association	131 Steuart Street, Suite 520 San Francisco, CA 94105	General Support	15,000
Human Investment Project	364 South Railroad Avenue San Mateo, CA 94401	General Support	1,000
InnVision Shelter Network	181 Constitution Drive Menlo Park, CA 94025	General Support	2,500
Jewish Community Federation	121 Steuart Street San Francisco, CA 94105	General Support	50,000
Jewish Community Federation Teen Center	121 Steuart Street San Francisco, CA 94105	General Support	500
Jewish Community Federation-WA	Women's Philanthropy 121 Steuart Street San Francisco, CA 94105	General Support	8,800
Jewish Family and Children's Services	2150 Post Street San Francisco, CA 94115	General Support	5,000
Jewish Study Network	3626 El Camino Real Palo Alto, CA 94306	General Support	1,000
JobTrain Incorporated	1200 O'Brien Drive Menlo Park, California 94025	General Support	10,000
John W. Gardner Center	for Youth and Their Communities Stanford University School of Education 365 Lasuen Street	General Support	500
Jose Valdes Math Institute Foundation	4848 San Felipe Road, #150-213 San Jose, CA 95135	General Support	10,000
Junior Achievement of Northern California	1671 The Alameda, Suite 205 San Jose, CA 95125	General Support	20,000
Kara	457 Kingsley Avenue Palo Alto, CA 94301	General Support	500
Kidpower org	P O Box 1212 Santa Cruz, CA 95061	General Support	500
KQED, 88.5 FM Radio	2601 Mariposa Street San Francisco, CA 94110	General Support	1,250
Level Playing Field Institute	2201 Broadway, Suite 101 Oakland, CA 94612	General Support	30,000
LPCH for Children's Health	400 Hamilton Avenue Suite 340 Palo Alto, CA 94301	General Support	500
Magen David Adom in Israel	6505 Wilshire Blvd, Suite 650 Los Angeles, CA 90048	General Support	500
Mayview Community Health Center	270 Grant Avenue Palo Alto, CA 94306	General Support	25,000
Mazon A Jewish Response to Hunger	10495 Santa Monica Boulevard, #100 Los Angeles, CA 90025	General Support	2,750
Meira Academy	3921 Fabian Way Palo Alto, Ca 94303	General Support	1,000
Menlo Park Library Foundation	800 Alma Street Menlo Park, CA 94025	General Support	1,250
Menlo Park-Atherton Education Foundation	P O Box 584 Menlo Park, CA 94026	General Support	4,000
Michael's Mission	422 East 72nd Street, Suite 9D New York, NY 10021	General Support	2,000
Natural Resources Defense Council	40 W 20th Street New York, NY 10011	General Support	1,000
NatureBridge	28 Geary Street, Suite 650 San Francisco, CA 94108	General Support	500
New York University	Office of Gift Administration P O Box 29303 New York, NY 10117	General Support	5,000
Okzu Foundation	16 Digital Drive, Suite 130 Novato, CA 94949	General Support	500
Opportunity Fund	111 West St. John Street, Suite 800 San Jose, CA 95113	General Support	150,000
Oshman Family Jewish Community Center	3921 Fabian Way Palo Alto, CA 94303	General Support	53,000
Peninsula Humane Society	12 Airport Boulevard San Mateo, CA 94401	General Support	1,000
PETA	501 Front St. Norfolk, VA 23510	General Support	1,000
Pie Ranch	P O Box 363 Pescadero, CA 94060	General Support	500
Portola Valley School Foundation	4575 Alpine Road Portola Valley, CA 94028	General Support	2,000
Positive Resource Center	785 Market Street, 10th Floor San Francisco, CA 94103	General Support	500
PWSA (USA)	37 Baker Lane Lakeville, MA 02347	General Support	1,000
Ravenswood Education Foundation	P O Box 396 Menlo Park, CA 94026	General Support	8,000
Ravenswood Family Health Center	1798A Bay Road East Palo Alto, CA 94303	General Support	45,000
Reboot	44 West 28th Street, 8th Floor New York, NY 10001	General Support	750
Redwood City Education Foundation	P O Box 3048 Redwood City, CA 94064	General Support	2,500
Redwood City Girls Softball League	P O Box 717 Redwood City, CA 94064	General Support	1,750
RotaCare Bay Area, Incorporated	P O Box 18430 San Jose, CA 95158-8430	General Support	40,000
Samaritan House	4031 Pacific Blvd San Mateo, CA 94403	General Support	1,000
Second Harvest Food Bank	4001 North First Street San Jose, CA 95134	General Support	3,500
Sierra Club Foundation	85 Second Street, 2nd Floor San Francisco, CA 94105	General Support	500
Stanford Graduate School of Business	P O Box 20466 Stanford, CA 94309-0466	General Support	5,000
Stanford Graduate School of Education	Teacher Ed Program 485 Lasuen Mall Stanford, CA 94305-3009	General Support	500
Stanford Jazz Workshop	P O Box 20454 Stanford, CA 94309	General Support	1,000
Taube-Koret Campus for Jewish Life	3921 Fabian Way Palo Alto, Ca 94303	General Support	545,000

LESLIE FAMILY FOUNDATION (EIN: 68-0474709)

2013 990-PF

PART XV, LINE 3

2013 GRANTS PAID

Recipient	Address	Purpose	Amount
The Carter Center	One Copenhill 453 Freedom Parkway Atlanta, GA 30307	General Support	1,000
The OpEd Project	175 Banck Street New York, NY 10014	General Support	500
The Second Opinion	1200 Gough Street, Suite 500 San Francisco, CA 94109	General Support	10,000
The Trust for Hidden Villa	26870 Moody Road Los Altos Hills, CA 94022-4209	General Support	1,500
Trust for Conservation Innovation	150 Post Street, Suite 342 San Francisco, CA 94108	General Support	1,500
University of California Berkeley	2080 Addison Street, #4200 Berkeley, CA 94720-4200	General Support	1,500
Upstart Bay Area	560 Mission Street, Suite 1395 San Francisco, CA 94105	General Support	3,000
Urban Adamah	1050 Parker St Berkely, CA 94710	General Support	5,000
VA Palo Alto Health Care System	Attn Volunteer Services 3801 Miranda Ave Palo Alto, CA 94304	General Support	2,500
V-Day	303 Park Ave South, Suite 1184 New York, NY 10010-3657	General Support	950
Washington U Physical Therapy Program	Physical Therapy Program Campus Box 8502 4444 Forest Park Boulevard, Room 1101	General Support	1,000
Wellesley College	106 Central Street Wellesley, MA 02481	General Support	3,000
Wikimedia Foundation, Inc	P O Box 98204 Washington, DC 20090	General Support	500
Wildernes Torah	The David Brower Center 2150 Aliston Way, Suite 210 Berkeley, CA 94704	General Support	2,500
World Food Program, USA	1725 Eye Street, NW, Suite 510 Washington D C , 20006	General Support	3,500
		Total Contributions	1,484,000

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - BURGUNDY FUNDS DST	19,554.	0.	19,554.	19,554.	
FROM K-1 - GCM GROSVENOR PRIVATE EQUITY PARTNERS	6,714.	0.	6,714.	6,714.	
FROM K-1 - GRYPHON INTERNATIONAL EAFE GROWTH FUND	40,672.	0.	40,672.	40,672.	
FROM K-1 - NV PARTNERS IV LP	6,711.	0.	6,711.	6,711.	
FROM K-1 - REDWOOD GROVE INTERNATIONAL LP	2,361.	0.	2,361.	2,361.	
FROM K-1 - REGIS INVESTORS 2004-1, LLC	8,854.	0.	8,854.	8,854.	
FROM K-1 - RGI ALTERNATE	2,827.	0.	2,827.	2,827.	
FROM K-1 - RGI IW-CAYMAN, LP	150.	0.	150.	150.	
FROM K-1 - THE COLCHESTER COMBINED GLOBAL	26,435.	0.	26,435.	26,435.	
FROM K-1 - THE COLCHESTER INTERNATIONAL BOND PORTFOLIO	22,388.	0.	22,388.	22,388.	
DIVIDENDS & CAPITAL GAIN	276,253.	0.	276,253.	276,253.	
TO PART I, LINE 4	412,919.	0.	412,919.	412,919.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	3.	3.	
OTHER INCOME FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	2,590.	-350.	
OTHER INCOME FROM REGIS INVESTORS 2004-1, LLC	201.	219.	

LESLIE FAMILY FOUNDATION

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OTHER INCOME FROM REDWOOD GROVE INTERNATIONAL LP	-851.	-2,634.
OTHER INCOME FROM GRYPHON INTERNATIONAL EAFE GROWTH FUND	2,121.	2,121.
OTHER INCOME FROM THE COLCHESTER INTERNATIONAL BOND FUND	-17,199.	-17,199.
OTHER INCOME FROM NV PARTNERS IV LP	1.	1.
OTHER INCOME FROM THE COLCHESTER COMBINED GLOBAL AND LOCAL MARKETS BOND FUND	-9,836.	-9,836.
TOTAL TO FORM 990-PF, PART I, LINE 11	<u>-22,970.</u>	<u>-27,675.</u>

FORM 990-PF	LEGAL FEES	STATEMENT 3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	366.	0.		366.
TO FM 990-PF, PG 1, LN 16A	<u>366.</u>	<u>0.</u>		<u>366.</u>

FORM 990-PF	ACCOUNTING FEES	STATEMENT 4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES/AUDIT FEES	30,500.	0.		30,500.
TO FORM 990-PF, PG 1, LN 16B	<u>30,500.</u>	<u>0.</u>		<u>30,500.</u>

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	179,815.	179,815.		0.
CONSULTANT FEES	16,175.	0.		16,175.
CUSTODIAL FEES	3,623.	3,623.		0.
TO FORM 990-PF, PG 1, LN 16C	<u>199,613.</u>	<u>183,438.</u>		<u>16,175.</u>

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	36.	0.		0.
FOREIGN TAXES WITHHELD FROM REGIS 2004-1 LLC	11.	0.		0.
LICENSES AND PERMITS	185.	0.		185.
EXCISE TAXES	17,339.	0.		0.
FOREIGN TAXES WITHHELD FROM REDWOOD GROVE INTERNATIONAL, LP	4,028.	0.		0.
PORTFOLIO FOREIGN TAXES WITHHELD	474.	0.		0.
FOREIGN TAXES WITHHELD FROM GYRPHON INTERNATIONAL EAFE GROWTH FUND	7,182.	0.		0.
FOREIGN TAXES WITHHELD FROM THE COLCHESTER INTERNATIONAL BOND FUND	130.	0.		0.
FOREIGN TAXES WITHHELD FROM BURGUNDY FUND	277.	0.		0.
FOREIGN TAXES WITHHELD FROM THE COLCHESTER COMBINED GLOBAL AND LOCAL	239.	0.		0.
TO FORM 990-PF, PG 1, LN 18	29,901.	0.		185.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	725.	0.		725.
DEDUCTIONS FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	6,331.	6,331.		0.
DEDUCTIONS FROM REGIS 2004-1 LLC	5,178.	5,178.		0.
DEDUCTIONS FROM NV PARTNERS IV LP	34,608.	34,608.		0.
DEDUCTIONS FROM RGI IW-CAYMAN, LP	199.	199.		0.
DEDUCTIONS FROM REDWOOD GROVE INTERNATIONAL LP	1,052.	1,052.		0.

LESLIE FAMILY FOUNDATION

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DEDUCTIONS FROM RGI			
ALTERNATE-1, LP	839.	839.	0.
REIMBURSED EXPENSES	1,108.	1,108.	0.
MISCELLANEOUS EXPENSES	-608.	0.	-608.
DEDUCTIONS FROM GRYPHON			
INTERNATIONAL EAFE GROWTH			
FUND	12,901.	12,901.	0.
D&O INSURANCE	725.	0.	725.
DEDUCTIONS FROM BURGUNDY			
FUNDS DST	13,284.	13,284.	0.
DEDUCTIONS FROM RGI USRE			
INVESTMENTS, LP	914.	914.	0.
DEDUCTIONS FROM COLCHESTER			
INT'L BOND FUND	3,021.	3,021.	0.
DEDUCTIONS FROM THE			
COLCHESTER COMBINED GLOBAL			
AND LOCAL MARKETS BOND FUND	4,792.	4,792.	0.
TO FORM 990-PF, PG 1, LN 23	<u>85,069.</u>	<u>84,227.</u>	<u>842.</u>

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCH WEDGEWOOD 8697-3989	1,716,122.	1,716,122.
SCH DISCIPLINED 9595-1680	1,082,530.	1,082,530.
SCH SOUTHEASTERN 1455-8250	1,643,871.	1,643,871.
SCH WENTWORTH 2993-7149	1,295,401.	1,295,401.
GRYPHON INTERNATIONAL	2,430,958.	2,430,958.
EIC CLAT 2788-6938	0.	0.
BURGUNDY ASSET MANAGEMENT	1,374,775.	1,374,775.
VIRTUS CLAT 6867-0897	2,212,267.	2,212,267.
SCH LRG CAP 5435-3143	2,789,286.	2,789,286.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>14,545,210.</u>	<u>14,545,210.</u>

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INFLATION VANGUARD 9052-7287	674,689.	674,689.
WHIPPOORWILL	976,935.	976,935.
DOMESTIC CLAT PIMCO 9366-6553	2,298,158.	2,298,158.
DOUBLELINE REG 5238-6514	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	<u>3,949,782.</u>	<u>3,949,782.</u>

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GCM GROSVENOR PRIVATE EQUITY	FMV	254,214.	254,214.
PARTNERS III			
REGIS 2004-1 LLC	FMV	264,473.	264,473.
FINTAN	FMV	196,166.	196,166.
NV PARTNERS IV LP	FMV	1,041,954.	1,041,954.
REDWOOD GROVE LP	FMV	304,889.	304,889.
COLCHESTER GLOBAL BONDS	FMV	1,757,707.	1,757,707.
PIMCO EMERGING CLAT 7345-0508	FMV	0.	0.
VARDEN PACIFIC OPPORTUNITY	FMV	1,441,994.	1,441,994.
QFR VICTORIA FUND	FMV	908,519.	908,519.
SPM CORE	FMV	1,309,435.	1,309,435.
LITESPEED	FMV	1,442,011.	1,442,011.
WHITEBOX	FMV	1,469,930.	1,469,930.
TIGER VEDA	FMV	889,768.	889,768.
TRICADIA CREDIT	FMV	1,587,276.	1,587,276.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,868,336.	12,868,336.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TAX RECEIVABLE	-2,510.	4,151.	4,151.
REDEMPTIONS RECEIVABLE	2,208,592.	0.	0.
TO FORM 990-PF, PART II, LINE 15	2,206,082.	4,151.	4,151.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARK LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	CHAIRMAN 0.00	0.	0.	0.
DEBRA A. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.
SETH P. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	SECRETARY 0.00	0.	0.	0.
JOSHUA M. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	TREASURER 0.00	0.	0.	0.
SHARON LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.
SARA LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.
DARRIN MARTIN 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	PRESIDENT 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

MARK LESLIE
DEBRA A. LESLIE

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. LESLIE FAMILY FOUNDATION		Employer identification number (EIN) or 68-0474709
	Number, street, and room or suite no. If a P.O. box, see instructions. 738 WESTRIDGE DRIVE		Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PORTOLA VALLEY, CA 94028-7333		

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 1041-A	08
Form 990-BL	02	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06		

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

DARRIN MARTIN

- The books are in the care of ► 738 WESTRIDGE DRIVE - PORTOLA VALLEY, CA 94028
Telephone No. ► (650) 561-1227 Fax No. ► (650) 561-1229
- 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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.
 5 For calendar year 2013, or other tax year beginning _____, and ending _____.
 6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
 7 State in detail why you need the extension
 THE TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER THE
 INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a 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.	8a	\$	24,546
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 and any amount paid previously with Form 8868.	8b	\$	24,546
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Spectrum ► **WDM** Weight™ ► CRA

Date ► 8/7/14

Form 8868 (Rev. 1-2014)

Frank, Rimerman & Co. LLP 94-1341042
1801 Page Mill Road
Palo Alto, CA 94304

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

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

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

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

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

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

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

Part I only

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

Enter filer's identifying number

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. LESLIE FAMILY FOUNDATION	Employer identification number (EIN) or Social security number (SSN)
	Number, street, and room or suite no. If a P.O. box, see instructions. 738 WESTRIDGE DRIVE	68-0474709
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PORTOLA VALLEY, CA 94028-7333	

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

DARRIN MARTIN

- The books are in the care of ► 738 WESTRIDGE DRIVE - PORTOLA VALLEY, CA 94028
Telephone No. ► (650) 561-1227 Fax No. ► (650) 561-1229 ►
- 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

Is for the organization's return for
► calendar year 2013, or

► calendar year 2011

and end of Frank Rimerman & Co LLP 94-1341042

1801 Page Mill Road

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

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 \$ 24,546.
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 \$ 9,546.
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 \$ 15,000.

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.