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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

|                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>Michael and Ina Korek Foundation Trust                                                                                                                                                                                                                                              |                                                                                                                                                                                                       | <b>A Employer identification number</b><br><br>77-6140213                                                                                                                                                                                                                                                                                                                                                                                     |  |
| % c/o Foundation Source                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                       | <b>B Telephone number</b> (see instructions)                                                                                                                                                                                                                                                                                                                                                                                                  |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>Foundation Source 501 Silverside Rd<br>Suite 123                                                                                                                                                                      | Room/suite                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>Wilmington, DE 198091377                                                                                                                                                                                                      |                                                                                                                                                                                                       | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                             |  |
| <b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |
| <b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                   |                                                                                                                                                                                                       | <b>D 1.</b> Foreign organizations, check here <input type="checkbox"/><br><b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/><br><b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/><br><b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |  |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 8,676,174                                                                                                                                                                | <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(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) (see instructions) ) |                                                                                                  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                             | <b>1</b> Contributions, gifts, grants, etc , received (attach schedule)                          | 7,248,181                          |                           |                         |                                                             |
|                                                                                                                                                                     | <b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>3</b> Interest on savings and temporary cash investments                                      | 87                                 | 87                        |                         |                                                             |
|                                                                                                                                                                     | <b>4</b> Dividends and interest from securities. . . . .                                         | 272,964                            | 262,890                   |                         |                                                             |
|                                                                                                                                                                     | <b>5a</b> Gross rents . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Net rental income or (loss) _____                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                  | 60,881                             |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Gross sales price for all assets on line 6a<br>4,416,526                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>7</b> Capital gain net income (from Part IV, line 2) . . .                                    |                                    | 316,533                   |                         |                                                             |
|                                                                                                                                                                     | <b>8</b> Net short-term capital gain . . . . .                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>9</b> Income modifications . . . . .                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>10a</b> Gross sales less returns and allowances                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Less Cost of goods sold . . . . .                                                       |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | <b>c</b> Gross profit or (loss) (attach schedule) . . . . .                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>11</b> Other income (attach schedule) . . . . .                                               | 1,584                              | 1                         |                         |                                                             |
|                                                                                                                                                                     | <b>12 Total.</b> Add lines 1 through 11 . . . . .                                                | 7,583,697                          | 579,511                   |                         |                                                             |
|                                                                                                                                                                     | <b>13</b> Compensation of officers, directors, trustees, etc                                     | 52,932                             |                           |                         | 52,932                                                      |
|                                                                                                                                                                     | <b>14</b> Other employee salaries and wages . . . . .                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>15</b> Pension plans, employee benefits . . . . .                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>16a</b> Legal fees (attach schedule) . . . . .                                                | 303                                | 0                         | 0                       | 303                                                         |
|                                                                                                                                                                     | <b>b</b> Accounting fees (attach schedule) . . . . .                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>c</b> Other professional fees (attach schedule) . . . . .                                     | 40,793                             | 40,793                    |                         |                                                             |
|                                                                                                                                                                     | <b>17</b> Interest . . . . .                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>18</b> Taxes (attach schedule) (see instructions)                                             | 17,158                             | 258                       |                         |                                                             |
|                                                                                                                                                                     | <b>19</b> Depreciation (attach schedule) and depletion . . .                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>20</b> Occupancy . . . . .                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>21</b> Travel, conferences, and meetings . . . . .                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>22</b> Printing and publications . . . . .                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>23</b> Other expenses (attach schedule) . . . . .                                             | 24,963                             | 91                        |                         | 24,872                                                      |
|                                                                                                                                                                     | <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .      | 136,149                            | 41,142                    | 0                       | 78,107                                                      |
|                                                                                                                                                                     | <b>25</b> Contributions, gifts, grants paid . . . . .                                            | 53,720                             |                           |                         | 53,720                                                      |
|                                                                                                                                                                     | <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                                  | 189,869                            | 41,142                    | 0                       | 131,827                                                     |
|                                                                                                                                                                     | <b>27</b> Subtract line 26 from line 12                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>a Excess of revenue over expenses and disbursements</b>                                       | 7,393,828                          |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b Net investment income</b> (if negative, enter -0-)                                          |                                    | 538,369                   |                         |                                                             |
|                                                                                                                                                                     | <b>c Adjusted net income</b> (if negative, enter -0-)                                            |                                    |                           |                         |                                                             |

| Part II Balance Sheets      |                                                                                                                               | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )               | Beginning of year | End of year                                   |                       |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|-----------------------------------------------|-----------------------|
|                             |                                                                                                                               |                                                                                                                                   | (a) Book Value    | (b) Book Value                                | (c) Fair Market Value |
| Assets                      | 1                                                                                                                             | Cash—non-interest-bearing . . . . .                                                                                               |                   |                                               |                       |
|                             | 2                                                                                                                             | Savings and temporary cash investments . . . . .                                                                                  | 498,866           | 1,463,829                                     | 1,463,829             |
|                             | 3                                                                                                                             | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                       |                   |                                               |                       |
|                             | 4                                                                                                                             | Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                        |                   |                                               |                       |
|                             | 5                                                                                                                             | Grants receivable . . . . .                                                                                                       |                   |                                               |                       |
|                             | 6                                                                                                                             | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                   |                                               |                       |
|                             | 7                                                                                                                             | Other notes and loans receivable (attach schedule) ▶ _____<br>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 (attach schedule)                                                                | 312,283           | <input checked="" type="checkbox"/> 1,164,317 | 1,090,410             |
|                             | b                                                                                                                             | Investments—corporate stock (attach schedule) . . . . .                                                                           | 585,472           | <input checked="" type="checkbox"/> 4,633,693 | 4,552,384             |
|                             | c                                                                                                                             | Investments—corporate bonds (attach schedule). . . . .                                                                            |                   | <input checked="" type="checkbox"/> 1,536,157 | 1,549,745             |
|                             | 11                                                                                                                            | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____               |                   |                                               |                       |
|                             | 12                                                                                                                            | Investments—mortgage loans . . . . .                                                                                              |                   |                                               |                       |
|                             | 13                                                                                                                            | Investments—other (attach schedule) . . . . .                                                                                     | 75,000            | <input checked="" type="checkbox"/> 75,000    | 19,806                |
|                             | 14                                                                                                                            | Land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                           |                   |                                               |                       |
| 15                          | Other assets (describe ▶ _____)                                                                                               |                                                                                                                                   |                   |                                               |                       |
| 16                          | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)                                    | 1,471,621                                                                                                                         | 8,872,996         | 8,676,174                                     |                       |
| Liabilities                 | 17                                                                                                                            | Accounts payable and accrued expenses . . . . .                                                                                   |                   |                                               |                       |
|                             | 18                                                                                                                            | Grants payable . . . . .                                                                                                          |                   |                                               |                       |
|                             | 19                                                                                                                            | Deferred revenue . . . . .                                                                                                        |                   |                                               |                       |
|                             | 20                                                                                                                            | Loans from officers, directors, trustees, and other disqualified persons                                                          |                   |                                               |                       |
|                             | 21                                                                                                                            | Mortgages and other notes payable (attach schedule) . . . . .                                                                     |                   |                                               |                       |
|                             | 22                                                                                                                            | Other liabilities (describe ▶ _____)                                                                                              |                   | <input checked="" type="checkbox"/> 7,547     |                       |
|                             | 23                                                                                                                            | Total liabilities (add lines 17 through 22) . . . . .                                                                             |                   | 7,547                                         |                       |
| Net Assets or Fund Balances | 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 . . . . .                                                                        |                   |                                               |                       |
|                             | 28                                                                                                                            | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                    |                   |                                               |                       |
|                             | 29                                                                                                                            | Retained earnings, accumulated income, endowment, or other funds                                                                  | 1,471,621         | 8,865,449                                     |                       |
|                             | 30                                                                                                                            | Total net assets or fund balances (see page 17 of the instructions) . . . . .                                                     | 1,471,621         | 8,865,449                                     |                       |
|                             | 31                                                                                                                            | Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .                                        | 1,471,621         | 8,872,996                                     |                       |

Part III Analysis of Changes in Net Assets or Fund Balances

|   |                                                                                                                                                                    |   |           |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----------|
| 1 | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . . | 1 | 1,471,621 |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 7,393,828 |
| 3 | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 |           |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 8,865,449 |
| 5 | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 |           |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 8,865,449 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1 a                                                                                                                               | Publicly-traded Securities  |                                              |                                      |                                  |
| b                                                                                                                                 | PASSTHROUGH K1 CAPITAL LOSS |                                              |                                      |                                  |
| c                                                                                                                                 |                             |                                              |                                      |                                  |
| d                                                                                                                                 |                             |                                              |                                      |                                  |
| e                                                                                                                                 |                             |                                              |                                      |                                  |

|                       |                                            |                                                 |                                              |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a 4,416,526           |                                            | 4,099,968                                       | 316,558                                      |
| b                     |                                            |                                                 | -25                                          |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

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

|                          |                                      |                                               |                                                                                              |
|--------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| a                        |                                      |                                               | 316,558                                                                                      |
| b                        |                                      |                                               |                                                                                              |
| c                        |                                      |                                               |                                                                                              |
| d                        |                                      |                                               |                                                                                              |
| e                        |                                      |                                               |                                                                                              |

|                                                                                                                                                                                                                |                                                                                     |   |         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|---------|
| 2 Capital gain net income or (net capital loss)                                                                                                                                                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 316,533 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 . . . . . |                                                                                     | 3 |         |

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 page 18 of the instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2012                                                                 | 55,598                                   | 1,156,197                                    | 0 048087                                                  |
| 2011                                                                 | 44,597                                   | 988,079                                      | 0 045135                                                  |
| 2010                                                                 | 39,947                                   | 896,855                                      | 0 044541                                                  |
| 2009                                                                 | 44,441                                   | 809,403                                      | 0 054906                                                  |
| 2008                                                                 | 46,900                                   | 883,167                                      | 0 053104                                                  |

|                                                                                                                                                                                           |   |           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----------|
| 2 Total of line 1, column (d). . . . .                                                                                                                                                    | 2 | 0 245773  |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . . . | 3 | 0 049155  |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .                                                                                                   | 4 | 6,775,764 |
| 5 Multiply line 4 by line 3. . . . .                                                                                                                                                      | 5 | 333,063   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                     | 6 | 5,384     |
| 7 Add lines 5 and 6. . . . .                                                                                                                                                              | 7 | 338,447   |
| 8 Enter qualifying distributions from Part XII, line 4. . . . .                                                                                                                           | 8 | 131,827   |

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

|    |                                                                                                                                                           |    |        |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                               |    |        |
|    | Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)                                                        |    |        |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . . | 1  | 10,767 |
| c  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)                                   |    |        |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                 | 2  |        |
| 3  | Add lines 1 and 2. . . . .                                                                                                                                | 3  | 10,767 |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                               | 4  |        |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                  | 5  | 10,767 |
| 6  | Credits/Payments                                                                                                                                          |    |        |
| a  | 2013 estimated tax payments and 2012 overpayment credited to 2013                                                                                         | 6a | 17,000 |
| b  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                             | 6b |        |
| c  | Tax paid with application for extension of time to file (Form 8868)                                                                                       | 6c |        |
| d  | Backup withholding erroneously withheld . . . . .                                                                                                         | 6d |        |
| 7  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                              | 7  | 17,000 |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                       | 8  |        |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .                                                     | 9  |        |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . .                                             | 10 | 6,233  |
| 11 | Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 6,233 <b>Refunded</b>                                                             | 11 |        |

Part VII-AStatements 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 | Yes | No |
| b  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .                                                                                                                                                                              | 1b |     | No |
|    | <i>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.</i>                                                                                                                                         |    |     |    |
| c  | Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                        | 1c |     | No |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation  \$ _____ (2) On foundation managers  \$ _____                                                                                                                                                                   |    |     |    |
| e  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____                                                                                                                                                                                               |    |     |    |
| 2  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                               | 2  |     | No |
| 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .                                                                                                  | 3  |     | No |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                        | 4a |     | No |
| b  | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                            | 4b |     |    |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                         | 5  |     | No |
| 6  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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  | Yes |    |
| 7  | Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>                                                                                                                                                                                                    | 7  | Yes |    |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions)<br>CA _____                                                                                                                                                                                                                               |    |     |    |
| b  | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>                                                                                                                          | 8b | Yes |    |
| 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)?<br><i>If "Yes," complete Part XIV</i> . . . . .                                                                     | 9  |     | No |
| 10 | Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>                                                                                                                                                                                                   | 10 | Yes |    |

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 |     | No |
| 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 |     | No |
| 13                                                                                                                            | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                                                    | 13 | Yes |    |
| Website address                                                                                                               |                                                                                                                                                                                                                        |    |     |    |
| 14                                                                                                                            | The books are in care of <u>co Foundation Source</u> Telephone no <u>(800) 839-1754</u><br>Located at <u>501 Silverside Road Suite 123 Wilmington DE</u> ZIP +4 <u>198091377</u>                                       |    |     |    |
| 15                                                                                                                            | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/><br>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?                              | 16 | Yes | No |
| See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country |                                                                                                                                                                                                                        |    |     |    |

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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))?                                                                                                                                      | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> No |    |
|    | (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                            | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> No |    |
|    | (3) Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                             | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> 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)? (see instructions).                                                     | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> 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?                                                          | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> No |    |
| b  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? | 5b                                  |                                        |    |
|    | Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                            | <input checked="" type="checkbox"/> |                                        |    |
| 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?                                                                     | <input type="checkbox"/> Yes        | <input type="checkbox"/> 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?                                                                                                | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> No |    |
| b  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                     | 6b                                  |                                        |    |
|    | If "Yes" to 6b, file Form 8870.                                                                                                                                                                                                |                                     |                                        | No |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                           | <input type="checkbox"/> Yes        | <input checked="" type="checkbox"/> No |    |
| b  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                        | 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 (see instructions).                     |                                                           |                                           |                                                                       |                                       |
| (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 |
| Teresa Babb                                                                                                                  | Trustee                                                   | 21,573                                    | 0                                                                     | 0                                     |
| Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377                                                              | 10 0                                                      |                                           |                                                                       |                                       |
| Brian Korek                                                                                                                  | Trustee                                                   | 31,359                                    | 0                                                                     | 0                                     |
| Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377                                                              | 3 0                                                       |                                           |                                                                       |                                       |
| Brock Peterlin                                                                                                               | Trustee                                                   | 0                                         | 0                                                                     | 0                                     |
| Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377                                                              | 1 0                                                       |                                           |                                                                       |                                       |
| 2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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 |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
| Total number of other employees paid over \$50,000.                                                                          |                                                           |                                           |                                                                       |                                       |

Part VIII

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

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE". |                     |                  |
|------------------------------------------------------------------------------------------------------------------|---------------------|------------------|
| (a) Name and address of each person paid more than \$50,000                                                      | (b) Type of service | (c) Compensation |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
| Total number of others receiving over \$50,000 for professional services. . . . .                                |                     |                  |

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                                                                                                                                                                                                                                                      |          |
| 2                                                                                                                                                                                                                                                      |          |
| 3                                                                                                                                                                                                                                                      |          |
| 4                                                                                                                                                                                                                                                      |          |

Part IX-B

Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| 1                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| 2                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See page 24 of the instructions.                                          |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3. . . . .                                                                            |        |

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 | 5,905,824 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 953,318   |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 19,806    |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 6,878,948 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . . | 1e |           |
| 2 | Acquisition indebtedness applicable to line 1 assets. . . . .                                                      | 2  | 0         |
| 3 | Subtract line 2 from line 1d. . . . .                                                                              | 3  | 6,878,948 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 103,184   |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 6,775,764 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 338,788   |

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  | 338,788 |
| 2a | Tax on investment income for 2013 from Part VI, line 5. . . . .                                           | 2a | 10,767  |
| b  | Income tax for 2013 (This does not include the tax from Part VI ). . . . .                                | 2b |         |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 10,767  |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 328,021 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  | 595     |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 328,616 |
| 6  | Deduction from distributable amount (see instructions). . . . .                                           | 6  |         |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | 7  | 328,616 |

Part XII

Qualifying Distributions (see instructions)

|                                                                                                                                                                                              |                                                                                                                                                              |    |         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 1                                                                                                                                                                                            | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes                                                                    |    |         |
| a                                                                                                                                                                                            | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .                                                                         | 1a | 131,827 |
| b                                                                                                                                                                                            | Program-related investments—total from Part IX-B. . . . .                                                                                                    | 1b | 0       |
| 2                                                                                                                                                                                            | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .                                           | 2  | 0       |
| 3                                                                                                                                                                                            | Amounts set aside for specific charitable projects that satisfy the                                                                                          |    |         |
| a                                                                                                                                                                                            | Suitability test (prior IRS approval required). . . . .                                                                                                      | 3a | 0       |
| b                                                                                                                                                                                            | Cash distribution test (attach the required schedule). . . . .                                                                                               | 3b | 0       |
| 4                                                                                                                                                                                            | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                                    | 4  | 131,827 |
| 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 (see instructions). . . . . | 5  |         |
| 6                                                                                                                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .                                                                                      | 6  | 131,827 |
| 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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7                                                                                                                                |               |                            |             | 328,616     |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                               |               |                            |             |             |
| a Enter amount for 2012 only. . . . .                                                                                                                                               |               |                            | 51,337      |             |
| b Total for prior years 2011 , 2010 , 2009                                                                                                                                          |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2013                                                                                                                                   |               |                            |             |             |
| a From 2008. . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2009. . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2010. . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| e From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e. . . . .                                                                                                                                              |               |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 131,827                                                                                                              |               |                            |             |             |
| a Applied to 2012, but not more than line 2a                                                                                                                                        |               |                            | 51,337      |             |
| b Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               |                            |             |             |
| c Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              |               |                            |             |             |
| d Applied to 2013 distributable amount. . . . .                                                                                                                                     |               |                            |             | 80,490      |
| e Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| 5 Excess distributions carryover applied to 2013<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                              |               |                            |             |             |
| 6 Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 0             |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               |                            |             |             |
| 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. . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               |                            |             |             |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            |             |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .                                                               |               |                            |             | 248,126     |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .                                  |               |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .                                                                                |               |                            |             |             |
| 9 Excess distributions carryover to 2014.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 0             |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2009. . . .                                                                                                                                                           |               |                            |             |             |
| b Excess from 2010. . . .                                                                                                                                                           |               |                            |             |             |
| c Excess from 2011. . . .                                                                                                                                                           |               |                            |             |             |
| d Excess from 2012. . . .                                                                                                                                                           |               |                            |             |             |
| e Excess from 2013. . . . 0                                                                                                                                                         |               |                            |             |             |

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . .

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

**Part XV**

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                  | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                        |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year<br>See Additional Data Table |                                                                                                           |                                |                                  |        |
| <b>Total</b> . . . . .                                     |                                                                                                           |                                | <b>3a</b>                        | 53,720 |
| <b>b</b> Approved for future payment                       |                                                                                                           |                                |                                  |        |
| <b>Total</b> . . . . .                                     |                                                                                                           |                                | <b>3b</b>                        |        |

Enter gross amounts unless otherwise indicated

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)



|                                                                                                                                   |                                                                                                                                                                                                                                                          |                             |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| <div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury<br/>Internal Revenue Service</div> | <div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>.</div> | <div>OMB No 1545-0047</div> |
|                                                                                                                                   |                                                                                                                                                                                                                                                          | <div>2013</div>             |

|                                                                                       |                                                                 |
|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|
| <div>Name of the organization</div> <div>Michael and Ina Korek Foundation Trust</div> | <div>Employer identification number</div> <div>77-6140213</div> |
|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|

Organization type (check one)

|                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div> | <div>Section:</div> <div><div><input type="checkbox"/> 501(c)( ) (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div> |
|----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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<sup>1</sup>/<sub>3</sub>% 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 for 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 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

|                                                                       |                                                     |
|-----------------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>Michael and Ina Korek Foundation Trust | <b>Employer identification number</b><br>77-6140213 |
|-----------------------------------------------------------------------|-----------------------------------------------------|

|               |                                                                                                     |                            |                                                                                                                                                                                    |
|---------------|-----------------------------------------------------------------------------------------------------|----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part I</b> | <b>Contributors</b> (see instructions) Use duplicate copies of Part I if additional space is needed |                            |                                                                                                                                                                                    |
| (a)<br>No.    | (b)<br>Name, address, and ZIP + 4                                                                   | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                        |
| <u>1</u>      | Estate of Michael Korek<br>c/o Brian Korek 132 Hamilton Court<br><br>Los Altos, CA 94022            | \$ 7,248,181               | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br><br>(Complete Part II for noncash contributions ) |
| <br>          | <br><br><br><br>                                                                                    | \$<br>                     | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )                       |
| <br>          | <br><br><br><br>                                                                                    | \$<br>                     | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )                       |
| <br>          | <br><br><br><br>                                                                                    | \$<br>                     | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )                       |
| <br>          | <br><br><br><br>                                                                                    | \$<br>                     | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )                       |
| <br>          | <br><br><br><br>                                                                                    | \$<br>                     | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )                       |

|                                                                       |                                                     |
|-----------------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>Michael and Ina Korek Foundation Trust | <b>Employer identification number</b><br>77-6140213 |
|-----------------------------------------------------------------------|-----------------------------------------------------|

| <b>Part II</b>            | <b>Noncash Property</b> (see Instructions) Use duplicate copies of Part II if additional space is needed |                                                |                      |
|---------------------------|----------------------------------------------------------------------------------------------------------|------------------------------------------------|----------------------|
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     | See Additional Data Table                                                                                | \$ _____                                       | _____                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     |                                                                                                          | \$ _____                                       | _____                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     |                                                                                                          | \$ _____                                       | _____                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     |                                                                                                          | \$ _____                                       | _____                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     |                                                                                                          | \$ _____                                       | _____                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given                                                             | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| _____                     |                                                                                                          | \$ _____                                       | _____                |

|                                                                       |                                                     |
|-----------------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>Michael and Ina Korek Foundation Trust | <b>Employer identification number</b><br>77-6140213 |
|-----------------------------------------------------------------------|-----------------------------------------------------|

|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part III</b> | <b>Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.</b> Complete columns (a) through (e) and the following line entry<br>For organizations completing Part III, enter the total of <i>exclusively</i> religious, charitable, etc , contributions of <b>\$1,000 or less</b> for the year (Enter this information once See instructions ) ▶ \$<br>Use duplicate copies of Part III if additional space is needed |
|-----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                     |                                       |                                     |                                          |
|---------------------|---------------------------------------|-------------------------------------|------------------------------------------|
| (a) No. from Part I | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
| —                   | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                     | (e) Transfer of gift                  |                                     |                                          |
|                     | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
|                     | <div></div> <div></div>               | <div></div> <div></div> <div></div> |                                          |

|                     |                                       |                                     |                                          |
|---------------------|---------------------------------------|-------------------------------------|------------------------------------------|
| (a) No. from Part I | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
| —                   | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                     | (e) Transfer of gift                  |                                     |                                          |
|                     | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
|                     | <div></div> <div></div>               | <div></div> <div></div> <div></div> |                                          |

|                     |                                       |                                     |                                          |
|---------------------|---------------------------------------|-------------------------------------|------------------------------------------|
| (a) No. from Part I | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
| —                   | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                     | (e) Transfer of gift                  |                                     |                                          |
|                     | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
|                     | <div></div> <div></div>               | <div></div> <div></div> <div></div> |                                          |

|                     |                                       |                                     |                                          |
|---------------------|---------------------------------------|-------------------------------------|------------------------------------------|
| (a) No. from Part I | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
| —                   | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                     | (e) Transfer of gift                  |                                     |                                          |
|                     | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
|                     | <div></div> <div></div>               | <div></div> <div></div> <div></div> |                                          |

Additional Data

Software ID:

Software Version:

EIN: 77-6140213

Name: Michael and Ina Korek Foundation Trust

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                 | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | SPDR GOLD SHARES GLD, 611 sh                                 | \$<br><u>92,365</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | DOUBLELINE CORE FIXED INCOME I DBLFX, 16828 548 sh           | \$<br><u>191,341</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | PIMCO ALL ASSET ALL AUTHORITY INST FD PAUIX, 17625 125 sh    | \$<br><u>194,405</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | ALLEGHENY CNTY PA ARPT AUTH 05 00% 01/01728LDG4, 50000 sh    | \$<br><u>54,479</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | ALLEGHENY CNTY PA ARPT AUTH ARPT REV 04 01728LEA6, 75000 sh  | \$<br><u>81,923</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | AMERICAN INTL GROUP INC 8 250% 08/15/20 026874BT3, 100000 sh | \$<br><u>129,679</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | ATLANTA GA DEV AUTH EDL FACS REV REV BD 04780RBL1, 40000 sh  | \$<br><u>44,400</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CALIFORNIA ST GO BDS - 7 500% - 04/01/2 13063A5E0, 100000 sh | \$<br><u>143,918</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | CALIFORNIA ST GO BDS07 55% 04/01/2039 13063A5G5, 50000 sh    | \$<br><u>72,184</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CALIFORNIA ST GO BDS07 300% 10/01/2039 13063A7D0, 40000 sh   | \$<br><u>57,386</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|-------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | CALIFORNIA ST PUB WKS BRD LEASE REV 05 130685F96, 10000 sh  | \$<br><u>11,688</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CALIFORNIA ST UNIV REV REV BDS SER 05 13077CTP9, 20000 sh   | \$<br><u>23,534</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CASE NEW HOLLAND - 7 750% - 09/01/2013 147446AP3, 15000 sh  | \$<br><u>15,338</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CLARK CNTY NEV SCH DIST FOR ISSUES DTD 181059QF6, 10000 sh  | \$<br><u>11,506</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | COLLINGSWOOD N J TAXABLE GO BDS SER 04 194756MJ8, 40000 sh  | \$<br><u>42,372</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | COMMONWEALTH FING AUTH PA REV REV BDS 0 20281PCA8, 25000 sh | \$<br><u>29,480</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CONN ST HSG FIN AUTHHSG MTG FIN PG MTG 20775BWZ5, 10000 sh  | \$<br><u>10,278</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | COOK CNTY ILL GO ANDGO REF BDS SER B 0 213185ES6, 10000 sh  | \$<br><u>11,468</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | COOK CNTY ILL CMNTY HIGH SCH DIST NO 23 213188DA0, 10000 sh | \$<br><u>12,337</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | COOK CNTY ILL SCH DIST NO 148 DOLTON 05 215075GH9, 20000 sh | \$<br><u>24,058</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|-------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | COOK CNTY ILL SCH DIST NO 160 GO SCH 00 215265BW8, 25000 sh | \$<br><u>21,050</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | DALLAS CNTY TEX HOSPDIST LTD TAX BDS 05 234667HZ9, 15000 sh | \$<br><u>18,131</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | EAST BATON ROUGE LA SEW COMMN REV REV 0 270618CF6, 25000 sh | \$<br><u>27,679</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | FOLSOM CORDOVA CALIFUNI SCH DIST SCH 06 34440TBN2, 10000 sh | \$<br><u>11,343</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GENERAL ELECTRIC CAPITAL CORP 3 500% 10 36966TAF9, 75000 sh | \$<br><u>80,829</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GLOUCESTER CNTY N J IMPT AUTH RESOURCE 37970QAU4, 80000 sh  | \$<br><u>83,562</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GREATER ORLANDO AVIATION AUTH 05 50% 10 392274XB7, 25000 sh | \$<br><u>30,526</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | HUNTINGTON NTL BK OHIO SUB MTN 4 900% 0 44643TAC1, 15000 sh | \$<br><u>15,302</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | ILLINOIS HSG DEV AUTH REV HOMEOWNER 05 45201YJY4, 10000 sh  | \$<br><u>10,008</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | ILLINOIS ST TOLL HWY AUTH 5 293% 1/119 452252FJ3, 30000 sh  | \$<br><u>34,014</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                 | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | Ingersoll-Rand GI Hld Co 9 500% Due 04- 45687AAE2, 25000 sh  | \$<br><u>27,001</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | JEA FLA BULK PWR SUPPLY SYS REV REV 04 472149BA0, 15000 sh   | \$<br><u>16,712</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | JEFFERIES GROUP INC NEW SR DEB 6 250% 0 472319AC6, 50000 sh  | \$<br><u>53,363</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | JERSEY CITY N J GO IMPT BDS SER 2010B 476576DT7, 10000 sh    | \$<br><u>12,096</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | LEE CNTY FLA ARPT REV REV BDS SER 04 7 523470FC1, 35000 sh   | \$<br><u>40,329</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | LEHMAN BRTHRS HLDGRRBOND 00 0% 04/16/20 525ESC4W6, 135000 sh | \$<br><u>0</u>                                 | <u>2013-04-11</u>    |
| <u>1</u>                     | LEHMAN BRTH HLD ESCROW DPS 7 95% 12/31/ 525ESC711, 1000 sh   | \$<br><u>0</u>                                 | <u>2013-04-11</u>    |
| <u>1</u>                     | LEHMAN BRTHRS HLDGRRBOND 00 000% 02/08/ 525ESCIC5, 25000 sh  | \$<br><u>0</u>                                 | <u>2013-04-11</u>    |
| <u>1</u>                     | LINCOLN CALIF UNI SCH DIST SAN JOAQUIN 533067LE2, 75000 sh   | \$<br><u>78,221</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | LOS ANGELES CALIF 5 83% 12/1/17 54438EGR3, 15000 sh          | \$<br><u>15,579</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                 | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | MARRIOTT INTL INC NEW - 3 250% 09/15/20 571903AK9, 75000 sh  | \$<br><u>75,598</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | MASSACHUSETTS ST HSGFIN AGY HSG REV 05 575930T69, 5000 sh    | \$<br><u>5,026</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | METROPOLITAN WTR DIST SOUTHN CALIF 06 2 59266TBJ9, 25000 sh  | \$<br><u>29,855</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | MISSOURI ST HWYS & TRANS COMMN ST RD 04 60636WNQ4, 25000 sh  | \$<br><u>30,134</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | MISSOURI ST HWYS & TRANS COMMN ST RD 05 60636WPH2, 10000 sh  | \$<br><u>12,114</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | NORTH CAROLINA CAP FACS FIN AGY EXEMPT 65818RAA3, 50000 sh   | \$<br><u>51,547</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | OREGON SCH BRDS ASSN TAXABLE 04 77300% 686053DA4, 5000 sh    | \$<br><u>5,034</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | PACIFIC BELL DEB 7 37500% 07/15/2043 694032AV5, 35000 sh     | \$<br><u>36,321</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | PALMDALE CALIF ELEM SCH DIST SPL TAX SP 69671TCQ0, 100000 sh | \$<br><u>121,347</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | PHILADELPHIA PA AUTHFOR INDL DEV PENSIO 71781LAM1, 40000 sh  | \$<br><u>44,918</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|-------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | PROSPECT CAP CORP CALL 6 5500% 06/15/20 74348YAE1,55000 sh  | \$<br><u>54,990</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | PROVIDENCE R I REF BDS 2004 SERIES B 05 743787R96,40000 sh  | \$<br><u>41,214</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | RAYMOND JAMES FINL CINC - 5 625% - 04/0 754730AD1,50000 sh  | \$<br><u>57,831</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | RHODE ISLAND ST STUDENT LN AUTH 04 000% 762315LU1,50000 sh  | \$<br><u>54,536</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | RIALTO CALIF UNI SCHDIST GO BDS SER 05 762494QB1,45000 sh   | \$<br><u>50,067</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SAN BERNARDINO CALIFCITY UNI SCH DIST 0 796714DG5,50000 sh  | \$<br><u>58,683</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SCRANTON PA SWR AUTH SER 2011B - 5 230 810844CP3,15000 sh   | \$<br><u>16,725</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SONOMA CNTY CALIF PENSION OBLIG 03 5040 835574BZ6,20000 sh  | \$<br><u>21,119</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SUFFOLK NY TOB ASSET SECURITIZATION COR 864809AS7, 25000 sh | \$<br><u>25,018</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | TANGIPAHOA PARISH LAHOSP SVC DIST NO 1 875518EL2,40000 sh   | \$<br><u>44,868</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|-------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | VERMONT HSG FIN AGY MULTI PURPOSE BDS 0 924190EU1, 10000 sh | \$<br><u>10,409</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | VIRGINIA ST HSG DEV AUTH COMWLTH MTG MT 92812USM1, 25000 sh | \$<br><u>27,190</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | WILLIAMSPORT PA SAN AUTH SWR REV SWR RE 970225CQ9, 20000 sh | \$<br><u>21,953</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | WYANDANCH N Y UN FREE SCH DIST GO BDS 0 982616GM0, 20000 sh | \$<br><u>22,042</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | WYNN LAS VEGAS LLC / WYNN 7 7500% 08/15 983130AR6, 15000 sh | \$<br><u>17,115</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | EGSHARES EMERGING MARKETS CONSUMER ECON, 63 sh              | \$<br><u>1,700</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | ISHARES GOLD TRUST IAU, 258 sh                              | \$<br><u>3,919</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | ISHARE MSCI GERMANY EWG, 140 sh                             | \$<br><u>3,517</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | ISHARES MSCI-HONG KONG EWH, 175 sh                          | \$<br><u>3,459</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | ISHARES BARCLAYS TIPS BOND FUND TIP, 44 sh                  | \$<br><u>5,347</u>                             | <u>2013-04-11</u>    |

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given   | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                  | ISHARESLEHMAN 7-10YR IEF, 31 sh                | \$ <u>3,344</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | ISHARES RUSSELL 2000 IWM, 38 sh                | \$ <u>3,578</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | ISHARE FTSE EPRA/NAREIT DEV IFGL, 209 sh       | \$ <u>7,462</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD DIVIDEND APPRECIATION ETF VIG, 134 sh | \$ <u>8,941</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD TOTAL BOND MARKET ETF BND, 158 sh     | \$ <u>13,220</u>                               | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD MSCI EAFE ETF VEA, 103 sh             | \$ <u>3,862</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD MSCI EMERGING MARKETS ETF VWO, 38 sh  | \$ <u>1,629</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD SF REIT ETF VNQ, 145 sh               | \$ <u>10,681</u>                               | <u>2013-04-11</u>    |
| <u>1</u>                  | VANGUARD TOTAL STOCK MARKET ETF VTI, 45 sh     | \$ <u>3,689</u>                                | <u>2013-04-11</u>    |
| <u>1</u>                  | PNC FINL SVCS GRP D S Q PNCZL, 2000 sh         | \$ <u>51,380</u>                               | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                   | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|----------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | USB CAPITAL VII PFD - 5 875% - 08/15/20 USB-PF, 2000 sh        | \$<br><u>59,920</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | Vornado Rlty Tst 6 625 Ser G VNO-PG, 2000 sh                   | \$<br><u>50,380</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | AMERICAN EXPRESS BK FSB MTN 6 000% 09/1 02580ECC5, 75000 sh    | \$<br><u>89,693</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | ANHEUSER BUSCH INBEV WORLDWIDE-5 3750%- 03523TAN8, 75000 sh    | \$<br><u>91,403</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | BB&T CORP SER F PERPETUAL PFD - 5 200% 054937602, 2000 sh      | \$<br><u>50,240</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | BANK OF NEW YORK MELLON CORPORATION BKYKL, 2000 sh             | \$<br><u>51,240</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | CVS CAREMARK CORP NOTE - 4 1250% - 05/1 126650BW9, 100000 sh   | \$<br><u>112,054</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | CALIFORNIA ST BUILD AMERICA BONDS-5 70% 13063BJA1, 100000 sh   | \$<br><u>121,280</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | CITIGROUP INC - 4 875% - 05/07/2015 172967BW0, 100000 sh       | \$<br><u>106,659</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | COLLEGE LN CORP SER 2007-1 CL A8 5 448% 194267AE0, 36866 67 sh | \$<br><u>36,867</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                     | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|------------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | DIRECT TV - 3 125% - 02/15/2016 25459HAV7,75000 sh               | \$<br><u>78,612</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GOVT NATL MTG ASSN II POOL #4293 7 000% 36202EXW4, 17151 5823 sh | \$<br><u>19,815</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GNMA POOL #705984 6 5000% 01/15/2039 36297AJ53, 13548 1787 sh    | \$<br><u>15,454</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GENERAL ELEC CAP CORP - 2 950% - 05/09/ 36962G5C4,75000 sh       | \$<br><u>79,248</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | GOLDMAN SACHS GRP INC MTN BE 6 00000% 0 38141EA66, 100000 sh     | \$<br><u>117,169</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | HUSKY ENERGY INC SR NT 7 25000% 12/15/2 448055AF0,50000 sh       | \$<br><u>64,548</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | ISHARES ETF AAA- A RATED CORPORATE BOND QLTA,41 sh               | \$<br><u>2,139</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | KEYCORP NOTE - 3 75% - 08/13/2015 49326EEC3,100000 sh            | \$<br><u>106,620</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | KIMCO RLTY CORP - 5 500% - 12/31/2049 KIM-PJ,2000 sh             | \$<br><u>51,360</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | MERRILL LYNCH & CO INC BOND DTD 5/16/20 5901884M7,100000 sh      | \$<br><u>111,278</u>                           | <u>2013-04-11</u>    |

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|------------------------------|-------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | MERRILL LYNCH MTN BE - 6 400% - 08/28/2 59018YJ69,100000 sh | \$<br><u>117,492</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | MORGAN STANLEY-3 80%-04/29/2016 61747YDD4,75000 sh          | \$<br><u>79,547</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | NATIONAL CITY BANK BONDS 4 625% 05/01/2 63534PAD9,100000 sh | \$<br><u>100,000</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | NEW YORK ST DORM AUTH ST PERS INCOME 04 649902S79,150000 sh | \$<br><u>179,838</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | OAKLAND CALIF PENSION OBLIG 02 81700% 1 672319BZ2,55000 sh  | \$<br><u>54,907</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | PASADENA CALIF UNI SCH DIST GO BDS EX 0 702282LN2,50000 sh  | \$<br><u>58,677</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | PENNSYLVANIA ST HIGHER ED ASSISTANCE11 709163GT0,350000 sh  | \$<br><u>350,000</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | PETROHAWK ENERGY CORP 6 250% 06/01/2019 716495AN6,75000 sh  | \$<br><u>84,469</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | POWERSHARES QQQ NASDAQ 100 QQQ,140 sh                       | \$<br><u>9,794</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | DB COMMODITY INDEX TRACKING FUND DBC,161 sh                 | \$<br><u>4,310</u>                             | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                 | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | POWERSHARES EMERGING MARKETS SOVEREIGN PCY, 104 sh           | \$<br><u>3,194</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | POWERSHARES ETF TR II S&P500 LOW VOL SPLV, 158 sh            | \$<br><u>5,015</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | PRUDENTIAL FINL INC-4 750%-06/13/2015 74432QAG0, 65000 sh    | \$<br><u>70,214</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | PUBLIC STORAGE SH PFD SH INT - 5 750%- PSA-PT, 2000 sh       | \$<br><u>51,900</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | QUEST DIAGNOSTIC INCBONDS 6 40% 07/01/2 74834LAM2, 75000 sh  | \$<br><u>87,659</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SPDR BARCLAYS CAPITAL SHORT TERM CORP B SCPB, 174 sh         | \$<br><u>5,355</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | SACRAMENTO CNTY CALIF SANTN DIST 03 389 786134SV9, 100000 sh | \$<br><u>108,875</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | SAFEWAY INC - 6 250% - 03/15/2014 786514BQ1, 75000 sh        | \$<br><u>78,761</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SAN FRANCISCO CALIF CITY & CNTY PUB 04 79768HAA6, 75000 sh   | \$<br><u>88,028</u>                            | <u>2013-04-11</u>    |
| <u>1</u>                     | SANTA CRUZ CALIF CITY SCH DIST CTFS 05 801737BU0, 75000 sh   | \$<br><u>80,161</u>                            | <u>2013-04-11</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                 | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | UNIVERSITY CALIF REVS BDS SER 06 27% 0 91412F7X9, 100000 sh  | \$<br><u>116,145</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | VALERO ENERGY CORP - 6 125% - 02/01/202 91913YAR1, 100000 sh | \$<br><u>122,400</u>                           | <u>2013-04-11</u>    |
| <u>1</u>                     | WISDOMTREE ASIA LOCAL DEBT FUND ALD, 57 sh                   | \$<br><u>3,006</u>                             | <u>2013-04-11</u>    |
| <u>1</u>                     | COACH INC COH, 145 sh                                        | \$<br><u>7,242</u>                             | <u>2013-04-08</u>    |
| <u>1</u>                     | COCA-COLA CO KO, 390 sh                                      | \$<br><u>15,725</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | GEN DYNAMICS CP GD, 205 sh                                   | \$<br><u>14,164</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | INTERNATIONAL BUSINESS MACHINES IBM, 75 sh                   | \$<br><u>15,624</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | JOHNSON & JOHNSON JNJ, 225 sh                                | \$<br><u>18,191</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | MCDONALD'S CORP MCD, 155 sh                                  | \$<br><u>15,682</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | MEDTRONIC INC MDT, 385 sh                                    | \$<br><u>17,814</u>                            | <u>2013-04-08</u>    |

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|----------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                  | MICROSOFT CORPORATION MSFT, 450 sh           | \$ <u>12,870</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | NIKE INC-CL B NKE, 320 sh                    | \$ <u>19,003</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | OMNICOM GROUP OMC, 290 sh                    | \$ <u>17,142</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | PEPSICO INC PEP, 215 sh                      | \$ <u>16,959</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | PROCTER GAMBLE CO PG, 215 sh                 | \$ <u>16,852</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | STRYKER CORPORATION SYK, 270 sh              | \$ <u>17,605</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | UNITED TECHNOLOGIES CORP UTX, 180 sh         | \$ <u>16,753</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | WAL-MART STORES INC WMT, 250 sh              | \$ <u>19,160</u>                               | <u>2013-04-08</u>    |
| <u>1</u>                  | ABBOTT LABS ABT, 235 sh                      | \$ <u>8,516</u>                                | <u>2013-04-08</u>    |
| <u>1</u>                  | ABBVIE INC ABBV, 235 sh                      | \$ <u>9,745</u>                                | <u>2013-04-08</u>    |

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                   | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|----------------------------------------------------------------|------------------------------------------------|----------------------|
| <u>1</u>                     | AUTOMATIC DATA PROCESSING INC ADP, 265 sh                      | \$<br><u>16,934</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | BECTON DICKINSON & CO BDX, 190 sh                              | \$<br><u>18,169</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | BERKSHIRE HATHAWAY INC CLASS B BRK-B, 90 sh                    | \$<br><u>9,401</u>                             | <u>2013-04-08</u>    |
| <u>1</u>                     | CISCO SYSTEMS INC CSCO, 730 sh                                 | \$<br><u>15,038</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | ORACLE CORP ORCL, 500 sh                                       | \$<br><u>16,065</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | 3M CO MMM, 165 sh                                              | \$<br><u>17,450</u>                            | <u>2013-04-08</u>    |
| <u>1</u>                     | VARIAN MEDICAL SYSTEMS INC VAR, 110 sh                         | \$<br><u>7,765</u>                             | <u>2013-04-08</u>    |
| <u>2</u>                     | GOLDMAN SACHS GROUP INC MTN 02 00% 05/3 38141GJP0,<br>55000 sh | \$<br><u>54,719</u>                            | <u>2013-04-11</u>    |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |        |
| ALLEY CAT RESCUE INC PO BOX 585<br>MT RAINIER,MD 20712                                                                 | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATI<br>1060 LA AVENIDA ST<br>MOUNTAIN VIEW,CA 94043                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| AMERICAN JEWISH COMMITTEE<br>165 E 56TH ST<br>NEWYORK,NY 10022                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| AMERICAN LUNG ASSOCIATION<br>1301 PENNSYLVANIA AVE NW STE 800<br>WASHINGTON,DC 20004                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| AMERICAN PROSTATE SOCIETY<br>INC 10 E LEE ST APT 1504<br>BALTIMORE,MD 21202                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| AMNESTY INTERNATIONAL OF THE USA INC 5 PENN PLZ FL 16<br>NEWYORK,NY 10001                                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| ANIMAL LEGAL DEFENSE FUND 170 E COTATI AVE<br>COTATI,CA 94931                                                          | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| ANTI DEFAMATION LEAGUE FOUNDATION 605 3RD AVE<br>NEWYORK,NY 10158                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| ASSOCIATION OF SMALL FOUNDATIONS 1720 N ST NW<br>WASHINGTON,DC 20036                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 725    |
| BEST FRIENDS ANIMAL SOCIETY<br>5001 ANGEL CANYON RD<br>KANAB,UT 84741                                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| BNAI BRITH INTERNATIONAL 5629 W N AVE<br>MILWAUKEE,WI 53208                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| BOY SCOUTS OF AMERICA 251 COMMERCE CIR<br>SACRAMENTO,CA 95815                                                          | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| BOYS TOWN JERUSALEM FOUNDATION OF AMERICA INC 1 PENN PLZ STE 6250<br>NEWYORK,NY 10119                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| BRADY CENTER TO PREVENT GUN VIOLENCE 1225 EYE ST NW STE 1100<br>WASHINGTON,DC 20005                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| BREAST CANCER ACTION 55 NEW MONTGOMERY ST STE 323<br>SAN FRANCISCO,CA 94105                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |        |
| BREAST CANCER CONNECTIONS<br>390 CAMBRIDGE AVE<br>PALO ALTO,CA 94306                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE<br>DR GOLDEN GA<br>SAN FRANCISCO,CA 94118                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 250    |
| CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST<br>STE 110<br>SAN FRANCISCO,CA 94133                                 | N/A                                                                                                       | PC                             | General & Unrestricted           | 125    |
| CANCER CONTROL SOCIETY 2043 N BERENDO ST<br>LOS ANGELES,CA 90027                                                       | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| CENTER FOR PUBLIC INTEGRITY<br>910 17TH ST NW FL 7<br>WASHINGTON,DC 20006                                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| CHABAD OF CALIFORNIA 741 GAYLEY AVE<br>LOS ANGELES,CA 90024                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| CHAC 590 WEL CAMINO REAL<br>MOUNTAIN VIEW,CA 94040                                                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| CHILD ADVOCATES OF SILICON VALLEY INC 509 VALLEY WAY<br>MILPITAS,CA 95035                                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 1,000  |
| CITY COLLEGE FUND 160 CONVENT AVE S166<br>NEW YORK,NY 10031                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| COMMITTEE FOR ACCURACY IN MIDDLE EAST REPORTING IN PO BOX 35040<br>BOSTON,MA 02135                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| COMMONWEALTH CLUB OF CALIFORNIA 595 MARKET ST<br>SAN FRANCISCO,CA 94105                                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| COMMUNITY SCHOOL OF MUSIC AND ARTS 230 SAN ANTONIO CIR<br>MOUNTAIN VIEW,CA 94040                                       | N/A                                                                                                       | PC                             | General & Unrestricted           | 600    |
| COMMUNITY SERVICES AGENCY 204 STIERLIN RD<br>MOUNTAIN VIEW,CA 94043                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| CONGREGATION SHIR HADASH 20 CHERRY BLOSSOM LN<br>LOS GATOS,CA 95032                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| CONSUMERS UNION OF UNITED STATES INC 101 TRUMAN AVE<br>YONKERS,NY 10703                                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |        |
| COVENANT HOUSE WASHINGTON DC 2001 MISSISSIPPI AVE SE WASHINGTON,DC 20020                                               | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| DEFENDERS OF WILDLIFE 1130 17TH ST NW WASHINGTON,DC 20036                                                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 300    |
| DIAN FOSSEY GORILLA FUND 800 CHEROKEE AVE ATLANTA,GA 30315                                                             | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE NEWYORK,NY 10001                                                           | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| EARTHJUSTICE 50 CALIFORNIA ST SAN FRANCISCO,CA 94111                                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| ENVIRONMENT CALIFORNIA RESEARCH & POLICY CENTER IN 1314 H ST NW STE 100 SACRAMENTO,CA 95814                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| ENVIRONMENTAL DEFENSE FUND INCORPORATED 1875 CONNECTICUT AVE NW STE 600 WASHINGTON,DC 20009                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| FACTS AND LOGIC ABOUT THE MIDDLE EAST INC PO BOX 590359 SAN FRANCISCO,CA 94159                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| FAIRWARNING INC 17514 VENTURA BLVD STE 103 ENCINO,CA 91316                                                             | N/A                                                                                                       | PC                             | General & Unrestricted           | 2,000  |
| FINCA INTERNATIONAL INC 1201 15TH ST N W 8TH FL WASHINGTON,DC 20005                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| FOOTHILL-DE ANZA COMMUNITY COLLEGES FOUNDATION 12345 S EL MONTE RD LOS ALTOS HLS,CA 94022                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| GLAUCOMA RESEARCH FOUNDATION 251 POST ST STE 600 SAN FRANCISCO,CA 94108                                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| GLIDE MEMORIAL UNITED METHODIST CHURCH 330 ELLIS ST SAN FRANCISCO,CA 94102                                             | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| GREENPEACE FUND INC 702 H ST NW STE 300 WASHINGTON,DC 20001                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| H E R WEEKEND INC PO BOX 77 WOODLAND HLS,CA 91365                                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 1,500  |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |        |
| HALT (HELP ABOLISH LEGAL TYRANNY) AN ORGANIZATION<br>1612 K ST NW STE 510<br>WASHINGTON,DC 20006                       | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| HIAS INC 333 7TH AVE 16TH FLR<br>NEW YORK,NY 10001                                                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| HONEST REPORTING COM INC<br>10024 SKOKIE BLVD<br>SKOKIE,IL 60077                                                       | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| HOPE SERVICES 30 LAS COLINAS LN<br>SAN JOSE,CA 95119                                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| HORSES FOR HEALING THERAPEUTIC RIDING CENTER PO BOX 4839<br>AUBURN,CA 95604                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| IEEE FOUNDATION INC 445 HOES LN<br>PISCATAWAY,NJ 08854                                                                 | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| INSTITUTE OF HEARTMATH PO BOX 1463<br>BOULDER CREEK,CA 95006                                                           | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| INSTITUTE OF NOETIC SCIENCES<br>625 2ND ST<br>PETALUMA,CA 94952                                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| INTERNATIONAL CAMPAIGN FOR TIBET 1825 JEFFERSON PL NW<br>WASHINGTON,DC 20036                                           | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| INTERNATIONAL FELLOWSHIP OF CHRISTIANS & JEWS PO BOX 96105<br>WASHINGTON,IL 20090                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| INTERNATIONAL MEDIA PROJECT<br>1714 FRANKLIN ST STE 100-251<br>OAKLAND,CA 94612                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| INTERNATIONAL PLANNED PARENTHOOD FEDERATION 125 MAIDEN LN FL 9<br>NEW YORK,NY 10038                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| INTERNATIONAL RESCUE COMMITTEE INC 122 E 42ND ST<br>NEW YORK,NY 10168                                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| ISRAEL EMERGENCY ALLIANCE<br>6505 WILSHIRE BLVD<br>LOS ANGELES,CA 90048                                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| JEWISH FAMILY & CHILDRENS SERVICES 2150 POST ST<br>SAN FRANCISCO,CA 94115                                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                                    |                                      |                                     |        |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                                    |                                      |                                     |        |
| JEWISH FEDERATION OF SILICON VALLEY 14855 OKA RD<br>LOS GATOS,CA 95032                                                 | N/A                                                                                                                | PC                                   | General & Unrestricted              | 250    |
| JEWISH NATIONAL FUND-KEREN KAYEMETH LEISRAEL INC 42 E<br>69TH ST<br>NEWYORK,NY 10021                                   | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| JOHN MUIR HEALTH 1400 TREAT BLVD<br>WALNUT CREEK,CA 94597                                                              | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| KIDNEY CANCER ASSOCIATION 1234 SHERMAN AVE STE 203<br>EVANSTON,IL 60202                                                | N/A                                                                                                                | PC                                   | General & Unrestricted              | 200    |
| LUCILE PACKARD FOUNDATION FOR CHILDREN'S HEALTH 400<br>HAMILTON AVE<br>PALO ALTO,CA 94301                              | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| MAKE-A-WISH FOUNDATION OF AMERICA 4742 N 24TH ST STE 400<br>PHOENIX,AZ 85016                                           | N/A                                                                                                                | PC                                   | General & Unrestricted              | 400    |
| MARINE MAMMAL CENTER 2000 BUNKER RD FORT CRONKHITE<br>SAUSALITO,CA 94965                                               | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| MONO LAKE FOUNDATION PO BOX 29<br>LEE VINING,CA 93541                                                                  | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| MOTHERS AGAINST DRUNK DRIVING 511 E JOHN CARPENTER<br>FREEWAY STE<br>IRVING,TX 75062                                   | N/A                                                                                                                | PC                                   | Sacramento Chapter                  | 20,000 |
| NATURAL RESOURCES DEFENSE COUNCIL INC 40 W 20TH ST<br>NEWYORK,NY 10011                                                 | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| NEXT DOOR SOLUTIONS TO DOMESTIC VIOLENCE 234 E GISH<br>RD STE 200<br>SAN JOSE,CA 95112                                 | N/A                                                                                                                | PC                                   | General & Unrestricted              | 200    |
| NIKE ANIMAL RESCUE FOUNDATION 5463 SHERIDAN RD<br>SUNOL,CA 94586                                                       | N/A                                                                                                                | PC                                   | General & Unrestricted              | 500    |
| ONE CHILD 1900 MOWRY AVE STE 103<br>FREMONT,CA 94538                                                                   | N/A                                                                                                                | PC                                   | General & Unrestricted              | 200    |
| ORGANIC CONSUMERS ASSOCIATION 6771 S SILVER<br>HILL DR<br>FINLAND,MN 55603                                             | N/A                                                                                                                | PC                                   | General & Unrestricted              | 300    |
| PAACT INC 1143 PARMELEE AVE NW<br>GRAND RAPIDS,MI 49504                                                                | N/A                                                                                                                | PC                                   | General & Unrestricted              | 100    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                                    |                                      |                                     | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |        |
| PACIFIC WHALE FOUNDATION 300 MAALAEA RD STE 211 WAILUKU, HI 96793                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| PALACE OF FINE ARTS LEAGUE INC 3301 LYON ST SAN FRANCISCO, CA 94123                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| PATHWAYS HOME HEALTH AND HOSPICE 585 N MARY AVE SUNNYVALE, CA 94085                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| PENINSULA HUMANE SOCIETY & SPCA 1450 ROLLINS RD BURLINGAME, CA 94010                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| PEOPLE FOR THE AMERICAN WAY FOUNDATION 1101 15TH ST NW STE 600 WASHINGTON, DC 20005                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS INC 501 FRONT ST NORFOLK, VA 23510                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| PETS IN NEED 871 5TH AVE REDWOOD CITY, CA 94063                                                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| PHYSICIANS COMMITTEE FOR RESPONSIBLE MEDICINE INC 5100 WISCONSIN AVE NW STE 400 WASHINGTON, DC 20016                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| PHYSICIANS FOR SOCIAL RESPONSIBILITY INC 1111 14TH ST NW STE 700 WASHINGTON, DC 20005                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| POLYTECHNIC INSTITUTE OF NEW YORK UNIVERSITY 6 METROTECH CTR BROOKLYN, NY 11201                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| PRIDE INDUSTRIES PO BOX 1200 ROCKLIN, CA 95677                                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| PROJECT OPEN HAND 730 POLK ST 3RD FL SAN FRANCISCO, CA 94109                                                           | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| PROSTATE AWARENESS FOUNDATION PO BOX 2934 SANTA ROSA, CA 95405                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| PROSTATE CANCER RESEARCH INSTITUTE 5777 W CENTURY BLVD STE 800 LOS ANGELES, CA 90045                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| RESEARCH TO PREVENT BLINDNESS INC 645 MADISON AVE NEW YORK, NY 10022                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| <b>Total</b> . . . . .  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

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| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |        |
| RONALD MCDONALD HOUSE AT STANFORD 520 SAND HILL RD PALO ALTO,CA 94304                                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SAN FRANCISCO AIDS FOUNDATION 1035 MARKET ST STE 400 SAN FRANCISCO,CA 94103                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SAN FRANCISCO BAY BIRD OBSERVATORY 524 VALLEY WAY MILPITAS,CA 95035                                                    | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SAN FRANCISCO CITY GUIDES 100 LARKIN ST SAN FRANCISCO,CA 94102                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| SAN FRANCISCO SYMPHONY 201 VAN NESS AVE SAN FRANCISCO,CA 94102                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SAN JOSE MUSEUM OF ART ASSOCIATION 110 S MARKET ST SAN JOSE,CA 95113                                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SECOND HARVEST FOOD BANK OF SANTA CLARA AND SAN MA 750 CURTNER AVE SAN JOSE,CA 95125                                   | N/A                                                                                                       | PC                             | General & Unrestricted           | 600    |
| SIERRA CLUB FOUNDATION 85 2ND ST SAN FRANCISCO,CA 94105                                                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE,CA 95113                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 300    |
| SILICON VALLEY JEWISH FILM FESTIVAL 830 STEWART DR SUNNYVALE,CA 94085                                                  | N/A                                                                                                       | PC                             | General & Unrestricted           | 320    |
| SIMON WIESENTHAL CENTER 1399 S ROXBURY DR LOS ANGELES,CA 90035                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| SMART LIFE FORUM INC 14436 ESTERLEE DR SARATOGA,CA 95070                                                               | N/A                                                                                                       | PC                             | General & Unrestricted           | 3,500  |
| TAWONGA JEWISH COMMUNITY CORPORATION 131 STEUART ST STE 460 SAN FRANCISCO,CA 94105                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| THE ELEPHANT SANCTUARY IN TENNESSEE PO BOX 393 HOHENWALD,TN 38462                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 300    |
| THE HEALTH TRUST Meals-on-Wheels Program 2105 S BASCOM AVE STUITE 220 CAMPBELL,CA 95125                                | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |        |
| THE MANKIND PROJECT 1086 E HWY 193 STE 203 LAYTON,UT 84040                                                             | N/A                                                                                                       | PC                             | General & Unrestricted           | 1,500  |
| THE SALVATION ARMY - SANTA CLARA COUNTY 359 N 4TH ST SAN JOSE,CA 95109                                                 | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| THE TECH MUSEUM OF INNOVATION 201 S MARKET ST SAN JOSE,CA 95113                                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 250    |
| THEATREWORKS 350 TWIN DOLPHIN DR STE 127 REDWOOD CITY,CA 94065                                                         | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| US TOO INTERNATIONAL INC 5003 FAIRVIEW AVE DOWNERS GROVE,IL 60515                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| UTILITY REFORM NETWORK 268 BUSH ST STE 3933 SAN FRANCISCO,CA 94104                                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 200    |
| VIETNAM VETERANS OF CALIFORNIA INC PO BOX 378 SANTA ROSA,CA 95402                                                      | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| WILDERNESS SOCIETY 1615 M ST NW LBBY 2 WASHINGTON,DC 20036                                                             | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX,NY 10460                                                        | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| WORLD AFFAIRS COUNCIL OF NORTHERN CALIFORNIA 312 SUTTER ST STE 200 SAN FRANCISCO,CA 94108                              | N/A                                                                                                       | PC                             | General & Unrestricted           | 100    |
| WORLD WILDLIFE FUND INC 1250 24TH ST NW WASHINGTON,DC 20090                                                            | N/A                                                                                                       | PC                             | General & Unrestricted           | 500    |
| YOUNG MENS CHRISTIAN ASSOCIATION SILICON VALLEY 1922 THE ALAMEDA SAN JOSE,CA 95126                                     | N/A                                                                                                       | PC                             | General & Unrestricted           | 150    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 53,720 |

**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2013 Depreciation Schedule**

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

## TY 2013 Investments Corporate Bonds Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Name of Bond                   | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------|------------------------|-------------------------------|
| AEQUITAS COMMERCIAL FINANCE LL | 195,024                | 249,999                       |
| AMERICAN EXPRESS BK FSB MTN 6. | 89,693                 | 86,277                        |
| AMERICAN INTL GROUP INC 8.250% | 129,678                | 125,087                       |
| ANHEUSER BUSCH INBEV WORLDWIDE | 91,403                 | 86,075                        |
| CITIGROUP INC - 4.875% - 05/0  | 106,659                | 104,907                       |
| DIRECT TV - 3.125% - 02/15/201 | 78,612                 | 78,017                        |
| GENERAL ELEC CAP CORP - 2.950% | 79,248                 | 78,523                        |
| GENERAL ELECTRIC CAPITAL CORP  | 80,829                 | 79,171                        |
| GOLDMAN SACHS GRP INC MTN BE 6 | 117,169                | 114,658                       |
| GOVT NATL MTG ASSN II POOL #42 | 16,630                 | 16,338                        |
| HUNTINGTON NTL BK OHIO SUB MTN | 15,302                 | 15,024                        |
| HUSKY ENERGY INC SR NT 7.25000 | 64,548                 | 60,331                        |
| KEYCORP NOTE - 3.75% - 08/13/2 | 106,620                | 104,574                       |
| LEHMAN BRTH HLD ESCROW DPS 7.9 |                        |                               |
| LEHMAN BRTHRS HLDGRRBOND 00.0% |                        |                               |
| LEHMAN BRTHRS HLDGRRBOND 00.00 |                        |                               |
| PETROHAWK ENERGY CORP 6.250% 0 | 84,469                 | 82,650                        |
| PRUDENTIAL FINL INC-4.750%-06/ | 70,214                 | 68,613                        |
| QUEST DIAGNOSTIC INCBONDS 6.40 | 87,659                 | 85,279                        |
| VALERO ENERGY CORP - 6.125% -  | 122,400                | 114,222                       |

TY 2013 Investments Corporate  
Stock Schedule

**Name:** Michael and Ina Korek Foundation Trust  
**EIN:** 77-6140213

| Name of Stock                  | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------|------------------------|-------------------------------|
| ALLEGiant MID CAP VALUE CLASS  | 432,155                | 435,487                       |
| APACHE CORPORATION             | 15,155                 | 16,329                        |
| BECTON DICKINSON & CO          | 7,102                  | 9,502                         |
| BERKLEY W R CP                 | 14,989                 | 15,837                        |
| BERKSHIRE HATHAWAY INC. CLASS  | 9,401                  | 10,670                        |
| CHECK POINT SOFTWARE TECHNOLOG | 7,783                  | 10,256                        |
| CVS CAREMARK CORP.             | 7,352                  | 10,736                        |
| DOUBLELINE CORE FIXED INCOME I | 576,654                | 543,689                       |
| DOUBLELINE TOTAL RETURN BOND   | 427,713                | 405,477                       |
| EMC CORP-MASS                  | 7,478                  | 7,947                         |
| ENBRIDGE INC                   | 17,129                 | 17,472                        |
| EXPEDITORS INTL WASH INC.      | 11,105                 | 12,390                        |
| EXPRESS SCRIPTS HOLDING CO.    | 16,666                 | 18,543                        |
| FAIRFAX FINL HLDGS LTD         | 56,924                 | 58,809                        |
| FRANCO NEV CORP                | 11,576                 | 11,000                        |
| HUMANA INC                     | 50,783                 | 56,771                        |
| INTEL CORP                     | 54,998                 | 59,968                        |
| ISHARES RUSSELL 2000           | 152,927                | 173,040                       |
| JOHNSON & JOHNSON              | 32,252                 | 34,346                        |
| JP MORGAN CHASE & CO           | 42,635                 | 47,954                        |
| LOCKHEED MARTIN CORP           | 9,208                  | 14,420                        |
| MEDTRONIC INC                  | 7,488                  | 9,756                         |
| MERCK & CO INC.                | 56,335                 | 58,058                        |
| MICROSOFT CORPORATION          | 52,076                 | 61,165                        |
| MOLSON COOR BREW CO CL B       | 14,480                 | 18,530                        |
| NESTLE S.A.                    | 12,130                 | 13,099                        |
| NOVARTIS AG ADR                | 18,761                 | 23,310                        |
| ORANGE                         | 10,086                 | 10,979                        |
| PHILIP MORRIS INTL             | 15,034                 | 14,638                        |
| PIMCO ALL ASSET ALL AUTHORITY  | 963,117                | 883,165                       |

| Name of Stock                  | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------|------------------------|-------------------------------|
| PIMCO TOTAL RETURN FUND        | 254,094                | 252,409                       |
| PRAXAIR INC.                   | 8,161                  | 8,582                         |
| ROYAL GOLD INC COM             | 10,443                 | 10,089                        |
| SPDR GOLD SHARES               | 315,860                | 239,439                       |
| SPDR S&P 500 ETF TRUST         | 189,471                | 221,628                       |
| SPDR SER TR S&P OIL & GAS EXPL | 68,179                 | 68,530                        |
| SPECTRA ENERGY CORP-W/I        | 14,677                 | 19,235                        |
| SYSCO CORP                     | 34,401                 | 38,988                        |
| TOUCHSTONE FDS GROUP TR SMLCAP | 103,587                | 115,130                       |
| VIRTUS EMERGING MARKETS OPPTS  | 403,662                | 380,145                       |
| VODAFONE GROUP PLC             | 13,106                 | 17,886                        |
| WAL-MART STORES INC.           | 33,855                 | 33,837                        |
| WESTERN UNION CO               | 5,367                  | 6,883                         |
| WISDOMTREE JAPAN DIVIDEND FUND | 67,338                 | 76,260                        |

# **TY 2013 Investments Government Obligations Schedule**

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

**US Government Securities - End of  
Year Book Value:**

13,210

**US Government Securities - End of  
Year Fair Market Value:**

12,909

**State & Local Government  
Securities - End of Year Book  
Value:**

1,151,107

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

1,077,501

**TY 2013 Investments - Land Schedule**

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

TY 2013 Investments - Other Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|----------------|-----------------------|------------|-------------------------------|
| ZSPACE, INC    |                       | 75,000     | 19,806                        |

**TY 2013 Land, Etc. Schedule****Name:** Michael and Ina Korek Foundation Trust**EIN:** 77-6140213

## TY 2013 Legal Fees Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Category                      | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| General Governance/Counseling | 303    |                          |                        | 303                                         |

**TY 2013 Other Expenses Schedule****Name:** Michael and Ina Korek Foundation Trust**EIN:** 77-6140213

| Description                    | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|--------------------------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| Administrative Fees            | 24,872                            |                          |                     | 24,872                                   |
| Bank Charges                   | 75                                | 75                       |                     |                                          |
| K-1 Exp DB COMMODITY INDEX TRA | 16                                | 16                       |                     |                                          |

TY 2013 Other Income Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Description                                   | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|-----------------------------------------------|-----------------------------------|--------------------------|---------------------|
| K-1 Inc/Loss DB COMMODITY INDEX TRACKING FUND | 1                                 | 1                        |                     |
| Federal Tax Refund                            | 988                               |                          |                     |
| SF Conference Refund                          | 595                               |                          |                     |

TY 2013 Other Liabilities Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Description | Beginning of Year - Book Value | End of Year - Book Value |
|-------------|--------------------------------|--------------------------|
| OPTIONS     |                                | 7,547                    |

# TY 2013 Other Professional Fees Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Category                          | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| Investment Management<br>Services | 40,793 | 40,793                   |                        |                                             |

# TY 2013 Substantial Contributors Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Name                    | Address                                                   |
|-------------------------|-----------------------------------------------------------|
| Estate of Michael Korek | c/o Brian Korek 132 Hamilton Court<br>Los Altos, CA 94022 |

# TY 2013 Taxes Schedule

**Name:** Michael and Ina Korek Foundation Trust

**EIN:** 77-6140213

| Category                      | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| 990-PF Estimated Tax for 2013 | 16,900 |                          |                        |                                             |
| Foreign Tax Paid              | 258    | 258                      |                        |                                             |