Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning DEC 1, 2013 , and ending NOV 30, 2014

Name of foundation: GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION

A Employer identification number: 36-3998692

Number and street (or P O box number if mail is not delivered to street address): 3535 PATTEN ROAD — Room/suite: 7A

B Telephone number: 847-432-9114

City or town, state or province, country, and ZIP or foreign postal code: HIGHLAND PARK, IL 60035

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,454,017.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	100,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	100,948.	100,948.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	403,130.			
	b Gross sales price for all assets on line 6a 2,213,087.				
	7 Capital gain net income (from Part IV, line 2)		403,130.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	604,078.	504,078.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	5,431.	2,716.		2,716.
	c Other professional fees STMT 3	41,870.	41,870.		0.
	17 Interest				
	18 Taxes STMT 4	4,534.	2,050.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	125.	0.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	51,960.	46,636.		2,716.
	25 Contributions, gifts, grants paid	358,750.			358,750.
	26 **Total expenses and disbursements** Add lines 24 and 25	410,710.	46,636.		361,466.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	193,368.			
	b **Net investment income** (if negative, enter -0-)		457,442.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED MAY 04 2015

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions

Form **990-PF** (2013)

08460220 133333 5036798 2013.05060 GORDON H. & KAREN M. MILLNE 50367981

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing		139,236.	407,776.	407,776.
2 Savings and temporary cash investments				
3 Accounts receivable ▶				
Less allowance for doubtful accounts ▶				
4 Pledges receivable ▶				
Less: allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons		4,640.	4,640.	4,640.
7 Other notes and loans receivable ▶				
Less: allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S and state government obligations				
b Investments - corporate stock	STMT 6	2,811,109.	2,752,178.	3,988,341.
c Investments - corporate bonds	STMT 7	55,203.	55,203.	53,260.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶	2,147.			
Less accumulated depreciation STMT 8 ▶	2,147.			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,010,188.	3,219,797.	4,454,017.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue			16,241.	
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)		0.	16,241.	
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31				
27 Capital stock, trust principal, or current funds		0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		3,010,188.	3,203,556.	
30 Total net assets or fund balances		3,010,188.	3,203,556.	
31 Total liabilities and net assets/fund balances		3,010,188.	3,219,797.	

Lines 1–16: Assets; lines 17–23: Liabilities; lines 24–31: Net Assets or Fund Balances

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	3,010,188.
2 Enter amount from Part I, line 27a	2	193,368.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,203,556.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,203,556.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a		P		
b	SECURITIES LITIGATION SETTLEMENT	P	01/01/12	03/13/14
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,206,498.		1,809,957.	396,541.
b	6,589.			6,589.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				396,541.
b				6,589.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 403,130.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	281,684.	4,047,551.	.069594
2011	288,675.	3,400,765.	.084885
2010	171,657.	3,182,859.	.053932
2009	155,390.	2,743,574.	.056638
2008	122,728.	2,269,608.	.054075

2	**Total** of line 1, column (d)	2	.319124
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.063825
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	188,575.
5	Multiply line 4 by line 3	5	12,036.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,574.
7	Add lines 5 and 6	7	16,610.
8	Enter qualifying distributions from Part XII, line 4	8	361,466.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	4,574.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,574.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	4,574.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	103.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	4,677.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ GORDON H. MILLNER Telephone no. ▶ 847-432-9114

Located at ▶ 3535 PATTEN ROAD, UNIT 7A, HIGHLAND PARK, IL ZIP+4 ▶ 60035

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

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

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GORDON H. MILLNER 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	PRESIDENT 2.25	0.	0.	0.
KAREN M. MILLNER 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	SEC/TREAS 1.25	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NOT APPLICABLE	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	176,697.
b	Average of monthly cash balances	1b	14,750.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	191,447.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	191,447.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,872.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	188,575.
6	**Minimum investment return.** Enter 5% of line 5	6	9,429.

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	9,429.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 4,574.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	4,574.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,855.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,855.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,855.

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	361,466.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	361,466.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,574.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	356,892.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				4,855.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 10,350.				
b From 2009 20,439.				
c From 2010 16,812.				
d From 2011 121,540.				
e From 2012 85,594.				
f **Total** of lines 3a through e	254,735.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 361,466.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				4,855.
e Remaining amount distributed out of corpus	356,611.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	611,346.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	10,350.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	600,996.			
10 Analysis of line 9				
a Excess from 2009 20,439.				
b Excess from 2010 16,812.				
c Excess from 2011 121,540.				
d Excess from 2012 85,594.				
e Excess from 2013 356,611.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

1 Information Regarding Foundation Managers:

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

GORDON H. MILLNER

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE				358,750.
Total			▶ 3a	358,750.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	100,948.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	403,130.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		504,078.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	504,078.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	NOT APPLICABLE

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Gordon Millner | April 9 2015 | President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LARRY BASKIN	Larry Baskin	3/4/15		P00951998

Firm's name ▶ MCGLADREY LLP — Firm's EIN ▶ 42-0714325

Firm's address ▶ 20 N. MARTINGALE RD., STE 500 SCHAUMBURG, IL 60173 — Phone no. 847-517-7070

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990 .

OMB No 1545-0047

2013

Name of the organization
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION

Employer identification number
36-3998692

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ
☐ 501(c)( ) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF
☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION	36-3998692

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MILLNER CHARITABLE LEAD ANNUITY TRUST 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION	36-3998692

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

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

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

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

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

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

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

Name of organization	Employer identification number
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION	36-3998692

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

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	100,948.	0.	100,948.	100,948.	
TO PART I, LINE 4	100,948.	0.	100,948.	100,948.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,431.	2,716.		2,716.
TO FORM 990-PF, PG 1, LN 16B	5,431.	2,716.		2,716.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - MORGAN STANLEY	41,870.	41,870.		0.
TO FORM 990-PF, PG 1, LN 16C	41,870.	41,870.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,050.	2,050.		0.
FEDERAL EXCISE TAX	2,484.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,534.	2,050.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS FILING FEES	25.	0.		0.
OFFICE EXPENSE	100.	0.		0.
TO FORM 990-PF, PG 1, LN 23	125.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STMT - STOCKS	2,141,726.	3,298,892.
SEE ATTACHED STMT - STOCKS	63,420.	71,255.
SEE ATTACHED STMT - MUTUAL FUNDS	109,953.	141,598.
SEE ATTACHED STMT - EXCHANGE TRADED AND CLOSED END FUNDS	336,523.	354,819.
SEE ATTACHED STMT - IUNIT INVESTMENT TRUST	100,556.	121,777.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,752,178.	3,988,341.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STMT - BONDS	55,203.	53,260.
TOTAL TO FORM 990-PF, PART II, LINE 10C	55,203.	53,260.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	2,147.	2,147.	0.
TOTAL TO FM 990-PF, PART II, LN 14	2,147.	2,147.	0.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER	08/18/03	200DB	5.00	HY	17	2,147.		1,074.		1,073.	1,073.		0.	1,073.
	* TOTAL 990-PF PG 1 DEPR						2,147.		1,074.		1,073.	1,073.		0.	1,073.

328111
05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

10:15 AM
02/18/15
Accrual Basis

Gordon H. & Karen M Milner Foundation
Donation List
December 2013 through November 2014

Date	Num	Adj	Name	Memo	Amount
61715 · Donation Expense					
12/10/2013			Northwestern Memorial Foundation		500.00
12/16/2013	2601		Doctors Without Borders		500.00
02/03/2014			Ravinia Festival		500.00
02/03/2014	2602		Jewish United Fund		500.00
03/11/2014			Jewish United Fund		50 00
03/13/2014			Luries Childrens Foundation		2,500 00
04/14/2014	2606		HPCNSOGG		100.00
04/24/2014	2607		Illinois Bar Foundation		100 00
04/25/2014			Center for Disability & Elder Law		250 00
05/21/2014			Progenia Research Foundation		100 00
05/22/2014			Damyon Runyon Cancer Research Founda. .		250.00
06/01/2014			St. Jude Children's Research Foundation		100.00
07/18/2014			Paws Chicago		100 00
07/19/2014	2609		Supporting Families with KDVS		2,500.00
07/30/2014			Luries Childrens Foundation		1,000 00
08/14/2014			The Bee Foundation		500 00
08/27/2014	2610		North Shore Congregation Israel		500 00
08/27/2014	2611		ALS Association		300 00
09/05/2014	2612		Dowel Foundation		2,500 00
09/08/2014	2613		CURED		5,000.00
10/28/2014	2614		Damyon Runyon Cancer Research Founda		1,000.00
10/28/2014	2615		Wounded Warrier Project		750 00
11/01/2014	2616		Jewish Federation of Metropolitan Chicago		50,000 00
11/05/2014	2621		Schlerodemer Foundation		2,000 00
11/05/2014	2622		Multiple Sclerosis Foundation		2,500.00
11/05/2014	2623		Harold E Eisenberg Foundation		350 00
11/05/2014	2624		Northwestern Memorial Foundation		7,500 00
11/05/2014	2626		Childrens Oncology Services, Inc		2,500.00
11/05/2014	2625		National Headache Foundation		2,600 00
11/05/2014	2627		Province of St Mary of Capucchio Order		1,000 00
11/06/2014	2617		Damyon Runyon Cancer Research Founda ..		100 00
11/08/2014	2618		Columbia College Chicago		100.00
11/08/2014	2619		Mazon		1,250 00
11/08/2014	2620		Miseracordia Homes		1,500 00
11/10/2014	2628		Progenia Research Foundation		22,500 00
11/10/2014	2629		Northwestern Lake Forest Hospital		7,500 00
11/10/2014			Ronald McDonald House Charity of Chicago		11,000 00
11/19/2014	2630		Fourth Presbyterian Church		4,000 00
11/19/2014	2631		Damyon Runyon Cancer Research Founda .		22,500 00
11/19/2014	2632		American Diabetes Association		8,000 00
11/19/2014	2633		EGPAF		3,500.00
11/19/2014	2634		Jewish United Fund		28,500.00
11/19/2014	2635		HPCNSOGG		1,000 00
11/19/2014	2636		Anti Defamation League		1,500 00
11/19/2014	2637		North Shore Senior Center		250.00
11/19/2014	2638		Juvenile Diabetes Research Foundation		1,500 00
11/19/2014	2639		Special Olympics Illinois		2,500 00
11/19/2014	2640		Little City Foundation		2,500 00
11/19/2014	2641		The Balanced Mind Foundation		3,000 00
11/19/2014	2642		Friends of Israel Defense Forces		1,500 00
11/19/2014	2643		Arthritis Foundation		20,000 00
11/19/2014	2644		St Jude Children's Research Foundation		5,000 00
11/23/2014			Kids with Food Allergies		3,000 00
11/23/2014	2645		Save A Pet		500.00
11/23/2014			Chicago Bar Association		500 00
11/23/2014	2646		The Smile Train		33,000 00
11/24/2014	2647		National Stroke Association		3,000 00
11/24/2014	2649		Luries Childrens Foundation		75,000 00
11/24/2014	2651		Chicago Botanical Garden		750 00
11/24/2014	2652		Chicago Art Institute		750 00
11/25/2014	2650		Israel Guide Dog for the Blind		5,000 00
Total 61715 Donation Expense					358,750 00
TOTAL					**358,750.00**

Morgan Stanley

CLIENT STATEMENT | For the Period November 1-30, 2014

STATEMENT FOR:
GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A

TOTAL VALUE OF YOUR ACCOUNT (as of 11/30/14) **$4,617,775.07**
Includes Accrued Interest

Morgan Stanley Smith Barney LLC Member SIPC

Your Financial Advisor Team
SIEGMAN/SIMN/GATT/O'CON
888-529-9170

Your Branch
111 S PFINGSTEN RD, STE 200
DEERFIELD, IL 60015
Telephone. 847-480-3600. Alt Phone 800-543-3623; Fax 847-498-1546

#BWNJGWM

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
HIGHLAND PARK IL 60035-5960

1001

Access Your Account Online: www.morganstanley com/online

225 - 036607 - 230 - 1 - 0

Account Summary

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
Nickname: Advisory

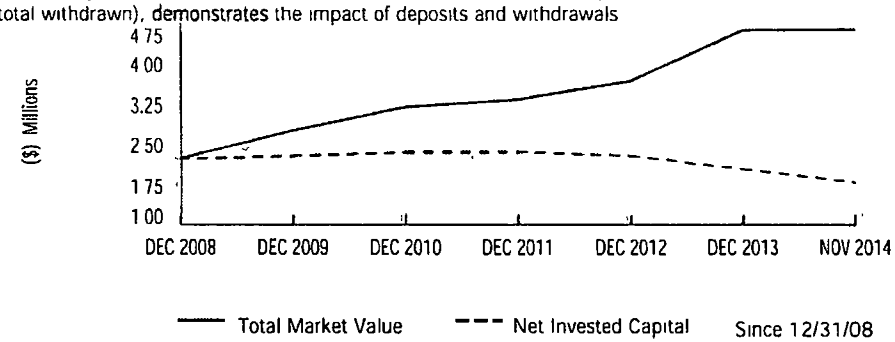
CHANGE IN VALUE OF YOUR ACCOUNTS (includes accrued interest)

	This Period (11/1/14-11/30/14)	This Year (1/1/14-11/30/14)
TOTAL BEGINNING VALUE	$4,753,224.92	$4,604,806.86
Credits	—	697,612 39
Debits	(183,799 98)	(937,982 75)
Security Transfers	—	—
Net Credits/Debits/Transfers	$(183,799.98)	$(240,370.36)
Change in Value	48,350.13	253,338.57
TOTAL ENDING VALUE	$4,617,775.07	$4,617,775.07

Net Credits / Debits include investment advisory fees as applicable See Activity section for details.

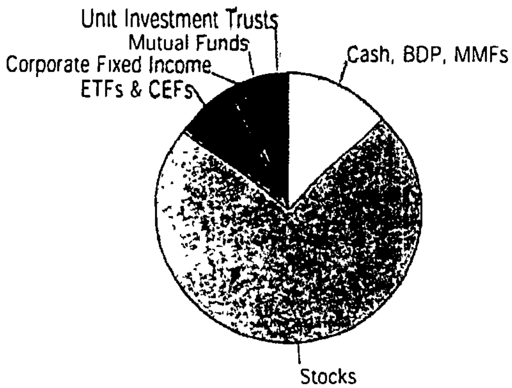
CHANGE IN VALUE OVER TIME

The display of market value (total account value) and net invested capital (total amount invested minus total withdrawn), demonstrates the impact of deposits and withdrawals



This graph does not reflect corrections to Net Invested Capital or Market Value made subsequent to the dates depicted It may exclude transactions in Annuities or positions where we are not the custodian, which could delay the reporting of Market Value or affect the Net Invested Capital.

ALLOCATION OF HOLDINGS



	Market Value	Percentage %
Cash, BDP, MMFs*	$576,174.17	12 5
Stocks	3,370,147.46	73 0
ETFs & CEFs	354,818 52	7 7
Corporate Fixed Income	53,260 00	1 2
Mutual Funds	141,598 23	3 1
Unit Investment Trusts	121,776 69	2 6
TOTAL VALUE	$4,617,775.07	100.0%

This allocation represents holdings on a trade date basis, and projected settled Cash/ BDP and MMF balances These classifications are not intended to serve as a suitability analysis ** FDIC rules apply and Bank Deposits are eligible for FDIC insurance but are not covered by SIPC Cash and securities (including MMFs) are eligible for SIPC coverage See Expanded Disclosures*

Account Summary

Consulting Group Advisor Active Assets Account 225-036607-230
GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
Nickname: Advisory

BALANCE SHEET (^ includes accrued interest)

	Last Period (as of 10/31/14)	This Period (as of 11/30/14)
Cash, BDP, MMFs	$805,813 03	$576,174 17
Stocks	3,264,305 50	3,370,147 46
ETFs & CEFs	375,661 26	354,818 52
Corporate Fixed Income	53,240 00	53,260 00
Mutual Funds	140,323 52	141,598 23
Unit Investment Trusts	113,881 61	121,776 69
Total Assets	**$4,753,224.92**	**$4,617,775.07**
Total Liabilities (outstanding balance)	—	—
TOTAL VALUE	**$4,753,224.92**	**$4,617,775.07**

CASH FLOW

	This Period (11/1/14-11/30/14)	This Year (1/1/14-11/30/14)
OPENING CASH, BDP, MMFs	**$805,813.03**	**$232,095.22**
Purchases	(50,310 00)	(1,343,856 56)
Dividend Reinvestments	—	(3,372.22)
Sales and Redemptions	—	1,839,140 14
Income	4,471 12	92,537 95
Total Investment Related Activity	**$(45,838.88)**	**$584,449.31**
Checks Deposited	—	12,587 34
Other Credits	—	685,025 05
Other Debits	(10,499.98)	(729,382.75)
Total Cash Related Activity	**$(10,499.98)**	**$(31,770.36)**
Debit Card	(14,500.00)	(19,850.00)
Checks Written	(157,550.00)	(187,500.00)
Automated Payments	(1,250.00)	(1,250 00)
Total Card/Check Activity	**$(173,300.00)**	**$(208,600.00)**
CLOSING CASH, BDP, MMFs	**$576,174.17**	**$576,174.17**

Account Summary

Consulting Group Advisor Active Assets Account 225-036607-230
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INCOME AND DISTRIBUTION SUMMARY

	This Period (11/1/14-11/30/14)	This Year (1/1/14-11/30/14)
Qualified Dividends	$3,595.01	$65,903 06 ①
Other Dividends	848.00	15,876.18 ①
Long Term Capital Gains Distributions	—	3,579.40
Interest	28.11	4,528 45 ✗
Other Income	—	2,650 86 ①
Total Taxable Income And Distributions	**$4,471.12**	**$92,537.95**
Total Tax-Exempt Income	—	—
TOTAL INCOME AND DISTRIBUTIONS	**$4,471.12**	**$92,537.95**

Taxable and tax exempt income classifications are based on the characteristics of the underlying securities and not the taxable status of the account.

GAIN/(LOSS) SUMMARY

	Realized This Period (11/1/14-11/30/14)	Realized This Year (1/1/14-11/30/14)	Unrealized Inception to Date (as of 11/30/14)
Short-Term Gain	—	$8,030 34	$85,795.96
Short-Term (Loss)	—	(86,614 00)	(21,545.31)
Total Short-Term	—	**$(78,583.66)**	**$64,250.65**
Long-Term Gain	—	483,345.65	1,205,405 85
Long-Term (Loss)	—	(22,456 74)	(35,437.33)
Total Long-Term	—	**$460,888.91**	**$1,169,968.52**
TOTAL GAIN/(LOSS)	—	**$382,305.25**	**$1,234,219.17**

The Gain/(Loss) Summary, which may change due to basis adjustments, is provided for informational purposes and should not be used for tax preparation Refer to Gain/(Loss) in the Expanded Disclosures

ADDITIONAL ACCOUNT INFORMATION

Category	This Period (11/1/14-11/30/14)	This Year (1/1/14-11/30/14)
Foreign Tax Paid	—	$2,001 26

Category	This Period (11/1/14-11/30/14)	This Year (1/1/14-11/30/14)
Return of Capital	—	2,496 06

Σ① 84,430.10

Account Detail

Consulting Group Advisor-Active Assets Account 225-036607-230 GORDON H & KAREN M MILLNER FAM FOUN 3535 PATTEN ROAD UNIT 7-A Nickname: Advisory

Investment Objectives† Capital Appreciation, Income, Aggressive Income, Speculation

Investment Advisory Account

† Inform us if your investment objectives, as defined in the Expanded Disclosures, change

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and includes positions purchased and omits positions sold in the current month "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period and may not reflect the value that could be obtained in the market Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated Annual Income (EAI) is calculated on a pre-tax basis and does not include any reduction for applicable non-US withholding taxes, if any. EAI for certain securities may include return of principal or capital gains which could overstate such estimates For securities that have a defined maturity date within the next 12 months, EAI is reflected only through maturity date Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment, and does not reflect changes in its price Structured products, identified in the Security Description column, appear in various statement product categories When displayed, accrued interest, annual income and yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) are estimates and assume specified accrual conditions are met during the relevant period and payment in full of all contingent interest For Floating Rate Securities, the accrued interest, annual income and yield are estimates based on the current floating coupon rate and may not reflect historic rates within the accrual period. Treasury regulations require that we report on Form 1099-B, after the close of the tax year, your adjusted cost basis on the sale of covered securities acquired on or after January 1, 2011, and classify the gain or loss as either long-term or short-term. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on statements for informational purposes and should not be used in the preparation of your income tax returns Refer to the Expanded Disclosures for additional information

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis You have the right to instruct us to liquidate your bank deposit balance(s) or shares of any money market fund balance(s) at any time and have the proceeds of such liquidation remitted to you Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	$560.25			
MORGAN STANLEY BANK N.A #	330,603 86	165 00	—	0 050
MORGAN STANLEY PRIVATE BANK NA #	245,010 06	123 00	—	0 050
BANK DEPOSITS	$575,613.92	$288 00		

	Percentage of Assets %	Market Value	Estimated Annual Income / Accrued Interest
CASH, BDP, AND MMFs	12 5%	$576,174.17	$288.00
		<TO Pg. 1 100% (Bank Rec.)>	$0.00

Bank Deposits are held at either (1) Morgan Stanley Bank, N.A., and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC, or (2) Citibank, N A., each a national bank and FDIC member.

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230
GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
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STOCKS

COMMON STOCKS

Morgan Stanley & Co LLC (Morgan Stanley) and Standard & Poor's equity research ratings are shown for certain securities These ratings represent the opinions of the research provider and are not representations or guarantees of performance The applicable research report contains more information regarding the analyst's opinions, analysis, and rating, and you should read the entire research report and not infer its contents For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell). Refer to your June or December statement for a summary guide describing the ratings We do not take responsibility for, nor guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM)	3/1/11	500 000	$92 100	$46,050 00	**$80,045.00**	$33,995 00 LT	$1,710.00	2.13
Share Price $160 090, Rating Morgan Stanley 3, S&P 2, Next Dividend Payable 12/12/14								
ABBOTT LABORATORIES (ABT)	2/18/11	1,000 000	22 452	22,452 30	**44,510.00**	22,057 70 LT	880 00	1.97
Share Price $44.510, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2015								
ABBVIE INC COM (ABBV)	5/23/14	1,000 000	54 175	54,175 10	**69,200 00**	15,024 90 ST	1,960 00	2 83
Share Price $69.200, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2015								
AMERICAN WATER WORKS CO (AWK)	9/14/11	1,000 000	29 708	29,707 70	**53,050 00**	23,342 30 LT	1,240 00	2 33
Share Price $53 050, Next Dividend Payable 12/01/14								
AT&T INC (T)	2/28/08	1,500 000	36 108	54,162 60	53,070 00	(1,092.60) LT		
	11/20/09	800 000	26 086	20,868 88	28,304 00	7,435 12 LT		
	3/29/11	700 000	29.775	20,842 57	24,766 00	3,923 43 LT		
	Total	3,000 000		95,874 05	**106,140.00**	10,265 95 LT	5,520.00	5.20
Share Price $35.380, Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 02/2015								
BCE INC (NEW) (BCE)	3/8/10	500 000	29 780	14,890.00	23,460 00	8,570 00 LT		
	12/16/10	500.000	35 155	17,577.55	23,460.00	5,882 45 LT		
	Total	1,000 000		32,467.55	**46,920.00**	14,452 45 LT	2,168 00	4.62
Share Price $46 920, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 01/2015								
BOEING CO (BA)	9/16/14	500 000	127.621	63,810 25	**67,180.00**	3,369 75 ST	1,460 00	2 17
Share Price $134,360 Rating S&P 1, Next Dividend Payable 12/05/14								
BRISTOL MYERS SQUIBB CO (BMY)	7/14/11	500 000	29.215	14,607 50	29,525 00	14,917 50 LT		
	9/23/11	500 000	30 918	15,458.85	29,525 00	14,066.15 LT		
	9/16/14	400 000	51.046	20,418 56	23,620 00	3,201.44 ST		
	Total	1,400 000		50,484 91	**82,670 00**	28,983 65 LT 3,201 44 ST	2,016 00	2.43
Share Price $59 050, Rating Morgan Stanley 2, S&P 2 Next Dividend Payable 02/2015								
CBOE HOLDINGS (CBOE)	9/9/11	2,000 000	25 810	51,619 80	**119,820.00**	68,200 20 LT	1,680 00	1.40
Share Price $59.910, Rating S&P 3, Next Dividend Payable 12/19/14								
CBS CORP NEW CL B SHRS (CBS)	8/4/14	1,000 000	57 767	57,767 00	**54,880 00**	(2,887 00) ST	600 00	1 09
Share Price $54 880, Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 01/2015								
CHICAGO BRIDGE & IRON CO. N.V. (CBI)	3/21/11	150 000	39.538	5,930 70	7,504 50	1,573 80 LT		
	7/14/11	400 000	40 222	16,088.96	20,012.00	3,923 04 LT		
	6/20/12	200 000	37 900	7,580.00	10,006.00	2,426 00 LT		

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	8/20/14	250 000	62 114	15,528 50	12,507 50	(3,021.00) ST		
	Total	1,000 000		45,128 16	**50,030.00**	7,922.84 LT (3,021.00) ST	280.00	0 55
Share Price $50.030, Rating S&P 1, Next Dividend Payable 12/2014								
CHINA MOBILE LTD (CHL)	5/16/14	1,000 000	49 587	49,586.50	**61,720.00**	12,133 50 ST	1,830 00	2 96
Share Price $61 720, Rating S&P 3								
COMCAST CORP (NEW) CLASS A (CMCSA)	12/29/04	550.000	21 893	12,041.33	31,372 00	19,330.67 LT		
	2/18/10	650 000	15.657	10,176 99	37,076 00	26,899.01 LT		
	Total	1,200 000		22,218 32	**68,448.00**	46,229.68 LT	1,080 00	1 57
Share Price $57 040; Rating S&P 1 Next Dividend Payable 01/2015								
CONOCOPHILLIPS (COP)	5/19/09	400,000	35.406	14,162.57	**26,428.00**	12,265.43 LT	1,168.00	4 41
Share Price $66.070, Rating Morgan Stanley 2, S&P 1 Next Dividend Payable 12/01/14								
COSTCO WHOLESALE CORP NEW (COST)	12/19/05	300,000	48 760	14,628 00	42,636.00	28,008 00 LT		
	12/16/08	200.000	52 936	10,587.20	28,424 00	17,836 80 LT		
	Total	500 000		25,215 20	**71,060.00**	45,844 80 LT	710 00	0.99
Share Price $142.120 Rating Morgan Stanley 1, S&P 1, Next Dividend Payable 02/2015								
COVIDIEN PLC (COV)	5/14/07	150 000	37 714	5,657 03	15,150.00	9,492.97 LT		
	5/23/07	250 000	38 358	9,589.56	25,250 00	15,660 44 LT		
	Total	400 000		15,246 59	**40,400.00**	25,153 41 LT	576 00	1.42
Share Price $101.000, Rating Morgan Stanley 2, S&P 2 Next Dividend Payable 02/2015								
CUMMINS INC (CMI)	7/22/13	400 000	118 057	47,222 88	**58,248.00**	11,025 12 LT	1,248 00	2.14
Share Price $145 620, Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 12/01/14								
DANONE SPONSORED ADR (DANOY)	3/22/13	2,000 000	14 208	28,416.72	28,060.00	(356.72) LT		
	7/8/14	1,000 000	14.967	14,967.37	14,030.00	(937.37) ST		
	Total	3,000.000		43,384 09	**42,090.00**	(356 72) LT (937.37) ST	768.00	1.82
Share Price $14.030								
DIRECTV COM (DTV)	6/19/07	1,000 000	24 520	24,520 00	**87,710.00**	63,190 00 LT	—	—
Share Price $87.710, Rating Morgan Stanley 2, S&P 2								
EXXON MOBIL CORP (XOM)	12/21/04	500 000	51 610	25,805 00	**45,270.00**	19,465 00 LT	1,380 00	3 04
Share Price $90 540, Rating Morgan Stanley 3, S&P 2, Next Dividend Payable 12/10/14								
GLAXOSMITHKLINE PLC ADS (GSK)	10/1/14	800 000	45 947	36,757 60	37,160.00	402.40 ST		
	10/7/14	1,000 000	45.450	45,450.00	46,450 00	1,000 00 ST		
	Total	1,800 000		82,207 60	**83,610 00**	1,402 40 ST	4,772 00	5.70
Share Price $46.450, Rating S&P 2, Next Dividend Payable 01/08/15								

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
Nickname: Advisory

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
GOOGLE INC CL C (GOOG)	8/14/12	50 000	333 625	16,681.27	**27,091.50**	10,410.23 LT	—	—
Share Price $541.830								
GOOGLE INC-CL A (GOOGL)	8/14/12	50 000	334 695	16,734 73	**27,454 00**	10,719 27 LT	—	—
Share Price $549 080. Rating Morgan Stanley 2 S&P 1								
HESS CORPORATION (HES)	7/22/13	600 000	73 410	44,045 76	**43,758.00**	(287.76) LT	600.00	1.37
Share Price $72 930. Rating Morgan Stanley 1, S&P 2; Next Dividend Payable 12/2014								
HONEYWELL INTERNATIONAL INC (HON)	5/11/12	800 000	58.968	47,174 24	**79,256.00**	32,081 76 LT	1,656 00	2.08
Share Price $99.070 Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 12/10/14								
INTERACTIVE BROKERS GROUP INC (IBKR)	3/17/14	1,500 000	22 005	33,007 50	**40,980.00**	7,972 50 ST	600.00	1.46
Share Price $27.320, Next Dividend Payable 12/12/14								
JACOBS ENGINEERING GROUP INC (JEC)	11/5/04	1,000 000	21.427	21,426 90	**46,450.00**	25,023.10 LT	—	—
Share Price $46 450; Rating S&P 1								
JOHNSON & JOHNSON (JNJ)	8/29/11	500 000	65 048	32,524 10	**54,125.00**	21,600 90 LT	1,400 00	2 58
Share Price $108 250, Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 12/09/14								
MASTERCARD INC CL A (MA)	11/4/14	600.000	83 850	50,310 00	**52,374.00**	2,064.00 ST	264 00	0.50
Share Price $87.290, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2015								
MDU RES GROUP INC (MDU)	4/5/94	2,000.000	6.448	12,895 46	49,040.00	36,144 54 LT		
	12/21/07	200 000	27 490	5,498.00	4,904 00	(594.00) LT		
	Total	2,200 000		18,393 46	**53,944.00**	35,550.54 LT	1,606.00	2 97
Share Price $24.520; Rating: S&P 2, Next Dividend Payable 01/2015								
MICROSOFT CORP (MSFT)	10/17/13	2 000 000	34 920	69,839 80	**95,620.00**	25,780 20 LT	2,480 00	2 59
Share Price $47.810, Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 12/11/14								
MYLAN INC (MYL)	2/14/12	1,500.000	23 316	34,973 40	87,915.00	52,941 60 LT		
	2/14/12	500 000	23.338	11,668 85	29,305 00	17,636 15 LT		
	Total	2,000 000		46,642 25	**117,220.00**	70,577 75 LT	—	—
Share Price $58.610, Rating S&P 1								
NICE SYSTEMS LTD ADR (NICE)	4/18/07	800 000	37 690	30,152.00	37,784 00	7,632.00 LT		
	1/25/08	100 000	27 590	2,759 00	4,723 00	1,964.00 LT		
	1/25/08	700 000	27 700	19,390 00	33,061 00	13,671 00 LT		
	8/1/12	400.000	31 006	12,402 52	18,892.00	6,489 48 LT		
	Total	2,000.000		64,703 52	**94,460.00**	29,756 48 LT	1,068.00	1 13
Share Price $47 230, Rating S&P 2, Next Dividend Payable 12/02/14								
NORFOLK SOUTHERN CORP (NSC)	3/26/09	400 000	35 598	14,239.36	44,656 00	30,416 64 LT		
	3/1/10	400 000	52 698	21,079 20	44,656 00	23,576 80 LT		

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	800 000		35,318 56	**89,312.00**	53,993 44 LT	1,824 00	2,04
Share Price $111 640, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 12/10/14								
NOVARTIS AG ADR (NVS)	6/4/08	50 000	52 419	2,620 94	4,832 50	2,211.56 LT		
	7/24/08	500.000	59 620	29,810 00	48,325 00	18,515 00 LT		
	3/20/12	450.000	55 393	24,927 03	43,492 50	18,565 47 LT		
	5/22/14	250 000	90 005	22,501.28	24,162.50	1,661.22 ST		
	Total	1,250 000		79,859 25	**120,812 50**	39,292 03 LT 1,661 22 ST	2,923.00	2,41
Share Price $96 650, Rating S&P 1								
PENTAIR PLC (PNR)	10/15/12	500 000	43 428	21,714 25	**32,355.00**	10,640.75 LT	600.00	1 85
Share Price $64 710; Rating S&P 1 Next Dividend Payable 02/2015								
PFIZER INC (PFE)	9/16/14	1 800 000	30 092	54,164,70	**56,070 00**	1,905 30 ST	1,872 00	3 33
Share Price $31.150, Rating. Morgan Stanley 2, S&P 1, Next Dividend Payable 12/02/14								
PITNEY BOWES INC (PBI)	5/23/14	2,000,000	26 976	53,951 00	**49,240.00**	(4,711 00) ST	1,500 00	3,04
Share Price $24.620; Rating S&P 2, Next Dividend Payable 12/12/14								
QUALCOMM INC (QCOM)	7/19/10	500 000	36.769	18,384 50	36,450 00	18,065 50 LT		
	8/1/12	300 000	59.766	17,929 86	21,870 00	3,940 14 LT		
	Total	800 000		36,314 36	**58,320.00**	22,005 64 LT	1,344 00	2,30
Share Price $72 900, Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 12/18/14								
SEMPRA ENERGY (SRE)	7/22/08	600.000	54,834	32,900.16	**67,038.00**	34,137.84 LT	1,584.00	2.36
Share Price. $111.730; Rating. Morgan Stanley: 1, S&P 3; Next Dividend Payable 01/2015								
SOFTBANK CORP UNSPONS ADR (SFTBY)	5/23/14	1,200 000	34 690	41,628 00	39,996 00	(1,632 00) ST		
	6/18/14	300 000	37 380	11,214 00	9,999 00	(1,215 00) ST		
	Total	1,500 000		52,842 00	**49,995.00**	(2,847,00) ST	225.00	0,45
Share Price $33 330								
SPRINT CORP COM SER 1 (S)	7/1/13	654 000	5,840	3,819 36	3,348 48	(470 88) LT		
	8/2/13	3,446 000	6 660	22,950 02	17,643.52	(5,306 50) LT		
	Total	4,100 000		26,769 38	**20,992.00**	(5,777 38) LT	—	—
Share Price $5 120 Rating Morgan Stanley 3 S&P 2								
STRATASYS LTD SHS (SSYS)	8/19/13	100 000	105 651	10,565 08	**10,197.00**	(368 08) LT	—	—
Share Price $101 970 Rating Morgan Stanley 1, S&P 1								
TRINITY IND DELAWARE (TRN)	3/27/13	1,800 000	21 909	39,436 02	57,708 00	18,271.98 LT		
	8/13/14	200 000	43 743	8,748 64	6,412 00	(2,336 64) ST		
	Total	2,000 000		48,184 66	**64,120.00**	18,271,98 LT (2,336.64) ST	800,00	1 24
Share Price $32.060, Rating S&P 1, Next Dividend Payable 01/2015								

Account Detail

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225-036607-230

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3535 PATTEN ROAD UNIT 7-A
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
UNION PACIFIC CORP (UNP)	3/16/05	200 000	16 490	3,297 94	23,354 00	20,056 06 LT		
	11/20/09	800 000	32 436	25,948 88	93,416 00	67,467 12 LT		
	Total	1,000.000		29,246.82	**116,770.00**	87,523 18 LT	2,000 00	1 71
Share Price $116 770, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 01/02/15								
UNITEDHEALTH GP INC (UNH)	11/2/10	100 000	36.966	3,696.60	9,863.00	6,166.40 LT		
	3/21/11	500.000	43.168	21,584 00	49,315,00	27,731 00 LT		
	7/14/11	400 000	52 410	20,964 00	39,452 00	18,488 00 LT		
	Total	1,000.000		46,244.60	**98,630.00**	52,385 40 LT	1,500.00	1.52
Share Price $98 630, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 12/2014								
VENTAS INC (VTR)	9/16/14	1,000.000	61.847	61,846 80	**71,550.00**	9,703 20 ST	2,900.00	4.05
Share Price $71 550, Rating. S&P. 1, Next Dividend Payable 12/2014								
VERIZON COMMUNICATIONS (VZ)	2/21/14	394 000	48 115	18,957 31	**19,932.46**	975 15 ST	867 00	4.34
Share Price $50 590, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 02/2015								
VISA INC CL A (V)	4/3/09	100 000	59 720	5,972 00	25,819 00	19,847 00 LT		
	3/1/10	200 000	86 145	17,228 92	51,638 00	34,409 08 LT		
	Total	300 000		23,200 92	**77,457.00**	54,256 08 LT	576 00	0.74
Share Price $258 190, Rating Morgan Stanley 1, S&P 2, Next Dividend Payable 12/02/14								
VODAFONE GROUP PLC (VOD)	11/12/10	272 667	51 686	14,092 95	9,965 98	(4,126 97) LT		
	3/21/11	272.667	52.786	14,392 95	9,965 98	(4,426.97) LT		
	4/6/11	272 666	53 521	14,593 26	9,965.94	(4,627.32) LT		
	7/23/14	682.000	33.635	22,939.14	24,927.10	1,987 96 ST		
	Total	1,500.000		66,018.30	**54,825.00**	(13,181 26) LT 1,987 96 ST	2,703 00	4.93
Share Price $36 550, Rating S&P. 1, Next Dividend Payable 02/04/15								
WELLS FARGO & CO NEW (WFC)	1/24/12	1,500 000	30 616	45,923 40	**81,720.00**	35,796 60 LT	2,100 00	2.56
Share Price $54.480, Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 12/01/14								
ZOETIS INC CLASS-A (ZTS)	12/23/08	173.275	17 592	3,048 24	7,785 25	4,737 01 LT		
	12/23/08	304 725	17 557	5,350 18	13,691 29	8,341.11 LT		
	10/16/09	164.671	17 685	2,912 27	7,398.67	4,486 40 LT		
	4/13/10	74 329	17 366	1,290.80	3,339 60	2,048 80 LT		
	8/5/13	783.000	31 308	24,514 40	35,180 19	10,665.79 LT		
	Total	1,500 000		37,115 89	**67,395.00**	30 279.11 LT	432 00	0 64
Share Price $44.930, Rating Morgan Stanley 2, S&P 2, Next Dividend Payable 12/02/14								
COMMON STOCKS				**$2,141,726.54**	**$3,298,892 46**	**$1,112,504.61 LT** **$44,661 31 ST**	**$68,470 00** **$0.00**	**2 08%**

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD, UNIT 7-A
Nickname: Advisory

STOCKS

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PNC FINL-P 6.125% FLTS 5/01/22 (PNC.P)	8/2/13	1,000 000	$25 800	$25,800 00	$27,500.00	$1,700 00 LT	$1,531 00	5 56
Share Price $27 500, Moody BAA3 S&P BBB-, Next Dividend Payable 02/2015								
WELLS FARGO 8% NON-CUM SER J (WFC.J)	11/20/09	1,500 000	25 080	37,619 85	43,755.00	6,135 15 LT	3,000 00	6 85
Share Price $29 170, Moody BAA3, Next Dividend Payable 12/15/14								
PREFERRED STOCKS				$63,419.85	$71,255.00	$7,835.15 LT	$4,531.00 $0.00	6.36%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
STOCKS	73.0%	$2,205,146.39	$3,370,147.46	$1,120,339.76 LT $44,661.31 ST	$73,001.00 $0.00	2.17%

EXCHANGE-TRADED & CLOSED-END FUNDS

Consulting Group Investment Advisor Research (CG IAR) status codes (FL, AL or NL), which represent the opinions of CG IAR, may be shown for certain exchange-traded funds and are not guarantees of performance. Refer to "CG IAR Statuses in Investment Advisory Programs" in the June or December statement for a description of these status codes.

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ALERIAN MLP ETF (AMLP)	1/24/12	2,000 000	$14 768	$29,535 94	$36,200 00	$6,664.06 LT R	$2,260 00	6.24
Share Price $18 100, CG IAR Status AL, Next Dividend Payable 02/2015								
NEXPOINT CREDITS STRATEGIES FD (NHF)	2/25/11	2,500 000	7 740	19,350 00	28,150 00	8,800 00 LT		
	3/18/11	2,000 000	7 728	15,455.00	22,520 00	7,065 00 LT		
	Total	4,500 000		34,805.00	50,670 00	15,865 00 LT	3,240.00	6 39
Share Price $11 260, Next Dividend Payable 12/2014								
PETE AND RES CP MARYLAND (PEO)	5/29/09	2,457 869	20 591	50,609 76	59,873.69	9,263 93 LT		
	12/16/10	530 574	24 688	13,098 80	12,924 78	(174.02) LT		
	1/18/13	432 000	25 671	11,089.79	10,523 52	(566.27) LT		
	10/17/13	1,000 000	27 978	27,977.80	24,360 00	(3,617 80) LT		
	11/8/13	2,000 000	28 099	56,198.00	48,720 00	(7,478 00) LT		
	7/16/14	583 000	31 086	18,123.14	14,201.88	(3,921 26) ST		
	Purchases	7,003 443		177,097 29	170,603.87	(2,572.16) LT (3,921 26) ST		
Long Term Reinvestments		579 557		13,838 61	14,118 01	279 40 LT		
Short Term Reinvestments		417.000		11,042 16	10,158 12	(884 04) ST		
	Total	8,000 000		201,978.06	194,880.00	(2,292 76) LT (4,805 30) ST	9,280 00	4.76
Share Price $24.360, Next Dividend Payable 12/23/14								

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230
GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
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EXCHANGE-TRADED & CLOSED-END FUNDS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
TEKLA HEALTHCARE INVS (HQH)	2/25/14	1,000 000	31 040	31,040 00	32,620 00	1,580 00 ST		
	Purchases	1,000 000		31,040 00	**32,620.00**	1,580 00 ST		
Short Term Reinvestments		40 000		1,087 80	1,304 80	217 00 ST		
	Total	1,040 000		32,127 80	**33,924.80**	1,797.00 ST	2,454 00	7 23
Share Price $32.620								
TEKLA LIFE SCIENCES INVS (HQL)	2/25/14	1 500 000	24 500	36,750 00	37,590 00	840 00 ST		
	Purchases	1,500 000		36,750 00	**37,590.00**	840 00 ST		
Short Term Reinvestments		62 000		1,325.87	1,553 72	227 85 ST		
	Total	1,562 000		38,075 87	**39,143.72**	1,067 85 ST	2,937 00	7.50
Share Price $25.060								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
EXCHANGE-TRADED & CLOSED-END FUNDS	7.7%	$336,522.67	$354,818.52	$20,236.30 LT (1,940.45) ST	$20,171.00 $0.00	5.68%

CORPORATE FIXED INCOME

FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
CITIGROUP CAPT XIII 7.875% FIX ED 10/30/15 FLOATS AFTER (C.N) (C.N)	8/2/13	2,000.000	$27.602 $27.602	$55,203.44 $55,203 44	$53,260.00	$(1,943 44) LT	$3,938.00 —	7 39

Unit Price $26 630, Coupon Rate 7 875% Matures 10/30/2040, Interest Paid Quarterly Apr 30, Callable $25 00 on 10/30/15, Moody BA1 S&P BB

	Face Value Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
CORPORATE FIXED INCOME	— 1.2%	$55,203.44 $55,203 44	$53,260.00	$(1,943.44) LT	$3,938.00 $0.00	7.39%

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230 GORDON H & KAREN M MILLNER FAM FOUN 3535 PATTEN ROAD UNIT 7-A Nickname: Advisory

MUTUAL FUNDS

OTHER MUTUAL FUNDS

"Total Purchases vs. Market Value" is provided to assist you in comparing your "Total Purchases," excluding reinvested distributions, with the current value of the mutual fund positions in your account

"Cumulative Cash Distributions" when shown, may reflect distributions on shares no longer held in the account It may not reflect all distributions received in cash, due to but not limited to investments made prior to addition of this information on statements, securities transfers, timing of recent distributions, and certain adjustments made in your account.

"Net Value Increase/ (Decrease)" reflects the difference between your total purchases, and the sum of the current value of the fund's shares, and cash distributions shown. This calculation is for informational purposes only and does not reflect your total unrealized gain or loss nor should it be used for tax purposes
Consulting Group Investment Advisor Research status codes (FL, AL or NL), which represent the opinions of CG IAR, may be shown for certain mutual funds and are not guarantees of performance Refer to "CG IAR Statuses in Investment Advisory Programs" in the June or December statement for a description of these codes

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
IVA WORLDWIDE I (IVWIX)	11/20/09	3,336 396	$14 986	$50,000 00	$61,923 51	$11,923 51 LT		
	Purchases	3,336 396		50,000 00	**61,923.51**	11,923 51 LT		
Long Term Reinvestments		544 427		8,420.64	10,104 57	1,683 93 LT		
Short Term Reinvestments		167 929		2,933 58	3,116 76	183.18 ST		
	Total	4,048 752		61,354 22	**75,144.84**	13,607 44 LT 183 18 ST	996 00	1.32
Total Purchases vs Market Value				50,000 00	75,144 84			
Net Value Increase/(Decrease)					25,144 84			
Share Price $18.560, Enrolled In MS Dividend Reinvestment Capital Gains Reinvest								
VIRTUS QUALITY SM CAP I (PXQSX)	6/12/12	3,722,084	12 090	45,000.00	62,493 78	17,493 78 LT		
	Purchases	3,722 084		45,000 00	**62,493.78**	17,493.78 LT		
Long Term Reinvestments		60 923		788 21	1,022 89	234.68 LT		
Short Term Reinvestments		174 908		2,810 77	2,936 70	125.93 ST		
	Total	3,957 915		48,598 98	**66,453.39**	17,728 46 LT 125 93 ST	281.00	0.42
Total Purchases vs Market Value				45,000.00	66,453.39			
Cumulative Cash Distributions					499.13			
Net Value Increase/(Decrease)					21,952 52			
Share Price $16.790, CG IAR Status AL, Enrolled In MS Dividend Reinvestment, Capital Gains Reinvest								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
MUTUAL FUNDS	3 1%	$109,953.20	$141,598.23	$31,335.90 LT $309.11 ST	$1,277.00 $0.00	0.90%

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230
GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
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UNIT INVESTMENT TRUSTS

EQUITY TRUSTS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
UNIT FIRST TRUST SABRIENT BAKER'S DOZEN 2014 F	1/17/14	10.092 000	$9 908	$99,994 56	$121,152 44	$21,157 88 ST		
	Purchases	10,092 000		99,994 56	121,152.44	21,157 88 ST		
Short Term Reinvestments		52 000		561 45	624 25	62 80 ST		
	Total	10,144.000		100,556 01	121,776.69	21,220 68 ST	148 00	0 12

Unit Price $12.005, Matures 02/17/2015, Reinvest Full

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
UNIT INVESTMENT TRUSTS	2 6%	$100,556 01	$121,776.69	$21,220.68 ST	$148 00 $0 00	0 12%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$2,807,381.71	$4,617,775.07	$1,169,968.52 LT $64,250.65 ST	$98,823.00 $0.00	2.14%

(To WTB)

TOTAL VALUE (includes accrued interest) $4,617,775 07

I - This tax lot has been marked as inherited Cost basis, acquisition date and holding period have been adjusted accordingly.
R - The cost basis for this tax lot was adjusted due to a reclassification of income
Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available Cash, MMF, Deposits and positions stating 'Please Provide' are not included

ACTIVITY

CASH FLOW ACTIVITY BY DATE

Transaction Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
10/28	11/6	Check	DAMON RUNYON CANCER RESEARCH F	Check # 2614			$(1,000 00)
10/28	11/5	Check	WOUNDED WARRIOR PROJECT	Check # 2615			(750.00)
11/3	11/3	Qualified Dividend	AT&T INC				1,380.00
11/3	11/3	Qualified Dividend	BRISTOL MYERS SQUIBB CO				504 00
11/3	11/3	Qualified Dividend	PNC FINL-P 6 125% FLTS 5/01/22				382.81
11/3	11/3	Qualified Dividend	VERIZON COMMUNICATIONS				216.70
11/3	11/6	Check	JEWISH FED OF METROPOLITAN CHI	Check # 2616			(50,000.00)
11/4	11/7	Bought	MASTERCARD INC CL A	ACTED AS AGENT	600 000	83.8500	(50,310.00)
11/5	11/17	Check	NORTHWESTERN MEM FDN	Check # 2624			(7 500.00)

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230 GORDON H & KAREN M MILLNER FAM FOUN 3535 PATTEN ROAD UNIT 7-A Nickname: Advisory

CASH FLOW ACTIVITY BY DATE (CONTINUED)

Transaction Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
11/5	11/14	Check	NATIONAL HEADACHE FDN	Check # 2625			(2,600 00)
11/5	11/13	Check	CHILDREN'S ONCOLOGY SERVICESIN	Check # 2626			(2,500.00)
11/5	11/14	Check	SCLERODERMA FDN	Check # 2621			(2,000.00)
11/5	11/19	Check	PROVINCE OF ST MARY	Check # 2627			(1,000 00)
11/5	11/21	Check	HAROLD E EISENBERG FDN	Check # 2623			(350.00)
11/6	11/6	Qualified Dividend	COVIDIEN PLC				144 00
11/6	11/12	Check	DAMON RUNYON CANCER RESEARCH F	Check # 2617			(100.00)
11/7	11/7	Qualified Dividend	PENTAIR PLC				150 00
11/7	11/7	Service Fee Adj	DEPOSIT/WITHDRAWAL ADJ				109 41
11/8	11/14	Check	MISERICORDIA	Check # 2620			(1,500.00)
11/10	11/17	Check	PROGERIA RESEARCH FOUNDATION	Check # 2628			(22,500.00)
11/10	11/14	Check	NORTHWESTERN LAKE FOREST HOSPI	Check # 2629			(7,500.00)
11/10	11/26	Debit Card	RMHC-CNI	Profiserv + Membership Orgs 08889555455 IL			(11,000.00)
11/14	11/14	Dividend	ALERIAN MLP ETF				578 00
11/14	11/14	Service Fee	4TH QTR ADVISORY FEE				(10,804.85)
11/15	11/15	Qualified Dividend	ABBOTT LABORATORIES				220.00
11/17	11/17	Qualified Dividend	ABBVIE INC COM				420.00
11/17	11/17	Service Fee Adj	DEPOSIT/WITHDRAWAL ADJ				26 49
11/18	11/18	Service Fee Adj	DEPOSIT/WITHDRAWAL ADJ				56 22
11/19	11/19	Automated Payment	CK#2619Mazon CHECK PMTS	AUTOMATIC BILL PAYMENT			(1,250.00)
11/19	11/26	Check	JEWISH UNITED FUND OF METRO CH	Check # 2634			(28,500 00)
11/19	11/26	Check	DAMON RUNYON CANCER RESEARCH F	Check # 2631			(22,500 00)
11/19	11/28	Check	THE BALANCED MIND FOUNDATION	Check # 2641			(3,000.00)
11/19	11/26	Check	LITTLE CITY FDN	Check # 2640			(2,500.00)
11/19	11/28	Check	JDRF	Check # 2638			(1,500.00)
11/19	11/26	Check	NORTH SHORE SENIOR CTR	Check # 2637			(250 00)
11/23	11/26	Debit Card	KIDS WITH FOOD ALLERGI	Profiserv + Membership Orgs 215-230-5394 PA			(3,000 00)
11/23	11/26	Debit Card	CHICAGO BAR FOUNDATION	Profiserv + Membership Orgs 3125541204 IL			(500 00)
11/28	11/28	Dividend	NEXPOINT CREDITS STRATEGIES FD				270.00
11/28	11/28	Interest Income	MORGAN STANLEY BANK N A (Period 11/01-11/30)				18 05
11/28	11/28	Interest Income	MORGAN STANLEY PRIVATE BANK NA (Period 11/01-11/30)				10.06
11/28	11/28	Qualified Dividend	COSTCO WHOLESALE CORP NEW				177 50
11/28	11/28	Service Fee Adj	DEPOSIT/WITHDRAWAL ADJ				112.75
NET CREDITS/(DEBITS)							$(229,638.86)

Purchase and Sale transactions above may have received an average price execution Details regarding the actual prices are available upon request.

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A
Nickname: Advisory

DEBIT CARD & CHECKING ACTIVITY

DEBIT CARD

GORDON MILLNER Card Ending in 3808

Date of Activity	Date Paid	Description	Location/Phone	Expense Category	Credits/(Debits)
11/10	11/26	RMHC-CNI	08889555455 IL	Profiserv + Membership Orgs	$(11,000 00)
11/23	11/26	KIDS WITH FOOD ALLERGI	215-230-5394 PA	Profiserv + Membership Orgs	(3,000 00)
11/23	11/26	CHICAGO BAR FOUNDATION	3125541204 IL	Profiserv + Membership Orgs	(500 00)
TOTAL DEBIT CARD - GORDON MILLNER				THIS PERIOD	$(14,500.00)
TOTAL DEBIT CARD					$(14,500.00)

CHECKS WRITTEN

Date Written	Date Paid	Check Number	Activity Type	Payee	Expense Category	Credits/(Debits)
10/28	11/6	2614	Check	DAMON RUNYON CANCER RESEARCH F		$(1,000 00)
10/28	11/5	2615	Check	WOUNDED WARRIOR PROJECT		(750.00)
11/3	11/6	2616	Check	JEWISH FED OF METROPOLITAN CHI		(50,000.00)
11/6	11/12	2617	Check	DAMON RUNYON CANCER RESEARCH F		(100.00)
11/8	11/14	2620	Check	MISERICORDIA		(1,500.00)
11/5	11/14	2621	Check	SCLERODERMA FDN		(2,000.00)
11/5	11/21	2623	Check	HAROLD E EISENBERG FDN		(350.00)
11/5	11/17	2624	Check	NORTHWESTERN MEM FDN		(7,500.00)
11/5	11/14	2625	Check	NATIONAL HEADACHE FDN		(2,600.00)
11/5	11/13	2626	Check	CHILDREN'S ONCOLOGY SERVICESIN		(2,500.00)
11/5	11/19	2627	Check	PROVINCE OF ST MARY		(1,000.00)
11/10	11/17	2628	Check	PROGERIA RESEARCH FOUNDATION		(22,500.00)
11/10	11/14	2629	Check	NORTHWESTERN LAKE FOREST HOSPI		(7,500.00)
11/19	11/26	2631	Check	DAMON RUNYON CANCER RESEARCH F		(22,500.00)
11/19	11/26	2634	Check	JEWISH UNITED FUND OF METRO CH		(28,500.00)
11/19	11/26	2637	Check	NORTH SHORE SENIOR CTR		(250.00)
11/19	11/28	2638	Check	JDRF		(1,500.00)
11/19	11/26	2640	Check	LITTLE CITY FDN		(2,500.00)
11/19	11/28	2641	Check	THE BALANCED MIND FOUNDATION		(3,000 00)
TOTAL CHECKS WRITTEN						$(157,550.00)

Account Detail

Consulting Group Advisor Active Assets Account
225-036607-230

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3535 PATTEN ROAD UNIT 7-A
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DEBIT CARD & CHECKING ACTIVITY

AUTOMATED PAYMENTS

Bill pay and other electronic activity which may include checks you wrote that were processed by Automated Clearing House processing.

Date of Payment	Date Paid	Activity Type	Payee		Credits/(Debits)
11/19	11/19	Automated Payment	CK#2619Mazon	CHECK PMTS	$(1,250.00)
TOTAL AUTOMATED PAYMENTS					$(1,250.00)

MONEY MARKET FUND (MMF) AND BANK DEPOSIT PROGRAM ACTIVITY

Date	Activity Type	Description	Credits/(Debits)
11/3	Automatic Investment	BANK DEPOSIT PROGRAM	$1,030.00
11/4	Automatic Investment	BANK DEPOSIT PROGRAM	2,483 51
11/5	Automatic Redemption	BANK DEPOSIT PROGRAM	(750 00)
11/6	Automatic Redemption	BANK DEPOSIT PROGRAM	(51,000 00)
11/7	Automatic Redemption	BANK DEPOSIT PROGRAM	(50,166 00)
11/10	Automatic Investment	BANK DEPOSIT PROGRAM	259.41
11/12	Automatic Redemption	BANK DEPOSIT PROGRAM	(100,00)
11/13	Automatic Redemption	BANK DEPOSIT PROGRAM	(2,500 00)
11/14	Automatic Redemption	BANK DEPOSIT PROGRAM	(13,600.00)
11/17	Automatic Redemption	BANK DEPOSIT PROGRAM	(40,226.85)
11/18	Automatic Investment	BANK DEPOSIT PROGRAM	666.49
11/19	Automatic Redemption	BANK DEPOSIT PROGRAM	(2,193 78)
11/21	Automatic Redemption	BANK DEPOSIT PROGRAM	(350 00)
11/26	Automatic Redemption	BANK DEPOSIT PROGRAM	(68,250.00)
11/28	Automatic Investment	BANK DEPOSIT PROGRAM	18 05
11/28	Automatic Investment	BANK DEPOSIT PROGRAM	10 06
11/28	Automatic Redemption	BANK DEPOSIT PROGRAM	(4,500.00)
NET ACTIVITY FOR PERIOD			$(229,169.11)

MESSAGES

Important Tax Information Related To Your International Securities Holdings
You may be eligible to benefit from a reduction of the amount of foreign taxes you pay on dividends on international securities in your account. These taxes are withheld by foreign tax authorities. Contact your Financial Advisor to determine qualification eligibility and requirements

Account Detail

Consulting Group Advisor Active Assets Account 225-036607-230
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3535 PATTEN ROAD UNIT 7-A
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Important Information About Advisory Accounts

Please notify your Financial Advisor if there have been any changes in your financial situation or investment objectives, or if you wish to impose any reasonable restrictions on the management of your Investment Advisory accounts, or to reasonably modify existing restrictions

For a copy of the applicable ADV Brochure for Morgan Stanley Smith Barney LLC, or for any Investment Adviser with whom we contract to manage your investment advisory account, please contact your Financial Advisor These ADV Brochures contain important information about advisory programs