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## Return of Private Foundation

For calendar year 2004, or tax year beginning 11/01/2004, and ending 10/31/2005

### Name of organization
ARIA FOUNDATION
C/O ELLIOTT M. FRIEDMAN

### Address
1313 WEST 175TH STREET
HOMEOOD, IL 60430

### Phone number
(708) 799-6800

### Other information
- Employer identification number: 13-3603275
- Form 990-PF

### Analysis of Revenue and Expenses

<table>
<thead>
<tr>
<th>Part I</th>
<th>(a) Revenue and expenses per books</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
<th>(d) Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Contributions, gifts, grants, etc. received</td>
<td>$1,848,221</td>
<td>STMT 1</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Check if the foundation is not required to attach Sch B</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Interest on savings and temporary cash investments</td>
<td>$536,600</td>
<td>$536,600</td>
<td>$536,600</td>
</tr>
<tr>
<td>4</td>
<td>Dividends and interest from securities</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5a</td>
<td>Gross rents</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6a</td>
<td>Net gain or (loss) from sale of assets not on line 10</td>
<td>$4,064,596</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Capital gain net income (from Part IV, line 2)</td>
<td>$5,863,680</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Net short-term capital gain</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Income modifications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a</td>
<td>Gross sales less returns and allowances</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Other income (attach schedule)</td>
<td>$26,351</td>
<td>$1,351</td>
<td>$1,351</td>
</tr>
<tr>
<td>12</td>
<td>Total, Add lines 1 through 11</td>
<td>$6,475,768</td>
<td>$6,401,631</td>
<td>$931,140</td>
</tr>
<tr>
<td>13</td>
<td>Compensation of officers, directors, trustees, etc.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Other employee salaries and wages</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Pension plans, employee benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16a</td>
<td>Legal fees (attach schedule)</td>
<td>$11,706</td>
<td>$781</td>
<td>$781</td>
</tr>
<tr>
<td>17</td>
<td>Interest</td>
<td>$175,394</td>
<td>$175,095</td>
<td>$175,095</td>
</tr>
<tr>
<td>18</td>
<td>Taxes (attach schedule)</td>
<td>$124,157</td>
<td>$1,336</td>
<td>$1,336</td>
</tr>
<tr>
<td>19</td>
<td>Depreciation (attach schedule) and depletion</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Occupancy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Travel, conferences, and meetings</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Printing and publications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Other expenses (attach schedule)</td>
<td>$309</td>
<td>$309</td>
<td>$309</td>
</tr>
<tr>
<td>24</td>
<td>Total operating and administrative expenses</td>
<td>$311,566</td>
<td>$177,521</td>
<td>$177,521</td>
</tr>
<tr>
<td>25</td>
<td>Contributions, gifts, grants paid</td>
<td>$1,244,960</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Total expenses and disbursements</td>
<td>$1,556,526</td>
<td>$177,521</td>
<td>$177,521</td>
</tr>
<tr>
<td>27</td>
<td>Subtract line 26 from line 12</td>
<td>$4,919,242</td>
<td>$6,224,110</td>
<td>$753,619</td>
</tr>
</tbody>
</table>

**For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

**STMT 5**

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Form 990-PF (2004)
### Part II Balance Sheets

<table>
<thead>
<tr>
<th>Description</th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash - non-interest-bearing</strong></td>
<td>2,268,795</td>
<td>11,291,733</td>
</tr>
<tr>
<td>Less allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Accounts receivable</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Pledges receivable</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Other notes and loans receivable (attach schedule)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Inventories for sale or use</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Prepaid expenses and deferred charges</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investments - U S and state government obligations (attach schedule)</strong></td>
<td>8,899,398</td>
<td>7,467,447</td>
</tr>
<tr>
<td><strong>Investments - corporate stock (attach schedule)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investments - corporate bonds (attach schedule)</strong></td>
<td>2,249,188</td>
<td>633,974</td>
</tr>
<tr>
<td>Less accumulated depreciation (attach schedule)</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investments - mortgage loans</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investments - other (attach schedule)</strong></td>
<td>8,110,362</td>
<td>7,058,108</td>
</tr>
<tr>
<td><strong>Land, buildings, and equipment basis</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less accumulated depreciation (attach schedule)</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Other assets (describe)</strong></td>
<td>4,277</td>
<td>NONE</td>
</tr>
<tr>
<td><strong>Total assets (to be completed by all filers - see page 16 of the instructions)</strong></td>
<td>21,532,020</td>
<td>26,451,262</td>
</tr>
<tr>
<td><strong>Accounts payable and accrued expenses</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Grants payable</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Deferred revenue</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Loans from officers, directors, trustees, and other disqualified persons</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Mortgages and other notes payable (attach schedule)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Other liabilities (describe)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total liabilities (add lines 17 through 22)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Organizations that follow SFAS 117, check here and complete lines 24 through 28 and lines 30 and 31.</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Unrestricted</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Temporarily restricted</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Permanently restricted</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Organizations that do not follow SFAS 117, check here and complete lines 27 through 31.</strong></td>
<td>X</td>
<td></td>
</tr>
<tr>
<td><strong>Capital stock, trust principal, or current funds</strong></td>
<td>7,781,377</td>
<td>7,781,377</td>
</tr>
<tr>
<td><strong>Paid-in or capital surplus, or land, bldg., and equipment fund</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Retained earnings, accumulated income, endowment, or other funds</strong></td>
<td>13,750,643</td>
<td>18,669,885</td>
</tr>
<tr>
<td><strong>Total net assets or fund balances (see page 17 of the instructions)</strong></td>
<td>21,532,020</td>
<td>26,451,262</td>
</tr>
<tr>
<td><strong>Total liabilities and net assets/fund balances (see page 17 of the instructions)</strong></td>
<td>21,532,020</td>
<td>26,451,262</td>
</tr>
</tbody>
</table>

### 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 as reported on prior year's return) | 21,532,020 |
2. Enter amount from Part I, line 27a | 4,919,242 |
3. Other increases not included in line 2 (itemize) | |
4. Add lines 1, 2, and 3 | 26,451,262 |
5. Decreases not included in line 2 (itemize) | |
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 26,451,262
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  
In-Purchase  
D-Donation  

(c) Date acquired  
(mo, day, yr)  

(d) Date sold  
(mo, day, yr)  

1a  SEE PART IV SCHEDULE  

(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)  

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

(l) F M V as of 12/31/69  

(j) Adjusted basis as of 12/31/69  

(k) Excess of col (l) over col (j), if any  

(l) Gains (Col (h) gain minus col (k), but not less than -0) or Losses (from col (h))  

3  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  

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

□ Yes  
□ No  
If "Yes," the organization 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  

<table>
<thead>
<tr>
<th>Year</th>
<th>Adjusted qualifying distributions</th>
<th>Net value of noncharitable-use assets</th>
<th>Distribution ratio (col (b) divided by col (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>2003</td>
<td>1,210,847</td>
<td>25,900,158</td>
<td>0.04675056422</td>
</tr>
<tr>
<td>2002</td>
<td>1,253,734</td>
<td>20,123,357</td>
<td>0.06230242797</td>
</tr>
<tr>
<td>2001</td>
<td>952,156</td>
<td>18,148,321</td>
<td>0.05246523907</td>
</tr>
<tr>
<td>2000</td>
<td>515,250</td>
<td>15,831,432</td>
<td>0.03256401353</td>
</tr>
<tr>
<td>1999</td>
<td>965,513</td>
<td>16,544,191</td>
<td>0.05835963814</td>
</tr>
</tbody>
</table>

2 Total of line 1, column (d)  

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  

4 Enter the net value of noncharitable-use assets for 2004 from Part X, line 5  

5 Multiply line 4 by line 3  

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

7 Add lines 5 and 6  

8 Enter qualifying distributions from Part XII, line 4  

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.
Part VI  Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions).

1b Exempt operating foundations described in section 4940(d)(2), check here □ and enter "N/A" on line 1 □

Date of ruling letter □ (attach copy of ruling letter if necessary - see instructions)

b Domestic organizations that meet the section 4940(e) requirements in Part V, check here □ and enter 1% of Part I, line 27b □

All other domestic organizations 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- □

Add lines 1 and 2 □

3 124,482.

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0- □

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- □

6 Credits/Payments

a 2004 estimated tax payments and 2003 overpayment credited to 2004 □

6a 62,000.

b Exempt foreign organizations - tax withheld at source □

6b NONE

c Tax paid with application for extension of time to file (Form 8868) □

6c 50,000.

d Backup withholding erroneously withheld □

6d

7 Total credits and payments Add lines 6a through 6d □

7 132,000.

8 Enter any penalty for underpayment of estimated tax Check here □ if Form 2220 is attached □

8 923.

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed □

9

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid □

10 6,595.

11 Enter the amount of line 10 to be Credited to 2005 estimated tax □

11 6,595. Refunded □

Part VII-A  Statements Regarding Activities

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? □

1a Yes □ No X

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 Yes □ No 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 organization in connection with the activities

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

1c Yes □ No X

d Enter the amount (if any) of tax on political expenditures (section 4995) imposed during the year

(1) On the organization □

(2) On organization managers □

e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers □

f Has the organization engaged in any activities that have not previously been reported to the IRS? □

2 Yes □ No X

If "Yes," attach a detailed description of the activities

3 Has the organization 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 Yes □ No X

4a Did the organization have unrelated business gross income of $1,000 or more during the year? □

4a Yes □ No X

b If "Yes," has it filed a tax return on Form 990-T for this year? □

4b Yes □ No N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? □

5 Yes □ No X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? □

6 Yes □ No X

7 Did the organization have at least $5,000 in assets at any time during the year? □

7 Yes □ No X

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) □

VERMONT

b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instructon G? If "No," attach explanation □

8b Yes □ No X

9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2004 or the taxable year beginning in 2004 (see instructions for Part XIV on page 25)? If "Yes," complete Part XIV □

9 Yes □ No X

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

10 Yes □ No X

11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? □

11 Yes □ No X

Web site address □

N/A

12 The books are in care of □

ELLIOIT M. FRIEDMAN Telephone no □ 708-799-6800

Located at □ 1313 W. 175TH STREET, HOMWOOD, IL  ZIP+4 □ 60430

13 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 □

13
Part VII-B  Statements Regarding Activities for Which Form 4720 May Be Required

1a During the year did the organization (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 organization 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 page 20 of the instructions)? ☐ No

Organizations relying on a current notice regarding disaster assistance check here

1b ☐

1c ☐

2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2004? ☐ Yes ✔ No

If "Yes," list the years ►

b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2)
(relation 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 page 20 of the instructions )

2b ☑

3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ✔ No

If "Yes," did it have excess business holdings in 2004 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2004)

3b ☐

4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes? ☒ Yes ✔ No

b Did the organization 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 2004?

4b ☐

5a During the year did the organization 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 590(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 page 20 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here

5b ☐

5c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

5c ☒ Yes ☐ No

If you answered "Yes" to 6b, also file Form 8870

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

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

6b ☐
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 page 20 of the instructions).

(a) Name and address

SEE STATEMENT 8

(b) Title, and average hours per week devoted to position

NONE

(c) Compensation (If not paid, enter "NONE")

NONE

(d) Contributions to employee benefit plans and deferred compensation

NONE

(e) Expense account, other allowances

NONE

2  Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000

NONE

(b) Title and average hours per week devoted to position

NONE

(c) Compensation

NONE

(d) Contributions to employee benefit plans and deferred compensation

NONE

(e) Expense account, other allowances

NONE

Total number of other employees paid over $50,000  

NONE

3  Five highest-paid independent contractors for professional services - (see page 21 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000

NONE

(b) Type of service

NONE

(c) Compensation

NONE

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

NONE

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.

1  N/A

2

3

4

Expenses
### Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

<table>
<thead>
<tr>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
</tr>
<tr>
<td>NONE</td>
</tr>
<tr>
<td>2</td>
</tr>
<tr>
<td></td>
</tr>
</tbody>
</table>

All other program-related investments See page 22 of the instructions

3

NONE

Total, Add lines 1 through 3

### Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes

<table>
<thead>
<tr>
<th>1a</th>
<th>28,555,195</th>
</tr>
</thead>
<tbody>
<tr>
<td>b Average of monthly cash balances</td>
<td>1,941,637</td>
</tr>
<tr>
<td>c Fair market value of all other assets (see page 22 of the instructions)</td>
<td>NONE</td>
</tr>
<tr>
<td>d Total (add lines 1a, b, and c)</td>
<td>30,496,832</td>
</tr>
<tr>
<td>e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)</td>
<td>1e</td>
</tr>
</tbody>
</table>

2 Acquisition indebtedness applicable to line 1 assets

| 2        | NONE |

3 Subtract line 2 from line 1d

| 3        | 30,496,832 |

4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)

| 4        | 457,452 |

5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4

| 5        | 30,039,380 |

6 Minimum investment return. Enter 5% of line 5

| 6        | 1,501,969 |

### Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1 Minimum investment return from Part X, line 6

| 1        | 1,501,969 |

2a Tax on investment income for 2004 from Part VI, line 5

| 2a       | 124,482 |

b Income tax for 2004 (This does not include the tax from Part VI)

| 2b       | 124,482 |

2c Add lines 2a and 2b

| 2c       | 1,377,487 |

3 Distributable amount before adjustments Subtract line 2c from line 1

| 3        | 1,377,487 |

4 Recoveries of amounts treated as qualifying distributions

| 4        | NONE |

5 Add lines 3 and 4

| 5        | 1,377,487 |

6 Deduction from distributable amount (see page 23 of the instructions)

| 6        | NONE |

7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

| 7        | 1,377,487 |

### Part XII Qualifying Distributions (see page 23 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes

| 1a       | 1,256,184 |

b Program-related investments - total from Part IX-B

| 1b       | NONE |

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes

| 2        | NONE |

3 Amounts set aside for specific charitable projects that satisfy the

| 3a       | NONE |

b Suitability test (prior IRS approval required)

| 3b       | NONE |

4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

| 4        | 1,256,184 |

5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)

| 5        | N/A |

6 Adjusted qualifying distributions. Subtract line 5 from line 4

| 6        | 1,256,184 |

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 page 24 of the instructions)

<table>
<thead>
<tr>
<th>1</th>
<th>Distributable amount for 2004 from Part XI, line 7</th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Corpus</td>
<td>Years prior to 2003</td>
<td>2003</td>
<td>2004</td>
</tr>
<tr>
<td>2</td>
<td>Undistributed income, if any, as of the end of 2003</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Enter amount for 2003 only</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Total for prior years</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Excess distributions carryover, if any, to 2004</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>From 1999</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>From 2000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>From 2001</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>From 2002</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>From 2003</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td>Total of lines 3a through e</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Qualifying distributions for 2004 from Part XII, line 4 $1,256,184</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Applied to 2003, but not more than line 2a</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Applied to undistributed income of prior years (Election required - see page 24 of the instructions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Treated as distributions out of corpus (Election required - see page 24 of the instructions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Applied to 2004 distributable amount</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>Remaining amount distributed out of corpus</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount must be shown in column (a))</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| 6 | Enter the net total of each column as indicated below: | | | | | NONE |
| a | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | | NONE |
| b | Prior years' undistributed income Subtract line 4b from line 2b | | | | | NONE |
| 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 | | | | | NONE |
| d | Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions | | | | | NONE |
| e | Undistributed income for 2003 Subtract line 4a from line 2a Taxable amount - see page 25 of the instructions | | | | | NONE |
| f | Undistributed income for 2004 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2005 | | | | | 191,574. |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions) | | | | | NONE |
| 8 | Excess distributions carryover from 1999 not applied on line 5 or line 7 (see page 25 of the instructions) | | | | | NONE |
| 9 | Excess distributions carryover to 2005 Subtract lines 7 and 8 from line 6a | | | | | NONE |
| 10 | Analysis of line 9 | | | | | NONE |
| a | Excess from 2000 | | | | | NONE |
| b | Excess from 2001 | | | | | NONE |
| c | Excess from 2002 | | | | | NONE |
| d | Excess from 2003 | | | | | NONE |
| e | Excess from 2004 | | | | | NONE |
Part XIV  Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) *NOT APPLICABLE*

1. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2004, 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).

<table>
<thead>
<tr>
<th>Tax year</th>
<th>Prior 3 years</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) 2004</td>
<td>(b) 2003</td>
</tr>
<tr>
<td>(c) 2002</td>
<td>(d) 2001</td>
</tr>
<tr>
<td>(e) Total</td>
<td></td>
</tr>
</tbody>
</table>

2. 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 the conduct of exempt activities.

e. Qualifying distributions made directly for the conduct of exempt activities Subtract line 2d from line 2c.

3. Complete 3a, b, or c for the alternative test relied upon.

a. "Asset" 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.

"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 or 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iv).
   (3) Largest amount of support from an exempt organization.

Part XV  Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year - see page 26 of the 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))

N/A

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

N/A

2. Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
   
Check here [X] if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

If the organization makes gifts, grants, etc. (see page 26 of the 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

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>a</strong> Paid during the year</td>
<td></td>
<td></td>
<td></td>
<td>SEE STATEMENT 9</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td></td>
<td>1,244,960</td>
</tr>
<tr>
<td><strong>b</strong> Approved for future payment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td></td>
<td>3b</td>
</tr>
</tbody>
</table>

Form 990-PF (2004)
### Part XVI-A  Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

<table>
<thead>
<tr>
<th>Unrelated business income</th>
<th>Excluded by section 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) Business code</td>
<td>(b) Amount</td>
</tr>
<tr>
<td>(e) Related or exempt function income (See page 26 of the instructions)</td>
<td></td>
</tr>
</tbody>
</table>

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  536,600

5. Net rental income or (loss) from real estate
   - a Debt-financed property
   - b Not debt-financed property

6. Net rental income or (loss) from personal property

7. Other investment income
   - 14  1,351

8. Gain or (loss) from sales of assets other than inventory
   - 18  4,064,596

9. Net income or (loss) from special events

10. Gross profit or (loss) from sales of inventory

11. Other revenue
   - a FEDERAL TAX REFUND
     - 25,000
   - b
   - c
   - d
   - e

12. Subtotal Add columns (b), (d), and (e)
    - 4,602,547
    - 25,000

13. Total Add line 12, columns (b), (d), and (e)
    - 4,627,547

(See worksheet in line 13 instructions on page 26 to verify calculations)

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 27 of the instructions)

---

**NOT APPLICABLE**
## Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

   a. Transfers from the reporting organization 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 organization. If the organization 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.

<table>
<thead>
<tr>
<th>(a) Line no</th>
<th>(b) Amount involved</th>
<th>(c) Name of noncharitable exempt organization</th>
<th>(d) Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2. Is the organization 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 X No

   b. If "Yes," complete the following schedule

<table>
<thead>
<tr>
<th>(a) Name of organization</th>
<th>(b) Type of organization</th>
<th>(c) Description of relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [Signature] Date: 9/1/04 Title: [Title]

Preparer's SSN or PTIN: [SSN or PTIN] Check if self-employed: [ ] Yes [ ] No

Preparer's name or firm's name (or yours if self-employed), address, and ZIP code: [Preparer's Name] 1313 West 175th Street Homewood, IL 60430 Phone: 708-799-6800

Form 990-PF (2004)
Schedule B
(For Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

Name of organization

ARIA FOUNDATION
C/O ELLIOTT M. FRIEDMAN

Organization type (check one)

<table>
<thead>
<tr>
<th>Filers of:</th>
<th>Section:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Form 990 or 990-EZ</td>
<td>☒ 501(c)(3) (enter number) organization</td>
</tr>
<tr>
<td></td>
<td>□ 4947(a)(1) nonexempt charitable trust not treated as a private foundation</td>
</tr>
<tr>
<td></td>
<td>□ 527 political organization</td>
</tr>
<tr>
<td>Form 990-PF</td>
<td>☒ 501(c)(3) exempt private foundation</td>
</tr>
<tr>
<td></td>
<td>□ 4947(a)(1) nonexempt charitable trust treated as a private foundation</td>
</tr>
<tr>
<td></td>
<td>□ 501(c)(3) taxable private foundation</td>
</tr>
</tbody>
</table>

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 organizations 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 Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of $5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests 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 Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc. purposes, but these contributions did not aggregate 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: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)
## Part I Contributors (See Specific Instructions.)

<table>
<thead>
<tr>
<th>(a) No.</th>
<th>(b) Name, address, and ZIP + 4</th>
<th>(c) Aggregate contributions</th>
<th>(d) Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>ADAM &amp; RACHEL ALBRIGHT (STOCK)</td>
<td>502,175.</td>
<td>Person ☑, Payroll ☐, Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>1275 LENOX ROAD</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>RICHMOND, MA 01254</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>ADAM &amp; RACHEL ALBRIGHT (STOCK)</td>
<td>716,938.</td>
<td>Person ☑, Payroll ☐, Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>1275 LENOX ROAD</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>RICHMOND, MA 01254</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>ADAM &amp; RACHEL ALBRIGHT (STOCK)</td>
<td>629,108.</td>
<td>Person ☑, Payroll ☐, Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>1275 LENOX ROAD</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>RICHMOND, MA 01254</td>
<td></td>
<td></td>
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<tr>
<td></td>
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<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## Noncash Property
(See Specific Instructions.)

<table>
<thead>
<tr>
<th>No. from Part I</th>
<th>Description of noncash property given</th>
<th>FMV (or estimate) (see instructions)</th>
<th>Date received</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>5,000 SHS EQUIFAX INC (EFX)</td>
<td>502,175.</td>
<td>12/15/2004</td>
</tr>
<tr>
<td></td>
<td>2,000 SHS CARNIVAL CORP (CCL)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2,000 SHS GUIDANT CORP (GDT)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2,300 SHS YUM BRANDS INC (YUM)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>3,400 SHS APPLE COMPUTER (AAPL)</td>
<td>716,938.</td>
<td>12/15/2004</td>
</tr>
<tr>
<td></td>
<td>1,800 SHS BEAR STEARNS COS (BSC)</td>
<td></td>
<td></td>
</tr>
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ARIA FOUNDATION

13-3603275

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

-----------------------------------------------

DIRECT PUBLIC SUPPORT
## FORM 990PF, PART I - OTHER INCOME

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ARIA FOUNDATION

FORM 990PF, PART II - OTHER ASSETS

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<td>RUTH S. FLYNN</td>
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GRAND TOTALS
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### ARIA FOUNDATION

**FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR**

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## Relationship to Substantial Contributor

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**Total Contributions Paid**: 1,244,960
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<tr>
<td>SEE SCHEDULE ATTACHED</td>
<td>PROPERTY TYPE: SECURITIES</td>
<td>5,927,131</td>
<td>393,189</td>
</tr>
<tr>
<td>6,320,320.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SEE SCHEDULE ATTACHED</td>
<td>PROPERTY TYPE: SECURITIES</td>
<td>9,974,960</td>
<td>5,470,491</td>
</tr>
<tr>
<td>15445451.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL GAIN(LOSS)</td>
<td></td>
<td></td>
<td>5,863,680</td>
</tr>
</tbody>
</table>
Underpayment of Estimated Tax by Corporations

Note: In most cases, the corporation is not required to file Form 2220 (see Part I below for exceptions) because the IRS will figure any penalty owed and bill the corporation. Even if Form 2220 is not required, the corporation may still use it to figure the penalty. In such a case, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Reasons for Filing - Check the boxes below that apply. If any boxes are checked, and line 6, below, is $500 or more, the corporation must file Form 2220 even if it does not owe a penalty.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>The corporation is using the adjusted seasonal installment method</td>
</tr>
<tr>
<td>2</td>
<td>The corporation is using the annualized income installment method</td>
</tr>
<tr>
<td>3</td>
<td>The corporation is a &quot;large corporation&quot; figuring its first required installment based on the prior year's tax</td>
</tr>
</tbody>
</table>

Part II Figuring the Underpayment

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>Total tax (see instructions)</td>
</tr>
<tr>
<td></td>
<td>124,482</td>
</tr>
</tbody>
</table>

5a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4 | 5a |

5b Look-back interest included on line 4 under section 460(b)(2) for completed long-term contracts or section 187(g) for depreciation under the income forecast method | 5b |

5c Credit for Federal tax paid on fuels (see instructions) | 5c |

5d Total. Add lines 5a through 5c | 5d |

6 Subtract line 5d from line 4 If the result is less than $500, do not complete or file this form The corporation does not owe the penalty | 6 |

7 Enter the tax shown on the corporation's 2003 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 6 on line 8 | 7 |

8 Enter the smaller of line 6 or line 7 If the corporation is required to skip line 7, enter the amount from line 6 | 8 |

9 Installment due dates Enter in columns (a) through (d) the 15th day of the 4th month, 6th, 9th, and 12th months of the corporation's tax year. Exception. If one of your installment due dates is September 15, 2004, see the instructions |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>03/15/2005</td>
<td>04/15/2005</td>
<td>07/15/2005</td>
<td>10/15/2005</td>
<td></td>
</tr>
</tbody>
</table>

10 Required installments. If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 38. If the box on line 3 (but not 1 or 2) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 8 above in each column. |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>15,760</td>
<td>46,481</td>
<td>31,121</td>
<td>6,153</td>
<td></td>
</tr>
</tbody>
</table>

11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15. Complete lines 12 through 18 of one column before going to the next column. |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>60,000</td>
<td>12,000</td>
<td>10,000</td>
</tr>
</tbody>
</table>

12 Enter amount, if any, from line 15 of the preceding column. |

<table>
<thead>
<tr>
<th>(a)</th>
</tr>
</thead>
<tbody>
<tr>
<td>44,240</td>
</tr>
</tbody>
</table>

13 Add lines 11 and 12. |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>44,240</td>
<td>12,000</td>
<td>10,000</td>
</tr>
</tbody>
</table>

14 Add amounts on lines 16 and 17 of the preceding column. |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2,241</td>
<td>21,362</td>
<td>6,153</td>
</tr>
</tbody>
</table>

15 Subtract line 14 from line 13 If zero or less, enter -0. |

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>60,000</td>
<td>44,240</td>
<td>9,759</td>
</tr>
</tbody>
</table>

16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0. |

<table>
<thead>
<tr>
<th>(a)</th>
</tr>
</thead>
<tbody>
<tr>
<td>60,000</td>
</tr>
</tbody>
</table>

17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10 Then go to line 12 of the next column. Otherwise, go to line 18. |

<table>
<thead>
<tr>
<th>(a)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2,241</td>
</tr>
</tbody>
</table>

18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15 Then go to line 12 of the next column. |

<table>
<thead>
<tr>
<th>(a)</th>
</tr>
</thead>
<tbody>
<tr>
<td>44,240</td>
</tr>
</tbody>
</table>

Go to Part III on page 2 to figure the penalty. Do not go to Part III if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.
<table>
<thead>
<tr>
<th></th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>19</td>
<td>Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions)</td>
<td>19</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Number of days from due date of installment on line 9 to the date shown on line 19</td>
<td></td>
<td></td>
<td></td>
<td>20</td>
</tr>
<tr>
<td>21</td>
<td>Number of days on line 20 after 4/15/2004 and before 7/1/2004</td>
<td></td>
<td></td>
<td></td>
<td>21</td>
</tr>
<tr>
<td>22</td>
<td>Underpayment on line 17 x Number of days on line 21 x 5%</td>
<td></td>
<td></td>
<td></td>
<td>366</td>
</tr>
<tr>
<td>23</td>
<td>Number of days on line 26 after 8/30/2004 and before 10/1/2004</td>
<td></td>
<td></td>
<td></td>
<td>23</td>
</tr>
<tr>
<td>24</td>
<td>Underpayment on line 17 x Number of days on line 23 x 4%</td>
<td></td>
<td></td>
<td></td>
<td>366</td>
</tr>
<tr>
<td>25</td>
<td>Number of days on line 26 after 9/30/2004 and before 11/1/2005</td>
<td></td>
<td></td>
<td></td>
<td>SEE PENALTY COMPUTATION WHITEPAPER DETAIL</td>
</tr>
<tr>
<td>26</td>
<td>Underpayment on line 17 x Number of days on line 25 x 5%</td>
<td></td>
<td></td>
<td></td>
<td>366</td>
</tr>
<tr>
<td>27</td>
<td>Number of days on line 26 after 12/31/2004 and before 4/1/2005</td>
<td></td>
<td></td>
<td></td>
<td>27</td>
</tr>
<tr>
<td>28</td>
<td>Underpayment on line 17 x Number of days on line 27 x 5%</td>
<td></td>
<td></td>
<td></td>
<td>365</td>
</tr>
<tr>
<td>29</td>
<td>Number of days on line 26 after 3/31/2005 and before 7/1/2005</td>
<td></td>
<td></td>
<td></td>
<td>29</td>
</tr>
<tr>
<td>30</td>
<td>Underpayment on line 17 x Number of days on line 29 x 4%</td>
<td></td>
<td></td>
<td></td>
<td>365</td>
</tr>
<tr>
<td>31</td>
<td>Number of days on line 26 after 6/30/2005 and before 10/1/2005</td>
<td></td>
<td></td>
<td></td>
<td>31</td>
</tr>
<tr>
<td>32</td>
<td>Underpayment on line 17 x Number of days on line 31 x 4%</td>
<td></td>
<td></td>
<td></td>
<td>365</td>
</tr>
<tr>
<td>33</td>
<td>Number of days on line 26 after 6/30/2005 and before 11/1/2006</td>
<td></td>
<td></td>
<td></td>
<td>33</td>
</tr>
<tr>
<td>34</td>
<td>Underpayment on line 17 x Number of days on line 33 x 4%</td>
<td></td>
<td></td>
<td></td>
<td>365</td>
</tr>
<tr>
<td>35</td>
<td>Number of days on line 26 after 12/31/2005 and before 2/19/2008</td>
<td></td>
<td></td>
<td></td>
<td>35</td>
</tr>
<tr>
<td>36</td>
<td>Underpayment on line 17 x Number of days on line 35 x 5%</td>
<td></td>
<td></td>
<td></td>
<td>365</td>
</tr>
<tr>
<td>37</td>
<td>Add lines 22, 24, 26, 28, 30, 32, 34, and 36</td>
<td></td>
<td></td>
<td></td>
<td>923.</td>
</tr>
</tbody>
</table>

38 **Penalty.** Add columns (a) through (e) of line 37. Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns.

*For underpayments paid after March 31, 2005:* For lines 30, 32, 34, and 36, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at [www.irs.gov](http://www.irs.gov). You can also call 1-800-829-1040 to get interest rate information.
### Part II Annualized Income Installment Method

<table>
<thead>
<tr>
<th></th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>Annualization periods (see instructions)</td>
<td>20</td>
<td>First 2 months</td>
<td>First 3 months</td>
</tr>
<tr>
<td>21</td>
<td>Enter taxable income for each annualization period (see instructions)</td>
<td>21</td>
<td>1,908,457</td>
<td>2,040,622</td>
</tr>
<tr>
<td>22</td>
<td>Annualization amounts (see instructions)</td>
<td>22</td>
<td>6.00000</td>
<td>4.00000</td>
</tr>
<tr>
<td>23</td>
<td>Annualized taxable income Multiply line 21 by line 22</td>
<td>23</td>
<td>11450742</td>
<td>8,162,488</td>
</tr>
<tr>
<td>24</td>
<td>Figure the tax on the amount on line 23 using the instructions for Form 1120, Schedule J, line 3 (or comparable line of corporation's return)</td>
<td>24</td>
<td>229,015</td>
<td>163,250</td>
</tr>
<tr>
<td>25</td>
<td>Enter any alternative minimum tax for each payment period (see instructions)</td>
<td>25</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Enter any other taxes for each payment period (see instructions)</td>
<td>26</td>
<td></td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>Total tax Add lines 24 through 26</td>
<td>27</td>
<td>229,015</td>
<td>163,250</td>
</tr>
<tr>
<td>28</td>
<td>For each period, enter the same type of credits as allowed on Form 2220, lines 4 and 5c (see instructions)</td>
<td>28</td>
<td></td>
<td></td>
</tr>
<tr>
<td>29</td>
<td>Total tax after credits Subtract line 28 from line 27. If zero or less, enter -0-</td>
<td>29</td>
<td>229,015</td>
<td>163,250</td>
</tr>
<tr>
<td>30</td>
<td>Applicable percentage</td>
<td>30</td>
<td>25%</td>
<td>50%</td>
</tr>
<tr>
<td>31</td>
<td>Multiply line 29 by line 30</td>
<td>31</td>
<td>57,254</td>
<td>81,625</td>
</tr>
</tbody>
</table>

### Part III Required Installments

**Note:** Complete lines 32 through 38 of one column before completing the next column

<table>
<thead>
<tr>
<th></th>
<th>1st installment</th>
<th>2nd installment</th>
<th>3rd installment</th>
<th>4th installment</th>
</tr>
</thead>
<tbody>
<tr>
<td>32</td>
<td>If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31 If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31</td>
<td>57,254</td>
<td>81,625</td>
<td>107,531</td>
</tr>
<tr>
<td>33</td>
<td>Add the amounts in all preceding columns of line 38 (see instructions)</td>
<td>15,760</td>
<td>62,241</td>
<td>93,362</td>
</tr>
<tr>
<td>34</td>
<td>Adjusted seasonal or annualized income installments Subtract line 33 from line 32 If zero or less, enter -0-</td>
<td>57,254</td>
<td>65,865</td>
<td>45,290</td>
</tr>
<tr>
<td>35</td>
<td>Enter 25% of line 8 on page 1 of Form 2220 in each column (Note: &quot;Large corporations,&quot; see the instructions for line 10 for the amounts to enter.)</td>
<td>15,760</td>
<td>46,481</td>
<td>31,121</td>
</tr>
<tr>
<td>36</td>
<td>Subtract line 38 of the preceding column from line 37 of the preceding column</td>
<td>15,760</td>
<td>46,481</td>
<td>31,121</td>
</tr>
<tr>
<td>37</td>
<td>Add lines 35 and 36</td>
<td>15,760</td>
<td>46,481</td>
<td>31,121</td>
</tr>
<tr>
<td>38</td>
<td>Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)</td>
<td>15,760</td>
<td>46,481</td>
<td>31,121</td>
</tr>
</tbody>
</table>
### PENALTY COMPUTATION DETAIL - FORM 2220

<table>
<thead>
<tr>
<th>DATE PD</th>
<th>UNDERPAYMENT</th>
<th>BEG.DATE</th>
<th>END DATE</th>
<th>DAYS</th>
<th>%</th>
<th>PENALTY</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>QUARTER 2, RATE PERIOD 1 (04/15/2005 - 03/15/2006)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>07/15/2005</td>
<td>2,241.</td>
<td>04/15/2005</td>
<td>07/15/2005</td>
<td>91</td>
<td>7</td>
<td>39</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL FOR QUARTER 2, RATE PERIOD 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>39</td>
</tr>
<tr>
<td>QUARTER 3, RATE PERIOD 1 (07/15/2005 - 03/15/2006)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10/15/2005</td>
<td>10,000.</td>
<td>07/15/2005</td>
<td>10/15/2005</td>
<td>92</td>
<td>7</td>
<td>176</td>
</tr>
<tr>
<td>11,362.</td>
<td>07/15/2005</td>
<td>03/15/2006</td>
<td>243</td>
<td>7</td>
<td></td>
<td>530</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL FOR QUARTER 3, RATE PERIOD 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>706</td>
</tr>
<tr>
<td>QUARTER 4, RATE PERIOD 1 (10/15/2005 - 03/15/2006)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>6,153.</td>
<td>10/15/2005</td>
<td>03/15/2006</td>
<td>151</td>
<td>7</td>
<td>178</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL FOR QUARTER 4, RATE PERIOD 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>178</td>
</tr>
<tr>
<td>TOTAL UNDERPAYMENT PENALTY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>923</td>
</tr>
</tbody>
</table>
# Capital Gains and Losses

**Part I** Short-Term Capital Gains and Losses - Assets Held One Year or Less

<table>
<thead>
<tr>
<th>Description of property</th>
<th>Date acquired (mo, day, yr)</th>
<th>Date sold (mo, day, yr)</th>
<th>Sales price</th>
<th>Cost or other basis (see page 33)</th>
<th>Gain or (Loss) for the entire year (col (d) less col (e))</th>
</tr>
</thead>
<tbody>
<tr>
<td>SEE STATEMENT 1</td>
<td>6,320,320</td>
<td>5,927,131</td>
<td>393,189</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Part II**

Long-Term Capital Gains and Losses - Assets Held More Than One Year

<table>
<thead>
<tr>
<th>Description of property</th>
<th>Date acquired (mo, day, yr)</th>
<th>Date sold (mo, day, yr)</th>
<th>Sales price</th>
<th>Cost or other basis (see page 33)</th>
<th>Gain or (Loss) for the entire year (col (d) less col (e))</th>
</tr>
</thead>
<tbody>
<tr>
<td>SEE STATEMENT 2</td>
<td>15,445,451</td>
<td>9,974,960</td>
<td>5,470,491</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Part III** Summary of Parts I and II

<table>
<thead>
<tr>
<th>Caution: Read the instructions before completing this part.</th>
<th>(1) Beneficiaries' (see page 34)</th>
<th>(2) Estate's or trust's</th>
<th>(3) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net short-term gain or (loss)</td>
<td>13</td>
<td>393,189</td>
<td></td>
</tr>
<tr>
<td>Net long-term gain or (loss):</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Total for year</td>
<td>14a</td>
<td></td>
<td>5,470,491</td>
</tr>
<tr>
<td>b Unrecaptured section 1250 gain (see line 18 of the worksheet on page 34)</td>
<td>14b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c 28% rate gain or (loss)</td>
<td>14c</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total net gain or (loss). Combine lines 13 and 14a</td>
<td>15</td>
<td></td>
<td>5,863,680</td>
</tr>
</tbody>
</table>

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4. If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.
**Part IV  Capital Loss Limitation**

16  Enter here and enter as a (loss) on Form 1041, line 4, the smaller of
   a  The loss on line 15, column (3) or
   b  $3,000

If the loss on line 15, column (3), is more than $3,000, or if Form 1041, page 1, line 22, is a loss, complete the Capital Loss Carryover Worksheet on page 36 of the instructions to determine your capital loss carryover.

**Part V  Tax Computation Using Maximum Capital Gains Rates** (Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22 is more than zero.)

Note: If line 14b, column (2) or line 14c, column (2) is more than zero, complete the worksheet on page 37 of the instructions and skip Part V. Otherwise, go to line 17.

17  Enter taxable income from Form 1041, line 22

18  Enter the smaller of line 14a or 15 in column (2)

19  Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2)

20  Add lines 18 and 19

21  If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-

22  Subtract line 21 from line 20. If zero or less, enter -0-

23  Subtract line 22 from line 17. If zero or less, enter -0-

24  Enter the smaller of the amount on line 17 or $1,950

25  Is the amount on line 23 equal to or more than the amount on line 24?

   X  Yes. Skip lines 25 through 27, go to line 28 and check the "No" box

   No. Enter the amount from line 23

26  Subtract line 25 from line 24

27  Multiply line 26 by 5% (05)

28  Are the amounts on lines 22 and 26 the same?

   X  Yes. Skip lines 28 through 31, go to line 32

   No. Enter the smaller of line 17 or line 22

29  Enter the amount from line 26 (If line 26 is blank, enter -0-)

30  Subtract line 29 from line 28

31  Multiply line 30 by 15% (15)

32  Figure the tax on the amount on line 23. Use the 2004 Tax Rate Schedule on page 22 of the instructions

33  Add lines 27, 31, and 32

34  Figure the tax on the amount on line 17. Use the 2004 Tax Rate Schedule on page 22 of the instructions

35  Tax on all taxable income. Enter the smaller of line 33 or line 34 here and on line 1a of Schedule G, Form 1041
<table>
<thead>
<tr>
<th>Description</th>
<th>Date Acquired</th>
<th>Date Sold</th>
<th>Gross Sales Price</th>
<th>Cost or Other Basis</th>
<th>Short-term Gain/Loss</th>
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<td>CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES</td>
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<td>VAR</td>
<td>6,320,320</td>
<td>5,927,131</td>
<td>393,189</td>
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<td>393,189</td>
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Totals: 6,320,320 | 5,927,131 | 393,189
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<th>Description</th>
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<th>Cost or Other Basis</th>
<th>Long-term Gain/Loss</th>
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<td>VAR</td>
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<td>5,470,491.</td>
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3,990,154.05  5,406,129.63
### Details of assets in your account

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<th>UNREALIZED GAIN/LOSS</th>
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<th>YIELD</th>
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Note: The values and categories may have been edited for clarity and conciseness.
## Details of assets in your account (continued)

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• Details of assets in your account (continued)

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### Details of assets in your account

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<tr>
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<th>CURRENT TOTAL MARKET VALUE</th>
<th>FEDERAL TAX COST</th>
<th>UNREALIZED GAIN/LOSS</th>
<th>UNREALIZED ANNUAL INCOME</th>
<th>YIELD</th>
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### Details of assets in your account (continued)

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<th>DESCRIPTION OF ASSET</th>
<th>QUANTITY</th>
<th>CURRENT UNIT VALUE</th>
<th>CURRENT TOTAL MARKET VALUE</th>
<th>FEDERAL TAX COST</th>
<th>UNREALIZED GAIN/LOSS</th>
<th>ESTIMATED ANNUAL INCOME</th>
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### ARIA FOUNDATION Y/E 10/31/05 13-3603275

**FORM 990-PF PART IV - CAPITAL GAINS & LOSSES FOR TAX ON INVESTMENT INCOME**

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<td>ALBRIGHT VENTURES, LLC (PER K-1)</td>
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**TOTAL**                                                              | $ 393,189  | $ 5,470,491 | $ 5,863,680
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<th>GAIN/LOSS</th>
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## Statement of Capital Gains and Losses

**ARIA N.A.**
**PRIVATE CAPITAL**
**ARIA FOUNDATION**

**Trust Year Ending 10/31/2005**

### Tax Preparer:
- Name: 4
- Address: 100

### Trust Administrator:
- Name: 19
- Address: 100

### Investment Officer:
- Name: 160
- Address: 100

---

### Property Description Shares   Date   Sales Price   Cost Basis   Gain/loss   Term
---   ---   ---   ---   ---   ---   ---
**6300.0000 PEOPLESOFT INC COMMON STOCK - 712713106 - MINOR = 3501**
SOLD   6300.0000   12/29/2004   166950.00   106774.92   60175.08   ST

**400.0000 PROGRESS SOFTWARE CORP COMMON STOCK - 743312100 - MINOR = 43**
SOLD   400.0000   10/28/2005   12298.72   4716.00   7582.72   LT15

**3000.0000 QUANTUM CORP DSSG COMMON STOCK - 747906204 - MINOR = 43**
SOLD   3000.0000   10/28/2005   8556.23   4073.70   -32181.67   LT15

**2000.0000 RAYMOND JAMES FINANCIAL INC COMMON STOCK - 754730109 - MINOR = 43**
SOLD   1050.0000   10/28/2005   6663.21   3496.69   2166.60   LT15

**4600.0000 SCIENTIFIC ATLANTA INC COMMON STOCK - 8086565104 - MINOR = 43**
SOLD   950.0000   12/07/1999   31636.52   11555.74   20080.78   LT15

**1800.0000 STARRETT L S COMPANY COMMON STOCK CLASS A - 855668109 - MINOR = 43**
SOLD   300.0000   04/03/1998   5470.50   11710.39   -6259.59   LT15

**6500.0000 STORAGE TECHNOLOGY CORPORATION COMMON STOCK PAR $0.10 - 862112200 - MINOR = 3501**
SOLD   6500.0000   04/20/2001   240500.00   72403.50   168096.50   LT15

**0800 SYANTEC CORPORATION COMMON STOCK - 871503108 - MINOR = 43**
SOLD   0.0800   07/06/2005   1.69   0.00   1.69   ST

**4000.0000 SYANTEC CORPORATION COMMON STOCK - 871503108 - MINOR = 43**
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**3000 TO BANKBROTH - 87225A101 - MINOR = 43**
SOLD   3000.0000   03/03/2005   9.44   5.17   4.27   LT15

**1200.0000 TO BANKBROTH - 87225A101 - MINOR = 43**
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**500.0000 TT FINANCIAL CORPORATION COMMON STOCK - 872391107 - MINOR = 43**
SOLD   500.0000   05/04/1999   13840.97   10102.50   3738.47   LT15

**300.0000 UNIVERSAL HEALTH SERVICES INC CLASS B COMMON STOCK - 913903100 - MINOR = 43**
SOLD   300.0000   04/16/2003   13919.41   10528.80   3390.61   LT15

**2300.0000 VERISIGN INC COMMON STOCK - 92343E102 - MINOR = 43**
SOLD   2300.0000   10/28/2005   52483.80   49327.87   3155.93   ST

**3000.0000 WEST PHARMACEUTICALS SWCS INC COMMON STOCK - 95536005 - MINOR = 43**
SOLD   3000.0000   10/28/2005   69822.07   36210.00   33612.07   LT15

**1700.0000 WHITNEY HOLDING CORPORATION COMMON STOCK - 96661703 - MINOR = 43**
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<th>LONG TERM 15%</th>
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**Summary of Capital Gains/Losses**

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**ST WASH SALE**

**LT WASH SALE**
### Banknorth Sales for Tax Return

**Aria Foundation**  
**Sale of Banknorth Stock**

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| Total         |          | 8370     |            | 182,695.15   | 64,038.10  | 118,657.05 |

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<th>Description</th>
<th>Sale Proceeds</th>
<th>Cost Basis</th>
<th>Gain/Loss</th>
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<td>1</td>
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<td>32.24</td>
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| Total         |          | 1968     |            | 80,584.00    | 80,246.35  | 337.65    |

**Notes:**
- LT: Long-term gains/losses
- ST: Short-term gains/losses
### Schedule D Detail of Short-term Capital Gains and Losses

<table>
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<tr>
<th>Description</th>
<th>Date Acquired</th>
<th>Date Sold</th>
<th>Gross Sales Price</th>
<th>Cost or Other Basis</th>
<th>Short-term Gain/Loss</th>
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| Totals                                           | 356,132.00    | 353,685.00 | 2,447.00         |
## 15% Rate Capital Gains (Losses)

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<th>Long-term Gain/Loss</th>
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**Totals**

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<th>Cost or Other Basis</th>
<th>Long-term Gain/Loss</th>
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Totals

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<th>Long-term Gain/Loss</th>
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Totals                                                                

1211152.00  795,912.00  415,239.00
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<td>31,865.24</td>
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<tr>
<td>100000. DAIMLER CHRYSLER NA HLDG</td>
<td>07/07/2000</td>
<td>12/08/2004</td>
<td>100,493.00</td>
<td>100,224.00</td>
<td>269.00</td>
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<tr>
<td>5000. EQUIFAX INC COMMON STOCK</td>
<td>03/15/2000</td>
<td>12/16/2004</td>
<td>140,572.70</td>
<td>62,833.95</td>
<td>77,738.75</td>
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<tr>
<td>100000. FEDERAL HOME LOAN BANKS</td>
<td>07/12/2000</td>
<td>12/08/2004</td>
<td>101,906.25</td>
<td>101,172.00</td>
<td>734.25</td>
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<td>11/06/2001</td>
<td>12/08/2004</td>
<td>103,500.00</td>
<td>105,109.22</td>
<td>-1,609.20</td>
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<tr>
<td>2000. FIDELITY BANKSHARES INC NEW COMMON STOCK</td>
<td>05/15/2001</td>
<td>12/16/2004</td>
<td>83,002.45</td>
<td>23,864.40</td>
<td>59,138.05</td>
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<td>2900. FIDELITY BANKSHARES INC NEW COMMON STOCK</td>
<td>05/21/2001</td>
<td>12/16/2004</td>
<td>120,353.56</td>
<td>37,627.50</td>
<td>82,726.06</td>
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<td>50000. FIRST UNION CORPORATION</td>
<td>07/13/2000</td>
<td>12/08/2004</td>
<td>52,398.50</td>
<td>48,611.50</td>
<td>3,787.00</td>
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<tr>
<td>50000. FLORIDA POWER &amp; LIGHT COMPANY FIRST MORTGAGE</td>
<td>11/12/2002</td>
<td>12/08/2004</td>
<td>53,247.00</td>
<td>55,189.00</td>
<td>-1,942.00</td>
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<tr>
<td>50000. FORD MOTOR COMPANY NOTES</td>
<td>10/02/1997</td>
<td>12/08/2004</td>
<td>53,764.00</td>
<td>52,390.50</td>
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<tr>
<td><strong>Totals</strong></td>
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<td></td>
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<td></td>
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JSA
4F0870 2 000

- HD8712 L718 11/16/2005 08:38:07 110011061605 9 STATEMENT 5
<table>
<thead>
<tr>
<th>Description</th>
<th>Date Acquired</th>
<th>Date Sold</th>
<th>Gross Sales Price</th>
<th>Cost or Other Basis</th>
<th>Long-term Gain/Loss</th>
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<tbody>
<tr>
<td>2000. FOREST CITY ENTERPRISES INC COMMON STOCK CLASS A</td>
<td>05/19/2000</td>
<td>12/16/2004</td>
<td>109,147.44</td>
<td>38,568.67</td>
<td>70,578.77</td>
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<td>50000. GTE SOUTH INC DEBENTURES SER E</td>
<td>01/30/2002</td>
<td>11/15/2004</td>
<td>52,510.50</td>
<td>51,845.50</td>
<td>665.00</td>
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<td>300. GUIDANT CORPORATION COMMON STOCK</td>
<td>06/20/2001</td>
<td>12/15/2004</td>
<td>21,557.49</td>
<td>10,495.20</td>
<td>11,062.29</td>
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<tr>
<td>1700. GUIDANT CORPORATION COMMON STOCK</td>
<td>07/11/2001</td>
<td>12/16/2004</td>
<td>122,159.14</td>
<td>50,592.97</td>
<td>71,566.17</td>
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<td>12/16/2004</td>
<td>164,879.97</td>
<td>88,931.52</td>
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<tr>
<td>100. MGM GRAND INC COMMON STOCK</td>
<td>10/23/2002</td>
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<td>3,182.57</td>
<td>3,687.43</td>
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<tr>
<td>6900. MINE SAFETY APPLIANCES COMPANY COMMON STOCK</td>
<td>04/14/1999</td>
<td>12/16/2004</td>
<td>348,451.49</td>
<td>40,459.80</td>
<td>307,991.69</td>
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<td>100000. PACIFIC BELL NOTES</td>
<td>10/30/2001</td>
<td>12/08/2004</td>
<td>100,767.00</td>
<td>105,856.00</td>
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<td>50000. SEARS ROEBUCK ACCEPTANCE CORP NOTE</td>
<td>09/11/1997</td>
<td>12/08/2004</td>
<td>52,696.00</td>
<td>49,957.50</td>
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<td>75000. UNITED STATES OF AMERICA</td>
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<td>12/08/2004</td>
<td>81,313.48</td>
<td>77,660.16</td>
<td>3,653.32</td>
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<td>11/12/2002</td>
<td>10/15/2005</td>
<td>50,000.00</td>
<td>54,746.50</td>
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<td>100000. WELLS FARGO CORPORATION SUB GLOBAL NOTES</td>
<td>10/30/2001</td>
<td>02/14/2005</td>
<td>111,485.00</td>
<td>104,312.00</td>
<td>7,173.00</td>
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<td>2300. YUM BRANDS INC COMMON</td>
<td>02/04/2000</td>
<td>12/16/2004</td>
<td>107,016.49</td>
<td>25,141.55</td>
<td>81,874.94</td>
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</tbody>
</table>

**TOTAL 15% RATE CAPITAL GAINS (LOSSES)**

| | 3068424.00 | 1768160.00 | 1300263.00 |
## Average Cost Summary

Single Category Method

Aria Foundation

(800) 345-1344  -  Mark A. McConnell  
ext. 8781  -  Registered Representative

This summary is not a tax document and information is not reported to the IRS. Vanguard provides cost basis information using the Average Cost Single Category method. You may want to consult a tax advisor to determine if this method is appropriate for you. Once you select the Average Cost Single Category method, you are not permitted to change without IRS approval. See IRS Publication 564, Mutual Fund Distributions, and IRS Publication 550, Investment Income and Expenses, for more information.

### Vanguard Emerging Markets Stock Index Fund

<table>
<thead>
<tr>
<th>Holding period</th>
<th>Date sold</th>
<th>Shares redeemed</th>
<th>Redemption proceeds</th>
<th>Average cost basis</th>
<th>Total gain or (loss)</th>
<th>Total gain or (Allowable loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Short-term</td>
<td>02/11</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>02/11</td>
<td>51,664,447</td>
<td>776,000.00</td>
<td>497,688.78</td>
<td>278,311.22</td>
<td>278,311.22</td>
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</tbody>
</table>

### Vanguard European Stock Index Fund Admiral Shares

<table>
<thead>
<tr>
<th>Holding period</th>
<th>Date sold</th>
<th>Shares redeemed</th>
<th>Redemption proceeds</th>
<th>Average cost basis</th>
<th>Total gain or (loss)</th>
<th>Total gain or (Allowable loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Short-term</td>
<td>02/11</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>02/11</td>
<td>2,173,558</td>
<td>133,000.00</td>
<td>97,424.30</td>
<td>35,575.70</td>
<td>35,575.70</td>
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<tr>
<td>Short-term</td>
<td>02/11</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>02/11</td>
<td>8,955,712</td>
<td>568,000.00</td>
<td>401,417.40</td>
<td>146,582.60</td>
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</table>

### Account Summary

<table>
<thead>
<tr>
<th>Holding period</th>
<th>Date sold</th>
<th>Shares redeemed</th>
<th>Redemption proceeds</th>
<th>Average cost basis</th>
<th>Total gain or (loss)</th>
<th>Total gain or (Allowable loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Short-term</td>
<td>various</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>various</td>
<td>20,272,493</td>
<td>1,253,000.00</td>
<td>908,663.81</td>
<td>344,336.19</td>
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</table>

### Vanguard Precious Metals and Mining Fund

<table>
<thead>
<tr>
<th>Holding period</th>
<th>Date sold</th>
<th>Shares redeemed</th>
<th>Redemption proceeds</th>
<th>Average cost basis</th>
<th>Total gain or (loss)</th>
<th>Total gain or (Allowable loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Short-term</td>
<td>04/15</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>04/15</td>
<td>18,303,844</td>
<td>300,000.00</td>
<td>172,693.11</td>
<td>127,306.89</td>
<td>127,306.89</td>
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</table>

### Vanguard Pacific Stock Index Fund Admiral Shares

<table>
<thead>
<tr>
<th>Holding period</th>
<th>Date sold</th>
<th>Shares redeemed</th>
<th>Redemption proceeds</th>
<th>Average cost basis</th>
<th>Total gain or (loss)</th>
<th>Total gain or (Allowable loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Short-term</td>
<td>02/11</td>
<td>.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>Long-term</td>
<td>02/11</td>
<td>20,885,866</td>
<td>1,259,000.00</td>
<td>939,630.05</td>
<td>319,369.95</td>
<td>319,369.95</td>
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</table>

\[
\begin{align*}
\text{Total Gain} & = 3,588,000.00 \\
\text{Total Loss} & = 2,518,675.75 \\
\text{Net Gain} & = 1,069,324.25
\end{align*}
\]

For your convenience, you may also access average cost information on-line for both realized and unrealized gains and losses for your eligible Vanguard non-retirement accounts at [www.vanguard.com](http://www.vanguard.com).
### ARIA FOUNDATION

#### REALIZED GAINS/(LOSSES)

<table>
<thead>
<tr>
<th># SHARES</th>
<th>NAME</th>
<th>PURCH</th>
<th>SALE DATE</th>
<th>PROCEEDS</th>
<th>COST BASIS</th>
<th>SHORT-TERM GAIN/LOSS</th>
<th>LONG-TERM GAIN/LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,712</td>
<td>ICON ENERGY FUND</td>
<td>2/15/2005</td>
<td>10/28/2005</td>
<td>51,000.00</td>
<td>43,283.49</td>
<td>7,716.51</td>
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</tr>
<tr>
<td>197,000</td>
<td>BERKSHIRE HATHAWAY</td>
<td>2/22/2005</td>
<td>4/15/2005</td>
<td>560,441.57</td>
<td>595,796.90</td>
<td>(35,355.33)</td>
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<tr>
<td>5,090</td>
<td>DEVON ENERGY CORP</td>
<td>2/22/2005</td>
<td>10/27/2005</td>
<td>309,968.04</td>
<td>228,223.12</td>
<td>81,744.92</td>
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<tr>
<td>9,180</td>
<td>ENCAJA CORP</td>
<td>2/22/2005</td>
<td>10/27/2005</td>
<td>441,080.56</td>
<td>256,737.76</td>
<td>144,342.80</td>
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<tr>
<td>4,650</td>
<td>FPL GROUP INC</td>
<td>2/22/2005</td>
<td>10/27/2005</td>
<td>195,338.33</td>
<td>183,769.22</td>
<td>11,569.11</td>
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<td>63,150</td>
<td>COMPTON PETE CORP</td>
<td>4/15/2005</td>
<td>10/27/2005</td>
<td>730,991.56</td>
<td>568,665.75</td>
<td>162,325.81</td>
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<td>13,230</td>
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<td>4/15/2005</td>
<td>10/27/2005</td>
<td>504,610.09</td>
<td>582,225.84</td>
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**Total:**

2,793,430.15 2,498,652.08 294,778.07

### VANGUARD BROKERAGE ACCOUNT Y/E 10/31/05

<table>
<thead>
<tr>
<th># SHARES</th>
<th>NAME</th>
<th>PURCH</th>
<th>SALE DATE</th>
<th>PROCEEDS</th>
<th>COST BASIS</th>
<th>SHORT-TERM GAIN/LOSS</th>
<th>LONG-TERM GAIN/LOSS</th>
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<tbody>
<tr>
<td>102,079</td>
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<td>VAR</td>
<td>10/27/2005</td>
<td>1,384,199.90</td>
<td>1,513,279.27</td>
<td>(129,079.37)</td>
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</tbody>
</table>

**Total:**

1,384,199.90 1,513,279.27 (129,079.37)

### AMERICAN CENTURY ACCOUNT Y/E 10/31/05

<table>
<thead>
<tr>
<th># SHARES</th>
<th>NAME</th>
<th>PURCH</th>
<th>SALE DATE</th>
<th>PROCEEDS</th>
<th>COST BASIS</th>
<th>SHORT-TERM GAIN/LOSS</th>
<th>LONG-TERM GAIN/LOSS</th>
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</thead>
<tbody>
<tr>
<td>44,325</td>
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<td>VAR</td>
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<td>22,140</td>
<td>USAA PRECIOUS METALS &amp; MINERALS</td>
<td>VAR</td>
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<td>343,816.23</td>
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<td>63,104</td>
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<td>VAR</td>
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<td>988,458.99</td>
<td>66,656.04</td>
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<td>VAR</td>
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<td>660,707.55</td>
<td>603,886.80</td>
<td>57,021.25</td>
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</table>

**Total:**

2,675,822.58 2,623,886.30 57,021.25 (4,854.97)

### USAA ACCOUNT Y/E 10/31/05

<table>
<thead>
<tr>
<th># SHARES</th>
<th>NAME</th>
<th>PURCH</th>
<th>SALE DATE</th>
<th>PROCEEDS</th>
<th>COST BASIS</th>
<th>SHORT-TERM GAIN/LOSS</th>
<th>LONG-TERM GAIN/LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>21,529</td>
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<td>VAR</td>
<td>2/24/2005</td>
<td>349,000.00</td>
<td>268,820.10</td>
<td>80,379.90</td>
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</tr>
</tbody>
</table>

**Total:**

349,000.00 268,820.10 80,379.90

### MATTHEWS ASIAN FUNDS ACCOUNT Y/E 10/31/05

<table>
<thead>
<tr>
<th># SHARES</th>
<th>NAME</th>
<th>PURCH</th>
<th>SALE DATE</th>
<th>PROCEEDS</th>
<th>COST BASIS</th>
<th>SHORT-TERM GAIN/LOSS</th>
<th>LONG-TERM GAIN/LOSS</th>
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</thead>
<tbody>
<tr>
<td>17,529</td>
<td>MATTHEWS ASIAN GR &amp; INC FUND</td>
<td>VAR</td>
<td>2/24/2005</td>
<td>349,000.00</td>
<td>268,820.10</td>
<td>80,379.90</td>
<td>-</td>
</tr>
</tbody>
</table>

**Total:**

349,000.00 268,820.10 80,379.90
Application for Extension of Time To File an Exempt Organization Return

Form 8868 (Rev December 2004)

Department of the Treasury
Internal Revenue Service

File a separate application for each return

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

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

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

Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only.

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers) However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit www.irs.gov/efile

Type or print Name of Exempt Organization  ARIA FOUNDATION  Employer identification number  13-3603275

C/O ELLIOTT M. FRIEDMAN

Number, street, and room or suite no. If a P.O. box, see instructions

1313 WEST 175TH STREET

City, town or post office, state, and ZIP code For a foreign address, see instructions

HOMEWOOD, IL 60430

Check type of return to be filed (file a separate application for each return)

☐ Form 990  ☐ Form 990-T (corporation)
☐ Form 990-BL  ☐ Form 990-T(sec 401(a) or 408(a) trust)
☐ Form 990-EZ  ☐ Form 990-T (trust other than above)
☐ Form 990-PF  ☐ Form 1041-A
☐ Form 4720  ☐ Form 5227
☐ Form 6069  ☐ Form 8870

☐ The books are in the care of  ELLIOTT M. FRIEDMAN

Telephone No.  708 799-6800  FAX No.  708 799-6845

☐ If the organization does not have an office or place of business in the United States, check this box
☐ If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a Form 990-T corporation) extension of time until 06/15/2006, to file the exempt organization return for the organization named above The extension is for the organization's return for calendar year or tax year beginning 11/01/2004, and ending 10/31/2005

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits  $ 132,000.

3b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit  $ 82,000.

3c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions  $ 50,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
Form 8888 (Rev 12-2004)

Part II  Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.

Type or print

Name of Exempt Organization  ARIA FOUNDATION

Employer Identification number  13-3603275

File by the extended due date for filing the return. See instructions:

C/O ELLIOTT M. FRIEDMAN

For IRS use only

1313 WEST 175TH STREET

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

HOMEWOOD, IL 60430

Check type of return to be filed (File a separate application for each return)

☐ Form 990  Form 990-T(see 401(a) or 408(a) trust)

☐ Form 990-BL  Form 990-T (trust other than above)

☐ Form 990-EZ  Form 1041-A

☐ Form 990-PF  Form 4720

STOP: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8888.

The books are in the care of  ELLIOTT M. FRIEDMAN

Telephone No  708 799-6800  FAX No  708 799-6845

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

4 I request an additional 3-month extension of time until 09/15/2006
5 For calendar year 2004, or other tax year beginning 11/01/2004 and ending 10/31/2005
6 If this tax year is for less than 12 months, check reason  Initial return  Final return  Change in accounting period
7 State in detail why you need the extension

INFORMATION FROM THIRD PARTIES NECESSARY TO COMPLETE THE RETURN HAS NOT YET BEEN RECEIVED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions  $ 132,000.

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8888  $ 132,000.

c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.  $ NONE

Signature and Verification

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

Signature  Title  CPA  Date  6/15/06

Notice to Applicant - To Be Completed by the IRS

☐ We have approved this application. Please attach this form to the organization's return

☐ We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return

☐ We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.

☐ We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested.

☐ Other

By  Date

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Name  FRIEDMAN & HUEY ASSOC., LLP

Number and street (include suite, room, or apt. no.) or a P.O. box number  1313 WEST 175TH STREET

City, town or post office, state, and country (including postal or ZIP code)

HOMEWOOD, IL 60430

Form 8888 (Rev 12-2004)

Senders Record  7160 391 949 3803 3358  08:20:05 V04-7 AL163-09