

**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

**2007**

Department of the Treasury  
Internal Revenue Service

**Note:** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

**For calendar year 2007, or tax year beginning** \_\_\_\_\_, **2007, and ending** \_\_\_\_\_

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions	Skees Family Foundation 37 Broadway Los Gatos, CA 95030	<b>A</b> Employer identification number 83-0411607
		<b>B</b> Telephone number (see the instructions) 408-395-6307
		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>
		<b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
 ▶ \$ 3,468,074.

**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

	Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	<b>1</b> Contributions, gifts, grants, etc. received (att sch)				
	<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments	1,297.	1,297.		
	<b>4</b> Dividends and interest from securities	116,395.	116,395.		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10	291,992.			
	<b>b</b> Gross sales price for all assets on line 6a	1,251,332.			
	<b>7</b> Capital gain net income (from Part IV, line 2)		291,992.		
	<b>8</b> Net short-term capital gain			0.	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less Cost of goods sold				
	<b>c</b> Gross profit/(loss) (att sch)				
	<b>11</b> Other income (attach schedule)				
	<b>12 Total.</b> Add lines 1 through 11	409,684.	409,684.	0.	
	<b>13</b> Compensation of officers, directors, trustees, etc	0.			
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule) See St 1	2,796.	1,398.		1,398.
	<b>b</b> Accounting fees (attach sch) See St 2	5,645.	2,822.		2,823.
	<b>c</b> Other prof. fees (attach sch) See St 3	12,039.	12,039.		
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) See Stmt 4	9,399.	2,813.		
	<b>19</b> Depreciation (attach sch) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule) See Statement 5	404.	202.		202.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	30,283.	19,274.		4,423.
	<b>25</b> Contributions, gifts, grants paid Part XV	202,000.			202,000.
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	232,283.	19,274.	0.	206,423.
	<b>27 Subtract line 26 from line 12:</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	177,401.			
	<b>b Net investment income</b> (if negative, enter -0-)		390,410.		
	<b>c Adjusted net income</b> (if negative, enter -0-)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	156,080.	62,444.	62,444.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) Statement 6	1,274,843.	1,080,249.	1,248,577.
	c Investments – corporate bonds (attach schedule) Statement 7	1,685,369.	2,151,000.	2,157,053.
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe )				
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item l)	3,116,292.	3,293,693.	3,468,074.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	3,116,292.	3,293,693.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see the instructions)	3,116,292.	3,293,693.		
31 Total liabilities and net assets/fund balances (see the instructions)	3,116,292.	3,293,693.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,116,292.
2 Enter amount from Part I, line 27a	2	177,401.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,293,693.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,293,693.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Sanford C. Bernstein & Co. (See Attch)	P	Various	Various
b Sanford C. Bernstein & Co. (See Attch)	P	Various	Various
c Sanford C. Bernstein & Co. (See Attch)	P	12/31/07	12/31/07
d Capital gain dividends			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 356,313.		367,252.	-10,939.
b 719,513.		592,088.	127,425.
c 60.			60.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-10,939.
b			127,425.
c			60.
d			175,446.
e			

2 Capital gain net income or (net capital loss) <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	291,992.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 <span style="float:right">]</span>	3	-10,879.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries	(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
	2006	75,632.	3,399,707.	0.022247
	2005	99,680.	3,278,015.	0.030409
	2004	118,652.	2,997,239.	0.039587
	2003			
	2002			

2 Total of line 1, column (d)	2	0.092243
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.030748
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	3,509,478.
5 Multiply line 4 by line 3	5	107,909.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,904.
7 Add lines 5 and 6	7	111,813.
8 Enter qualifying distributions from Part XII, line 4	8	206,423.

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

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

<p><b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)</p>			
<p><b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b</p>		<b>1</b>	3,904.
<p><b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).</p>			
<p><b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p>		<b>2</b>	0.
<p><b>3</b> Add lines 1 and 2</p>		<b>3</b>	3,904.
<p><b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p>		<b>4</b>	0.
<p><b>5 Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-</p>		<b>5</b>	3,904.
<p><b>6 Credits/Payments</b></p>			
<p><b>a</b> 2007 estimated tax pmts and 2006 overpayment credited to 2007</p>		<b>6 a</b>	1,946.
<p><b>b</b> Exempt foreign organizations – tax withheld at source</p>		<b>6 b</b>	
<p><b>c</b> Tax paid with application for extension of time to file (Form 8868)</p>		<b>6 c</b>	
<p><b>d</b> Backup withholding erroneously withheld</p>		<b>6 d</b>	
<p><b>7</b> Total credits and payments. Add lines 6a through 6d</p>		<b>7</b>	1,946.
<p><b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached</p>		<b>8</b>	11.
<p><b>9 Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed</p>		<b>9</b>	1,969.
<p><b>10 Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p>		<b>10</b>	
<p><b>11</b> Enter the amount of line 10 to be <b>Credited to 2008 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/></p>		<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ 0. <b>(2)</b> On foundation managers <input type="checkbox"/> \$ 0.		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
<b>6</b> 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?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>CA</u>		
<b>b</b> If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities Continued**

<p><b>11a</b> At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)</p>	<b>11a</b>		X
<p><b>b</b> If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?</p>	<b>11b</b>	N/A	
<p><b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract?</p>	<b>12</b>		X
<p><b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <span style="float: right;">▶ N/A</span></p>	<b>13</b>	X	
<p><b>14</b> The books are in care of ▶ <u>Gregory W. Snow, CPA</u> Telephone no. ▶ <u>408-354-8500</u> Located at ▶ <u>250 N. Santa Cruz Ave Los Gatos CA</u> ZIP + 4 ▶ <u>95030</u></p>			
<p><b>15</b> 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</p>	N/A	▶ 15	N/A

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

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

		Yes	No
<p><b>1a</b> During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>(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)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p>			
<p><b>b</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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <span style="float: right;">▶ <input type="checkbox"/></span></p>	<b>1b</b>	N/A	
<p><b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?</p>	<b>1c</b>		X
<p><b>2</b> Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))</p> <p><b>a</b> At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__</p> <p><b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions )</p> <p><b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20__ , 20__ , 20__ , 20__</p>	<b>2b</b>	N/A	
<p><b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> If 'Yes,' did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007 )</p>	<b>3b</b>	N/A	
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	<b>4a</b>		X
<p><b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?</p>	<b>4b</b>		X

BAA

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

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

**6b** X

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

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

**7b** N/A

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

**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Suzanne Skees 37 Broadway Los Gatos, CA 95030	Director 0	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter NONE.

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

Total number of others receiving over \$50,000 for professional services ▶ 0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
-----	
2	
-----	
3	
-----	
4	
-----	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
-----	
2	
-----	
All other program-related investments See instructions	
3	
-----	

Total. Add lines 1 through 3 ▶ 0.

BAA

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	3,562,922.
<b>b</b> Average of monthly cash balances	<b>1b</b>	
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,562,922.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	3,562,922.
<b>4</b> Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	53,444.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	3,509,478.
<b>6 Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	175,474.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	175,474.
<b>2a</b> Tax on investment income for 2007 from Part VI, line 5	<b>2a</b>	3,904.
<b>b</b> Income tax for 2007 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	3,904.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	171,570.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	171,570.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7 Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	171,570.

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

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1a</b>	206,423.
<b>b</b> Program-related investments — total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	206,423.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	3,904.
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	202,519.

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



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				171,570.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2007:				
a From 2002				
b From 2003				
c From 2004				
d From 2005				
e From 2006	7,367.			
f Total of lines 3a through e	7,367.			
4 Qualifying distributions for 2007 from Part XII, line 4 ▶ \$ 206,423.				
a Applied to 2006, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2007 distributable amount				171,570.
e Remaining amount distributed out of corpus	34,853.			
5 Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	42,220.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	42,220.			
10 Analysis of line 9:				
a Excess from 2003				
b Excess from 2004				
c Excess from 2005				
d Excess from 2006	7,367.			
e Excess from 2007	34,853.			

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

N/A

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> 'Assets' alternative test – enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> 'Support' alternative test – enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**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 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) )

Suzanne Skees

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

None

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

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

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

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a</i> Paid during the year See Statement 8</p>				
<b>Total</b>				▶ <b>3a</b> 202,000.
<p><i>b</i> Approved for future payment</p>				
<b>Total</b>				▶ <b>3b</b>



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

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

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

Table with columns Yes and No, and rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c. All 'No' boxes are checked (X).

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

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No (X) (checked)

b If 'Yes,' complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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 HERE

Signature of officer or trustee: Suzanne D... (handwritten signature)

Date: 5-2-2008

Title: Director

Paid Preparer's Use Only

Preparer's signature

Gregory W. Snow, CPA (handwritten signature)

Date

4-30-08

Check if self-employed

Preparer's SSN or PTIN (See Signature in the instrs)

N/A

Firm's name (or yours if self-employed), address, and ZIP code

Snow, Bittleston & Co., CPAs, LLP
250 North Santa Cruz Avenue
Los Gatos, CA 95030-7228

EIN

N/A

Phone no

(408) 354-8500

BAA

Form 990-PF (2007)

**Underpayment of Estimated Tax by Corporations**

**2007**

Department of the Treasury  
Internal Revenue Service

▶ See separate instructions.  
▶ Attach to the corporation's tax return.

Name **Skees Family Foundation** Employer identification number **83-0411607**

**Note:** Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 34 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220

**Part I Required Annual Payment**

<b>1</b> Total tax (see instructions)		<b>1</b>	3,904.
<b>2a</b> Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	<b>2a</b>		
<b>b</b> Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	<b>2b</b>		
<b>c</b> Credit for federal tax paid on fuels (see instructions)	<b>2c</b>		
<b>d Total.</b> Add lines 2a through 2c		<b>2d</b>	
<b>3</b> Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty		<b>3</b>	3,904.
<b>4</b> Enter the tax shown on the corporation's 2006 income tax return (see instructions). <b>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 3 on line 5</b>		<b>4</b>	2,338.
<b>5 Required annual payment.</b> Enter the <b>smaller</b> of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		<b>5</b>	2,338.

**Part II Reasons for Filing** – Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220, even if it does not owe a penalty (see instructions).

- 6** The corporation is using the adjusted seasonal installment method.
- 7** The corporation is using the annualized income installment method
- 8** The corporation is a 'large corporation' figuring its first required installment based on the prior year's tax.

**Part III Figuring the Underpayment**

	(a)	(b)	(c)	(d)
<b>9</b> <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th ( <b>Form 990 – PF filers:</b> Use 5th month), 6th, 9th, and 12th months of the corporation's tax year.	<b>9</b> 5/15/07	6/15/07	9/15/07	12/15/07
<b>10</b> <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	<b>10</b> 584.	584.	585.	585.
<b>11</b> Estimated tax paid or credited for each period (see instructions) For column (a) only, enter the amount from line 11 on line 15	<b>11</b> 1,946.			
<i>Complete lines 12 through 18 of one column before going to the next column.</i>				
<b>12</b> Enter amount, if any, from line 18 of the preceding column	<b>12</b>	1,362.	778.	193.
<b>13</b> Add lines 11 and 12	<b>13</b>	1,362.	778.	193.
<b>14</b> Add amounts on lines 16 and 17 of the preceding column	<b>14</b>			
<b>15</b> Subtract line 14 from line 13. If zero or less, enter -0-	<b>15</b> 1,946.	1,362.	778.	193.
<b>16</b> If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	<b>16</b>	0.	0.	
<b>17</b> <b>Underpayment.</b> 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	<b>17</b>			392.
<b>18</b> <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	<b>18</b> 1,362.	778.	193.	

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

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> 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). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>				5/15/08
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19				152
<b>21</b> Number of days on line 20 after 4/15/2007 and before 1/1/2008				16
<b>22</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 21}}{365}$ $\times$ 8%				1.37
<b>23</b> Number of days on line 20 after 12/31/2007 and before 4/1/2008				91
<b>24</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 23}}{366}$ $\times$ 7%				6.82
<b>25</b> Number of days on line 20 after 3/31/2008 and before 7/1/2008				45
<b>26</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 25}}{366}$ $\times$ 6 **%				2.89
<b>27</b> Number of days on line 20 after 6/30/2008 and before 10/1/2008				
<b>28</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 27}}{366}$ $\times$ **%				
<b>29</b> Number of days on line 20 after 9/30/2008 and before 1/1/2009				
<b>30</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 29}}{366}$ $\times$ **%				
<b>31</b> Number of days on line 20 after 12/31/2008 and before 2/16/2009				
<b>32</b> Underpayment on line 17 $\times$ $\frac{\text{Number of days on line 31}}{365}$ $\times$ **%				
<b>33</b> Add lines 22, 24, 26, 28, 30, and 32				11.08
<b>34</b> <b>Penalty.</b> Add columns (a) through (d) of line 33. Enter the total here and on Form 1120, line 33, or the comparable line for other income tax returns				11.

**\*For underpayments paid after March 31, 2008:** For lines 26, 28, 30, and 32, 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 1-800-829-4933 to get interest rate information.

## Skees Family Foundation

83-0411607

**Statement 1**  
**Form 990-PF, Part I, Line 16a**  
**Legal Fees**

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Expense	\$ 2,796.	\$ 1,398.		\$ 1,398.
Total	<u>\$ 2,796.</u>	<u>\$ 1,398.</u>	<u>\$ 0.</u>	<u>\$ 1,398.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	\$ 5,645.	\$ 2,822.		\$ 2,823.
Total	<u>\$ 5,645.</u>	<u>\$ 2,822.</u>	<u>\$ 0.</u>	<u>\$ 2,823.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fee	\$ 12,039.	\$ 12,039.		
Total	<u>\$ 12,039.</u>	<u>\$ 12,039.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax Estimate	\$ 1,560.			
Federal Tax Payment	5,000.			
Foreign Taxes	2,813.	\$ 2,813.		
IRS Interest Income Applied to Tax	26.			
Total	<u>\$ 9,399.</u>	<u>\$ 2,813.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>



## Skees Family Foundation

83-0411607

**Statement 5**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Attorney General Registry...	\$ 100.	\$ 50.		\$ 50.
Bank Charges	274.	137.		137.
CA Filing Fees	30.	15.		15.
Total	<u>\$ 404.</u>	<u>\$ 202.</u>	<u>\$ 0.</u>	<u>\$ 202.</u>

**Statement 6**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Bernstein Acct-Stocks	Cost	\$ 1,080,249.	\$ 1,248,577.
	Total	<u>\$ 1,080,249.</u>	<u>\$ 1,248,577.</u>

**Statement 7**  
**Form 990-PF, Part II, Line 10c**  
**Investments - Corporate Bonds**

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Bernstein Acct-Mutual Funds	Cost	\$ 2,151,000.	\$ 2,157,053.
	Total	<u>\$ 2,151,000.</u>	<u>\$ 2,157,053.</u>

**Statement 8**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Freedom from Hunger 1644 Da Vinci Court Davis, CA 95616		501c3	General Support	\$ 50,000.
VDay 388 Market Street, Suite 400 San Francisco, CA 94111		501c3	General Support	50,000.
Unitus P.O. Box 626 Redmond, WA 98073		501c3	General Support	50,000.

Skees Family Foundation

83-0411607

Statement 8 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
One Laptop per Child P. O. Box 425087 Cambridge, MA 02142		501c3	General Support	\$ 1,000.
Malaria No More 432 Park Avenue South 13th Floor New York, NY 10016		501c3	General Support	1,000.
Summer Search Silicon Valley 111 W St. John Street Suite 888 San Jose, CA 95113		501c3	General Support	50,000.
			Total	\$ <u>202,000.</u>

# Capital Gains Report

SKES FAMILY FOUNDATION (Account: 888-18783)  
January 1, 2007 through December 31, 2007

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
<b>SHORT-TERM</b>								
09/19/2006	01/18/2007	50	YAHOO! INC	28.10	28.96	1,404.92	1,447.97	-43.05
04/21/2006	01/19/2007	45	BAKER HUGHES INC	67.07	76.95	3,018.10	3,462.67	-444.57
11/29/2006	01/24/2007	200	ADVANCED MICRO DEVICES	16.03	21.83	3,206.42	4,365.96	-1,159.54
06/19/2006	02/01/2007	45	ALTRIA GROUP INC	87.16	71.25	3,922.20	3,206.30	715.90
09/29/2006	02/01/2007	35	ALTRIA GROUP INC	87.16	76.81	3,050.60	2,688.48	362.12
04/21/2006	02/01/2007	25	LAS VEGAS SANDS CORP	104.60	64.08	2,615.00	1,602.07	1,012.93
04/21/2006	02/01/2007	25	LAS VEGAS SANDS CORP	104.60	64.08	2,615.00	1,602.07	1,012.93
01/19/2007	02/01/2007	30	WYNN RESORTS LTD	111.02	104.60	3,330.60	3,137.92	192.68
11/22/2006	02/02/2007	20	FORTUNE BRANDS INC	83.76	80.39	1,675.22	1,607.77	67.45
10/03/2006	02/15/2007	55	ALLEGHENY ENERGY INC	47.43	40.31	2,608.42	2,216.83	391.59
01/17/2007	02/15/2007	50	**AMERICA MOVIL-ADR SERIES L	47.95	44.16	2,397.50	2,208.19	189.31
04/28/2006	02/15/2007	40	AT&T INC	37.22	26.29	1,488.88	1,051.78	437.10
01/08/2007	02/15/2007	30	APPLE INC	85.18	85.86	2,555.40	2,575.78	-20.38
08/02/2006	02/15/2007	25	**BP PLC-SPONS ADR	63.10	72.89	1,577.50	1,822.15	-244.65
11/27/2006	02/15/2007	25	**BP PLC-SPONS ADR	63.10	66.40	1,577.50	1,659.89	-82.39
12/20/2006	02/15/2007	25	**BP PLC-SPONS ADR	63.10	67.36	1,577.50	1,683.95	-106.45
07/11/2006	02/15/2007	5	BOEING CO	91.39	80.67	456.97	403.35	53.62
09/12/2006	02/15/2007	50	BOEING CO	91.39	73.82	4,569.69	3,690.76	878.93
01/08/2007	02/15/2007	25	CREDIT SUISSE GROUP-SPON ADR	74.26	68.30	1,856.41	1,707.42	148.99
05/25/2006	02/15/2007	175	COMCAST CORP-SPECIAL CL A	40.77	31.29	7,134.75	5,475.55	1,659.20
01/08/2007	02/15/2007	35	COMCAST CORP-SPECIAL CL A	40.77	41.76	1,426.95	1,461.73	-34.78
04/26/2006	02/15/2007	150	CBS CORP-CLASS B	31.88	25.21	4,782.00	3,781.26	1,000.74
06/28/2006	02/15/2007	75	CBS CORP-CLASS B	31.88	26.54	2,391.00	1,990.70	400.30
12/07/2006	02/15/2007	75	CONOCOPHILLIPS	66.30	69.16	4,972.30	5,186.66	-214.36
01/08/2007	02/15/2007	10	CISCO SYSTEMS INC	27.53	28.62	275.30	286.22	-10.92
01/30/2007	02/15/2007	100	CISCO SYSTEMS INC	27.53	26.22	2,753.00	2,621.93	131.07
06/06/2006	02/15/2007	5	DAIMLERCHRYSLER AG-REG	70.21	49.15	351.05	245.77	105.28
08/30/2006	02/15/2007	40	DAIMLERCHRYSLER AG-REG	70.21	52.61	2,808.40	2,104.52	703.88
01/30/2007	02/15/2007	25	FRANKLIN RESOURCES INC	125.97	117.19	3,149.20	2,929.84	219.36
04/25/2006	02/15/2007	40	GENENTECH INC	86.77	78.72	3,470.96	3,148.92	322.04
08/24/2006	02/15/2007	50	GENWORTH FINANCIAL INC-CL A	36.05	34.19	1,802.50	1,709.72	92.78
07/11/2006	02/15/2007	6	GOOGLE INC-CL A	461.20	420.95	2,767.20	2,525.70	241.50
01/17/2007	02/15/2007	9	GOOGLE INC-CL A	461.20	504.16	4,150.80	4,537.40	-386.60
10/20/2006	02/15/2007	40	GENERAL ELECTRIC CO	36.08	35.42	1,443.20	1,416.78	26.42
11/21/2006	02/15/2007	75	GENERAL ELECTRIC CO	36.08	35.86	2,706.00	2,689.22	16.78
04/21/2006	02/15/2007	30	HALLIBURTON CO	30.38	41.21	911.33	1,236.34	-325.01
12/11/2006	02/15/2007	35	**INGERSOLL-RAND CO LTD-CL A	43.95	40.25	1,538.25	1,408.75	129.50
10/02/2006	02/15/2007	9	IDEARC INC	34.82	26.53	313.38	238.79	74.59
11/06/2006	02/15/2007	3	IDEARC INC	34.82	33.83	104.46	101.49	2.97
01/08/2007	02/15/2007	50	HEWLETT-PACKARD CO	42.66	42.12	2,133.00	2,105.76	27.24
09/06/2006	02/15/2007	55	JPMORGAN CHASE & CO	51.27	45.90	2,819.89	2,524.68	295.21
11/08/2006	02/15/2007	25	KOHL'S CORP	73.45	72.96	1,836.35	1,824.08	12.27
11/29/2006	02/15/2007	5	LEGG MASON INC	104.10	95.72	520.52	478.61	41.91
01/09/2007	02/15/2007	30	LEGG MASON INC	104.10	100.30	3,123.10	3,009.00	114.10
04/21/2006	02/15/2007	35	MONSANTO CO	55.62	44.02	1,946.70	1,540.56	406.14
10/26/2006	02/15/2007	90	MCDONALD'S CORP	45.03	41.95	4,052.70	3,775.82	276.88

# Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)  
January 1, 2007 through December 31, 2007

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/26/2006	02/15/2007	30	MERRILL LYNCH & CO INC	93.71	86.66	2,811.28	2,599.67	211.61
01/30/2007	02/15/2007	75	MICROSOFT CORP	29.41	30.35	2,205.75	2,276.60	-70.85
10/26/2006	02/15/2007	75	NETWORK APPLIANCE INC	40.00	37.16	3,000.00	2,786.97	213.03
11/08/2006	02/15/2007	15	NYSE GROUP INC	86.90	81.79	1,303.50	1,226.80	76.70
01/18/2007	02/15/2007	175	**NOKIA CORP-SPON ADR	22.90	19.85	4,007.59	3,473.61	533.98
10/26/2006	02/15/2007	75	ORACLE CORP	16.81	18.71	1,260.75	1,403.54	-142.79
04/05/2006	02/15/2007	25	PFIZER INC	26.54	25.17	663.50	629.19	34.31
05/16/2006	02/15/2007	125	PFIZER INC	26.54	24.93	3,317.50	3,116.25	201.25
11/28/2006	02/15/2007	100	PFIZER INC	26.54	26.94	2,654.00	2,694.33	-40.33
11/30/2006	02/15/2007	100	PFIZER INC	26.54	27.57	2,654.00	2,756.90	-102.90
05/25/2006	02/15/2007	35	ST PAUL TRAVELLERS COS INC	52.76	43.64	1,846.60	1,527.49	319.11
11/01/2006	02/15/2007	175	SARA LEE CORP	17.39	16.94	3,043.25	2,964.01	79.24
11/07/2006	02/15/2007	75	SARA LEE CORP	17.39	16.40	1,304.25	1,229.66	74.59
01/23/2007	02/15/2007	75	TYCO INTERNATIONAL LTD	32.10	30.74	2,407.15	2,305.77	101.38
01/30/2007	02/15/2007	100	TIME WARNER INC	21.65	21.98	2,165.00	2,198.24	-33.24
06/19/2006	02/15/2007	110	**UBS AG-REG	62.46	51.75	6,870.81	5,692.37	1,178.44
08/04/2006	02/15/2007	75	YAHOO! INC	31.07	27.14	2,330.25	2,035.40	294.85
10/20/2006	03/09/2007	50	GENERAL ELECTRIC CO	34.33	35.42	1,716.70	1,770.98	-54.28
11/06/2006	03/09/2007	50	GENERAL ELECTRIC CO	34.33	35.23	1,716.70	1,761.73	-45.03
10/26/2006	03/09/2007	75	ORACLE CORP	16.63	18.71	1,247.09	1,403.55	-156.46
11/24/2006	03/12/2007	50	TIME WARNER INC	19.79	20.46	989.27	1,022.94	-33.67
01/19/2007	03/12/2007	125	TIME WARNER INC	19.79	22.86	2,473.16	2,857.81	-384.65
10/02/2006	03/16/2007	100	VERIZON COMMUNICATIONS INC	36.31	35.86	3,630.77	3,585.56	45.21
06/06/2006	04/19/2007	40	DAIMLERCHRYSLER AG-REG	80.80	49.16	3,231.82	1,966.22	1,265.60
11/02/2006	04/23/2007	175	TIME WARNER INC	20.77	19.95	3,634.47	3,492.07	142.40
11/24/2006	04/23/2007	25	TIME WARNER INC	20.77	20.46	519.21	511.48	7.73
03/15/2007	05/04/2007	50	MONSTER WORLDWIDE INC	46.90	47.17	2,345.00	2,358.27	-13.27
12/20/2006	05/08/2007	75	**LAZARD LTD-CL A	52.81	48.26	3,960.63	3,619.77	340.86
01/30/2007	06/14/2007	50	MICROSOFT CORP	30.67	30.35	1,533.55	1,517.74	15.81
01/08/2007	07/25/2007	45	CREDIT SUISSE GROUP-SPON ADR	67.18	68.30	3,023.12	3,073.38	-50.26
06/29/2007	08/15/2007	65	TEXAS INSTRUMENTS INC	32.53	37.96	2,114.39	2,467.39	-353.00
05/02/2007	08/17/2007	75	KRAFT FOODS INC-A	31.26	33.45	2,344.84	2,508.93	-164.09
10/26/2006	08/17/2007	50	NETWORK APPLIANCE INC	25.93	37.16	1,296.54	1,857.99	-561.45
03/15/2007	08/20/2007	46	NIKE INC -CL B	54.50	52.90	2,506.91	2,433.26	73.65
03/15/2007	08/22/2007	500	SUN MICROSYSTEMS INC	4.86	6.24	2,432.10	3,118.20	-686.10
01/03/2007	08/23/2007	75	COUNTRYWIDE FINANCIAL CORP	22.81	42.15	1,711.09	3,160.94	-1,449.85
04/09/2007	08/23/2007	50	COUNTRYWIDE FINANCIAL CORP	22.81	33.85	1,140.74	1,692.33	-551.59
05/15/2007	08/23/2007	50	COUNTRYWIDE FINANCIAL CORP	22.81	39.67	1,140.74	1,983.41	-842.67
07/13/2007	08/23/2007	50	COUNTRYWIDE FINANCIAL CORP	22.81	36.57	1,140.74	1,828.70	-687.96
01/30/2007	08/31/2007	40	LEHMAN BROTHERS HOLDINGS INC	54.85	80.85	2,193.85	3,233.82	-1,039.97
04/23/2007	09/11/2007	40	KRAFT FOODS INC-A	33.77	33.20	1,350.71	1,328.02	22.69
12/06/2006	10/02/2007	50	AKAMAI TECHNOLOGIES	31.03	49.64	1,551.35	2,481.92	-930.57
10/30/2006	10/09/2007	40	CREDIT SUISSE GROUP-SPON ADR	69.05	60.93	2,762.00	2,437.35	324.65
11/06/2006	10/09/2007	35	CREDIT SUISSE GROUP-SPON ADR	69.05	62.73	2,416.75	2,195.53	221.22
11/09/2006	10/09/2007	55	CREDIT SUISSE GROUP-SPON ADR	69.05	63.31	3,797.75	3,482.00	315.75
08/10/2007	10/09/2007	3	CME GROUP INC	630.16	595.57	1,890.49	1,786.70	103.79
11/06/2006	10/09/2007	10	GENERAL ELECTRIC CO	41.99	35.23	419.89	352.35	67.54
07/18/2007	10/09/2007	15	INTEL CORP	25.79	25.03	386.85	375.48	11.37
09/11/2007	10/09/2007	50	INTEL CORP	25.79	25.64	1,289.50	1,281.80	7.70

# Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)  
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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/29/2006	10/09/2007	23	LEGG MASON INC	87.11	95.72	2,003.47	2,201.64	-198.17
07/05/2007	10/09/2007	30	LEGG MASON INC	87.11	100.32	2,613.22	3,009.68	-396.46
04/30/2007	10/09/2007	45	MERCK & CO. INC.	53.55	51.48	2,409.75	2,316.82	92.93
10/26/2006	10/09/2007	75	NVIDIA CORP	36.80	22.11	2,760.00	1,658.31	1,101.69
11/06/2006	10/09/2007	25	NVIDIA CORP	36.80	21.99	920.00	549.79	370.21
10/26/2006	10/09/2007	175	SCHWAB (CHARLES) CORP	22.97	17.33	4,019.75	3,033.31	986.44
04/30/2007	10/09/2007	30	WYETH	46.95	55.53	1,408.50	1,665.76	-257.26
02/16/2007	10/09/2007	1,406	BERNSTEIN TAX-MANAGED	30.26	27.39	42,550.00	38,510.34	4,039.66
		.000	INTERNATIONAL PORTFOLIO					
		.147	BERNSTEIN TAX-MANAGED					
		.147	INTERNATIONAL PORTFOLIO			0.00	4.02	-4.02
06/04/2007	10/16/2007	75	WASHINGTON MUTUAL INC	33.56	44.41	2,516.66	3,330.88	-814.22
05/29/2007	10/18/2007	30	MARATHON OIL CORP	58.73	59.15	1,761.75	1,774.52	-12.77
01/19/2007	10/24/2007	50	SAFEMAY INC	31.29	34.18	1,564.45	1,708.96	-144.51
04/24/2007	10/25/2007	50	KB HOME	26.83	43.54	1,341.73	2,177.25	-835.52
11/02/2006	10/25/2007	65	KOHL'S CORP	56.37	70.10	3,664.22	4,556.75	-892.53
05/11/2007	10/25/2007	35	MOODY'S CORP	44.29	67.38	1,550.28	2,358.32	-808.04
08/10/2007	10/25/2007	30	MOODY'S CORP	44.29	54.17	1,328.81	1,625.13	-296.32
05/07/2007	10/25/2007	100	PFIZER INC	24.15	27.14	2,415.18	2,713.55	-298.37
05/14/2007	10/25/2007	100	PFIZER INC	24.15	27.21	2,415.18	2,720.63	-305.45
12/06/2006	10/26/2007	98	COMCAST CORP-SPECIAL CL A	21.03	27.61	2,060.64	2,706.11	-645.47
01/08/2007	10/26/2007	135	COMCAST CORP-SPECIAL CL A	21.03	27.84	2,838.63	3,758.75	-920.12
11/28/2006	10/26/2007	50	GENWORTH FINANCIAL INC-CL A	27.49	32.78	1,374.54	1,638.84	-264.30
04/23/2007	10/31/2007	110	KRAFT FOODS INC-A	33.26	33.20	3,659.05	3,652.09	6.96
04/30/2007	11/01/2007	30	WYETH	47.79	55.52	1,433.68	1,665.75	-232.07
11/10/2006	11/05/2007	90	COMCAST CORP-SPECIAL CL A	20.19	26.72	1,817.21	2,404.91	-587.70
04/02/2007	11/08/2007	50	EBAY INC	32.58	32.95	1,629.24	1,647.38	-18.14
04/24/2007	11/08/2007	100	FIDELITY NATIONAL CL A	13.33	26.46	1,332.52	2,646.04	-1,313.52
11/29/2006	11/12/2007	72	LEGG MASON INC	73.95	95.72	5,324.41	6,892.09	-1,567.68
08/30/2007	11/12/2007	15	LEGG MASON INC	73.95	86.10	1,109.25	1,291.45	-182.20
03/30/2007	11/23/2007	75	BANK OF AMERICA CORP	42.92	51.01	3,219.17	3,825.55	-606.38
08/09/2007	11/23/2007	75	MORGAN STANLEY	49.90	62.26	3,742.85	4,669.52	-926.67
08/29/2007	11/23/2007	20	MORGAN STANLEY	49.90	60.61	998.09	1,223.14	-225.05
09/25/2007	11/23/2007	20	MORGAN STANLEY	49.90	61.16	998.09	1,223.14	-225.05
09/05/2007	11/23/2007	60	MORGAN STANLEY	49.90	68.43	2,994.28	4,106.09	-1,111.81
07/18/2007	11/23/2007	35	STARWOOD HOTELS & RESORTS	52.39	73.37	1,833.67	2,567.91	-734.24
01/08/2007	11/26/2007	40	KOHL'S CORP	48.46	66.24	1,938.56	2,649.59	-711.03
02/26/2007	11/26/2007	50	MACY'S INC	29.10	44.12	1,455.00	2,206.10	-751.10
03/01/2007	11/26/2007	50	MACY'S INC	29.10	43.30	1,455.00	2,215.00	-760.00
05/01/2007	11/26/2007	50	MACY'S INC	29.10	43.85	1,455.00	2,192.59	-737.59
06/04/2007	11/26/2007	50	MACY'S INC	29.10	40.33	1,455.00	2,016.40	-561.40
07/18/2007	12/07/2007	25	GENENTECH INC	68.30	75.03	1,707.40	1,875.87	-168.47
11/16/2007	12/20/2007	80	CELGENE CORP	46.51	64.95	3,720.62	5,196.02	-1,475.40
10/30/2007	12/20/2007	100	EMC CORP/MASS	18.77	24.96	1,876.67	2,496.30	-619.63
10/25/2007	12/20/2007	30	TEREX CORP	60.74	75.47	1,822.22	2,264.11	-441.89
10/31/2007	12/20/2007	20	TEREX CORP	60.74	74.23	1,214.81	1,484.62	-269.81
07/31/2007	12/21/2007	25	FREDDIE MAC	30.85	58.90	771.34	1,472.61	-701.27
05/08/2007	12/31/2007	65	CELGENE CORP	46.26	62.89	3,007.08	4,087.83	-1,080.75
10/17/2007	12/31/2007	75	GENERAL MOTORS CORP	25.12	38.79	1,884.20	2,909.61	-1,025.41

# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
<b>SUBTOTAL FOR SHORT-TERM</b>								
						356,313.19	367,251.62	-10,938.43
<b>LONG-TERM</b>								
03/02/2005	01/03/2007	20	BOEING CO	89.27	55.01	1,785.35	1,100.22	685.13
03/02/2005	01/03/2007	110	CSX CORP	35.06	20.92	3,856.12	2,301.58	1,554.54
03/02/2005	01/03/2007	175	CORNING INC	19.01	11.68	3,325.89	2,044.66	1,281.23
05/02/2005	01/03/2007	4	GOLDMAN SACHS GROUP INC	201.32	104.27	805.28	417.10	388.18
09/30/2005	01/03/2007	25	GOLDMAN SACHS GROUP INC	201.32	121.51	5,033.01	3,037.70	1,995.31
12/23/2005	01/03/2007	75	JPMORGAN CHASE & CO	48.14	40.25	3,610.34	3,019.10	591.24
03/02/2005	01/03/2007	100	***TEVA PHARMACEUTICAL-SP ADR	31.52	29.97	3,152.33	2,997.12	155.21
01/20/2004	01/03/2007	30	UNITEDHEALTH GROUP INC	53.32	29.38	1,599.49	881.29	718.20
12/27/2005	01/04/2007	100	***UBS AG-REG	61.21	47.20	6,120.56	4,719.82	1,400.74
05/11/2005	01/10/2007	20	APPLE INC	94.70	35.25	1,893.96	705.05	1,188.91
04/07/2005	01/11/2007	90	GENENTECH INC	86.30	58.66	7,766.97	5,279.22	2,487.75
01/13/2006	01/16/2007	225	COCA-COLA CO/THE	48.51	41.32	10,913.87	9,296.75	1,617.12
05/02/2005	01/16/2007	95	***GLOBALSAFATE CORP	52.21	34.58	4,960.39	3,284.69	1,675.70
03/02/2005	01/19/2007	50	AMERICAN INTERNATIONAL GROUP	71.20	65.74	3,560.10	3,287.11	272.99
01/04/2006	01/19/2007	75	LIMITED BRANDS INC	28.34	22.29	2,125.77	1,671.79	453.98
03/02/2005	01/19/2007	175	QUALCOMM INC	38.97	36.56	6,819.75	6,398.53	421.22
03/02/2005	01/24/2007	400	CORNING INC	20.71	11.68	8,282.52	4,673.54	3,608.98
03/02/2005	01/24/2007	60	WACHOVIA CORP	56.42	53.26	3,385.22	3,195.75	189.47
03/02/2005	02/01/2007	175	ALTRIA GROUP INC	87.16	66.05	15,253.00	11,559.01	3,693.99
03/02/2005	02/01/2007	100	CSX CORP	37.31	20.92	3,731.25	2,092.35	1,638.90
05/02/2005	02/01/2007	20	GOLDMAN SACHS GROUP INC	211.78	104.28	4,235.69	2,085.53	2,150.16
03/02/2005	02/01/2007	150	***TEVA PHARMACEUTICAL-SP ADR	35.38	29.97	5,306.78	4,495.70	811.08
03/02/2005	02/08/2007	150	QUALCOMM INC	38.49	36.56	5,772.77	5,484.45	288.32
02/14/2006	02/15/2007	20	***AMERICA MOVIL-ADR SERIES L	47.95	31.79	959.00	635.89	323.11
03/14/2005	02/15/2007	30	***ALCON INC	130.58	91.13	3,917.40	2,733.79	1,183.61
03/02/2005	02/15/2007	70	AMERICAN INTERNATIONAL GROUP	69.12	65.74	4,838.69	4,601.95	236.74
04/07/2005	02/15/2007	30	AMERICAN INTERNATIONAL GROUP	69.12	53.26	2,073.72	1,597.77	475.95
01/12/2006	02/15/2007	75	AMERICAN INTERNATIONAL GROUP	69.12	70.81	5,184.31	5,310.57	-126.26
05/11/2005	02/15/2007	35	APPLE INC	85.18	35.25	2,981.30	1,233.84	1,747.46
06/28/2005	02/15/2007	5	BROADCOM CORP-CL A	35.12	24.34	175.60	121.70	53.90
08/01/2005	02/15/2007	113	BROADCOM CORP-CL A	35.12	28.39	3,968.56	3,208.28	760.28
03/02/2005	02/15/2007	50	BANK OF AMERICA CORP	53.94	46.67	2,697.00	2,333.51	363.49
03/08/2005	02/15/2007	45	BORGWARNER INC	76.56	52.68	3,445.20	2,370.60	1,074.60
03/02/2005	02/15/2007	80	BOEING CO	91.39	55.01	7,311.50	4,400.88	2,910.62
12/23/2005	02/15/2007	50	BOEING CO	91.39	71.74	4,569.69	3,586.95	982.74
03/04/2005	02/15/2007	195	CITIGROUP INC	54.24	48.55	10,576.80	9,467.84	1,108.96
03/03/2005	02/15/2007	90	CHEVRON CORP	71.40	61.27	6,426.00	5,514.49	911.51
11/21/2005	02/15/2007	75	EXXON MOBIL CORP	75.37	58.72	5,652.75	4,403.88	1,248.87
03/02/2005	02/15/2007	20	EATON CORP	79.93	70.79	1,598.60	1,415.87	182.73
11/21/2005	02/15/2007	75	ENERGY CORP	99.46	68.52	7,459.50	5,139.10	2,320.40
12/22/2005	02/15/2007	50	FREDDIE MAC	66.35	65.91	3,317.50	3,295.50	22.00
05/02/2005	02/15/2007	10	GOLDMAN SACHS GROUP INC	217.13	104.28	2,171.28	1,042.76	1,128.52
03/02/2005	02/15/2007	5	GENENTECH INC	86.77	47.93	433.87	239.63	194.24

# Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)  
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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
04/07/2005	02/15/2007	10	GENENTECH INC	86.77	58.66	867.74	586.59	281.15
03/02/2005	02/15/2007	160	GENERAL ELECTRIC CO	36.08	35.70	5,772.80	5,711.45	61.35
07/20/2005	02/15/2007	20	GILEAD SCIENCES INC	72.05	47.13	1,441.00	942.60	498.40
08/02/2005	02/15/2007	130	HALLIBURTON CO	30.38	28.85	3,949.09	3,750.31	198.78
02/14/2006	02/15/2007	100	HALLIBURTON CO	30.38	35.57	3,037.76	3,556.75	-518.99
11/03/2005	02/15/2007	275	INTERPUBLIC GROUP OF COS INC	12.52	10.59	3,443.00	2,910.88	532.12
03/08/2005	02/15/2007	50	JPMORGAN CHASE & CO	51.27	37.16	2,563.54	1,857.91	705.63
11/22/2005	02/15/2007	100	JPMORGAN CHASE & CO	51.27	37.78	5,127.07	3,777.69	1,349.38
12/23/2005	02/15/2007	25	JPMORGAN CHASE & CO	51.27	40.25	1,281.77	1,006.37	275.40
03/02/2005	02/15/2007	50	KROGER CO	26.16	17.97	1,308.00	898.40	409.60
01/04/2006	02/15/2007	100	LIMITED BRANDS INC	29.20	22.29	2,920.00	2,229.07	690.93
05/23/2005	02/15/2007	80	METLIFE INC	64.86	43.80	5,188.72	3,503.93	1,684.79
03/02/2005	02/15/2007	11	MERRILL LYNCH & CO INC	93.71	60.15	1,030.80	661.65	369.15
03/02/2005	02/15/2007	49	MERRILL LYNCH & CO INC	93.71	60.15	4,591.76	2,947.37	1,644.39
03/02/2005	02/15/2007	75	MICROSOFT CORP	29.41	25.46	2,205.75	1,909.84	295.91
08/01/2005	02/15/2007	20	PEPSICO INC	64.05	54.49	1,280.97	1,089.76	191.21
09/07/2005	02/15/2007	75	PROCTER & GAMBLE CO	65.12	56.42	4,883.78	4,231.62	652.16
03/02/2005	02/15/2007	75	QUALCOMM INC	41.16	36.56	3,086.97	2,742.23	344.74
09/02/2005	02/15/2007	30	***RENAISSANCERE HOLDINGS LTD	52.95	44.06	1,588.50	1,321.76	266.74
03/02/2005	02/15/2007	105	SAFEMAY INC	36.39	18.64	3,820.95	1,957.04	1,863.91
11/01/2005	02/15/2007	500	SOLETRON CORP	3.42	3.56	1,710.00	1,781.35	-71.35
03/02/2005	02/15/2007	65	SPRINT NEXTEL CORP	18.60	21.94	1,209.00	1,426.18	-217.18
03/02/2005	02/15/2007	50	SUNTRUST BANKS INC	85.39	73.11	4,269.39	3,655.33	614.06
03/02/2005	02/15/2007	50	TARGET CORP	62.70	52.10	3,135.00	2,604.90	530.10
11/04/2005	02/15/2007	65	WELLPOINT INC	82.75	74.07	5,378.75	4,814.54	564.21
03/02/2005	02/15/2007	75	WISCONSIN ENERGY CORP	48.38	35.21	3,628.70	2,641.00	987.70
03/02/2005	02/28/2007	50	CHUBB CORP	51.00	39.69	2,549.77	1,984.75	565.02
11/29/2005	02/28/2007	37	***TOYOTA MOTOR CORP - SPON ADR	134.01	99.90	4,958.29	3,696.27	1,262.02
02/22/2006	03/07/2007	15	BOEING CO	89.05	74.03	1,335.75	1,110.39	225.36
11/29/2005	03/09/2007	13	***TOYOTA MOTOR CORP - SPON ADR	133.17	99.90	1,731.27	1,298.69	432.58
02/14/2006	03/12/2007	75	***GLOBAL SANTAFE CORP	58.34	53.65	4,375.29	4,023.88	351.41
03/09/2005	03/20/2007	50	ELECTRONIC DATA SYSTEMS CORP	27.60	20.82	1,380.18	1,041.10	339.08
03/09/2005	03/20/2007	60	ELECTRONIC DATA SYSTEMS CORP	27.60	20.82	1,656.22	1,249.30	406.92
03/09/2005	03/20/2007	65	ELECTRONIC DATA SYSTEMS CORP	27.60	20.82	1,794.23	1,353.41	440.82
09/07/2005	03/20/2007	40	PROCTER & GAMBLE CO	62.09	56.42	2,483.73	2,256.87	226.86
03/14/2005	03/28/2007	20	***ALCON INC	131.79	91.13	2,635.81	1,822.53	813.28
03/15/2006	03/29/2007	90	CISCO SYSTEMS INC	25.45	21.32	2,290.24	1,918.57	371.67
08/02/2005	03/29/2007	70	HALLIBURTON CO	31.53	28.85	2,207.37	2,019.40	187.97
03/15/2006	04/04/2007	45	CISCO SYSTEMS INC	26.08	21.32	1,173.69	959.28	214.41
03/02/2005	04/23/2007	20	***ALCON INC	140.46	87.92	2,809.11	1,758.32	1,050.79
02/22/2006	04/23/2007	25	BOEING CO	94.00	74.03	2,349.99	1,850.66	499.33
02/27/2006	04/23/2007	25	FRANKLIN RESOURCES INC	130.97	102.69	3,274.25	2,567.30	706.95
04/06/2006	04/23/2007	45	MERRILL LYNCH & CO INC	92.35	79.36	4,155.62	3,571.35	584.27
11/21/2005	04/23/2007	55	NORTHROP GRUMMAN CORP	76.52	56.59	4,208.66	3,112.20	1,096.46
03/23/2005	04/24/2007	50	HALLIBURTON CO	31.05	21.23	1,552.50	1,061.73	490.77
08/02/2005	04/24/2007	50	HALLIBURTON CO	31.05	28.85	1,552.50	1,442.44	110.06
02/15/2006	05/01/2007	125	OWENS-ILLINOIS INC	30.25	19.00	3,781.54	2,375.00	1,406.54
02/15/2006	05/01/2007	5	OWENS-ILLINOIS INC	30.25	19.00	151.26	95.00	56.26
02/14/2006	05/02/2007	30	KELLOGG CO	53.02	43.11	1,590.53	1,293.31	297.22

# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/14/2006	05/02/2007	75	MCDONALD'S CORP	49.99	36.22	3,749.26	2,716.41	1,032.85
08/01/2005	05/02/2007	20	PEPSICO INC	66.81	54.49	1,336.28	1,089.76	246.52
03/13/2006	05/03/2007	110	AT&T INC	38.85	27.24	4,273.50	2,996.72	1,276.78
04/25/2006	05/04/2007	55	ROCKWELL COLLINS INC.	66.04	60.12	3,632.34	3,306.62	325.72
03/02/2005	05/11/2007	55	AMERICAN INTERNATIONAL GROUP	72.73	65.74	4,000.25	3,615.83	384.42
05/09/2006	05/11/2007	25	AMERICAN INTERNATIONAL GROUP	72.73	65.83	1,818.30	1,645.72	172.58
03/02/2005	05/15/2007	25	WISCONSIN ENERGY CORP	49.30	35.21	1,232.39	880.33	352.06
02/14/2006	05/17/2007	25	MCDONALD'S CORP	52.18	36.22	1,304.51	905.48	399.03
03/02/2005	05/18/2007	125	KROGER CO	29.57	17.97	3,695.90	2,246.00	1,449.90
03/02/2005	05/18/2007	110	MCDONALD'S CORP	52.21	33.62	5,743.51	3,697.99	2,045.52
03/13/2006	05/21/2007	40	AT&T INC	40.85	27.24	1,634.14	1,089.72	544.42
04/28/2006	05/21/2007	85	AT&T INC	40.85	26.29	3,472.54	2,235.06	1,237.48
02/15/2006	05/22/2007	45	OWENS-ILLINOIS INC	33.32	19.00	1,499.60	855.00	644.60
03/02/2005	05/22/2007	60	PROCTER & GAMBLE CO	63.14	53.60	3,788.65	3,216.00	572.65
04/21/2006	05/22/2007	40	PROCTER & GAMBLE CO	63.14	56.40	2,525.76	2,255.93	269.83
03/03/2005	05/24/2007	25	**BP PLC-SPONS ADR	67.79	65.36	1,694.81	1,633.88	60.93
03/04/2005	06/01/2007	25	CITIGROUP INC	54.56	48.55	1,364.02	1,213.82	150.20
03/13/2006	06/01/2007	70	JPMORGAN CHASE & CO	51.90	41.37	3,633.20	2,896.05	737.15
11/21/2005	06/04/2007	80	MERCK & CO. INC.	51.71	30.33	4,136.46	2,426.03	1,710.43
05/26/2006	06/12/2007	40	APPLE INC	120.87	64.00	4,834.76	2,560.11	2,274.65
09/07/2005	06/12/2007	35	PROCTER & GAMBLE CO	62.49	56.42	2,187.07	1,974.77	212.30
04/21/2006	06/12/2007	50	PROCTER & GAMBLE CO	62.49	56.40	3,124.39	2,819.91	304.48
06/06/2006	06/14/2007	45	DAIMLERCHRYSLER AG-REG	90.37	49.16	4,066.65	2,212.00	1,854.65
02/22/2006	06/14/2007	25	GILEAD SCIENCES INC	80.57	60.94	2,014.19	1,523.61	490.58
03/23/2005	06/14/2007	100	HALLIBURTON CO	36.40	21.23	3,639.72	2,123.46	1,516.26
04/21/2006	06/14/2007	25	MONSANTO CO	63.65	44.02	1,591.33	1,100.40	490.93
03/02/2005	06/14/2007	50	MICROSOFT CORP	30.67	25.46	1,533.55	1,273.23	260.32
03/02/2005	06/14/2007	40	TARGET CORP	63.57	52.10	2,542.71	2,083.92	458.79
05/02/2005	06/19/2007	55	**BP PLC-SPONS ADR	69.72	60.72	3,834.39	3,339.50	494.89
02/14/2006	06/20/2007	70	KELLOGG CO	52.00	43.11	3,640.05	3,017.75	622.30
01/20/2004	06/25/2007	25	CONOCOPHILLIPS	78.62	33.31	1,965.43	832.77	1,132.66
03/02/2005	06/29/2007	15	**ALCON INC	135.04	87.92	2,025.62	1,318.74	706.88
03/04/2005	06/29/2007	75	CITIGROUP INC	51.60	48.55	3,869.87	3,641.48	228.39
05/25/2006	06/29/2007	60	JPMORGAN CHASE & CO	49.09	42.52	2,945.69	2,550.98	394.71
06/13/2006	06/29/2007	20	**TOYOTA MOTOR CORP -SPON ADR	126.10	96.20	2,522.00	1,924.02	597.98
11/04/2005	06/29/2007	10	WELLPOINT INC	79.40	74.07	794.00	740.70	53.30
05/26/2006	06/29/2007	35	WELLPOINT INC	79.40	72.74	2,778.99	2,545.97	233.02
03/23/2005	07/02/2007	100	AMERICAN INTERNATIONAL GROUP	70.08	56.40	7,008.30	5,639.81	1,368.49
03/02/2005	07/13/2007	50	MICROSOFT CORP	29.73	25.46	1,486.57	1,273.23	213.34
05/02/2005	07/13/2007	175	MICROSOFT CORP	29.73	25.15	5,203.00	4,400.88	802.12
03/02/2005	07/13/2007	75	PROCTER & GAMBLE CO	62.66	53.60	4,699.28	4,020.00	679.28
07/19/2006	07/24/2007	75	GENERAL ELECTRIC CO	40.72	32.76	3,053.87	2,457.17	596.70
05/25/2006	07/24/2007	65	HILTON HOTELS CORP	44.22	27.25	2,874.33	1,771.34	1,102.99
06/29/2006	07/24/2007	75	**NOKIA CORP-SPON ADR	28.76	19.29	2,156.82	1,446.51	710.31
03/02/2005	08/06/2007	125	GENERAL ELECTRIC CO	38.49	35.70	4,811.71	4,462.07	349.64
03/02/2005	08/07/2007	350	TIME WARNER INC	18.56	17.80	6,497.09	6,229.27	267.82
11/01/2005	08/08/2007	175	LIMITED BRANDS INC	24.48	19.99	4,283.53	3,498.25	785.28
03/04/2005	08/09/2007	75	CITIGROUP INC	47.84	48.55	3,588.17	3,641.48	-53.31
10/20/2005	08/10/2007	35	COLOROX COMPANY	59.60	54.32	2,086.06	1,901.29	184.77



# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/23/2005	08/10/2007	70	HALLIBURTON CO	32.70	21.23	2,289.32	1,486.43	802.89
05/25/2006	08/10/2007	60	HILTON HOTELS CORP	43.76	27.25	2,625.49	1,635.08	990.41
05/25/2006	08/10/2007	40	JPMORGAN CHASE & CO	44.13	42.52	1,765.23	1,700.66	64.57
03/02/2005	08/16/2007	50	NATIONAL CITY CORP	27.34	36.25	1,366.89	1,812.33	-445.44
03/02/2005	08/17/2007	125	NETWORK APPLIANCE INC	25.93	29.94	3,241.35	3,742.34	-500.99
03/23/2005	08/20/2007	80	HALLIBURTON CO	32.32	21.23	2,585.42	1,698.78	886.64
05/25/2006	08/20/2007	25	HILTON HOTELS CORP	45.12	27.25	1,127.95	681.29	446.66
06/29/2006	08/20/2007	100	**NOKIA CORP-SPON ADR	29.55	19.29	2,955.33	1,928.68	1,026.65
03/02/2005	08/22/2007	100	BANK OF AMERICA CORP	51.36	46.67	5,135.99	4,667.03	468.96
08/10/2006	08/22/2007	115	GENERAL ELECTRIC CO	38.80	32.49	4,462.53	3,736.56	725.97
03/02/2005	08/30/2007	30	MCDONALD'S CORP	48.94	33.62	1,468.28	1,008.54	459.74
08/25/2006	08/30/2007	40	MCDONALD'S CORP	48.94	35.44	1,957.70	1,417.74	539.96
03/02/2005	09/04/2007	100	NATIONAL CITY CORP	27.36	36.25	2,735.84	3,624.66	-888.82
05/30/2006	09/25/2007	65	FANNIE MAE	61.47	50.10	3,995.27	3,256.34	738.93
12/22/2005	10/03/2007	40	FREDDIE MAC	62.47	65.91	2,498.98	2,636.40	-137.42
03/02/2005	10/03/2007	50	GENERAL ELECTRIC CO	41.62	35.70	2,080.84	1,784.83	296.01
03/02/2005	10/03/2007	75	MICROSOFT CORP	29.45	25.46	2,209.02	1,909.84	299.18
03/02/2005	10/09/2007	15	**ALCON INC	147.06	87.92	2,205.90	1,318.74	887.16
06/28/2005	10/09/2007	55	BROADCOM CORP-CL A	39.74	24.34	2,185.70	1,338.74	846.96
03/02/2005	10/09/2007	25	PROCTER & GAMBLE CO	71.03	53.60	1,775.67	1,340.00	435.67
11/01/2005	10/05/2007	700	SOLETRON CORP	3.93	3.56	2,752.49	2,493.89	258.60
03/02/2005	10/09/2007	30	TARGET CORP	65.82	52.10	1,974.57	1,562.94	411.63
04/21/2006	10/09/2007	25	WELLPOINT INC	79.38	72.13	1,984.39	1,803.34	181.05
04/21/2006	10/09/2007	65	WELLPOINT INC	79.38	72.13	5,159.42	4,688.65	470.77
07/11/2006	10/09/2007	25	WELLPOINT INC	79.38	74.88	1,984.39	1,871.99	112.40
03/02/2005	10/09/2007	1,155	BERNSTEIN EMERGING MARKETS	53.04	39.29	60,650.00	45,374.99	15,275.01
03/02/2005	10/09/2007	.000	PORTFOLIO					
			BERNSTEIN EMERGING MARKETS	53.04	39.26	0.00	1.06	-1.06
			PORTFOLIO					
07/06/2006	10/11/2007	25	CHEVRON CORP	92.22	64.11	2,305.47	1,602.69	702.78
07/21/2006	10/11/2007	35	CHEVRON CORP	92.22	65.06	3,227.66	2,277.01	950.65
10/03/2006	10/15/2007	50	ALLEGHENY ENERGY INC	55.97	40.31	2,798.59	2,015.31	783.28
03/02/2005	10/15/2007	50	NETWORK APPLIANCE INC	29.14	29.94	1,456.77	1,496.94	-40.17
05/23/2006	10/16/2007	122	COMCAST CORP-SPECIAL CL A	24.02	20.86	2,930.12	2,545.43	384.69
05/25/2006	10/16/2007	220	COMCAST CORP-SPECIAL CL A	24.02	20.86	5,283.83	4,589.04	694.79
09/20/2006	10/17/2007	6	PHARMERICA CORPORATION	15.32	16.74	91.91	100.46	-8.55
10/09/2006	10/17/2007	4	PHARMERICA CORPORATION	15.32	16.71	61.28	66.85	-5.57
07/11/2006	10/18/2007	15	BOEING CO	96.84	80.67	1,452.63	1,210.08	242.55
08/04/2006	10/18/2007	20	BOEING CO	96.84	80.04	1,936.83	1,600.81	336.02
09/19/2006	10/18/2007	20	BOEING CO	96.84	75.10	1,936.83	1,502.09	434.74
09/06/2006	10/18/2007	45	JPMORGAN CHASE & CO	45.72	45.90	2,057.38	2,065.66	-8.28
10/20/2006	10/24/2007	25	ARCELOR MITTAL STEEL-CL A NY	78.27	40.15	1,956.65	1,003.70	952.95
02/22/2006	10/24/2007	50	BOEING CO	94.09	74.03	4,704.64	3,701.34	1,003.30
03/02/2005	10/24/2007	80	CITIGROUP INC	41.76	48.35	3,340.55	3,867.84	-527.29
03/04/2005	10/24/2007	45	CITIGROUP INC	41.76	48.55	1,879.06	2,184.89	-305.83
03/02/2005	10/24/2007	4	MERRILL LYNCH & CO INC	63.50	60.15	254.01	240.60	13.41
04/06/2006	10/24/2007	11	MERRILL LYNCH & CO INC	63.50	79.36	698.52	873.00	-174.48
08/24/2006	10/24/2007	25	MERRILL LYNCH & CO INC	63.50	74.61	1,587.55	1,865.31	-277.76
07/11/2006	10/25/2007	35	APPLE INC	183.77	55.02	6,431.79	1,925.63	4,506.16

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SKEES FAMILY FOUNDATION (Account: 888-18783)  
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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
09/06/2006	10/25/2007	4	CME GROUP INC	667.55	444.52	2,670.21	1,778.10	892.11	
07/11/2006	10/25/2007	2	GOOGLE INC-CL A	669.07	420.95	1,338.15	841.91	496.24	
03/02/2005	10/25/2007	235	SPRINT NEXTEL CORP	17.21	21.94	4,045.43	5,156.23	-1,110.80	
03/08/2005	10/25/2007	300	SPRINT NEXTEL CORP	17.21	21.57	5,164.38	6,471.18	-1,306.80	
03/02/2005	10/26/2007	25	BOEING CO	95.97	55.01	2,399.29	1,375.27	1,024.02	
02/22/2006	10/26/2007	10	BOEING CO	95.97	74.03	959.72	740.27	219.45	
09/12/2006	10/26/2007	10	BOEING CO	95.97	73.81	959.72	738.15	221.57	
06/15/2006	10/26/2007	125	GENWORTH FINANCIAL INC-CL A	27.49	32.44	3,436.34	4,055.61	-619.27	
08/24/2006	10/26/2007	25	GENWORTH FINANCIAL INC-CL A	27.49	34.19	687.27	854.87	-167.60	
03/02/2005	10/26/2007	35	MERRILL LYNCH & CO INC	64.69	60.15	2,264.32	2,105.28	159.04	
07/26/2005	10/26/2007	35	MERRILL LYNCH & CO INC	64.69	59.32	2,264.32	2,078.20	188.12	
03/23/2006	11/01/2007	25	CBS CORP-CLASS B	28.23	24.92	705.81	622.97	82.84	
04/26/2006	11/01/2007	100	CBS CORP-CLASS B	28.23	25.21	2,823.23	2,520.84	302.39	
12/22/2005	11/06/2007	85	FREDDIE MAC	48.49	65.91	4,121.88	5,602.35	-1,480.47	
03/02/2005	11/09/2007	50	QUALCOMM INC	38.27	36.56	1,913.53	1,828.16	85.37	
08/24/2006	11/09/2007	50	QUALCOMM INC	38.27	37.03	1,913.53	1,851.37	62.16	
07/26/2005	11/14/2007	40	MERRILL LYNCH & CO INC	59.04	59.32	2,361.78	2,372.82	-11.04	
05/09/2006	11/23/2007	80	AMERICAN INTERNATIONAL GROUP	52.53	65.83	4,202.70	5,266.33	-1,063.63	
09/19/2006	11/23/2007	40	AMERICAN INTERNATIONAL GROUP	52.53	65.40	2,101.35	2,616.10	-514.75	
10/20/2006	11/23/2007	25	AMERICAN INTERNATIONAL GROUP	52.53	66.49	1,313.34	1,662.30	-348.96	
03/02/2005	11/23/2007	125	CITIGROUP INC	31.41	48.35	3,926.41	6,043.50	-2,117.09	
10/27/2006	11/23/2007	112	COMCAST CORP-SPECIAL CL A	19.19	26.65	2,148.98	2,984.52	-835.54	
04/06/2006	11/23/2007	44	MERRILL LYNCH & CO INC	53.13	79.36	2,337.66	3,492.00	-1,154.34	
09/14/2006	11/23/2007	25	MERRILL LYNCH & CO INC	53.13	75.39	1,328.22	1,884.74	-556.52	
12/05/2005	11/23/2007	50	XL CAPITAL LTD -CLASS A	52.74	67.76	2,636.79	3,387.90	-751.11	
10/20/2006	11/26/2007	25	KOHL'S CORP	48.46	71.67	1,211.60	1,791.68	-580.08	
05/30/2006	12/20/2007	45	STARWOOD HOTELS & RESORTS	45.25	61.99	2,036.32	2,789.57	-753.25	
11/10/2006	12/20/2007	25	STARWOOD HOTELS & RESORTS	45.25	61.25	1,131.29	1,531.15	-399.86	
03/08/2005	12/21/2007	50	FREDDIE MAC	30.85	64.74	1,542.68	3,236.88	-1,694.20	
09/06/2006	12/26/2007	45	KOHL'S CORP	45.17	63.23	2,032.50	2,845.49	-812.99	
<b>SUBTOTAL FOR LONG-TERM</b>								<b>592,088.39</b>	<b>127,424.24</b>
<b>CASH IN LIEU</b>								<b>0.00</b>	<b>59.63</b>
03/06/2007			COMCAST CORPORATION			12.61		12.61	
08/14/2007			PHARMERICA CORPORATION			7.00		7.00	
10/08/2007			***FLEXTRONICS INTERNATIONAL			2.83		2.83	
10/16/2007			PARKER HANNIFIN CORP			37.19		37.19	
<b>SUBTOTAL FOR CASH IN LIEU</b>								<b>59.63</b>	<b>59.63</b>
<b>TOTAL</b>							<b>1,075,885.45</b>	<b>959,340.01</b>	<b>116,545.44</b>

# Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)  
 January 1, 2007 through December 31, 2007

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
** ACCOUNT TOTALS **								
CURRENT PERIOD - G/L						116,545.44		
SHORT TERM						-10,938.43		
LONG TERM						127,424.24		
CIL						59.63		

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

CIL represents cash in lieu of fractional shares.

This information should be reviewed by your tax advisor or accountant.