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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

ALLYN FOUNDATION, INC.

A Employer identification number

15-6017723

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

PO BOX 22

Room/suite

B Telephone number

(315) 685-5059

City or town, state, and ZIP code

SKANEATELES, NY 13152C If exemption application is pending, check here ☐

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

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

Part I, column (d) must be on cash basis

► \$ **27,655,873.76****Part I Analysis of Revenue and Expenses**
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received	200,000.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	131,747.	131,747.		Statement 1
4 Dividends and interest from securities	297,230.	297,230.		Statement 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	594,259.			
b Gross sales price for all assets on line 6a	9,988,853.			
7 Capital gain net income (from Part IV, line 2)		594,259.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	10,302.	10,302.		Statement 3
12 Total. Add lines 1 through 11	1,233,538.	1,033,538.		
13 Compensation of officers, directors, trustees, etc.	60,000.	12,000.		48,000.
14 Other employee salaries and wages	39,093.	7,819.		31,274.
15 Pension plans, employee benefits				
16a Legal fees Stmt 4	12,378.	0.		12,378.
b Accounting fees Stmt 5	14,000.	10,500.		3,500.
c Other professional fees Stmt 6	280,835.	176,863.		103,972.
17 Interest				
18 Taxes Stmt 7	32,522.	6,021.		6,065.
19 Depreciation and depletion	5,926.	0.		
20 Occupancy	5,565.	1,670.		3,895.
21 Travel, conferences, and meetings	17,524.	8,762.		8,762.
22 Printing and publications				
23 Other expenses Stmt 8	13,499.	4,268.		9,232.
24 Total operating and administrative expenses. Add lines 13 through 23	481,342.	227,903.		227,078.
25 Contributions, gifts, grants paid	1,253,075.			1,445,331.
26 Total expenses and disbursements. Add lines 24 and 25	1,734,417.	227,903.		1,672,409.
27 Subtract line 26 from line 12	-500,879.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		805,635.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	83,353.	53,027.	53,027.
	2 Savings and temporary cash investments	606,545.	275,649.	275,649.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use		16,205.	16,205.
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations Stmt 9	2,486,193.	2,066,475.	2,066,475.
	b Investments - corporate stock Stmt 10	10,858,033.	12,532,291.	12,532,291.
	c Investments - corporate bonds Stmt 11	4,240,476.	6,080,684.	6,080,684.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 12	8,236,101.	6,578,665.	6,578,665.
	14 Land, buildings, and equipment basis ▶ 47,937.			
	Less accumulated depreciation Stmt 13 ▶ 42,378.	9,648.	5,559.	5,558.
	15 Other assets (describe ▶ Statement 14)	45,055.	47,319.	47,319.
	16 Total assets (to be completed by all filers)	26,565,404.	27,655,874.	27,655,873.
	17 Accounts payable and accrued expenses	13,885.		
	18 Grants payable	757,255.	565,000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 15)	13,153.	28,897.	
	23 Total liabilities (add lines 17 through 22)	784,293.	593,897.	
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	24,330,834.	25,587,390.	
	25 Temporarily restricted	1,450,277.	1,474,587.	
	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, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	25,781,111.	27,061,977.		
30 Total net assets or fund balances				
31 Total liabilities and net assets/fund balances	26,565,404.	27,655,874.		

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	25,781,111.
2 Enter amount from Part I, line 27a	2	-500,879.
3 Other increases not included in line 2 (itemize) ▶ NET UNREALIZED GAIN ON INVESTMENTS	3	1,781,745.
4 Add lines 1, 2, and 3	4	27,061,977.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,061,977.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICALLY TRADED SECURITIES		P		
b CAPITAL GAIN DISTRIBUTIONS FROM PUBLICALLY				
c TRADED SECURITIES		P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,865,060.		9,394,594.	470,466.
b			
c 123,793.			123,793.
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			470,466.
b			
c			123,793.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	594,259.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,445,786.	27,924,980.	.051774
2010	1,359,574.	27,166,452.	.050046
2009	1,246,199.	24,151,065.	.051600
2008	1,829,504.	29,351,076.	.062332
2007	2,145,959.	33,796,017.	.063497

2 Total of line 1, column (d)	2	.279249
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	.055850
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	27,103,376.
5 Multiply line 4 by line 3	5	1,513,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,056.
7 Add lines 5 and 6	7	1,521,780.
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	8	1,672,409.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	8,056.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	8,056.
3 Add lines 1 and 2	4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	8,056.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	24,285.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	24,285.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
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	16,229.
11 Enter the amount of line 10 to be credited to 2013 estimated tax <input checked="" type="checkbox"/> 4,200. Refunded <input checked="" type="checkbox"/>	11	12,029.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.ALLYNFOUNDATION.ORG

14 The books are in care of ► MARGARET OGDEN Telephone no ► (315) 685-5059
 Located at ► PO BOX 22, SKANEATELES, NY ZIP+4 ► 13152

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year
 ► 15 N/A

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► Other Country

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 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 2012)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

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

If "Yes" to 6b, file Form 8870.

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 16		105,000.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KATHLEEN GOLDFARB-FINDLING 4335 KENCREST DRIVE, SYRACUSE, NY 13215	CONSULTANT	66,840.

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	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
All other program-related investments See instructions	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	26,762,167.
b	Average of monthly cash balances	1b	753,951.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	27,516,118.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	27,516,118.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	412,742.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,103,376.
6	Minimum investment return. Enter 5% of line 5	6	1,355,169.

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

1	Minimum investment return from Part X, line 6	1	1,355,169.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,056.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,056.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,347,113.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,347,113.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,347,113.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,672,409.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,672,409.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,056.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,664,353.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,347,113.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	557,852.			
b From 2008	371,260.			
c From 2009	44,216.			
d From 2010	7,018.			
e From 2011	69,539.			
f Total of lines 3a through e	1,049,885.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,672,409.				
a Applied to 2011, 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 2012 distributable amount				1,347,113.
e Remaining amount distributed out of corpus	325,296.			
5 Excess distributions carryover applied to 2012 (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	1,375,181.			
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 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	557,852.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	817,329.			
10 Analysis of line 9				
a Excess from 2008	371,260.			
b Excess from 2009	44,216.			
c Excess from 2010	7,018.			
d Excess from 2011	69,539.			
e Excess from 2012	325,296.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT XV3				1,445,331.
Total			3a	1,445,331.
b Approved for future payment				
CNY COMMUNITY FOUNDATION 431 E FAYETTE STREET SYRACUSE, NY 13202		EXEMPT	SYRACUSE SAY YES TO EDUCATION	100,000.
HOUSING VISIONS 1201 E FAYETTE STREET SYRACUSE, NY 13210		EXEMPT	ORCHARD STREET REVITALIZATION PROJECT	125,000.
RESCUE MISSION ALLIANCE OF SYRACUSE, NY 120 GIFFORD STREET SYRACUSE, NY 13202		EXEMPT	FAMILY TRANSITIONS PROGRAM IN CAYUGA COUNTY	30,000.
Total			3b	See continuation sheet(s) 565,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	131,747.		
4 Dividends and interest from securities			14	297,230.		
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	10,302.		
8 Gain or (loss) from sales of assets other than inventory			18	594,259.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		1,033,538.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,033,538.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) | Cash | 1a(1) | | X |
| (2) | Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) | Reimbursement arrangements | 1b(4) | | X |
| (5) | Loans or loan guarantees | 1b(5) | | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here   

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PAULA D. DECKMAN	<i>Paula D Deckman CPA</i>	06/04/13		P00087828
	Firm's name ▶ TESTONE, MARSHALL & DISCENZA, LLP			Firm's EIN ▶ 16-1076996	
	Firm's address ▶ THE FOUNDRY 432 NORTH FRANKLIN ST. SYRACUSE, NY 13204			Phone no 315-476-4004	

[illegible]

223635
05-01-12

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

ALLYN FOUNDATION, INC.

Employer identification number

15-6017723

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
ALLYN FOUNDATION, INC.	15-6017723

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WELCH ALLYN 4341 STATE STREET ROAD SKANEATELES FALLS, NY 13153	\$ 200,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

15-6017723

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

[illegible]

Name of organization	Employer identification number
ALLYN FOUNDATION, INC.	15-6017723

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

Use duplicate copies of Part III if additional space is needed.

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

2012 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	Furniture & Fixtures											
2	Office Furniture	063007200DB	7.00	17		7,249.			7,249.	4,661.		1,035.
4	Office Furniture	063007200DB	7.00	17		1,452.			1,452.	935.		207.
5	Office Furniture	063007200DB	7.00	17		1,834.			1,834.	1,179.		262.
	* 990-PF Pg 1 Total Furniture & Fixtur					10,535.		0.	10,535.	6,775.	0.	1,504.
	Other											
	Grant Management											
1	Computer Software	063007200DB	5.00	17		9,023.			9,023.	9,023.		0.
3	Computer Equipment	063007200DB	5.00	17		20,542.			20,542.	18,487.		2,055.
6	Build Out Costs	120110SL	3.00	16		6,000.			6,000.	2,167.		2,000.
	Computer with											
7	Accessories	040312200DB	5.00	19B		1,837.			1,837.			367.
	* 990-PF Pg 1 Total					37,402.		0.	37,402.	29,677.	0.	4,422.
	Other											
	* Grand Total					47,937.		0.	47,937.	36,452.	0.	5,926.
	990-PF Pg 1 Depr											

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
JP MORGAN-CASH	131,747.
Total to Form 990-PF, Part I, line 3, Column A	131,747.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
JP MORGAN INVESTMENTS	297,230.	0.	297,230.
Total to Fm 990-PF, Part I, ln 4	297,230.	0.	297,230.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
MISCELLANEOUS INCOME	10,302.	10,302.	
Total to Form 990-PF, Part I, line 11	10,302.	10,302.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	12,378.	0.		12,378.
To Fm 990-PF, Pg 1, ln 16a	12,378.	0.		12,378.

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ACCOUNTING FEES	14,000.	10,500.		3,500.	
To Form 990-PF, Pg 1, ln 16b	14,000.	10,500.		3,500.	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
CONSULTANTS	111,840.	9,000.		102,840.	
INVESTMENT FEES	167,863.	167,863.		0.	
OTHER PROFESSIONAL FEES	1,132.	0.		1,132.	
To Form 990-PF, Pg 1, ln 16c	280,835.	176,863.		103,972.	

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL EXCISE TAX/FOREIGN TAXES	23,941.	3,505.		0.	
NYS FILING FEE	1,000.	1,000.		0.	
PAYROLL	7,581.	1,516.		6,065.	
To Form 990-PF, Pg 1, ln 18	32,522.	6,021.		6,065.	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
OFFICE EXPENSE	878.	263.		615.	
TELEPHONE	1,090.	545.		545.	
INSURANCE	4,530.	1,359.		3,171.	
CLEANING	625.	188.		437.	
PROFESSIONAL DEVELOPMENT	660.	198.		462.	
MISCELLANEOUS EXPENSES	2,365.	710.		1,656.	
UTILITIES	3,351.	1,005.		2,346.	
To Form 990-PF, Pg 1, ln 23	13,499.	4,268.		9,232.	

Form 990-PF	U.S. and State/City Government Obligations			Statement	9
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value	
BONDS -SEE ATTACHMENT STMT 9	X		2,066,475.	2,066,475.	
Total U.S. Government Obligations			2,066,475.	2,066,475.	
Total State and Municipal Government Obligations					
Total to Form 990-PF, Part II, line 10a			2,066,475.	2,066,475.	

Form 990-PF	Corporate Stock		Statement	10
Description			Book Value	Fair Market Value
STOCKS-SEE ATTACHMENT STMT 10			12,532,291.	12,532,291.
Total to Form 990-PF, Part II, line 10b			12,532,291.	12,532,291.

Form 990-PF	Corporate Bonds	Statement 11
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Description	Book Value	Fair Market Value
BONDS-SEE ATTACHMENT STMT 11	6,080,684.	6,080,684.
Total to Form 990-PF, Part II, line 10c	6,080,684.	6,080,684.

Form 990-PF	Other Investments	Statement 12
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Description	Valuation Method	Book Value	Fair Market Value
INVESTMENTS-OTHER-SEE ATTACHMENT STMT 12	FMV	6,578,665.	6,578,665.
Total to Form 990-PF, Part II, line 13		6,578,665.	6,578,665.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement 13
-------------	------------------------------------------------	--------------

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Grant Management Computer Software	9,023.	9,023.	0.
Office Furniture	7,249.	5,696.	1,553.
Computer Equipment	20,542.	20,542.	0.
Office Furniture	1,452.	1,142.	310.
Office Furniture	1,834.	1,441.	393.
Build Out Costs	6,000.	4,167.	1,833.
Computer with Accessories	1,837.	367.	1,470.
Total To Fm 990-PF, Part II, ln 14	47,937.	42,378.	5,559.

Form 990-PF	Other Assets		Statement 14
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
DIVIDENDS AND INTEREST RECEIVABLE	45,055.	47,319.	47,319.
To Form 990-PF, Part II, line 15	45,055.	47,319.	47,319.

Form 990-PF	Other Liabilities		Statement 15
Description	BOY Amount	EOY Amount	
DEFERRED FEDERAL EXCISE TAX	13,153.	28,897.	
Total to Form 990-PF, Part II, line 22	13,153.	28,897.	

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 16
-------------	-----------------------------------------------------------------------------	--------------

Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
WILLIAM F. ALLYN PO BOX 22 SKANEATELES, NY 13152	SECRETARY 4.00	0.	0.	0.
LEW F ALLYN PO BOX 22 SKANEATELES, NY 13152	VICE-PRESIDENT 4.00	0.	0.	0.
DAWN N. ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
JANET J. ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
WILLIAM SCOTT ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.

LAURA AUSTIN ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
ERIC R. ALLYN PO BOX 22 SKANEATELES, NY 13152	TREASURER 4.00	0.	0.	0.
DAVID ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
AMY ALLYN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
RICHARD NEWMAN PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
MARGARET OGDEN PO BOX 22 SKANEATELES, NY 13152	1ST HALF 2012 - DIRECTOR 1.00	0.	0.	0.
ELSA A. SODERBERG PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
PEER SODERBERG PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
MAUREEN SODERBERG PO BOX 22 SKANEATELES, NY 13152	PRESIDENT 4.00	0.	0.	0.
MARGARET O'CONNELL PO BOX 22 SKANEATELES, NY 13152	1ST HALF 2012 - EXECUTIVE DIRECTOR 40.00	60,000.	0.	0.
THOMAS WOOD PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
PETER SODERBERG PO BOX 22 SKANEATELES, NY 13152	DIRECTOR 1.00	0.	0.	0.
MARGARET OGDEN PO BOX 22 SKANEATELES, NY 13152	2ND HALF 2012-EXECUTIVE DIRECTOR 20.00	45,000.	0.	0.

Totals included on 990-PF, Page 6, Part VIII

105,000.	0.	0.
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Allyn Foundation, Inc.
Federal ID #: 15-6017723
December 31, 2012

Attachment to Form 990-PF
Part XV, Supplementary Information
Form in which application should be submitted
Lines 2b & 2c:

Founded in 1954, the Allyn Foundation is a private, family foundation that provides grants to charitable organizations primarily in Central New York. The Foundation's funding priorities are a reflection of the generous legacy of William Noah Allyn, founder of Welch Allyn, and his son, William G. Allyn. The Foundation serves as a vehicle for the family to foster collectively the practice of philanthropy among succeeding generations. Through funding, engagement and influence, the Foundation seeks to reflect its family value, ***Be Always Kind and True.***

The mission of the Allyn Foundation is to improve the quality of life in Central New York. The vision of the Allyn Foundation is to engage in collaborative philanthropy with leadership, investments and strategic grants through charitable organizations that build responsibility and vibrancy into the community, reflecting the compassion of our founders. In service of this vision, the Foundation focuses its grant making in the following areas:

Health and Human Services

Facilitate and support the delivery of quality health care in our communities. Work to ensure that all people have basic daily needs of food, clothing, and shelter and enable the means to provide for themselves. Promote education in family planning.

Education

Expand access and success in education, particularly for students of underrepresented backgrounds.

Quality of Life for Youth and Families

Promote and support long-term sustainable solutions that target improved quality of life in our community.

Grants are made only to organizations given tax exempt status by the Internal Revenue Service. Grants are not made to endowment funds, to individuals, for loan purposes, for religious groups or to political groups. Grants are not made as sponsorships for fund raising events. The Foundation will consider long-term pledges for capital improvement projects.

Please use a grant application when applying for funds. A grant application can be downloaded from the website: www.allynfoundation.org.

Applications are due April 1, July 1, September 1 and November 1 of 2012. The Board of Directors does not allow presentations during their scheduled meetings.

Grant Application for the Allyn Foundation

Name of Organization: _____

Address: _____

Contact person: _____ Position: _____

Phone: _____ email address: _____

Amount requested: _____ Total cost of project: _____

Briefly explain the mission of your agency:

Please describe the geographic area in which you serve:

Describe the need or problem that your proposal seeks to address.

Describe the project or program and its objectives.

Outline your plan for evaluating the proposed project and its expected outcomes.

Describe the sustainability of this project, if it is not a one-time grant. How will you sustain the project after Allyn Foundation funding has ended?

Last year, how much did you raise in private funds (excluding United Way money): _____

Number of donors to your agency: _____

Describe other sources of funding you may have to secure financing for this project:

Please include with this grant statement the following:

- A one page line item budget reflecting all expenses and income for the project
- List of Board of Directors
- A copy of your 501(c)(3) IRS Determination Letter
- A copy of your most recent audited financial statement

You may include with this grant application any relevant materials including annual reports, campaign brochures, etc. In an effort to conserve paper, please do not submit a customized grant proposal.

Submit your grant application to: The Allyn Foundation
P. O. Box 22
Skaneateles, New York 13152

Questions? Call 685-5059 or email us at anye@allynfoundation.org

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
AIDS Community Resources 627 West Genesee Street Syracuse, NY 13204	Exempt	Dev. Coord. for Q Center (final matching pmt.)	15,000.00
American Heart Association P.O. Box 3049 Syracuse, NY 13220	Exempt	Program support	5,000.00
American Red Cross/Cayuga 11 State Street Auburn, NY 13021	Exempt	Operating support	2,500.00
Amer. Soc. For Training & Dev. - CNY Chapter P.O. Box 6343 Syracuse, NY 13217	Exempt	Employee Learning Week	500.00
Arc of Onondaga 600 S. Wilbur Avenue Syracuse, NY 13204	Exempt	Operating support	1,750.00
ARISE, Inc. 635 James Street Syracuse, NY 13203	Exempt	ARISE at the Farm program	1,000.00
Association of Small Foundations 1720 N Street, NW Washington, DC 20036	Exempt	Membership renewal	695.00
Auburn Community Hospital 17 Lansing Street Auburn, NY 13021	Exempt	Operating support + Director's donation	6,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Aurora of Central New York, Inc. 518 James St., Suite 100 Syracuse, NY 13203	Exempt	Operating support	5,000.00
Baltimore Woods Nature Center 4007 Bishop Hill Road Marcellus, NY 13108	Exempt	Lean2Rescue + Exec. Dir. transition	7,280.00
Booker T. Washington Comm. Ctr of Auburn, NY 23 Chapman Ave. Auburn, NY 13021	Exempt	Operating expenses	150.00
Borodino Methodist Church 6816 Route 41 Homer, NY 13077	Exempt	Borodino/Spafford Food Pantry	1,000.00
Boy Scouts Longhouse Council 2803 Brewerton Road Syracuse, NY 13211	Exempt	Program support	2,500.00
Calvary Food Pantry CNY, Inc. 90 Franklin Street Auburn, NY 13021	Exempt	Operating support	5,000.00
Cathedral Emergency Services 264 E. Onondaga Street Syracuse, NY 13202	Exempt	To buy food from Food Bank	3,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Cayuga Centers 101 Hamilton Ave. Auburn, NY 13021	Exempt	Capacity Building grant	10,000.00
Cayuga Co. Community Health Network 188 Genesee St., Suite 207 Auburn, NY 13021	Exempt	Prog. support + oral health screening prog.	3,500.00
Cayuga Co. Community College Foundation 197 Franklin Street Auburn, NY 13021	Exempt	Memorial scholarship	5,000.00
Cayuga County Council of Senior Citizens 160 Genesee Street Auburn, NY 13021	Exempt	Senior Citizen Emergency Fund	2,000.00
Cayuga Co. Health & Human Svcs. Dept. 160 Genesee Street Auburn, NY 13021	Exempt	Nurse Family Partnership program	65,000.00
Cayuga County Parks and Trails 6914 East Lake Rd. Auburn, NY 13021	Exempt	Dog park at Emerson Park	500.00
Cayuga Museum of History and Art 203 Genesee Street Auburn, NY 13021	Exempt	Capacity Building grant	10,000.00
Cayuga/Onondaga BOCES 1879 W Genesee St Auburn, NY 13021	Exempt	Jump Start 10 (youth leadership forum)	500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Central New York Community Foundation 431 E Fayette Street Syracuse, NY 13202	Exempt	Syracuse Say Yes to Educ., IDEAS Fund, Cayuga Comm. Fund, Women's Fund of CNY	129,000.00
Central New York Services, Inc. 518 James Street Syracuse, NY 13203	Exempt	Client garden for mentally ill	5,000.00
Chadwick Residence 335 Valley Drive Syracuse, NY 13207	Exempt	Operating support	1,500.00
Champions for Life, Inc. P.O. Box 1228 Auburn, NY 13021	Exempt	Support for Brian Bisgrove Home of Courage	2,000.00
Chapel House, Inc. 36 Franklin Street Auburn, NY 13021	Exempt	Sprinkler system	30,000.00
Child Care Solutions 6724 Thompson Road Syracuse, NY 13211	Exempt	Early Childhood Initiative grant	8,075.00
Children's Consortium 2122 Erie Boulevard East Syracuse, NY 13224	Exempt	Supervised visitation for parents & children	20,000.00
Clear Path for Veterans, Inc. 1223 Salt Springs Road Chittenango, NY 13037	Exempt	Dogs2Vets program	15,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Crouse Health Foundation 736 Irving Avenue Syracuse, NY 13210	Exempt	Witting Surgical Center capital support + operating support	13,000.00
Cystic Fibrosis Foundation - CNY Chapter 5818 East Molloy Road Syracuse, NY 13211	Exempt	Operating support	5,000.00
Down Syndrome Assoc. of Central NY, Inc. P.O. Box 5 Manlius, NY 13104-0005	Exempt	Program support	500.00
E. John Gavras Center 182 North Street Auburn, NY 13021	Exempt	Director's donation	1,500.00
Elbridge Free Library 241 East Main Street Elbridge , NY 13060	Exempt	Materials for young adult program	8,871.00
Eldercare Foundation 723 James St Syracuse, NY 13203	Exempt	Operating support	2,500.00
Enable 1603 Court Street Syracuse, NY 13208	Exempt	Operating support	1,000.00
English Speaking Union 7600 Merle Rdg Baldwinsville, NY 13207	Exempt	Support for Shakespeare competition	500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Everson Museum of Art 401 Harrison Street Syracuse, NY 13202	Exempt	Program support	2,500.00
Exodus 3 Ministries Inc. 305 North Geddes Street Syracuse, NY 13204	Exempt	Support for Exodus House Women's Shelter	2,500.00
Faith Hope Community Center, Inc. 1029 Montgomery Street Syracuse, NY 13202	Exempt	Summer youth program	5,000.00
The Family Tree, Inc. 2108 North Charles Street Baltimore, MD 21218	Exempt	Family member donation	3,000.00
Finger Lakes Migrant Health Care Project, Inc. 60 Main Street Port Byron, NY 13140	Exempt	Girls Club program	10,929.00
Finger Lakes S.P.C.A. of CNY 41 York Street Auburn, NY 13021	Exempt	Operating support	500.00
Flatirons Habitat for Humanity 1455 Dixon Avenue, Suite 210 Lafayette, CO 80026	Exempt	Family member donation	3,000.00
Focus on the Family 8655 Explórer Dr Colorado Springs, CO 80920	Exempt	Director's donation	1,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Food Bank of CNY 7066 Interstate Island Ro Syracuse, NY 13209	Exempt	Operating support + Director's donation	6,000.00
Frank H. Hiscock Legal Aid Society 351 South Warren Street Syracuse, NY 13202	Exempt	International Victims Project	15,000.00
Fremont Area United Way 605 N. Broad Street Fremont, NE 68025	Exempt	Family member donation	1,000.00
Fremont YMCA Foundation P.O. Box 549 Fremont, NE 68026	Exempt	Family member donation	1,000.00
Friends of Dave Pirro, Inc. P.O. Box 914 Skaneateles, NY 13152	Exempt	Community aid support	500.00
Friends of The Rosamond Gifford Zoo at Burnet P. One Conservation Place Syracuse, NY 13204	Exempt	Operating support	3,000.00
Friends of the Central Library, Inc. 447 S. Salina St., 5th Floor Syracuse, NY 13202	Exempt	Program support + Director's donation	2,000.00
GiGi's Playhouse - Syracuse LLC P.O. Box 3734 Syracuse, NY 13220	Exempt	Literacy & math programs for Down Syndrome children + Director's donation	11,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Girl Scouts of NYPENN Pathways, Inc. 8170 Thompson Road Cicero, NY 13039	Exempt	Program support	3,000.00
Goucher College 1021 Dulaney Valley Road Baltimore, MD 21204	Exempt	Family member donation	1,500.00
Grantmakers Forum of New York 75 College Avenue, STE 311 Rochester, NY 14607	Exempt	Membership	5,000.00
Homeboy Industries 130 W. Bruno Street Los Angeles, CA 90012	Exempt	Family member donation	3,000.00
Hospice Foundation of Central New York 990 7th North Street Liverpool, NY 13088	Exempt	Operating support	1,500.00
Hospice of the Finger Lakes 1130 Corporate Drive Auburn, NY 13021	Exempt	Director's donation	2,000.00
Housing Visions Unlimited, Inc. 1201 East Fayette Street Syracuse, NY 13210	Exempt	Orchard St. Revitalization Project	125,000.00
Imagine Syracuse 7000 Old Quarry Road Fayetteville, NY 13066	Exempt	Program support	10,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Interfaith Works 500 N Salina St Syracuse, NY 13208	Exempt	Program support	1,000.00
Irish American Cultural Institute 54 Ely Drive Fayetteville, NY 13066	Exempt	"The Irish Connection" DVD	500.00
John Dau Foundation P.O. Box 503 Skaneateles, NY 13152	Exempt	Director's donation	3,000.00
Junior Achievement of Central New York, Inc. 348 Gilbert Mills Road Phoenix, NY 13135	Exempt	Economics For Success summer program	5,000.00
Knights of Columbus 1322 Powerhouse Road Memphis, NY 13112	Exempt	Support for Jordan Elbridge & Skaneateles Food Pannies	1,000.00
Lafayette Big Picture School 5955 Route 20 West Lafayette, NY 13084	Exempt	Photography & film making classes	10,000.00
Le Moyne College 1419 Salt Springs Road Syracuse, NY 13214	Exempt	W.G. Allyn Scholarships	30,000.00
Literacy Vol. America - Cayuga County, Inc. 17 Nelson Street Auburn, NY 13021	Exempt	Kids Need to Read program	1,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Literacy Volunteers of Greater Syracuse, Inc. 100 New Street Syracuse, NY 13202	Exempt	Training prog. for volunteer group leaders	11,253.00
Loretto Foundation 1305 Nottingham Road Jamesville, NY 13078	Exempt	Operating support	5,000.00
Main Street PTO 205 South Main St. North Syracuse, NY 13212	Exempt	Program support	500.00
Majorpalooza, Inc. 49 Havens Ave. Auburn, NY 13021	Exempt	Program support	2,000.00
Marcellus Rotary P.O. Box 265 Marcellus, NY 13108	Exempt	Community aid support	250.00
March of Dimes 401 N. Salina St., Suite 304 Syracuse, NY 13203	Exempt	Operating support	1,250.00
Mars Hill Broadcasting Co., Inc. 4044 Makyes Road Syracuse, NY 13215	Exempt	Director's donation	1,000.00
Matthew House 43 Metcalf Dr Auburn, NY 13021	Exempt	Annual operations fund + Director's donations	13,500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
McMahon/Ryan Child Advocacy Site, Inc. 601 E Genesee St Syracuse, NY 13202	Exempt	Operating support	5,000.00
Mottville Fire Company, Inc. P.O. Box 9 Mottville, NY 13119	Exempt	Operating support	5,000.00
Muscular Dystrophy Association 6315 Fly Road, Suite 102 East Syracuse, NY 13057	Exempt	Summer camperships	10,000.00
National Alliance for Mentally Ill of Cayuga Co. 17 Lansing Street Auburn, NY 13021	Exempt	Program support	1,000.00
National Center For Family Philanthropy 1101 Connecticut Ave, NW Washington, DC 20036	Exempt	Membership renewal	1,000.00
National Ctr. for Missing & Exploited Children 601 E. Genesee Street Syracuse, NY 13202	Exempt	Program support	1,000.00
Nature Conservancy of Colorado 3350 Turkey Canyon Ranch Boulder, CO 80302	Exempt	Family member donation	3,000.00
Near West Side Initiative, Inc. 350 West Fayette Street Syracuse, NY 13244	Exempt	Programming at Patch-Up Studio	4,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Neighborhood House of Auburn, NY, Inc. 81 Wall Street Auburn, NY 13021	Exempt	Capacity Building & Early Childhood Dev. grants	13,944.00
New Hope Family Services, Inc. 3519 James Street Syracuse, NY 13206	Exempt	Director's donation	1,000.00
On Point For College, Inc. 1654 W Onondaga Street Syracuse, NY 13204	Exempt	Program & operating support	30,000.00
Onondaga Community College Foundation 4585 West Seneca Turnpike Syracuse, NY 13219	Exempt	Community Scholars program, Operating support & Director's donation	33,500.00
Onondaga Historical Association 321 Montgomery St Syracuse, NY 13202	Exempt	Buses for Syr. school children to see exhibit	681.00
Operation Enduring Gratitude 47 Market Street Auburn, NY 13021	Exempt	Trips to Wash.,DC for WWII & Korean veterans	2,500.00
P.E.A.C.E., Inc. 217 S. Salina Street, 2nd Floor Syracuse, NY 13202	Exempt	Capital support + Operating support	11,000.00
Partners in Learning, Inc. 105 Rugby Road Syracuse, NY 13206	Exempt	Transcript Eval. Proj. + Operating support	11,500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Payton Forian One Day Foundation, Ltd. 4540 Makyes Road Syracuse, NY 13215	Exempt	Enclosed outdoor classroom	5,000.00
Pine Street Inn, Inc. 444 Harrison Ave. Boston, MA 02118	Exempt	Family member donation	3,000.00
Planned Parenthood of Rochester/Syracuse 114 University Avenue Rochester, NY 14605	Exempt	Director's donations	4,000.00
Planned Parenthood of the Heartland PO Box 4557 Des Moines, IA 50305	Exempt	Family member donation	1,000.00
Prevention Network 906 Spencer Street Syracuse, NY 13204	Exempt	Program support	500.00
Prison Fellowship Ministries P.O. Box 1550 Merrifield, VA 22116	Exempt	Director's donation	1,000.00
ProLiteracy Worldwide 1320 Jamesville Ave Syracuse, NY 13210	Exempt	Life Links program	50,000.00
Quench & Nourish, Inc. 4125 Bishop Hill Road Marcellus, NY 13108	Exempt	Yr-round access to locally grown, fresh produce	10,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Redhouse Arts Center, Inc. 201 S West Street Syracuse, NY 13202	Exempt	Director's donations + Prod. of 2 plays	16,000.00
Rehoboth Beach Film Society 107 Truitt Ave. Rehoboth Beach, DE 19971	Exempt	Director's donation	1,500.00
Rescue Mission Alliance of Syracuse, NY 120 Gifford Street Syracuse, NY 13202	Exempt	Family Transitions Prog. - Cayuga Co., Capacity Bldg., Director's donation, oper. support	47,270.00
Ronald McDonald House 1027 East Genesee Street Syracuse, NY 13210	Exempt	New house, Director's don., oper. support	54,000.00
Salvation Army - Auburn 18 East Genesee Street Auburn, NY 13021	Exempt	Support for food pantry	500.00
Salvation Army of the Syracuse Area 677 South Salina Street Syracuse, NY 13202	Exempt	Prog. Coord., Director's donations, oper. support, partnership w/ Boys & Girls Club	79,000.00
Samaritan Center, Inc. 310 Montgomery Street Syracuse, NY 13202	Exempt	Operating support	1,500.00
Sarah House 100 Roberts Ave Syracuse, NY 13207	Exempt	Operating support	1,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
SAVES, Inc. 77 Fennell Street Skaneateles, NY 13152	Exempt	Operating support	5,000.00
Schweinfurth Memorial Art Center 205 Genesee Street Auburn, NY 13021	Exempt	Auburn Arts Initiative	25,000.00
Seneca Cayuga ARC 1521 Clark Street Road Auburn, NY 13021	Exempt	Camp Columbus programs	500.00
Seward House Museum 33 South Street Auburn, NY 13021	Exempt	Capacity Bldg. + Operating support	17,000.00
Skaneateles Central Schools 49 E Elizabeth Street Skaneateles, NY 13152	Exempt	W.G. Allyn Hockey Awards	2,200.00
Skaneateles Early Childhood Center 2685 US RTE 20 Skaneateles, NY 13152	Exempt	Capital support + Director's donation	28,000.00
Skaneateles Education Foundation PO Box 16 Skaneateles, NY 13152	Exempt	Exec. Dir. salary, Zooming Ahead project + operating support	20,000.00
Skaneateles Festival 97 E Genesee Street Skaneateles, NY 13152	Exempt	Program support	2,500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Skaneateles Historical Society 28 Hannum Street Skaneateles, NY 13152	Exempt	Director's donation	3,000.00
Skaneateles Lake Association, Inc. P.O. Box 862 Skaneateles, NY 13152	Exempt	Director's donation	3,000.00
Skaneateles Library Association 49 E Genesee Street Skaneateles, NY 13152	Exempt	Oper. fund & lg. print books & books on CD + program support	9,000.00
Skaneateles Nursery School, Inc. 96 East Genesee Street Skaneateles, NY 13152	Exempt	Operating support	500.00
Skaneateles Recreational Charitable Trust 44 South Street Auburn, NY 13021	Exempt	Director's donation	3,000.00
Skaneateles Ski Club, Inc. P.O. Box 276 Skaneateles, NY 13152	Exempt	Capital support	2,500.00
Skaneateles Vincent House Guild 1654 West Onondaga Street Syracuse, NY 13204	Exempt	Operating support	2,000.00
Skaneateles.com P.O. Box 818 Skaneateles, NY 13152	Exempt	Program support	10,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
South Side Grows Healthy Festival P.O. Box 133 Marcellus, NY 13108	Exempt	Program support	500.00
Southside Community Coalition, Inc. 2610 South Salina Street Syracuse, NY 13205	Exempt	South Side Food Cooperative	30,000.00
Spafford Area Historical Society P.O. Box 250 Marietta, NY 13110	Exempt	Operating support	500.00
Spaulding Support Services 1050 W. Genesee Street Syracuse, NY 13204	Exempt	Emergency generator	8,683.00
Special Olympics NY - Central Region 6315 Fly Road East Syracuse, NY 13057	Exempt	Cayuga Bowling Club	250.00
Special Operations Fund 901 N. Stuart St., Suite 200 Arlington, VA 22203	Exempt	Director's donation	3,000.00
St. Alphonsus Food Pantry 85 East Genesee Street Auburn, NY 13021	Exempt	Operating support	500.00
St. Baldrick's Foundation 1333 South Mayflower Ave., Suite 400 Monrovia, CA 91016	Exempt	Exec. Dir. Discretionary grant	1,650.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
St. Camillus Foundation 813 Fay Road Syracuse, NY 13219	Exempt	Sprinkler project	20,000.00
St. Joseph's Hosp. Health Ctr. Foundation, Inc. 973 James St., Suite 250 Syracuse, NY 13203	Exempt	Program support	3,000.00
St. Lucy's Church 432 Gifford Street Syracuse, NY 13204	Exempt	Food Pantry	2,500.00
Success By 6 - Cayuga County 182 North Street Auburn, NY 13021	Exempt	Imagination Library support	2,500.00
Susan G. Komen for the Cure/CNY Affiliate 5008 Brittonfield Pkwy, Suite 300 East Syracuse, NY 13057	Exempt	Operating support	5,000.00
Syracuse Behavioral Healthcare 770 James Street, Suite 141 Syracuse, NY 13203	Exempt	Capital support	30,000.00
Syracuse City Ballet 415 Breakspear Road Syracuse, NY 13219	Exempt	Performance support	1,000.00
Syracuse City School District Educ. Fnd. 9827 Carousel Ctr. Drive Syracuse, NY 13290	Exempt	Program support	1,500.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Syracuse Stage 820 East Genesee Street Syracuse, NY 13210	Exempt	Performance support	5,000.00
Tau Beta Pi Association PO Box 2697 Knoxville, TN 37901	Exempt	Director's donation	3,000.00
Todd's Fund P.O. Box 554 Skañeateles, NY 13152	Exempt	Director's donation	3,000.00
Transportation Project for Cayuga County 17 Nelson Street Auburn, NY 13021	Exempt	Operating support	500.00
Union Springs Chamber of Commerce P.O. Box 230 Union Springs, NY 13160	Exempt	Wounded soldier support	500.00
Unity House of Cayuga County, Inc. 34 Wright Avenue Auburn, NY 13021	Exempt	Computer upgrades + oper. support	11,900.00
University Hospital/Paige's Butterfly Run 2911 Fargo Road Baldwinsville, NY 13027	Exempt	Program support	1,000.00
Upstate Medical University Foundation 750 East Adams Street Syracuse, NY 13210	Exempt	Support for Pediatric svcs.	6,000.00

Attachment to Form 990-PF
Part XV, Supplementary Information
Grants Contributions Paid During the Year
Line 3a:

Recipient	Status	Purpose	Amount
Vera House, Inc. 6181 Thompson Road Syracuse, NY 13206	Exempt	Bathroom repair/renovation + Director's donation	21,500.00
VNA Foundation of Central New York 1050 West Genesee Street Syracuse, NY 13204	Exempt	Operating support	1,500.00
Washington & Lee Univ. School of Law 1 Denny Circle Lexington, VA 24450	Exempt	Family member donation	1,500.00
Whole Me, Inc. 1015 State Fair Blvd Syracuse, NY 13209	Exempt	To hire full-time staff sign language interpreter + Consulting svcs.	30,000.00
YMCA of Greater Syracuse 340 Montgomery St Syracuse, NY 13202	Exempt	Program support	2,500.00
YMCA-WEIU 27 William Street Auburn, NY 13021	Exempt	Wed. Morning Round Table + program support	2,750.00
Total			<u>1,445,331.00</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - U.S. and State
Government Obligations
Line 10a:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 9

Description	Quantity	Value	Cost
FED HOME LN MTG CORP PART CTFS GROUP NBR G1-1880 5.00% DUE 12/01/2020	53,851.40 \$	58,250.52 \$	58,041.71
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU TR REMIC TR 2002-55 CL-QE 5.50% DUE 09/25/2017	39,260.37 \$	41,677.63 \$	41,812.29
FHLMC 5.000% 07/15/2014 DTD 07/16/2004	60,000.00 \$	64,368.60 \$	67,161.60
FHLMC GOLD PARTIC CTF 4% OCT 01 2021 DTD 11/01/2006 POOL NO G12456	36,890.34 \$	38,886.85 \$	38,337.12
FHLMC GOLD PARTIC CTF 4.5% APR 01 2020 DTD 04/01/2005 POOL NO B18276	0.008 \$	0.01 \$	0.01
FHLMC GOLD PARTIC CTF 4.5% MAR 01 2020 DTD 03/01/2005 POOL NO G18044	40,159.44 \$	42,734.06 \$	42,543.91
FHLMC GOLD PARTIC CTF 5% MAY 01 2021 DTD 10/01/2006 POOL NO G12410	55,855.30 \$	60,391.87 \$	60,096.81
FHLMC GOLD PARTIC CTF 5.5% FEB 01 2020 DTD 06/01/2005 POOL NO G11728	32,681.49 \$	35,671.20 \$	34,611.74
FHLMC GOLD PARTIC CTF 5.5% MAR 01 2021 DTD 03/01/2006 POOL NO G11936	50,209.61 \$	54,962.45 \$	54,822.62
FHLMC GOLD PARTIC ETF 5% OCT 01 2023 DTD 10/01/2003 POOL NO C90719	12,955.56 \$	14,040.07 \$	13,795.64
FHLMC REMIC SER 2977 CL JT 5% MAY 15 2020 DTD 05/01/2005	50,000.00 \$	56,149.50 \$	55,750.00
FHLMC SER 2843 CL BC 5% AUG 15 2019 DTD 08/01/2004	75,000.00 \$	80,833.50 \$	81,890.63
FNMA 5.375% 07/15/2016 DTD 06/15/2006	95,000.00 \$	110,654.10 \$	111,580.21
FNMA 6.5% JUL 01 2017 DTD 07/01/2002 POOL NO 636961	51,511.15 \$	56,428.40 \$	55,857.40

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - U.S. and State
Government Obligations
Line 10a:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 9

Description	Quantity	Value	Cost
FNMA POOL 888148 VAR RT 02/01/2037 DTD 01/01/2007	11,427.03 \$	12,239.15 \$	12,098.36
FNMA POOL 914698 5.500% 04/01/2022 DTD 03/01/2007	43,813.38 \$	47,282.09 \$	47,647.05
FREDDIE MAC GOLD PARTIC CTF 4% JUL 01 2018 DTD 07/01/2003 POOL NO F97484	0.004 \$	- \$	-
FREDDIE MAC GOLD PARTIC CTF 5% OCT 01 2020 DTD 09/01/2005 POOL NO G11769	15,034.18 \$	16,239.77 \$	15,879.84
FREDDIE MAC GOLD PARTIC CTF SEP 01 2023 DTD 09/01/2003 POOL NO C90706	21,411.34 \$	23,199.83 \$	22,943.60
FREDDIE MAC SER 2924 CL EH 5.25% MAR 15 2024 DTD 01/01/2005	22,706.35 \$	23,498.35 \$	23,564.93
USA TREAS NOTES 1.250% 03/15/2014 DTD 03/15/2011	35,000.00 \$	35,434.70 \$	35,092.97
USA TREAS NOTES 1.250% 08/31/2015 DTD 08/31/2010	30,000.00 \$	30,729.00 \$	29,627.45
USA TREAS NOTES 1.250% 10/31/2015 DTD 11/01/2010	105,000.00 \$	107,657.55 \$	104,111.09
USA TREAS NOTES 1.875% 08/31/2017 DTD 08/31/2010	50,000.00 \$	52,781.50 \$	52,986.33
USA TREAS NOTES 2.000% 01/31/2016 DTD 01/31/2011	85,000.00 \$	89,197.30 \$	83,615.52
USA TREAS NOTES 2.125% 02/29/2016 DTD 02/28/2011	110,000.00 \$	115,981.80 \$	114,215.92
USA TREAS NOTES 2.125% 05/31/2015 DTD 06/01/2010	75,000.00 \$	78,252.00 \$	74,753.90
USA TREAS NOTES 2.375% 08/31/2014 DTD 08/31/2009	130,000.00 \$	134,595.50 \$	134,881.34

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - U.S. and State
Government Obligations
Line 10a:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 9

Description	Quantity	Value	Cost
USA TREAS NOTES 2.375% 10/31/2014 DTD 11/2/2009	150,000.00	\$ 155,778.00	\$ 155,488.53
USA TREAS NOTES 2.625% 12/31/2014 DTD 12/31/2009	40,000.00	\$ 41,887.60	\$ 41,431.38
USA TREAS NOTES 3.125% 10/31/2016 DTD 11/02/2009	150,000.00	\$ 164,847.00	\$ 165,123.05
USA TREAS NOTES 4.500% 05/15/2017 DTD 05/15/2007	190,000.00	\$ 221,825.00	\$ 225,126.95
		<u>\$ 2,066,474.90</u>	<u>\$ 2,054,889.90</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity	Value	Cost
3M CO	92.85 \$	95,171.25 \$	89,862.27
ACCENTURE PLC-CL A	66.5 \$	74,812.50 \$	64,408.07
ALEXANDER & BALDWIN INC	650 \$	19,090.50 \$	18,060.01
ALLEGHENY TECHNOLOGIES INC	680 \$	20,644.80 \$	19,626.03
AMERCO	205 \$	25,996.05 \$	11,370.82
AMERICAN EXPRESS CO	57.48 \$	54,606.00 \$	47,459.53
AMERISOURCESBERGEN CORP	43.18 \$	61,531.50 \$	56,119.07
ATLAS AIR WORLDWIDE HOLDINGS INC	545 \$	24,154.40 \$	22,962.88
AUTOMATIC DATA PROCESSING INC	56.93 \$	49,813.75 \$	48,507.73
AVERY DENNISON CORP	410 \$	14,317.20 \$	14,150.87
AVNET INC	840 \$	25,712.40 \$	12,841.05
BARC BREN SPX 09/26/13 15%BUFFER-2 XLEV- 7.57%CAP 15.14%MAXRTRN INITIAL LEVEL-03/21/12 SPX :1402.89	250,000.00 \$	260,775.00 \$	250,000.00
BERKSHIRE HATHAWAY INC DEL CL B	89.7 \$	91,942.50 \$	81,456.94
BNK OF NEW YORK MELLON CORP	25.7 \$	100,230.00 \$	80,973.63

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity	Value	Cost
CABOT CORP	510 \$	20,292.90 \$	16,262.50
CASEYS GENERAL STORES INC	430 \$	22,833.00 \$	11,330.42
CINTAS COPR	40.9 \$	50,102.50 \$	45,726.80
CIT GROUP INC	790 \$	30,525.60 \$	30,313.09
COMERICA INC	890 \$	27,002.60 \$	26,087.80
CONMERICA INC	30.34 \$	57,646.00 \$	53,211.21
COST OF PENDING PURCHASES	1 \$	(3,292.78) \$	(3,292.78)
COVIDIEN PLC NEW	57.74 \$	66,401.00 \$	60,757.09
CS BREN SPX 10/30/13 10%BUFFER-2 XLEV- 5%CAP 10%MAXRTRN INITIAL LEVEL-10/12/12 SPX:1428.59	240,000.00 \$	239,382.24 \$	240,000.00
DANONE DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7.6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E:2594.56	13.16 \$ 250,000.00 \$	11,185.15 \$ 254,352.50 \$	11,187.85 250,000.00
DEVON ENERGY CORP	52.04 \$	63,749.00 \$	77,213.53
DISCOVER FINANCIAL SERVICES	790 \$	30,454.50 \$	12,238.79
ENCORE WIRE CORP	680 \$	20,610.80 \$	10,929.98

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity	Value	Cost
EXPEDITORS INTERNATIONAL	39.55 \$	55,370.00 \$	53,110.42
FIFTH THIRD BANCORP	0 \$	- \$	-
FOOT LOCKER INC	880 \$	28,265.60 \$	9,367.53
GENERAL ELECTRIC CO	1,997.00 \$	41,917.03 \$	29,125.25
GLAXOSMITHKLINE PLC	43.47 \$	54,337.50 \$	55,935.50
GS BREN SPX 05/15/13 10%BUFFER-2 XLEV- 6.52%CAP 13.04%MAXRTRN INITIAL LEVEL-04/27/12 SPX:1403.36	250,000.00 \$	260,690.00 \$	250,000.00
HYATT HOTELS CORP - CL A	720 \$	27,770.40 \$	25,720.93
ILLINOIS TOOL WORKS INC	60.81 \$	72,972.00 \$	64,692.79
INGERSOLL-RAND PLC	47.96 \$	49,159.00 \$	36,083.28
INTREPID POTASH INC	860 \$	18,309.40 \$	17,707.56
INVESTORS BANCORP INC	1,185.00 \$	21,069.30 \$	15,892.69
ISHARES RUSSELL MIDCAP INDEX FUND JPM BREN EAFE 09/25/13 10%BUFFER-2 XLEV- 10.25%CAP 40%MAXRTRN INITIAL LEVEL-09/07/12:5X5E: 2538.60 UKX: 5794.80 TPX: 735.17	4,859.00 \$ 275,000.00 \$	549,552.90 \$ 288,722.50 \$	352,549.42 275,000.00
JPM EQUITY INCOME FD - SEL FUND 3128	60,431.52 \$	621,840.32 \$	575,000.00

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity		Value		Cost
JPM TR I GROWTH ADVANTAGE FD - SEL FUND 1567	58,078.14	\$	582,523.75	\$	550,000.00
JPM US LRGE CAP CORE PLUS FD - SEL FUND 1002	87,183.23	\$	1,928,493.07	\$	1,456,160.91
KAISER ALUMINUM CORP (NEW)	520	\$	32,078.80	\$	16,963.10
KEYCORP	1,790.00	\$	15,071.80	\$	15,054.34
KIMBERLY-CLARK CORP	84.43	\$	67,544.00	\$	56,982.00
LEUCADIA NATIONAL CORP	1,535.00	\$	36,517.65	\$	38,483.08
LSB INDUSTRIAL INC	149	\$	5,277.58	\$	4,950.49
M D C HOLDINGS INC	620	\$	22,791.20	\$	17,018.10
MANAGERS AMG FUNDS-TIMESSQUARE MID CAP GROWTH FUND	33,156.50	\$	493,037.14	\$	500,000.00
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND	89,115.32	\$	690,643.70	\$	725,418.82
MATTHEWS PACIFIC TIGER INSTL FUND	35,397.47	\$	864,052.29	\$	702,551.30
MENS WEARHOUSE INC	620	\$	19,319.20	\$	14,313.30
MICROSOFT CORP	26.71	\$	43,403.75	\$	37,691.45
MOLEX INC CL A NON-VOTING	1,100.00	\$	24,552.00	\$	15,390.69

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity	Value	Cost
MONSANTO CO	94.65 \$	40,226.25 \$	33,925.75
NESTLE S A	65.11 \$	53,717.40 \$	47,907.75
OMNICOM GROUP INC	49.96 \$	59,952.00 \$	55,605.84
OWENS CORNING INC	560 \$	20,714.40 \$	18,061.50
PACCAR INC	45.21 \$	39,558.75 \$	35,607.59
PENDING SALES AND PURCHASES		\$ 2,761.05 \$	2,761.05
PIONEER NATURAL RESOURCES CO	270 \$	28,779.30 \$	26,590.87
PLAINS ALL AMERICAN PIPELINE L P UNIT OF LIMITED PARTNERSHIP INT	520 \$	23,524.80 \$	13,092.41
PLEXUS CORP	520 \$	13,416.00 \$	14,797.53
PLUM CREEK TIMBER COMPANY INC	880 \$	39,045.60 \$	34,081.15
RANGE RESOURCES CORP	220 \$	13,822.60 \$	11,071.98
RAYMOND JAMES FINANCIAL INC	690 \$	26,585.70 \$	15,331.30
S L GREEN REALTY CORP	230 \$	17,629.50 \$	5,768.57
SCHLUMBERGER LTD	69.3 \$	45,044.35 \$	47,100.79

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 10

Description	Quantity		Value		Cost
SCHNITZER STEEL INDUSTRIES INC	490	\$	14,861.70	\$	14,686.38
SEACOR HOLDINGS, INC.	200	\$	16,760.00	\$	19,506.56
SPDR S&P 500 ETF TRUST	4,500.00	\$	640,845.00	\$	619,245.00
SPIRIT AEROSYSTEMS HOLD-CL A	600	\$	10,182.00	\$	10,379.28
STRYKER CORP	13,497.00	\$	739,905.54	\$	92,989.52
SYSCO CORP	31.66	\$	79,941.50	\$	76,504.47
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND	15,385.56	\$	258,631.25	\$	216,954.69
T. ROWE PRICE OVERSEAS STOCK FUND	90,783.97	\$	771,663.78	\$	726,163.25
TE CONNECTIVITY LTD	37.12	\$	77,024.00	\$	71,007.99
TECH DATA CORP	265	\$	12,065.45	\$	9,931.42
TIME WARNER INC	47.83	\$	56,200.25	\$	44,124.30
TRINITY INDUSTRIES INC	1,010.00	\$	36,178.20	\$	24,173.23
UNIVERSAL AMERICAN CORP	1,200.00	\$	10,308.00	\$	13,824.27
VAIL RESORTS INC	590	\$	31,913.10	\$	24,790.80

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement __10__

Description	Quantity	Value	Cost
VIRTUS INSIGHT TR VIRTUS EMRG FD I	43,065.93	\$ 444,009.71	\$ 400,000.00
VISTEON CORP	550	\$ 29,601.00	\$ 22,396.67
W R BERKLEY CORP	515	\$ 19,436.10	\$ 12,093.55
WALMART STORE INC	68.23	\$ 64,818.50	\$ 57,636.31
WHITE MOUNTAINS INSURANCE GROUP LTD	65	\$ 33,475.00	\$ 14,669.93
WILLIS GROUP HOLDINGS PLC	33.53	\$ 34,368.25	\$ 39,531.89
		<u>\$ 12,532,290.77</u>	<u>\$ 10,443,241.72</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Bonds
Line 10c:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement __11__

Description	Quantity	Value	Cost
ABBEEY NATL TREASURY SERV FLOATING RATE APR 25 2014 DTD 04/27/2011	10,000.00	9999.6	9837.83
ACE INA HOLDING 2.6% NOV 23 2015 DTD 11/23/2010	10,000.00	10529.2	9990.7
AFLAC INC SR NOTES 8 1/2% MAY 15 2019 DTD 05/21/2009	11,000.00	14951.86	15075.03
AMERICA MOVIL SA DE CV 5 1/2% MAR 1 2014 DTD 9/1/2004	15,000.00	15726.75	16604.25
AMERICAN EXPRESS CREDIT MTN 2 3/8% MAR 24 2017 DTD 03/26/2012	8,000.00	8383.44	7978.32
AMERPRISE FINANCIAL INC 5.65% NOV 15 2015 DTD 11/23/2005	10,000.00	11317.5	11331.8
AMGEN INC 2.3% JUN 15 2016 DTD 06/30/2011	3,000.00	3126	2993.04
ANHEUSER-BUSCH INBEV WOR 4 1/8% JAN 15 2015 DTD 10/16/2009	10,000.00	10678.3	10329.1
APACHE CORP 5 5/8% JAN 15 2017 DTD 01/26/2007	7,000.00	8242.71	8344.63
APACHE CORP 6 9% SEP 15 2018 DTD 10/01/2008	3,000.00	3822.63	3887.76
AT&T INC 5.6% MAY 15 2018 DTD 05/13/2008	15,000.00	18078.15	17982.3
BB&T CORPORATION MTN 3.2% MAR 15 2016 DTD 03/07/2011	10,000.00	10650.2	10348.3
BLACKROCK INC 6 1/4% SEP 15 2017 DTD 09/17/2007	10,000.00	12263.7	11708.7
BP CAPITAL MARKETS PLC 3.2% MAR 11 2016 DTD 03/11/2011	10,000.00	10674.2	10494.2
CITIGROUP INC 6.01% JAN 15 2015 DTD 12/15/2009	15,000.00	16409.25	16155.6
CITIGROUP INC NOTES 6 1/8% NOV 21 2017 DTD 11/21/2007	10,000.00	11907.8	11211.7
CREDIT SUISSE FB USA INC NOTES 4 7/8% JAN 15 2015 DTD 12/15/2004	20,000.00	21592	21420.2
DB FX NA CURRENCY BSKT 8/7/13 LNKD TO BRL CAD & MXN VS USD 80%BARRIER, 12.60%CPN; UNCAPPED 02/03/12	115,000.00	\$ 122,394.50	\$ 115,000.00

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Bonds
Line 10c:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement __11__

Description	Quantity	Value	Cost
DEUTSCHE BANK AG LONDON 3 7/8% AUG 18 2014 DTD 08/18/2009	10,000.00	10492.9	10558.2
DIAGEO CAPITAL PLC 5 1/2% SEP 30 2016 DTD 09/28/2006	15,000 00	17417.85	17492.85
DIRECTV HLDG FIN INC 3 1/2% MAR 01 2016 DTD 03/10/2011	15,000.00	15905 85	14971.65
DOMINION RESOURCES INC 2 1/4% SEP 01 2015 DTD 09/02/2010	10,000.00	10382.2	9985.4
DOUBLELINE FDS TR TTL RTN BD I	35,180.30 \$	398,592.79 \$	400,000.00
DREYFUS LAUREL EMG MKT DEBT LOC C-1	16,234.01 \$	249,029 76 \$	215,912.37
EOG RESOURCES INC 5 7/8% SEP 15 2017 DTD 09/10/2007	10,000 00	12098	11984.6
EUROPEAN INVESTMENT BANK NOTES 3% APR 08 2014 DTD 04/08/2009	25,000.00	25688.25	25166.25
GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTES 5% JAN 8 2016 DTD 1/9/2006	35,000.00	38880.8	37780.4
GNMA POOL NO 700789 6.000% 10/15/2023 DTD 10/01/2008	60,819.81	65724.93	67357.94
GOLDMAN SACHS GP GS 3 5/8% FEB 07 2016 DTD 02/07/2011	10,000.00	10582.4	9980.5
GOLDMAN SACHS GROUP INC SR NOTES 7 1/2% FEB 15 2019 DTD 02/05/2009	10,000.00	12570.4	12314 6
GREATER ORLANDO AVIATION AUTHORITY FLORIDA REV SPL PURP FACS 3.66% OCT 01 2013 DTD 10/07/2009 FED TAXABLE HELD BY DTC BOOK ENTRY ONLY	25,000 00	25446	25000
HEWLETT PACKARD CO SR NOTES 3% SEP 15 2016 DTD 09/19/2011	5,000.00	5041.9	4989.2
HSBC FINANCE CORP 5% JUN 30 2015 DTD 6/27/2005	15,000.00	16322.1	16321.05
INDIANA BOND BANK REVENUE COMMON SCH FD ADV PUR 3.95% FEB 01 2013 DTD 04/01/2009 FED TAXABLE HELD BY DTC BOOK ENTRY	45,000.00	45136.8	45000
J.P. MORGAN-BLACKROCK OPPORTUNISTIC RMBS LTD. INCOME DISTRIBUTION LEAD SERIES 01-12	262.06 \$	310,286.61 \$	250,000.00
JP MORGAN LEVERAGED LOANS, LTD LEAD SERIES (1-12)	300 562 \$	322,405.82 \$	250,000.00

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Bonds
Line 10c:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement __11__

Description	Quantity	Value	Cost
JPM CMS FLOATER NOTE 05/24/14 3.52% CPN DD 05/08/09	50,000.00	50600	50000
JPM HIGH YIELD FD - SEL FUND 3580 4.99%	163,019.63	\$ 1,326,979.80	\$ 1,260,798.37
JPM INTL CURRENCY INCOME FD 1.02%	22,999.08	\$ 259,199.63	\$ 248,308.76
JPM SHORT DURATION BOND FD - SEL FUND 3133 0.59%	134,175.36	\$ 1,474,587.17	\$ 1,463,962.30
JPM STR INC OPP FD FUND 3844 2.74%	44,899.65	\$ 531,162.82	\$ 496,230.39
JPMORGAN CHASE FRN CPI 4/18/13	250,000.00	\$ 247,800.00	\$ 250,000.00
MERRILL LYNCH & CO MEDIUM TERM NOTES 6 7/8% APR 25 2018 DTD 04/25/2008	30,000.00	36381.3	32605.5
MORGAN STANLEY 4 3/4% MAR 22 2017 DTD 03/22/2012	20,000.00	21810.8	21493.6
NATIONAL CITY CORP 4 9% JAN 15 2015 DTD 01/12/2005	10,000.00	10839.2	11061.2
NATIONAL RURAL UTIL CORP 10 3/8% NOV 01 2018 DTD 10/30/2008	10,000.00	14842.1	14531.5
NUCOR CORPORATION NOTES 5 3/4% DEC 01 2017 DTD 12/03/2007	10,000.00	11997.6	11801.8
NYSE EURONEXT 2% OCT 05 2017 DTD 10/05/2012	10,000.00	10164.2	10050.6
RABOBANK NEDERLAND 2 1/8% OCT 13 2015 DTD 10/13/2010	15,000.00	15420.6	14963.25
RIO TINTO FIN USA LTD 9% MAY 01 2019 DTD 04/17/2009	3,000.00	4079.1	4093.38
ROYAL BANK OF CANADA 1 2% SEP 19 2017 DTD 09/19/2012	7,000.00	7016.1	6999.3
SIMON PROPERTY GROUP LP SR NOTES 10.35% APR 01 2019 DTD 03/25/2009	10,000.00	14402.1	14007.4
ST PAUL TRAVELERS COS INC SR NT DTD 06/20/2006 6 25% DUE 06/20/2016	10,000.00	11779.7	11881.8
TELEFONICA EMISIONES SAU 4.949% JAN 15 2015 DTD 07/06/2009	15,000.00	15726.6	16615.65

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Bonds
Line 10c:

Allyn Foundation, Inc.
Federal ID# 15-6017723
December 31, 2012

Statement __11__

Description	Quantity	Value	Cost
TEVA PHARMACEUT FIN BV 2.4% NOV 10 2016 DTD 11/10/2011	5,000.00	5210.25	5006.3
TRANS - CANADA PIPELINES 7 1/8% JAN 15 2019 DTD 01/09/2009	10,000.00	12642.5	12825.2
US BANCORP SR NOTES MTN 1.65% MAY 15 2017 DTD 05/08/2012	12,000.00	12240.36	11977.56
VERIZON COMMUNICATIONS 5 1/2% APR 01 2017 DTD 04/03/2007	15,000.00	17652.45	17405.1
WELLS FARGO & COMPANY 3 676% JUN 15 2016 DTD 09/15/2010 STEP CPN	10,000.00	10839.8	10067.41
WELLS FARGO COMPANY 5 5/8% DEC 11 2017 DTD 12/10/2007	15,000.00	17907.9	17213.55
WESTPAC BANKING CORP 4.2% FEB 27 2015 DTD 08/27/2009	15,000.00	16072.2	14984.7
WILLIAMS PARTNERS LP 3.8% FEB 15 2015 DTD 02/09/2010	10,000.00	10576.3	10401.7
		<u>\$ 6,080,683.73</u>	<u>\$ 5,774,794.79</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Other
Line 13:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement 12

Description	Quantity	Value	Cost
BLACKSTONE REAL ESTATE CMBS OFFSHORE FUND LTD. - LEAD SERIES	241.606	\$ 376,551.03	\$ 250,000.00
CAYUGA VENTURE FUND		\$ 178,441.00	
GALLEON OFFSHORE LIQUIDATING TRUST - GALLEON DIVERSIFIED SUB-TRUST	0.547	\$ 584.96	\$ 1,535.58
GLOBAL ACCESS MACRO LTD CLASS A LEAD SERIES 2010	505.08	\$ 543,177.39	\$ 500,000.00
GOLDENTREE OFFSHORE LTD (NEW ISSUES INELIGIBLE) CLASS SP 1-1 SIDE POCKET	31.022	\$ 35,721.85	\$ 50,145.61
GOLDENTREE OFFSHORE LTD CLASS G-R SERIES 13	234.747	\$ 616,983.57	\$ 415,453.76
GOLDENTREE OFFSHORE LTD SP CLASS SP 2-1 SIDE POCKET	0.667	\$ 1,972.61	\$ 651.12
GOLDENTREE OFFSHORE LTD. CLASS SP 1-4 SIDE POCKET	0.418	\$ 1,389.10	\$ 407.06
GOLDENTREE OFFSHORE LTD. CLASS SP 1-5 SIDE POCKET	6.387	\$ 8,019.37	\$ 5,330.48
GOLDENTREE OFFSHORE LTD. CLASS SP 3-1 SIDE POCKET	3.825	\$ 4,159.31	\$ 3,204.86
GOLDENTREE OFFSHORE LTD. CLASS SP 4-1 SIDE POCKET	13.011	\$ 6,724.93	\$ 10,709.58
GOLDENTREE OFFSHORE LTD. SP 6-1 SIDE POCKET	12.715	\$ 7,070.22	\$ 9,120.43
GOLDENTREE OFFSHORE LTD. SP 7-1 SIDE POCKET	3.992	\$ 6,105.23	\$ 2,870.33
GOLDENTREE OFFSHORE LTD. SP SERIES 1-3 SIDE POCKET	2.123	\$ 3,401.52	\$ 2,105.88
GRE II PRIVATE INVESTORS, LLC LEAD SERIES	899,204.11	\$ 786,951.96	\$ 1,000,000.00

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Other
Line 13:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2012

Statement __12__

Description	Quantity	Value	Cost
HB MULTI-STRATEGY HOLDINGS LTD - CLASS B SERIES 27 (HCC CLASS CR - 12.30.11 RED)	0.26	\$ 16,932.99	\$ 15,626.17
HB MULTI-STRATEGY HOLDINGS LTD - CLASS B SERIES 29 (HCC CLASS CR - 03.30.12 RED)	0.084	\$ 5,470.64	\$ 44,699.39
HIGHBRIDGE CAPITAL CORPORATION CLASS C - NEW ISSUES INELIGIBLE	770.007	\$ 1,208,348.88	\$ 1,004,999.29
J.P. MORGAN SECONDARY PRIVATE EQUITY INVESTORS OFFSHORE SPECIAL, L.P	500,000.00	\$ 379,632.00	\$ 298,291.35
JPM PARTICIPATING GOLD NOTE 10/31/13 LNKD TO GOLDLNPM 85%BARRIER, 14.50%MAXRTN 10/19/12; INITIAL STRIKE: 1737.00	200,000.00	\$ 195,600.00	\$ 200,000.00
KKR NORTH AMERICA XI PRIVATE INVESTORS OFFSHORE CLASS A	500,000.00	\$ 46,037.00	\$ 46,036.94
PSAM WORLD ARB FUND LIMITED CLASS D BENCHMARK - NEW ISSUES INELIGIBLE	1,989.46	\$ 613,826.75	\$ 499,993.08
RIVERSTONE GLOBAL ENERGY AND POWER OFFSHORE IV, LP	500,000.00	\$ 360,291.00	\$ 398,661.52
RIVERSTONE GLOBAL ENERGY AND POWER PRIVATE INVESTORS V, LP (OFFSHORE) CLASS A	500,000.00	\$ 133,965.50	\$ 133,933.16
SG BRENT CBEN 10/25/13 LNKD TO CO1 80% BARRIER, 13.75% CPN, 13.75% CAP 10/12/12; INITIAL STRIKE: 114.62	200,000.00	\$ 198,800.00	\$ 200,000.00
SPDR GOLD TRUST	600	\$ 97,212.00	\$ 100,347.00
STANDARD PACIFIC CAPITAL OFFSHORE FUND, LTD. CLASS A SERIES D (NEW ISSUES INELIGIBLE)	4,981.26	\$ 472,522.42	\$ 500,000.00
UBS PALLADIUM CBEN 5/16/13 LNKD TO PLDMLNPM 80% BARRIER, 7.8% CPN, 17% CAP 5/4/12 INITIAL STRIKE: 663.00	135,000.00	\$ 145,921.50	\$ 135,000.00
UBS PARTICIPATING GOLD NOTE 3/21/13 LNKD TO GOLDLNPM 85%BARRIER, 21%CAP, 21%MAXRTN 03/09/12; INITIAL STRIKE: 1687.50	125,000.00	\$ 126,850.00	\$ 125,000.00
		<u>\$ 6,578,664.73</u>	<u>\$ 5,954,122.59</u>

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **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.

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. ALLYN FOUNDATION, INC.	Employer identification number (EIN) or 15-6017723
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 22	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SKANEATELES, NY 13152	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

MARGARET OGDEN

- The books are in the care of ► **PO BOX 22 - SKANEATELES, NY 13152**

Telephone No. ► **(315) 685-5059**

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2012** or
- ☐ tax year beginning , and ending .

- 2 If the tax year entered in line 1 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. See instructions.	3a	\$	8,056.
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.	3b	\$	24,285.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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.

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

Form **8868** (Rev. 1-2013)