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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 Charles R Wood Foundation		A Employer identification number 22-2237193
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
Foundation Source 501 Silverside Rd	123	
City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,686,635	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

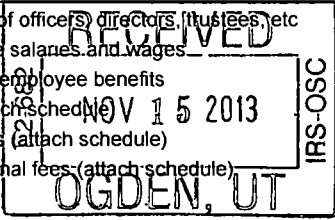
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	815			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	23	23		
	4 Dividends and interest from securities	839,115	839,115		
	5 a Gross rents	25	25		
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	533,959			
	b Gross sales price for all assets on line 6a 10,334,527				
	7 Capital gain net income (from Part IV, line 2)		533,959		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	525	413			
12 Total. Add lines 1 through 11	1,374,462	1,373,535	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,135			2,135
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	195,091	193,087		2,004
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	24,213	9,257		
	19 Depreciation (attach schedule) and depletion	67,458			
	20 Occupancy				
	21 Travel, conferences, and meetings	4,106			4,106
	22 Printing and publications	250			250
	23 Other expenses (attach schedule)	107,359	2,217		105,142
	24 Total operating and administrative expenses. Add lines 13 through 23	400,612	204,561	0	113,637
	25 Contributions, gifts, grants paid	1,462,914			1,462,914
26 Total expenses and disbursements. Add lines 24 and 25	1,863,526	204,561	0	1,576,551	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-489,064				
b Net investment income (if negative, enter -0-)		1,168,974			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,851,606	823,638	823,638
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	803,177	1,003,177	1,055,440
	b	Investments—corporate stock (attach schedule)	22,893,120	23,750,522	26,586,371
	c	Investments—corporate bonds (attach schedule)	1,593,402	1,189,301	1,278,625
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,837,370	2,790,431	2,837,261
	14	Land, buildings, and equipment basis ▶ 3,270,276			
		Less accumulated depreciation (attach schedule) ▶ 1,616,173	1,721,561	1,654,103	47,000
	15	Other assets (describe ▶ See Attached Statement)	20,000	20,000	58,300
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	31,720,236	31,231,172	32,686,635
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	31,720,236	31,231,172	
	30	Total net assets or fund balances (see instructions)	31,720,236	31,231,172	
	31	Total liabilities and net assets/fund balances (see instructions)	31,720,236	31,231,172	

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	31,720,236
2	Enter amount from Part I, line 27a	2	-489,064
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	31,231,172
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,231,172

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 Publicly-traded Securities				
b Oil Spill Remediation expenses for real estate sold in 2009				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 10,334,527		9,797,293	537,234	
b		3,275	-3,275	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a			537,234	
b			-3,275	
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	533,959
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

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.

(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	1,406,935	32,154,010	0.043756
2010	1,417,381	30,454,168	0.046541
2009	1,685,302	28,340,709	0.059466
2008	1,869,945	32,028,814	0.058383
2007	1,647,882	37,136,913	0.044373
2 Total of line 1, column (d)			2 0.252519
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.050504
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 31,961,093
5 Multiply line 4 by line 3			5 1,614,163
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,690
7 Add lines 5 and 6			7 1,625,853
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 1,576,551

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	23,379	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	23,379	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	23,379	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,800		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	9,053		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	23,853		
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	474		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 474 Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
c 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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? Website address ► <u>www.charleswoodfoundation.org</u>	13	X	
14	The books are in care of ► <u>Foundation Source</u> Telephone no ► <u>(800) 839-1754</u> Located at ► <u>501 Silverside Road, Suite 123 Wilmington DE</u> ZIP+4 ► <u>19809-1377</u>			
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 ► <u>15</u>			
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 ►	16	Yes No	X X

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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____		
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)	2b	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 ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ 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**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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**7b** N/A**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
	00			
	00			
	00			
	00			
	00			

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



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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
UBS Financial Services 229 Park Avenue, 25th Floor, New York, NY 10171	Investment Management	155,906
Foundation Source 55 Walls Drive, Suite 302, Fairfield, CT 06824	Administrative	88,998
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	
2	
3	
4	

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

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

Describe the two largest program-related investments made by the foundation during the year, including the amount invested, the purpose of the investment, and the expected impact of the investment.		
1		

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	28,233,923
b	Average of monthly cash balances	1b	1,376,626
c	Fair market value of all other assets (see instructions)	1c	2,837,261
d	Total (add lines 1a, b, and c)	1d	32,447,810
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	32,447,810
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	486,717
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,961,093
6	Minimum investment return. Enter 5% of line 5	6	1,598,055

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	1,598,055
2a	Tax on investment income for 2012 from Part VI, line 5	2a	23,379
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	23,379
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,574,676
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,574,676
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,574,676

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	1,576,551
b	Program-related investments—total from Part IX-B	1b	
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	1,576,551
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,576,551

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				1,574,676
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,573,801	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,576,551				
a Applied to 2011, but not more than line 2a			1,573,801	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				2,750
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,571,926
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	23	
4 Dividends and interest from securities			14	839,115	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	25	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	533,959	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a K-1 Passthrough Income			14	392	
b Foreign Tax Refund			01	21	
c Federal Tax Refund			01	112	
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		0		1,373,647	0
13 Total. Add line 12, columns (b), (d), and (e)				13	1,373,647

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part I, Line 11 (990-PF) - Other Income

		525	413	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	MS RE FUND VI OFFSHORE Passthrough K-1 Income	392	392	0
2	Foreign Tax Refund	21	21	0
3	Federal Tax Refund	112	0	0

Part I, Line 16a (990-PF) - Legal Fees

		2,135	0	0	2,135
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	General Governance Matters and Counseling	2,135	0	0	2,135

Part I, Line 16c (990-PF) - Other Professional Fees

		195,091	193,087	0	2,004
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Investment Management Services	193,087	193,087	0	0
2	Forestry Management Services	2,004	0	0	2,004

Part I, Line 18 (990-PF) - Taxes

		24,213	9,257	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Estimated Tax for 2012	14,800	0	0	0
2	Excise Tax for 2011	156	0	0	0
3	Foreign Tax Paid	9,257	9,257	0	0

Part I, Line 19 (990-PF) - Depreciation and Depletion

						67,458		0	0
	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Furniture and Fixtures	Various	Straight-line	7	149,379	149,379	0	0	0
2	Machinery and Equipment	Various	Straight-line	5	99,422	99,422	0	0	0
3	Buildings	Various	Straight-line	40	2,611,800	1,240,605	65,295	0	0
4	Improvements	Various	Straight-line	30	64,886	59,309	2,163	0	0

Part I, Line 23 (990-PF) - Other Expenses

		107,359	2,217	0	105,142
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Administrative Fees	88,998	0	0	88,998
2	Bank Charges	2,049	2,049	0	0
3	Foundation Dues & Memberships	695	0	0	695
4	MS RE FUND VI OFFSHORE K-1 Expenses	168	168	0	0
5	Premium Paymt for Charitable-use Prop Insurance	33	0	0	33
6	Premium Paymt for Indemnification Insurance	12,673	0	0	12,673
7	Public Disclosure in Newspaper Ad	22	0	0	22
8	State or Local Filing Fees	750	0	0	750
9	Storage of Artwork	1,500	0	0	1,500
10	Website Costs	471	0	0	471

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal	803,177	1,003,177	0	1,055,440	
		State/Local		0	0	0	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation
1	FFCB - 3 750% - 01/29/2016	300,000		302,640		330,270	
2	FHLB - 1 08% - 09/06/2017	100,000		100,000		100,130	
3	FHLB - 1 125% - 03/10/2014	200,000		200,102		202,180	
4	FHLB - 2 750% - 12/12/2014	100,000		103,532		104,800	
5	FHLB - 4 250% - 03/09/2018	100,000		97,000		116,880	
6	FHLMC - 2 050% - 01/17/2019	100,000		100,000		100,070	
7	FNMA - 4 000% - 04/15/2013	100,000		99,903		101,110	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	3M CO	400		36,406		37,140
2	ABBOTT LABS	700		36,336		45,850
3	ABM INDS INC	430		8,338		8,579
4	ACCENTURE PLC	1,085		66,353		72,153
5	ADECCO S A UNSP/ADR	675		17,326		17,854
6	ADT LTD	630		27,458		29,289
7	AERCAP HOLDING N V	855		9,627		11,731
8	AETNA INC NEW	1,500		63,373		69,465
9	AIR LEASE CORP	475		9,227		10,213
10	AKBANK T/A/S S/ADR	1,669		16,546		16,458
11	AKZO NOBEL NV-ADR	1,670		31,724		37,575
12	ALLERGAN INC	296		27,523		27,152
13	ALLSTATE CORP	946		21,333		38,001
14	AMADEUS IT HLDS SA	290		6,086		7,479
15	AMAZON COM	622		123,659		156,041
16	AMER EQ INV LIFE HLD	730		8,943		8,913
17	AMER INTERNATIONAL GROUP INC	1,603		56,183		56,586
18	AMERICA MOVIL SA	1,120		29,704		25,917
19	AMERICAN ELECTRIC POWER INC	882		36,427		37,644
20	AMERICAN EXPRESS CO	1,100		51,525		63,228
21	AMERICAN TOWER REIT INC	700		49,294		54,089
22	AMERIPRISE FINANCIAL INC	678		29,519		42,463
23	ANADARKO PETROLEUM CORP	800		59,700		59,448
24	ANGEL OAK MULTI-STRAT INCOME	14,128		166,081		171,088
25	ANHEUSER BUSCH COS INC	630		54,211		55,068
26	ANNALY MTG MGMT INC COM	2,496		40,867		35,044
27	ANSYS INC	400		21,859		26,936
28	APACHE CORPORATION	650		61,546		51,025
29	APPLE INC	586		118,960		311,853
30	ARYZTA AG - UNSPON ADR	1,135		28,923		28,999
31	ASML HOLDING NV NY REG SHS	938		55,053		60,398
32	ASPEN INSURANCE HLDG	320		9,048		10,266
33	ASTRAZENECA	1,659		77,128		78,421
34	AT&T CORP COM NEW	2,907		84,290		97,995
35	ATWOOD OCEANICS INC	260		11,626		11,905
36	AVIVA PLC	2,295		25,779		28,481
37	AXA ADS	1,175		22,176		21,409
38	BAIDU COM - ADR	135		14,207		13,539
39	BANCO DO BRASIL S A SPONSORED ADR	2,959		45,878		37,491
40	BANCO ITAU HOLDING FINANCIERA	1,215		20,598		19,999
41	BANCO MACRO BANSUD	657		21,919		11,918
42	BARCLAYS PLC ADR	1,565		30,436		27,106
43	BARRICK GOLD CORP COM	986		46,030		34,520
44	BAYER A G SPONSORED ADR	350		28,950		33,572
45	BERKSHIRE HATHAWAY INC CLASS B	800		66,110		71,760
46	BG GROUP PLC ADS	960		18,987		16,042
47	BIDVEST GROUP LTD	423		19,181		21,954
48	BIOGEN IDEC INC	228		26,598		33,372

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
49 BLACKROCK HIGH YIELD BD (A)	27,974		216,453		226,307
50 BOEING CO	720		50,830		54,259
51 BORG WARNER INC	357		23,203		25,568
52 BRIDGESTONE CORP UNSP ADR	255		11,320		13,176
53 BRINKS CO	305		7,578		8,702
54 BRISTOL-MYERS SQUIBB CO	3,699		113,548		120,550
55 BROADCOM CORPORATION	1,500		53,054		49,815
56 BRUKER CORPORATION	750		11,295		11,428
57 BUCKLE INC	550		22,472		24,552
58 C & C GROUP PLC ADR	1,280		18,200		23,450
59 C&J ENERGY SERVICES, INC COMMON S	530		9,926		11,363
60 CA INC	1,544		40,397		33,937
61 CABOT CP	300		11,082		11,937
62 CACI INTL INC	550		30,588		30,267
63 CAMDEN PPTY TR	425		27,797		28,989
64 CAMERON INTERNATIONAL CORP	248		13,993		14,002
65 CANADIAN NATURAL RESOURCES LTD	765		26,026		22,086
66 CARDINAL HEALTH INC	1,300		57,208		53,534
67 CARNIVAL PLC ADS	690		24,948		26,738
68 CATERPILLAR INC	375		38,193		33,604
69 CATHAY GENERAL BANCORP	665		11,571		12,987
70 CELESIO AG UNSP/ADR	6,595		24,411		22,093
71 CELGENE CORP	700		40,041		54,929
72 CERNER CORPORATION	356		25,421		27,594
73 CHEMTURA CORPORATION	630		10,848		13,394
74 CHEVRON CORP	1,594		126,942		172,375
75 CHINA CONSTRUCT UNSPON ADR	2,577		40,087		41,364
76 CHINA MOBILE HKG LTD	792		42,197		46,506
77 CHURCH & DWIGHT COMMON	550		21,514		29,464
78 CIELO SA ADR	1,272		28,555		36,697
79 CISCO SYSTEMS INC	2,073		34,098		40,732
80 CLICKS GROUP LTD UNSP/ADR	832		21,035		25,908
81 CNOOC LTD ADS	161		33,845		35,420
82 COACH INC	500		28,060		27,755
83 COCA-COLA CO	4,094		136,805		148,408
84 COLGATE-PALMOLIVE COMPANY	450		33,973		47,043
85 COMML INTL BK S/ADR	2,367		12,881		14,202
86 COMP DE BEBA AM ADS	539		17,776		22,633
87 CONOCOPHILLIPS	2,310		99,756		133,957
88 CORE LABRATORIES	275		18,584		30,060
89 COSTCO WHOLESALE CORP NEW	500		31,483		49,365
90 COVIDIEN LTD	750		40,745		43,305
91 CRANE CO COMMON	255		10,874		11,801
92 CREDIT SUISSE GROUP ADR	825		19,404		20,262
93 CROWN CASTLE INTL	984		55,047		71,005
94 CSM NV UNSP ADR	305		6,546		6,532
95 CVS CAREMARK CORP	600		23,124		29,010
96 DAIMLERCHRYSLER AG	580		28,863		31,883

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
97 DANAHER CORP	1,536		72,700		85,862
98 DARLING INTERNATIONAL INC	625		10,329		10,025
99 DEERE CO	425		39,353		36,729
100 DISCOVERY COMMUNICATIONS CL A	503		26,440		31,930
101 DOMINION RESOURCES INC	950		41,811		49,210
102 DON QUIJOTE CO LTD	145		15,595		15,914
103 DONALDSON CO INC	850		22,285		27,914
104 DOUBLELINE TOTAL RETURN BOND CL N	18,977		212,191		215,005
105 DST SYS INC COM	190		10,574		11,514
106 DU PONT DE NEMOURS	1,189		60,667		53,479
107 E-TRACS UBS BLOOMBERG CMCI	19,781		371,290		436,368
108 E ON AG SPON ADR REP 1/3 ORD NPV	495		11,347		9,299
109 EBAY INC	1,000		45,860		51,000
110 ECOLAB INC	650		36,311		46,735
111 EDWARDS LIFESCIENCES	298		27,560		26,871
112 EMC CORP-MASS	4,080		81,277		103,224
113 EMERSON ELECTRIC CO	550		23,877		29,128
114 ENSCO PLC	1,126		60,293		66,749
115 EOG RESOURCES INC	181		20,852		21,863
116 ERICSSON L M TEL CO	2,350		20,771		23,735
117 ESPRIT HLDGS LTDSPONSORED ADR	3,150		9,721		9,198
118 EXELIS, INC	1,005		10,814		11,326
119 EXPRESS SCRIPTS HOLDING CO	974		53,173		52,596
120 EXXON MOBIL CORP	1,450		82,339		125,498
121 F M C CP	525		21,532		30,723
122 FACEBOOK INC	612		20,259		16,291
123 FAMILY DOLLAR STORES COMMON	1,244		77,237		78,882
124 FEDEX CORPORATION COMMON STOCK	484		43,663		44,392
125 FEI CO	550		28,695		30,509
126 FIDELITY CAPITAL AND INCOME FUND	19,228		175,433		182,664
127 FIDELITY HIGH INCOME	13,885		118,190		129,689
128 FIFTH THIRD BANCORP	2,602		38,954		39,550
129 FINISAR CORPORATION	730		11,752		11,892
130 FLETCHER BUILDING SPON ADR	1,640		20,976		22,632
131 FOSSIL INC COM	325		30,025		30,258
132 FREEPORT-MCMORAN COPPER & GOLD INC	948		36,893		32,422
133 FRESH DEL MONTE PROD	340		8,413		8,959
134 GATX CORP	255		10,977		11,042
135 GENERAL ELECTRIC CO	6,594		119,503		138,408
136 GENERAL MILLS INC	1,150		40,406		46,483
137 GILEAD SCIENCES INC	356		26,112		26,148
138 GOOGLE INC CL A	324		193,155		229,191
139 GRAINGER W W INC	140		17,536		28,332
140 GRUPO TELEvisa (ADR)	828		18,937		22,008
141 H LUNDBECK A/S UNSPON/ADR	975		19,344		14,186
142 HANESBRANDS INC	320		9,266		11,462
143 HANOVER INS GROUP	308		12,047		11,932
144 HARMAN INTERNATIONAL INDUSTRIES INC	285		12,924		12,722

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
145 HARRIS CORP DEL	834		27,974		40,833
146 HARSCO CORP	530		11,506		12,455
147 HEALTH NET INC	404		13,816		9,817
148 HEIDELBERGCEMENT AG UNSPONSORED	2,465		26,139		29,851
149 HENRY JACK & ASSOC INC	725		26,957		28,464
150 HENRY SCHEIN INC	325		25,319		26,137
151 HEXCEL CP DELAWARE	1,075		24,758		28,982
152 HMS HOLDINGS CORP	1,300		26,500		33,696
153 HOME DEPOT INC	700		23,242		43,295
154 HONDA MOTOR CO LTD	500		16,470		18,470
155 HONEYWELL INTERNATIONAL INC	700		40,824		44,429
156 HOYA CORP SPONS ADR	1,130		25,478		22,182
157 HSBC HLDGS PLC ADS	665		36,408		35,292
158 HUBBELL CLASS B	350		29,047		29,621
159 HUNT J B	475		26,226		28,362
160 IDEXX CORP	275		17,851		25,520
161 ILLUMINA INC COM	832		42,427		46,251
162 IMPERIAL TOBACCO GRO	345		25,035		26,734
163 INDRA SISTEMAS, S A - UNSPON ADR	3,980		24,081		25,989
164 INTEGRA LIFESCIENCES HOLDINGS CORP	220		8,023		8,573
165 INTEL CORP	6,730		136,926		138,773
166 INTERNATIONAL BUSINESS MACHINES	898		134,480		172,012
167 INTERNATIONAL PAPER CO	3,257		95,931		129,759
168 INTREPID POTASH INC	480		11,926		10,219
169 JARDEN CORP	550		28,946		28,435
170 JDS UNIPHASE CORP	1,055		12,455		14,243
171 JOHNSON & JOHNSON	1,754		109,238		122,955
172 JOY GLOBAL INC	748		60,642		47,707
173 JP MORGAN CHASE & CO	3,838		137,779		168,753
174 JP MORGAN STRATEGIC INCOME OPPOR	28,148		326,861		332,150
175 KIMBERLY CLARK	87		1,074		1,122
176 KIMBERLY CLARK CORP	452		26,437		38,162
177 KIMBERLY CLARK DE MEXICO SA DE CV	2,036		19,157		26,264
178 KINDER MORGAN INC	1,130		40,942		39,923
179 KIRBY CORPORATION	190		8,880		11,759
180 KOC HOLDINGS AS UNSP/ADR	975		18,947		25,506
181 KOOKMIN BK ADS NEW	735		26,709		26,387
182 KORN FERRY INTL	615		9,780		9,754
183 KRAFT FOODS GROUP, INC	1,228		50,801		55,837
184 LATTICE SEMICONDUCTOR	2,065		10,361		8,239
185 LG PHILIPS	740		9,716		10,715
186 LIFEPOINT HOSPITALS, INC	300		11,567		11,325
187 LINCOLN ELECTRIC HOLDING INC	700		31,901		34,076
188 LINKEDIN CORPORATION CLASS A	312		33,002		35,824
189 LLOYDS TSB GROUP PLC	11,260		30,628		36,032
190 LOCKHEED MARTIN CORP	420		34,226		38,762
191 LORD ABBETT INV TR, LORD ABBETT FLO	23,741		220,130		223,406
192 LUFKIN INDUSTRIES, INC	204		13,663		11,859

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
193 LUKOIL HOLDING CO SP/ADR	322		18,537		21,084
194 MAGELLAN HEALTH SERVICES, INC	225		9,956		11,025
195 MARATHON OIL CORP COM	1,285		31,921		39,398
196 MARINE HARVEST ASA	1,345		18,430		24,614
197 MATTELL INC	1,056		27,455		38,671
198 MCDERMOTT INT PANAMA	1,095		12,250		12,067
199 MCDONALD'S CORP	600		22,927		52,926
200 MEDTRONIC INC	895		29,085		36,713
201 MERCK & CO INC	1,831		69,554		74,961
202 METLIFE INC	2,635		101,029		86,797
203 MICROS SYSTEMS, INC	550		20,917		23,342
204 MICROSEMI CORP	525		11,534		11,046
205 MICROSOFT CORPORATION	7,544		208,011		201,498
206 MITIE GROUP PLC ADR	625		11,447		10,631
207 MOBILE TELSYS OJSC	1,645		32,051		30,679
208 MOLSON COOR BREW CO CL B	887		39,115		37,955
209 MONDELEZ INTERNATIONAL INC	2,765		67,729		70,378
210 MONSANTO CO	863		63,768		81,683
211 MUENCHENER RUECKVERS	1,135		16,721		20,464
212 MURATA MFG INC UNSP/ADR	2,140		29,793		31,094
213 MYLAN INC	3,000		67,441		82,350
214 NEDBANK GROUP LTD S/ADR	1,082		20,314		24,388
215 NETEASE COM INC COM STK	300		14,040		12,759
216 NETGEAR INC	775		30,752		30,558
217 NEXTERA ENERGY, INC	752		53,250		52,031
218 NINTENDO CO LTD ADR UNSPON	725		13,228		9,650
219 NOBLE CORPORATION	700		24,577		24,374
220 NORTHROP GRUMMAN CORP	556		25,495		37,574
221 NSK LIMITED ADR	1,960		26,249		27,832
222 NUVEEN PREFERRED SECURITIES FUND	30,084		490,879		524,061
223 O'REILLY AUTOMOTIVE INC	759		59,209		67,870
224 OAO GAZPROM SPONS GDR	2,091		22,604		20,350
225 OCEANERING INTL INC	525		28,288		28,240
226 OIL STATES INTL INC	375		30,020		26,828
227 OPPENHEIMER DEVELOPING MARKETS F	12,689		363,578		442,574
228 ORACLE CORP	2,400		59,016		79,968
229 ORASCOM CONSTRUCTION INDUSTR	464		18,350		19,465
230 ORIFLAME COSMETICS	1,141		30,066		18,108
231 OTSUKA HOLDINGS CO	950		14,635		13,371
232 PANERA BREAD CO CL A	175		19,034		27,795
233 PARAMETRIC TECHNOLOGY CORP	520		11,493		11,705
234 PEPSICO INC	900		50,798		61,587
235 PERMANENT PT	6,159		300,000		299,569
236 PETSMART INC COM	425		27,901		29,045
237 PFIZER INC	3,268		65,392		81,959
238 PHILIPPINE LONG DISTANCE ADR	492		27,855		30,165
239 PHILLIPS 66	762		23,805		40,462
240 PIMCO SHORT TERM FD INSTITUTIONAL S	21,191		210,000		209,364

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
241 PIMCO TOTAL RETURN FUND	411,129		4,315,111		4,621,085
242 PIMCO UNCONSTRAINED BOND FUND CL	143,837		1,596,116		1,651,243
243 PNC FINANCIAL GROUP INC	650		37,420		37,902
244 PRAXAIR INC	400		29,984		43,780
245 PRECISION CASTPARTS	383		49,810		72,548
246 PRETORIA PORTLAND ADR	1,655		13,850		13,290
247 PROCTER GAMBLE CO	1,948		121,452		132,250
248 PRUDENTIAL FINCL INC	750		46,551		39,998
249 PT BK MANDIR PRS UNSP/ADR	2,893		22,683		24,316
250 PT SEMEN GRESIK PERSERO	461		10,068		14,798
251 PT TELEKOM IND TBK ADR	840		29,792		31,038
252 PT UNITED TRCTRS UNSP/ADR	411		20,105		16,551
253 PTT EXPLORATION & PROD SPONSORED	1,184		13,347		13,000
254 PUBLICIS GROUPE S A	1,470		17,738		22,285
255 QINETIQ GROUP PLC ADR	615		6,283		7,251
256 QUALCOMM INC	2,251		125,227		139,246
257 QUALITY SYSTEMS, INC - COMMON STOC	455		8,292		7,899
258 RANGE RESOURCES CORP DEL	1,035		56,223		65,029
259 RENT A CTR INC NEW	315		10,761		10,823
260 REXAM PLC ADR	1,385		45,855		49,500
261 REYNOLDS AMERN INC	919		18,580		38,074
262 ROSS STORES, INC	450		19,029		24,341
263 ROYAL DUTCH SHELL PLC	564		36,677		38,888
264 RSA INSURANCE GROUP-UNSP ADR	1,615		14,087		16,328
265 SAFRAN SA - UNSPON ADR	1,070		40,698		46,278
266 SAKS INC	1,070		10,601		11,246
267 SANDISK CORP	548		26,896		23,838
268 SANLAM LTD SPONSORED ADR (SOUTH A	754		14,856		20,237
269 SANOFI-AVENTIS SPONSORED ADR	670		27,286		31,745
270 SBERBANK SPONSORED ADR	2,941		35,885		35,792
271 SCHLUMBERGER LTD	1,472		116,847		102,008
272 SCHNEIDER ELEC UNSP/ADR	1,380		20,629		20,410
273 SCOTTS CO CLASS A	275		13,613		12,114
274 SHERWIN-WILLIAMS CO	194		27,342		29,841
275 SHIN-ETSU CHEMICAL C	1,150		16,459		17,457
276 SHINHAN FINL GROUP CO LTD	751		29,134		27,517
277 SHOPRITE HOLDING ADR	493		14,803		24,083
278 SIGMA ALDRICH CORP	400		27,769		29,432
279 SIGNATURE BANK	375		16,962		26,753
280 SIMON PPTY GROUP INC NEW	300		47,841		47,427
281 SKYWORKS SOLUTIONS, INC	1,200		25,128		24,360
282 SOTHEBYS	353		10,790		11,868
283 SOUTHERN CO	500		20,496		21,405
284 SPDR GOLD TR GOLD SHS	2,670		239,197		432,592
285 STANDARD BANK GROUP SPON ADR	1,252		17,848		17,810
286 STAPLES INC	3,471		41,026		39,569
287 STARBUCKS CORP COM	3,262		142,750		174,941
288 STONE ENERGY CORP COM	540		13,978		11,081

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
289 T ROWE PRICE ASSOCIATES	1,525		60,502		99,303
290 T ROWE PRICE REAL ESTATE FUND INC	25,860		498,999		543,318
291 TAIWAN SEMICONDUCTOR MFG CO LTD	2,147		27,364		36,843
292 TARGET CORPORATION	600		30,990		35,502
293 TCF FINANCIAL	960		10,955		11,664
294 TCW EMERGING MARKETS INCOME FUND	19,765		216,551		237,571
295 TCW EMERGING MARKETS LOCAL CURRE	15,826		163,194		172,030
296 TECHTRONIC INDS SPD ADR	1,945		11,828		18,205
297 TERADATA CORPORATION	813		51,068		50,317
298 TERADYNE INC	708		11,374		11,958
299 TEVA PHARMECEUTICAL SP ADR	465		18,839		17,363
300 THE HAIN CELESTIAL GROUP, INC	475		21,511		25,755
301 THE WENDY'S CO	2,385		11,543		11,210
302 THIRD AVENUE FOCUSED CREDIT FUND -	22,572		232,335		234,301
303 TIBCO SOFTWARE	1,400		27,510		30,772
304 TIGER BRANDS LTD S/ADR	523		14,784		20,350
305 TIME WARNER INC	1,100		38,654		52,613
306 TJX COMPANIES INC	1,200		20,251		50,940
307 TOTAL FINA ELF S A	1,521		83,020		79,107
308 TRAVELERS COMPANIES INC (THE)	1,302		70,508		93,510
309 TREEHOUSE FOODS INC	220		10,764		11,469
310 TURKCELL ILET NEW	1,907		29,505		30,779
311 UBS AG	1,975		26,079		31,087
312 UMPQUA HOLDINGS CORPORATION	910		11,851		10,729
313 UNDER ARMOUR INC	500		28,550		24,265
314 UNILEVER N V N Y	1,769		62,219		67,753
315 UNION PACIFIC	558		58,681		70,152
316 UNITED PARCEL SERVICE	400		30,281		29,492
317 UNITED TECHNOLOGIES CORP	450		32,045		36,905
318 UNITED THERAPEUTICS CORP	525		26,142		28,046
319 UNITED TRACTORS UNSPON ADR	20		801		805
320 UNITEDHEALTH GROUP INC	386		14,108		20,937
321 US BANCORP DEL NEW	1,700		27,747		54,298
322 V F CORP	334		30,888		50,424
323 VALE SA PREFERENCE A ADR	1,485		38,557		30,131
324 VANGUARD INFL-PROTECTED SECS	9,497		131,172		137,998
325 VANGUARD MID CAP INDEX FUND SIGNAL	37,777		920,434		1,215,674
326 VANGUARD SMALL CAP INDEX FUND SIGN	11,076		310,050		386,775
327 VERIZON COMMUNICATIONS	3,049		123,857		131,930
328 VERTEX PHARMCTLS INC	1,137		60,569		47,640
329 VIRTUS MULTI-SECTOR SHORT TERM BON	67,929		315,233		336,927
330 VIRTUS SENIOR FLOATING RATE A	11,430		112,924		112,015
331 VISA INC	450		42,145		68,211
332 VODACOM GROUP LIMITED	1,039		14,324		15,637
333 VODAFONE GROUP PLC	830		22,816		20,908
334 VOESTALPINE AG UNSP	1,193		8,522		8,661
335 WABTEC	325		24,524		28,451
336 WAL-MART STORES INC	1,311		72,803		89,450

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		22,893,120	23,750,522	0	26,586,371
Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
337 WALT DISNEY HOLDINGS CO	1,100		39,755		54,769
338 WARNACO GROUP INC	221		11,680		15,817
339 WATSON PHARMACEUTICALS INC	650		41,263		55,900
340 WEICHAI POWER CO LTD	1,175		22,500		21,279
341 WELLCARE HEALTH PLANS INC	230		11,003		11,199
342 WELLS FARGO & CO	3,796		108,395		129,747
343 WESTFIELD GROUP	1,255		24,419		27,861
344 WHEELLOCK&CO LTD UNSP/ADR	310		11,324		15,745
345 WHIRLPOOL CORP	404		25,129		41,107
346 WIENERBERGER BAUSTOFF ADR	2,786		4,985		5,238
347 WMS INDUSTRIES INC	505		11,648		8,838
348 WOOLWORTHS HOLDINGS LTD	251		16,104		21,445
349 WPP GROUP PLC	300		18,214		21,870
350 WYNN MACAU	438		12,812		12,001
351 XEROX CP	5,339		41,431		36,412
352 YPF SOCIEDAD ANONIMA	478		17,646		6,955
353 YUM BRANDS INC	700		43,086		46,480
354 ZIMMER HOLDINGS INC	750		42,890		49,995

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				1,593,402	1,189,301	0	1,278,625
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	AAR CORP-2 25%-03/01/2016				6,304		6,598
2	ALERE INC - 3 000% - 05/15/2016				14,831		14,025
3	ALLIANT TECHSYSTEMS INC-3 00%-08/15/2				13,983		14,788
4	ALTRA HOLDINGS INC - 2 750% - 03/01/203				1,947		2,189
5	ARES CAPITAL CORP-05 125%-06/01/2016				7,190		7,424
6	ARRIS GROUP INC - 2 000% - 11/15/2026				12,315		12,810
7	AT&T 5 6% 5/15/18				50,804		60,315
8	BAXTER INTL INC 4 250% 03/15/2020				105,020		113,969
9	BGC PARTNERS INC - 04 500% - 07/15/2016				1,817		1,835
10	BRISTOW GROUP INC - 3 000% - 06/15/203				14,888		15,938
11	CHARLES RIV LABS INTL INC 2 250% 06/15				12,523		12,030
12	CHART INDUSTRIES INCONVERTIBLE 2 0%				6,976		8,623
13	CUBIST PHARMACEUTICALS - 2 500% -11/0				11,816		17,256
14	DELL - 3 100% - 04/01/2016				103,612		105,030
15	ENERSYS SRNT CV - 3 375% - 06/01/2038				12,891		15,186
16	EQUINIX INC - 3 000% - 10/15/2014				4,216		7,803
17	GE CAP CORP - 1 875% - 09/16/2013				101,216		100,990
18	GOLDMAN SACHS GROUP INC - 0 000% - 0				15,000		16,214
19	GOLDMAN SACHS GROUP INC NTS - 6 150				104,956		117,476
20	GREENBRIER COS INC-3 50%-04/01/2018				15,595		16,346
21	GROUP 1 AUTOMOTIVE INC - 2 250% -06/1				14,053		16,433
22	GT ADVANCED TECHNOLOGIES INC - 3 00				16,670		12,368
23	HELIX ENERGY SOLUTIONS GRP INC - 3 2				14,589		16,511
24	HERCULES TECHNOLOGY GROW NOTE-06				3,998		4,133
25	HOLOGIC INC 2 00% 03/01/2042				13,871		13,886
26	INTEGRA LIFESCIENCES HLDGS CP - 1 62				2,043		2,011
27	IXIA SR NT CV - 3 000% - 12/15/2015				13,825		16,258
28	LAM RESEARCH CORP 1 250% 05/15/2018				1,991		1,976
29	LIFEPOINT HOSPIT NT 3 500% 05/15/2014				12,994		12,338
30	MERITAGE HOMES CORP SR NT CV 1 875				6,070		5,974
31	MOLINA HEALTHCARE INC - 3 750% - 10/01				4,448		4,615
32	MOLYCORP INC NT - 3 250% - 06/15/2016				14,333		11,700
33	NASH FINCH CO - 1 631% -03/15/2035				14,249		13,449
34	NEWPARK RESOURCES INC - 4 000% - 10/				17,152		18,105
35	NORTHGATE EXPLORATION-03 50%-10/01/				3,938		4,338
36	NUVASIVE INC CONV NOTE 02 75000% 07/				15,000		13,125
37	ORACLE CORP 5 75% 4/15/18				102,465		121,699
38	PRAXAIR 4 500% 08/15/2019				53,269		57,890
39	PROSPECT CAPITAL CORP - 5 500% - 08/1				15,086		15,309
40	RTI INTL METALS INC - 3 000% -12/01/2015				14,428		14,113
41	SALIX PHARMACEUTICALS LT 02 75000% 0				12,690		13,725
42	SANDISK CORP CONV B/E - 1 500% - 05/15				18,012		19,720
43	STEWART ENTERPRISES INC - 3 375% - 07				12,086		12,188
44	TELEFLEX INC - 3 875% - 08/01/2017				14,495		16,656
45	TRINITY IND SENIOR SUB CONV 3 875% D				16,400		17,890
46	TTM TECHNOLOGIES INC - 3 250% - 05/15/				16,988		16,140
47	VOLCANO CORP CONV LKD 01 750% 12/01				13,224		13,098
48	WABASH NATL CORP-3 375%-05/01/2018				14,372		16,613

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				1,593,402	1,189,301	0	1,278,625
Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
49	WALMART 4 5% 7/01/15				98,662		109,519

Part II, Line 13 (990-PF) - Investments - Other

		2,837,370		2,790,431	2,837,261
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	AURORA OFFSHORE FUND LTD II			1,913,643	2,265,099
2	MS GLOBAL DISTRESSED OPPORTUNITIE			323,077	437,530
3	MS RE FUND VI OFFSHORE INVESTORS IN			553,711	134,632

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		3,270,276	1,548,715	1,616,173	1,721,561	1,654,103	47,000
Asset Description		Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Furniture and Fixtures	149,379	149,379	149,379	0	0	0
2	Machinery and Equipment	99,422	99,422	99,422	0	0	0
3	Buildings	2,611,800	1,240,605	1,305,900	1,371,195	1,305,900	37,106
4	Improvements	64,886	59,309	61,472	5,577	3,414	97
5	Land	344,789	0	0	344,789	344,789	9,797

Part II, Line 15 (990-PF) - Other Assets

		20,000	20,000	58,300
	Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	"BRONCO BUSTER" - REMINGTON SILVER RE-CAST		0	35,000
2	SALMONES "FANTASY (PAN-LEGS CROSSED)"		0	400
3	SALMONES "HIGH SPIRITS (LEAP FROG)"		0	1,000
4	SALMONES "IMMORTALITY"		0	500
5	SALMONES "NINO SILVESTRE"		0	500
6	SALMONES "SELF SCULPTURE"		0	900
7	SCULPTURE - HEBALD - "DANCING FAMILY"	20,000	20,000	20,000

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

000												
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Barbara J Beckos		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		VP / Trustee	1 00	0	0	0
2	Dean J Beckos		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0
3	Georgia Beckos-Wood		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Chairperson / Trustee	1 00	0	0	0
4	Charlene W Courtney		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Treas / Trustee	1 00	0	0	0
5	Michael Della Bella		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0
6	Chelsea Hoopes Silver		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0
7	Shirley C Myott		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0
8	Dennis J Phillips		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0
9	Barbara W Wages		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Pres / Trustee	1 00	0	0	0
10	Page Wages		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Sec / Trustee	1 00	0	0	0
11	Heather Ward		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	1 00	0	0	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CASTLETON COMMUNITY-SENIORS-INC

Street

2108 MAIN ST

City

CASTLETON

State

VT

Zip Code

05735

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

SCAMP Program

Amount

1,500

Name

CHRISTIAN AND MISSIONARY ALLIANCE

Street

614 GANSEVOORT RD

City

S GLENS FALLS

State

NY

Zip Code

12803

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Pine Knolls Alliance Church Food Pantry Program

Amount

3,000

Name

CLINTON ESSEX FRANKLIN LIBRARY

Street

33 OAK ST

City

PLATTSBURGH

State

NY

Zip Code

12901

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Technology Improvements for New Library Building

Amount

5,050

Name

CLINTON ESSEX FRANKLIN LIBRARY

Street

33 OAK ST

City

PLATTSBURGH

State

NY

Zip Code

12901

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Technology Upgrade of the Ellenberg Sarah A Munsil Free Library

Amount

4,400

Name

COMMUNITY LUNCHBOX

Street

136 MAIN ST

City

SARANAC LAKE

State

NY

Zip Code

12983

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

500

Name

CORINTH PARENT TEACHER STUDENT ASSOCIATION P T S A

Street

105 OAK ST

City

CORINTH

State

NY

Zip Code

12822

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Playground Project

Amount

2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

COUNCIL FOR PREVENTION OF ALCOHOL & SUBSTANCE ABUSE INC

Street

10 LACROSSE ST

City

HUDSON FALLS

State

NY

Zip Code

12839

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

One Laptop and Software

Amount

1,500

Name

COUNTY OF WARREN - UP YONDA FARM ENVIRONMENTAL EDUCATION CENTER

Street

4028 MAIN ST

City

WARREN

State

NY

Zip Code

12885

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Computer Equipment for Educational Presentations

Amount

1,600

Name

CREATIVE HEALING CONNECTIONS INC

Street

PO BOX 167

City

KEENE

State

NY

Zip Code

12942

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Women's Retreats

Amount

3,000

Name

DOLLYWOOD FOUNDATION

Street

2700 DOLLYWOOD PARKS BLVD

City

PIGEON FORGE

State

TN

Zip Code

37863

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Imagination Library Program in the New York Counties of Essex, Clinton, Franklin and Hamilton

Amount

25,000

Name

DOUBLE H - HOLE IN THE WOODS RANCH INC

Street

97 HIDDEN VALLEY RD

City

LAKE LUZERNE

State

NY

Zip Code

12846

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Stagecoach Repair

Amount

17,750

Name

DOUBLE H - HOLE IN THE WOODS RANCH INC

Street

97 HIDDEN VALLEY RD

City

LAKE LUZERNE

State

NY

Zip Code

12846

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Charitable Event

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FAMILY AND CHILDRENS SERVICE OF THE CAPITAL REGION INC

Street

650 WARREN ST

City

ALBANY

State

NY

Zip Code

12208

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Moreau Crisis Call Center

Amount

2,000

Name

FIRST PRESBYTERIAN CHURCH OF GLENS FALLS

Street

400 GLEN ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Organ Rebuilding Project

Amount

75,000

Name

FRANKLIN COMMUNITY CENTER INC

Street

10 FRANKLIN ST

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Name

FRANKLIN COMMUNITY CENTER INC

Street

10 FRANKLIN ST

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Project Lift

Amount

2,500

Name

FRIENDS OF THE SCHROON LAKE PUBLIC LIBRARY INCORPORATED

Street

PO BOX 253

City

SCHROON LAKE

State

NY

Zip Code

12870

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

e-readers and e-books

Amount

1,576

Name

FRIENDS OF THE TOWN OF JOHNBURG NY PARKS

Street

PO BOX 7

City

NORTH CREEK

State

NY

Zip Code

12853

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Pond Remediation Project

Amount

10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GLENS FALLS HOSPITAL INC

Street

100 PARK ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Linear Accelerator Project

Amount

215,000

Name

GLENS FALLS SYMPHONY ORCHESTRA INC

Street

PO BOX 2036

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Hugh Allen Wilson Memorial Harpsichord Project

Amount

2,000

Name

GREATER BENNINGTON INTERFAITH COMMUNITY SERVICES INC

Street

107 ADAMS ST

City

BENNINGTON

State

VT

Zip Code

05201

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Name

GREENFIELD REVIEW PRESS

Street

PO BOX 308

City

GREENFLD CTR

State

NY

Zip Code

12833

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Barn Renovation Expenses - Insulation, Flooring, Walls and Access Ramp for Entrance Area

Amount

9,000

Name

HIGH PEAKS HOSPICE AND PALLIATIVE CARE INC

Street

PO BOX 840

City

SARANAC LAKE

State

NY

Zip Code

12983

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Expenses of the Hospice Care Program

Amount

15,000

Name

HUDSON FALLS BREAD OF LIFE FOOD PANTRY

Street

224 MAIN ST

City

HUDSON FALLS

State

NY

Zip Code

12839

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HUDSON-HEADWATERS-HEALTH-NETWORK

Street

9 CAREY RD

City

QUEENSBURY

State

NY

Zip Code

12804

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Warrensburg Health Center

Amount

50,000

Name

JOEY DIPAOLO AIDS FOUNDATION INC

Street

1 GARRETT PL APT 11

City

BRONXVILLE

State

NY

Zip Code

10708

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Camp Programming Supplies for Camp TLC Division

Amount

1,000

Name

JOINT COUNCIL FOR ECONOMIC OPPORTUNITY OF CLINTON & FRANKLIN

Street

54 MARGARET ST

City

PLATTSBURGH

State

NY

Zip Code

12901

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

iStartSmart Computer System

Amount

46,488

Name

KEENE VALLEY LIBRARY ASSOCIATION

Street

PO BOX 86

City

KEENE VALLEY

State

NY

Zip Code

12943

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Technology Related Components of the Construction Project

Amount

4,850

Name

LAKE GEORGE OPERA FESTIVAL ASSOCIATION INC

Street

19 ROOSEVELT DR STE 215

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Five Young Artist Masterclasses

Amount

2,500

Name

LAKE PLACID NORTH ELBA HISTORICAL SOCIETY

Street

PO BOX 189

City

LAKE PLACID

State

NY

Zip Code

12946

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

History Camp

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LAKE-PLACID PUBLIC LIBRARY

Street

2471 MAIN ST

City

LAKE PLACID

State

NY

Zip Code

12946

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Archival Space Renovation Project

Amount

2,500

Name

LITTLE THEATER ON THE FARM INC

Street

27 PLUM RD

City

FORT EDWARD

State

NY

Zip Code

12828

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Barn Floor Resurfacing

Amount

1,000

Name

NORTH COUNTRY CULTURAL CENTER FOR THE ARTS

Street

23 BRINKERHOFF ST

City

PLATTSBURGH

State

NY

Zip Code

12901

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Strand Theater Orchestra Pit

Amount

114,000

Name

PARSONS CHILD & FAMILY CENTER

Street

60 ACADEMY RD

City

ALBANY

State

NY

Zip Code

12208

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Camp to Belong

Amount

10,000

Name

PEACEFUL ACRES HORSES INC

Street

3740 RYNEX CORNERS RD

City

PATTERSONVILLE

State

NY

Zip Code

12137

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Yurt Project which includes the Yurt, Site Work and Deck

Amount

43,500

Name

PENDRAGON INC

Street

15 BRANDY BRK

City

SARANAC LAKE

State

NY

Zip Code

12983

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Non-Salary Expenses Related to the School Touring Program

Amount

4,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PIANO BY NATURE INC

Street

PO BOX 73

City

ELIZABETHTOWN

State

NY

Zip Code

12932

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Concert Program

Amount

1,000

Name

PIERCE HALL COMMUNITY CENTER INC

Street

PO BOX 36

City

ROCHESTER

State

VT

Zip Code

05767

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Elevator and Stair Tower Remediation Project

Amount

5,000

Name

REGIONAL FOOD BANK OF N E NY INC

Street

965 ALBANY SHAKER RD

City

LATHAM

State

NY

Zip Code

12110

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Adopt-A-Program

Amount

58,000

Name

RUTLAND AREA FOODSHELF

Street

PO BOX 1272

City

RUTLAND

State

VT

Zip Code

05701

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Name

SARATOGA COUNTY ECONOMIC OPPORTUNITY COUNCIL

Street

PO BOX 5120

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

3,000

Name

SARATOGA COUNTY ECONOMIC OPPORTUNITY COUNCIL

Street

PO BOX 5120

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Mobile Food Pantry Meals

Amount

2,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SARATOGA SPRINGS-PERFORMING ARTS CENTER INC

Street

108 AVE OF THE PINES

City

SARATOGA SPRINGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

New York City Ballet and The Philadelphia Orchestra Programs

Amount

37,500

Name

SEAGLE MUSIC COLONY INC

Street

PO BOX 366

City

SCHROON LAKE

State

NY

Zip Code

12870

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Young Artist Fund

Amount

3,750

Name

SENIOR CITIZENS CENTER OF SARATOGA SPRINGS INC

Street

5 WILLIAMS ST

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Arts Program

Amount

2,000

Name

SHELTERS OF SARATOGA INC

Street

PO BOX 3089

City

SARATOGA SPGS

State

NY

Zip Code

12866

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Name

SPECIAL OLYMPICS NEW YORK INC

Street

504 BALLTOWN RD

City

SCHENECTADY

State

NY

Zip Code

12304

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Charitable Event

Amount

10,000

Name

ST LAWRENCE UNIVERSITY

Street

23 ROMODA DR

City

CANTON

State

NY

Zip Code

13617

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Non-Van Related Expenses of the Branching Out with Books Program

Amount

10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SUNNYVIEW HOSPITAL AND REHABILITATION CENTER FOUNDATION-I

Street

1270 BELMONT AVE

City

SCHENECTADY

State

NY

Zip Code

12308

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(3)

Purpose of grant/contribution

InMotion Robot for Rehabilitation

Amount

15,000

Name

THE DEPOT THEATRE INC

Street

PO BOX 414

City

WESTPORT

State

NY

Zip Code

12993

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

The Marvelous Wonderettes Performance at the Wood Theater

Amount

2,000

Name

THE HYDE COLLECTION TRUST

Street

161 WARREN ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Modern Nature Georgia O'Keefe Catalogue Project

Amount

25,000

Name

THE MENTOR CONNECTOR

Street

77 WOODSTOCK AVE

City

RUTLAND

State

VT

Zip Code

05701

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Mentor Matching Program

Amount

10,000

Name

THE OPEN DOOR-NY

Street

P O BOX 3306

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Name

THE SALVATION ARMY - GLENS FALLS CORPS

Street

13-15 CHESTER ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

2,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

TO LIFE-INC-

Street

410 KENWOOD AVE

City

DELMAR

State

NY

Zip Code

12054

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Beat the Odds Educational Program

Amount

2,000

Name

UNITED CEREBRAL PALSY ASSOCIATION OF THE TRI-COUNTIES INC

Street

133 AVIATION RD

City

QUEENSBURY

State

NY

Zip Code

12804

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

One Handicap-Equipped Van for the Prospect Child & Family Center

Amount

38,000

Name

UPPER VALLEY HAVEN INC

Street

713 HARTFORD AVE

City

WHITE RIV JCT

State

VT

Zip Code

05001

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Food Shelf Holiday Meals

Amount

2,000

Name

VERMONT FOODBANK

Street

33 PARKER RD

City

BARRE

State

VT

Zip Code

05641

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Rutland Distribution Center

Amount

10,000

Name

VERMONT'S CAMP TAKUMTA

Street

P O BOX 576

City

BARRE

State

VT

Zip Code

05676

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Bathroom Building Project

Amount

5,000

Name

WARREN COUNTY

Street

1340 STATE RTE 9

City

LAKE GEORGE

State

NY

Zip Code

12845

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Development of a Park on the former Gaslight Village Property in Lake George, New York

Amount

150,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WARREN-HAMILTON-COUNTIES-ACTION-COMMITTEE FOR-ECONOMIC-OPPORTUNITY

Street

190 MAPLE ST

City

GLENS FALLS

State

NY

Zip Code

12801

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Holiday Food Pantry Meals

Amount

3,000

Name

WASHINGTON COUNTY ECONOMIC OPPORTUNITY COUNCIL INC

Street

383 BROADWAY

City

FORT EDWARD

State

NY

Zip Code

12828

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Charity Art Show

Amount

1,500

Name

WIAWAKA HOLIDAY HOUSE INC

Street

PO BOX 564

City

TROY

State

NY

Zip Code

12181

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Renovation of the Wakonda Lodge Respite and Learning Center

Amount

25,000

Name

WILDWOOD PROGRAMS INC

Street

2995 B CURRY RD EXT

City

SCHENECTADY

State

NY

Zip Code

12303

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Low Ropes Course

Amount

5,000

Name

YOUNG MENS CHRISTIAN ASSOCIATION OF THE CAPITAL DISTRICT

Street

465 NEW KARNER RD

City

ALBANY

State

NY

Zip Code

12205

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Y-Knot Sailing Pavilion, Installation of Stairs, Railings, Walls of Shed and Accessible Lift

Amount

35,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**