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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

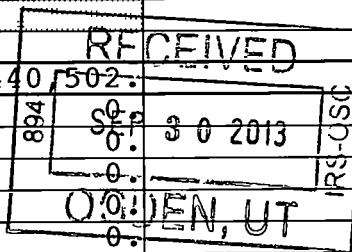
, and ending

Name of foundation THE EMILY HALL TREMAINE FOUNDATION INC.		A Employer identification number 22-2533743
Number and street (or P.O. box number if mail is not delivered to street address) 171 ORANGE STREET	Room/suite	B Telephone number (203) 639-5547
City or town, state, and ZIP code NEW HAVEN, CT 06510		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 81,705,175.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		367.	367.		STATEMENT 1
4 Dividends and interest from securities		1,308,953.	1,308,953.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,131,182.			
b Gross sales price for all assets on line 6a 11,029,937.			1,131,182.		
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		2,440,502.	2,440,502.		
13 Compensation of officers, directors, trustees, etc		174,875.			174,875.
14 Other employee salaries and wages		226,607.			226,607.
15 Pension plans, employee benefits		91,076.			91,076.
16a Legal fees STMT 3		8,824.			8,824.
b Accounting fees STMT 4		25,737.			25,737.
c Other professional fees STMT 5		179,623.	178,585.		1,038.
17 Interest					
18 Taxes STMT 6		51,674.	0.		29,055.
19 Depreciation and depletion		37,077.	0.		
20 Occupancy		25,500.	0.		25,500.
21 Travel, conferences, and meetings		63,281.	0.		63,281.
22 Printing and publications					
23 Other expenses STMT 7		420,973.	0.		420,973.
24 Total operating and administrative expenses. Add lines 13 through 23		1,305,247.	178,585.		1,066,966.
25 Contributions, gifts, grants paid		3,221,309.			3,221,309.
26 Total expenses and disbursements. Add lines 24 and 25		4,526,556.	178,585.		4,288,275.
27 Subtract line 26 from line 12		<2,086,054.>			
a Excess of revenue over expenses and disbursements			2,261,917.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses



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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			
	2 Savings and temporary cash investments	255,742.	616,375.	616,375.
	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			
	9 Prepaid expenses and deferred charges	7,735.	5,116.	5,116.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	5,039,883.	5,408,576.	8,042,290.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	72,115,339.	69,337,623.	72,778,870.
	14 Land, buildings, and equipment basis ▶ 359,569.			
	Less accumulated depreciation STMT 11 ▶ 103,795.	291,515.	255,774.	255,774.
	15 Other assets (describe ▶ SECURITY DEPOSITS)	6,055.	6,750.	6,750.
	16 Total assets (to be completed by all filers)	77,716,269.	75,630,214.	81,705,175.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
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 12)	3,735.	60,750.	
23 Total liabilities (add lines 17 through 22)	3,735.	60,750.		
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	77,712,534.	75,569,464.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	77,712,534.	75,569,464.		
31 Total liabilities and net assets/fund balances	77,716,269.	75,630,214.		

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	77,712,534.
2 Enter amount from Part I, line 27a	2	<2,086,054.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	75,626,480.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	57,016.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	75,569,464.

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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 HELD SECURITIES		P		
b				
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 11,029,937.		9,898,755.	1,131,182.
b			
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			1,131,182.
b			
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	1,131,182.
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	4,553,823.	84,506,198.	.053887
2010	4,491,024.	82,317,942.	.054557
2009	3,971,455.	75,340,938.	.052713
2008	5,029,218.	90,946,582.	.055299
2007	4,961,804.	100,422,028.	.049410

2 Total of line 1, column (d)	2	.265866
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	.053173
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	80,035,223.
5 Multiply line 4 by line 3	5	4,255,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,619.
7 Add lines 5 and 6	7	4,278,332.
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	4,288,275.

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)		1	22,619.
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			
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	22,619.
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	22,619.
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	28,066.	
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	28,066.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	5,447.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0.	

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
b 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
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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input 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 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
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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 type="checkbox"/> CT		
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

N/A

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.TREMAINEFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>STEWART J HUDSON, PRESIDENT</u> Telephone no ► <u>(203) 639-5544</u> Located at ► <u>171 ORANGE STREET, NEW HAVEN, CT</u> ZIP+4 ► <u>06510</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	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 ►	16	Yes	No 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?	<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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

X

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

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

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

N/A

7b**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.

(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 13		174,875.	47,071.	15,082.

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
NICOLE CHEVALIER - 418 SECOND AVENUE, WEST HAVEN, CT 06516	PROGRAM DIR 40.00	83,434.	12,165.	13,951.

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

0

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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
COMMONFUND SECURITIES INC		
15 OLD DANBURY ROAD, WILTON, CT 06897	ASSET MANAGER	112,900.
THE LONDON COMPANY - 1801 BAYBERRY COURT,		
SUITE 301, RICHMOND, VA 23226	ASSET MANAGER	61,568.

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

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

Part IX-B**Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3	All other program-related investments See instructions	
Total. Add lines 1 through 3		0.

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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	80,008,858.
b	Average of monthly cash balances	1b	989,402.
c	Fair market value of all other assets	1c	255,774.
d	Total (add lines 1a, b, and c)	1d	81,254,034.
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	81,254,034.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,218,811.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,035,223.
6	Minimum investment return. Enter 5% of line 5	6	4,001,761.

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	4,001,761.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	22,619.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	22,619.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,979,142.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,979,142.
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	3,979,142.

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	4,288,275.
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	4,288,275.
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	22,619.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,265,656.

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.

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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				3,979,142.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,896,922.	
b Total for prior years		0.		
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 ▶ \$ 4,288,275.				
a Applied to 2011, but not more than line 2a			1,896,922.	
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	0.			2,391,353.
e Remaining amount distributed out of corpus	0.			
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	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		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				1,587,789.
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
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				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(I)(3) or ☐ 4942(I)(5)

- (4) Gross investment income**

[illegible]

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
A BROKEN UMBRELLA THEATRE, INC 14 BURTON STREET NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,000.
ALDRICH MUSEUM OF CONTEMPORARY ART 258 MAIN STREET RIDGEFIELD, CT 06877	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
ALTON OCHSNER MEDICAL FOUNDATION 1516 JEFFERSON HIGHWAY, BRENT HOUSE, SUITE 240 NEW ORLEANS, LA 70121	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
ALZHEIMER'S DISEASE RESEARCH ASSOCIATION 279 NEW BRITAIN RD, STE 5 KENSINGTON, CT 06037	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
AMERICA LEADERSHIP FORUM OF TACOMA - PIERCE COUNTY 738 BROADWAY, SUITE 301 TACOMA, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
Total SEE CONTINUATION SHEET(S)			3a	3,221,309.
b Approved for future payment				
ARTS & BUSINESS COUNCIL OF GREATER BOSTON 249 A STREET, STUDIO 14 BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	57,500.
ARTS COUNCIL OF GREATER NEW HAVEN 70 AUDUBON STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
ARTS COUNCIL OF NEW ORLEANS 818 HOWARD AVENUE, STE 500 NEW ORLEANS, LA 70113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
Total SEE CONTINUATION SHEET(S)			3b	1,025,525.

Form 990-PF (2012)

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



		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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  Nicole E. Chevalier 9/6/13  PRESIDENT

Signature of officer or trustee _____ Date _____ Title _____

May the IRS return with the shown below (see  ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DEBORAH A. HOPKINS	<i>Deborah A. Hopkins</i>	8/27/13		P00167843
	Firm's name ▶ KAHN, LITWIN, RENZA & CO., LTD.			Firm's EIN ▶ 05-0409384	
	Firm's address ▶ 951 NORTH MAIN STREET PROVIDENCE, RI 02904			Phone no 401-274-2001	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 120 WALL STREET, 29TH FLOOR NEW YORK, NY 10005	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
ANDREW K DWYER FOUNDATION 756 GUARD HILL ROAD BEDFORD, MA 10506	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
ARTISTS' ASSOCIATION OF NANTUCKET P.O. BOX 1104 NANTUCKET, MA 02554	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
ARTS & BUSINESS COUNCIL OF GREATER BOSTON 249 A STREET, STUDIO 14 BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	62,500.
ARTS CONNECTION 520 8TH AVENUE, SUITE 321 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
ARTS COUNCIL OF GREATER NEW HAVEN 70 AUDUBON STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
ARTS COUNCIL OF NEW ORLEANS 818 HOWARD AVENUE, STE 300 NEW ORLEANS, LA 70113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
ARTSERVE MICHIGAN ONE CLOVER COURT WIXOM, MI 48393	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
ASPETUCK LAND TRUST PO BOX 444 WESTPORT, CT 06881	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
ASSOCIATION OF COMMUNITY EMPLOYMENT (ACE) PROGRAMS FOR THE HOMELESS 598 BROADWAY 7TH FLOOR NEW YORK, NY 10012	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				3,197,809.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient	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
Name and address (home or business)				
BABSON COLLEGE 231 FOREST STREET WELLESLEY, MA 02481	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
BALLROOM CULTURAL ARTS FOUNDATION 108 E SAN ANTONIO STREET MARFA, TX 79843	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
BARD COLLEGE PO BOX 5000 ANNANDALE-ON-HUDSON, NY 12504	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
BEET STREET 200 MOUNTAIN AVE, SUITE A FORT COLLINS, CO 80521	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
BIG BROTHER ASSOCIATION OF BOSTON 75 FEDERAL STREET, 5TH FL BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
BROOMFIELD COMMUNITY FOUNDATION P.O. BOX 2040 BROOMFIELD, CO 80038	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,500.
BROWN UNIVERSITY P.O. BOX 1877 PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
CALIFORNIA COLLEGE OF THE ARTS 1111 EIGHTH STREET SAN FRANCISCO, CA 94107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
CASCADE LAND CONSERVANCY 615 SECOND AVENUE, STE 525 SEATTLE, WA 98104	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
CENTER FOR ARTS EDUCATION 225 WEST 34TH STREET, SUITE 112 NEW YORK, NY 10122	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHAGRIN RIVER LAND CONSERVANCY 3550 LANDER ROAD, SUITE 140 CLEVELAND, OH 44124	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
CHARLOTTESVILLE ALBERMARLE COMMUNITY FOUNDATION PO BOX 1767 CHARLOTTESVILLE, VA 22902-1767	NONE	PUBLIC CHARITY	OPERATING SUPPORT	21,500.
CHASTAIN PARK CONSERVANCY 4001 POWERS FERRY ROAD ATLANTA, GA 30342	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
CHICAGO ARTISTS COALITION 1550 NORTH DAMEN AVENUE #201 CHICAGO, IL 60622	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CHILDREN'S MUSEUM OF TACOMA 936 BROADWAY SEATTLE, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
CITIZENS FOR A HEALTHY BAY 535 DOCK STREET, SUITE 213 TACOMA, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,250.
CITIZENS FOR PENNSYLVANIA'S FUTURE 610 NORTH THIRD STREET HARRISBURG, PA 17101-1113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CITY SEED, INC PO BOX 2056 NEW HAVEN, CT 06521	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
CLEAN ENERGY FINANCE & INVESTMENT AUTHORITY 865 BROOK STREET ROCKY HILL, CT 06067	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CLEAN ENERGY FINANCE CENTER 20 BEECHTREE LANE WEST HARTFORD, CT 06107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	59,670.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CLEAN WATER FUND 645 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
CLEVELAND CENTER FOR CONTEMPORARY ART 8501 CARNEGIE AVENUE CLEVELAND, OH 44106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
CLEVELAND INSTITUTE OF ART 11141 EAST BOULEVARD, UNIVERSITY CIRCLE CLEVELAND, OH 44106-1797	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
CLEVELAND MUSEUM OF ART 11150 EAST BOULEVARD CLEVELAND, OH 44106-1797	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
CLIMATE SOLUTIONS 610 EAST 4TH AVENUE OLYMPIA, WA 98501	NONE	PUBLIC CHARITY	OPERATING SUPPORT	23,000.
COLCHESTER LAND TRUST, INC PO BOX 93 COLCHESTER, CT 06415	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
COLLEGE ART ASSOCIATION 275 SEVENTH AVENUE NEW YORK, NY 10001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
COLLEGE OF FINE ARTS UNIVERSITY OF TEXAS AT AUSTIN 1 UNIVERSITY STATION, D1400 AUSTIN, TX 78712	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
COMMUNITY FUNDS, INC. AKA NEW YORK COMMUNITY TRUST 909 THIRD AVENUE NEW YORK, NY 10022	NONE	PUBLIC CHARITY	OPERATING SUPPORT	85,000.
CONNECTICUT AUDUBON SOCIETY 2325 BURRS STREET FAIRFIELD, CT 06824	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CONNECTICUT COUNCIL FOR PHILANTHROPY 221 MAIN STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
CONNECTICUT FUND FOR THE ENVIRONMENT 205 WHITNEY AVENUE, 1ST FLOOR NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
CONNECTICUT NEWS PROJECT, INC 175 MAIN STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
CONSERVATION NW 1208 BAY STREET BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
CONSERVATION VOTERS OF SOUTH CAROLINA EDUCATION FUND 701 WHALEY STREET, STE 207 COLUMBIA, SC 29201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	40,000.
CONTEMPORARY ARTS CENTER 44 EAST SIXTH STREET CINCINNATI, OH 45202	NONE	PUBLIC CHARITY	OPERATING SUPPORT	66,000.
CUE ART FOUNDATION 511 WEST 25TH STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
DENISON UNIVERSITY PO BOX 716 GRANVILLE, OH 43023	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
DIVERSE WORKS 1117 EAST FREEWAY, I-10 AT NORTH MAIN HOUSTON, TX 77002	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
DRAGONFLY DEVELOPMENT RESOURCES 51 FRONT STREET, STE 327 CUMBERLAND, RI 02864	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
EAGLEBROOK SCHOOL P.O. BOX 7 DEERFIELD, MA 01342-9988	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
EASTER SEAL SOCIETY FOR DISABLED CHILDREN AND ADULTS, INC. 4041 POWDER MILL RD, STE 100 CALVERTON, MD 20705	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
EIDE NEUROLEARNING CLINIC 6701 139TH PL SW EDMONDS, WA 98206	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
EMERGENCY FOOD NETWORK OF TACOMA 3318 92ND STREET SOUTH LAKEWOOD, WA 98499	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
ENVIRONMENT NORTHEAST P.O. BOX 313, 8 SUMMER STREET ROCKPORT, ME 04856-0313	NONE	PUBLIC CHARITY	OPERATING SUPPORT	90,000.
ENVIRONMENTAL GRANTMAKERS ASSOCIATION 55 EXCHANGE PLACE, STE 405 NEW YORK, NY 10005-1965	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
EPISCOPAL CHURCH OF ST PAUL & ST JAMES 57 OLIVE STREET NEW HAVEN, CT 05610	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
EYE TO EYE/PASS THROUGH TO PROVIDENCE GROUP 1430 BROADWAY, 6TH FL NEW YORK, NY 10081	NONE	PUBLIC CHARITY	OPERATING SUPPORT	85,000.
FAIRFIELD COUNTRY DAY SCHOOL 2970 BRONSON ROAD FAIRFIELD, CT 06430	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
FARIFIELD HISTORICAL SOCIETY 370 BEACH ROAD FARIFIELD, CT 06824	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FAY SCHOOL, INC PO BOX 9106 SOUTHBOROUGH, MA 01772	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
FISHERS ISLAND COMMUNITY CENTER P.O. BOX 464 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
FISHERS ISLAND CONSERVANCY P.O. BOX 553 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
FISHERS ISLAND FIRE DEPARTMENT P.O. BOX 123 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FISHERS ISLAND LIBRARY ASSOCIATION P.O. BOX 366 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	8,500.
FISHERS ISLAND RECREATIONAL PATH FOUNDATION P.O. BOX 143 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	12,250.
FOOD BANK OF LOWER FAIRFIELD COUNTY 461 GLENBROOK ROAD STAMFORD, CT 06906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
FORDHAM UNIVERSITY 888 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10019	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
FOUNDATION FOR AMERICAN HERITAGE VOICES 1412 MEADOWBROOK RD CHARLOTTESVILLE, VA 22903-1229	NONE	PUBLIC CHARITY	OPERATING SUPPORT	12,500.
FOUNTAIN VALLEY SCHOOL OF COLORADO 6155 FOUNTAIN VALLEY SCHOOL RD COLORADO SPRINGS, CO 80911	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FRIENDS OF MATERIALS FOR THE ARTS 33-00 NORTHERN BLVD 3RD FLOOR LONG ISLAND CITY, NY 11101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FRIENDS OF SOUTHPORT PARK POB 471 SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
FRIENDS OF THE HIGH LINE INC 529 WEST 20TH STREET, SUITE 8W NEW YORK, NY 10011	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FRIENDS OF THE NEW HAVEN ANIMAL SHELTER 670 WEST WOODS ROAD HAMDEN, CT 06518	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
GEORGETOWN UNIVERSITY LAW CENTER 600 NEW JERSEY AVE, NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
GIG HARBOR BOAT SHOP PO BOX 1187 GIG HARBOR, WA 98335	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,000.
GIG HARBOR CANOE/KAYAK RACING TEAM 3225 SHAWNEE DR. NW GIG HARBOR, WA 98335	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
GIG HARBOR PENINSULA HISTORICAL SOCIETY P.O. BOX 744 GIG HARBOR, WA 98335	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
GRAND CANYON TRUST 2601 N FORT VALLEY RD FLAGSTAFF, AZ 86001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
GRAND TACOMA CINE CLUB 606 SOUTH FAWCETT AVENUE TACOMA, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GRANTMAKERS IN THE ARTS 4055 21ST AVENUE WEST, SUITE 100 SEATTLE, WA 98199	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
GREENS FARMS ACADEMY 35 BEACHSIDE AVENUE, PO BOX 998 GREENS FARMS, CT 06838	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
GTECH STRATEGIES 6587 HAMILTON AVENUE 1W PITTSBURGH, PA 15206	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
HAITI LUMIERE DE DEMAIN, INC PO BOX 1114 FAIRFIELD, CT 06825	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
HARTFORD FOUNDATION FOR PUBLIC GIVING 10 COLUMBUS AVE 8TH FL HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
HATHAWAY BROWN SCHOOL 196000 NORTH PARK BOULEVARD SHAKER HEIGHTS, OH 44122	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
HELPHOPELIVE TWO RADNOR CORPORATE CENTER 100 MATSONFORD ROAD, SUITE 100 RADNOR, PA 19087	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
HILL-STEAD MUSEUM 35 MOUNTAIN ROAD FARMINGTON, CT 06032	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
HILLSIDE SCHOOL ROBIN HILL ROAD MARLBOROUGH, MA 01752	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
INSIGHT MEDITATION SOCIETY 1230 PLEASANT STREET BARRE, MA 01005	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
INSTITUTE OF CONTEMPORARY ART (THE) 955 BOYLSTON STREET BOSTON, MA 02115	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
IOLA FOUNDATION 8023 BEVERLY BLVD., #191 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ISLAND HEALTH PROJECT P.O. BOX 344 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	51,000.
ISLAND PEOPLE'S PROJECT P.O. BOX 523 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
JANE GOODALL INSTITUTE 4245 N. FAIRFAX DRIVE, STE 600 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
KEEF ENERGY EDUCATION FUND 1924 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	OPERATING SUPPORT	40,000.
KENNEDY KRIEGER FOUNDATION 707 NORTH BROADWAY BALTIMORE, MD 21205-9851	NONE	PUBLIC CHARITY	OPERATING SUPPORT	17,500.
KEY PENINSULA CIVIC CENTER POB 82 VAUGHN, WA 98394	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
KEY PENINSULA PARKS AND RECREATION POB 188 LAKEBAY, WA 98349	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
LAND TRUST OF VIRGINIA PO BOX 14 MIDDLEBURG, VA 20118	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LANDMARK SCHOOL 429 HALE STREET, PO BOX 227 PRIDES CROSSING, MA 01965	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
LANDSCAPE LIGHTING RESOURCES CORPORATION 30 BRICKYARD ROAD TROY, NY 12182	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
LAWRENCE AND MEMORIAL HOSPITAL 365 MONTAUK AVENUE NEW LONDON, CT 06320	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
LITERACY HOW 100 BROADWAY NORTH HAVEN, CT 06473	NONE	PUBLIC CHARITY	OPERATING SUPPORT	67,000.
LITERATE NATION 760 MARKET STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
LIVING CLASSROOMS FOUNDATION 802 SOUTH CAROLINA STREET BALTIMORE, MD 21231	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
LOOMIS CHAFFEE SCHOOL 4 BATCHELDER ROAD WINDSOR, CT 06095	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
LOST TREE VILLAGE CHARITABLE FOUNDATION 11555 LOST TREE WAY NORTH PALM BEACH, FL 33408	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
MADISON ABC 4 MILANO POND MADISON, CT 06443	NONE	PUBLIC CHARITY	OPERATING SUPPORT	650.
MADISON LAND CONSERVATION TRUST, INC PO BOX 561 MADISON, CT 06443	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MARYLAND INSTITUTE COLLEGE OF ART 1300 WEST MOUNT ROYAL AVENUE BALTIMORE, MD 21217	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER 1245 YORK AVENUE NEW YORK, NY 10065	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
MERCK FAMILY FUND P.O. BOX 870245 MILTON VILLAGE, MA 02187	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
MIDDLESEX COUNTY COMMUNITY FOUNDATION 211 SOUTH MAIN STREET MIDDLETOWN, CT 06457	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
MIDDLESEX MEMORIAL HOSPITAL 28 CRESCENT STREET MIDDLETOWN, CT 06457-9939	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
MUSEUM OF FINE ARTS BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
MUSIC HAVEN, INC 232 ST JOHN STREET, 1ST FL NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,500.
NANTUCKET CONSERVATION FOUNDATION P.O. BOX 13 NANTUCKET, MA 02554	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
NATIONAL MULTIPLE SCLEROSIS BROADWAY STATION 900 SOUTH BROADWAY DENVER, CO 80209	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
NEW CANAAN PRESERVATION ALLIANCE P.O. BOX 924 NEW CANAAN, CT 06840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NEW CANAAN VOLUNTEER AMBULANCE CORP 182 SOUTH AVENUE NEW CANAAN, CT 06840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
NEW ENGLAND SCHOOL OF LAW 154 STUART STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
NEW HAVEN INTERNATIONAL FESTIVAL ARTS & IDEA 195 CHURCH STREET, 12 FL NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
NEW HAVEN URBAN RESOURCES INITIATIVE 205 PROSPECT STREET NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
NEW YORK HARBOR SCHOOL 400 IRVING AVENUE, 4TH FLOOR BROOKLYN, NY 11237	NONE	PUBLIC CHARITY	OPERATING SUPPORT	95,000.
NORTH STONINGTON CITIZENS LAND ALLIANCE P.O. BOX 327 NORTH STONINGTON, CT 06359	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
NORTHEAST ENERGY EFFICIENCY PARTNERSHIPS 91 HARTWELL AVENUE LEXINGTON, MA 02421	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
NORWALK GRASS ROOTS TENNIS 394 WEST AVENUE NORWALK, CT 06850	NONE	PUBLIC CHARITY	OPERATING SUPPORT	650.
OHIO STATE UNIVERSITY ENARSON HALL, 154 W 12TH AVENUE COLUMBUS, OH 43210	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
OHIO-WESLEYAN UNIVERSITY 16 ROWLAND AVENUE DELAWARE, OH 43015	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OREGON ENVIRONMENTAL COUNCIL, INC 222 NW DAVIS STREET, STE 309 PORTLAND, OR 97209	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
PAT TILLMAN FOUNDATION 2121 SOUTH MILL AVENUE, SUITE 214 TEMPE, AZ 85282	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
PATRONS OF THE NEW HAVEN FREE PUBLIC LIBRARY, INC 133 ELM STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	8,000.
PEOPLE FOR PUGET SOUND P.O. BOX 2807 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
PEQUOT LIBRARY 720 PEQUOT AVENUE SOUTHPORT, CT 06490	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
PIERCE COUNTY LIBRARY FOUNDATION 3005 112TH STREET EAST TACOMA, WA 98446	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
PINE STREET INN 444 HARRISON AVENUE BOSTON, MA 02118	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
PLANNED PARENTHOOD OF CONNECTICUT, INC 345 WHITNEY AVENUE NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
PRATT INSTITUTE 200 WILLOUGHBY AVENUE BROOKLYN, NY 11205	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
PRESIDENT & FELLOWS OF HARVARD COLLEGE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
QUEBEC LABRADOR FOUNDATION 55 SOUTH MAIN STREET IPSWICH, MA 01938	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
REGIONAL PLAN ASSOCIATION TWO LANDMARK SQUARE SUITE 108 STAMFORD, CT 06901	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
RENBROOK SCHOOL 2865 ALBANY AVENUE WEST HARTFORD, CT 06117-1899	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
ROCKWELL PTO 400 WHITTLESEY DRIVE BETHEL, CT 06801	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ROLLINS COLLEGE 1000 HOLT AVENUE, STE 2750 WINTER PARK, FL 32789-9642	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
ROOM TO GROW NATIONAL, INC 54 WEST 21ST STREET, STE 401 NEW YORK, NY 10010	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SAINT ANNE'S BELFIELD SCHOOL 2132 IVY ROAD CHARLOTTESVILLE, VA 22903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
SAINT PAULS IVY EPISCOPAL CHURCH P.O. BOX 37 IVY, PA 22945	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SALISBURY SCHOOL, INC. 251 CANAAN ROAD SALISBURY, CT 06068	NONE	PUBLIC CHARITY	OPERATING SUPPORT	12,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SAN FRANCISCO ART INSTITUTE 800 CHESTNUT STREET SAN FRANCISCO, CA 94133	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SAVANNAH COLLEGE OF ART AND DESIGN PO BOX 3146 SAVANNAH, GA 31402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SCOTTSDALE MUSEUM OF COMPORARY ART 7380 EAST SECOND STREET SCOTTSDALE, AZ 85251	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
SMART MUSEUM OF ART, UNIVERSITY OF CHICAGO 5550 S GREENWOOD AVENUE CHICAGO, IL 60637	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
SMITH COLLEGE ALUMNAE HOUSE NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
SOCIETY FOR CONSERVATION BIOLOGY 1017 O STREET NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SOCIETY OF CINCINNATI 2118 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
SOLAR YOUTH, INC 53 WAYFARER STREET NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	8,500.
SOUNDKEEPER, INC 7 EDGEWATER PLACE P.O. BOX 4058 NORWALK, CT 06855	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOUTH CAROLINA ASSOCIATION OF COMMUNITY DEVELOPMENT CORPORATIONS P.O. BOX 20577 CHARLESTON, SC 29413	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE PO BOX 1765 CHARLESTON, SC 29402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	120,975.
SOUTHERN CT CHURCH OF CHRIST 12 MEADOWBROOK ROAD FAIRFIELD, CT 06824	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
SOUTHPORT CONGREGATIONAL UNITED CHURCH 524 PEQUOT AVENUE SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
SPRINGBOARD FOR THE ARTS 308 PRINCE STREET, SUITE 270 SAINT PAUL, MN 55101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
STAMFORD HOSPITAL 1351 WASHINGTON BLVD. SUITE 202 STAMFORD, CT 06902	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
STAMFORD MUSEUM & NATURE CENTE 93 SCOFIELDTOWN ROAD STAMFORD, CT 06903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
STEPPING STONES MUSEUM FOR CHILDREN MATTHEWS PARK, 303 WEST AVENUE NORWALK, CT 06850	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
STERN CENTER FOR LANGUAGE AND LEARNING 135 ALLEN BROOK LANE WILLISTON, VT 05495	NONE	PUBLIC CHARITY	OPERATING SUPPORT	66,161.
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TACOMA ART MUSEUM 1701 PACIFIC AVENUE TACOMA, WA 98402-4399	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
TAFT SCHOOL CORPORATION 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	PUBLIC CHARITY	OPERATING SUPPORT	40,000.
TARA FARM RESCUE 670 BABCOCK HILL ROAD COVENTRY, CT 06238	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
TENACITY, INC 367 WESTERN AVENUE, 2ND FLOOR BRIGHTON, MA 02135	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
THE ARTS COUNCIL OF METROPOLITAN KANSAS CITY 906 GRAND SUITE 10B KANSAS CITY, MO 64106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	80,000.
THE BRIDGESPAN GROUP, INC 112 WEST 34TH STREET, SUITE 1510 NEW YORK, NY 10120	NONE	PUBLIC CHARITY	OPERATING SUPPORT	58,003.
THE EARLY CHILDHOOD INITIATIVE FOUNDATION 3250 SW THIRD AVENUE MIAMI, FL 33129	NONE	PUBLIC CHARITY	OPERATING SUPPORT	700.
THE HENRY L. FERGUSON MUSEUM P.O. BOX 554 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
THE HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE, CT 06039	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
THE KEYSTONE CENTER 1628 ST JOHNS ROAD KEYSTONE, CO 80435	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE KINCAID SCHOOL 201 KINCAID SCHOOL DRIVE HOUSTON, TX 77024	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
THE LIGHTHOUSE WORKS P.O. BOX 301 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
THE MARITIME AQUARIUM AT NORWALK 10 NORTH WATER STREET SOUTH NORWALK, CT 06854	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
THE MUSTARD SEED PROJECT OF KEY PENINSULA POB 182 VAUGHN, WA 98394	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
THE UNIVERSITY OF MONTANA FOUNDATION P.O. BOX 7159 MISSOULA, MT 59807	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
THE WASHINGTON MARKET SCHOOL 55 HUDSON STREET/134 DUANE STREET NEW YORK, NY 10013	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
THUNDERBIRD SCHOOL OF GLOBAL MANAGEMENT 15149 N 59TH AVENUE GLENDALE, AZ 85306	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
TRINITY EPISCOPAL CATHEDRAL 121 WEST 12TH STREET DAVENPORT, IA 52803	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
TRINITY EPISCOPAL CHURCH P.O. BOX 400 SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
TWO WATERS ARTS ALLIANCE POB 868 VAUGHN, WA 98394	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNION OF CONCERNED SCIENTISTS 2 BRATTLE SQUARE CAMBRIDGE, MA 02238	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,000.
UNITED WAY OF CENTRAL MARYLAND P.O. BOX 1576 BALTIMORE, MD 21203	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
UNITED WAY OF MASSACHUSETTS BAY 51 SLEEPER STREET BOSTON, MA 02210	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,500.
UNIVERSITY OF DENVER 2190 EAST ASBURY AVENUE DENVER, CO 80208	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
UNIVERSITY OF MD SCHOOL OF MEDICINE 100 N. GREENE STREET, STE 600 BALTIMORE, MD 21201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
UNIVERSITY OF TEXAS AT AUSTIN COLLEGE OF FINE ARTS 1 UNIVERSITY STATION, D1400 AUSTIN, TX 78712	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
UNIVERSITY OF VERMONT 85 SOUTH PROSPECT STREET BURLINGTON, VT 05405	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
UNIVERSITY OF WISCONSIN - MADISON 1848 UNIVERSITY AVENUE MADISON, WI 53726	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
VERMONT STUDIO CENTER, INC PO BOX 613 JOHNSON, VT 05656-0613	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH STREET CLEVELAND, OH 44103-4451	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WALSH PARK P.O. BOX 684 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
WESTCHESTER CANCER SUPPORT TEAM 2900 WESTCHESTER AVENUE, SUITE 103 PURCHASE, NY 10577	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
WESTOVER SCHOOL WHITTEMORE ROAD, PO BOX 847 MIDDLEBURY, CT 06762	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,500.
WESTPORT ARTS CENTER 51 RIVERSIDE AVENUE WESTPORT, CT 06880	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WESTVILLE VILLAGE RENAISSANCE ALLIANCE PO BOX 3004, WESTVILLE STATION NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
WILLIAMS COLLEGE 75 PARK STREET WILLIAMSTOWN, MA 01267	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WNYC - NEW YORK PUBLIC RADIO 160 VARICK STREET, 9TH FL NEW YORK, NY 10013	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
WORTHY AND FRAN JOHNSON SCHOLARSHIP 2537 POST ROAD SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
WOUNDED WARRIOR PROJECT P.O. BOX 758517 TOPEKA, KS 66675	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WVTF PUBLIC RADIO 3520 KINGSBURY ROAD ROANOKE, VA 24014	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
YALE PHILANTHROPY CONFERENCE YALE SCHOOL OF MANAGEMENT BOX 208200 NEW HAVEN, CT 06520	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
YALE UNIVERSITY P.O. BOX 2038 NEW HAVEN, CT 06520	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
YEAR UP, INC. 13 SUMMER STREET, 5TH FL BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
YOUNG MENS COMMUNITY ASSOCIATION 500 SOUTH BROAD STREET MERIDEN, CT 06450	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
YOUTH, INC 2801 M STREET, NW WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
ARTSERVE MICHIGAN ONE CLOVER COURT WIXOM, MI 48493	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
BARD COLLEGE PO BOX 5000 ANNANDALE-ON-HUDSON, NY 12504	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
BEEET STREET 200 MOUNTAIN AVE, SUITE A FORT COLLINS, CO 80521	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
CALIFORNIA COLLEGE OF THE ARTS 1111 EIGHTH STREET SAN FRANCISCO, CA 94107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
CHICAGO ARTISTS COALITION 1550 NORTH DAMEN AVENUE #201 CHICAGO, IL 60622	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CITIZENS FOR PENNSYLVANIA'S FUTURE 610 NORTH THIRD STREET HARRISBURG, PA 17101-1113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
CLEAN ENERGY FINANCE CENTER 20 BEECHTREE LANE WEST HARTFORD, CT 06107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
CLEAN WATER FUND 645 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	OPERATING SUPPORT	19,000.
CONNECTICUT FUND FOR THE ENVIRONMENT 205 WHITNEY AVENUE, 1ST FLOOR NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
CONSERVATION VOTERS OF SOUTH CAROLINA EDUCATION FUND 701 WHALEY STREET, STE 207 COLUMBIA, SC 29201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
Total from continuation sheets				893,025.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
CONTEMPORARY ARTS CENTER 44 EAST SIXTH STREET CINCINNATI, OH 45202	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
EYE TO EYE/PASS THROUGH TO PROVIDENCE GROUP 1430 BROADWAY, 6TH FL NEW YORK, NY 10081	NONE	PUBLIC CHARITY	OPERATING SUPPORT	65,000.
GEORGETOWN UNIVERSITY LAW CENTER 600 NEW JERSEY AVE, NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
GRANTMAKERS IN THE ARTS 4055 21ST AVENUE WEST, SUITE 100 SEATTLE, WA 98199	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
GTECH STRATEGIES 6587 HAMILTON AVENUE 1W PITTSBURGH, PA 15206	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
KEEF ENERGY EDUCATION FUND 1924 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	OPERATING SUPPORT	45,000.
LITERATE NATION 760 MARKET STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
PRATT INSTITUTE 200 WILLOUGHBY AVENUE BROOKLYN, NY 11205	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
SAN FRANCISCO ART INSTITUTE 800 CHESTNUT STREET SAN FRANCISCO, CA 94133	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
SAVANNAH COLLEGE OF ART AND DESIGN PO BOX 3146 SAVANNAH, GA 31402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
SCOTTSDALE MUSEUM OF COMPORARY ART 7380 EAST SECOND STREET SCOTTSDALE, AZ 85251	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SOUTH CAROLINA ASSOCIATION OF COMMUNITY DEVELOPMENT CORPORATIONS PO BOX 20577 CHARLESTON, SC 29413	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE PO BOX 1765 CHARLESTON, SC 29402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	29,025.
SPRINGBOARD FOR THE ARTS 308 PRINCE STREET, SUITE 270 SAINT PAUL, MN 55101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	60,000.
TAFT SCHOOL CORPORATION 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
THE ARTS COUNCIL OF METROPOLITAN KANSAS CITY 906 GRAND SUITE 10B KANSAS CITY, MO 64106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST	367.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	367.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST	1,308,953.	0.	1,308,953.
TOTAL TO FM 990-PF, PART I, LN 4	1,308,953.	0.	1,308,953.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL .	8,824.	0.		8,824.
TO FM 990-PF, PG 1, LN 16A	8,824.	0.		8,824.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	25,737.	0.		25,737.
TO FORM 990-PF, PG 1, LN 16B	25,737.	0.		25,737.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	178,585.	178,585.		0.
CONSULTANTS	1,038.	0.		1,038.
TO FORM 990-PF, PG 1, LN 16C	179,623.	178,585.		1,038.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	22,619.	0.		0.
PAYROLL TAXES	29,055.	0.		29,055.
TO FORM 990-PF, PG 1, LN 18	51,674.	0.		29,055.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UTILITIES	7,893.	0.		7,893.
OFFICE EXPENSE	12,363.	0.		12,363.
COMPUTER/COPIER SERVICES	6,144.	0.		6,144.
FEES	2,218.	0.		2,218.
DUES AND SUBSCRIPTIONS	1,195.	0.		1,195.
MISCELLANEOUS EXPENSE	1,686.	0.		1,686.
PROPERTY EXPENSE	3,806.	0.		3,806.
SPECIAL PROJECTS	364,692.	0.		364,692.
INSURANCE	5,670.	0.		5,670.
EQUIPMENT RENTAL & MAINTENANCE	5,300.	0.		5,300.
TEMPORARY HELP	3,830.	0.		3,830.
STAFF DEVELOPMENT	4,295.	0.		4,295.
WEBSITE	1,881.	0.		1,881.
TO FORM 990-PF, PG 1, LN 23	420,973.	0.		420,973.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
DEFERRED TAXES	57,015.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 5	57,016.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	5,408,576.	8,042,290.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,408,576.	8,042,290.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKET FUNDS	FMV	67,732.	67,732.
MUTUAL FUNDS	FMV	69,269,891.	72,711,138.
TOTAL TO FORM 990-PF, PART II, LINE 13		69,337,623.	72,778,870.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PERIPHERAL COMPUTER	448.	448.	0.
PERIPHERAL OFFICE	125.	125.	0.
POLLACK CHAIR	1,276.	1,276.	0.
ANDY WARHOL	2,650.	0.	2,650.
LAWLER'S	4,000.	0.	4,000.
TWO CUBES	5,000.	0.	5,000.
ROY LICHTENSTEIN	3,500.	0.	3,500.
CHRISTO PACKAGED	4,500.	0.	4,500.
ROBERT MOTHERWEL	3,500.	0.	3,500.
MATISSE JAZZ PRINT	252.	0.	252.

VIDEO PROJECTOR	1,930.	1,930.	0.
QUICKBOOKS PRO 2004	154.	154.	0.
2 INTEL COMPUTERS	2,150.	2,150.	0.
4 LCD MONITORS	1,800.	1,800.	0.
HP LASER PRINTER	1,250.	1,250.	0.
GMS SOFTWARE	2,190.	2,190.	0.
DELL ASSESSORIES	138.	138.	0.
RENIE HOME DELL LAPTOP	1,450.	1,450.	0.
DELL VIDEO PROJECTOR	1,468.	1,468.	0.
SCANNER	233.	233.	0.
ADOBE SOFTWARE	552.	552.	0.
DELL COMPUTER	1,260.	1,260.	0.
ADOBE PHOTOTSHOP	623.	623.	0.
NICOLE'S LAPTOP	1,292.	1,291.	1.
COMSERVE NETWORK SERVER	5,535.	5,534.	1.
COMSERVE LASER PRINTER	845.	746.	99.
DELL LAPTOP STATION	179.	156.	23.
FAX/COPIER	161.	142.	19.
AS & SJH CHAIRS	688.	392.	296.
NEW COMPUTER FOR PRESIDENT	1,389.	1,019.	370.
RE-FRAMING; SEPT 2010	4,065.	0.	4,065.
ASHLEY LAPTOP DELL	2,786.	1,253.	1,533.
XEROX WC7428P COPIER	8,260.	3,992.	4,268.
SECURITY SYSTEM	6,035.	2,716.	3,319.
CAMERA	126.	58.	68.
10 STACKING CHAIRS & DOLLY	1,574.	506.	1,068.
2 LATERAL FILE CABINETS IN FILE ROOM	984.	317.	667.
3 PEDESTAL FILE DRAWERS IN FILE ROOM	894.	288.	606.
REFRIGERATOR	624.	200.	424.
DISHWASHER	860.	277.	583.
6 MEMORY FOAM CHAIRS	1,286.	414.	872.
17 AIR CHAIRS	2,629.	846.	1,783.
6 - T1 TABLES	5,073.	1,631.	3,442.
2 - T2 TABLES	1,851.	594.	1,257.
T# TABLE	854.	275.	579.
CONFERENCE ROOM TABLE T4	907.	292.	615.
6 FILE CARTS	3,308.	1,064.	2,244.
2 ACCT & INTERN DESKS UNIT A	8,285.	2,662.	5,623.
2 PROGRAM DESKS UNIT B	11,774.	3,785.	7,989.
RECEPTION DESK UNIT C	4,174.	1,341.	2,833.
CREDENZA	3,369.	1,082.	2,287.
MIRROR	217.	74.	143.
LEASEHOLD IMPROVEMENTS	231,019.	51,979.	179,040.
SAFE	1,575.	450.	1,125.
IPAD	710.	177.	533.
PROJECTOR AND S	4,456.	1,039.	3,417.
NEC LAPTOP DELL	900.	105.	795.
EXPOPC SLATE	436.	51.	385.
TOTAL TO FM 990-PF, PART II, LN 14	359,569.	103,795.	255,774.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DEFERRED EXCISE TAXES	3,735.	60,750.	
TOTAL TO FORM 990-PF, PART II, LINE 22	3,735.	60,750.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN M. TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
BURTON G. TREMAINE III 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
STEWART J. HUDSON 171 ORANGE STREET NEW HAVEN, CT 06510	PRESIDENT 40.00	174,875.	47,071.	15,082.
DOROTHY TREMAINE HILDT 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR EMERITUS 3.00	0.	0.	0.
PHILIP STANLEY 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
ATWOOD COLLINS, III 171 ORANGE STREET NEW HAVEN, CT 06510	TREASURER 3.00	0.	0.	0.
SARAH C. TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
JANET T STANLEY 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.

THE EMILY HALL TREMAINE FOUNDATION INC.

22-2533743

AMANDA GRANT STANLEY 171 ORANGE STREET NEW HAVEN, CT 06510	CHAIR 3.00	0.	0.	0.
JOHN MCGEAN TREMAINE JR 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
JORDAN NODELMAN 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
WYNDSOR DEPETRO 171 ORANGE STREET NEW HAVEN, CT 06510	SECRETARY 3.00	0.	0.	0.
HUNTER TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
WILLIAM O'BRIEN 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
LAUREN COLLINS 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

174,875.

47,071.

15,082.

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
4	PERIPHERAL COMPUTER	07/05/94	200DB	5.00	HY	17	448.				448.	448.		0.	448.
5	PERIPHERAL OFFICE	01/07/94	200DB	5.00	HY	17	125.				125.	125.		0.	125.
6	POLLACK CHAIR	04/08/93	200DB	7.00	HY	17	1,276.				1,276.	1,276.		0.	1,276.
15	ANDY WARHOL	09/15/94	NC	5.00	HY		2,650.				2,650.			0.	
16	LAWLER'S	09/15/94	NC	5.00	HY		4,000.				4,000.			0.	
18	TWO CUBES	10/24/94	NC	5.00	HY		5,000.				5,000.			0.	
19	ROY LICHTENSTEIN	10/24/94	NC	5.00	HY		3,500.				3,500.			0.	
20	CHRISTO PACKAGED	10/24/94	NC	5.00	HY		4,500.				4,500.			0.	
22	ROBERT MOTHERWEL	10/24/94	NC	5.00	HY		3,500.				3,500.			0.	
24	NATISSE JAZZ PRINT	10/14/94	NC	5.00	HY		252.				252.			0.	
35	VIDEO PROJECTOR	11/07/01	SL	5.00		16	1,930.				1,930.	1,930.		0.	1,930.
49	QUICKBOOKS PRO 2004	12/08/04	SL	3.00		16	154.				154.	154.		0.	154.
50	2 INTEL COMPUTERS	12/15/04	SL	5.00		16	2,150.				2,150.	2,150.		0.	2,150.
51	4 LCD MONITORS	12/15/04	SL	5.00		16	1,800.				1,800.	1,800.		0.	1,800.
52	HP LASER PRINTER	12/15/04	SL	5.00		16	1,250.				1,250.	1,250.		0.	1,250.
53	GMS SOFTWARE	12/15/04	SL	3.00		16	2,190.				2,190.	2,190.		0.	2,190.
54	DELL ASSESSORIES	12/15/04	SL	5.00		16	138.				138.	138.		0.	138.
56	RENIE HOME DELL LAPTOP	08/05/05	SL	5.00		16	1,450.				1,450.	1,450.		0.	1,450.

228111
05-01-12

(D) - Asset disposed

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

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
58	DELL VIDEO PROJECTOR	11/02/05	SL	5.00		16	1,468.				1,468.	1,468.		0.	1,468.
59	SCANNER	04/10/06	SL	5.00		16	233.				233.	233.		0.	233.
60	ADOBE SOFTWARE	05/04/06	SL	3.00		16	552.				552.	552.		0.	552.
61	DELL COMPUTER	09/26/07	SL	5.00		16	1,260.				1,260.	1,071.		189.	1,260.
62	ADOBE PHOTOSHOP	12/27/07	SL	3.00		16	623.				623.	623.		0.	623.
63	NICOLE'S LAPTOP	12/27/07	SL	5.00		16	1,292.				1,292.	1,033.		258.	1,292.
64	CONSERVE NETWORK SERVER	01/15/08	SL	5.00		16	5,535.				5,535.	4,427.		1,107.	5,535.
55	CONSERVE LASER PRINTER	07/28/08	SL	5.00		16	845.				845.	577.		169.	746.
66	DELL LAPTOP STATION	09/09/08	SL	5.00		16	179.				179.	120.		36.	156.
67	FAX/COPIER	08/11/08	SL	5.00		16	161.				161.	110.		32.	142.
68	AS & SUH CHAIRS	12/30/08	SL	7.00		16	688.				688.	294.		98.	392.
69	NEW COMPUTER FOR PRESIDENT	04/21/09	SL	5.00		16	1,389.				1,389.	741.		278.	1,019.
70	RE-FRAMING; SEPT 2010	09/30/10	NC	.000	HY		4,065.				4,065.			0.	
71	MASSOS DAPHNIS SILKSCREEN PRINT - GREY	12/31/94	NC	.000	HY									0.	
72	MASSOS DAPHNIS SILKSCREEN PRINT - BLUE	12/31/94	NC	.000	HY									0.	
73	AD REINHARDT, UNTITLED	12/31/94	NC	.000	HY									0.	
74	LARRY POONS, UNTITLED	12/31/94	NC	.000	HY									0.	
75	ASHLEY LAPTOP DELL	10/01/10	SL	5.00		16	2,786.				2,786.	696.		557.	1,253.

22811
05-01-12

(D) - Asset disposed

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

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
76	XEROX WC7428P COPIER	08/01/10	SL	5.00		16	8,260.				8,260.	2,340.		1,652.	3,992.
77	CHRYSSA, "GATES OF TIMES SQUARE," DARK GREY SILKSCREEN	12/31/94	NC	.000	HY									0.	0.
78	CHRYSSA, "GATES OF TIMES SQUARE," - BLUE ON BLUE SILK	12/31/94	NC	.000	HY									0.	0.
79	SECURITY SYSTEM	10/01/10	SL	5.00		16	6,035.				6,035.	1,509.		1,207.	2,716.
80	CAMERA	09/01/10	SL	5.00		16	126.				126.	33.		25.	58.
81	10 STACKING CHAIRS & DOLLY	10/01/10	SL	7.00		16	1,574.				1,574.	281.		225.	506.
82	HENRI MATISSE, "JAZZ SERIES 2 OF 4 PRINTS"	12/31/94	NC	.000	HY									0.	0.
83	HENRI MATISSE, "JAZZ SERIES 3 OF 4 PRINTS"	12/31/94	NC	.000	HY									0.	0.
84	HENRI MATISSE, "JAZZ SERIES 4 OF 4 PRINTS"	12/31/94	NC	.000	HY									0.	0.
85	2 LATERAL FILE CABINETS IN FILE ROOM	10/01/10	SL	7.00		16	984.				984.	175.		141.	317.
86	ROBERT INDIANA, "AMERICAN DREAM 1 OF 4 PRINTS - JACK	12/31/94	NC	.000	HY									0.	0.
87	ROBERT INDIANA, "AMERICAN DREAM 2 OF 4 PRINTS" - JUKE	12/31/94	NC	.000	HY									0.	0.
88	JASPER JOHN'S, "WHITE FLAG" 3 PEDESTAL FILE DRAWERS IN	12/31/94	NC	.000	HY									0.	0.
89	FILE ROOM	10/01/10	SL	7.00		16	894.				894.	160.		138.	288.
90	REFRIGERATOR	10/01/10	SL	7.00		16	624.				624.	111.		89.	200.
91	DISHWASHER	10/01/10	SL	7.00		16	860.				860.	154.		123.	277.
92	6 MEMORY FOAM CHAIRS	10/01/10	SL	7.00		16	1,286.				1,286.	230.		184.	414.
93	17 AIR CHAIRS	10/01/10	SL	7.00		16	2,629.				2,629.	470.		375.	845.

228111
05-01-12

(D) - Asset disposed

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

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
94	6 - T1 TABLES	10/01/10	SL	7.00		16	5,073.				5,073.	906.		725.	1,631.
95	2 ~ T2 TABLES	10/01/10	SL	7.00		16	1,851.				1,851.	330.		264.	594.
96	T# TABLE	10/01/10	SL	7.00		16	854.				854.	153.		122.	275.
97	CONFERENCE ROOM TABLE T4	10/01/10	SL	7.00		16	907.				907.	162.		130.	292.
98	6 FILE CARTS	10/01/10	SL	7.00		16	3,308.				3,308.	591.		473.	1,064.
99	2 ACCT & INTERN DESKS UNIT A	10/01/10	SL	7.00		16	8,285.				8,285.	1,479.		1,183.	2,662.
100	2 PROGRAM DESKS UNIT B	10/01/10	SL	7.00		16	11,774.				11,774.	2,103.		1,682.	3,785.
101	RECEPTION DESK UNIT C	10/01/10	SL	7.00		16	4,174.				4,174.	745.		596.	1,341.
102	CREDENZA	10/01/10	SL	7.00		16	3,369.				3,369.	601.		481.	1,082.
103	MIRROR	10/01/10	SL	7.00		16	217.				217.	43.		31.	74.
104	LEASEHOLD IMPROVEMENTS	09/16/10	SL	10.00		16	231,019.				231,019.	28,877.		23,102.	51,979.
105	SAFE	12/21/10	SL	7.00		16	1,575.				1,575.	225.		225.	450.
106	IPAD	10/01/11	SL	5.00		16	710.				710.	35.		142.	177.
107	PROJECTOR AND S	11/01/11	SL	5.00		16	4,456.				4,456.	148.		891.	1,039.
108	NEC LAPTOP DELL	06/01/12	SL	5.00		16	900.				900.			105.	105.
109	EXPOPC SLATE	06/01/12	SL	5.00		16	436.				436.			51.	51.
	* TOTAL 990-PF PG 1 DEPR						359,569.				359,569.	66,718.		37,077.	103,797.

228111
05-01-12

(D) - Asset disposed

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

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

OMB No 1545-0172

2012

Attachment
 Sequence No 179

▶ See separate instructions. ▶ Attach to your tax return.

Business or activity to which this form relates

Identifying number

THE EMILY HALL TREMAINE FOUNDATION INC. FORM 990-PF PAGE 1 22-2533743

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	37,077.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs.		S/L
c 40-year	/		40 yrs.	MM	S/L

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	37,077.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No 24b If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L -		
		%			S/L -		
		%			S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2012 tax year:

43 Amortization of costs that began before your 2012 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

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 ☒ **X**
- 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	Name of exempt organization or other filer, see instructions. THE EMILY HALL TREMAINE FOUNDATION INC.	Employer identification number (EIN) or 22-2533743
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 171 ORANGE STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW HAVEN, CT 06510	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

STEWART J HUDSON, PRESIDENT

- The books are in the care of **171 ORANGE STREET - NEW HAVEN, CT 06510**
Telephone No. **(203) 639-5544** FAX No. **203-639-5545**

- 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	\$	22,619.
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	\$	28,066.
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)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE EMILY HALL TREMAINE FOUNDATION INC.	22-2533743
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	171 ORANGE STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW HAVEN, CT 06510	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

STEWART J HUDSON, PRESIDENT

- The books are in the care of **171 ORANGE STREET - NEW HAVEN, CT 06510**
Telephone No. **(203) 639-5544** FAX No. **203-639-5545**

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning ☐ , and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME AND INFORMATION ARE NECESSARY IN ORDER TO PREPARE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	22,619.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	28,066.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature  Title **CPA**

Date **8/7/13**

Form 8868 (Rev. 1-2013)