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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 KENNETH AND CAROLINE TAYLOR FAMILY FOUNDATION		A Employer identification number 25-6742004
Number and street (or P.O. box number if mail is not delivered to street address) 897 ROUTE 706	Room/suite	B Telephone number 570-746-3301
City or town, state, and ZIP code WYALUSING, PA 18853		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) \$ 10,209,783. (Part I, column (d) must be on cash basis)	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)
Revenue	1 Contributions, gifts, grants, etc., received	10,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	8,479.	8,479.		STATEMENT 1
	4 Dividends and interest from securities	237,678.	237,678.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	223,223.			
	b Gross sales price for all assets on line 6a 2,523,320.				
	7 Capital gain net income (from Part IV, line 2)		223,223.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	10,500.	10,500.		STATEMENT 3	
12 Total. Add lines 1 through 11	489,880.	479,880.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	12,400.	6,200.		6,200.
	c Other professional fees STMT 5	1,940.	0.		1,940.
	17 Interest	139.	139.		0.
	18 Taxes STMT 6	41,747.	4,068.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	73,255.	72,776.		348.
	24 Total operating and administrative expenses. Add lines 13 through 23	129,481.	83,183.		8,488.
	25 Contributions, gifts, grants paid	518,600.			518,600.
26 Total expenses and disbursements. Add lines 24 and 25	648,081.	83,183.		527,088.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-158,201.				
b Net investment income (if negative, enter -0-)		396,697.			
c Adjusted net income (if negative, enter -0-)			N/A		

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12-05-12

LHA For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2012)

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	1,227,198.	1,285,315.	1,285,315.
	2 Savings and temporary cash investments			
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	8,587,770.	8,638,521.	8,924,468.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	326,387.	0.	0.
	16 Total assets (to be completed by all filers)	10,141,355.	9,923,836.	10,209,783.
	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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,141,355.	9,923,836.	
30 Total net assets or fund balances	10,141,355.	9,923,836.		
31 Total liabilities and net assets/fund balances	10,141,355.	9,923,836.		

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	10,141,355.
2	Enter amount from Part I, line 27a	2	-158,201.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,983,154.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	59,318.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,923,836.

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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 2,523,320.		2,475,541.	223,223.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			223,223.

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 } 2 223,223.

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	494,455.	10,928,313.	.045245
2010	559,257.	10,011,714.	.055860
2009	619,623.	9,624,676.	.064379
2008	611,319.	12,483,778.	.048969
2007	635,534.	13,856,715.	.045865

2 Total of line 1, column (d) 2 .260318

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 .052064

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 9,973,542.

5 Multiply line 4 by line 3 5 519,262.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 3,967.

7 Add lines 5 and 6 7 523,229.

8 Enter qualifying distributions from Part XII, line 4 8 527,088.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

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

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

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations - tax withheld at source

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

d Backup withholding erroneously withheld

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

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

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

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

11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ☒ **Refunded** ☐

1	3,967.
2	0.
3	3,967.
4	0.
5	3,967.
6a	10,000.
6b	
6c	
6d	
7	10,000.
8	39.
9	
10	5,994.
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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MS. BARBARA HUGO Telephone no. ► (570) 746-3301 Located at ► 897 ROUTE 706, WYALUSING, PA ZIP+4 ► 18853			
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 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 X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? 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 X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b X

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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

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

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

N/A

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
KENNETH H. TAYLOR, JR 897 ROUTE 706 WYALUSING, PA 18853	TRUSTEE 1.00	0.	0.	0.
CAROLINE E. TAYLOR 897 ROUTE 706 WYALUSING, PA 18853	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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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	8,775,148.
b	Average of monthly cash balances	1b	1,350,275.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,125,423.
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	10,125,423.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	151,881.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,973,542.
6	Minimum investment return. Enter 5% of line 5	6	498,677.

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	498,677.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,967.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	453.
c	Add lines 2a and 2b	2c	4,420.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	494,257.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	494,257.
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	494,257.

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	527,088.
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	527,088.
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	3,967.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	523,121.

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.

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

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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				494,257.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			412,740.	
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: ► \$ 527,088.				
a Applied to 2011, but not more than line 2a			412,740.	
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				114,348.
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.	0.			
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				379,909.
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				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

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

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

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2012

(b) 2011

Prior 3 years

(c) 2010

(d) 2009

(e) Total

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE STATEMENT 11

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

Form 990-PF (2012)

25-6742004 Page 11

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				
ABUSE AND RAPE CRISIS CENTER PO BOX 186 TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	5,000.
AMERICAN RED CROSS PO BOX 37243 WASHINGTON, DC 20013	NONE	PUBLIC	CHARITABLE	10,000.
AUSTIN COLLEGE 900 NORTH GRAND AVENUE SUITE 6G SHERMAN, TX 75090	NONE	PUBLIC	CHARITABLE	55,000.
BRADFORD COUNTY ACTION 500 WILLIAM ST TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	10,000.
BRADFORD COUNTY CHILDREN & YOUTH SERVICES PO BOX 222 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	5,000.
Total			SEE CONTINUATION SHEET(S)	518,600.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

22362 1
12-05-12

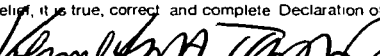
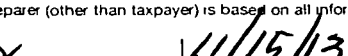
Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

- | | | 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 | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury I declare that I prepared 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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		11/15/13 Date			TRUSTEE Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	PETER J. LOFTUS		 PETER J. LOFTUS		11/08/13	<input type="checkbox"/>	P00011687
	Firm's name ▶ PARENTEBEARD, LLC					Firm's EIN ▶ 23-2932984	
	Firm's address ▶ 46 PUBLIC SQUARE, SUITE 400 WILKES-BARRE, PA 18701					Phone no. (570) 820-0100	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

Employer identification number

25-6742004

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

Name of organization

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

Employer identification number

25-6742004

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PARENTEBEARD, LLC 1650 MARKET STREET, SUITE 4500 PHILADELPHIA, PA 19103	\$ 10,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

Employer identification number

25-6742004

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

KENNETH AND CAROLINE TAYLOR

FAMILY FOUNDATION

25-6742004

Part III

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

Use duplicate copies of Part III if additional space is needed

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

SUPPLIES	348.	0.	348.
OTHER EXPENSES - FROM			
PASSTHROUGH INVESTMENTS	11,191.	11,191.	0.
TO FORM 990-PF, PG 1, LN 23	73,255.	72,776.	348.

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

DESCRIPTION	AMOUNT
SECTION 1256 LOSSES NOT RECORDED PER BOOKS	28,915.
	26,619.
	3,784.
TOTAL TO FORM 990-PF, PART III, LINE 5	59,318.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CMS WINSTON EQUITY PTNR	FMV	10,758.	8,799.
CMS PRIVATE REIT LP	FMV	224,580.	153,280.
CMS PRIV. RE INV TRUST	FMV	500.	500.
MELLON PRIV. EQUITY FD IV	COST	137,704.	195,478.
CMS DEFENSE FUND L.P.	COST	11,896.	11,765.
CMS/KRG CAPITAL FUND III L.P.	COST	93,102.	61,797.
CMS PROCACCIANTI HOTEL FD II-Q L.P.	COST	-4,185.	76,243.
TIMBERVEST PARTNERS L.P.	COST	185,234.	204,645.
CMS CGF IV	COST	74,297.	67,372.
GS PRIVATE EQUITY PARTNERS	COST	334,746.	351,796.
GS MOUNT KELLETT CAPITAL PARTNERS	COST	210,916.	230,637.
MUTUAL FUNDS	COST	7,266,001.	7,425,607.
JP MORGAN PRIVATE INVESTORS	COST	41,232.	47,584.
MARKET OPTION CONTRACTS	COST	51,740.	88,965.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,638,521.	8,924,468.

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

SOURCE	AMOUNT
FROM PASSTHROUGH INVESTMENTS	4,705.
GOLDMAN SACHS	1.
JP MORGAN #10411	1,189.
JP MORGAN #11815	2,580.
JP MORGAN #50899	4.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,479.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM PASSTHROUGH INVESTMENTS	41,588.	0.	41,588.
GS PRIVATE EQUITY PARTNERS IX	20,040.	0.	20,040.
JP MORGAN #10411	157,900.	6,483.	151,417.
JP MORGAN #50899	24,703.	70.	24,633.
TOTAL TO FM 990-PF, PART I, LN 4	244,231.	6,553.	237,678.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME - FROM PASSTHROUGH INVESTMENTS	-10,899.	-10,899.	
OTHER INCOME - FROM PASSTHROUGH INVESTMENTS	16,417.	16,417.	
OTHER NET RENTAL INCOME - FROM PASSTHROUGH INVESTMENTS	947.	947.	
NET SECTION 1231 LOSS - FROM PASSTHROUGH INVESTMENTS	-1.	-1.	
MISCELLANEOUS INVESTMENT INCOME	252.	252.	
	3,784.	3,784.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,500.	10,500.	

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.)
1c		P	VARIOUS	12/31/12
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			26,619.
b 6,553.			6,553.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			26,619.
b			6,553.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	223,223.
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

Form **990-W****Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

OMB No 1545-0976

(Worksheet)

Department of the Treasury
Internal Revenue Service(and on Investment Income for Private Foundations) FORM 990-T
(Keep for your records Do not send to the Internal Revenue Service)**2013**

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1 See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8 Note If less than \$500, the organization is not required to make estimated tax payments Private foundations, see instructions	10a	
b	Enter the tax shown on the 2012 return (see instructions). Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	
c	2013 Estimated Tax Enter the smaller of line 10a or line 10b If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	2,047.

	(a)	(b)	(c)	(d)
11	11			
12	12			
13	13			
14	14			

LHA For Paperwork Reduction Act Notice, see instructions

Form **990-W** (2013)

ESTIMATED TAX	2,047.
OVERPAYMENT APPLIED	2,047.
AMOUNT DUE	0.

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 MCVEAN TRADING #22683	P	VARIOUS	12/31/12
b MCVEAN TRADING #22683 - SECTION 1256 CONTRACTS	P	VARIOUS	12/31/12
c MCVEAN TRADING #22684	P	VARIOUS	12/31/12
d MCVEAN TRADING #22684 - SECTION 1256 CONTRACTS	P	VARIOUS	12/31/12
e MCVEAN TRADING #22686	P	VARIOUS	12/31/12
f MCVEAN TRADING #22686 - SECTION 1256 CONTRACTS	P	VARIOUS	12/31/12
g JP MORGAN #10411	P	VARIOUS	12/31/12
h JP MORGAN #10411	P	VARIOUS	12/31/12
i JP MORGAN #10411	P	VARIOUS	12/31/12
j JP MORGAN #50899	P	VARIOUS	12/31/12
k JP MORGAN #50899	P	VARIOUS	12/31/12
l JP MORGAN #50899	P	VARIOUS	12/31/12
m JP MORGAN #11815	P	VARIOUS	12/31/12
n CAPITAL GAIN - FROM PASSTHROUGH INVESTMENTS	P	VARIOUS	12/31/12
o CAPITAL GAIN - FROM PASSTHROUGH INVESTMENTS	P	VARIOUS	12/31/12

(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 257,360.		248,872.	8,488.
b			9,750.
c 474,796.		444,386.	30,410.
d			5,199.
e 198,365.		224,216.	-25,851.
f			13,966.
g 187,268.		202,188.	-14,920.
h 199,950.		200,000.	-50.
i 1,152,270.		1,111,655.	40,615.
j 41,958.		39,868.	2,090.
k 4,439.		4,356.	83.
l 16.			16.
m 345.			345.
n			-31.
o			119,941.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,488.
b			9,750.
c			30,410.
d			5,199.
e			-25,851.
f			13,966.
g			-14,920.
h			-50.
i			40,615.
j			2,090.
k			83.
l			16.
m			345.
n			-31.
o			119,941.

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

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

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

25-6742004

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
BRADFORD COUNTY REGIONAL ARTS COUNCIL 601 MAIN STREET TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	10,000.
BRADFORD-WYOMING COUNTY LITERACY PROGRAM 200 MAIN STREET, SUITE 5 TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	6,000.
COMMUNITY FOUNDATION OF JACKSON HOLE PO BOX 574 JACKSON, WY 83001	NONE	PUBLIC	CHARITABLE	11,500.
COMMUNITY FOUNDATION OF THE TWIN TIERS 104 W. LOCKHART STREET, UNIT 2 SAYRE, PA 18840	NONE	PUBLIC	CHARITABLE	1,000.
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755	NONE	PUBLIC	CHARITABLE	5,000.
FIDELCO GUIDE DOG FOUNDATION 103 VISION WAY BLOOMFIELD, CT 06002	NONE	PUBLIC	CHARITABLE	500.
FIVE RIVERS COUNCIL BOY SCOUTS OF AMERICA RR #4 BOX 4244 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	2,500.
FOUNDATION FOR MORRISTOWN MEDICAL CENTER 475 SOUTH STREET MORRISTOWN, NY 07960	NONE	PUBLIC	CHARITABLE	15,000.
FUNCTIONAL LITERACY MINISTRY OF HAITI 1064 PREMIER STREET PITTSBURGH, PA 15201	NONE	PUBLIC	CHARITABLE	1,000.
GRAND TETON MUSIC FESTIVAL 4015 WEST CREEK DRIVE WILSON, WY 83014	NONE	PUBLIC	CHARITABLE	13,600.
Total from continuation sheets				433,600.

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
GRAND TETON NATIONAL PARK FOUNDATION PO BOX 249 MOOSE, WY 83012	NONE	PUBLIC	CHARITABLE	1,000.
GUTHRIE HEALTHCARE SYSTEM ONE GUTHRIE SQUARE SAYRE, PA 18840	NONE	PUBLIC	CHARITABLE	105,000.
HERRICKVILLE VOLUNTEER FIRE COMPANY RR3 BOX 52 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	3,000.
JACKSON HOLE CONSERVATION ALLIANCE PO BOX 2728 JACKSON, WY 83001	NONE	PUBLIC	CHARITABLE	1,000.
JACKSON HOLE LAND TRUST 555 EAST BROADWAY JACKSON, WY 83001	NONE	PUBLIC	CHARITABLE	5,000.
JACKSON HOLE WILDLIFE FOUNDATION PO BOX 8042 JACKSON, WY 83002	NONE	PUBLIC	CHARITABLE	1,000.
LAND TRUST ALLIANCE 1660 L STREET, NW #1100 WASHINGTON, DC 20036	NONE	PUBLIC	CHARITABLE	3,000.
MEMORIAL HOSPITAL 1 HOSPITAL DRIVE TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	55,000.
NATIONAL MUSEUM OF WILDLIFE ART PO BOX 6825 JACKSON, WY 83002	NONE	PUBLIC	CHARITABLE	4,000.
NEW ALBANY FIRE COMPANY PO BOX 167 NEW ALBANY, PA 18833	NONE	PUBLIC	CHARITABLE	3,000.
Total from continuation sheets				

KENNETH AND CAROLINE TAYLOR
FAMILY FOUNDATION

25-6742004

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
NORTH BRANCH LAND TRUST 11 CARVERTON ROAD TRUCKSVILLE, PA 18708	NONE	PUBLIC	CHARITABLE	5,000.
NORTHERN TIER INDUSTRY AND EDUCATION CONSORTIUM PO BOX 200 DIMOCK, PA 18816	NONE	PUBLIC	CHARITABLE	5,000.
PAWS OF JACKSON HOLE 250 WEST PEARL AVENUE JACKSON, WY 83002	NONE	PUBLIC	CHARITABLE	1,000.
PRESBYTERIAN CHURCH OF JACKSON HOLE PO BOX 7530 1251 S PARK LOOP JACKSON, WY 83002	NONE	PUBLIC	CHARITABLE	5,000.
SALVATION ARMY RR 2 BOX 125 TERRYTOWN MTN RD WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	5,000.
SCHOLARSHIP AMERICA - SCHOLARSHIP PROGRAM C/O FIRST NATL BK PO BOX 240 ST PETER, MN 56082	NONE	PUBLIC	CHARITABLE	42,000.
SIMSBURY FRIENDS FOR MUSIC 34 FARMS VILLAGE ROAD SIMSBURY, CT 06070	NONE	PUBLIC	CHARITABLE	1,000.
SMILE TRAIN PO BOX 96231 WASHINGTON, DC 20090	NONE	PUBLIC	CHARITABLE	2,000.
ST. JOHN'S MEDICAL CENTER FOUNDATION 625 EAST BROADWAY JACKSON, WY 83001	NONE	PUBLIC	CHARITABLE	10,000.
SUSAN G KOMEN FOR THE CURE PO BOX 224523 DALLAS, TX 75222	NONE	PUBLIC	CHARITABLE	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
TACO FOOD PANTRY PO BOX 262 TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	10,000.
TETON LITERACY PROGRAM 1465 GREGORY LAND # 260 JACKSON, WY 83001	NONE	PUBLIC	CHARITABLE	1,000.
THE CHILDREN'S HOUSE P.O. BOX 335 TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	5,000.
THE RUFFED GROUSE SOCIETY PO BOX 643386 PITTSBURGH, PA 15264	NONE	PUBLIC	CHARITABLE	1,000.
TROUT UNLIMITED COLDWATER CONSERVATION FUND 1300 N 17TH STREET #500 ARLINGTON, VA 22209	NONE	PUBLIC	CHARITABLE	4,000.
UNITED WAY OF BRADFORD COUNTY P.O. BOX 106 TOWANDA, PA 18848	NONE	PUBLIC	CHARITABLE	25,000.
WILMOT FIRE COMPANY RR #1 BOX 154 SUGAR RUN, PA 18846	NONE	PUBLIC	CHARITABLE	3,000.
WINGS OF HOPE EQUITHERAPY PO BOX 445 BURELSON, TX 76097	NONE	PUBLIC	CHARITABLE	5,000.
WYALUSING AREA EDUCATION FOUNDATION PO BOX 157 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	1,000.
WYALUSING AREA SCHOOL DISTRICT RR 2 BOX 7 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	1,000.
Total from continuation sheets				

KENNETH AND CAROLINE TAYLOR
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25-6742004

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
WYALUSING COMMUNITY CORP. PO BOX 813 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	2,000.
WYALUSING PRESBYTERIAN CHURCH 179 CHURCH STREET WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	15,000.
WYALUSING PUBLIC LIBRARY PO BOX 98 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	5,000.
WYALUSING VALLEY MUSEUM ASSN. INC. PO BOX 301 WYALUSING, PA 18853	NONE	PUBLIC	CHARITABLE	1,000.
WYALUSING VOLUNTEER FIRE CO. PO BOX 86 WYALUSING, PA 188530086	NONE	PUBLIC	CHARITABLE	5,000.
WYOMING SEMINARY 201 N. SPRAGUE AVE KINGSTON, PA 18707	NONE	PUBLIC	CHARITABLE	25,000.
WYOMING WOMEN'S FOUNDATION 313 S 2ND ST LARAMIE, WY 82070	NONE	PUBLIC	CHARITABLE	500.
Total from continuation sheets				

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 FEES	12,400.	6,200.		6,200.
TO FORM 990-PF, PG 1, LN 16B	12,400.	6,200.		6,200.

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
SCHOLARSHIP MANAGEMENT FEES	1,940.	0.		1,940.
TO FORM 990-PF, PG 1, LN 16C	1,940.	0.		1,940.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	37,679.	0.		0.
FOREIGN TAXES	4,068.	4,068.		0.
TO FORM 990-PF, PG 1, LN 18	41,747.	4,068.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	22,567.	22,567.		0.
INVESTMENT EXPENSES - FROM PASSTHROUGH INVESTMENTS	39,018.	39,018.		0.
NONDEDUCTIBLE EXPENSES - FROM PASSTHROUGH INVESTMENTS	131.	0.		0.

FORM 990-PF

OTHER ASSETS

STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTION RECEIVABLE JPM GLOBAL ACCESS	326,387.	0.	0.
TO FORM 990-PF, PART II, LINE 15	326,387.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

KENNETH H. TAYLOR, JR
CAROLINE E. TAYLOR