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

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning 07-01, 2012, **and ending** 06-30, 2013

Name of foundation GPD Charitable Trust		A Employer identification number 27-7008643	
Number and street (or P O box number if mail is not delivered to street address) 9110 Strada Place		Room/suite 6200	B Telephone number (see instructions) (800) 221-7101
City or town, state, and ZIP code Naples, FL 34108		C If exemption application is pending, check here <input checked="" type="checkbox"/>	
G Check all that apply		D 1. Foreign organizations, check here <input type="checkbox"/>	
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <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			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 14,026,164		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	
		<input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	411,978	411,978		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,596			
	b Gross sales price for all assets on line 6a 5,953,751				
	7 Capital gain net income (from Part IV, line 2)		2,596		
	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) (attach schedule)					
11 Other income (attach schedule) STM106	(4,205)	(4,205)			
12 Total. Add lines 1 through 11	410,369	410,369			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages	89,400	50,000		39,400
	15 Pension plans, employee benefits	11,272	3,825		7,447
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STM109	148,236	66,979		81,257
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STM110	3,000	3,000		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,610			4,610
	22 Printing and publications				
	23 Other expenses (attach schedule) STM103	8,129	8,129		
	24 Total operating and administrative expenses. Add lines 13 through 23	264,647	131,933		132,714
	25 Contributions, gifts, grants paid	1,224,678			1,224,678
26 Total expenses and disbursements. Add lines 24 and 25	1,489,325	131,933		1,357,392	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	(1,078,956)				
b Net investment income (if negative, enter -0-)		278,436			
c Adjusted net income (if negative, enter -0-)			0		

97

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	208,949	101,608	101,608
	2	Savings and temporary cash investments	197,017	109,036	109,036
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STM137	6,149,351	8,651,380	9,936,058
	c	Investments - corporate bonds (attach schedule) STM138	7,229,912	2,399,205	2,439,358
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans		470,610	470,610	
13	Investments - other (attach schedule) STM118	16,567	970,738	969,494	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,801,796	12,702,577	14,026,164	
Liabilities	17	Accounts payable and accrued expenses	20,263		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	20,263	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	8,021,533	7,437,577	
	25	Temporarily restricted			
	26	Permanently restricted	5,760,000	5,265,000	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	13,781,533	12,702,577		
31	Total liabilities and net assets/fund balances (see instructions)	13,801,796	12,702,577		

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)	13,781,533
2	Enter amount from Part I, line 27a	(1,078,956)
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	12,702,577
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	12,702,577

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a See STM-134				
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 5,953,751		5,951,155	2,596	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			2,596	
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	2,596
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	(3,840)

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	311,324	7,974,966	0.039038
2010		10	0.0
2009			
2008			
2007			
2 Total of line 1, column (d)			2 0.039038
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.019519
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 14,458,030
5 Multiply line 4 by line 3			5 282,206
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,784
7 Add lines 5 and 6			7 284,990
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,357,392

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 5,277.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political participation, political expenditures, and foundation status. Includes 'Yes' and 'No' columns with 'X' marks.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of Pasquale DeBlasio Telephone no 800-221-7101
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
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?

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.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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 check here
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?
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?
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?
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?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Pasquale DeBlasio 9110 Strada Place Naples, FL 34108	Trustee 8	0	0	0
John DeBlasio 9110 Strada Place Naples, FL 34108	Trustee 20	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
M&TCH Consulting Ltd 1021 Irving Street NW Washington, DC 20010	Organization	81,257
Total number of others receiving over \$50,000 for professional services ▶		

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 Support national security issues with an emphasis on promoting democracy. Support programs targeting at risk teens and early adults	132,714
2	
3	
4	

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

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

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	12,616,817
b	Average of monthly cash balances	1b	641,419
c	Fair market value of all other assets (see instructions)	1c	1,419,967
d	Total (add lines 1a, b, and c)	1d	14,678,203
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	14,678,203
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	220,173
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,458,030
6	Minimum investment return. Enter 5% of line 5	6	722,902

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	722,902
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,784
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,784
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	720,118
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	720,118
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	720,118

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,357,392
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,357,392
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,784
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,354,608

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				720,118
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			86,485	
b Total for prior years 2011,				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,357,392				
a Applied to 2011, but not more than line 2a			86,485	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				720,118
e Remaining amount distributed out of corpus	550,789			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	550,789			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	550,789			
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	550,789			

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

1a 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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					

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))

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

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year West Point 698 Mills Road West Point NY 10996	None	501c3	Center for the Study of Civil Military	511,765
YMCA of Pittsburgh 420 Fort Duquesne Boulevard Pittsburgh PA 15222	None	501c3	Renovate summer camp for families	279,903
University of Denver 2190 E Asbury Avenue Denver CO 80208-7500	None	501c3	Center for Middle Eastern Studies	200,000
Illinois Joining Forces 100 West Randolph Suite 5-570 Chicago IL 60601-3219	None	501c3	Impact center to service veterans	50,000
Partners for Democratic Change 1779 Massachusetts Avenue NW Washington DC 20036	None	501c3	Develop a tool to measure policy effects.	45,000
Chicago Council on Global 322 South Michigan Avenue Chicago IL 60604	None	501c3	National security fellow researching	45,000
Commit Foundation 1501 Lee Hwy Suite 303 Arlington VA 22209	None	501c3	Veterans support	10,000
Spearhead Rubgy Academy 2039 Morgan Avenue North Stillwater MN 55082	None	501c3	Provide at risk youth with sports education	10,000
Total ▶ 3a				
b Approved for future payment				
Total ▶ 3b				

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Fallen Heroes Fund of NY West 46th Street New York NY 10036	None	501c3	Treat injured veterans	10,000
Green Beret Foundation Texas 18756 Stone Oak Parkway Ste200 San Antonio TX 78258	None	501c3	Support injured veterans and their families	10,000
Cara Program 238 S Des Planes Street Chicago IL 60661	None	501c3	At Risk youth	10,000
Friends of the Orphans 134 North La Salle Street Chicago IL 60602-1036	None	501c3	At risk youth	10,000
Rabine Foundation 900 National Parkway Suite 260 Schaumburg IL 60173	None	501c3	Medical research and assistance	10,000
Puppies Behind Bars 263 West 38th Street 4th Floor New York NY 10018	None	501c3	Provide service dogs to veterans	6,000
Network for Good 1140 Connecticut Avenue NW 700 Washington DC 20036	None	501c3	At risk youth	5,150
Loomis Chafee School 4 Batchelder Road Windsor CT 06095	None	501c3	At risk youth	4,900
Total				3a
b Approved for future payment				
Total				3b

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Ducks Unlimited One Waterfowl Way Memphis TN 38120	None	501c3	Protect wildlife	3,760
Regional Response Inc 1290 Broadway Suite 700 Denver CO 80203-5606	None	501c3	Foster a connection to other nations	2,500
Christo Ray Jesuit Center 6700 Mt Carmel Drive Houston TX 77087	None	501c3	At risk youth	400
Saint Baldricks Foundation 1333 South Mayflower Avenue Monrovia CA 91016	None	501c3	Research childhood cancaer	300
Total				3a 1,224,678
b Approved for future payment				
Total				3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 1a(1) Cash... 1a(2) Other assets... 1b(1) Sales of assets... 1b(2) Purchases of assets... 1b(3) Rental of facilities... 1b(4) Reimbursement arrangements... 1b(5) Loans or loan guarantees... 1b(6) Performance of services... 1c Sharing of facilities...

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

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... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here 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. Signature: Pasquale DeBlasio, Date: 02-15-2014, Title: Trustee.

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Check [] if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

FEIN

GPD Charitable Trust

27-7008643

**Form 990PF, Part II, Line 13
Investments: Other Schedule**

Statement #118

<u>Category</u>	<u>Book value (BOY)</u>	<u>Book value (EOY)</u>	<u>FMV (EOY)</u>
Dividends Receivable	2,022	7,150	5,906
Bond Interest Receivable	14,545	14,232	14,232
Apex Capital Fund III, LLC		84,277	84,277
Magnolia Investments, LLC		595,764	595,764
Thorley LLC		180,240	180,240
APX Labs		50,000	50,000
Bootstrap Indirect Fund I LLC		29,075	29,075
Slate 48 Production		10,000	10,000
Total	<u>16,567</u>	<u>970,738</u>	<u>969,494</u>

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

FEIN

GPD Charitable Trust

27-7008643

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Amazon	48,470	48,470	69,423
Discovery Communications	111,335	111,335	193,100
Gentex	128,915		
McDonalds	116,496	168,990	178,200
YUM Brands	96,405	155,797	166,416
Colgate Palmolive	121,009	121,009	148,954
McCormick Company	116,205	146,950	197,008
FMC Technologies	113,693	142,229	167,040
National Oilwell Varco	125,815	190,815	172,250
Occidental Petroleum	127,989		
Schlumberger Ltd	121,844	192,804	186,316
Suncor Energy	151,507	185,087	162,195
Celgene Corp	81,848	81,848	128,678
Gilead Sciences	112,858	112,858	256,350
Danaher Corp	55,006	136,279	164,580
Donaldson	107,834	130,297	131,942
Fastenal	130,697	172,814	183,160
Jacobs Engineering	116,953	116,953	148,851
Joy Global	114,427		
Polypore International Inc	100,576	116,473	120,900
Precision Castparts	116,343	116,343	158,207
Stericycle	66,281	120,354	154,602
United Parcel Service	127,292	127,292	147,016
WW Grainger	112,997	112,997	151,308
Apple	53,462	203,484	138,786
Cavium	124,339		
Ebay	126,810	126,810	206,880
Genpact	106,611	138,281	173,160
Qualcomm	155,818	155,818	152,725
Realpage	57,345	96,204	91,700
Silicon Laboratores	101,279		
TE Connectivity	126,796		
Freeport McMoran	133,920		
Praxair	104,066	156,084	172,740
Aston River Rd Div All Cap FND	300,000	450,000	514,302
Cullen International FND	1,000,000	1,000,000	1,133,665
William Blair Intl FND	850,000	1,050,000	1,191,683
Pimco Commodity RR FND	125,000	125,000	100,437
SPDR Gold Trust	161,110	161,110	119,110
O'Reilly Automotive		84,971	112,620
Sally Beauty Holdings		127,100	155,500
Starbucks		142,249	203,081
Tractor Supply Company		135,095	199,832
Williams Sonoma		134,732	167,670
Mead Johnson Nutrition		155,511	174,306

Federal Supporting Statements

2012 PG 02

Name(s) as shown on return

FEIN

GPD Charitable Trust

27-7008643

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Whole Foods Market		154,868	169,884
Allergan		109,884	101,088
Sirona Dental Systems		166,019	167,994
Graco		105,775	139,062
Union Pacific		133,838	169,708
Citrix Systems		239,832	205,224
Google Class A		136,360	176,074
Pandora Media		106,434	147,200
Red Hat		126,369	121,941
Airgas		121,558	143,190
Totals	<u>6,149,351</u>	<u>8,651,380</u>	<u>9,936,058</u>

STM138

Form 990PF, Part II, Line 10(c)
Investments: Corporate Bond Schedule

PG 01
 Statement #138

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Tempelton Glb Total Return	800,000	800,000	855,019
William Blair Bond Fund	1,000,000	418,277	409,773
William Blair Low Duration	4,248,984		
Praxair Inc	101,685	101,685	98,583
Omnicom Group	107,865	107,865	103,901
Time Warner Cable	104,731	104,731	98,054
Verizon	102,973	102,973	100,441
Gilead Science	105,231	105,231	105,702
JPMorgan Chase	103,684	103,684	103,860
Ally Financial	148,439	148,439	156,722
PACCAR Financial	99,590	99,590	99,064
American Express	100,769	100,769	102,088
American Tower	104,911	104,911	106,651
BE Aerospace	101,050	101,050	99,500
Totals	<u>7,229,912</u>	<u>2,399,205</u>	<u>2,439,358</u>

Federal Supporting Statements

2012 PG 01

Your Social Security Number

27-7008643

Name(s) as shown on return

GPD Charitable Trust

Statement #103

Form 990PF, Part I, Line 23 - Other Expenses Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
IRS 1023 Application Fee	850	850	0	0
Bank Fees	156	156	0	0
Investment Expenses	7,123	7,123	0	0
Totals	<u>8,129</u>	<u>8,129</u>	<u>0</u>	<u>0</u>

PG 01

Statement #106

Form 990PF, Part I, Line 11 - Other Income Schedule

Description	Revenue and expenses	Net investment	Adjusted net income
Loss from rental investment	(4,205)	(4,205)	0
Totals	<u>(4,205)</u>	<u>(4,205)</u>	<u>0</u>

Federal Supporting Statements

2012 PG 01

Your Social Security Number

27-7008643

Name(s) as shown on return

GPD Charitable Trust

Statement #109

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

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
William Blair M&TCH	66,979 <u>81,257</u>	66,979 <u>0</u>	0 <u>0</u>	0 <u>81,257</u>
Totals	148,236 <u><u> </u></u>	66,979 <u><u> </u></u>	0 <u><u> </u></u>	81,257 <u><u> </u></u>

PG 01

Statement #110

Form 990PF, Part I, Line 18 - Taxes Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
IRS 990-PF	3,000 <u> </u>	3,000 <u> </u>	0 <u> </u>	0 <u> </u>
Totals	3,000 <u><u> </u></u>	3,000 <u><u> </u></u>	0 <u><u> </u></u>	0 <u><u> </u></u>

Federal Supporting Statements

2012 PG 01

Your Social Security Number

27-7008643

Name(s) as shown on return
GPD Charitable Trust

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
Gentex	P	2012-01-31	2012-07-10	82,101		108,251	(26,150)	(26,150)
Gentex	P	2012-02-10	2012-07-10	16,420		20,664	(4,244)	(4,244)
William Blair Low Duration	P	2012-02-13	2012-10-19	4,253,798		4,248,984	4,814	4,814
Occidental Petroleum	P	2012-03-12	2012-11-16	112,819		145,109	(32,290)	(32,290)
Silicon Laboratories	P	2012-02-16	2012-11-26	91,123		101,279	(10,156)	(10,156)
Joy Global	P	2012-03-29	2012-12-26	112,177		125,868	(13,691)	(13,691)
William Blair Bond Fund	P	2012-03-30	2012-12-26	500,000		484,333	15,667	15,667
TE Connectivity	P	2012-05-22	2013-01-08	146,962		126,796	20,166	20,166
Cavium	P	2012-02-10	2013-02-22	184,600		150,031	34,569	34,569
Nike Inc	P	2012-07-10	2013-02-22	119,027		100,487	18,540	18,540
William Blair Bond Fund	P	2012-03-20	2013-05-10	100,000		97,390	2,610	2,610
Covidien PLC	P	2012-11-08	2013-06-18	131,547		108,043	23,504	23,504
Freeport McMoran Copper	P	2012-03-06	2013-06-18	103,177		133,920	(30,743)	(30,743)
Total				5,953,751		5,951,155	2,596	2,596

Form 990PF, Part I, Line 15 - Subsidiary Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Payroll Taxes	6,472	3,825	0	2,647
Dependent Care	4,800	0	0	4,800
Totals	11,272	3,825	0	7,447

PG 01

Subsidiary Statement

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time

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

Enter filer's identifying number, see instructions

Table with 3 columns: Type or print, Name of exempt organization or other filer, Employer identification number (EIN) or Social security number (SSN). Includes address: 9110 Strada Place, Naples, FL 34108.

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

Table mapping Application Is For (e.g., Form 990 or Form 990-EZ) to Return Code and Application Is For (e.g., Form 990-T (corporation)) to Return Code.

- The books are in the care of Pasquale DeBlasio 9110 Strada Place, FL 34108

Telephone No 800-221-7101 FAX No

- If the organization does not have an office or place of business in the United States, check this box
If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02-18, 2014, to file the exempt organization return for the organization named above

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

Table for tax amounts: 3a nonrefundable credits \$6,000; 3b refundable credits and estimated tax payments made \$0; 3c Balance due \$6,000.

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