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EXTENSION GRANTED TO 05/15/14
Return of Private Foundation
 or Section 4947(a)(1) Nonexempt Charitable Trust
 Treated as a Private Foundation

Form **990-PF**

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.

OMB No 1545-0052

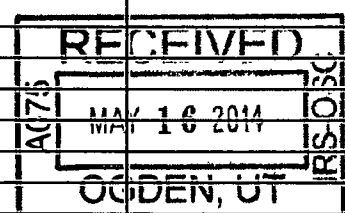
2012

Open to public inspection

For calendar year 2012 or tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

Name of foundation THE REEVES FOUNDATION, INC.		A Employer identification number 58-1792933
Number and street (or P O box number if mail is not delivered to street address) 115 SUMMIT AVENUE	Room/suite	B Telephone number 908-273-2312
City or town, state, and ZIP code SUMMIT, NJ 07901		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 24,796,463.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	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	55,571.		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				
	4 Dividends and interest from securities	471,979.	471,979.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,044,777.			
	b Gross sales price for all assets on line 6a 5,063,730.				
	7 Capital gain net income (from Part IV, line 2)		1,044,777.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	11,155.	11,155.		STATEMENT 2
	12 Total Add lines 1 through 11	1,583,482.	1,527,911.		
	13 Compensation of officers, directors, trustees, etc	136,000.	47,600.		88,400.
	14 Other employee salaries and wages	85,367.	29,878.		55,489.
	15 Pension plans, employee benefits	37,452.	13,108.		24,344.
	16a Legal fees				
	b Accounting fees STMT 3	10,000.	3,500.		6,500.
	c Other professional fees STMT 4	38,894.	38,894.		0.
	17 Interest	1,173.	1,173.		0.
	18 Taxes STMT 5	56,166.	11,319.		20,849.
	19 Depreciation and depletion	9,802.	8,287.		
	20 Occupancy	65,345.	22,871.		42,474.
	21 Travel, conferences, and meetings	35,964.	12,587.		23,377.
22 Printing and publications	902.	316.		586.	
23 Other expenses STMT 6	161,716.	138,465.		22,900.	
24 Total operating and administrative expenses. Add lines 13 through 23	638,781.	327,998.		284,919.	
25 Contributions, gifts, grants paid	969,027.			969,027.	
26 Total expenses and disbursements. Add lines 24 and 25	1,607,808.	327,998.		1,253,946.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-24,326.				
b Net investment income (if negative, enter -0-)		1,199,913.			
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED MAY 23 2014

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012) 8

14480424 758138 581792933

2012.05050 THE REEVES FOUNDATION, INC. 58179291 yf

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	300.	300.	300.	
	2 Savings and temporary cash investments	143,100.	130,813.	130,813.	
	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	2,261.	2,124.	2,124.	
	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 8	20,298,944.	20,183,375.	23,845,540.
	14 Land, buildings, and equipment: basis ▶	68,533.			
	Less: accumulated depreciation	STMT 7	17,470.	15,789.	15,789.
	15 Other assets (describe ▶ STATEMENT 9)	753,204.	801,897.	801,897.	
	16 Total assets (to be completed by all filers)	21,215,279.	21,134,298.	24,796,463.	
	17 Accounts payable and accrued expenses	1,017.			
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 10)	12,729.	10,624.		
	23 Total liabilities (add lines 17 through 22)	13,746.	10,624.		
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	21,201,533.	21,123,674.		
	25 Temporarily restricted				
	26 Permanently restricted				
	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	21,201,533.	21,123,674.			
31 Total liabilities and net assets/fund balances	21,215,279.	21,134,298.			

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	21,201,533.
2 Enter amount from Part I, line 27a	2	-24,326.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	21,177,207.
5 Decreases not included in line 2 (itemize) ▶ EXCESS OF FMV OVER DONOR'S COST	5	53,533.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,123,674.

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 5,063,730.		4,490,636.	1,044,777.

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			1,044,777.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,044,777.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,267,779.	25,669,372.	.049389
2010	1,176,594.	25,289,906.	.046524
2009	1,201,514.	23,512,265.	.051102
2008	1,440,359.	24,556,560.	.058655
2007	1,376,712.	30,044,604.	.045822

2 Total of line 1, column (d)	2	.251492
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	.050298
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	26,324,654.
5 Multiply line 4 by line 3	5	1,324,077.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,999.
7 Add lines 5 and 6	7	1,336,076.
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	1,253,946.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	23,998.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	23,998.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	23,998.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,935.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	26,935.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,937.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 2,937. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

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

Website address **N/A**

14 The books are in care of **J.E. REEVES, JR.** Telephone no. **908-273-2312**
 Located at **115 SUMMIT AVENUE, SUMMIT, NJ** ZIP+4 **07901**

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

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

16	Yes	No
		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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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

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

6b

If "Yes" to 6b, file Form 8870

X

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		136,000.	3,552.	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 VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE - NOT A PRIVATE OPERATING FOUNDATION	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	25,463,107.
b Average of monthly cash balances	1b	442,620.
c Fair market value of all other assets	1c	819,810.
d Total (add lines 1a, b, and c)	1d	26,725,537.
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	26,725,537.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	400,883.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,324,654.
6 Minimum investment return. Enter 5% of line 5	6	1,316,233.

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

1 Minimum investment return from Part X, line 6	1	1,316,233.
2a Tax on investment income for 2012 from Part VI, line 5	2a	23,998.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	23,998.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,292,235.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,292,235.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,292,235.

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	1,253,946.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,253,946.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,253,946.

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

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* Cash in Transit	800,000
Fixed Assets	15,789
Prepays	2,124
Dividends Receivable	1,897
Total	819,810

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,292,235.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,243,577.	
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: ▶ \$ 1,253,946.				
a Applied to 2011, but not more than line 2a			1,243,577.	
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				10,369.
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				1,281,866.
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**

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).)

NONE

- 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:

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				
CHARITABLE CONTRIBUTIONS THRU CHISHOLM FUND PARTNERS, LP				2.
CHARITABLE CONTRIBUTIONS THRU TIFF REALTY AND RESOURCES 2008, LLC				2.
CHARITABLE CONTRIBUTIONS THRU TIFF REALTY AND RESOURCES II, LLC				12.
CHARITABLE CONTRIBUTIONS THRU WILSHIRE U.S. PRIVATE MARKETS FUND VI, LP				11.
SEE ATTACHED STATEMENT A	N/A	PUBLIC CHARITY	SEE ATTACHED	969,000.
Total			3a	969,027.
b Approved for future payment				
SEE ATTACHED STATEMENT B	N/A	PUBLIC CHARITY	SEE ATTACHED	375,333.
Total			3b	375,333.

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

Employer identification number

THE REEVES FOUNDATION, INC.

58-1792933

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization

Employer identification number

THE REEVES FOUNDATION, INC.**58-1792933****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	JOHN E. REEVES, JR. 115 SUMMIT AVE. SUMMIT, NJ 07901	\$ 28,323.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	JOHN E. REEVES, JR. 115 SUMMIT AVE. SUMMIT, NJ 07901	\$ 27,248.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE REEVES FOUNDATION, INC.**58-1792933****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
1	313 SHARES OF EXXON MOBIL CORPORATION	\$ 28,323.	09/13/12
2	445 SHARES OF ILLINOIS TOOL WORKS	\$ 27,248.	09/13/12
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE REEVES FOUNDATION, INC.

58-1792933

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

THE REEVES FOUNDATION, INC.**FORM 990-PF FYE 6/30/13****E.I.N. 58-1792933****STATEMENT A**

ORGANIZATION	PURPOSE	ADDRESS	AMOUNT
American Red Cross	Annual Fund	209 Fairfield Road, Fairfield, NJ 07004	15,000
Centenary College	Capital	400 Jefferson Street, Hackettstown, NJ 07840	250,000
Columbia College	Endowment	1301 Columbia College Drive, Columbia, SC 29203	125,000
Cumberland College	Capital	6191 College Station Dr, Williamsburg, KY 40769	150,000
Gtr New York Council, Boy Scouts of America	Capital/Annual Fund	350 Fifth Avenue, New York, NY 10118	56,000
Overlook Hospital Foundation	Annual Fund	36 Upper Overlook Road, Summit, NJ 07902	6,000
Ronald McDonald House	Annual Fund	405 East 73rd Street, New York, NY 10021	3,000
Summit Volunteer First Aid Squad	Capital	P.O. Box 234, Summit, NJ 07902	125,000
United Methodist Church	Annual Fund	17 Kent Place Boulevard, Summit, NJ 07901	20,000
West Virginia Wesleyan	Capital	59 College Avenue, Buckhannon, WV 26201	100,000
Wingate University	Capital	P.O. Box 3055, Wingate, NC 28174	110,000
Wofford College	Annual Fund	429 North Church Street, Spartanburg, SC 29303	9,000
TOTAL			969,000

THE REEVES FOUNDATION, INC.
FORM 990-PF FYE 6/30/13
E.I.N. 58-1792933
STATEMENT B

ORGANIZATION	PURPOSE	ADDRESS	AMOUNT
Centenary College	Capital	400 Jefferson Street, Hackettstown, NJ 07840	83,333
Cumberland College	Capital	6191 College Station Dr, Williamsburg, KY 40769	75,000
Summit First Aid Squad	Capital	P.O. Box 234, Summit, NJ 07902	125,000
Summit Speech School	Capital	705 Central Avenue, New Providence, NJ 07974	37,000
Wingate University	Capital	P.O. Box 3055, Wingate, NC 28174	55,000
TOTAL			<u>375,333</u>

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	106,000 U.S. TREASURY NOTE, 1.375%, 7/15/18	P	01/23/09	03/18/13
b	91,000 U.S. TREASURY NOTE, 3.75%, 11/15/18	P	01/23/09	03/18/13
c	110,000 U.S. TREASURY NOTE, 1.75%, 1/15/28	P	01/23/09	03/18/13
d	83,000 U.S. TREASURY BOND, 4.375%, 2/15/38	P	01/23/09	03/18/13
e	10,000 U.S. TREASURY NOTE, 2%, 7/15/14	P	01/23/09	03/18/13
f	41,000 U.S. TREASURY BOND, 5.25%, 2/15/29	P	01/23/09	03/18/13
g	39,000 U.S. TREASURY BOND, 5.375%, 2/15/31	P	01/23/09	03/18/13
h	313 SHS EXXON MOBIL CORPORATION	D	VARIOUS	09/19/12
i	445 SHS ILLINOIS TOOL WORKS	D	VARIOUS	09/19/12
j	35,559.613 SHS ING INTERNATIONAL SMALLCAP FUND	P	VARIOUS	05/28/13
k	33,836.770 SHS THORNBURG INTERNATIONAL VALUE FUND	P	VARIOUS	12/19/12
l	1,198.658 SHS VANGUARD 500 INDEX FUND SIGNAL	P	VARIOUS	06/13/13
m	ADVISORY RESEARCH SMALL/MID CAP VALUE EQUITY FUND	P	VARIOUS	VARIOUS
n	CHISHOLM FUND PARTNERS, LP	P	VARIOUS	VARIOUS
o	FARALLON CAPITAL OFFSHORE INVESTORS II HOLDINGS,	P	VARIOUS	VARIOUS

(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 132,726.		103,670.	29,056.
b 105,048.		99,679.	5,369.
c 153,251.		104,209.	49,042.
d 102,988.		98,644.	4,344.
e 12,959.		11,440.	1,519.
f 55,111.		49,971.	5,140.
g 53,796.		48,861.	4,935.
h 28,839.		1,062.	27,777.
i 27,179.		975.	26,204.
j 1,496,704.		1,857,439.	-360,735.
k 955,212.		1,022,868.	-67,656.
l 150,000.		119,425.	30,575.
m			72,482.
n			31,377.
o			47,426.

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			29,056.
b			5,369.
c			49,042.
d			4,344.
e			1,519.
f			5,140.
g			4,935.
h			27,777.
i			26,204.
j			-360,735.
k			-67,656.
l			30,575.
m			72,482.
n			31,377.
o			47,426.

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

THE REEVES FOUNDATION, INC.

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	TIFF REALTY AND RESOURCES II, LLC	P	VARIOUS	VARIOUS
b	TIFF REALTY AND RESOURCES 2008, LLC	P	VARIOUS	VARIOUS
c	WILSHIRE ASSOCIATES PRIVATE MARKET FUND II	P	VARIOUS	VARIOUS
d	WILSHIRE US PRIVATE MARKETS FUND IV, L.P.	P	VARIOUS	VARIOUS
e	WILSHIRE NON-US PRIVATE MARKETS FUND IV, L.P.	P	VARIOUS	VARIOUS
f	WILSHIRE US PRIVATE MARKETES FUND VI, L.P.	P	VARIOUS	VARIOUS
g	WILSHIRE EUROPEAN PRIVATE MARKETS FUND VI, L.P.	P	VARIOUS	VARIOUS
h	6,992.181 SHS WINSTON HEDGED EQUITY FUND, LTD.	P	VARIOUS	06/30/13
i	SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
j	CAPITAL GAINS DIVIDENDS			
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			11,385.
b			11,710.
c			84,927.
d			145,788.
e			50.
f			62,179.
g			4,359.
h	1,701,248.	972,393.	728,855.
i	1,936.		1,936.
j	86,733.		86,733.
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			11,385.
b			11,710.
c			84,927.
d			145,788.
e			50.
f			62,179.
g			4,359.
h			728,855.
i			1,936.
j			86,733.
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	1,044,777.
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-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
ADVISORY RESEARCH SMALL/MID CAP VALUE EQUITY FUND II, L.P. - DIVIDENDS	15,440.	0.	15,440.	
ARTISAN MID CAP FUND - CAPITAL GAIN DIVIDENDS	40,448.	40,448.	0.	
CHISHOLM FUND PARTNERS, L.P. - DIVIDENDS	14,573.	0.	14,573.	
CHISHOLM FUND PARTNERS, L.P. - INTEREST	435.	0.	435.	
DODGE & COX INTERNATIONAL STOCK FUND - DIVIDENDS	41,519.	0.	41,519.	
FARALLON CAPITAL - DIVIDENDS	67,609.	0.	67,609.	
ING INTERNATIONAL SMALLCAP FUND - DIVIDENDS	27,940.	0.	27,940.	
PARK STREET CAPITAL NATURAL RESOURCE FUND V, L.P. - INTEREST	173.	0.	173.	
PIMCO COMMODITY REAL RETURN STRAT FUND - CAPITAL GAIN DIVIDENDS	8,974.	8,974.	0.	
PIMCO COMMODITY REAL RETURN STRAT FUND - DIVIDENDS	20,404.	0.	20,404.	
PIMCO TOTAL RETURN FUND - CAPITAL GAIN DIVIDENDS	27,157.	27,157.	0.	
PIMCO TOTAL RETURN FUND - DIVIDENDS	43,779.	0.	43,779.	
THORNBURG INTERNATIONAL VALUE FUND - DIVIDENDS	3,338.	0.	3,338.	
TIFF REALTY AND RESOURCES 2008, LLC - DIVIDENDS	3,576.	0.	3,576.	
TIFF REALTY AND RESOURCES 2008, LLC - INTEREST	1,335.	0.	1,335.	
TIFF REALTY AND RESOURCES II, LLC - DIVIDENDS	6,259.	0.	6,259.	
TIFF REALTY AND RESOURCES II, LLC - INTEREST	23,699.	0.	23,699.	
VAN ECK GLOBAL HARD ASSETS FUND - CAPITAL GAINS DIVIDENDS	10,154.	10,154.	0.	
VAN ECK GLOBAL HARD ASSETS FUND - DIVIDENDS	4,713.	0.	4,713.	
VANGUARD 500 INDEX FUND SIGNAL - DIVIDENDS	46,050.	0.	46,050.	
VANGUARD BROKERAGE - ACCRUED INTEREST	2,546.	0.	2,546.	
VANGUARD BROKERAGE - INTEREST	33,819.	0.	33,819.	
VANGUARD BROKERAGE - MARKET DISCOUNT INTEREST	3,431.	0.	3,431.	
VANGUARD EMERGING MARKETS STOCK INDEX FUND - DIVIDENDS	32,591.	0.	32,591.	

VANGUARD PRIME MONEY MARKET FUND			
- DIVIDEND	40.	0.	40.
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND SIGNAL - DIVIDENDS	15,656.	0.	15,656.
WILSHIRE ASSOCIATES PRIVATE MARKET FUND II - DIVIDENDS	1,832.	0.	1,832.
WILSHIRE ASSOCIATES PRIVATE MARKET FUND II - INTEREST	2,823.	0.	2,823.
WILSHIRE EUROPEAN PRIVATE MARKETS FUND VI, L.P. - DIVIDENDS	1,055.	0.	1,055.
WILSHIRE EUROPEAN PRIVATE MARKETS FUND VI, L.P. - INTEREST	2,441.	0.	2,441.
WILSHIRE NON-US PRIVATE MARKETS FUND IV, L.P. - DIVIDENDS	1,218.	0.	1,218.
WILSHIRE NON-US PRIVATE MARKETS FUND IV, L.P. - INTEREST	536.	0.	536.
WILSHIRE US PRIVATE MARKETS FUND IV, L.P. - DIVIDENDS	33,549.	0.	33,549.
WILSHIRE US PRIVATE MARKETS FUND IV, L.P. - INTEREST	3,201.	0.	3,201.
WILSHIRE US PRIVATE MARKETS FUND VI, L.P. - DIVIDENDS	11,489.	0.	11,489.
WILSHIRE US PRIVATE MARKETS FUND VI, L.P. - INTEREST	4,910.	0.	4,910.
TOTAL TO FM 990-PF, PART I, LN 4	558,712.	86,733.	471,979.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WILSHIRE NON-US PRIVATE MARKETS FUND IV, L.P. - ORDINARY INCOME	1,357.	1,357.	
WILSHIRE US PRIVATE MARKETS FUND IV, L.P. - ORDINARY LOSS	-481.	-481.	
WILSHIRE ASSOCIATES PRIVATE MARKET FUND II - ORDINARY LOSS	-127.	-127.	
TIFF REALTY AND RESOURCES 2008, LLC - ORDINARY INCOME	750.	750.	
CHISHOLM FUND PARTNERS, LP - ORDINARY INCOME	623.	623.	
TIFF REALTY AND RESOURCES II, LLC - ORDINARY INCOME	5,533.	5,533.	
WILSHIRE US PRIVATE MARKETS FUND VI, L.P. - ORDINARY INCOME	3,702.	3,702.	
WILSHIRE EUROPEAN PRIVATE MARKETS FUND VI, L.P. - ORDINARY LOSS	-285.	-285.	

PARK STREET CAPITAL NATURAL
RESOURCE FUND V, L.P. - ORDINARY
INCOME

	83.	83.
TOTAL TO FORM 990-PF, PART I, LINE 11	11,155.	11,155.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,000.	3,500.		6,500.
TO FORM 990-PF, PG 1, LN 16B	10,000.	3,500.		6,500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CONSULTING FEES	38,894.	38,894.		0.
TO FORM 990-PF, PG 1, LN 16C	38,894.	38,894.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	16,760.	5,866.		10,894.
PAYROLL TAXES	15,315.	5,360.		9,955.
EXCISE TAXES	23,998.	0.		0.
FOREIGN TAXES	93.	93.		0.
TO FORM 990-PF, PG 1, LN 18	56,166.	11,319.		20,849.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UTILITIES	13,249.	4,637.		8,612.
TELEPHONE	2,133.	747.		1,386.
SERVICE CONTRACTS	743.	260.		483.
BANK & CUSTODY FEES	25.	9.		16.
OFFICE SUPPLIES	795.	278.		517.
MAINTENANCE	8,659.	3,031.		5,628.
COMMERCIAL INSURANCE	7,309.	2,558.		4,751.
MISCELLANEOUS	1,212.	424.		788.
POSTAGE	552.	193.		359.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - CHISHOLM FUND PARTNERS, LP	2,860.	2,860.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - WILSHIRE ASSOC PRIVATE MKTS FUND II	10,810.	10,810.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - WILSHIRE US PRIVATE MARKETS FUND IV	15,984.	15,984.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - WILSHIRE NON-US PRIVATE MKTS FD IV	2,395.	2,395.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - TIFF REALTY AND RESOURCES 2008, NONDEDUCTIBLE EXPENSES	7,108. 351.	7,108. 0.		0. 0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - WILSHIRE US PRIVATE MARKETS FUND VI	13,061.	13,061.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - WILSHIRE EUR. PVT MARKETS FUND VI	3,228.	3,228.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - TIFF REALTY AND RESOURCES II, LLC	32,155.	32,155.		0.
SECTION 59 (E)(2) EXP	23,436.	23,436.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - ADVISORY RESEARCH SMALL/MID CAP	11,083.	11,083.		0.
SECTION 179 DEDUCTION	2.	2.		0.
COMPUTER CONSULTING FEES	530.	186.		344.
DEDUCTIONS RELATED TO PORTFOLIO INCOME - PARK ST CAPITAL NATURAL RESOURCE	4,011.	4,011.		0.
FILING FEES	25.	9.		16.
TO FORM 990-PF, PG 1, LN 23	161,716.	138,465.		22,900.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
OFFICE EQUIPMENT	10,500.	10,500.	0.	0.
COMPUTER PERIPHERAL	2,805.	2,805.	0.	0.
COMPUTER PERIPHERAL	228.	228.	0.	0.
COMPUTER	1,690.	1,690.	0.	0.
PRINTER	648.	648.	0.	0.
OFFICE FURNITURE	2,184.	2,184.	0.	0.
PHONE SYSTEMS	2,550.	2,549.	1.	1.
CABINETS AND LOCKS	1,630.	1,630.	0.	0.
MICROWAVE	101.	101.	0.	0.
RUGS	5,933.	4,248.	1,685.	1,685.
COMPUTER & PRINTER	2,658.	2,658.	0.	0.
COPIER	1,200.	1,200.	0.	0.
FAX MACHINE	300.	300.	0.	0.
COMPUTER & PRINTER	1,783.	1,783.	0.	0.
SIDEWALK IMPROVEMENTS	500.	208.	292.	292.
COMPUTER CABLE AND EQUIPMENT	220.	220.	0.	0.
COMPUTER CABLE AND EQUIPMENT	250.	250.	0.	0.
ROOF IMPROVEMENTS	200.	74.	126.	126.
ROOF	18,350.	6,731.	11,619.	11,619.
TYPEWRITER	149.	149.	0.	0.
BLINDS	410.	134.	276.	276.
COPIER	695.	695.	0.	0.
COMPUTER	850.	850.	0.	0.
COMPUTER	900.	900.	0.	0.
BOILER	7,816.	7,446.	370.	370.
COMPUTER	885.	885.	0.	0.
PRINTER	599.	599.	0.	0.
COMPUTER EQUIPMENT	749.	550.	199.	199.
OFFICE EQUIPMENT	425.	248.	177.	177.
OFFICE EQUIPMENT	675.	259.	416.	416.
COMPUTER EQUIPMENT	650.	22.	628.	628.
TO 990-PF, PART II, LN 14	68,533.	52,744.	15,789.	15,789.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PIMCO TOTAL RETURN DOM. FIXED	COST	1,101,213.	1,114,065.
CHISHOLM FUND PARTNERS, LP	COST	172,698.	175,860.
WILSHIRE ASSC PRIVATE MRKT FUND II	COST	127,460.	129,523.
VANGUARD 500 INDEX SIGNAL	COST	1,754,010.	2,150,550.
FARALLON CAPITAL OFFSHORE CL A	COST	590,085.	2,889,547.
WILSHIRE US PRIVATE MRKT FUND IV	COST	561,865.	713,113.
WILSHIRE NON-US PRIVATE MRKT FUND IV	COST	17,752.	48,155.
WINSTON HEDGED EQUITY FUND	COST	0.	0.
ARTISAN FUNDS	COST	592,772.	1,018,860.
WINSTON GLOBAL FUND, LTD	COST	1,872,497.	1,678,102.
WILSHIRE US PRIVATE MRKT FUND VI	COST	454,715.	574,855.
WILSHIRE EUROPEAN PRIVATE MRKT	COST	105,761.	126,065.
TIFF REALTY AND RESOURCES II	COST	1,564,767.	1,799,596.
DODGE & COX FUNDS	COST	2,230,498.	2,073,159.
ARCHSTONE MARKET NEUTRAL STRATEGIES	COST	1,565,041.	1,865,218.
ING INTERNATIONAL SMALL CAP	COST	0.	0.
TIFF REALTY AND RESOURCES 2008	COST	296,237.	355,189.
ADVISORY RESEARCH SMALL/MID CAP	COST	564,430.	939,377.
US TIPS; 2.000%; DUE 07/15/14	COST	91,517.	101,891.
US TIPS; 2.375%; DUE 01/15/17	COST	101,440.	118,875.
US TIPS; 1.375%; DUE 07/15/18	COST	0.	0.
US TIPS; 2.000%; DUE 01/15/26	COST	102,317.	135,304.
US TIPS; 1.750%; DUE 01/15/28	COST	0.	0.
US TIPS; 3.375%; DUE 04/15/32	COST	103,032.	128,819.
US TREASURY NOTE; 1.500%; DUE 12/31/13	COST	99,317.	100,680.
US TREASURY NOTE; 3.750%; DUE 11/15/18	COST	0.	0.
US TREASURY BOND; 6.250%; DUE 08/15/23	COST	97,757.	101,983.
US TREASURY BOND; 5.250%; DUE 02/15/29	COST	48,752.	50,888.
US TREASURY BOND; 5.375%; DUE 02/15/31	COST	48,861.	50,804.
US TREASURY BOND; 4.375%; DUE 02/15/38	COST	0.	0.
VANGUARD EMERGING MARKETS STOCK INDEX FUND	COST	1,054,003.	910,607.
THORNBURG INTERNATIONAL VALUE FUND	COST	0.	0.
PIMCO COMMODITY REAL RETURN STRAT FUND	COST	1,036,610.	839,720.
VAN ECK GLOBAL HARD ASSETS FUND	COST	1,014,868.	950,843.
PARK STREET CAPITAL NATURAL RESOURCE FUND	COST	96,987.	90,523.
ACADIAN INTERNATIONAL SMALL CAP FUND	COST	1,500,000.	1,443,415.

VANGUARD TOTAL INTERNATIONAL STOCK	COST		
INDEX SIGNAL		1,015,656.	1,002,959.
FLAG GLOBAL PARTNERS, LP	COST	200,457.	166,995.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,183,375.	23,845,540.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CASH IN TRANSIT	750,000.	800,000.	800,000.
DIVIDENDS RECEIVABLE	3,204.	1,897.	1,897.
TO FORM 990-PF, PART II, LINE 15	753,204.	801,897.	801,897.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX WITHHELD	-335.	-1,439.
EXCISE TAX PAYABLE	13,064.	12,063.
TOTAL TO FORM 990-PF, PART II, LINE 22	12,729.	10,624.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
J.E. REEVES, JR. 115 SUMMIT AVE., SUMMIT, NJ	PRES./TREAS. 40.00	135,000.	* 3,552.	0.
CAROLYN STRONG 115 SUMMIT AVE., SUMMIT, NJ	V. PRES./SEC 1.00	0.	0.	0.
JANE R. MAHELIS 115 SUMMIT AVE., SUMMIT, NJ	DIRECTOR 1.00	0.	0.	0.
JOHN E. REEVES, III 115 SUMMIT AVE., SUMMIT, NJ	DIRECTOR 1.00	400.	0.	0.
KATHERINE MERCER REEVES 115 SUMMIT AVE., SUMMIT, NJ	DIRECTOR 1.00	200.	0.	0.
DAPHNE WAGNER 115 SUMMIT AVE., SUMMIT, NJ	DIRECTOR 1.00	400.	0.	0.

* MEDICAL INS. PREMIUMS AND DENTAL

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

136,000.	3,552.	0.
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Asset Number	Description of property							
	Date placed in service	Method/IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
1	OFFICE EQUIPMENT							
	081588	SL	5.00	16	10,500.		10,500.	0.
2	COMPUTER PERIPHERAL							
	091589	SL	5.00	16	2,805.		2,805.	0.
3	COMPUTER PERIPHERAL							
	021593	SL	5.00	16	228.		228.	0.
4	COMPUTER							
	121592	SL	5.00	16	1,690.		1,690.	0.
6	PRINTER							
	061593	SL	5.00	16	648.		648.	0.
7	OFFICE FURNITURE							
	063088	SL	7.00	16	2,184.		2,184.	0.
8	PHONE SYSTEMS							
	091589	SL	7.00	16	2,550.		2,549.	0.
9	CABINETS AND LOCKS							
	061590	SL	7.00	16	1,630.		1,630.	0.
10	MICROWAVE							
	111591	SL	7.00	16	101.		101.	0.
11	RUGS							
	121590	SL	31.50	16	5,933.		4,060.	188.
12	COMPUTER & PRINTER							
	053196	SL	5.00	16	2,658.		2,658.	0.
13	COPIER							
	081596	SL	5.00	16	1,200.		1,200.	0.
14	FAX MACHINE							
	013098	SL	5.00	16	300.		300.	0.
15	COMPUTER & PRINTER							
	033198	SL	5.00	16	1,783.		1,783.	0.
16	SIDEWALK IMPROVEMENTS							
	081597	SL	39.00	16	500.		195.	13.
17	COMPUTER CABLE AND EQUIPMENT							
	101598	SL	5.00	16	220.		220.	0.
18	COMPUTER CABLE AND EQUIPMENT							
	113098	SL	5.00	16	250.		250.	0.
19	ROOF IMPROVEMENTS							
	101598	SL	39.00	16	200.		69.	5.
20	ROOF							
	031699	SL	39.00	16	18,350.		6,260.	471.
21	TYPEWRITER							
	012301	SL	5.00	16	149.		149.	0.
22	BLINDS							
	051501	SL	39.00	16	410.		123.	11.
23	COPIER							
	090401	SL	5.00	16	695.		695.	0.
24	COMPUTER							
	111501	SL	5.00	16	850.		850.	0.
25	COMPUTER							
	031403	SL	5.00	16	900.		900.	0.
26	BOILER							
	110106	SL	7.00	16	7,816.		6,329.	1,117.
27	COMPUTER							
	081507	SL	5.00	16	885.		870.	15.
28	PRINTER							
	063008	SL	5.00	16	599.		480.	119.

216261
05-01-12

- Current year section 179 (D) - Asset disposed

990-PF

216261
05-01-12

29

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE REEVES FOUNDATION, INC.	Employer identification number (EIN) or 58-1792933
	Number, street, and room or suite no. If a P O box, see instructions 115 SUMMIT AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SUMMIT, NJ 07901	

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

04

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

J.E. REEVES, JR.

- The books are in the care of ► **115 SUMMIT AVENUE - SUMMIT, NJ 07901**

Telephone No ► **908-273-2312**

FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year _____ or

► ☒ tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	26,935.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	11,935.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	15,000.

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.

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE REEVES FOUNDATION, INC.	58-1792933
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	115 SUMMIT AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	SUMMIT, NJ 07901	

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

04

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

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

J.E. REEVES, JR.

• The books are in the care of **115 SUMMIT AVENUE - SUMMIT, NJ 07901**

Telephone No. **908-273-2312**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2014**

5 For calendar year , or other tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

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

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	26,935.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	26,935.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature

Title **C.P.A.**

Date **1/22/14**

Form 8868 (Rev. 1-2013)