Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 12/01 , 2012, and ending 11/30, 2013

Name of foundation
CRAB TREE FARM FOUNDATION

A Employer identification number
36-4052065

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 800 - C/O NANCY NOVIT

B Telephone number (see instructions)
(518) 640-5000

City or town, state, and ZIP code
LAKE BLUFF, IL 60044

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☒ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 30,899,380.

J Accounting method ☒ Cash ☐ Accrual
☐ 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 ▶ ☐

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))*

	Line	Description	(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)	439,335.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	94.	94.	94.	ATCH 1
	4	Dividends and interest from securities	80,868.	80,868.	80,868.	ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-25,501.			
	b	Gross sales price for all assets on line 6a 684,147.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain			150.	
	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) ATCH 3	2,915.		2,915.	
	12	**Total.** Add lines 1 through 11	497,711.	80,962.	84,027.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages	42,280.			42,280.
	15	Pension plans, employee benefits	2,357.			2,357.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest ATCH 4	22.			22.
	18	Taxes (attach schedule) (see instructions) ATCH 5	6,497.			3,497.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	19,669.			19,669.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	167,817.	5,648.		162,044.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	238,642.	5,648.		229,869.
	25	Contributions, gifts, grants paid	50,938.			50,938.
	26	**Total expenses and disbursements.** Add lines 24 and 25	289,580.	5,648.		280,807.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	208,131.			
	b	**Net investment income** (if negative, enter -0-)		75,314.		
	c	**Adjusted net income** (if negative, enter -0-)			84,027.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	3,378.	1,579.	1,579.
2 Savings and temporary cash investments	358,849.	205,642.	205,642.
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)		10,000.	ATCH 7 10,038.
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 8	1,115,785.	1,005,170.	1,005,318.
c Investments - corporate bonds (attach schedule) ATCH 9	1,377,146.	1,570,806.	1,548,650.
11 Investments - land, buildings, and equipment basis ▶ 3,222,645. Less accumulated depreciation (attach schedule) ▶	3,222,645.	3,222,645.	3,222,645.
12 Investments - mortgage loans			
13 Investments - other (attach schedule) ATCH 10	750,000.	550,000.	924,331.
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 11)	23,441,004.	23,981,177.	23,981,177.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	30,268,807.	30,547,019.	30,899,380.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ ATCH 12)	1,140.	1,269.	
23 **Total liabilities** (add lines 17 through 22)	1,140.	1,269.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	25,607,246.	25,885,329.	
25 Temporarily restricted			
26 Permanently restricted	4,660,421.	4,660,421.	
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see instructions)	30,267,667.	30,545,750.	
31 **Total liabilities and net assets/fund balances** (see instructions)	30,268,807.	30,547,019.	

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	30,267,667.
2 Enter amount from Part I, line 27a	2	208,131.
3 Other increases not included in line 2 (itemize) ▶ ATCH 13	3	69,952.
4 Add lines 1, 2, and 3	4	30,545,750.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,545,750.

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	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

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				

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	-25,501.
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	150.

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	250,719.	3,705,999.	0.067652
2010	307,683.	3,921,274.	0.078465
2009	198,858.	3,979,981.	0.049965
2008	360,744.	3,813,917.	0.094586
2007	340,318.	4,388,947.	0.077540

2	**Total** of line 1, column (d)	2	0.368208
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	0.073642
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,646,352.
5	Multiply line 4 by line 3	5	268,525.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	753.
7	Add lines 5 and 6	7	269,278.
8	Enter qualifying distributions from Part XII, line 4	8	312,568.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	753.
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	
3	Add lines 1 and 2	3	753.
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	753.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . 6a 2,163.		
b	Exempt foreign organizations - tax withheld at source 6b		
c	Tax paid with application for extension of time to file (Form 8868) 6c		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,163.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,410.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,410. **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL,			
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*	8b	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*	9	X	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ AYCO CO LP-NATIONAL TAX GROUP Telephone no ▶ 518-640-5000

Located at ▶ 25 BRITISH AMERICAN BLVD LATHAM, NY ZIP+4 ▶ 12110

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	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? ☒ Yes ☐ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on 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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	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? **6b**		X
	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? **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 (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
ATCH 14		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
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 EXPENSES PER PART I, COLUMN (D) (SEE FOOTNOTES)	280,807.
2 AMOUNTS PAID TO ACQUIRE ARTS AND CRAFTS PIECES	31,761.
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 N/A	
2	
All other program-related investments See instructions	
3 NONE	
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	2,554,220.
b	Average of monthly cash balances	1b	94,551.
c	Fair market value of all other assets (see instructions)	1c	1,053,109.
d	**Total** (add lines 1a, b, and c)	1d	3,701,880.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,701,880.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	55,528.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,646,352.
6	**Minimum investment return.** Enter 5% of line 5	6	182,318.

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

1	Minimum investment return from Part X, line 6			1	
2a	Tax on investment income for 2012 from Part VI, line 5	2a			
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	
3	Distributable amount before adjustments Subtract line 2c from line 1			3	
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	
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	

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	280,807.
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	31,761.
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	312,568.
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	753.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	311,815.

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				
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only				
b	Total for prior years 20____,20____,20____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008				
c	From 2009				
d	From 2010				
e	From 2011				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $				
a	Applied to 2011, but not more than line 2a				
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				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
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	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)

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 [X] 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	84,027.	104,329.	113,384.	127,828.	429,568.
b 85% of line 2a	71,423.	88,680.	96,376.	108,654.	365,133.
c Qualifying distributions from Part XII, line 4 for each year listed	312,568.	250,719.	308,685.	198,858.	1,070,830.
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	312,568.	250,719.	308,685.	198,858.	1,070,830.
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	121,545.	123,533.	130,709.	132,666.	508,453.
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))

ATTACHMENT 15

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 ▶ [X] 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*				
ATCH 16				
Total . . . . . . ▶ **3a**				50,938.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue.					
a ARTS & MUSEUM TOURS					2,819.
b SALE OF BOOKS					96.
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	94.	
4 Dividends and interest from securities			14	80,868.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-25,501.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				55,461.	2,915.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 58,376.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1A	GUIDED ART AND MUSEUM TOURS CONTRIBUTE TO THE EDUCATION
	MISSION OF THE ORGANIZATION.
1B	SALE OF BOOKS DEVOTED TO EDUCATION REGARDING VARIOUS
	ASPECTS OF THE ARTS AND CRAFTS PERIOD.

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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] 10.15.14 President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	[signature]	10/13/14		P00642891

Firm's name ▶ THE AYCO COMPANY, LP — Firm's EIN ▶ 33-1187432

Firm's address ▶ PO BOX 15014 ALBANY, NY 12212-5014 — Phone no 518-640-5000

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
CRAB TREE FARM FOUNDATION	36-4052065

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)

Name of organization CRAB TREE FARM FOUNDATION

Employer identification number 36-4052065

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 H. BRYAN C/O AYCO CO - NTG PO BOX 15014 ALBANY, NY 12212-5014	$ 439,335.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization CRAB TREE FARM FOUNDATION

Employer identification number 36-4052065

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	TAPESTRY COLLECTION	$ 439,335.	12/31/2012
		$	
		$	
		$	
		$	
		$	

Name of organization CRAB TREE FARM FOUNDATION

Employer identification number 36-4052065

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. See instructions.) ▶ $

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

(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

(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

(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

CRAB TREE FARM FOUNDATION 36-4052065

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2,148.	
		BERKSHIRE 4.6% 5/15/13 PROPERTY TYPE: SECURITIES				P	01/26/2009	05/15/2013
100,000.		102,764.					-2,764.	
		NORTHERN TRUST 4.625% 5/1/14 PROPERTY TYPE: SECURITIES				P	04/28/2009	05/08/2013
104,124.		100,000.					4,124.	
		ELECTRONIC DATA SYSTEMS CORP PROPERTY TYPE: SECURITIES				P	02/06/2009	08/01/2013
125,000.		135,715.					-10,715.	
		THE WALT DISNEY CO. 4.5% 12/15/13 PROPERTY TYPE: SECURITIES				P	02/06/2009	10/01/2013
100,818.		103,875.					-3,057.	
		GS HIGH YIELD FUND INSTIT. SHS. PROPERTY TYPE: SECURITIES				P	VAR	03/04/2013
11,046.		10,896.					150.	
		GS HIGH YIELD FUND INSTIT. SHS. PROPERTY TYPE: SECURITIES				P	VAR	03/04/2013
125,161.		123,210.					1,951.	
		GS GROWTH STRATEGY PORT. SHS. PROPERTY TYPE: SECURITIES				P	VAR	VAR
115,000.		132,313.					-17,313.	
		SALE OF RUG PROPERTY TYPE: OTHER				P	VAR	VAR
850.		875.					-25.	
TOTAL GAIN(LOSS)							-25,501.	

Crab Tree Farm Foundation

Schedule B, Part II, item 1(a)

Item #	Description	FMV	Cost	Date Paid (
1	A PAIR OF APPLIQUED AND EMBROIDERED CURTAINS	$ 2,500 00	$ 1,600 00	January 8th, 1987
2	AN EMBROIDERED APPLIQUED WORK BAG	$ 150 00	$ 125 00	January 8th, 1987
3	AN EMBROIDERED LINEN BEDSPREAD AND PILLOW SHAM	$ 4,000 00	$ 2,000 00	September 19th, 1
4	A FLORAL COTTON PORTIÈRE	$ 1,500 00	$ 763 83	September 15th, 1
5	"DIAGONAL TRAIL" WOVEN WOOLEN CURTAINS AND VALANCE	$ 7,500 00	$ 5,455 00	November 28th, 1
6	AN APPLIQUED AND EMBROIDERED BEDSPREAD	$ 3,800 00	$ 3,083 40	March 13th, 1989
7	"TRINITAS" WOVEN WOOL AND COTTON FABRIC	$ 200 00	$ 50 00	October 9th, 1989
8	AN APPLIQUÉ AND EMBROIDERED TABLE SCARF IN THE "GINKO" DESIGN	$ 4,000 00	$ 3,300 00	December 14th, 19
9	AN EMBROIDERED LINEN BEDSPREAD IN THE "ZINNIA" DESIGN	$ 3,500 00	$ 2,500 00	November 12th, 1
10	TWO-PIECE ENSEMBLE, DRESS AND COAT	$ 500 00	$ 450 00	April 8th, 1991
11	BROWN LINEN DRESS WITH CORDING AND UNDERSLEEVES	$ 300 00	$ 300 00	April 8th, 1991
12	MAN'S TAN LINEN MOTORING DUSTER	$ 200 00	$ 450 00	April 8th, 1991
13	SIX LINEN DAMASK TOWELS WITH STYLIZED DEER	$ 150 00	$ 150 00	April 5th, 1991
14	THREE RED STRIPED CREAM IRISH LINEN GLASS TOWELS	$ 40 00	$ 60 00	April 5th, 1991
15	SIX YARDS IRISH LINEN WITH YELLOW STRIPE	$ 100 00	$ 75 00	April 5th, 1991
16	AN AMERICAN EMBROIDERED LINEN BAG	$ 50 00	$0-gift	May 20th, 1991
17	DARK BLUE RAW SILK DRESS SKIRT WITH TWO BODICES	$ 200 00	$ 375 00	May 23rd, 1991
18	BROWN STRAW HAT WITH SILK FLOWERS AND FRUIT	$ 100 00	$ 150 00	May 23rd, 1991
19	SUEDE BUTTON-UP CALF-LENGTH BOOTS	$ 150 00	$ 400 00	May 23rd, 1991
20	TWO-PIECE LINEN LADY'S MOTORING OUTFIT	$ 250 00	$ 200 00	May 23rd, 1991
21	TWO LIBERTY OF LONDON FABRIC PILLOWS	$ 1,000 00	$ -	----------------------
22	A TABLE SCARF IN THE "MAGNOLIA" DESIGN	$ 4,000 00	$ 3,000 00	October 21st, 1991
23	A TABLE SCARF IN THE "CRAB APPLE" DESIGN	$ 3,500 00	$ 1,800 00	December 2nd, 19
24	ANTIQUE JAPANESE SILK ROBE	$ 20 00	$0-gift	December 31st, 19
25	MOTORING GOGGLES	$ 5 00	$0-gift	February 20th, 199
26	ROLLER SKATES	$ 40 00	$ 600 00	March 16th, 1992
27	MAN'S THREE-PIECE BLACK AND WHITE WOVEN SUIT	$ 300 00	$ 700 00	May 18th, 1992
28	AMERICAN LINEN WORKBAG	$ 75 00	$0-gift	Jun 22nd, 1992
29	ICE SKATES	$ 40 00	$ 200 00	Jun 22nd, 1992
30	EMBROIDERED PERIOD LINENS	$ 40 00	$0-gift	December 29th, 19
31	AN AMERICAN EMBROIDERED LINEN BAG	$ 120 00	$0-gift	May 20th, 1991
32	PRINCETON CREW JACKET AND HAT	$ 120 00	$0-gift	January 8th, 1993
33	BROWN LEATHER ICE SKATES	$ 20 00	$0-gift	----------------------
34	AN EMBROIDERED SILK PANEL	$ 1,200 00	$ 1,386 05	February 2nd, 199
35	LIBERTY OF LONDON PRINTED BEDSPREAD	$ 500 00	$ 364 75	February 2nd, 199
36	A LENGTH OF COTTON BROCADE WITH STYLIZED WOOL EMBROIDERY	$ 600 00	$ 406 36	February 2nd, 199
37	A LINEN EMBROIDERED SHOE BAG	$ 240 00	$ 72 95	February 2nd, 199
38	SIX COCKTAIL NAPKINS IN THE "CHINA TREE" DESIGN	$ 4,200 00	$ 1,500 00	June 1st, 1993
39	A TABLE SCARF IN THE "TEAZLE" DESIGN	$ 3,800 00	$ 1,500 00	June 18th, 1993
40	ACCORDIAN FOLDED FAN	$ 20 00	$0-gift	August 5th, 1993
41	AN EMBROIDERED PANEL	$ 1,200 00	$ 1,262 17	August 10th, 1993
42	PANEL OF WOVEN SILK AND WOOL	$ 2,000 00	$ 1,281 00	August 16th, 1993
43	A TABLE SQUARE IN THE "CHINA TREE" DESIGN	$ 2,500 00	$ 1,450 00	October 5th, 1993
44	ANTIQUE ENGLISH FABRIC COVERED FRAME	$ 600 00	$ 600 00	March 8th, 1994
45	TAN SILK EMBROIDERED CAPELET	$ 300 00	$ 250 00	May 17th, 1994
46	MAN'S WOOL TWEED THREE-PIECE SUIT	$ 250 00	$ 550 00	May 17th, 1994
47	MORETON MADRAS MUSLIN CURTAINS	$ 1,500 00	$ 1,160 63	August 12th, 1994
48	AN EMBROIDERED LINEN RUNNER	$ 150 00	$ 116 06	August 12th, 1994
49	AN EMBROIDERED LINEN RUNNER, POSSIBLY FOR PIANO	$ 150 00	$ 116 06	August 12th, 1994
50	AN EMBROIDERED LINEN PANEL OF FOUR RED AND BLUE FLOWERS	$ 80 00	$ 61 90	August 12th, 1994
51	AN EMBROIDERED LINEN TABLE SQUARE OF THE GLASGOW SCHOOL	$ 120 00	$ 116 06	August 12th, 1994
52	AN EMBROIDERED LINEN TABLE SQUARE	$ 150 00	$ 116 06	August 12th, 1994
53	PINK WOVEN SILK DOUBLE CLOTH	$ 300 00	$ 154 75	August 12th, 1994
54	A PAIR OF CURTAIN PANELS IN THE "PINE CONE" PATTERN	$ 4,500 00	$ 2,250 00	January 22nd, 199
55	SILK AND LINEN EMBROIDERED PANEL	$ 200 00	$ 570 00	June 13th, 1995
56	AN EMBROIDERED PANEL	$ 3,000 00	$ 239 55	June 13th, 1995
57	A WOVEN PORTIÈRE, DOUBLE WOOL CLOTH	$ 45 00	$ 3,992 50	June 13th, 1995
58	SILK TEA COZY	$ 300 00	$0-gift	June 13th, 1995
59	EMBROIDERED PICTURE WITH TUDOR ROSES	$ 800 00	$ 263 67	September 11th, 1
60	EMBROIDERED PICTURE OF WOMAN IN APRON AND BONNET	$ 100 00	$ 2,370 00	September 11th, 1
61	AN EMBROIDERED TEA CLOTH	$ 200 00	$ 186 12	September 11th, 1
62	AN EMBROIDERED TABLE CLOTH	$ 3,000 00	$ 462 42	December 6th, 199
63	AN EMBROIDERED PILLOW SLIP	$ 800 00	$ 123 34	September 5th, 19
64	APPLIQUED TABLE RUNNER	$ 3,000 00	$ 308 28	December 6th, 199
65	WOOL WOVEN WITH JAPONNERIE DESIGN	$ 2,000 00	$ 2,151 38	September 1st, 19
66	PAIR OF WOVEN PANELS TITLED "THE OWL" BY CFA VOYSEY	$ 10,000 00	$ 6,778 80	January 7th, 1997
67	A GROUP OF LIBERTY'S CLOTHING	$ 600 00	$ 1,823 38	March 20th, 1997
68	A PANEL OF COTTON VELVET PRINTED IN THE "CHERWELL" DESIGN	$ 1,500 00	$ 6,596 40	December 10th, 19

69	WOVEN WOOL CURTAINS, BY ARTHUR H LEE & SONS	$ 1,000 00	$ 570 00	September 28th, 19
70	SET OF FOUR "PEACOCK & DRAGON" CURTAINS	$ 800 00	$ 15,030 00	March 30th, 1998
71	A GLASGOW STYLE EMBROIDERED PICTURE FRAME	$ 3,000 00	$ 1,002 00	March 30th, 1998
72	PLATEAU BAG, COLUMBIA RIVER, MADE FROM CORN HUSKS	$ 3,000 00	$ 2,750 00	April 6th, 1998
73	PLATEAU BAG WITH HANDLE, MADE FROM CORN HUSKS	$ 2,000 00	$ 2,150 00	----------------------
74	AN ARTS & CRAFTS APPLIQUÉD AND EMBROIDERED LINEN CUSHION COVER	$ 2,000 00	$ 1,079 97	May 5th, 1998
75	A SET OF THREE SILVER STUDIO WOVEN CURTAINS	$ 3,000 00	$ 4,312 10	Octomber 11th, 19
76	MORRIS & CO FURNISHING FABRIC, DESIGN "EVENLODE"	$ 1,500 00	$ 3,648 70	Octomber 11th, 19
77	A LONG LENGTH OF PRINTED SILK	$ 4,500 00	$ 2,740 05	November 30th, 19
78	IVORY APPLIQUÉD LINEN BREADSPREAD	$ 800 00	$ 3,161 60	November 30th, 19
79	SCOTTISH TEXTILE WALL HANGING OR PORTIERE	$ 180 00	$ 6,500 00	November 24th, 19
80	ONE PIECE OF MORRIS FABRIC IN "HELENA" DESIGN	$ 1,500 00	$ 3,701 72	December 18th, 19
81	EMBROIDERED "HORSE CHESTNUT TREE" LINEN PANEL	$ 4,000 00	$ 2,457 75	December 21st, 19
82	A MORETON TABLE COVER	$ 2,500 00	$ 622 63	December 21st, 19
83	A GLASGOW SCHOOL EMBROIDERED TABLE RUNNER	$ 300 00	$ 163 84	January 11th, 1999
84	A LONG PANEL OF ALEXANDER MORETON WOVEN SILK AND WOOL DOUBLE CLOTH	$ 750 00	$ 2,448 00	March 15th, 1999
85	A PAIR OF WOVEN WOOL CURTAINS	$ 800 00	$ 5,645 50	May 25th, 1999
86	A GLASGOW SCHOOL APPLIQUÉD AND EMBROIDERED BEDSPREAD	$ 2,000 00	$ 4,449 20	June 21st, 1999
87	A GLASGOW STYLE EMBROIDERED LINEN BOOKCOVER	$ 2,000 00	$ 444 92	June 21st, 1999
88	AN ALPHABET SAMPLER, INSPIRED BY KATE GREENWAY	$ 6,000 00	$ 1,509 55	June 21st, 1999
89	MORRIS & CO FURNISHING FABRIC, "HELENA" DESIGN	$ 1,000 00	$ 1,250 00	July 7th, 1999
90	MORRIS & CO "DOVE & ROSE" DESIGN FURNISHING FABRIC	$ 1 000 00	$ 2,545 76	July 28th, 1999
91	MORRIS & CO "VINE" DESIGN WOVEN FURNISHING FABRIC	$ 1,200 00	$ 2,386 65	July 28th, 1999
92	SILVER STUDIO VELVETEEN PANEL IN "TULIPS" DESIGN	$ 500 00	$ 6,364 40	July 28th, 1999
93	A QUILTED BEDSPREAD IN PRINTED COTTON	$ 100 00	$ 2,084 38	October 20th, 199
94	A PAIR OF PRINTED COTTON CURTAINS "BRER RABBIT" DESIGN, BY WILLIAM MORRIS	$ 800 00	$ 1,540 90	December 3rd, 199
95	A SAMPLE LENGTH OF MORRIS & CO FURNISHING FABRIC, DESIGN "EVENLODE"	$ 300 00	$ 1,946 40	December 3rd, 199
96	A SILKWORK PICTURE AFTER A DESIGN BY WALTER CRANE	$ 500 00	$ 859 20	March 12th, 2001
97	AN EMBROIDERED VELVET CUSHION COVER	$ 800 00	$ 117 36	March 12th, 2001
98	AN ARTS & CRAFTS EMBROIDERED PANEL	$ 300 00	$ 1,718 40	March 12th, 2001
99	A PANEL OF LIBERTY'S PRINTED COTTON "HERA" OR "PEACOCK FEATHER" FABRIC	$ 1,800 00	$ 429 66	December 2nd, 20(
100	A SCOTTISH SCHOOL LEATHER BLOTTER	$ 500 00	$ 1,360 59	December 2nd, 20(
101	AN EMBROIDERED PICTURE OF GIRLS BLOWING BUBBLES	$ 1,500 00	$ 501 27	December 2nd, 20(
102	WOVEN WOOL FURNISHING FABRIC	$ 500 00	$ 1,740 00	April 18th, 2002
103	TWO PILLOW SHAMS OF THE GLASGOW SCHOOL	$ 500 00	$ 725 25	April 18th, 2002
104	A GLASGOW SCHOOL LINEN APPLIQUÉD BEDSPREAD	$ 100 00	$ 2,118 16	June 8th, 2002
105	HAND-BLOCKED WALLPAPER OF "THE BRAMLEY" DESIGN	$ 200 00	$ 650 00	November 18th, 2(
106	A MOIRE SILK APPLIQUE AND EMBROIDERED RUNNER	$ 120 00	$ 1,768 25	January 14th, 2003
107	FOUR EMBROIDERED PIN CUSHIONS	$ 200 00	$ 795 00	April 24th, 2003
108	AN ARTS & CRAFTS WOVEN WOOLEN CHILD'S BLANKET	$ 200 00	$ 795 00	April 24th, 2003
109	LADIES BLOUSE WITH EMBROIDERED COLLAR	$ 180 00	$ 225 00	March 2nd, 2003
110	ARTS & CRAFTS PILLOW	$ 180 00	$ 475 00	March 2nd, 2003
111	ARTS & CRAFTS WORK BAG, BY ALICE B QUARTES	$ 300 00	$ 225 00	March 2nd, 2003
112	ARTS & CRAFTS TABLE SQUARE	$ 120 00	$ 400 00	May 8th, 2003
113	EMBROIDERED TABLE SCARF WITH FRINGE	$ 200 00	$ 350 00	May 8th, 2003
114	TWO EMBROIDERED ARTS & CRAFTS PURSES	$ 250 00	$ 250 00	May 8th, 2003
115	TWO EMBROIDERED ARTS & CRAFTS PURSES	$ 1,500 00	$ 275 00	May 8th, 2003
116	EMBROIDERED ARTS & CRAFTS LOT, INCLUDING TIE RACK AND TWO WORK BAGS	$ 1,500 00	$ 250 00	May 8th, 2003
117	ARTS & CRAFTS PURSE	$ 500 00	$ 200 00	May 8th, 2003
118	ARTS & CRAFTS PILLOW	$ 200 00	$ 375 00	May 8th, 2003
119	ARTS & CRAFTS PILLOW WITH FRINGE	$ 500 00	$ 375 00	May 8th, 2003
120	APPLIQUED AND EMBROIDERED BEDSPREAD	$ 100 00	$ 1,000 00	May 8th, 2003
121	THREE ARTS & CRAFTS BAGS	$ 400 00	-----------	----------------
122	ARTS & CRAFTS OVAL MAT	$ 300 00	$ 325 00	May 8th, 2003
123	ARTS & CRAFTS PILLOW	$ 200 00	$ 325 00	May 8th, 2003
124	ARTS & CRAFTS PILLOW, ORIGINALLY DESIGNED AS A LAUNDRY BAG	$ 150 00	$ 650 00	May 8th, 2003
125	ARTS & CRAFTS PILLOW	$ 180 00	$ 250 00	May 8th, 2003
126	THREE ARTS & CRAFTS BAGS	$ 400 00	$ 375 00	May 8th, 2003
127	ARTS & CRAFTS TABLE RUNNER	$ 500 00	$ 200 00	May 8th, 2003
128	ARTS & CRAFTS RUNNER	$ 900 00	$ 150 00	May 8th, 2003
129	TWO ARTS & CRAFTS TABLE MATS	$ 3,000 00	$ 150 00	May 8th, 2003
130	ARTS & CRAFTS ROUND MAT	$ 450 00	$ 325 00	May 8th, 2003
131	AN ARTS & CRAFTS LINEN, OPENWORK EMBROIDERY TABLE COVER	$ 150 00	$ 911 46	April 8th, 2004
132	EMBROIDERED LINEN PYJAMA CASE	$ 2,000 00	$ 1,093 75	April 8th, 2004
133	EMBROIDERED TABLE RUNNER	$ 1,600 00	$ 1,822 91	April 8th, 2004
134	WOOL PORTIERE WITH FRAMED ORIGINAL WATERCOLOR DESIGN FOR PIECE	$ 9,000 00	$ 6,378 40	May 13th, 2004
135	CELTIC REVIVAL EMBROIDERED BEDSPREAD	$ 800 00	$ 911 20	May 13th, 2004
136	DISCHARGE PRINT SILK CAPE	$ 1,000 00	$ 637 84	May 13th, 2004
137	UNFINISHED MORRIS & CO EMBROIDERY PANEL	$ 1,000 00	$ 4,530 00	May 19th, 2004
138	SIX METERS OF FURNISHING FABRIC OF PRINTED COTTON	$ 1 600 00	$ 3,389 10	July 22nd, 2004
139	YARDAGE OF WOVEN WOOL DAMASK	$ 1,500 00	$ 19,892 20	----------------------
140	A SILK EMBROIDERED COTTON SATEEN CUSHION AND COVER	$ 800 00	$ 1,320 34	February 3rd, 200!
141	A MOUNTED SILK PANEL OF MORRIS & CO FURNISHING FABRIC	$ 500 00	$ 3,489 47	February 3rd, 200!
142	APPLIQUED CUSHION COVER	$ 250 00	$ 1,320 34	February 3rd, 200!

143	PANEL OF PRINTED COTTON IN "THE FOUR SEASONS" DESIGN	$ 1,200 00	$ 3,489 47	February 3rd, 2005
144	AN EMBROIDERED AND APPLIQUED SILK TEA COZY	$ 2,000 00	$ 1,508 96	February 3rd, 2005
145	AN ARTS & CRAFTS WOVEN WOOL BLANKET	$ 4,000 00	$ 943 10	February 3rd, 2005
146	AN ARTS & CRAFTS PRINTED COTTON SUMMER BEDSPREAD	$ 600 00	$ 1,131 72	February 3rd, 2005
147	AN EMBROIDERED LINEN DRESS	$ 500 00	$ 293 75	--------------------
148	ONE PANEL OF "HELENA" WOVEN SILK AND WOOL DOUBLE CLOTH FURNISHING FABRIC	$ 4,500 00	$ 2,988 32	May 15th, 2005
149	ONE PANEL OF "TULIP & ROSE" WOOL	$ 1,200 00	$ 2,988 32	May 15th, 2005
150	ONE PANEL OF PRINTED VELVET	$ 150 00	$ 7,470 79	May 15th, 2005
151	EMROIDERED SILK SMOCK	$ 200 00	$ 808 30	July 5th, 2005
152	AN "AESTHETIC MOVEMENT" DRESS	$ 6,000 00	$ 898 11	July 1st, 2005
153	WOVEN "CROWN IMPERIAL LILIES" WOOL PANEL	$ 1,500 00	$ 13,736 50	July 27th, 2005
154	TEA CLOTH	$ 3,000 00	$ 2,492 00	December 2nd, 20(
155	AN ARTS & CRAFTS EMBROIDERED APRON	$ 600 00	$ 628 28	November 10th, 2(
156	AN ARTS & CRAFTS SILK EMBROIDERED WOOL WORSTED HOUSE COAT	$ 400 00	$ 116 81	November 3rd, 20(
157	PANEL OF WOVEN WOOL	$ 500 00	$ 10,163 79	January 26th, 2006
158	AN EMBROIDERED LINEN RUNNER	$ 300 00	$ 1,345 05	February 1st, 2006
159	"THE SHEPHERDESS" FRAMED EMBROIDERY	$ 150 00	$ 8,967 00	February 1st, 2006
160	EMBROIDERED CAPE	$ 2,000 00	$ 807 03	February 1st, 2006
161	AN APPLIQUED LINEN CUSHION	$ 500 00	$ 538 02	February 1st, 2006
162	A "FOX & GRAPES" EMBROIDERY PILLOW	$ 1,500 00	$ 1,428 10	April 20th, 2006
163	AN ARTS & CRAFTS EMBROIDERED GOWN	$ 2,000 00	$ 981 65	April 20th, 2006
164	AN ARTS & CRAFTS LINEN PARASOL	$ 500 00	$ 624 69	April 20th, 2006
165	LARGE WOOL PORTIERE	$ 1,000 00	$ 2,500 00	September 15th, 2(
166	AMERICAN ARTS & CRAFTS OVAL MAT	$ 500 00	$ 400 00	February 24th, 200
167	MORRIS & CO FURNISHING FABRIC IN "CARNATION" DESIGN	$ 300 00	$ 2,433 36	February 15th, 200
168	ONE PANEL OF "TULIP & ROSE" FURNISHING FABRIC	$ 2,500 00	$ 3,041 70	February 15th, 200
169	EMBROIDERED BEDSPREAD	$ 1,000 00	$ 1,003 65	January 10th, 2007
170	EMBROIDERED BEDSPREAD WITH TWO PILLOW COVERS	$ 3,000 00	$ 1,003 65	January 10th, 2007
171	EMBROIDERED TABLESQUARE	$ 1,000 00	$ 401 46	January 10th, 2007
172	EMBROIDERED LINEN AND LACE BEDSPREAD	$ 1,500 00	$ 602 19	January 10th, 2007
173	CIRCULAR EMBROIDERED PEACOCK PANEL	$ 3,000 00	$ 4,115 12	June 27th, 2007
174	EMBROIDERED SILK PANEL IN FRAME	$ 900 00	$ 1,556 50	June 27th, 2007
175	AN APPLIQUED PANEL, "SEEING"	$ 1,000 00	$ 6 226 80	June 27th, 2007
176	CIRCULAR FRAMED EMBROIDERY	$ 7,000 00	$ 1,971 82	June 27th, 2007
177	FRAMED APPLIQUED LINEN PANEL	$ 3,000 00	$ 3,113 40	June 27th, 2007
178	IRISH ARTS & CRAFTS TAPESTRY PANEL OF A GALLEON	$ 4,000 00	$ 6,745 70	June 27th, 2007
179	AN ARTS & CRAFTS EMBROIDERED PANEL WITH EMBROIDERED LEGEND	$ 4,000 00	$ 1,868 04	June 27th, 2007
180	AN ARTS & CRAFTS EMBROIDERED TABLE CLOTH	$ 800 00	$ 3,774 42	August 1st, 2007
181	A PAIR OF CURTAIN PANELS	$ 1,000 00	$ 6,552 48	March 25th, 2008
182	SILK AND COTTON PANEL WOVEN WITH LILY MOTIF	$ 500 00	$ 2,978 40	March 25th, 2008
183	WOVEN WOOL PANEL OF "VIOLET & COLUMBINE" DESIGN	$ 2,000 00	$ 5,664 18	May 18th, 2008
184	A COLLETION OF FOUR MORRIS & CO CATALOGUE	$ 800 00	$ 3,824 18	August 20th, 2008
185	EMBROIDERED CREWELWORK PICTURE	$ 3,000 00	$0-gift	September 4th, 20(
186	LADY'S LEATHER HANDBAG	$ 2,000 00	$ 1,414 35	February 3rd, 2005
187	COTTON BLOCK PRINTED BEDSPREAD	$ 1,600 00	$0-gift	----------------------
188	WOOL ARTS & CRAFTS RUNNER	$ 1,000 00	$ 1,944 00	November 9th, 198
189	AN INDIA DRUGGET RUG	$ 4,000 00	$ 400 00	March 13th, 1989
190	A DONEGAL CARPET	$ 600 00	$ 2,291 10	December 21st, 19
191	A DONEGAL CARPET	$ 600 00	$ 1,165 12	----------------------
192	A CRAFTSMAN DRUGET RUG	$ 200 00	$ 850 00	December 15th, 19
193	TWO INDIA RUGS	$ 700 00	$ 1,293 00	March 21st, 1994
194	AN INDIA SCROLL DRUGGET RUG	$ 1,000 00	$ 3,000 00	July 7th, 1994
195	AN INDIA RUG	$ 600 00	$ 540 00	July 18th, 1994
196	AN INDIA RUG	$ 500 00	$ 600 00	July 18th, 1994
197	TWO WOOL MACHINE MADE CARPET RUNNERS	$ 15,000 00	$ 2,550 00	August 15th, 1994
198	RUNNER OF MACHINE-WOVEN AXMINSTER CARPETING	$ 3,500 00	$ 630 00	August 15th, 1994
199	RUNNER OF MACHINE-WOVEN AXMINSTER CARPETING	$ 2,000 00	$ 950 00	August 15th, 1994
200	MORRIS & CO MACHINE MADE CARPET	$ 1,200 00	$ 475 00	August 15th, 1994
201	MORRIS & CO MACHINE MADE CARPET	$ 800 00	$ 457 00	August 15th, 1994
202	DONEGAL ARTS & CRAFTS CARPET	$ 3,000 00	$ 13,600 00	September 26th, 1(
203	A DONEGAL RUG	$ 1,000 00	$ 4,800 00	September 1st, 199
204	A DONEGAL RUG	$ 1,000 00	$ 2,840 00	September 11th, 1(
205	HAND KNOTTED RUG	$ 650 00	$ 2,500 00	January 15th, 1996
206	KURDISH BAG FACE	$ 1 500 00	$ 2,000 00	January 15th, 1996
207	CLOUDBAND RUG	$ 1,800 00	$ 7,000 00	January 15th, 1996
208	KURDISH BAG FACE	$ 250 00	$ 650 00	January 15th, 1996
209	KURDISH BAG FACE	$ 7,000 00	$ 650 00	January 15th, 1996
210	KURDISH BAG FACE	$ 4,000 00	$ 650 00	January 15th, 1996
211	TURKISH YASTIC WITH SMALL SQUARES	$ 250 00	$ 1,500 00	January 15th, 1996
212	NAVAJO GANADO RUG	$ 3,500 00	$ 1,600 00	December 22nd, 1(
213	NAVAJO SADDLE BLANKET	$ 6,000 00	$ 300 00	December 22nd, 1(
214	NAVAJO TRANSITIONAL BLANKET OR RUG	$ 10,000 00	$ 8,500 00	January 27th, 1998
215	NAVAJO "RED MESA" RUG	$ 3,000 00	$ 7,500 00	January 27th, 1998

216	BEAR SKIN RUG	$ 650 00	$ 250 00	February 4th, 1998
217	NAVAJO "4 IN 1" RUG	$ 1,500 00	$ 4,500 00	February 18th, 199
218	NAVAJO "GERMANTOWN" EYEDAZZLER RUG	$ 3,000 00	$ 8,000 00	February 18th, 199
219	NAVAJO RUG, LATE CLASSIC SERAPE	$ 1,200 00	$ 21,500 00	February 18th, 199
220	NAVAJO TRANSITIONAL BLANKET OR RUG (REVIVAL SERAPE STYLE)	$ 2,200 00	$ 6,500 00	April 6th, 1998
221	SQUARE DRUGGET RUG	$ 1,800 00	$ 450 00	June 5th, 1998
222	NAVAJO RUG	$ 700 00	$ 1,500 00	July 20th, 1998
223	NAVAJO RUG	$ 1,800 00	$ 3,800 00	July 20th, 1998
224	NAVAJO RUG	$ 2,000 00	$ 1,350 00	July 20th, 1998
225	NAVAJO TRANSITIONAL RUG	$ 1,800 00	$ 3,300 00	July 20th, 1998
226	NAVAJO DOUBLE SADDLE BLANKET OR RUG	$ 3,000 00	$ 1,850 00	July 20th, 1998
227	NAVAJO RUG	$ 10,000 00	$ 850 00	July 20th, 1998
228	HAND-KNOTTED CIRCULAR RUG	$ 1,000 00	$ 2,880 36	May 25th, 1999
229	HAND-KNOTTED ARTS & CRAFTS RUG	$ 30,000 00	$ 3,581 55	July 8th, 1999
230	DUN EMER GUILD RUG	$ 40,000 00	$ 20,000 00	June 16th, 2002
231	NAVAJO RUG	$ 2,000 00	$ 1,900 00	May 28th, 2002
232	NAVAJO RUG	$ 2,000 00	$ 4,500 00	May 28th, 2002
233	ARTS & CRAFTS DONEGAL RUG	$ 7,000 00	$ 8,500 00	February 24th, 200
234	DUN EMER GUILD RUG		$ 587 50	September 20th, 2(
235	MORRIS HAND-KNOTTED RUG		$ 19,890 20	March 15th, 2006
236	MACHINE-WOVEN CHENILLE AXMINSTER CARPET		$ 41,226 00	April 12th, 2007
237	HAND-KNOTTED RUG		$ 2,410 00	November 4th, 20(
238	HAND-KNOTTED RUG		$ 2,410 00	November 4th, 20(
		Total $ 439,335.00		

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
GS 13000	33.	33.	33.
GS 60666	61.	61.	61.
TOTAL	94.	94.	94.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
GS 13000	28,802.	28,802.	28,802.
GS 60666	54,779.	54,779.	54,779.
GS 60666 - ACCRUED INTEREST PAID	-2,713.	-2,713.	-2,713.
TOTAL	80,868.	80,868.	80,868.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME
ART & MUSEUM TOURS		2,819.	2,819.
SALE OF BOOKS		96.	96.
	TOTALS	2,915.	2,915.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
INTEREST EXPENSE	22.	22.
TOTALS	22.	22.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
SALES & USE TAX	302.	302.
PAYROLL TAXES	3,195.	3,195.
FEDERAL TAXES	3,000.	
TOTALS	6,497.	3,497.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES	5,648.	5,648.	
STATE FILING FEES	25.		
BOOK RESEARCH	26,266.		26,266.
INSURANCE	19,091.		19,091.
UTILITIES	16,905.		16,905.
SECURITY	1,695.		1,695.
WEBSITE	12,749.		12,749.
CONTRACT LABOR	7,800.		7,800.
PENALTIES	100.		
CREDIT CARD FEES	78.		78.
MEALS/ENTERTAINMENT	11,854.		11,854.
MATNTENANCE	10,965.		10,965.
OTHER RESEARCH PROJECTS	8,007.		8,007.
SUPPLIES	1,181.		1,181.
PHOTOGRAPHY	45,378.		45,378.
SHIPPING	75.		75.
TOTALS	167,817.	5,648.	162,044.

ATTACHMENT 7

FORM 990PF, PART II - RECEIVABLES DUE FROM OFFICERS, ETC.

BORROWER: JOHN H. BRYAN
ORIGINAL AMOUNT: 10,000.
REPAYMENT TERMS: PAY PRIOR TO 10/15/2014
PURPOSE OF LOAN: LOAN TO DISQUALIFIED PERSON

ENDING BALANCE DUE	10,000.
ENDING FAIR MARKET VALUE	10,038.
TOTAL ENDING BOOK - RECEIVABLES DUE FROM OFFICERS, ETC.	10,000.
TOTAL ENDING FMV - RECEIVABLES DUE FROM OFFICERS, ETC.	10,038.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GS 13000	1,005,170.	1,005,318.
TOTALS	1,005,170.	1,005,318.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GS 60666	1,570,806.	1,548,650.
TOTALS	1,570,806.	1,548,650.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GS HEDGE FUND OPPORTUNITIES	550,000.	924,331.
TOTALS	550,000.	924,331.

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ARTS & CRAFTS PIECES AT COST	23,981,177.	23,981,177.
TOTALS	23,981,177.	23,981,177.

ATTACHMENT 12

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
PAYROLL TAX LIABILITIES		1,269.
	TOTALS	1,269.

ATTACHMENT 13

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ADJUSTMENT TO FMV		69,952.
	TOTAL	69,952.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NEVILLE F. BRYAN PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
JOHN H. BRYAN III PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
MARGARET BRYAN FRENCH PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
JOHN H. BRYAN PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
ELIZABETH BRYAN SEEBECK PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
CHARLES F. BRYAN PO BOX 800 - C/O NANCY NOVIT LAKE BLUFF, IL 60044	DIRECTOR	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

JOHN H. BRYAN
NEVILLE F. BRYAN

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE RAGDALE FOUNDATION 1260 NORTH GREEN BAY ROAD LAKE FOREST, IL 60045	NONE PUBLIC CHARITY	SUPPORT FOR RENOVATION OF HISTORIC RAGDALE HOUSE PROJECT	20,000
THE MILLENNIUM PARK, INC. 201 EAST RANDOLPH STREET CHICAGO, IL 60601	NONE PUBLIC CHARITY	SUPPORT FOR MAGGIE DALEY PARK	10,000
THE STICKLEY MUSEUM AT CRAFTSMAN FARMS 2352 ROUTE 10 WEST MORRIS PLAINS, NJ 07950	NONE PUBLIC CHARITY	SUPPORT FOR STICKLEY MUSEUM FOR ARTS & CRAFTS	1,000
NATIONAL TRUST FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVENUE, N W WASHINGTON, DC 20036	NONE PUBLIC CHARITY	SUPPORT FOR PROJECTS	10,000
THE RAGDALE FOUNDATION 1260 NORTH GREEN BAY ROAD LAKE FOREST, IL 60045	NONE PUBLIC CHARITY	SUPPORT FOR RENOVATION OF HISTORIC RAGDALE HOUSE PROJECT	1,438
HOLOCAUST MUSEUM & EDUCATION CTR 9603 WOODS DRIVE SKOKIE, IL 60077	NONE PUBLIC CHARITY	SUPPORT FOR 2013 HUMANITARIAN AWARDS	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROYAL OAK FOUNDATION 35 WEST 35TH STREET NEW YORK, NY 10001	NONE PUBLIC CHARITY	PRESERVATION AND CONSERVATION PROJECTS	1,500.
ABRAHAM LINCOLN PRESIDENTIAL LIBRARY FDN 500 E MADISON STREET SPRINGFIELD, IL 62701	NONE PUBLIC CHARITY	THOMPSON ORAL HISTORY PROJECT	1,000
THOMAS JEFFERSON FOUNDATION, INC. POST OFFICE BOX 217 CHARLOTTESVILLE, VA 22902	NONE PUBLIC CHARITY	SAVE THOMAS JEFFERSON'S TREASURES CAMPAIGN	5,000.
		TOTAL CONTRIBUTIONS PAID	50,938.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: CRAB TREE FARM FOUNDATION

Employer identification number: 36-4052065

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
ATTACHMENT 1			11,046.	10,896.	150.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	150.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
ATTACHMENT 2			670,953.	698,752.	-27,799.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	2,148.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-25,651.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			150.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-25,651.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-25,501.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 | 16 | (3,000.)

Note: *If the loss on line 15, column (3), is more than $3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30 go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

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CRAB TREE FARM FOUNDATION

36-4052065

Schedule D Detail of Short-term Capital Gains and Losses

ATTACHMENT 1

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
GS HIGH YIELD FUND INSTIT. SHS.	VAR	03/04/2013	11,046.	10,896.	150.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			11,046.	10,896.	150.
Totals			11,046.	10,896.	150.

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CRAB TREE FARM FOUNDATION

36-4052065

ATTACHMENT 2

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			670,953.	698,752.	-27,799.
			670,953.	698,752.	-27,799.
Totals			670,953.	698,752.	-27,799.

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ATTACHMENT 2

FEDERAL FOOTNOTES

FORM 990-PF PART IX-A, LINE 1 & 2
LINES 1 & 2:

THE FOUNDATION IS DEDICATED TO ACQUIRING AND PRESERVING THE ART FORM OF THE ARTS AND CRAFTS MOVEMENT, AS WELL AS EDUCATING THE PUBLIC ABOUT THE WORKS AND RELATED EARLY 20TH CENTURY ARTS AND CRAFTS OF GUSTAV STICKLEY AND HIS CONTEMPORARY ARTISANS. THE FOUNDATION WORKS WITH EDUCATIONAL AND MUSEUM GROUPS IN FURTHERING THEIR STUDY AND PRESERVATION OF THIS ART FORM.

THE FOUNDATION MADE THE FOLLOWING EXPENDITURES TO THAT END: EXPENSES PER PART I, COLUMN (D) $280,807 AMOUNTS PAID TO ACQUIRE ARTS AND CRAFTS PIECES, AND FOR IMPROVEMENTS TO FOUNDATION PROPERTY MADE DURING THE YEAR $31,761

FEDERAL FOOTNOTES

FORM 990-PF PART VII-B, LINE 1A

LINE 1A (1):

SUBSTANTIAL CONTRIBUTORS HAVE ENTERED INTO A USE AGREEMENT WITH THE FOUNDATION WHICH ALLOWS USE BY THE FOUNDATION, ON A NO FEE BASIS, OF CERTAIN ARTS & CRAFTS PIECES, AS WELL AS BUILDINGS AND LAND.

LINES 1A(2) & 1A(3):

SUBSTANTIAL CONTRIBUTORS HAVE LOANED CERTAIN ARTS & CRAFTS PIECES, AS WELL AS BUILDINGS AND LAND, TO THE FOUNDATION UNDER TERMS DEEMED NOT TO CONSTITUTE AN ACT OF SELF-DEALING UNDER THE SPECIAL RULES OF IRC SECTION 4941 (D)(2)(B).