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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation SEEDLINGS FOUNDATION		A Employer identification number 04-3600502	
Number and street (or P O box number if mail is not delivered to street address) 984 MAIN STREET		B Telephone number (see instructions) (203) 481-5740	
City or town, state or province, country, and ZIP or foreign postal code BRANFORD, CT 06405		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) \$ 73,172,449	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))		(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)	24,567,005			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,490	2,490		
	4 Dividends and interest from securities.	1,533,349	1,533,349		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	8,088,456			
	b Gross sales price for all assets on line 6a 13,345,062				
	7 Capital gain net income (from Part IV, line 2) . . .		8,088,456		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	34,191,300	9,624,295		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	227,390	159,033		0
	c Other professional fees (attach schedule)	22,008	22,008		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	36,864	6,581		0
	19 Depreciation (attach schedule) and depletion . . .	641	0		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	992,990	0		978,525
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,279,893	187,622		978,525
	25 Contributions, gifts, grants paid	26,105,163			26,105,163
	26 Total expenses and disbursements. Add lines 24 and 25	27,385,056	187,622		27,083,688
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,806,244			
	b Net investment income (if negative, enter -0-)		9,436,673		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,634,321	2,258,552	2,258,552
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	52,441,774	52,367,350	70,911,612
	c	Investments—corporate bonds (attach schedule).	145,159		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
Liabilities	14	Land, buildings, and equipment basis ▶ _____ 4,160 Less accumulated depreciation (attach schedule) ▶ 1,875	1,009	2,285	2,285
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	55,222,263	54,628,187	73,172,449
	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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	55,222,263	54,628,187	
	30	Total net assets or fund balances (see page 17 of the instructions)	55,222,263	54,628,187	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	55,222,263	54,628,187	

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	55,222,263
2	Enter amount from Part I, line 27a	2	6,806,244
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	62,028,507
5	Decreases not included in line 2 (itemize) ▶ _____	5	7,400,320
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	54,628,187

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 Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	See Additional Data Table		
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	8,088,456
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	

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 page 18 of 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))
2012	21,353,386	60,738,266	0 351564
2011	18,314,259	44,564,641	0 410959
2010	9,737,924	41,818,197	0 232863
2009	11,145,353	32,402,274	0 343968
2008	7,279,029	43,329,611	0 167992

2	Total of line 1, column (d).	2	1 507346
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 301469
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	63,626,304
5	Multiply line 4 by line 3.	5	19,181,358
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	94,367
7	Add lines 5 and 6.	7	19,275,725
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	27,083,688

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	94,367
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	94,367
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	94,367
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	27,500	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	92,000	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	119,500
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	1,448
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	23,685
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 23,685 Refunded		11	0

Part VII-A Statements Regarding Activities			
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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
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	No
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?		2	No
If "Yes," attach a detailed description of the activities.			
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
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?		5	No
If "Yes," attach the statement required by General Instruction T.			
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IL, CT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ HTTP //SEEDLINGSCT.ORG				
14	The books are in care of ▶ KAREN PRITZKER Telephone no ▶ (203) 481-5740 Located at ▶ 235 THIMBLE ISLAND ROAD STONY CREEK CT ZIP +4 ▶ 06405			
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		
16	At any time during calendar year 2013, 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	Yes	No
See 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

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? ☐ 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 ▶ 20____, 20____, 20____, 20____			
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 2013 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
KAREN PRITZKER	DIRECTOR & PRESIDENT	0	0	0
235 THIMBLE ISLANDS ROAD STONY CREEK, CT 06405	10 00			
MICHAEL VLOCK	SECRETARY & TREASURER	0	0	0
235 THIMBLE ISLANDS ROAD STONY CREEK, CT 06405	10 00			
LINDA PRITZKER	DIRECTOR	0	0	0
2120 SOUTH RESERVE STREET PMB126 MISSOULA, MT 59801	0 00			
AUDREY RATNER	DIRECTOR	0	0	0
5150 THREE VILLAGE DRIVE LYNDHURST, OH 44124	0 00			
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 SEEDLINGS TEACHER COLLABORATIVE IS A ONE WEEK WORKSHOP OFFERED IN THE SUMMER WHOSE GOAL IS TO (A)PROMOTE COLLABORATION AMONG PUBLIC AND PRIVATE SCHOOL TEACHERS, (B) CAPTURE THE CREATIVITY OF PROJECT-BASED LEANING, AND (C) MAKE AVAILABLE A BROAD AND EXCITING ARRAY OF RESOURCES ON NEW HAVEN, CT THE GOAL IS TO PROVIDE THE THEORETICAL FRAMEWORK AND THE PRACTICAL KNOW-HOW TO DESIGN AND IMPLEMENT CURRICULAR UNITS TO STUDY NEW HAVEN, CT USING PROJECT-BASED LEARNING EACH YEAR BETWEEN 25 - 30 PRE-SCHOOL TO GRADE 5 TEACHERS ATTEND THE WORKSHOP	202,156
2 DYSLEXIA PROGRAM IS TO EDUCATE PEOPLE ABOUT DYSLEXIA TO MAKE THEM AWARE OF THE SIGNS OF A DYSLEXIC PERSON AND THAT THERE IS HELP AVAILABLE	776,369
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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	61,483,609
b	Average of monthly cash balances.	1b	3,111,623
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	64,595,232
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	64,595,232
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	968,928
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	63,626,304
6	Minimum investment return. Enter 5% of line 5.	6	3,181,315

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	3,181,315
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	94,367
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	94,367
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,086,948
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,086,948
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	3,086,948

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	27,083,688
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	27,083,688
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	94,367
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	26,989,321
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,086,948
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	5,252,564			
b From 2009.	9,538,627			
c From 2010.	7,696,396			
d From 2011.	16,113,301			
e From 2012.	18,351,939			
f Total of lines 3a through e.	56,952,827			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 27,083,688				
a Applied to 2012, but not more than line 2a			0	
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 2013 distributable amount.				3,086,948
e Remaining amount distributed out of corpus	23,996,740			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	80,949,567			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	5,252,564			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	75,697,003			
10 Analysis of line 9				
a Excess from 2009. . . .	9,538,627			
b Excess from 2010. . . .	7,696,396			
c Excess from 2011. . . .	16,113,301			
d Excess from 2012. . . .	18,351,939			
e Excess from 2013. . . .	23,996,740			

Part XIVPrivate 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 2013, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
	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 XVSupplementary Information (Complete this part only if the organization 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))

KAREN PRITZKER

b

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

a

The name, address, and telephone number 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	26,105,163
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

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

2014-08-08

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes

☐ No

Paid Preparer Use Only

Print/Type preparer's name

ARMAND E ROSSI

Preparer's Signature

Date

Check if self-employed

☐

PTIN

P00076123

Firm's name

MARCUM LLP

Firm's EIN

11-1986323

Firm's address

555 LONG WHARF DRIVE NEW HAVEN, CT 06511

Phone no

(203) 777-1099

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
CLASS ACTIONS SETTLEMENT-DELL	P		
PUBLICLY TRADED SECURITIES	D		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,287,761		1,152,143	135,618
1,331,459		1,026,020	305,439
38,967		31,969	6,998
179,716		197,948	-18,232
24			24
10,494,083		2,848,526	7,645,557
13,052			13,052

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			135,618
			305,439
			6,998
			-18,232
			24
			7,645,557
			13,052

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMY FOR JEWISH RELIGION 6301 RIVERDALE AVENUE RIVERDALE,NY 10471	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
AMISTAD ACADEMY INC (ACHIEVEMENT FIRST) 403 JAMES STREET NEW HAVEN,CT 06513	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,615,000
BOLDERLIFE 1360 SUMAC AVENUE BOULDER,CO 80304	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,000
BRANFORD FOOD PANTRY INC 30 HARRISON AVENUE BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	3,000
BRANFORD HIGH SCHOOL 184 EAST MAIN STREET BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	3,500
BRANFORD PUBLIC SCHOOLS 1111 MAIN STREET BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	375,799
BULLETIN OF THE ATOMIC SCIENTISTS 77 W WASHINGTON STREET SUITE 2120 CHICAGO,IL 60602	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
CALVIN HILL DAY CARE CENTER 150 HIGHLAND STREET NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	23,175
CASA OTONAL INC 148 SYLVAN AVENUE NEW HAVEN,CT 06519	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	30,000
CENTER FOR INDEPENDENT DOCUMENTARY 680 SOUTH MAIN STREET SHARON,MA 02067	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
CENTRAL CONNECTICUT COAST YMCA 28 SCHOOL STREET BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,000
CHESTNUT HILL CONCERTS INC PO BOX 183 GUILFORD,CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,000
CHICAGO CHILDREN'S THEATRE 1464 NORTH MILWAUKEE AVENUE 2ND FLOOR CHICAGO,IL 60622	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
CITY LORE INC 56 E FIRST STREET NEW YORK,NY 10003	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	75,000
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE / DV2 CLEVELAND,OH 44195	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	200,000
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLIFFORD BEERS CLINIC INC 93 EDWARDS STREET NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	290,000
COMMUNITY DINING ROOM 30 HARRISON AVENUE BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	12,000
COMMUNITY FOUNDATION FOR GREATER NEW HAVEN 70 AUDUBON STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
CONNECTICUT CENTER FOR ARTS & TECHNOLOGY INC 3190 WHITNEY AVENUE BUILDING 7 HAMDEN,CT 06518	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	543,988
CONNECTICUT COUNCIL FOR EDUCATION REFORM 195 CHURCH STREET 7TH FLOOR NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	300,000
CONNECTICUT NEWS PROJECT INC 1049 ASYLUM AVENUE 2ND FLOOR HARTFORD,CT 06105	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
CONNECTICUT PLAYERS FOUNDATION (LONG WHARF THEATRE) 222 SARGENT DRIVE NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	340,000
CONNECTICUT VOICES FOR CHILDREN 33 WHITNEY AVENUE NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	92,762
COORDINATION COUNCIL FOR CHILDREN IN CRISIS 131 DWIGHT STREET NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	30,000
CREATIVE ARTS WORKSHOP INC 80 AUDUBON STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
ELM SHAKESPEARE FOUNDATION PO BOX 206029 NEW HAVEN,CT 06520	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	9,000
EMANUEL CONGREGATION 5959 NORTH SHERIDAN ROAD CHICAGO,IL 60660	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
EYE TO EYE 1430 BROADWAY FLOOR 6 NEW YORK,NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
FAMILY REENTRY INC 9 MOTT AVENUE SUITE 104 NORWALK,CT 06850	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	13,000
FOOTE SCHOOL ASSOCIATION 50 LOOMIS PLACE NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	269,046
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOUNDATION FOR THE ARTS & TRAUMA INC 19 EDWARDS STREET NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
FRANCIS W PARKER SCHOOL 330 WEST WEBSTER AVENE CHICAGO,IL 60614	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	166,445
FRIENDS CENTER FOR CHILDREN 225 EAST GRAND AVENUE NEW HAVEN,CT 06513	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
FRIENDS OF YALE NEW HAVEN CHILDREN'S HOSPITAL PO BOX 1849 NEW HAVEN,CT 06508	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	3,000
GEORGE W BUSH FOUNDATION 6116 NORTH CENTRAL EXPRESSWAY SUITE 400 DALLAS,TX 75206	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,000,000
GODFREY MEMORIAL LIBRARY 134 NEWFIELD STREET MIDDLETOWN,CT 06457	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,000
GOODWIN COLLEGE ONE RIVERSIDE DRIVE EAST HARTFORD,CT 06118	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	133,420
GRAMEEN RESEARCH INC 500 WEST CUMMINGS PARK SUITE 5400 WOBURN,MA 01801	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	343,840
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW SUITE 1300 ATLANTA,GA 30303	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	375,000
HAMDEN HALL COUNTRY DAY SCHOOL 1108 WHITNEY AVENUE HAMDEN,CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	53,000
HAMSHIRE COLLEGE 893 WEST STRET AMHERST,MA 01002	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	200,000
HARLEM LACROSSE & LEADERSHIP 40 HARRISON STREET APT 18C NEW YORK,NY 10013	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	65,000
HASTINGS CENTER INC 21 MALCOLM GORDON ROAD GARRISON,NY 10524	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	75,000
HIGH JUMP 59 WEST NORTH BOULEVARD CHICAGO,IL 60610	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	75,000
HOPKINS SCHOOL 986 FOREST ROAD NEW HAVEN,CT 06515	N/A	PUBLIC	HUMANITARIAN EDUCATIONAL/COMMUNITY	1,896,667
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ILLINOIS INSTITUTE OF TECHNOLOGY 10 W 35TH STREET SUITE 1700 CHICAGO,IL 60616	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,000,000
INNOCENCE PROJECT INC 100 FIFTH AVENUE 3RD FLOOR NEWYORK,NY 10011	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,000
INSTITUTE FOR NEURODEGENERATIVE DISORDERS 60 TEMPLE STREET SUITE 8B NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	31,250
INTERNATIONAL FESTIVAL OF ARTS & IDEAS 195 CHURCH STREET 12TH FLOOR NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EUCATIONAL/COMMUNITY	75,000
JAZZ AT LINCOLN CENTER 33 WEST 60TH STREET NEWYORK,NY 10023	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	226,666
JEWISH FEDERATION OF CLEVELAND 25701 SCIENCE PARK DRIVE CLEVELAND,OH 44122	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	162,500
JEWISH FEDERATION OF GREATER NEW HAVEN 360 AMITY ROAD WOODBRIDGE,CT 06525	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	300,000
LEAP- LEADERSHIPEDUCATION & ATHLETICS IN PARTNERSHIP 31 JEFFERSON STREET NEW HAVEN,CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCTIONAL/COMMUNITY	125,000
LEARING ALLY 20 ROSZEL ROAD PRINCETON,NJ 08540	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,000
METROPOLITAN KAPPA YOUTH FOUNDATION PO BOX 10848 SILVER SPRING,MD 20914	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,500
MICHAEL J FOX FOUNDATION FOR PARKINSON'S RESEARCH 90 BROAD STREET 10TH FLOOR NEWYORK,NY 10004	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	550,000
MUSIC HAVEN PO BOX 207332 NEW HAVEN,CT 06520	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
MUSICAL ARTS FOUNDATION 11001 EUCLID AVENUE CLEVELAND,OH 44106	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	537,500
MY HERO PROJECT INC 1278 GLENNEYRE 286 LAGUNA BEACH,CA 92561	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	594,210
NATIONAL DIAPER BANK NETWORK 129 CHURCH STREET SUITE 611 NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
Total			3a	26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEIGHBORHOOD HOUSING SERVICES OF NEW HAVEN 333 SHERMAN AVENUE NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	227,500
NETWORK FOR TEACHING ENTREPRENEURSHIP (NFTE) 152 WEST 57TH STREET 52ND FLOOR NEW YORK, NY 10019	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	580,000
NEW HAVEN PRESERVATION TRUST 922 STATE STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
NEW HAVEN READS 45 BRISTOL STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
NEW YORK FOUNDATION FOR THE ARTS 20 JAY STREET 7TH FLOOR BROOKLYN, NY 11201	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
NORTHWESTERN UNIVERSITY (CENTER OF WRONGFUL CONVICTIONS) 2020 RIDGE AVENUE 3RD FLOOR EVANSTON, IL 60208	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	591,226
ONLINE JOURNALISM PROJECT INC 493 CENTRAL AVENUE NEW HAVEN, CT 06515	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	107,250
PARTNERS ASIA 225 BUSH STREET SUITE 590 SAN FRANCISCO, CA 94104	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
PATRONS OF NEW HAVEN PUBLIC LIBRARY 133 ELM STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN,EDUCATIONAL,COMMUNITY	5,000
PEER HEALTH EXCHANGE 70 GOLD STREET SAN FRANCISCO, CA 94133	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	75,000
PEGASUS THERAPEUTIC RIDING CENTER 512 MIDDLESEX RD OX RIDGE HUNT CLUB DARIEN, CT 06820	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,250
PEN AMERICAN CENTER 588 BROADWAY SUITE 303 NEW YORK, NY 10012	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	60,000
PLANNED PARENTHOOD OF SOUTHERN NEW ENGLAND 345 WHITNEY AVENUE NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	35,000
PRITZKER MILITARY LIBRARY 610 NORTH FAIRBANKS COURT 2ND FLOOR CHICAGO, IL 60611	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	35,435
QUINNIPIAC UNIVERSITY 275 MOUNT CARMEL AVENUE AH-DVP HAMDEN, CT 06518	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	80,000
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
RATNER SCHOOL 27575 SHAKER BOULEVARD PEPPER PIKE, OH 44124	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
READ TO GROW INC 53 SCHOOL GROUND ROAD UNIT 3 BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	83,000
REGIONAL YOUTH ADULT SUBSTANCE ABUSE PROGRAM 2470 FAIRFIELD AVENUE BRIDGEPORT, CT 06605	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
ROCK AND ROLL HALL OF FAME AND MUSEUM 1100 ROCK AND ROLL BOULEVARD CLEVELAND, OH 44114	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	6,000
SARAH FOUNDATION 246 GOOSE LANE SUITE 104 GUILFORD, CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,500
SITE PROJECTS INC 33 WHITNEY AVENUE TOP FLOOR NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
SPECIAL OLYMPICS CONNECTICUT INC 2666 STATE STREET SUITE 1 HAMDEN, CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	35,000
SQUASH HAVEN INC 70 TOWER PARKWAY NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
STONY CREEK MUSEUM PO BOX 3047 STONY CREEK, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
SYMPHONY SPACE INC 2537 BROADWAY AT 95TH STREET NEW YORK, NY 10025	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	12,480
TEACH FOR ALL INC 315 WEST 36TH STREET 5TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	250,000
TEACH FOR AMERICA (NEW YORK) 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,000,000
THE CLEVELAND ORCHESTRA 11001 EUCLID AVENUE CLEVELAND, OH 44106	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
THE DIAPER BANK 370 STATE STREET NORTH HAVEN, CT 06473	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	37,500
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SMALL THINGS INC 23 MONTOWESE TRAIL WALLINGFORD,CT 06492	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	30,000
THEATRE COMMUNICATIONS GROUP C/O JKS EVENTS 27 UNION SQUARE WEST STE 2 NEWYORK,NY 10003	N/A	PUBLIC	HUMANITARIAN,EDUCATIONAL/COMMUNITY	10,000
TRUTH IN ADVERTISING 984 MAIN STREET BRANFORD,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,310,000
UNITED WAY OF GREATER CLEVELAND 1331 EUCLID AVENUE CLEVELAND,OH 44115	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
UNITED WAY OF GREATER NEW HAVEN 71 ORANGE STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	305,000
WILLOUGHBY WALLACE MEMORIAL LIBRARY 146 THIMBLE ISLANDS ROAD STONY CREEK,CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,300
WOMEN & FAMILY LIFE CENTER 96 FAIR STREET GUILFORD,CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	7,000
YALE NEW HAVEN HOSPITALNEONATAL ICU 20 YORK STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	4,000,000
YALE UNIV CHILD STUDY CENTER 157 CHURCH STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
YALE UNIV FUND FOR CHILDREN'S HEALTH 157 CHURCH STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,200,000
YALE UNIV NATIONAL CENTER FOR CHILDREN EXPOSED TO VIOLENCE 157 CHURCH STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	183,750
YALE UNIV WOMEN'S HEALTH RESEARCH 157 CHURCH STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
YALE UNIVERSITY CENTER FOR DYSLEXIA AND CREATIVITY 157 CHURCH STREET NEW HAVEN,CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCTIONAL/COMMUNITY	2,089,704
YIVO INSTITUTE FOR JEWISH RESEARCH 15 WEST 16TH STREET NEWYORK,NY 10011	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	60,000
YOGI BERRA MUSEUM & LEARNING CENTER 8 QUARRY ROAD LITTLE FALLS,NJ 07424	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
Total  3a				26,105,163

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNG MEN'S INSTITUTE LIBRARY 847 CHAPEL STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
YOUTHS RIGHT MEDIA INC 77 WILLOW STREET 2ND FLOOR NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	40,000
Total ▶ 3a				26,105,163

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2013
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Name of the organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
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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 33¹/₃% 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 for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502
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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
<u>1</u>	KAREN PRITZKER AND MICHAEL VLOCK 235 THIMBLE ISLAND ROAD STONY CREEK, CT 06405	\$ 14,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	KAREN PRITZKER AND MICHAEL VLOCK 235 THIMBLE ISLAND ROAD STONY CREEK, CT 06405	\$ 4,594,501	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>3</u>	SMART FAMILY FOUNDATION INC 74 PIN OAK LANE WILTON, CT 06897	\$ 36,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>4</u>	PRITZKER FOUNDATION 200 WEST MADISON STREET SUITE 2500 CHICAGO, IL 60606	\$ 945,039	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>5</u>	KAREN PRITZKER AND MICHAEL VLOCK 200 WEST MADISON STREET SUITE 2500 STONY CREEK, CT 06405	\$ 4,991,465	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

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
2	14916 AMAZON COM INC	\$ 4,594,501	2013-10-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
5	17421 AMAZON COM INC	\$ 4,991,465	2013-08-20
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502
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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 4Relationship 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 4Relationship 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 4Relationship 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 4Relationship of transferor to transferee		

TY 2013 Accounting Fees Schedule

Name: SEEDLINGS FOUNDATION

EIN: 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	227,190	159,033		0
HARRIS ACCOUNTING FEES	200	0		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: SEEDLINGS FOUNDATION

EIN: 04-3600502

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2010-04-03	2,243	1,234	SL	5 000000000000	449	0		
LAPTOP	2013-07-01	1,917		SL	5 000000000000	192	0		

TY 2013 Investments Corporate
Stock Schedule

Name: SEEDLINGS FOUNDATION
EIN: 04-3600502

Name of Stock	End of Year Book Value	End of Year Fair Market Value
80 AAPL	25,087	44,882
250 ADS	32,062	65,733
125 AEP	4,790	5,843
2225 AES	28,876	32,285
300 AFL	15,342	20,040
475 AGCO	26,275	28,115
350 AIZ	15,549	23,230
175 AMCX	10,902	11,919
75 AMG	11,093	16,266
405 AMGN	26,370	46,202
275 AMP	15,094	31,639
100 APC	8,682	7,932
525 BA	55,644	71,657
300 BEN	13,666	17,319
135 BIIB	14,325	37,742
225 BRK/B	26,460	26,676
775 BWC	23,827	26,497
325 C	16,991	16,936
275 CCE	8,792	12,136
125 CELG	15,772	21,121
450 CERN	21,970	25,083
75 CF	14,424	17,478
250 CFN	15,931	18,915
475 CI	30,781	41,553
1425 CMCSA	45,094	74,050
25 CMG	10,030	13,320
275 COF	14,215	21,068
2250 CSCO	51,417	50,468
600 CVS	31,914	42,942
325 CVX	37,174	40,596

Name of Stock	End of Year Book Value	End of Year Fair Market Value
275 DAL	3,755	7,554
400 DAN	8,764	7,848
200 DEO	23,864	26,484
450 DFS	14,201	25,178
270 DHR	10,150	20,844
450 DLPH	15,186	27,059
225 DOX	7,224	9,279
250 DPS	12,055	12,180
125 DRQ	14,245	13,741
175 DTV	11,396	12,086
4000 DVY	197,900	285,400
3720 EEM	121,936	155,477
350 EMC	9,037	8,803
125 ENR	12,748	13,530
450 FITB	8,595	9,464
355 GE	6,631	9,951
50 GOOG	26,288	56,036
10923.667 GTEYX	297,166	316,677
3000 GWX	50,338	100,710
300 HAL	15,570	15,225
425 HBI	21,566	29,865
150 HD	9,799	12,351
150 HII	8,242	13,502
100 HP	6,615	8,408
225 IEX	11,185	16,616
1450 IJK	115,046	217,776
6600 IWD	534,195	621,522
675 IWM	53,368	77,868
2575 IYR	155,674	162,431
200 JAZZ	17,316	25,312

Name of Stock	End of Year Book Value	End of Year Fair Market Value
500 JNJ	36,211	45,795
350 JPM	14,038	20,468
150 KLAC	7,210	9,669
275 KO	9,299	11,360
875 KR	19,127	34,589
125 LEA	7,177	10,121
875 LUV	16,207	16,485
1525 LYV	25,468	30,134
595 M	22,813	31,773
50 MA	36,015	41,773
225 MCK	28,721	36,315
175 MCO	6,902	13,732
200 MGA	16,879	16,412
19756.059 MISNX	242,000	250,112
250 MPC	11,379	22,933
1050 MS	23,833	32,928
1210 MSFT	32,582	45,266
375 MYL	11,343	16,272
300 NOC	17,195	34,383
700 NTAP	27,426	28,798
1675 NVDA	26,180	26,834
840 ORCL	20,311	32,138
24754.579 PCRIX	210,933	135,903
375 PFE	7,013	11,486
35 PCLN	5,308	40,684
600 PKG	27,862	37,968
150 PM	12,660	13,070
150 PPG	15,834	28,449
125 PRU	6,124	11,528
250 QCOM	15,122	18,563

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 RE	18,503	23,381
75 ROP	8,179	10,401
150 SBNY	11,644	16,113
75 SI	7,503	10,388
735 SYMC	15,639	17,331
425 T	14,648	14,943
275 TAP	12,375	15,441
2175 TBF	68,708	71,536
9356.222 TBGVX	243,000	249,063
4521.837 TFSCX	89,804	99,300
225 TJX	4,645	14,339
375 TRV	30,143	33,953
525 TSN	12,547	17,567
125 TWX	7,589	8,715
475 UNM	13,196	16,663
150 UNP	19,915	25,200
1075 USB	26,943	43,430
200 UTHR	14,057	22,616
3650 VIG	192,608	274,626
250 VLO	5,290	12,600
150 VRSK	7,237	9,858
400 VRSN	19,253	23,912
75 VRX	7,914	8,805
7900 VTV	482,810	603,481
250 VZ	11,037	12,285
17525 VWO	722,190	720,979
900 WFC	27,208	40,860
7526.882 WISIX	70,000	122,161
275 WMT	14,498	21,640
775 XOM	62,657	78,430

Name of Stock	End of Year Book Value	End of Year Fair Market Value
15000 AA	423,569	159,450
1064 AAL	467,593	26,866
93700 AAPL	32,342,764	52,567,574
200000 ADPAN	79,824	1,800
1168 AET	68,550	80,113
33964 ALU	481,767	149,442
16000 AMR	0	150,320
29067 BWINA	741,209	727,547
155861 BWINB	3,790,540	4,258,123
5600 BAC	251,806	87,192
670 C	249,548	34,914
10000 EEM	401,472	417,950
7500 EFA	437,775	503,213
18000 FCEA	1,008,165	343,800
426 FRP	2,931	0
4464 FTR	28,083	20,758
18500 GE	657,433	518,555
50000 GLW	1,002,500	891,000
21175 MRK	886,736	1,059,809
40100 NOK	1,269,717	325,211
17100 NT	495,181	139
9625 NUAN	111,650	146,300
4301 RCL	179,352	203,953
750 RATE	11,250	13,455
357980 SIRI	1,308,419	1,249,350

TY 2013 Land, Etc. Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,243	1,683	560	560
LAPTOP	1,917	192	1,725	1,725

TY 2013 Other Decreases Schedule

Name: SEEDLINGS FOUNDATION

EIN: 04-3600502

Description	Amount
BOOK TO TAX DIFFERENCE IN BASIS OF DONATED STOCKS SOLD	7,400,320

TY 2013 Other Expenses Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEES - ILLINOIS	300	0		0
TEACHERS COLLABORATIVE	202,156	0		202,156
OFFICE EXPENSE	1,014	0		0
CONSULTANT FEES FOR DYSLEXIA PROGRAM	345,936	0		345,936
EMAIL SUPPORT & WEBSITE	1,212	0		0
DYSLEXIA PROGRAM EXPENSES	430,433	0		430,433
CONSULTANT FEES	645	0		0
MEMBERSHIP DUES	11,000	0		0
SECRETARY OF STATE	10	0		0
FEES - CT CORP	284	0		0

TY 2013 Other Professional Fees Schedule

Name: SEEDLINGS FOUNDATION

EIN: 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	22,008	22,008		0

TY 2013 Taxes Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	6,581	6,581		0
FEDERAL TAXES PAID	30,283	0		0