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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation LITTLE ROYAL-FAMILY FDN TR			A Employer identification number 05-6016740	
Number and street (or P.O. box number if mail is not delivered to street address) BNY Mellon, N.A. - P.O. BOX 185			B Telephone number (see instructions) (617) 722-7772	
City or town Pittsburgh	State PA	ZIP code 15230-0185		
Foreign country name		Foreign province/state/county	Foreign postal code	
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) \$ 21,742,743		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)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	455,284	443,608		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,863,124			
	b Gross sales price for all assets on line 6a	6,829,957			
	7 Capital gain net income (from Part IV, line 2)		1,856,506		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	4,267	1,947			
12 Total. Add lines 1 through 11	2,322,675	2,302,061	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	81,071	48,643		32,428
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	32,858	5,597		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	181,840	28,311		165,786
	24 Total operating and administrative expenses. Add lines 13 through 23	295,769	82,551	0	198,214
	25 Contributions, gifts, grants paid	1,306,052			1,306,052
26 Total expenses and disbursements. Add lines 24 and 25	1,601,821	82,551	0	1,504,266	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	720,854				
b Net investment income (if negative, enter -0-)		2,219,510			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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16

Form 990-PF (2013)

LITTLE ROYAL-FAMILY FDN TR

05-6016740

Page **2**

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	445,084		
	2	Savings and temporary cash investments		434,471	434,471
	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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
Liabilities	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	18,037,500	18,768,923	21,308,272
	14	Land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	18,482,584	19,203,394	21,742,743
Net Assets or Fund Balances	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 ▶)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0	0	
		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	18,482,584	19,203,394	
	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)	18,482,584	19,203,394	
	31	Total liabilities and net assets/fund balances (see instructions)	18,482,584	19,203,394	

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	18,482,584
2	Enter amount from Part I, line 27a	2	720,854
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	527,266
4	Add lines 1, 2, and 3	4	19,730,704
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	527,310
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,203,394

Form **990-PF** (2013)

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,856,506
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	0

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))
2012	1,594,874	20,882,079	0.076375
2011	1,696,928	21,506,712	0.078902
2010	1,593,121	21,717,928	0.073355
2009	1,667,869	19,988,112	0.083443
2008	1,704,872	25,285,225	0.067426

2 Total of line 1, column (d)	2	0.379501
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	0.075900
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	21,085,098
5 Multiply line 4 by line 3	5	1,600,359
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,195
7 Add lines 5 and 6	7	1,622,554
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	1,504,266

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	44,390	
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	44,390	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	44,390	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	31,071	
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	31,071	
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	13,319	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

INTEREST \$203

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) RI		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no ▶ (617) 722-7772			
Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
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 2013?	4b	X

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	N/A	
Organizations relying on a current notice regarding disaster assistance check here	☐ Yes ☒ No			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		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	N/A	

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
BNY Mellon, N.A. P.O. BOX 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	146,331	NONE	NONE
BNY Mellon, N.A. P.O. BOX 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-65,260	N/A	N/A

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

NONE

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 ▶ NONE**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	NONE

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	20,971,773
b	Average of monthly cash balances	1b	434,418
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	21,406,191
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	21,406,191
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	321,093
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,085,098
6	Minimum investment return. Enter 5% of line 5	6	1,054,255

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

1	Minimum investment return from Part X, line 6	1	1,054,255
2a	Tax on investment income for 2013 from Part VI, line 5	2a	44,390
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	255
c	Add lines 2a and 2b	2c	44,645
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,009,610
4	Recoveries of amounts treated as qualifying distributions	4	2,500
5	Add lines 3 and 4	5	1,012,110
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	1,012,110

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,504,266
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,504,266
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,504,266

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				1,012,110
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____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008	451,854			
b From 2009	674,423			
c From 2010	532,975			
d From 2011	650,700			
e From 2012	570,750			
f Total of lines 3a through e	2,880,702			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,504,266				
a Applied to 2012, 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 2013 distributable amount				1,012,110
e Remaining amount distributed out of corpus	492,156			
5 Excess distributions carryover applied to 2013 (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	3,372,858			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	451,854			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,921,004			
10 Analysis of line 9:				
a Excess from 2009	674,423			
b Excess from 2010	532,975			
c Excess from 2011	650,700			
d Excess from 2012	570,750			
e Excess from 2013	492,156			

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

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

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

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

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

NOT APPLICABLE

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

NOT APPLICABLE

- c** Any submission deadlines:

NOT APPLICABLE

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

NOT APPLICABLE

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	1,306,052
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities	900099	117	14	455,167	
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	900099	6,618	18	1,856,506	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>PARTNERSHIPS</u>	900099	2,320	01	1,947	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		9,055		2,313,620	0
13	Total. Add line 12, columns (b), (d), and (e)				13	2,322,675

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|--|----|
| 1 | <p>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?</p> | |
| a | <p>Transfers from the reporting foundation to a noncharitable exempt organization of:</p> | |
| | <p>(1) Cash</p> | 1a |
| | <p>(2) Other assets</p> | 1a |
| b | <p>Other transactions</p> | |
| | <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b |
| | <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b |
| | <p>(3) Rental of facilities, equipment, or other assets</p> | 1b |
| | <p>(4) Reimbursement arrangements</p> | 1b |
| | <p>(5) Loans or loan guarantees</p> | 1b |
| | <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b |
| c | <p>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | |
| d | <p>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</p> | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

- b** If "Yes," complete the following schedule

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

**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.

► ang

11/4/2014

VICE 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

Shawn P. Hanlon

Preparer's signature

John Doe CPA

Date	
------	--

11/7/2014

Check ☒ if self-employed

PTIN	
------	--

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	(412) 355-6000
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		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
		Long Term CG Distributions	368 917	Capital Gains/Losses		6 829 957		4 966 833		1 863,124				
		Short Term CG Distributions		Other sales		0		0		0				
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
X	D F A US SOCIAL CORE EQUI	233203298			12/12/2013		12/12/2013	68,795	68,283				0	512
X	CONOCOPHILLIPS	20825C104			10/30/2002		3/18/2013	13,945	4,302				0	9,583
X	D F A US SOCIAL CORE EQUI	233203298			10/2/2013		12/17/2013	231,205	223,938				0	7,267
X	CONOCOPHILLIPS	20825C104			10/30/2002		3/18/2013	10,816	3,434				0	7,403
X	COSTCO WHSL CORP NEW	22160K105			9/9/2013		9/30/2013	19,108	19,006				0	102
X	DFA EMERG MKTS CORE EQ	233203421			9/10/2012		12/16/2013	9,937	9,564				0	373
X	COSTCO WHSL CORP NEW	22160K105			9/9/2013		9/30/2013	9,900	9,892				0	8
X	DFA EMERG MKTS CORE EQ	233203421			12/12/2012		12/16/2013	7,207	7,454				0	-247
X	DFA EMERG MKTS CORE EQ	233203421			3/8/2013		12/16/2013	938	1,014				0	-76
X	DFA EMERG MKTS CORE EQ	233203421			6/10/2013		12/16/2013	10,774	10,774				0	0
X	DFA EMERG MKTS CORE EQ	233203421			8/27/2012		12/16/2013	181,145	154,514				0	6,831
X	D T E ENERGY COMPANY	233331107			4/17/2013		7/25/2013	4,899	5,011				0	-112
X	D T E ENERGY COMPANY	233331107			4/18/2013		7/25/2013	4,199	4,320				0	-121
X	COGNIZANT TECHNOLOGY S	192446102			10/11/2011		9/30/2013	6,998	7,103				0	-105
X	COGNIZANT TECHNOLOGY S	192446102			10/11/2011		9/30/2013	17,187	14,171				0	3,026
X	COGNIZANT TECHNOLOGY S	192446102			8/28/2012		9/30/2013	3,276	2,702				0	574
X	CONAGRA FOODS INC	205887102			12/6/2012		7/25/2013	8,856	7,120				0	1,736
X	CONAGRA FOODS INC	205887102			11/27/2012		7/25/2013	6,273	5,040				0	1,233
X	CONAGRA FOODS INC	205887102			11/27/2012		9/30/2013	10,286	10,080				0	206
X	CONOCOPHILLIPS	20825C104			8/28/2012		3/18/2013	593	565				0	28
X	D T E ENERGY COMPANY	233331107			4/15/2013		9/30/2013	11,823	12,712				0	-889
X	D T E ENERGY COMPANY	233331107			4/16/2013		9/30/2013	2,627	2,841				0	-214
X	DANAHER CORP	235851102			11/17/2008		7/25/2013	15,456	6,126				0	9,330
X	WALT DISNEY COVTHE	254687106			11/17/2008		9/30/2013	14,562	5,593				0	8,969
X	WALT DISNEY COVTHE	254687106			8/28/2012		7/25/2013	1,937	1,489				0	448
X	WALT DISNEY COVTHE	254687106			6/8/2012		7/25/2013	34,657	24,802				0	10,055
X	WALT DISNEY COVTHE	254687106			6/7/2012		9/30/2013	4,615	4,615				0	1,900
X	WALT DISNEY COVTHE	254687106			6/8/2012		9/30/2013	23,803	16,948				0	6,855
X	EXPRESS SCRIPTS HOLDING	30219G108			4/29/2013		9/30/2013	15,430	14,641				0	789
X	EXPRESS SCRIPTS HOLDING	30219G108			5/1/2013		9/30/2013	1,234	1,193					

		Amount		Capital Gains/Losses		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss		
		358,917						8,620,957		4,968,833		1,863,124		
								0		0		0		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	AUTOLV INC	052800109		1/20/2012		2/25/2013	2,155	2,067				0	88
70	X	AMERICAN EXPRESS CO	025816109		7/17/2010		9/30/2013	21,138	1,180				0	8,858
71	X	AMERICAN INTERNATIONAL C	026874784		9/12/2012		7/25/2013	22,234	10,223				0	6,009
72	X	AMERICAN INTERNATIONAL C	026874784		9/12/2012		9/30/2013	20,833	14,535				0	6,398
73	X	AMERICAN TOWER CORP	03027X100		7/6/2012		7/25/2013	3,836	3,784				0	52
74	X	AMERICAN TOWER CORP	03027X100		7/10/2012		7/25/2013	4,125	4,057				0	68
75	X	AMERICAN TOWER CORP	03027X100		7/6/2012		9/30/2013	4,008	3,828				0	178
76	X	AMERICAN TOWER CORP	03027X100		7/10/2012		9/30/2013	445	427				0	18
77	X	AMERICAN TOWER CORP	03027X100		8/28/2012		9/30/2013	1,484	1,390				0	94
78	X	AUTOLV INC	052800109		1/23/2012		2/25/2013	588	575				0	13
79	X	AUTOLV INC	052800109		1/24/2012		2/25/2013	1,110	1,080				0	30
80	X	AUTOLV INC	052800109		1/24/2012		2/25/2013	849	823				0	26
81	X	AUTOLV INC	052800109		1/24/2012		2/25/2013	261	240				0	11
82	X	AUTOLV INC	052800109		1/24/2012		2/25/2013	771	751				0	20
83	X	AUTOLV INC	052800109		8/28/2012		2/26/2013	3,214	3,032				0	182
84	X	AUTOLV INC	052800109		5/28/2009		2/26/2013	3,471	1,400				0	2,071
85	X	AUTOLV INC	052800109		5/28/2009		2/27/2013	12,026	4,822				0	7,204
86	X	BNY MELLON CORP BOND-M	05569M368		12/17/2012		10/2/2013	2,180	2,248				0	-68
87	X	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009		3/27/2013	10,216	2,583				0	7,533
88	X	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009		7/25/2013	20,130	4,409				0	15,721
89	X	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009		9/30/2013	19,093	4,025				0	15,068
90	X	AMPHENOL CORP NEW	032085101		3/6/2013		7/25/2013	6,586	6,186				0	400
91	X	AMPHENOL CORP NEW	032085101		3/7/2013		7/25/2013	78	75				0	3
92	X	AMPHENOL CORP NEW	032085101		3/7/2013		7/25/2013	1,880	1,742				0	118
93	X	AMPHENOL CORP NEW	032085101		3/5/2013		9/30/2013	1,468	1,377				0	89
94	X	AMPHENOL CORP NEW	032085101		3/7/2013		9/30/2013	7,791	7,329				0	462
95	X	ANADARKO PETROLEUM CORP	032511107		1/26/2012		7/25/2013	8,034	7,145				0	889
96	X	BNY MELLON CORP BOND-M	05569M368		5/10/2012		10/2/2013	97,820	97,684				0	136
97	X	BNY MELLON FOC EQ OPP-M	05569M475		7/29/2013		10/2/2013	51,723	50,000				0	1,723
98	X	BNY MELLON FOC EQ OPP-M	05569M475		12/17/2010		10/2/2013							

		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
Long Term CG Distributions		368 917		Capital Gains/Losses		6 829 957		4 966 833		1 863 124				
Short Term CG Distributions				Other sales		0		0		0				
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
409	X	DREYFUS SELECT MGRER SIC	86271F677		3/28/2012		12/16/2013	17	13				0	4
410	X	DREYFUS SELECT MGRER SIC	86271F677		8/27/2012		12/16/2013	54,438	40,000				0	14,438
411	X	DREYFUS SELECT MGRER SIC	86271F677		12/1/2012		12/16/2013	22,328	16,567				0	5,761
412	X	DREYFUS SELECT MGRER SIC	86271F677		3/20/2013		12/16/2013	255	245				0	10
413	X	DREYFUS SELECT MGRER SIC	86271F677		5/9/2012		12/16/2013	30,777	21,848				0	8,928
414	X	DREYFUS US EQUITY FUND-I	86271F727		5/9/2012		10/2/2013	35,935	28,374				0	7,561
415	X	DREYFUS US EQUITY FUND-I	86271F727		11/17/2011		10/2/2013	414,065	306,478				0	107,587
416	X	TARGET CORP	87612E106		8/7612E106		7/25/2013	10,772	8,075				0	2,697
417	X	TARGET CORP	87612E106		8/28/2012		7/25/2013	718	640				0	78
418	X	TARGET CORP	87612E106		8/7612E106		7/25/2013	5,745	4,246				0	1,499
419	X	TARGET CORP	87612E106		11/18/2011		9/30/2013	7,016	5,839				0	1,177
420	X	TARGET CORP	87612E106		11/21/2011		9/30/2013	7,016	5,732				0	1,284
421	X	SANOFI	80105N105		7/20/2012		2/26/2013	880	724				0	156
422	X	SANOFI	80105N105		9/28/2012		2/26/2013	2,779	2,463				0	316
423	X	SANOFI	80105N105		7/25/2012		2/26/2013	5,604	4,551				0	1,053
424	X	SANOFI	80105N105		7/25/2012		2/27/2013	1,994	1,613				0	381
425	X	SANOFI	80105N105		7/25/2012		2/27/2013	23,370	18,955				0	4,415
426	X	SANOFI	80105N105		7/23/2012		2/27/2013	13,122	10,584				0	2,538
427	X	SANOFI	80105N105		7/23/2012		7/25/2013	1,056	748				0	308
428	X	OCCIDENTAL PETROLEUM CO	674599105		4/23/2009		9/30/2013	17,744	10,541				0	7,203
429	X	ORACLE CORP	68389X105		8/28/2012		7/25/2013	1,810	1,597				0	213
430	X	ORACLE CORP	68389X105		11/17/2008		7/25/2013	21,253	10,995				0	10,258
431	X	ORACLE CORP	68389X105		11/17/2008		9/30/2013	20,873	10,495				0	10,378
432	X	P V H CORP	693656100		11/3/2011		2/22/2013	356	222				0	134
433	X	P V H CORP	693656100		11/3/2011		2/22/2013	18,260	11,347				0	6,913
434	X	P V H CORP	693656100		11/3/2011		7/25/2013	11,094	6,189				0	4,905
435	X	P V H CORP	693656100		11/3/2011		9/30/2013	1,069	652				0	417
436	X	P V H CORP	693656100		11/3/2011		9/30/2013	8,313	5,158				0	3,155
437	X	PEPSICO INC	713448108		8/28/2012		7/25/2013	855	731				0	124
438	X	PEPSICO INC	713448108											

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										Capital Gains/Losses		6 829 957		4,966 833		1 863 124	
										Other sales		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
477	X TUCKER ANTHONY S/T	999999999			1/1/2013		1/2/2013		94					-94			
478	X TUCKER ANTHONY LT	999999999			1/1/2009		1/2/2013	27,202	0					27,202			
479	X PARK STREET VIII, LP S/T	999999999			1/1/2013		1/2/2013		632					-632			
480	X PARK STREET VIII, LP LT	999999999			1/1/2009		1/2/2013	34,238	0					34,238			
481	X PARK STREET IX, LP S/T	999999999			1/1/2013		1/2/2013	2,248	0					2,248			
482	X PARK STREET IX, LP LT	999999999			1/1/2009		1/2/2013	22,967	0					22,967			
483	X PARK STREET VIII, LP 1250 G	999999999			1/1/2009		1/2/2013	1	0					1			
484	X PARK STREET IX, LP 1250 G	999999999			1/1/2009		1/2/2013	14	0					14			
485	X TUCKER ANTHONY 1231 LOS	999999999			1/1/2009		1/2/2013	0	200					-200			
486	X PARK STREET VIII, LP 1231 G	999999999			1/1/2009		1/2/2013	2,002	0					2,002			
487	X PARK STREET IX, LP 1231 G	999999999			1/1/2009		1/2/2013	94	0					94			

Part I, Line 11 (990-PF) - Other Income

		4,267	1,947	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	TUCKER ANTHONY PARTNERSHIP INCOME	2,239	2,239	
2	PARK STREET VIII PARTNERSHIP INCOME	3,424	3,424	
3	PARK STREET IX PARTNERSHIP INCOME	-1,396	-1,396	
4	TUCKER ANTHONY PARTNERSHIP UBTI		-477	
5	PARK STREET VIII PARTNERSHIP UBTI		-3,827	
6	PARK STREET IX PARTNERSHIP		1,984	

Part I, Line 18 (990-PF) - Taxes

		32,858	5,597	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	5,538	5,538		
2	ESTIMATED EXCISE PAYMENTS	27,259			
3	FOREIGN TAX WITHHELD - PARK STREET VIII	14	14		
4	FOREIGN TAX WITHHELD - PARK STREET IX L	47	47		
5	UBTI FOREIGN TAX WITHHELD - PARK STREE		-2		

Part I, Line 23 (990-PF) - Other Expenses

		181,840	28,311	0	165,786
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	EXPENSES FOR OFFICE UPKEEP	133,200			133,200
2	RI FILING FEE 2012	50			50
3	OTHER MISC EXPENSES	16,268			16,268
4	TUCKER ANTHONY PARTNERSHIP EXPENSES	9,165	9,165		
5	UBTI TUCKER ANTHONY PARTNERSHIP EXPEN		-622		16,268
6	PARK STREET VIII PARTNERSHIP EXPENSES	12,636	12,636		
7	UBTI PARK STREET VIII PARTNERSHIP EXPENS		-2,119		
8	PARK STREET IX PARTNERSHIP EXPENSES	10,315	10,315		
9	UBTI PARK STREET IX PARTNERSHIP EXPENSE		-1,270		
10	CAPITAL RESOURCES IV PARTNERSHIP EXPEN	206	206		

Part II, Line 13 (990-PF) - Investments - Other

		18,037,500	18,768,923	21,308,272	
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ADVANTAGE GLOBAL ALPHA-R		0	294,000	356,298
3	BNY MELLON INCOME STK FD CL M		0	496,711	653,989
4	BNY MELLON CORP BOND-M		0	533,262	533,250
5	BNY MELLON FOCUSED EQUITY OPP-M		0	989,713	1,360,697
6	BNY MELLON MID CAP STK FD CL M		0	882,168	1,096,333
7	BNY MELLON S/T US GVT SECS FD CL M		0	180,616	175,043
8	BNY MELLON INTERMEDIATE BOND FD C		0	401,457	394,899
9	BNY MELLON BOND FD CL M		0	1,532,163	1,437,995
10	BNY MELLON INTL FD CL M SHSS		0	553,800	685,570
11	D F A US SOCIAL CORE EQUITY 2		0	3,226,062	3,491,412
12	DFA EMERG MKTS CORE EQUITY		0	1,265,486	1,337,662
13	DREYFUS FLOATING RATE INC-I		0	200,000	201,761
14	DREYFUS INFLATION ADJUSTED SECS F		0	306,458	303,055
15	DREYFUS EMG MKT DEBT LOC C-I		0	191,302	179,605
16	DREYFUS PREM LT TRM HI YLD-R		0	317,574	367,303
17	DREYFUS PR GL R/E SEC FD CL I		0	295,716	318,100
18	DREYFUS GROWTH & VALUE FDS INC		0	222,205	322,165
19	DREYFUS/NEWTON INTERN EQTY-I		0	289,821	369,810
20	IRON MTN INC PA		0	17,125	144,405
21	ASG MANAGED FUTURES STRAT-Y		0	300,000	324,000
22	ASG GLOBAL ALTERNATIVES FUND-Y		0	496,494	512,367
23	DREYFUS SELECT MGRS S/C GROWTH F		0	186,281	293,012
24	DREYFUS SELECT MANAGERS S/C VL-I		0	204,422	288,512
25	DREYFUS U S EQUITY FUND-I		0	954,615	1,399,290
26	DREYFUS PRE STRAT INTER ST-R		0	519,801	606,176
27	TCW EMERGING MARKETS INCOME FUNI		0	286,425	281,505
28	VAN ECK CM COMMODITY INDX-I		0	200,000	197,172
29	VIRTUS EMERGING MKTS OPPOR-I		0	331,102	329,997
30	CAPITAL RESOURCES PARTNERS IV LP		0	47,555	47,555
31	MELLON OPTIMA L/S STRATEGY FD LLC		0	1,811,746	2,064,491
32	COMMIT TO PUR MELLON OPTIMA L/S FN		0	71,752	71,752
33	TUCKER ANTHONY PRIVATE EQUITY FUN		0	343,609	343,609
34	PARK ST CAPITAL PRIVATE EQUITY FD		0	439,536	439,536
35	PARK STREET CAPITAL PRIV EQUITY FD		0	379,946	379,946

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	Wash Sale Adjustment	1	186
2	Receipt of Securities Adjustment	2	315,761
3	Partnership Distribution Adjustment	3	197,794
4	Cost Basis Adjustment	4	13,213
5	Sale Adjustment	5	312
6	Total	6	527,266

Line 5 - Decreases not included in Part III, Line 2

1	Capital Resource Partners Adjustment	1	28,515
2	Tucker Anthony Adjustment	2	24,248
3	Park Street VIII LP Adjustment	3	31,079
4	Park Street IX LP Adjustment	4	20,273
5	Recovery of PY Grants	5	2,500
6	Partnership Contributions	6	45,000
7	Distribution of Securities Adjustment	7	374,773
8	Securities Tax Basis Adjustment	8	922
9	Total	9	527,310

[illegible]

[illegible]

		Amount		Long Term CG Distributions		Short Term CG Distributions		Capital Gains and Losses		Tax on Investment Income											
		358,517		0		0		6,461,040		0		4,966,833		1,494,207		0		0		1,494,207	
		0		0		0		0		0		0		0		0		0		0	
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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

81 071												0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	BNY Mellon N.A.	X	P O BOX 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	146,331	NONE	NONE	
2	BNY Mellon, N.A.	X	P O BOX 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-65 260	N/A	N/A	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 3,812
2 First quarter estimated tax payment	5/9/2013	2 4,500
3 Second quarter estimated tax payment	6/11/2013	3 2,909
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment	12/11/2013	5 19,850
6 Other payments		6
7 Total		7 31,071

LITTLE ROYAL-FAMILY FDN TR

05-6016740 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 1,306,052

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

LITTLE ROYAL - FAMILY FOUNDATION - TRUST - INVESTED INC

2013 Disbursements

Transaction Description	Additional Name	Check Num	Entry Date	Amount
CASH DISBURSEMENT PAID TO JUNIOR ACHIEVEMENT OF NORTHERN NEW CHARITABLE GRANT MATCHING CONTRIBUTION NEW SERVER	JUNIOR ACHIEVEMENT OF NORTHERN NEW	0081545502	02/01/2013	-2 000 00
CASH DISBURSEMENT PAID TO CARNEGIE HALL CHARITABLE GRANT PATRONS PROGRAM	CARNEGIE HALL	0081545501	02/01/2013	-2 500 00
CASH DISBURSEMENT PAID TO PLAYWRIGHTS HORIZONS CHARITABLE GRANT 2013 DONATION	PLAYWRIGHTS HORIZONS	0081549584	02/19/2013	-2 500 00
CASH DISBURSEMENT PAID TO THE HELICON FOUNDATION CHARITABLE GRANT GENERAL OPERATING EXPENSES	THE HELICON FOUNDATION	0081552378	02/27/2013	-2,000 00
CASH DISBURSEMENT PAID TO NEW YORK CITY BALLET CHARITABLE GRANT LITTLE FAMILY FOUNDATION - MEMBERSHIP	NEW YORK CITY BALLET	0081558138	03/14/2013	-6,500 00
CASH DISBURSEMENT PAID TO WAKEFIELD FOOD PANTRY CHARITABLE GRANT FOR GENERAL OPERATING EXPENSES	WAKEFIELD FOOD PANTRY	0081560235	03/20/2013	-1 000 00
CASH DISBURSEMENT PAID TO BIG CAT RESCUE CHARITABLE GRANT GOLF CAR FOR BIG CAT RESCUE	BIG CAT RESCUE	0081564939	03/27/2013	-2 354 60
CASH DISBURSEMENT PAID TO THE FILM SOCIETY OF LINCOLN CENTER CHARITABLE GRANT 2013 GRANT	THE FILM SOCIETY OF LINCOLN CENTER	0081564938	03/27/2013	-2,000 00
CASH DISBURSEMENT PAID TO THE VILLAR-HOUSER THEATER CHARITABLE GRANT 2013 GRANT	THE VILLAR-HOUSER THEATER	0081568052	04/01/2013	-7,500 00
CASH DISBURSEMENT PAID TO THE JOYCE FOUNDATION CHARITABLE GRANT 2013 GRANT	THE JOYCE FOUNDATION	0081570214	04/05/2013	-1 000 00
CASH DISBURSEMENT PAID TO WOMEN'S PROJECT CHARITABLE GRANT GENERAL OPERATING EXPENSES	WOMEN'S PROJECT	0081585867	05/08/2013	-8 000 00
CASH DISBURSEMENT PAID TO ISABELLA STEWART CHARITABLE GRANT FOR GENERAL OPERATING PURPOSES	ISABELLA STEWART	0081592691	05/31/2013	25 000 00
CASH DISBURSEMENT PAID TO ISABELLA STEWART CHARITABLE GRANT GALA DONATION TO SUPPORT PROGRAMMING	ISABELLA STEWART	0081592692	05/31/2013	10,000 00
CASH DISBURSEMENT PAID TO PLAYWRIGHTS HORIZONS CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	PLAYWRIGHTS HORIZONS	0081592737	05/31/2013	-73 600 00
CASH DISBURSEMENT PAID TO TOMORROW FUND CHARITABLE GRANT 2013 GRANT	TOMORROW FUND	0081600455	06/17/2013	-1 000 00
CASH DISBURSEMENT PAID TO ACA - ARTS AND CULTURAL ALLIANCE CHARITABLE GRANT 2013 CHARITABLE GRANT	ACA ARTS AND CULTURAL ALLIANCE	0081600456	06/17/2013	-1 200 00
CASH DISBURSEMENT PAID TO MIDDLETOWN EDUCATION COLLABORATIVE CHARITABLE GRANT 2013 CHARITABLE GRANT	MIDDLETOWN EDUCATION COLLABORATIVE	0081600457	06/17/2013	-1 500 00
CASH DISBURSEMENT PAID TO ROGER WILLIAMS PARK ZOO CHARITABLE GRANT 2013 CHARITABLE GRANT - SPONSORSHIP FOR ZOOBLEE	ROGER WILLIAMS PARK ZOO	0081600458	06/17/2013	-1 000 00
CASH DISBURSEMENT PAID TO THE ISABELLA STEWART GARDNER MUSEUM CHARITABLE GRANT PLEDGE FOR MONTH LONG RESIDENCY	THE ISABELLA STEWART GARDNER MUSEUM	0081600624	06/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO COLLABORATION TOWN CHARITABLE GRANT 2013 GRANT	COLLABORATION TOWN	0081606420	07/02/2013	-2 000 00
CASH DISBURSEMENT PAID TO MINT THEATER CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	MINT THEATER	0081606421	07/02/2013	-8 000 00
CASH DISBURSEMENT PAID TO JIMMY FUND CHARITABLE GRANT REQUEST DTD 7/15/2013	JIMMY FUND	0081613923	07/17/2013	-5,000 00
CASH DISBURSEMENT PAID TO NOTRE DAME UNIVERSITY CHARITABLE GRANT LFF FELLOWSHIP AWARD FOR JASON GUINDON	NOTRE DAME UNIVERSITY	0081615946	07/23/2013	-5,000 00
CASH DISBURSEMENT PAID TO CORNELL UNIVERSITY CHARITABLE GRANT LFF FELLOWSHIP AWARD FOR ANDREW GOODMAN	CORNELL UNIVERSITY	0081615945	07/23/2013	5 000 00
CASH DISBURSEMENT PAID TO WAKEFIELD FOOD PANTRY CHARITABLE GRANT 2ND INSTALLMENT 4 YR CHALLENGE GRANT	WAKEFIELD FOOD PANTRY	0081616132	07/24/2013	-20 000 00
CASH DISBURSEMENT PAID TO BOSTON BALLET CHARITABLE GRANT GENERAL OPERATING EXPENSES PER ELEANOR PAO	BOSTON BALLET	0081619875	08/02/2013	-5,000 00
CASH DISBURSEMENT PAID TO BACKBONE CAMPAIGN CHARITABLE GRANT MATCHING GIFT - 2013	BACKBONE CAMPAIGN	0081622969	08/14/2013	10,000 00
CASH DISBURSEMENT PAID TO LIFE BRIDGE INC CHARITABLE GRANT MATCHING GIFT - 2013	LIFE BRIDGE INC	0081622970	08/14/2013	-30 987 82
CASH DISBURSEMENT PAID TO GREEN MOUNTAIN CONSERVATION GROUP CHARITABLE GRANT SUPPORT FUNDRAISER EVENT ON 7/23/13	GREEN MOUNTAIN CONSERVATION GROUP	0081623700	08/16/2013	-9,809 88
CASH DISBURSEMENT PAID TO KELLOGG SCHOOL OF MANAGEMENT CHARITABLE GRANT LFF SCHOLARSHIP FOR PRITI PATEL	KELLOGG SCHOOL OF MANAGEMENT	0081629815	09/04/2013	-4 000 00
CASH DISBURSEMENT PAID TO THE CLIVE BARNES FOUNDATION CHARITABLE GRANT 2013 GRANT - GENERAL OPERATING EXPENSES	THE CLIVE BARNES FOUNDATION	0081630767	09/05/2013	-5,000 00
CASH DISBURSEMENT PAID TO SHADY HILL SCHOOL CHARITABLE GRANT CELEBRITY SERIES SCHOOL PROGRAM	SHADY HILL SCHOOL	0081649009	10/21/2013	15,000 00
CASH DISBURSEMENT PAID TO SACOPEE VALLEY HIGH SCHOOL CHARITABLE GRANT 2013 GOLF CLUB TRANSPORTATION	SACOPEE VALLEY HIGH SCHOOL	0081651570	10/28/2013	-6 500 00
CASH DISBURSEMENT PAID TO UNIVERSITY OF NEW ENGLAND CHARITABLE GRANT LFF SCHOLARSHIP FOR GINA NEWSOME	UNIVERSITY OF NEW ENGLAND	0081654475	11/05/2013	-2 000 00
CASH DISBURSEMENT PAID TO SACRED HEART UNIVERSITY CHARITABLE GRANT LFF SCHOLARSHIP FOR MICHELLE HENAULT	SACRED HEART UNIVERSITY	0081654474	11/05/2013	-2,000 00
CASH DISBURSEMENT PAID TO DARTMOUTH COLLEGE CHARITABLE GRANT LFF FELLOWSHIP FOR SUMEETA KUMAR	DARTMOUTH COLLEGE	0081654788	11/06/2013	-5 000 00
CASH DISBURSEMENT PAID TO UNIVERSITY OF NEW HAMPSHIRE CHARITABLE GRANT LFF SCHOLARSHIP FOR MOLLY ROSE KOLB	UNIVERSITY OF NEW HAMPSHIRE	0081655182	11/07/2013	-800 00
CASH DISBURSEMENT PAID TO TD BANK CHARITABLE GRANT WORKS BY WOMEN INITIATIVE	TD BANK	0000000000	12/05/2013	-25 000 00
CASH DISBURSEMENT PAID TO WOMEN'S PROJECT CHARITABLE GRANT HISTORY MATTERS/BACK TO THE FUTURE INITIATIVE	WOMEN'S PROJECT	0081666287	12/09/2013	-20 000 00
CASH DISBURSEMENT PAID TO GARFIELD HIGH SCHOOL PTSA CHARITABLE GRANT 2013 GRANT	GARFIELD HIGH SCHOOL PTSA	0081667687	12/11/2013	-5,000 00
CASH DISBURSEMENT PAID TO LAKE FOREST COLLEGE GOLF PROGRAM CHARITABLE GRANT 2013 GRANT	LAKE FOREST COLLEGE GOLF PROGRAM	0081667689	12/11/2013	-5,000 00
CASH DISBURSEMENT PAID TO LAKE FOREST COLLEGE WOMEN'S HOCKEY CHARITABLE GRANT 2013 GRANT	LAKE FOREST COLLEGE WOMEN'S HOCKEY	0081667691	12/11/2013	-1 000 00
CASH DISBURSEMENT PAID TO POTTER LEAGUE FOR ANIMALS CHARITABLE GRANT 2013 GRANT	POTTER LEAGUE FOR ANIMALS	0081667693	12/11/2013	-1 300 00
CASH DISBURSEMENT PAID TO CRANE FAMILY SCHOLARSHIP FUND CHARITABLE GRANT 2013 GRANT	CRANE FAMILY SCHOLARSHIP FUND	0081667695	12/11/2013	-8 000 00
CASH DISBURSEMENT PAID TO WEST SEATTLE YMCA-PARTNERS WITH CHARITABLE GRANT 2013 GRANT	WEST SEATTLE YMCA-PARTNERS WITH	0081667686	12/11/2013	-15 000 00
CASH DISBURSEMENT PAID TO PAWS CHARITABLE GRANT 2013 GRANT	PAWS	0081667688	12/11/2013	1 000 00
CASH DISBURSEMENT PAID TO LAKE FOREST COLLEGE SCHOLARSHIP FUND CHARITABLE GRANT 2013 GRANT	LAKE FOREST COLLEGE SCHOLARSHIP FUND	0081667690	12/11/2013	-4 000 00
CASH DISBURSEMENT PAID TO ROGER WILLIAMS ZOOLOGICAL SOCIETY CHARITABLE GRANT 2013 GRANT	ROGER WILLIAMS ZOOLOGICAL SOCIETY	0081667692	12/11/2013	-5 000 00
CASH DISBURSEMENT PAID TO MYSTIC AQUARIUM CHARITABLE GRANT 2013 GRANT	MYSTIC AQUARIUM	0081667694	12/11/2013	-1,000 00
CASH DISBURSEMENT PAID TO YORK SCHOOL CHARITABLE GRANT 2013 GRANT	YORK SCHOOL	0081667703	12/11/2013	3 000 00
CASH DISBURSEMENT PAID TO ZOO ATLANTA CHARITABLE GRANT 2013 GRANT	ZOO ATLANTA	0081668841	12/13/2013	-5 000 00
CASH DISBURSEMENT PAID TO CHATTAHOOCHEE RIVERKEEPER CHARITABLE GRANT 2013 GRANT	CHATTAHOOCHEE RIVERKEEPER	0081668840	12/13/2013	-5 000 00
CASH DISBURSEMENT PAID TO SEATTLE ACADEMY OF ARTS AND SCIENCES CHARITABLE GRANT 2013 GRANT	SEATTLE ACADEMY OF ARTS AND SCIENCES	0081669877	12/16/2013	-3,000 00

CASH DISBURSEMENT PAID TO VASHON ISLAND PET PROTECTORS CHARITABLE GRANT 2013 GRANT	VASHON ISLAND PET PROTECTORS	0081669879	12/16/2013	2 000 00
CASH DISBURSEMENT PAID TO HARBOR SCHOOL CHARITABLE GRANT 2013 GRANT	HARBOR SCHOOL	0081669881	12/16/2013	-4 000 00
CASH DISBURSEMENT PAID TO KCTS CHANNEL 9 CHARITABLE GRANT 2013 GRANT	KCTS CHANNEL 9	0081669883	12/16/2013	-1 000 00
CASH DISBURSEMENT PAID TO NORTH COUNTRY SCHOOL CHARITABLE GRANT 2013 GRANT	NORTH COUNTRY SCHOOL	0081669878	12/16/2013	-3 000 00
CASH DISBURSEMENT PAID TO VASHON COMMUNITY FOOD BANK CHARITABLE GRANT 2013 GRANT	VASHON COMMUNITY FOOD BANK	0081669878	12/16/2013	-11 000 00
CASH DISBURSEMENT PAID TO VASHON YOUTH AND FAMILY SERVICES CHARITABLE GRANT 2013 GRANT	VASHON YOUTH AND FAMILY SERVICES	0081669880	12/16/2013	-4 000 00
CASH DISBURSEMENT PAID TO KBTC CHANNEL 12 CHARITABLE GRANT 2013 GRANT	KBTC CHANNEL 12	0081669882	12/16/2013	-1 000 00
CASH DISBURSEMENT PAID TO VASHON ISLAND PARTNERS IN EDUCATION CHARITABLE GRANT 2013 GRANT	VASHON ISLAND PARTNERS IN EDUCATION	0081669884	12/16/2013	-1 000 00
CASH DISBURSEMENT PAID TO TIGERS IN AMERICA CHARITABLE GRANT 2013 MATCHING GRANT FOR BIG CAT RESCUE	TIGERS IN AMERICA	0081670390	12/17/2013	-6 000 00
CASH DISBURSEMENT PAID TO CLEAR VIEW LEGACY FOUNDATION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	CLEAR VIEW LEGACY FOUNDATION	0081670392	12/17/2013	-4 000 00
CASH DISBURSEMENT PAID TO ENSEMBLE STUDIO THEATER CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	ENSEMBLE STUDIO THEATER	0081670394	12/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO GREEN MOUNTAIN CONSERVATION GROUP CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	GREEN MOUNTAIN CONSERVATION GROUP	0081670396	12/17/2013	-45 000 00
CASH DISBURSEMENT PAID TO JUNIOR ACHIEVEMENT OF NORTH ENGLAND CHARITABLE GRANT 2013 GRANT FOR GOLF TOURNAMENT	JUNIOR ACHIEVEMENT OF NORTH ENGLAND	0081670398	12/17/2013	-5 500 00
CASH DISBURSEMENT PAID TO MAINE PUBLIC TELEVISION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	MAINE PUBLIC TELEVISION	0081670400	12/17/2013	-5 000 00
CASH DISBURSEMENT PAID TO MS FOUNDATION FOR WOMEN CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	MS FOUNDATION FOR WOMEN	0081670402	12/17/2013	-2 500 00
CASH DISBURSEMENT PAID TO NEW HAMPSHIRE PUBLIC TELEVISION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	NEW HAMPSHIRE PUBLIC TELEVISION	0081670404	12/17/2013	-5 000 00
CASH DISBURSEMENT PAID TO ORPHANS AGAINST AIDS-EVEN GROUND CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	ORPHANS AGAINST AIDS-EVEN GROUND	0081670406	12/17/2013	-2 000 00
CASH DISBURSEMENT PAID TO SHADY HILL SCHOOL CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	SHADY HILL SCHOOL	0081670408	12/17/2013	-50 000 00
CASH DISBURSEMENT PAID TO ST JOSEPH'S CHURCH CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	ST JOSEPH'S CHURCH	0081670410	12/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO UNIVERSITY OF RHODE ISLAND CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	UNIVERSITY OF RHODE ISLAND	0081670412	12/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO WAKEFIELD FOOD PANTRY CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	WAKEFIELD FOOD PANTRY	0081670414	12/17/2013	-18 000 00
CASH DISBURSEMENT PAID TO WNBT CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	WNBT	0081670416	12/17/2013	-5 000 00
CASH DISBURSEMENT PAID TO CELEBRITY SERIES CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	CELEBRITY SERIES	0081670391	12/17/2013	-145 000 00
CASH DISBURSEMENT PAID TO CONSTITUTION MARSH AUDUBON CTR CHARITABLE GRANT 2013 GRANT - 2ND PLEDGE IN MEMORY OF SANDY	CONSTITUTION MARSH AUDUBON CTR	0081670393	12/17/2013	5 000 00
CASH DISBURSEMENT PAID TO FEMINIST MAJORITY FOUNDATION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	FEMINIST MAJORITY FOUNDATION	0081670395	12/17/2013	-2 500 00
CASH DISBURSEMENT PAID TO ISABELLA STEWART GARDNER MUSEUM CHARITABLE GRANT 2013 GRANT - 4TH YEAR PLEDGE (OF 5)	ISABELLA STEWART GARDNER MUSEUM	0081670397	12/17/2013	-60 000 00
CASH DISBURSEMENT PAID TO MAINE PUBLIC RADIO CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	MAINE PUBLIC RADIO	0081670399	12/17/2013	-5 000 00
CASH DISBURSEMENT PAID TO MOTHER JONES CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	MOTHER JONES	0081670401	12/17/2013	-2 000 00
CASH DISBURSEMENT PAID TO NE AMATEUR SKATING FOUNDATION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	NE AMATEUR SKATING FOUNDATION	0081670403	12/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO NOW CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	NOW	0081670405	12/17/2013	-2 500 00
CASH DISBURSEMENT PAID TO PINE STREET INN CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	PINE STREET INN	0081670407	12/17/2013	15 000 00
CASH DISBURSEMENT PAID TO ST ANTHONY'S CHURCH CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	ST ANTHONY'S CHURCH	0081670409	12/17/2013	-10 000 00
CASH DISBURSEMENT PAID TO STEERE HOUSE CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	STEERE HOUSE	0081670411	12/17/2013	-8 000 00
CASH DISBURSEMENT PAID TO UPPER VALLEY BUSINESS & EDUCATION CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	UPPER VALLEY BUSINESS & EDUCATION	0081670413	12/17/2013	-4 000 00
CASH DISBURSEMENT PAID TO WGBH CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	WGBH	0081670415	12/17/2013	-5 000 00
CASH DISBURSEMENT PAID TO WOMEN OF MEANS CHARITABLE GRANT 2013 GRANT FOR GENERAL OPERATING EXPENSES	WOMEN OF MEANS	0081670417	12/17/2013	-8 000 00
CASH DISBURSEMENT PAID TO BACKBONE CAMPAIGN CHARITABLE GRANT 2013 GRANT	BACKBONE CAMPAIGN	0081671011	12/18/2013	-20 000 00
CASH DISBURSEMENT PAID TO ALDER CREEK PIONEER ASSOCIATION CHARITABLE GRANT 2013 GRANT	ALDER CREEK PIONEER ASSOCIATION	0081671010	12/18/2013	1 000 00
CASH DISBURSEMENT PAID TO NORTHWEST FILM FORUM CHARITABLE GRANT 2013 GRANT	NORTHWEST FILM FORUM	0081671013	12/18/2013	10 000 00
CASH DISBURSEMENT PAID TO CHINESE PROGRESSIVE ASSOCIATION CHARITABLE GRANT 2013 GRANT	CHINESE PROGRESSIVE ASSOCIATION	0081671015	12/18/2013	-17 000 00
CASH DISBURSEMENT PAID TO HARBOR SCHOOL CHARITABLE GRANT 2013 GRANT	HARBOR SCHOOL	0081671017	12/18/2013	-10 000 00
CASH DISBURSEMENT PAID TO KBKS 91.3FM COMMUNITY RADIO CHARITABLE GRANT 2013 GRANT	KBKS 91.3FM COMMUNITY RADIO	0081671019	12/18/2013	-4 000 00
CASH DISBURSEMENT PAID TO KBTC ASSOCIATION CHARITABLE GRANT 2013 GRANT	KBTC ASSOCIATION	0081671021	12/18/2013	-4 000 00
CASH DISBURSEMENT PAID TO KPLU CHARITABLE GRANT 2013 GRANT	KPLU	0081671023	12/18/2013	-4 000 00
CASH DISBURSEMENT PAID TO OHIO STATE UNIVERSITY CHARITABLE GRANT 2013 GRANT	OHIO STATE UNIVERSITY	0081671025	12/18/2013	-3 000 00
CASH DISBURSEMENT PAID TO PEREGRINE FUND CHARITABLE GRANT 2013 GRANT	PEREGRINE FUND	0081671027	12/18/2013	-4 000 00
CASH DISBURSEMENT PAID TO CENTER FOR TRADITIONAL MUSIC AND CHARITABLE GRANT 2013 GRANT	CENTER FOR TRADITIONAL MUSIC AND	0081671012	12/18/2013	10 000 00
CASH DISBURSEMENT PAID TO CAMP UNALAYEE CHARITABLE GRANT 2013 GRANT	CAMP UNALAYEE	0081671014	12/18/2013	10 000 00
CASH DISBURSEMENT PAID TO SEATTLE ACADEMY OF ARTS AND SCIENCES CHARITABLE GRANT 2013 GRANT	SEATTLE ACADEMY OF ARTS AND SCIENCES	0081671030	12/18/2013	-2 000 00
CASH DISBURSEMENT PAID TO DOVE PROJECT CHARITABLE GRANT 2013 GRANT	DOVE PROJECT	0081671016	12/18/2013	-8 000 00
CASH DISBURSEMENT PAID TO SOUND ACTION CHARITABLE GRANT 2013 GRANT	SOUND ACTION	0081671032	12/18/2013	-8 000 00
CASH DISBURSEMENT PAID TO HESTIA RETREAT CHARITABLE GRANT 2013 GRANT	HESTIA RETREAT	0081671018	12/18/2013	-3 000 00
CASH DISBURSEMENT PAID TO UMO ENSEMBLE CHARITABLE GRANT 2013 GRANT	UMO ENSEMBLE	0081671034	12/18/2013	-1 000 00
CASH DISBURSEMENT PAID TO KILLER WHALE TALES CHARITABLE GRANT 2013 GRANT	KILLER WHALE TALES	0081671020	12/18/2013	-8 000 00
CASH DISBURSEMENT PAID TO VASHON COMMUNITY CARE CENTER CHARITABLE GRANT 2013 GRANT	VASHON COMMUNITY CARE CENTER	0081671036	12/18/2013	7 000 00
CASH DISBURSEMENT PAID TO KCTS CHARITABLE GRANT 2013 GRANT	KCTS	0081671022	12/18/2013	-4 000 00
CASH DISBURSEMENT PAID TO VASHON HOUSEHOLD CHARITABLE GRANT 2013 GRANT	VASHON HOUSEHOLD	0081671038	12/18/2013	-2 000 00

CASH DISBURSEMENT PAID TO KUOW CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON ISLAND PARTNERS IN EDUCATION CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO OREGON COAST AQUARIUM CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO POINT DEFANCE ZOOLOGICAL SOCIETY CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO PUTNEY SCHOOL CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO SEATTLE AQUARIUM CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO SUN MAGAZINE CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON ALLIED ARTS CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON COMMUNITY FOOD BANK CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON ISLAND LAND TRUST CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON ISLAND PET PROTECTORS CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON ISLAND SCHOOL DISTRICT CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VASHON YOUTH AND FAMILY SERVICES CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO VOICE OF VASHON CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO WESTWIND STEWARDSHIP GROUP CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO WETLANDS CONSERVANCY CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO WING LUKE MUSEUM OF THE ASIAN CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO WOODLAND PARK ZOO CHARITABLE GRANT 2013 GRANT
 CASH DISBURSEMENT PAID TO RBC ROYAL BANK CHARITABLE GRANT LYFORD CAY FOUNDATION 2013 GRANT
 CASH DISBURSEMENT PAID TO CAMDEN MILITARY ACADEMY CHARITABLE GRANT 2013 GRANT FOR SCHOLARSHIP
 CASH DISBURSEMENT PAID TO COLLINS HILL HIGH SCHOOL PTSA CHARITABLE GRANT 2013 GRANT FOR SCHOLARSHIP
 CASH DISBURSEMENT PAID TO CAMDEN MILITARY ACADEMY CHARITABLE GRANT 2013 GRANT FOR TECHNOLOGY/LIBRARY
 CASH DISBURSEMENT PAID TO COLLINS HILL HIGH SCHOOL PTSA CHARITABLE GRANT 2013 GRANT FOR TECHNOLOGY/LIBRARY

KUOW	0081671024	12/18/2013	-4,000.00
VASHON ISLAND PARTNERS IN EDUCATION	0081671040	12/18/2013	1,000.00
OREGON COAST AQUARIUM	0081671026	12/18/2013	-12,000.00
POINT DEFANCE ZOOLOGICAL SOCIETY	0081671028	12/18/2013	-3,000.00
PUTNEY SCHOOL	0081671029	12/18/2013	-500.00
SEATTLE AQUARIUM	0081671031	12/18/2013	-10,000.00
SUN MAGAZINE	0081671033	12/18/2013	-500.00
VASHON ALLIED ARTS	0081671035	12/18/2013	-10,000.00
VASHON COMMUNITY FOOD BANK	0081671037	12/18/2013	-10,000.00
VASHON ISLAND LAND TRUST	0081671039	12/18/2013	-15,000.00
VASHON ISLAND PET PROTECTORS	0081671041	12/18/2013	2,000.00
VASHON ISLAND SCHOOL DISTRICT	0081671042	12/18/2013	-25,000.00
VASHON YOUTH AND FAMILY SERVICES	0081671043	12/18/2013	-8,000.00
VOICE OF VASHON	0081671044	12/18/2013	-3,000.00
WESTWIND STEWARDSHIP GROUP	0081671045	12/18/2013	-35,000.00
WETLANDS CONSERVANCY	0081671046	12/18/2013	-7,000.00
WING LUKE MUSEUM OF THE ASIAN	0081671047	12/18/2013	-1,000.00
WOODLAND PARK ZOO	0081671048	12/18/2013	-5,000.00
RBC ROYAL BANK	0000000000	12/18/2013	-100,000.00
CAMDEN MILITARY ACADEMY	0081674209	12/24/2013	-3,000.00
COLLINS HILL HIGH SCHOOL PTSA	0081674211	12/24/2013	-3,000.00
CAMDEN MILITARY ACADEMY	0081674208	12/24/2013	-9,000.00
COLLINS HILL HIGH SCHOOL PTSA	0081674210	12/24/2013	-5,000.00
			-1,306,052.30

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or
	LITTLE ROYAL-FAMILY FDN TR		05-6016740
	Number, street, and room or suite no. If a P O box, see instructions		Social security number (SSN)
	BNY Mellon, N.A. - P.O. BOX 185		
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	Pittsburgh, PA 15230-0185		

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

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

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

- The books are in the care of ☒ BNY MELLON, N.A.
Telephone No. ☒ (617) 722-7772 Fax No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/15/2014
- 5 For calendar year 2013, or other tax year beginning , and ending
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO OBTAIN INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	31,071
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	31,071
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0

Signature and Verification must be completed for Part II only.

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

Signature ☒Title ☒Date ☒