SR16690

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: WILLIAM H. PRUSOFF FOUNDATION

A Employer identification number: 06-1601597

Number and street (or P O box number if mail is not delivered to street address): 880 OLD POST ROAD

Room/suite:

B Telephone number (see instructions): 203-777-2509

City or town, state or province, country, and ZIP or foreign postal code: FAIRFIELD CT 06824

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) ▶ $ 2,314,447

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	4,860	4,860	4,860	
	4	Dividends and interest from securities	50,974	50,974	50,974	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	121,040			
	b	Gross sales price for all assets on line 6a 1,252,573				
	7	Capital gain net income (from Part IV, line 2)		44,773		
	8	Net short-term capital gain			0	
	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) STMT 2	3	3	3	
	12	**Total.** Add lines 1 through 11	176,877	100,610	55,837	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	4,675	4,675		
	c	Other professional fees (attach schedule)				
	17	Interest	2	2		
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion STMT 4	517			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch) STMT 5	505	505		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,699	5,182	0	0
	25	Contributions, gifts, grants paid	528,000			528,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	533,699	5,182	0	528,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-356,822			
	b	**Net investment income** (if negative, enter -0-)		95,428		
	c	**Adjusted net income** (if negative, enter -0-)			55,837	

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Part II Balance Sheets

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

	Line	Description		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing		672	11	11
	2	Savings and temporary cash investments		263,876	26,257	26,257
	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 (att schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	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 sch) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶	6,086			
		Less accumulated depreciation (attach sch) ▶ STMT 6	5,920	683	166	166
	15	Other assets (describe ▶ SEE STATEMENT 7)		2,215,134	2,098,381	2,288,013
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)		2,480,365	2,124,815	2,314,447
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		2,480,365	2,124,815	
	30	**Total net assets or fund balances** (see instructions)		2,480,365	2,124,815	
	31	**Total liabilities and net assets/fund balances** (see instructions)		2,480,365	2,124,815	

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	2,480,365
2	Enter amount from Part I, line 27a	2	-356,822
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2,260
4	Add lines 1, 2, and 3	4	2,125,803
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	988
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,124,815

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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	MERRILL LYNCH			
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	44,773			44,773
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				44,773
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	44,773
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 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	660,497		
2011	443,687		
2010	388,136		
2009	687,755		
2008	919,287		

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	954
7 Add lines 5 and 6	7	954
8 Enter qualifying distributions from Part XII, line 4	8	528,000

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

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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	954
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	954
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	954
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
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	
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	18
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	972
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ Refunded ▶		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FAIRFIELD CPA GROUP, LLC Telephone no ▶ 203-335-6700
1595 BLACK ROCK TURNPIKE
Located at ▶ FAIRFIELD CT ZIP+4 ▶ 06825

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

			Yes	No
16	At any time during calendar year 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	N/A	1c		
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)	N/A	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)?	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (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?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
ALVIN PRUSOFF 880 OLD POST ROAD	FAIRFIELD CT 06824	TRUSTEE 0.00	0	0	0
LAURA PRUSOFF 880 OLD POST ROAD	FAIRFIELD CT 06824	TRUSTEE 0.00	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	0
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	0
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	0
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	**Minimum investment return.** Enter 5% of line 5	6	0

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	954		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	954
3	Distributable amount before adjustments Subtract line 2c from line 1			3	
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	0

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	528,000
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	528,000
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	954
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	527,046

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					0
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2013					
a From 2008	923,913				
b From 2009	690,845				
c From 2010	389,300				
d From 2011	445,000				
e From 2012	661,300				
f **Total** of lines 3a through e		3,110,358			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 528,000					
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					
e Remaining amount distributed out of corpus		528,000			
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		3,638,358			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions					
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)		923,913			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		2,714,445			
10 Analysis of line 9					
a Excess from 2009	690,845				
b Excess from 2010	389,300				
c Excess from 2011	445,000				
d Excess from 2012	661,300				
e Excess from 2013	528,000				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
LIST ATTACHED		CHARITY	PHILANTHROPIC	528,000
Total			▶ 3a	528,000
b Approved for future payment				
N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

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			14	4,860	
4 Dividends and interest from securities			14	50,974	
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			14	3	
8 Gain or (loss) from sales of assets other than inventory			14	44,773	76,267
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		100,610	76,267

13 **Total.** Add line 12, columns (b), (d), and (e) 13 176,877

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

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

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

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

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
N/A		

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

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

Signature of officer or trustee: [signature] Date: 5/7/14 Title: TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
STUART P. ROSENBERG, CPA	[signature]	5/6/14	

Firm's name ▶	FAIRFIELD CPA GROUP, LLC	PTIN	P00034607
Firm's address ▶	1595 BLACK ROCK TPKE FAIRFIELD, CT 06825-4144	Firm's EIN ▶	06-1404978
		Phone no	203-366-1800

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
SPDR GOLD TRUST	1/04/12	VARIOUS	PURCHASE	$ 42,246	$ 47,053	$	$	$ -4,807
HSBC REDEMPTION	7/04/08	1/15/13	PURCHASE	100,000	100,000			
SCHEDULE ATTACHED	VARIOUS	VARIOUS	PURCHASE	17,299	17,960			-661
SCHEDULE ATTACHED	VARIOUS	VARIOUS	PURCHASE	52,217	42,180			10,037
SCHEDULE ATTACHED	VARIOUS	VARIOUS	PURCHASE	996,038	924,340			71,698
TOTAL				$ 1,207,800	$ 1,131,533	$ 0	$ 0	$ 76,267

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
SEC 1250 GAIN	$ 3	$ 3	$ 3
TOTAL	$ 3	$ 3	$ 3

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEE	$ 4,675	$ 4,675	$	$
TOTAL	$ 4,675	$ 4,675	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTER & ACCESSORIES							
9/28/08	$ 3,196	$ 3,012	200DB	5	$ 184	$	$
HP LAPTOP DV5							
5/04/09	2,890	2,391	200DB	5	333		
TOTAL	$ 6,086	$ 5,403			$ 517	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
ANNUAL FEES	150	150		
PREPAYMENT CHARGE	64	64		
POSTAGE	291	291		
TOTAL	$ 505	$ 505	$ 0	$ 0

Statement 6 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
FIXED ASSETS	$ 683	$ 6,086	$ 5,920	$ 166
TOTAL	$ 683	$ 6,086	$ 5,920	$ 166

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
INVESTMENT FUNDS AND SECURITIES	$ 2,215,134	$ 2,098,381	$ 2,288,013
TOTAL	$ 2,215,134	$ 2,098,381	$ 2,288,013

Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
FUNDS RECEIVED	$ 2,260
TOTAL	$ 2,260

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
BROKER ADJUSTMENTS	$ 986
ROUNDING	2
TOTAL	$ 988

SR16690

Form **4562** Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172 **2013** Attachment Sequence No 179

Name(s) shown on return: WILLIAM H. PRUSOFF FOUNDATION

Identifying number: 06-1601597

Business or activity to which this form relates: INDIRECT DEPRECIATION

Part I Election To Expense Certain Property Under Section 179
Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost
7 Listed property Enter the amount from line 29	7	

8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶ 13		

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	517
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only–see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	517
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions. Form **4562** (2013)

DAA

THERE ARE NO AMOUNTS FOR PAGE 2

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
MERRILL LYNCH	$ 4,860		14		
TOTAL	$ 4,860				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
MERRILL LYNCH	$ 50,974		14		
TOTAL	$ 50,974				

Other Investment Income

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
SEC 1250 GAIN	$ 3		14	
TOTAL	$ 3			

CHARITY	Street	City	State	Zip	Amount
AACR Foundation	615 Chestnut Street, 16th Floor	Philadelphia	PA	19106	$20,000.00
Connecticut Conquers Cancer	P.O. Box 384	South Glastonbury	CT	06073	$1,500.00
Connecticut's Beardsley Zoo	1875 Noble Avenue	Bridgeport	CT	06610	$2,000.00
Capital City Medical Teams	3275 Crestview Dr S.	Salem	OR	97302	$1,500.00
Caron's Adolescent Center	PO Box 150	Wernersville	PA	19565	$1,000.00
Fairfield Theatre Company	70 Sanford Street	Fairfield	CT	06824	$1,600.00
FINCA	1101 14th St NW	Washington	DC	20005	$5,000.00
Hopkins School	986 Forest Road	New Haven	CT	06515	$1,700.00
Institute for the Study of Global Antisemitism and Policy	P.O. Box 2911	New Haven	CT	06515	$25,000.00
Jewish Home	175 Jefferson Street	Fairfield	CT	06825	$1,800.00
John Wayne Cancer Institute	2200 Santa Monica Blvd	Santa Monica	CA	90404	$2,000.00
Laguna Blanca School	4125 Paloma Drive	Santa Barbara	CA	93110	$40,000.00
Leukemia & Lymphoma	2222 N Tampa St	Tampa	FL	33602	$5,000.00
Long Wharf Theatre	222 Sargent Dr	New Haven	CT	06511	$1,000.00
Marrakech	Six Lunar Drive	Woodbridge	CT	06525	$50,000.00
Movember	35 Dudley Ave	Venice	CA	90291	$5,000.00
Near and Far Aid	PO Box 717	Southport	CT	06890	$3,500.00
Northeastern University	360 Huntington Avenue	Boston	MA	02115	$7,600.00
Nyaya Health	135 College Street, Suite 323	New Haven	CT	06510	$5,000.00
Pequot Library	720 Pequot Ave	Southport	CT	06890	$2,800.00
Planned Parenthood	345 Whitney Avenue	New Haven	CT	06511	$2,500.00
St. Thomas More School	61 Cottage Road	Oakdale	CT	06370	$1,000.00
Team For Kids - NY Rpad Runners	9 East 89th Street	New York	NY	10128	$1,000.00
The Community Dining Room	30 Harrison Avenue	Branford	CT	06405	$2,000.00
The Place of Hope at the Haven Campus, Inc.	21441 Boca Rio Rd	Boca Raton	FL	33433	$10,000.00
University of Hartford	200 Bloomfield Avenue	West Hartford	CT	06117	$3,000.00
Wadsworth Atheneum	600 Main Street	Hartford	CT	06103	$5,500.00
Yale - Sch of Med - Dr. Canaan	333 Cedar St	New Haven	CT	06520	$220,000.00
Yale - Sch of Med - Dr. Cheng	333 Cedar St	New Haven	CT	06520	$100,000.00
					$528,000.00

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities " A covered security includes those with a purchase date within the following timeline. Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012 Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities " Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available)

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
PIMCO COMMODITY REAL RETURN STRATEGY FD CL C		*CUSIP Number*	*722005568*					
0100	Sale	03/26/13	05/28/13	0 05	0 06	0 00	(0 01)	
59 0000	Sale	09/20/12	07/02/13	317 99	397 07	0 00	(79 08)	
1.0000	Sale	03/26/13	07/02/13	5 39	6.46	0 00	(1 07)	
7110	Sale	06/20/13	07/02/13	3 83	3 93	0 00	(0 10)	
	Security Subtotal			***327 26***	***407 52***	***0.00***	***(80.26)***	
DELAWARE VALUE FUND CLASS A		*CUSIP Number*	*24610C881*					
0500	Sale	12/23/13	12/23/13	0 80	0.80	0 00	0 00	
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS A		*CUSIP Number*	*543487284*					
4930	Sale	01/14/13	07/02/13	7 70	7 82	0 00	(0 12)	
1069 0000	Sale	01/14/13	08/14/13	16,929 35	17,511 16	0 00	(581 81)	
1760	Sale	01/14/13	08/14/13	2 79	2 89	0 00	(0 10)	
4450	Sale	01/14/13	08/14/13	7 04	7 05	0 00	(0 01)	
	Security Subtotal			***16,946.88***	***17,528.92***	***0.00***	***(582.04)***	

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MFS VALUE FD CL A		*CUSIP Number*	*552983801*					
.3010	Sale	12/11/12	01/10/13	7 94	7 63	0 00	0 31	
.5420	Sale	03/27/13	05/28/13	16 41	15 25	0 00	1 16	
	Security Subtotal			*24 35*	*22.88*	*0.00*	*1 47*	
VIRTUS MULTI-SECTOR SHORT TERM BOND FD A		*CUSIP Number*	*92828R644*					
.0390	Sale	11/29/13	11/29/13	0 19	0 19	0 00	0 00	
Covered Short Term Capital Gains and Losses Subtotal				**17,299.48**	**17,960.31**	**0.00**	**(660.83)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**17,299.48**	**17,960.31**	**0.00**	**(660.83)**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PIMCO COMMODITY REAL RETURN STRATEGY FD CL C		*CUSIP Number*	*722005568*					
1 0000	Sale	08/16/04	05/28/13	5 91	20 92	15 01 (WY)	0 00	
37.0000	Sale	08/16/04	05/28/13	218 99	538 41	319 42 (WY)	0 00	
2.0000	Sale	08/16/04	05/28/13	11 84	29 10	0 00 (Y)	(17 26)	
97.0000	Sale	08/16/04	05/28/13	574 11	1,411 49	0 00 (Y)	(837 38)	
1 0000	Sale	09/08/04	07/02/13	5 38	20 49	0 00 (Y)	(15 11)	
37 0000	Sale	09/08/04	07/02/13	199 40	522 17	0 00 (Y)	(322 77)	
1 0000	Sale	03/22/12	07/02/13	5.38	6 94	0 00	(1 56)	
134.0000	Sale	03/22/12	07/02/13	722 18	860 27	0 00	(138 09)	
1.0000	Sale	06/21/12	07/02/13	5 38	5 95	0 00	(0 57)	
87.0000	Sale	06/21/12	07/02/13	468 89	503 72	0 00	(34 83)	
	Security Subtotal			*2,217.46*	*3,919.46*	*334.43*	*(1,367.57)*	
DELAWARE VALUE FUND CLASS A		*CUSIP Number*	*24610C881*					
3109 0000	Sale	05/01/12	12/23/13	49,987 37	38,586 82	0 00	11,400 55	
7350	Sale	05/01/12	12/23/13	11 82	7 98	0 00	3 84	
	Security Subtotal			*49,999.19*	*38,594.80*	*0.00*	*11,404 39*	

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Covered Long Term Capital Gains and Losses Subtotal				**52,216.65**	**42,514.26**	**334.43**	**10,036.82**	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
CD BK OF AMERICA FMR LAS DEPOSIT NTS SER CPI VAR% APR 25 2014*		*CUSIP Number*	*51803T7K8*					
99000 0000	Sale	04/15/04	04/30/13	99,585 89	99,000 00	0 00	585 89	
GENERAL ELEC CAP CORP SER NOTZ 05.375% JUN 15 2015		*CUSIP Number*	*36966RQQ2*					
50000 0000	Sale	06/21/04	04/30/13	54,160 80	50,000 00	0 00	4,160 80	
SP500 STEPUP ISSUER BAC STEP 30 15% SV 1160.4 DUE 09/27/13 BUF 10%		*CUSIP Number*	*06051N492*					
10000 0000	Redemption	09/29/11	09/27/13	147,355.22	100,000 00	0 00	47,355 22	
SP500 STEPUP ISSUER BAC STEP 22 5% SV 1284 59 DUE 10/25/13 BUF 10%		*CUSIP Number*	*06051N666*					
5000.0000	Redemption	10/27/11	10/25/13	67,901 05	50,000 00	0 00	17,901 05	
PIMCO COMMODITY REAL RETURN STRATEGY FD CL C		*CUSIP Number*	*722005568*					
1.0000	Sale	09/19/08	05/28/13	5 91	14 50	0 00	(8 59)	
2220.0000	Sale	12/10/08	05/28/13	13,139 69	12,698 40	0 00	441 29	
8670	Sale	12/10/08	05/28/13	5 14	4 96	0 00	0 18	
880.0000	Sale	12/29/05	05/28/13	5,208.48	12,795 20	0 00	(7,586 72)	
1 0000	Sale	12/30/05	05/28/13	5 91	14 66	0 00	(8 75)	
18 0000	Sale	06/22/06	05/28/13	106 53	248 94	0 00	(142 41)	
1 0000	Sale	06/23/06	05/28/13	5 91	13 74	0 00	(7 83)	
2.0000	Sale	09/21/06	05/28/13	11 83	27 06	0.00	(15 23)	
166 0000	Sale	12/27/06	05/28/13	982 51	2,272 54	0 00	(1,290.03)	
1 0000	Sale	12/28/06	05/28/13	5 91	13 72	0 00	(7 81)	
60 0000	Sale	03/22/07	05/28/13	355 12	850 80	0 00	(495 68)	
94 0000	Sale	06/21/07	05/28/13	556 36	1,307 54	0 00	(751 18)	
1 0000	Sale	06/22/07	05/28/13	5 91	13 84	0 00	(7 93)	
98 0000	Sale	09/20/07	05/28/13	580 03	1,451 38	0 00	(871 35)	

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PIMCO COMMODITY REAL RETURN STRATEGY FD CL C		*CUSIP Number*	*722005568*					
206.0000	Sale	12/27/07	05/28/13	1,219 26	3,263 04	0 00	(2,043.78)	
1.0000	Sale	12/28/07	05/28/13	5.91	15 86	0.00	(9 95)	
97.0000	Sale	03/20/08	05/28/13	574 12	1,714 96	0 00	(1,140 84)	
1.0000	Sale	03/24/08	05/28/13	5 91	17 57	0 00	(11.66)	
105.0000	Sale	06/19/08	05/28/13	621 47	2,052.75	0 00	(1,431 28)	
133.0000	Sale	09/18/08	05/28/13	787.19	1,877 96	0 00	(1,090 77)	
490.0000	Sale	12/10/08	07/02/13	2,640.80	2,802 80	0 00	(162 00)	
738.0000	Sale	12/10/08	07/02/13	3,977 37	4,221 36	0 00	(243 99)	
147.0000	Sale	12/30/08	07/02/13	792 24	889 35	0.00	(97 11)	
126.0000	Sale	03/25/09	07/02/13	679 06	779 94	0 00	(100 88)	
1.0000	Sale	03/25/09	07/02/13	5 38	6 22	0 00	(0 84)	
139.0000	Sale	06/18/09	07/02/13	749 12	988 29	0 00	(239 17)	
1.0000	Sale	06/19/09	07/02/13	5 38	7 04	0 00	(1 66)	
182 0000	Sale	09/17/09	07/02/13	980 86	1,370 46	0 00	(389 60)	
170.0000	Sale	12/09/09	07/02/13	916 19	1,329 40	0 00	(413 21)	
1 0000	Sale	12/10/09	07/02/13	5 38	7.85	0 00	(2 47)	
295.0000	Sale	12/30/09	07/02/13	1,589 87	2,383 60	0 00	(793 73)	
1 0000	Sale	12/31/09	07/02/13	5 38	8 05	0 00	(2 67)	
318.0000	Sale	03/18/10	07/02/13	1,713 82	2,445 42	0 00	(731 60)	
1 0000	Sale	06/17/10	07/02/13	5 38	7 29	0 00	(1 91)	
360 0000	Sale	06/17/10	07/02/13	1,940 18	2,624 40	0 00	(684 22)	
1 0000	Sale	09/16/10	07/02/13	5 38	7 36	0 00	(1 98)	
391 0000	Sale	09/16/10	07/02/13	2,107 25	3,014 61	0 00	(907 36)	
286 0000	Sale	12/31/10	07/02/13	1,541 37	2,571 14	0 00	(1,029 77)	
1 0000	Sale	03/17/11	07/02/13	5 38	8 35	0 00	(2 97)	
395 0000	Sale	03/17/11	07/02/13	2,128 81	3,562 90	0 00	(1,434 09)	
1 0000	Sale	06/16/11	07/02/13	5 38	8 65	0 00	(3 27)	
825 0000	Sale	06/16/11	07/02/13	4,446 26	7,053 74	0 00	(2,607 48)	
811 0000	Sale	09/15/11	07/02/13	4,370 81	6,593 42	0 00	(2,222 61)	
1.0000	Sale	12/07/11	07/02/13	5 38	8 04	0 00	(2 66)	
82 0000	Sale	12/07/11	07/02/13	441 93	596 95	0 00	(155 02)	
347 0000	Sale	12/07/11	07/02/13	1,870 12	2,526 16	0 00	(656 04)	
2313 0000	Sale	12/28/11	07/02/13	12,465 73	14,456 25	0 00	(1,990 52)	
	Security Subtotal			*69,589 31*	*100,948 46*	*0.00*	*(31,359 15)*	

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS A		*CUSIP Number*	*543487284*					
6406.0000	Sale	07/06/10	07/02/13	99,992 31	92,635.72	0 00	7,356.59	
509.0000	Sale	07/06/10	08/14/13	8,060 83	7,360 53	0 00	700 30	
	Security Subtotal			***108,053.14***	***99,996 25***	***0.00***	***8,056.89***	
PIMCO HIGH YIELD FD CL A		*CUSIP Number*	*693390379*					
5150	Sale	02/17/11	07/02/13	4 86	5 01	0 00	(0 15)	
1059.0000	Sale	02/17/11	07/02/13	9,991 61	10,294 03	0 00	(302 42)	
.3740	Sale	02/17/11	07/02/13	3 53	3 64	0 00	(0 11)	
5192.0000	Sale	02/17/11	10/24/13	49,993 61	50,468 94	0 00	(475 33)	
0380	Sale	02/17/11	10/24/13	0 37	0 00	0 00	0 37	
6260	Sale	02/17/11	10/24/13	6 02	6 08	0 00	(0 06)	
4034.0000	Sale	02/17/11	11/29/13	38,801 73	39,212 95	0 00	(411 22)	
.9620	Sale	02/17/11	11/29/13	9 25	9 35	0 00	(0.10)	
	Security Subtotal			***98,810.98***	***100,000.00***	***0.00***	***(1,189.02)***	
PIMCO TOTAL RETURN FD CL A		*CUSIP Number*	*693390445*					
2252 0000	Sale	06/05/09	05/28/13	24,991 85	24,007 60	0 00	984 25	
3730	Sale	06/05/09	05/28/13	4.14	3 97	0.00	0 17	
3610	Sale	06/18/10	05/28/13	4 00	4 03	0 00	(0 03)	
7127.0000	Sale	06/05/09	06/18/13	78,177 84	75,977 89	0 00	2,199.95	
6270	Sale	06/05/09	06/18/13	6 88	6 68	0 00	0 20	
	Security Subtotal			***103,184.71***	***100,000.17***	***0 00***	***3,184 54***	
MFS VALUE FD CL A		*CUSIP Number*	*552983801*					
1894 0000	Sale	02/10/10	01/10/13	49,977 32	39,339 79	0 00	10,637 53	
5590	Sale	02/10/10	01/10/13	14 75	11 62	0 00	3 13	
1392.0000	Sale	02/10/10	05/28/13	42,159 17	28,912 87	0 00	13,246 30	
258 0000	Sale	03/10/10	05/28/13	7,813 99	5,720 88	0 00	2,093 11	
3440	Sale	03/10/10	05/28/13	10.42	7 63	0 00	2 79	
	Security Subtotal			***99,975 65***	***73,992 79***	***0 00***	***25,982 86***	
DELAWARE CORPORATE BOND FD CL A		*CUSIP Number*	*245908785*					
.5060	Sale	09/08/11	06/18/13	3 07	3 15	0.00	(0 08)	
16050 0000	Sale	09/08/11	06/18/13	97,418 15	99,996 85	0 00	(2,578 70)	
	Security Subtotal			***97,421 22***	***100,000 00***	***0.00***	***(2,578.78)***	

WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B — **2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
VIRTUS MULTI-SECTOR SHORT TERM BOND FD A		*CUSIP Number*	*92828R644*					
191.0000	Sale	06/21/11	11/29/13	930 07	937 86	7 79 (W)	0 00	
1.0000	Sale	06/21/11	11/29/13	4 87	4 91	0 04 (W)	0 00	
198 0000	Sale	06/21/11	11/29/13	964 16	972 23	8 07 (W)	0 00	
9878 0000	Sale	06/21/11	11/29/13	48,100 71	48,503 58	0 00	(402 87)	
	Security Subtotal			*49,999.81*	*50,418.58*	*15.90*	*(402.87)*	
Noncovered Long Term Capital Gains and Losses Subtotal				**996,037.78**	**924,356.25**	**15.90**	**71,697.43**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**1,048,254.43**	**966,870.51**	**350.33**	**81,734.25**	

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
HSBC FINANCE CORP SER NOTZ 05 150% JAN 15 2013		*CUSIP Number*	*40429XVB9*					
100000 0000	Redemption	07/14/08	01/15/13	100,000 00	100,000 00	0 00	N/C	
Other Transactions Subtotal				**100,000.00**	**100,000.00**	**0.00**		

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES 1,165,553.91
TOTAL REPORTED SALES PROCEEDS 1,165,553.91

(WY) This transaction has been identified as a "Wash Sale" based on IRS regulations The Wash Sale Loss Disallowed column reflects the deferred loss amount The cost basis of the related transaction(s) has been adjusted by the deferred loss amount for this transaction Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code In addition, the cost basis of this transaction has been adjusted for the deferred loss amount of one or more previous "Wash Sales"

(Y) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales"

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations The Wash Sale Loss Disallowed column reflects the deferred loss amount The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues

Merrill Lynch
Bank of America Corporation

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WILLIAM H PRUSOFF FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
(660.83)	0.00	10,036.82	71,697.43