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DLN: 93491318012714

OMB No 1545-0052

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

Department of the Treasury Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.
► Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

| | | <u> </u> | | | | | | |
|----------------|------------|---|-----------------------------------|--|-------|---------------------------------------|---|--|
| For | cale | ndar year 2013, or tax y | ear beginning 01- | 01-2013 , and | d end | ding 12-31- | 2013 | |
| | | indation ALA TRUST | | | | A Employer id | lentification numbe | er |
| 111 | JORG | ALA TROST | | | | 11-6556638 | | |
| Num | ber and | street (or P O box number if mail is n | ot delivered to street addres | s) Room/suite | | B Telephone nu | ımber (see ınstructıor | ns) |
| 59 | 66 WYN | DEMERE DRIVE | | | | (814) 838-492 | 1 | |
| City | or town | , state or province, country, and ZIP or | foreign postal code | | | C If exemption | application is pendin | g, check here 🕨 🦵 |
| | , PA 16 | | | | | | | |
| | heck a | all that apply | Initial return o | of a former public cha | rıtv | D.1 Foreign o | rganizations, check h | ere L |
| u - | neek e | Final return | A mended retu | | 110, | | rganizations meeting | • |
| | | Г Address char | ige Name change | | | check he | re and attach comput | ation |
| | | | 501(c)(3) exempt priva | | | | undation status was t n 507(b)(1)(A), chec | . — |
| | | 4947(a)(1) nonexempt charital | | able private foundation Cash Acc | | | | |
| | | ket value of all assets at end From Part II, col. (c), | Accounting method Other (specify) | I Cash I Acc | rual | | ation is in a 60-mont n 507(b)(1)(B), chec | _ |
| | | \$ 16,182,977 | (Part I, column (d) mus | t be on cash basis.) | | | | |
| Pa | rt I | Analysis of Revenue a total of amounts in columns (b), (c) necessarily equal the amounts in columnstructions) |), and (d) may not | (a) Revenue and expenses per books | (b) N | let investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
| | 1 | Contributions, gifts, grants, etc schedule) | , received (attach | | | | | |
| | 2 | Check ► 🔽 if the foundation is | not required to attach | | | | | |
| | 3 | Sch B Interest on savings and tempor | rary cash investments | 1,167 | | 1,167 | 1,167 | |
| | 4 | Dividends and interest from se | • | 372,805 | | 372,805 | 372,805 | |
| | 5a | Gross rents | | | | | | _ |
| | ь | Net rental income or (loss) | | | | | | |
| Ф | 6a | Net gain or (loss) from sale of a | | -9,372 | | | | |
| Reveirue | ь | Gross sales price for all assets 285,578 | on line 6a | | | | | |
| Æ | 7 | Capital gain net income (from P | art IV, line 2) | | | 0 | | |
| | 8 | Net short-term capital gain . | | | | | | |
| | 9 | Income modifications | | | | | | |
| | 10a | Gross sales less returns and | | | | | | |
| | ١. | allowances | | | | | | |
| | b | Less Cost of goods sold | | | | | | |
| | 11 | Gross profit or (loss) (attach so Other income (attach schedule | | | | | | |
| | 12 | Total. Add lines 1 through 11 | | 364,600 | | 373,972 | 373,972 | |
| | 13 | Compensation of officers, direc | | 81,854 | | 81,854 | 81,854 | 81,854 |
| | 14 | Other employee salaries and w | ages | | | | | |
| φ | 15 | Pension plans, employee benef | its | | | | | |
| Š | 16a | Legal fees (attach schedule). | | | | | | |
| Expenses | ь | Accounting fees (attach sched | ule) | 2,400 | | 2,400 | 2,400 | 2,400 |
| Ф П | c | Other professional fees (attach | schedule) | | | | | |
| ğtıv | 17 | Interest | | _ | | | | |
| Administrative | 18 | Taxes (attach schedule) (see I | · | % | | | | |
| | 19 | Depreciation (attach schedule) | | | | | | |
| 늘 | 20 | Occupancy | | 6,000 | | 6,000 | 6,000 | 6,000 |
| <u>Б</u> | 21 | Travel, conferences, and meeti | _ | | | | | |
| and | 22 | Printing and publications Other expenses (attach schedu | | | | 750 | 750 | 750 |
| Operating | 23 | | | /50 | | /50 | 750 | /50 |
| rat | 24 | Total operating and administra Add lines 13 through 23 | - | 91,004 | | 91,004 | 91,004 | 91,004 |
| <u>æ</u> | 25 | Contributions, gifts, grants paid | | | | 71,004 | 71,004 | 540,150 |
| J | 26 | Total expenses and disburseme | | 631,154 | | 91,004 | 91,004 | 631,154 |
| | 27 | Subtract line 26 from line 12 | | | | | | |
| | 2 / a | Excess of revenue over expense | es and disbursements | -266,554 | | | | |
| | Ь | Net investment income (if nega | | ,,,,,, | | 282,968 | | |
| | ۔ ا | Adjusted not income (if paget) | , | | | · · · · · · · · · · · · · · · · · · · | 282 968 | |

| Da | rt II | Ralance Sheets Attached schedules and amounts in the description column | Beginning of year | | of year |
|--------------------------------------|-------|---|-------------------------|------------------|-----------------------|
| | | Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| | 1 | Cash—non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 2,690,400 | 2,310,092 | 2,310,092 |
| | 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 🟲 | | | |
| ا ي | 8 | Inventories for sale or use | | | |
| sets | 9 | Prepaid expenses and deferred charges | | | |
| څ | 10a | Investments—U S and state government obligations (attach schedule) | | | |
| | b | Investments—corporate stock (attach schedule) | 8,511,032 | 8,436,178 | 12,295,482 |
| | c | Investments—corporate bonds (attach schedule) | 1,354,866 | 1,543,474 | 1,577,403 |
| | 11 | Investments—land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) 🕨 | | | |
| | 12 | Investments—mortgage loans | | | |
| | 13 | Investments—other (attach schedule) | | | |
| | 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 | | | |
| | | ınstructions Also, see page 1, item I) | 12,556,298 | 12,289,744 | 16,182,977 |
| | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| م | 19 | Deferred revenue | | | |
| ₽ | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| abilities | 21 | Mortgages and other notes payable (attach schedule) | | | 1 |
| = | 22 | Other liabilities (describe 🟲) | | | 1 |
| | | , | | | 1 |
| | 23 | Total liabilities (add lines 17 through 22) | | C |) |
| | | Foundations that follow SFAS 117, check here 🕨 🔽 | | | |
| | | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 | Unrestricted | 12,556,298 | 12,289,744 | ļ. |
| 핅 | 25 | Temporarily restricted | | | |
| 훘 | 26 | Permanently restricted | | | 1 |
| or Fund Balances | | Foundations that do not follow SFAS 117, check here 🕨 🦵 | | | 1 |
| 틧 | | and complete lines 27 through 31. | | | |
| 핅 | 27 | Capital stock, trust principal, or current funds | | | |
| - 1 | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| Assets | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 | Total net assets or fund balances (see page 17 of the | | | |
| ĕ | | instructions) | 12,556,298 | 12,289,744 | |
| | 31 | Total liabilities and net assets/fund balances (see page 17 of | | | 1 |
| | | the instructions) | 12,556,298 | 12,289,744 | |
| Da | rt II | _ | , . | , , | |
| | | | | | |
| 1 | | Total net assets or fund balances at beginning of year—Part II, column | | 1 1 | 43 FF4 333 |
| _ | | , | | | 12,556,298 |
| 2 Enter amount from Part I, line 27a | | | | | -266,554 |
| 3 | | Other increases not included in line 2 (itemize) | | _ 3 | |
| 4 | | Add lines 1, 2, and 3 | | | 12,289,744 |
| 5 | | Decreases not included in line 2 (itemize) | | _ 5 | |
| 6 | | Total net assets or fund balances at end of year (line 4 minus line 5)—F | 'art II, column (b), lı | ne 30 . 6 | 12,289,744 |

| | • • | ne kınd(s) of property sold (e g , re use, or common stock, 200 shs M | • | (b) How acquired P—Purchase D—Donation | (c) Dat | e acquired day, yr) | (d) Date sold (mo , day, yr) |
|--------------------|---|--|---|--|-----------------|--|---|
| 1a | See Additional Data Ta | able | | | | | |
| b | | | | | | | |
| С | | | | | | | |
| d | | | | | | | |
| е | | | | | | | |
| (€ | e) Gross sales price | (f) Depreciation allowed (or allowable) | 1 1-7 | or other basis pense of sale | | | or (loss)) mınus (g) |
| a | See Additional Data Ta | ible | | | | | |
| b | | | | | | | |
| С | | | | | | | |
| d | | | | | | | |
| е | | | | | _ | | |
| Со | mplete only for assets sh | owing gain in column (h) and owne | · • | | | | (h) gain minus |
| (i) | FM V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | | cess of col (1) col (j), ıf any | col | | less than -0-) or om col (h)) |
| а | See Additional Data Ta | able | | | | | |
| b | | | | | _ | | |
| С | | | | | | | |
| d | | | | | | | |
| е | | | | | <u> </u> | | |
| 2 | Capital gain net income | | If gain, also enter If (loss), enter -0- | | 2 | | -9,37 |
| 3 | Net short-term capital | gain or (loss) as defined in section | ns 1222(5) and (6) | ,) | | | <u> </u> |
| | If gain, also enter in Pa in Part I, line 8 . | rt I , line 8 , column (c) (see instru | ctions) If(loss), e | nter -0 - | . 3 | | -11,76 |
| Part | V Ouglification Un | nder Section 4940(e) for R | adused Tax on | Not Invoctor | nt Too | | |
| Vas the f "Yes, | ," the foundation does not | section 4942 tax on the distributa qualify under section 4940(e) Do | not complete this | part | | | ┌ Yes ┌ No |
| 1 E n | | nt in each column for each year, se | ee page 18 of the ir | structions before | making a | | |
| | (a) e period years Calendar or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of nonchar | ritable-use assets | (co | (d) Distributioi ol (b) divided | |
| | 2012 | 775,068 | | 16,370,924 | | | 0 047344 |
| | 2011 | 659,284 | | 15,618,867 | | | 0 042211 |
| | 2010 | 555,279 | | 13,314,410 | | | 0 041705 |
| | 2009 | 588,505 | | 11,816,064 | | | 0 049806 |
| | 2008 | 587,150 | | 12,977,640 | | | 0 045243 |
| 2 | Total of line 1, column | (d) | | | 2 | | 0 22630 |
| 3 | | tio for the 5-year base period—div | | e 2 by 5, or by | | | |
| _ | - | e foundation has been in existence | | | 3 | | 0 04526 |
| _ | Enter the net value of r | noncharitable-use assets for 2013 | 3 from Part X, line 5 | <u> </u> | 4 | | 16,506,67 |
| 4 | | | | | 1 | | 10,300,07 |
| 5 | Multiply line 4 by line 3 | 3 | | | 5 | | |
| | | | | | 5 | | 747,12 |
| 5 6 | Enter 1% of net invest | ment income (1% of Part I, line 2) | | | 6 | | 747,12 2,83 |
| 5 | Enter 1% of net invest | ment income (1% of Part I, line 2) | | | | | 747,12 |

| | 990-PF (2013) t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the inst | ructio | | age 4 |
|-----|--|--------|------|--------------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here F and enter "N/A" | ructio | 115) | |
| 14 | 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 | | ! | 5,659 |
| | here Fand enter 1% of Part I, line 27b | | | |
| c | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others | | | • |
| _ | enter - 0 -) | | | 0 |
| 3 | Add lines 1 and 2 | | | 5,659 |
| 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 | | ! | 5,659 |
| 6 | Credits/Payments | | | |
| а | 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 3,754 | | | |
| b | Exempt foreign organizations—tax withheld at source 6b | | | |
| c | Tax paid with application for extension of time to file (Form 8868) | | | |
| d | Backup withholding erroneously withheld 6d | | | |
| 7 | Total credits and payments Add lines 6a through 6d | | 3 | ,754 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here T if Form 2220 is attached. | | | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 | | 1 | ,905 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid \(\beta\) | | | |
| 11 | Enter the amount of line 10 to be Credited to 2014 estimated tax 0 Refunded 11 | | | |
| Par | t VII-A Statements Regarding Activities | | | |
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did | | Yes | No |
| | it participate or intervene in any political campaign? | 1a | | No |
| b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of | | | |
| | the instructions for definition)? | 1b | | No_ |
| | If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials | | | |
| _ | published or distributed by the foundation in connection with the activities. | | | NI. |
| | Did the foundation file Form 1120-POL for this year? | 1c | | No |
| u | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$\begin{align*} \pm \pm \pm \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ | | | |
| _ | 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? | 2 | | No |
| _ | If "Yes," attach a detailed description of the activities. | | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles | | | |
| • | of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | 3 | | No |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | 4a | | No |
| b | If "Yes," has it filed a tax return on Form 990-T for this year? | 4b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | 5 | | No |
| | If "Yes," attach the statement required by General Instruction T. | | | |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either | | | |
| | By language in the governing instrument, or | | | |
| | By state legislation that effectively amends the governing instrument so that no mandatory directions | | | |
| | that conflict with the state law remain in the governing instrument? | 6 | Yes | |
| 7 | Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. | 7 | Yes | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) | | | |
| | <u>NY</u> | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney | | | |
| | General (or designate) of each state as required by General Instruction G? If "No," attach explanation. | 8b | Yes | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) | | | |
| | or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? | | | |
| 4- | If "Yes," complete Part XIV | 9 | | No |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. | 10 | | No |

| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the | | | |
|---------|---|------|------|----------|
| | meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | No |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had | | | |
| | advisory privileges? If "Yes," attach statement (see instructions) | 12 | | No |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | Yes | |
| | Website address ►N/A | | | |
| 14 | The books are in care of ►MARY LINCOLN Telephone no ►(814) | 838- | 4921 | |
| | Located at ▶5966 WYNDEMERE DR ERIE PA ZIP+4 ▶16505 | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here | | | <u> </u> |
| 13 | and enter the amount of tax-exempt interest received or accrued during the year | | | , |
| | | | | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over | ا مد | Yes | No |
| | a bank, securities, or other financial account in a foreign country? | 16 | | No |
| | See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country | | | |
| | | | | |
| Pai | t 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 V No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) | | | |
| | a disqualified person? | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | | | |
| | (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)? | | | |
| | (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) | | | |
| b | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations | | | |
| | section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | 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? | 1c | | No |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private | | | |
| | operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | |
| а | 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? | | | |
| | If "Yes," list the years > 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 | | No |
| С | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here | | | |
| | ▶ 20 <u>, 20</u> , 20 <u>, 20</u> | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at | | | |
| | any time during the year? | | | |
| 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 | 3b | | |
| 4a | If the foundation had excess business holdings in 2013.) | 4a | | No |
| ча b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its | -ra | | 140 |
| _ | charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? | 4b | | No |

| Pa | rt VII-B S | tatements Rega | arding Activities | for W | hich Form 4720 | May Be Requi | red (cont | inued) | | |
|--------------|------------------|--|-------------------------------------|------------|----------------------------|-----------------------------------|---------------|-----------------|-----------------------|--------|
| 5a | During the ye | ar did the foundation | n pay or incurany ar | nount to | | • | • | | | |
| | (1) Carry on | propaganda, or othe | rwise attempt to infli | uence leg | gislation (section 49 | 45(e))? | ┌ Yes ┌ | √ No | | |
| | (2) Influence | the outcome of any | specific public elect | tion (see | section 4955), or to | carry | | | | |
| | on, dırect | ly or indirectly, any | voter registration dr | ıve? | | | | 7 No | | |
| | (3) Provide a | grant to an individu | ial for travel, study, o | or other s | sımılar purposes? | | ┌ Yes ┌ | No | | |
| | | | | | etc , organization de | scribed | | | | |
| | ın section | 509(a)(1), (2), or (| (3), or section 4940 | (d)(2)? (s | see instructions) | | ┌ Yes 🗟 | No | | |
| | | | r than religious, char | | | | | | | |
| | education | nal purposes, or for t | the prevention of cru | elty to ch | nildren or animals?. | | .┌ Yes ┡ | No | | |
| ь | | | | | ns fail to qualify unde | | | | | |
| | | | | | disaster assistance | | | | 5b | |
| | | | | | ssistance check here | | | | | |
| С | | | | | claım exemption from | | | | | |
| | | | | | rant? | | . 「Yes「 | - _{No} | | |
| | | | ured by Regulations s | | | | | | | |
| 6a | | | | | or indirectly, to pay | premiums on | | | | |
| | | | | | | | ┌ Yes ┌ | - No | | |
| ь | | | | | indirectly, on a perso | | | | 6Ь | No |
| | | file Form 8870. | ,, ,, | , | ,, , | | | | _ | |
| 7a | • | | was the foundation a | party to | a prohibited tax shel | ter transaction? | ┌ Yes ┡ | - No | | |
| | | | | | et income attributable | | | | 7b | |
| | Inf | | | | rustees, Founda | | | | mploy | ees. |
| Pa | 73 38 V 4 B B B | d Contractors | | | , | | | | , | , |
| _1_ | List all officer | s, directors, trustee | s, foundation manag | ers and t | heir compensation (| see instructions). | | | | |
| | 6 3 N | | (b) Title, and aver | | (c) Compensation | (d) Contribut | | (e) Exp | oense ac | count, |
| | (a) Name a | and address | hours per week devoted to positi | | If not paid, enter -0-) | employee bene and deferred con | | | r allowan | |
| MARY | ' LINCOLN TRUSTE | E | EXEC DIR | | 81,854 | | 0 | | | 0 |
| 596 | 6 WYNDEMERE | E DRIVE | 10 00 | | | | | | | _ |
| ERI | E,PA 16505 | | | | | | | | | |
| 2 | Compensation | of five highest-paid | d employees (other t | han thos | se included on line 1– | -see instructions) | . If none, er | nter "NO | NE." | |
| | | | (b) Title, and | average | | (d) Contrib | | | | |
| (a) | | dress of each emplo e than \$50,000 | hours per | week | (c) Compensation | n employee | | 1 ' ' | pense ac r allowan | |
| | para more | . than \$50,000 | devoted to p | osition | | compen | | | i unowan | 1005 |
| NON | l E | | | | | | | | | |
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| | | | | | | | | | | |
| _ | 1 | | | | | | <u> </u> | <u> </u> | | _ |
| Iota | ıı number of oth | ier employees paid (| over\$50,000 | | | | | | | 0 |

| Tofannation About Officers Discotors Tora | store Foundation Management High | Page / |
|--|--|--------------------|
| Part VIII Information About Officers, Directors, True and Contractors (continued) | stees, roundation managers, nigh | ny Paid Employees, |
| 3 Five highest-paid independent contractors for professional service | es (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 service | ac | > 0 |
| | | <u> 1</u> |
| Part IX-A Summary of Direct Charitable Activities | | |
| List the foundation's four largest direct chantable activities during the tax year Include organizations and other beneficiaries served, conferences convened, research papers p | | Expenses |
| 1 | • | |
| 2 | | |
| 3 | | |
| 4 | | |
| Part IX-B Summary of Program-Related Investment | <u> </u> | |
| Describe the two largest program-related investments made by the foundation dur | ring the tax year on lines 1 and 2 | A mount |
| 1 | | _ |
| | | _ |
| 2 | | |
| | | _ |
| | | _ |
| All other program-related investments See page 24 of the instructi | ions | |
| 3 | | |
| | | |
| | | |
| Total. Add lines 1 through 3 | | • |

| Pa | Minimum Investment Return (All domestic foundations must complete this part. For see instructions.) | reign | foundations, |
|-----|--|----------|-----------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , | | |
| | purposes | | |
| а | A verage monthly fair market value of securities | 1a | 14,253,957 |
| b | A verage of monthly cash balances | 1b | 2,504,091 |
| c | Fair market value of all other assets (see instructions) | 1c | 0 |
| d | Total (add lines 1a, b, and c) | 1d | 16,758,048 |
| е | Reduction claimed for blockage or other factors reported on lines 1a and | | |
| | 1c (attach detailed explanation) | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 16,758,048 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see | | |
| | ınstructions) | 4 | 251,371 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 16,506,677 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 825,334 |
| Dar | Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private oper | atıng | foundations and |
| F(: | certain foreign organizations check here 🕨 📗 and do not complete this part.) | | _ |
| 1 | Minimum investment return from Part X, line 6 | 1 | 825,334 |
| 2a | Tax on investment income for 2013 from Part VI, line 5 2a 5,659 | | |
| b | Income tax for 2013 (This does not include the tax from Part VI) 2b | | |
| C | Add lines 2a and 2b | 2c | 5,659 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 819,675 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 819,675 |
| 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 | 819,675 |
| Par | Qualifying Distributions (see instructions) | | |
| 1 | A mounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| а | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26 | 1a | 631,154 |
| ь | | 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) | За | |
| 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 | 631,154 |
| | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment | - | 031,134 |
| 5 | | _ | |
| _ | Income Enter 1% of Part I, line 27b (see instructions) | 5 | 604.54 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 631,154 |

the section 4940(e) reduction of tax in those years

| For | m 990-PF (2013) | | | | Page 9 |
|--------|--|----------------------|----------------------------|-------------|--------------------|
| P | art XIII Undistributed Income (see instruc | ctions) | | | |
| | | (a) Corpus | (b) Years prior to 2012 | (c) 2012 | (d) 2013 |
| 1 | Distributable amount for 2013 from Part XI, line 7 | C 01 pub | rears prior to 2012 | 2012 | 819,675 |
| | Undistributed income, if any, as of the end of 2013 | | | | |
| – a | | | | 811,472 | |
| | Total for prior years 20, 20, 20 | | | | |
| | Excess distributions carryover, if any, to 2013 | | | | |
| a | From 2008 | | | | |
| Ь | From 2009 | | | | |
| c | From 2010 | | | | |
| d | From 2011 | | | | |
| е | From 2012 | | | | |
| f | Total of lines 3a through e | 5,164 | | | |
| 4 | Qualifying distributions for 2013 from Part | | | | |
| | XII, line 4 🕨 \$631,154 | | | | |
| а | Applied to 2012, but not more than line 2a | | | 631,154 | |
| b | Applied to undistributed income of prior years | | | | |
| | (Election required—see instructions) | | | | |
| С | Treated as distributions out of corpus (Election | | | | |
| | required—see instructions) | | | | |
| | Applied to 2013 distributable amount | | | | |
| | Remaining amount distributed out of corpus | F 164 | | | F 164 |
| 5 | Excess distributions carryover applied to 2013 | 5,164 | | | 5,164 |
| | (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 | | | | |
| U | indicated below: | | | | |
| а | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| | 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 | | | | |
| u | —see instructions | | | | |
| e | Undistributed income for 2012 Subtract line | | | | |
| | 4a from line 2a Taxable amount—see | | | | |
| | instructions | | | 180,318 | |
| f | Undistributed income for 2013 Subtract | | | | |
| | lines 4d and 5 from line 1 This amount must be distributed in 2014 | | | | 814,511 |
| 7 | Amounts treated as distributions out of | | | | , |
| • | corpus to satisfy requirements imposed by | | | | |
| | section 170(b)(1)(F) or 4942(g)(3) (see | | | | |
| | ınstructions) | | | | |
| 8 | Excess distributions carryover from 2008 not | | | | |
| _ | applied on line 5 or line 7 (see instructions) | | | | |
| 9 | Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | | | | |
| 10 | Analysis of line 9 | | | | |
| | Excess from 2009 | | | | |
| | Excess from 2010 | | | | |
| | Excess from 2011 | | | | |
| | Excess from 2012 | | | | |
| | Excess from 2013 | | | | |

| P | art XIV Private Operating Four | ndations (see ii | nstructions and P | art VII-A, questi | on 9) | |
|----|--|-------------------------|-----------------------|------------------------|--------------------------|------------------------|
| La | If the foundation has received a ruling or d foundation, and the ruling is effective for 2 | | | | | |
| b | Check box to indicate whether the organiza | ation is a private o | perating foundation | described in section | on Г 4942(j)(3) (| or 「 4942(j)(5) |
| | Enter the lesser of the adjusted net | Tax year | | Prior 3 years | | |
| | income from Part I or the minimum | (a) 2013 | (b) 2012 | (c) 2011 | (d) 2010 | (e) Total |
| | investment return from Part X for each | (=) = = = | (5) 2322 | (3, 2222 | (-, | |
| b | year listed | | | | | |
| | Qualifying distributions from Part XII, | | | | | |
| • | line 4 for each year listed | | | | | |
| d | A mounts 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 | | | | | |
| а | "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 | | | | | |
| Pa | rt XV Supplementary Informatio | | | the organizati | on had \$5,000 | or more in |
| | assets at any time during | | instructions.) | | | |
| | Information Regarding Foundation Manage List any managers of the foundation who ha | | ara than 20% of tha t | otal contributions r | accurat by the four | dation |
| a | before the close of any tax year (but only if | f they have contrib | uted more than \$5, | ,000) (See section | 507(d)(2)) | luation |
| | NONE | | | | | |
| b | List any managers of the foundation who ov | | | | lly large portion of t | he |
| | ownership of a partnership or other entity) | of which the found | atıon has a 10% or | greater interest | | |
| | NONE | | | | | |
| | Information Regarding Contribution, Grant | , Gift, Loan, Schol | arship, etc., Progra | ms: | | |
| | Check here if the foundation only malunsolicited requests for funds If the found other conditions, complete items 2a, b, c, | atıon makes gıfts, | | | | |
| a | The name, address, and telephone number | r or e-mail address | of the person to w | hom applications sh | ould be addressed | |
| | MARY LINCOLN TRUSTEE 5966 WYNDEMERE DRIVE ERIE,PA 16505 (814) 868-4921 | | · | | | |
| b | The form in which applications should be s | | | · · | ıde | |
| | CONTACT THE TRUSTEE FOR INFORMA | ATTON ON SUBMI | TITNG APPLICAT | TON2 | | |
| С | Any submission deadlines NONE | | | | | |
| d | Any restrictions or limitations on awards, factors | such as by geogra | phical areas, charit | cable fields, kinds of | institutions, or oth | er |
| | AWARDS ARE MADE IN THE FIELDS OF | HEALTHCARE FI | DUCATION SOCI | AL SERVICES AND | THE ARTS | |

| 3 Grants and Contributions Paid | | proved for F | uture Payment | |
|--|--|-------------------------|-------------------------------------|---------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager | Foundation status of | Purpose of grant or contribution | A mount |
| Name and address (home or business) | or substantial contributor | recipient | Contribution | |
| a Paid during the year See Additional Data Table | or substantial contributor | recipient | | |
| | | | | |
| Total | | <u> </u> | | 540,150 |
| | | | | |
| | | | | |

| Form 990-I | PF (2013) I-A Analysis of Income-Produci | na Activitie | · c | | | Page 12 |
|------------|---|-------------------------|--------------------|-----------------------|--------------------|---|
| | s amounts unless otherwise indicated | | usiness income | Excluded by section | n 512, 513, or 514 | (e) |
| - | n service revenue | (a) Business code | (b) A mount | (c) Exclusion code | (d) A mount | Related or exempt function income (See instructions) |
| | | | | | | , |
| | | | | | | |
| | | | | | | |
| f | | | | | | |
| _ | and contracts from government agencies rship dues and assessments | | | | | |
| | st on savings and temporary cash ments | 000001 | | 10 | 1 167 | |
| | nds and interest from securities | 900001 900001 | | 18 18 | 1,167 372,805 | |
| | ntal income or (loss) from real estate | | | | | |
| | ebt-financed property | | | | | |
| | ntal income or (loss) from personal ty | | | | | |
| | nvestment income | | | | | |
| | r (loss) from sales of assets other than ory | 900001 | | 18 | -9,372 | |
| 9 Net inc | ome or (loss) from special events | 300001 | | 10 | 3,372 | |
| | profit or (loss) from sales of inventory revenue a | | | | | |
| | | | | | | |
| | | | | | | |
| e | | | | | | |
| | al Add columns (b), (d), and (e) Add line 12, columns (b), (d), and (e) | | | | 364,600 | |
| (See w | orksheet in line 13 instructions to verify c | alculations) | | | | 304,000 |
| Line No. | Explain below how each activity for whice the accomplishment of the foundation's instructions) | :h income is re | ported ın column (| e) of Part XVI-A c | ontributed importa | |
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| Part | XATT | Noncharitable | | | nsters 10 and 1rans Inizations | actions | and Relation | onsnips with | | | |
|----------------|--------------------|--|--------------------------|------------------|--|------------------------|------------------------------------|------------------------------|---------------------------|-------------|-----|
| | | janization directly or i | ndırectly er | ngage | ın any of the following witl 01(c)(3) organizations) or | | | | | Yes | No |
| orga | nızatıc | ons? | | | | | | | | | |
| a Tran | nsfers 1 | from the reporting four | ndation to a | nonc | harıtable exempt organıza | tion of | | | | | |
| (1) | Cash. | | | | | | | | 1a(1) | | No |
| (2) | Other | assets | | | | | | | 1a(2) | | No |
| b Oth | er tran | sactions | | | | | | | | | |
| (1) | Sales | of assets to a noncha | rıtable exei | mpt or | rganızatıon | | | | 1b(1) | | No |
| (2) | Purch | ases of assets from a | noncharita | ble ex | empt organization | | | | 1b(2) | | No |
| (3) | Renta | l of facilities, equipme | nt, or other | asset | ts | | | | 1b(3) | | No |
| (4) | Reımb | ursement arrangemer | nts | | | | | | 1b(4) | | No |
| (5) | Loans | or loan guarantees. | | | | | | | 1b(5) | | No |
| (6) | Perforr | nance of services or n | nembership | or fur | ndraising solicitations | | | | 1b(6) | | No |
| c Sha | rıng of | facilities, equipment, | mailing list | s, oth | er assets, or paid employe | es | | | 1c | | No |
| of th | ne good ny tran | ls, other assets, or se | rvices give angement, | n by t show i | ete the following schedule the reporting foundation If in column (d) the value of the transmitted exemptorganization | the found the goods | lation received s, other assets | less than fair marke | et value ed | ! | nts |
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| des | crıbed | • | ne Code (ot | | nth, or related to, one or mean section 501(c)(3)) or i | | | | . ⊢ _{Y ∈} | ıs Ç | No |
| ' ' | | (a) Name of organization | | | (b) Type of organizat | ion | | (c) Description of relati | onship | | |
| | | | | | | | | | | | |
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| Sign Here | the b base | | and belief, it | t is tru | have examined this return ue, correct, and complete as any knowledge 2014-05-12 | Declarati | | (other than taxpaye | | cıary) | IS |
| |) <u>-</u> | ıgnature of officer or t | rustee | | Date | — ▶ , | ıtle | | orep <u>are</u> r sh | | ow |
| Paid | | Print/Type preparer's DAVID M LASTOV CPA | | Prep | arer's Signature | | | Check if self- employed ► | IN | | |
| Prepa Use C | | Firm's name ▶ | | DAVII | D M LASTOWSKI CPA | 1 | | Firm's EIN ► | | | |
| | | Fırm's address ▶ | _ | 1137 | W 38TH ST ERIE, PA 1 | 6508245 | 7 | Phone no (814)86 | 8-480 | 2 | |

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

| (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co) | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo , day, yr) | (d) Date sold (mo , day, yr) |
|---|--|---|----------------------------------|
| ANNALY CAPITAL MANAGEMENT | Р | 2013-09-12 | 2013-12-05 |
| ISHARES MORTGAGE REAL ESTATE | Р | 2012-09-12 | 2013-03-12 |
| ISHARES TR BOND TREASUR | Р | 2012-10-23 | 2013-07-18 |
| ISHARES TR TIPS BONF ETF | Р | 2012-09-26 | 2013-07-18 |
| EL PASO PIPELINE PARTNERS LP | Р | 2013-09-12 | 2013-12-05 |
| REALTY INCOME CORP REIT | Р | 2012-04-24 | 2013-10-22 |
| BARCLAYS BANK IPATH NEW | Р | 2010-05-20 | 2013-11-13 |
| CATEPILLAR INC | Р | 2008-11-12 | 2013-07-17 |
| CENTURY LINK INC | Р | 2009-12-08 | 2013-12-05 |
| CLIFFS NATURAL RES INC | Р | 2008-05-23 | 2013-07-18 |
| CRIMSON WINE GROUP | Р | 2008-03-25 | 2013-03-01 |
| HEALTH CARE REIT INC | Р | 2010-05-20 | 2013-12-26 |
| POWERSHARES EXCH TRAD FD | Р | 2013-07-08 | 2013-12-06 |
| REALTY INCOME CORP | Р | 2007-06-22 | 2013-12-26 |
| TELLABS INC | Р | 2009-09-21 | 2013-04-02 |
| VANGUARD VALUE | Р | 2006-04-24 | 2013-04-09 |
| GENERAL MOTORS COMPANY WWTS | Р | 2003-06-27 | 2013-12-20 |
| GENERAL MOTORS COMPANY | Р | 2003-06-27 | 2013-12-20 |

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

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|--|---|
| 19,751 | 0 | 23,518 | -3,767 |
| 3,095 | 0 | 3,065 | 30 |
| 21,611 | 0 | 24,537 | -2,926 |
| 11,251 | 0 | 12,196 | -945 |
| 10,656 | 0 | 12,495 | -1,839 |
| 19,087 | 0 | 18,822 | 265 |
| 24 | 0 | 1,080 | -1,056 |
| 17,281 | 0 | 7,104 | 10,177 |
| 8,447 | 0 | 10,006 | -1,559 |
| 7,349 | 0 | 36,607 | -29,258 |
| 392 | 0 | 645 | -253 |
| 26,521 | 0 | 17,757 | 8,764 |
| 34,084 | 0 | 36,402 | -2,318 |
| 38,173 | 0 | 22,338 | 15,835 |
| 2,021 | 0 | 7,439 | -5,418 |
| 65,820 | 0 | 60,940 | 4,880 |
| 12 | 0 | 0 | 12 |
| | | | |

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

| Complete only for assets showing | (I) Gains (Col (h) gain minus | | |
|----------------------------------|--------------------------------------|---|--|
| (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (ı) over col (j), ıf any | col (k), but not less than -0-) or Losses (from col (h)) |
| 0 | 0 | 0 | -3,767 |
| 0 | 0 | 0 | 30 |
| 0 | 0 | 0 | -2,926 |
| 0 | 0 | 0 | -945 |
| 0 | 0 | 0 | -1,839 |
| 0 | 0 | 0 | 265 |
| 0 | 0 | 0 | -1,056 |
| 0 | 0 | 0 | 10,177 |
| 0 | 0 | 0 | -1,559 |
| 0 | 0 | 0 | -29,258 |
| 0 | 0 | 0 | -253 |
| 0 | 0 | 0 | 8,764 |
| 0 | 0 | 0 | -2,318 |
| 0 | 0 | 0 | 15,835 |
| 0 | 0 | 0 | -5,418 |
| 0 | 0 | 0 | 4,880 |
| 0 | 0 | 0 | 12 |
| 0 | 0 | 0 | 6 |

| Recipient | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or contribution | A mount |
|---|---|-------------------------|---|---------|
| Name and address (home or business) | any foundation manager or substantial contributor | recipient | | |
| a Paid during the year | | | | |
| ST JOSEPH'S MEDICAL CENTER FDN 703 MAIN STREET PATERSON,NJ 07503 | | 501(c)(3) | FACILITY SERVING RESI- REGIONAL HEALTH CAREDENTS OF PATERSON NJ | 1,000 |
| CLEVELAND CLINIC 9500 EUCLID AVENUE CLEVELAND,OH 44195 | | 501(c)(3) | HEALTH CARE FACILITYACADEMIC AND RESEARCH | 5,000 |
| COMMUNITY SHELTER SERVICES 655 WEST 16TH STREET ERIE,PA 16503 | | 501(c)(3) | FOR THE HOMELESSPROVIDES RESIDENCE | 10,000 |
| HAMOT HEALTH FOUNDATION 2 EAST 2ND STREET ERIE,PA 16507 | | 501(c)(3) | OF THE WOMEN'S ANDFOR THE CONSTRUCTIONCHILDREN'S HOSPITAL | 10,000 |
| UNITARIAN UNIVERSALIST CONGREGATION 7180 PERRY HIGHWAY ERIE,PA 16509 | | 501(c)(3) | RELIGIOUS | 62,000 |
| NEIGHBORHOOD ART HOUSE 201 EAST 10TH STREET ERIE,PA 16503 | | 501(c)(3) | TION AND SUPPORT TOPROVIDES ART EDUCA- INNER CITY YOUTH | 10,000 |
| ERIE PHILHARMONIC ORCHESTRA 1006 STATE STREET ERIE,PA 16501 | | 501(c)(3) | ORCHESTRA TO THE REGIONSUPPORTS A SYMPHONY | 16,500 |
| ERIE CITY MISSION 1023 FRENCH STREET ERIE,PA 16501 | | 501(c)(3) | AND POOR WITH SHELTERASSISTS THE HOMELESSAND HOT MEALS | 80,000 |
| ERIE COUNTY HISTORICAL SOCIETY 419 STATE STREET ERIE,PA 16507 | | 501(c)(3) | LOCAL HISTORYPRESERVATION OF | 2,500 |
| ERIE ART MUSEUM 417 STATE STREET ERIE,PA 16507 | | 501(c)(3) | ART EXHIBITS ANDPROVIDES A MUSEUM FORART EDUCATION | 2,500 |
| BOCA RATON REGIONAL HOSPITAL 800 MEADOWS ROAD BOCA RATON,FL 33486 | | 501(c)(3) | HEALTH CARE SERVICESPROVIDES COMMUNITY | 7,500 |
| SALVATION ARMY 1209 SASSAFRAS STREET ERIE,PA 16502 | | 501(c)(3) | SERVICES TO THEPROVIDES SOCIALPOOR AND HOMELESS | 10,000 |
| MERCY CENTER FOR WOMEN 1039 EAST 27TH STREET ERIE,PA 16504 | | 501(c)(3) | SERVICES TO WOMEN INPROVIDES SUPPORTIVENEED | 10,000 |
| ERIE HOMES FOR CHILDREN AND ADULTS 226 EAST 27TH STREET ERIE,PA 16504 | | 501(c)(3) | SUPPORTIVE CARE TOPROVIDES HOUSING ANDINDIVIDUALS WITH DISABILITIES | 20,000 |
| ERIE PLAYHOUSE 13 WEST 10TH STREET ERIE,PA 16501 | | 501(c)(3) | THEATRE AND PROMOTESPROVIDES A COMMUNITYEDUCATION IN THEATRE | 5,000 |
| Total | | | | 540,150 |

| Recipient | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or contribution | A mount |
|--|---|-------------------------|--|---------|
| Name and address (home or business) | any foundation manager or substantial contributor | recipient | | |
| a Paid during the year | | | | |
| BOCA RATON MUSEUM OF ART 501 PLAZA REAL BOCA RATON,FL 33432 | | 501(C)(3) | ART EXHIBITS ANDPROVIDES A MUSEUM FORART EDUCATION | 2,500 |
| EMMAUS MINISTRIES 310 EAST 10TH STREET ERIE,PA 16503 | | 501(C)(3) | SHELTER TO THEPROVIDES MEALS ANDHOMELESS | 10,000 |
| ERIE ZOOLOGICAL SOCIETY 423 WEST 38TH STREET ERIE,PA 16508 | | 501(C)(3) | RECREATIONAL ACTIVITIESPROVIDES EDUCATIONAL ANDTHROUGH A COMMUNITY ZOO | 3,500 |
| UNITED WAY OF ERIE 420 WEST 6TH STREET ERIE,PA 16507 | | 501(C)(3) | SOCIAL SERVICE ORGANIZATIONSPROVIDES ASSISTANCE TOIN THE ERIE AREA | 15,000 |
| Visiting Nurse Association 2253 W Grandview Blvd ERIE, PA 16508 | | 501(C)(3) | PORTIVE CARE TO TERMIN- PROVIDES HEALTH AND SUP- ALLY ILL INDIVIDUALS | 5,000 |
| MARCH OF DIMES 1407 PENINSULA DRIVE ERIE,PA 16505 | | 501(C)(3) | OF PREGNANT WOMENPROMOTES HEALTHAND THEIR BABIES | 5,000 |
| Flagship Niagara League 150 East Front Street ERIE,PA 16507 | | 501(C)(3) | PRESERVATION OF THEWORKS TO PROMOTEFLAGSHIP NIAGARA | 6,000 |
| SAFE NET PO BOX 1436 ERIE,PA 16512 | | 501(C)(3) | WOMEN SUFFERINGASSISTANCE TOFROM DOMESTIC ABUSE | 10,000 |
| St Paul's Neighborhood Free Clinic 1608 WALNUT STREET ERIE,PA 16502 | | 501(C)(3) | CLINIC FOR LOWFREE MEDICALINCOME INDIVIDUALS | 10,000 |
| Asbury Woods Partnership 4105 ASBURY ROAD ERIE,PA 16506 | | 501(C)(3) | AND NATURECOMMUNITY PARKCENTER | 11,250 |
| BAYFRONT CTR FOR MARITIME STUDIES 40 HOLLAND STREET ERIE,PA 16507 | | 501(C)(3) | MARITIME EDUCATIONALUNIQUE HANDS ON& RECREATIONAL | 5,000 |
| ST MARY'S CHURCH 1300 NORTHERN BLVD MANHASSET,NY 11030 | | 501(C)(3) | ORGANIZATIONRELIGIOUS | 1,000 |
| CROHN'S AND COLITIS FOUNDATION 300 PENN CENTER BLVD PITTSBURGH,PA 15235 | | 501(C)(3) | ASSISTANCE TORESEARCH ANDINDIVIDUALS | 2,700 |
| JUNIOR ACHIEVEMENT OF WESTERM PA 5101 JORDAN ROAD BURKE ERIE,PA 16563 | | 501(C)(3) | PREPARE YOUNG PEOPLE TOPROGRAMS TO INSPIRE ANDSUCCEED IN A GLOBAL ECONOMY | 2,000 |
| SECOND HARVEST FOOD BANK OF NWPA 1507 GRIMM DRIVE ERIE,PA 16502 | | 501(C)(3) | FOOD TO THE POORPROVIDES LOW COSTIN NW PA | 20,000 |
| Total | | | | 540,150 |

| Recipient Name and address (home or business | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or | A mount |
|--|---|-------------------------|---|---------|
| | any foundation manager | recipient | contribution | |
| a Paid during the year | or substantial contributor | | | |
| PRESQUE ISLE PARTNERSHIP 301 PENINSULA DRIVE ERIE,PA 16505 | | 501(C)(3) | IN THE OPERATION OFSUPPORTS THE PA DNRPRESQUE ISLE STATE PARK | 12,500 |
| EXPERIENCE CHILDREN'S MUSEUM 420 FRENCH STREET ERIE,PA 16507 | | 501(C)(3) | MUSEUMOPERATES A CHILDREN'S | 2,000 |
| YMCA OF ERIE 3727 CHERRY STREET ERIE,PA 16508 | | 501(C)(3) | TEEN PROGRAMSUPPORT OF THE | 10,000 |
| UNITARIAN UNIVERSALIST CHURCH OF GIRARD MYRTLE STREET GIRARD,PA 16417 | | 501(C)(3) | RELIGIOUS | 1,000 |
| PUBLIC BROADCASTING OF NW PA 8425 PEACH STREET ERIE,PA 16509 | | 501(C)(3) | AND RADIOPUBLIC TELEVISION | 2,000 |
| AMERICAN CANCER SOCIETY 2115 WEST 38TH STREET ERIE,PA 16508 | | 501(C)(3) | AND RESEARCHCANCER TREATMENT | 10,000 |
| AMERICAN RED CROSS - ERIE 4961 PITTSBURGH AVENUE ERIE,PA 16509 | | 501(C)(3) | DISASTER ASSISTANCE | 10,000 |
| AMERICAN RED CROSS - PALM BEACH 825 FERN STREET PALM BEACH,FL 33487 | | 501(C)(3) | ASSISTANCEDISASTER | 1,200 |
| ERIE WOMEN'S FUND OF ECF 459 WEST 6TH STREET ERIE,PA 16507 | | 501(C)(3) | OF INTEREST TOSUPPORTS CAUSESWOMEN | 5,000 |
| ST VINCENT HOSPITAL FOUNDATION 252 WEST 25TH STREET ERIE,PA 16502 | | 501(C)(3) | HOSPITAL | 2,000 |
| PENN STATE ERIE - BEHREND COLLEGE 4701 COLLEGE DRIVE ERIE,PA 16563 | | 501(C)(3) | COLLEGEACCREDITED | 33,000 |
| ARTS ERIE 3 EAST 4TH STREET ERIE,PA 16507 | | 501(C)(3) | AGENCYLOCAL ARTS | 5,000 |
| ACHIEVEMENT CENTER 2420 WEST 23 STREET ERIE,PA 16505 | | 501(C)(3) | DISABLED CHILDRENASSISTANCE TO | 10,000 |
| AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS,TX 75231 | | 501(C)(3) | TREATMENT OFRESEARCH ANDHEART DESEASE | 5,000 |
| BETHESDA FOUNDATION FOR CHILDREN 15667 HIGHWAY 86 MEADVILLE,PA 16335 | | 501(C)(3) | AND MENTAL HEALTHPROVIDES BEHAVIORALSERVICES TO CHILDREN | 5,000 |

| Recipient | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or contribution | A mount |
|---|---|-------------------------|---|---------|
| Name and address (home or business) | any foundation manager or substantial contributor | recipient | | |
| a Paid during the year | | | | |
| PERRY 200 CELEBRATION 3207 STATE STREET ERIE,PA 16501 | | 501(C)(3) | HONOR OF THE 200TH ANNI-A YEAR LONG CELEBRATION INVERSARY OF THE BATTLE OF LAKE ERIE | 5,000 |
| ERIE CHAMBER ORCHASTRA 109 UNIVERSITY SQUARE ERIE,PA 16541 | | 501(c)(3) | HAS ACCESS TO FREE PERFOR-ENSURES THAT EVERYONEMANCES OF CLASSICAL MUSIC | 5,000 |
| DR GERTRUDE BARBER FND 100 BARBER PLACE ERIE,PA 16507 | | 501(c)(3) | CHILDREN WITH DISABILITIESEDUCATIONAL SUPPORT FORAND MENTAL HEALTH NEEDS | 6,000 |
| BENEDICTINE SISTERS OF ERIE 6101 EAST LAKE ROAD ERIE,PA 16511 | | 501(c)(3) | WORKS IN CREATIVE WORKS TOA COMMUNITY OF WOMEN THATMEET THE SOCIAL NEEDS AROUND THEM | 20,000 |
| HELPING HANDS 541 CAMBRIDGE STREET ALLSTON,MA 02134 | | 501(c)(3) | CORD INJURIES LIVE MOREHELPS ADULTS WITH SPINALINDEPENDENT AND ENGAGED LIVES | 10,000 |
| LAKE ERIE BALLET 701 HOLLAND STREET ERIE,PA 16503 | | 501(c)(3) | EDUCATION, AND EXTRA- PROVIDES QUALITY DANCEORDINARY OPPORTUNITIES TO DANCE ARTISTS | 5,000 |
| US FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038 | | 501(c)(3) | MENTAL SUPPORT FOR THENON PROFIT, NON GOVERN-UN CHILDREN'S FUND | 5,000 |
| UNITE 2 FIGHT PARALYSIS 3078 ELIOT DRIVE HOOD RIVER,OR 97031 | | 501(c)(3) | SUPPORT FOR THOSE WITHADVOCACY, EDUCATION ANDSPINAL CORD INJURIES | 500 |
| MILLCREEK AND ERIE COUNTY ADVOCATES PO BOX 8245 ERIE,PA 16505 | | 501(c)(3) | LOPMENTALLY DISABLEDADVOCACY FOR THE DEVE-IN ERIE COUNTY PA | 2,000 |
| INNOCENSE PROJECT 40 WORTH STREET NEW YORK,NY 10013 | | 501(c)(3) | CONVICTED THROUGHEXONERATING WRONGFULLYDNA TESTING | 1,000 |
| ST MARTIN'S CENTER 1701 PARADE STREET ERIE,PA 16503 | | 501(c)(3) | INDIVIDUALS WORKINGSERVES FAMILIES ANDTOWARD SELF SUFFICIENCY | 3,000 |
| ERIE DAWN 2549 WEST 8TH STREET ERIE,PA 16505 | | 501(c)(3) | AND LIVING SUPPORTPROVIDES HOUSINGFOR WOMEN IN NEED | 3,000 |
| Total | | | | 540,150 |

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: M J SURGALA TRUST

| Name | Date Acquired | How Acquired | Date Sold | Purchaser Name | Gross Sales Price | Basis | Basis Method | Sales Expenses | Total (net) | Accumulated Depreciation |
|-----------|---------------|--------------|-----------|----------------|-------------------|---------|--------------|----------------|-------------|--------------------------|
| ALL SALES | | Purchased | | VARIOUS | 285,578 | 294,950 | Cost | | -9,372 | |

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TY 2013 General Explanation Attachment

Name: M J SURGALA TRUST

| Identifier | Return Reference | Explanation |
|------------|---------------------|---|
| | PART XII LINE 3b | AMOUNTS SET ASIDE FOR SPECIFIC PROJECTS SATISFYING THE CASH DISTRIBUTION TEST CONTRIBUTION TO BE PAID TO ERIE CITY MISSION 1023 STATE STREET ERIE, PA 16501 CONTRIBUTION AMOUNT \$110,000 TO BE PAID AS FOLLOWS YEAR 2012 \$27,500 YEAR 2013 \$27,500 YEAR 2014 \$27,500 TEAR 2015 \$27,500 |

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TY 2013 Investments Corporate Bonds Schedule

Name: M J SURGALA TRUST

| Name of Bond | End of Year Book Value | End of Year Fair Market Value |
|---------------------------------------|---------------------------|----------------------------------|
| MORGAN STANLEY DW INC. 684-032215-020 | 575,634 | 581,560 |
| CHARLES SCHWAB & CO | 967,840 | 995,843 |

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TY 2013 Investments Corporate Stock Schedule

Name: M J SURGALA TRUST

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|---|---------------------------|----------------------------------|
| CHARLES SCHWAB & CO | 1,579,632 | 2,344,155 |
| IBM CORPORATION (DIVIDEND REINVESTMENT PROGRAM) | 3,944,779 | 6,398,357 |
| MORGAN STANLEY DW INC. 684-032215-020 | 2,911,767 | 3,552,970 |

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TY 2013 Other Expenses Schedule

Name: M J SURGALA TRUST

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------|--------------------------------|--------------------------|---------------------|--|
| REGISTRATION FEES | 750 | 750 | 750 | 750 |
| ADMINISTRATIVE EXPENSE | | | | |

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TY 2013 Taxes Schedule

Name: M J SURGALA TRUST

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------------|--------|--------------------------|------------------------|---|
| TAX ON NET INVESTMENT INCOME | | | | |