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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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 , 2013, and ending , 20

Name of foundation
DEDALUS FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O ANCHIN BLOCK & ANCHIN LLP-1375 BROADWAY

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10018

A Employer identification number
13-3091704

B Telephone number (see instructions)
(212) 840-3456

C If exemption application is pending, check here ☐

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

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 55,332,783.**
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

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	246,761.	246,761.	246,761.	
	4 Dividends and interest from securities	303,450.	303,450.	303,450.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,788,711.			
	b Gross sales price for all assets on line 6a	20,372,463.			
	7 Capital gain net income (from Part IV, line 2)		3,787,393.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH. 1	23,346.	119,683.	119,683.	
	12 Total. Add lines 1 through 11	4,362,268.	4,457,287.	669,894.	
	13 Compensation of officers, directors, trustees, etc.	961,386.	58,311.	58,311.	903,075.
	14 Other employee salaries and wages	459,173.	59,511.	59,511.	399,662.
	15 Pension plans, employee benefits	386,678.	17,073.	17,073.	369,605.
	16a Legal fees (attach schedule) ATCH. 2	375,827.			375,827.
	b Accounting fees (attach schedule) ATCH. 3	200,540.	100,270.	100,270.	100,270.
	c Other professional fees (attach schedule) *	632,802.	287,132.	287,132.	345,670.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH. 5	311,292.	6,808.	6,808.	74,484.
	19 Depreciation (attach schedule) and depletion	51,774.			
	20 Occupancy	386,399.			386,399.
	21 Travel, conferences, and meetings	48,273.			48,273.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 6	492,309.			492,309.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,306,453.	529,105.	529,105.	3,495,574.
	25 Contributions, gifts, grants paid	576,070.			576,070.
	26 Total expenses and disbursements. Add lines 24 and 25	4,882,523.	529,105.	529,105.	4,071,644.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-520,255.			
	b Net investment income (if negative, enter -0-)		3,928,182.		
	c Adjusted net income (if negative, enter -0-)			140,789.	

10

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,179,250.	1,183,817.	1,183,817.
	2	Savings and temporary cash investments		14,984,196.	15,824,080.	15,824,080.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7	2,007,442.	2,989,448.	2,989,448.	
	c	Investments - corporate bonds (attach schedule) ATCH 8	9,296,843.	1,857,165.	1,857,165.	
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 9	12,074,157.	11,977,380.	11,977,380.	
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	4,620,503. 72,788.	126,295.	4,547,715.	ATCH 10 4,547,715.
15		Other assets (describe ▶ ATCH 11)	16,071,045.	16,953,178.	16,953,178.	
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	55,739,228.	55,332,783.	55,332,783.	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 12)	1,650,000.	72,403.		
	23	Total liabilities (add lines 17 through 22)	1,650,000.	72,403.		
	24	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.				
Net Assets or Fund Balances	25	Unrestricted	54,089,228.	55,260,380.		
	26	Temporarily restricted				
	27	Permanently restricted				
	28	Foundations that do not follow SFAS 117, . . . ☐ check here and complete lines 27 through 31.				
	29	Capital stock, trust principal, or current funds				
	30	Paid-in or capital surplus, or land, bldg., and equipment fund				
	31	Retained earnings, accumulated income, endowment, or other funds	54,089,228.	55,260,380.		
	Total net assets or fund balances (see instructions)	55,739,228.	55,332,783.			

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	54,089,228.
2	Enter amount from Part I, line 27a	2	-520,255.
3	Other increases not included in line 2 (itemize) ▶ ATCH 13	3	1,691,407.
4	Add lines 1, 2, and 3	4	55,260,380.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	55,260,380.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
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	3,787,393.	
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	-73,005.	

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

(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	4,050,816.	40,092,777.	0.101036
2011	3,476,629.	35,639,451.	0.097550
2010	3,540,165.	31,187,651.	0.113512
2009	3,695,192.	31,485,215.	0.117363
2008	3,510,099.	38,692,054.	0.090719
2 Total of line 1, column (d)			2 0.520180
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.104036
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 40,361,635.
5 Multiply line 4 by line 3			5 4,199,063.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 39,282.
7 Add lines 5 and 6			7 4,238,345.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 7,844,264.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	39,282.
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	39,282.
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	39,282.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	285,568.	
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	285,568.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	246,286.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ 246,286. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CT, NY, _____		
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.	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.	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>ANCHIN, BLOCK & ANCHIN LLP</u> Telephone no <u>212-840-3456</u>			
	Located at <u>1375 BROADWAY 18TH FL NEW YORK, NY</u> ZIP+4 <u>10018</u>			
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 <u>15</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) ☐	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? ☐	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** XOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		961,386.	82,896.	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
ATCH 15		381,792.	38,058.	0

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

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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
ATCH 16		780,286.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 CATALOGUING AND MAINTAINING THE MOTHERWELL ART COLLECTION, ORGANIZING THE MOTHERWELL ARCHIVE FOR FUTURE PUBLIC RESEARCH AND ARTS EDUCATION.	3,495,574.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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	10,170,391.
b	Average of monthly cash balances	1b	20,170,761.
c	Fair market value of all other assets (see instructions)	1c	10,635,127.
d	Total (add lines 1a, b, and c)	1d	40,976,279.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	40,976,279.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	614,644.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	40,361,635.
6	Minimum investment return. Enter 5% of line 5	6	2,018,082.

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

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,071,644.
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	3,772,620.
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	7,844,264.
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	39,282.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,804,982.

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.

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Page **9****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 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 3,510,099.				
b From 2009 3,696,333.				
c From 2010 3,582,439.				
d From 2011 3,476,629.				
e From 2012 4,094,245.				
f Total of lines 3a through e	18,359,745.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 7,844,264.				
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	7,844,264.			
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	26,204,009.			
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				
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)	3,510,099.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	22,693,910.			
10 Analysis of line 9				
a Excess from 2009 3,696,333.				
b Excess from 2010 3,582,439.				
c Excess from 2011 3,476,629.				
d Excess from 2012 4,094,245.				
e Excess from 2013 7,844,264.				

Form 990-PF (2013)

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

1 a 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

12/10/1993

b Check box to indicate whether the foundation is a private operating foundation described in section

☒ X

4942(j)(3) or

☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010		
140,789.	342,318.	270,652.	268,197.		1,021,956.
119,671.	290,970.	230,054.	227,967.		868,662.
b 85% of line 2a					
7,844,264.	4,094,245.	3,476,629.	3,582,439.		18,997,577.
c Qualifying distributions from Part XII, line 4 for each year listed					
576,070.	779,250.	735,750.	613,150.		2,704,220.
d Amounts included in line 2c not used directly for active conduct of exempt activities					
7,268,194.	3,314,995.	2,740,879.	2,969,289.		16,293,357.
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	55,332,783.	55,739,228.	53,354,172.	52,020,587.	216,446,770.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	18,340,920.	15,267,416.	16,219,071.	17,882,096.	67,709,503.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	1,345,388.	1,336,426.	1,187,982.	1,039,589.	4,909,385.
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)(ii)					
(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

ATCH 17

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE SCHEDULE 1				576,070.
Total			▶ 3a	576,070.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	246,761.	
4	Dividends and interest from securities			14	303,450.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory	523000	1,318.	18	-491,812.	4,279,205.
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	ATCH 18 _____				20,670.	2,676.
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		1,318.		79,069.	4,281,881.
13	Total. Add line 12, columns (b), (d), and (e)					4,362,268.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,446,000.		SALE OF ARTWORK (SEE SCHEDULE 4) PROPERTY TYPE: OTHER 3,166,795.				D	VARIOUS 4,279,205.	VARIOUS
3,567,891.		SALES OF MARKETABLE SECURITIES PROPERTY TYPE: SECURITIES 3,636,147.				P	VARIOUS -68,256.	VARIOUS
7,295,225.		SALES OF MARKETABLE SECURITIES PROPERTY TYPE: SECURITIES 7,973,293.				P	VARIOUS -678,068.	VARIOUS
94,087.		STYX INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 38,949.				P	VARIOUS 55,138.	VARIOUS
279,190.		CERBERUS INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 345,461.				P	VARIOUS -66,271.	VARIOUS
5,753.		GOLDEN TREE OFFSHORE PROPERTY TYPE: SECURITIES 6,684.				P	VARIOUS -931.	VARIOUS
29,516.		HIGHBRIDGE CAPITAL CORP PROPERTY TYPE: SECURITIES 657.				P	VARIOUS 28,859.	VARIOUS
599,879.		PALOMA INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 500,000.				P	VARIOUS 99,879.	VARIOUS
137,773.		BREVAN HOWARD LTD PROPERTY TYPE: SECURITIES 125,000.				P	VARIOUS 12,773.	VARIOUS
753,394.		NERY CAPITAL PARTNERS PROPERTY TYPE: SECURITIES 790,766.				P	VARIOUS -37,372.	VARIOUS
		SHORT-TERM CAPITAL LOSS FROM PASSTHRU PROPERTY TYPE: SECURITIES 4,749.				P	VARIOUS -4,749.	VARIOUS
168,504.		LONG-TERM CAPITAL GAIN FROM PASSTHRU PROPERTY TYPE: SECURITIES				P	VARIOUS 168,504.	VARIOUS

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		THRU PARTNERSHIPS-BACKOUT OF UBTI GAIN PROPERTY TYPE: SECURITIES 1,318.				P	VARIOUS -1,318.	VARIOUS
TOTAL GAIN (LOSS)							<u>3,787,393.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ART ROYALTY INCOME	2,676.		
GAIN ON INVESTMENT IN LTD PARTNERSHIPS	29,063.	114,613.	114,613.
OTHER INVESTMENT INCOME	5,070.	5,070.	5,070.
LOSS ON ABANDONMENT OF ASSETS	-13,463.		
TOTALS	<u>23,346.</u>	<u>119,683.</u>	<u>119,683.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES IN CONNECTION WITH EXEMPT PURPOSES	375,827.			375,827.
TOTALS	<u>375,827.</u>			<u>375,827.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING & TAX RETURN PREPARATION FEES	200,540.	100,270.	100,270.	100,270.
TOTALS	<u>200,540.</u>	<u>100,270.</u>	<u>100,270.</u>	<u>100,270.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	335,372.			335,372.
INVESTMENT ADVISORY FEES	287,132.	287,132.	287,132.	
OTHER PROFESSIONAL FEES	10,298.			10,298.
TOTALS	<u>632,802.</u>	<u>287,132.</u>	<u>287,132.</u>	<u>345,670.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	81,292.	6,808.	6,808.	74,484.
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	230,000.			
TOTALS	<u>311,292.</u>	<u>6,808.</u>	<u>6,808.</u>	<u>74,484.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ARTWORK EXPENSES	32,939.			32,939.
INSURANCE	130,951.			130,951.
CONSERVATION EXPENSES	4,463.			4,463.
ADVERTISING	13,517.			13,517.
POSTAGE	323.			323.
TELEPHONE	18,500.			18,500.
FILING FEES	2,162.			2,162.
DATA PROCESSING EXPENSES	34,101.			34,101.
OFFICE SUPPLIES	50,687.			50,687.
REPAIRS & MAINTENANCE	14,965.			14,965.
SUNDRY	16,008.			16,008.
MEALS AND ENTERTAINMENT	59,860.			59,860.
MOVING COSTS	113,833.			113,833.
TOTALS	492,309.			492,309.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE SCHEDULE 2	2,989,448.	2,989,448.
TOTALS	<u>2,989,448.</u>	<u>2,989,448.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE SCHEDULE 2	1,857,165.	1,857,165.
TOTALS	<u>1,857,165.</u>	<u>1,857,165.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT FUNDS-SEE SCH 2	9,298,670.	9,298,670.
MUTUAL & CLOSED END FUNDS -		
SEE SCHEDULE 2	858,196.	858,196.
BONDS OF FOREIGN GOVERNMENTS		
SEE SCHEDULE 2	360,595.	360,595.
CERTIFICATES OF DEPOSIT- SCH.2	757,336.	757,336.
EXCHANGE-TRADED FUND-SEE SCH.2		
MASTER LIMITED PARTNERSHIPS		
SEE SCHEDULE 2	131,601.	131,601.
REAL ESTATE - SEE SCH.2	48,410.	48,410.
HEDGE FUNDS - SEE SCH.2	522,572.	522,572.
TOTALS	<u>11,977,380.</u>	<u>11,977,380.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 10

FIXED ASSET DETAIL ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING			ENDING			BEGINNING			ENDING		
		BALANCE	ADDITIONS	DISPOSALS	BALANCE	BALANCE	ADDITIONS	DISPOSALS	BALANCE	ADDITIONS	DISPOSALS	BALANCE	
OFFICE FURNITURE	SL	4,460		4,460		4,460		4,460				4,460	
OFFICE FURNITURE	SL	1,500		1,500				1,500				1,500	
ARCHIVE EQUIPMENT	SL	20,706		20,706				20,706				20,706	
LEASEHOLD IMPROV	SL	417,100		417,100				417,100				417,100	
OFFICE FURNITURE	SL	20,796		20,796				20,796				20,796	
OFFICE FURNITURE	SL	3,839		3,839				3,839				3,839	
LEASEHOLD IMPROV	SL	23,580		23,580				23,580				23,580.	
OFFICE FURNITURE	M5	5,533		5,533				5,533.				5,533	
LEASEHOLD IMPROVE	SL	1,638		1,638				1,638				1,638	
ARCHIVE EQUIPMENT	SL	684		684				684				684	
OFFICE FURNITURE	SL	3,693		3,693				3,693				3,693	
LEASEHOLD IMPROVE	SL	17,121		17,121				17,121				17,121	
OFFICE FURNITURE	SL	644		644				644				644	
ARCHIVE EQUIPMENT	SL	1,229		1,229				1,229				1,229	
LEASEHOLD IMPROV	SL	26,579		26,579				26,579				26,579.	
OFFICE FURNITURE	SL	4,304		4,304				4,304				4,304	
OFFICE FURNITURE	SL	4,550		4,550				4,550				4,550	
OFFICE FURNITURE	SL	6,900.		6,900				6,900				6,900	

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 10 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING		ENDING		BEGINNING		ENDING	
		BALANCE	ADDITIONS	DISPOSALS	BALANCE	BALANCE	ADDITIONS	DISPOSALS	BALANCE
OFFICE FURNITURE	SL	4,800		4,800		4,800		4,800	
OFFICE FURNITURE	SL	1,900		1,900		1,900		1,900	
OFFICE FURNITURE	SL	3,670		3,670		3,670		3,670	
OFFICE FURNITURE	SL	2,000		2,000		2,000		2,000	
ARCHIVE EQUIPMENT	SL	1,330		1,330		1,330		1,330	
OFFICE FURNITURE	SL	9,790		9,790		9,790		9,790	
OFFICE FURNITURE	SL	4,300		4,300		4,300		4,300	
OFFICE FURNITURE	SL	9,790		9,790		9,790		9,790	
OFFICE FURNITURE	SL	5,400		5,400		5,400		5,400	
OFFICE EQUIPMENT	SL	387		387		387		387	
OFFICE EQUIPMENT	SL	2,055		2,055		2,055		2,055	
OFFICE EQUIPMENT	SL	691		691		691		691	
OFFICE EQUIPMENT	SL	745		745		745		745	
OFFICE EQUIPMENT	SL	623		623		623		623	
LEASEHOLD IMP	SL	1,160		1,160		1,160		1,160	
LEASEHOLD IMP	SL	625		625		625		625	
LEASEHOLD IMP	SL	1,450		1,450		1,450		1,450	
LEASEHOLD IMP	SL	1,450		1,450		1,450		1,450	

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 10 (CONT'D)

FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	
OFFICE FURNITURE	SL	2,978		2,978		2,978
LEASEHOLD IMPROV	SL	2,450		2,450		2,450
OFFICE EQUIPMENT	SL	2,737		2,737		2,737
OFFICE EQUIPMENT	SL	1,182		1,182		1,182
OFFICE EQUIPMENT	SL	2,248		2,248		2,248
OFFICE EQUIPMENT	SL	1,626		1,626		1,626
OFFICE EQUIPMENT	SL	3,364		3,364		3,364
OFFICE EQUIPMENT	SL	2,071		2,071		2,071
OFFICE FURNITURE	SL	2,141		2,141		2,141
OFFICE EQUIPMENT	SL	2,316		2,316		2,316
OFFICE EQUIPMENT	SL	3,947		3,947		3,947
OFFICE EQUIPMENT	SL	3,247		3,247		3,247
OFFICE EQUIPMENT	SL	1,548		1,548		1,548
OFFICE EQUIPMENT	SL	1,895		1,895		1,895
OFFICE EQUIPMENT	SL	1,832		1,832		1,832
LEASEHOLD IMP	SL	6,350		6,350	619	6,350
LEASEHOLD IMPROV	SL	3,000		3,000		2,663
LEASEHOLD IMPROV	SL	11,438		11,438		10,113

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 10 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	2,524		2,524		2,524		2,524	
OFFICE EQUIPMENT	SL	4,776		4,776		4,776		4,776	
OFFICE EQUIPMENT	SL	1,347		1,347		1,347		1,347	
OFFICE EQUIPMENT	SL	1,894		1,894		1,894		1,894	
OFFICE EQUIPMENT	SL	6,492		6,492		6,492		6,492	
OFFICE EQUIPMENT	SL	2,934		2,934		2,934		2,934	
WEBSITE DESIGN	SL	11,600		11,600		11,600		11,600	
LEASEHOLD IMPROVE	SL	17,987		17,987		15,773	2,214	17,987	
LEASEHOLD IMPROV	SL	2,480		2,480		2,131		2,131	
COMPUTER EQUIP	SL	3,142			3,142	2,983	159		3,142
COMPUTER EQUIP	SL	2,004			2,004	1,905	99		2,004
COMPUTER EQUIP	SL	2,030		2,030		1,895		1,895	
OFFICE EQUIPMENT	SL	1,826		1,826		1,673		1,673	
COMPUTER EQUIPMENT	SL	1,429			1,429	1,123	306		1,429
OFFICE EQUIPMENT	SL	1,977			1,977	1,515	395		1,910
OFFICE EQUIPMENT	SL	2,391			2,391	1,833	478		2,311
OFFICE EQUIPMENT	SL	1,349			1,349	945	270		1,215
OFFICE EQUIPMENT	SL	3,500			3,500	2,217	700		2,917

ATTACHMENT 10

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 10 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	2,738			2,738	1,369	548		1,917
PRINTER	SL	1,834			1,834	1,467	367		1,834.
COMPUTER - KR	SL	2,150			2,150	968	430		1,398
OFFICE EQUIPMENT	SL	1,847			1,847	492	369		861
COMPUTER EQUIP	SL	1,648			1,648	384	330		714
COPIER	SL	15,400			15,400	3,594	3,080.		6,674
PHONE SYSTEM	SL	14,561		14,561		1,456	1,941	3,397	
COMPUTER EQUIP	SL	1,886			1,886	126	377.		503.
OFFICE EQUIPMENT	SL	3,127			3,127	208	625		833
OFFICE EQUIPMENT	SL	397		397		397		397	
OFFICE EQUIPMENT	SL	202		202		202		202	
WEBSITE DESIGN	SL		32,533		32,533		1,807		1,807
WEBSITE DESIGN	SL		32,533		32,533		1,807		1,807
COMPUTER	SL	2,346			2,346	430	469		899
MONITOR&CALIBRAT.	SL	2,716			2,716	407	543		950
APPLE COMPUTER	SL	1,464			1,464	220	293		513
DELL COMPUTER	SL	1,615			1,615	215	323		538
APPLE COMPUTER	SL	2,999			2,999	250	600		850

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ATTACHMENT 10

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT										ATTACHMENT 10 (CONT'D)	
FIXED ASSET DETAIL					ACCUMULATED DEPRECIATION DETAIL						
ASSET DESCRIPTION		METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	
APPLE COMPUTER		SL	2,211			2,211	147	442		589	
APPLE COMPUTER		SL	2,688			2,688	134	538.		672	
DIGITAL RECORDER		SL	3,522			3,522.	59	704		763	
OFFICE EQUIPMENT		SL	1,835		1,835		1,835		1,835		
OFFICE EQUIPMENT		SL	1,099			1,099	1,099.			1,099	
OFFICE EQUIPMENT		SL	4,797		4,797		4,797		4,797		
OFFICE EQUIPMENT		SL	1,695			1,695	1,695			1,695	
COMPUTER EQUIPMENTO		SL		4,887		4,887		489		489	
COMPUTER EQUIPMENTO		SL		11,560		11,560		578		578	
COMPUTER EQUIPMENT		SL		2,217		2,217		37		37	
WEBSITE DESIGN		SL		32,534		32,534		1,807.		1,807	
LHI		SL		50,000		50,000		1,250		1,250	
LHI		SL		25,000		25,000		625		625	
LHI		SL		72,403		72,403		1,810		1,810	
LHI		SL		50,000		50,000		1,250.		1,250.	
LHI		SL		15,000		15,000		375		375	
LHI		SL		35,000		35,000		875		875	
LHI		SL		17,000		17,000		425		425	
										ATTACHMENT 10	

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 10 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
LHI	SL		146,568	146,568		3,664	3,664
LHI	SL		16,485	16,485		412	412
LHI	SL		7,725	7,725		193	193
LHI	SL		25,000	25,000		625	625
LHI	SL		130,012	130,012		3,250	3,250
LHI	SL		75,000	75,000		1,875	1,875
LHI	SL		146,568	146,568		3,664	3,664
LHI	SL		25,000	25,000		625	625
LHI	SL		16,485	16,485		412	412
LHI	SL		17,220	17,220		431	431
LHI	SL		3,440	3,440		86	86
LHI	SL		212,407	212,407		5,310	5,310
LHI	SL		30,000	30,000		750	750
LHI	SL		4,937	4,937		123	123
CONDO-21ST ST			2,971,096	2,971,096			
CONDO-21ST ST			330,000	330,000			
CONDO -21ST ST			13,118	13,118			
TOTALS		<u>819,851</u>		<u>4,620,505</u>	<u>758,622</u>		<u>72,785</u>
L07792 3846				041702			ATTACHMENT 10

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITY DEPOSITS	14,273,853.	14,273,853.
WORKS OF ART-ROBERT MOTHERWELL	95,950.	95,950.
WORKS OF ART-OTHER ARTISTS	86,245.	86,245.
ARCHIVAL MATERIALS	5,350.	5,350.
DUE FROM GALLERIES	724.	724.
MISCELLANEOUS RECEIVABLE		
DUE FROM BROKER	2,491,056.	2,491,056.
TOTALS	<u>16,953,178.</u>	<u>16,953,178.</u>

DEDALUS FOUNDATION, INC.

13-3091704

ATTACHMENT 12

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION

ENDING
BOOK VALUE

DEFERRED REVENUE
LHI IMPROVEMENTS PAYABLE

72,403.

TOTALS

72,403.

ATTACHMENT 13FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENT PORTFOLIO	1,691,407.
TOTAL	<u>1,691,407.</u>

DEDALUS FOUNDATION, INC.

13-3091704

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

ATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RICHARD RUBIN C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	CHAIRMAN 40.00	89,365.	10,513.	0
JACK FLAM C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT 40.00	407,635.	33,000.	0
MORGAN SPANGLE C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	EXEC. DIRECTOR/TREAS 40.00	291,555.	25,000.	0
JOHN ELDERFIELD C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	DIRECTOR/CONSULTANT 10.00	44,000.	0	0
DAVID ROSAND C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	DIRECTOR/CONSULTANT 10.00	0	0	0
STEVEN HOWARD C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	DIRECTOR 2.00	0	0	0

L07792 3846

041702

ATTACHMENT 14

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

ATTACHMENT 14 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KATY MARIE ROGERS C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	DIRECTOR OF PROGRAMS 40.00	128,831.	14,383.	0
	GRAND TOTALS	961,386.	82,896.	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
CLAIRE ALTIZER C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	OFFICE MANAGER 40.00	55,314.	0
ROSANNE CASAMASSIMA C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	CONTROLLER 24.00	99,185.	11,669.
TIMOTHY CLIFFORD C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	SENIOR RESEARCHER 40.00	70,748.	8,324.
MICHAEL MANHNKE C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	ART COLLECTION MNGR 40.00	84,300.	9,741.
GRETCHEN OPIE C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	ARCHIVIST 40.00	72,245.	8,324.
	TOTAL COMPENSATION	381,792.	38,058.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ANCHIN, BLOCK, & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	ACCOUNTING	200,540.
PRYOR CASHMAN LLP 7 TIME SQUARE, NEW YORK, NY 10036	ATTORNEY	375,827.
PARK INTERNATIONAL, INC. 36 THE CROSSING PURCHASE, NY 10577	INVESTMENT CONSUL.	203,919.
TOTAL COMPENSATION		<u>780,286.</u>

DEDALUS FOUNDATION, INC.

13-3091704

ATTACHMENT 17

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE SCHEDULE 5

DEDALUS FOUNDATION, INC.

13-3091704

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 18

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
ART ROYALTY INCOME					2,676.
INCOM-LMTD PRTN SHP			18	29,063.	
OTHER INVESTMENT INCOME			18	5,070.	
LOSS ON ABANDONMENT OF ASSETS			18	-13,463.	
TOTALS				<u>20,670.</u>	<u>2,676.</u>

Dedalus Foundation, Inc.
Federal EIN: 13-3091704
Tax Period: Year-ended December 31, 2013
Supporting Schedule to Form 990-PF, Part XV
Contributions, Gifts and Grants Paid

Recipient Name	Recipient Address	Relationship to Foundation Manager or substantial contributor	Foundation Status of Recipient	Description	Paid Amount
Cash Grants to Individuals					
Irvin Morazan	Brooklyn, NY	No relationship	Individual	2013 MFA Fellowship-1st Payment	\$ 10,000
Danielle Orchard	Brooklyn, NY	No relationship	Individual	2013 MFA Fellowship-1st Payment	\$ 10,000
Katherine Sinnott	Venice, CA	No relationship	Individual	2013 MFA Fellowship-1st Payment	\$ 10,000
Jennifer Field	New York, NY	No relationship	Individual	2013-14 Dissertation Fellowship	\$ 10,000
Irvin Morazan	Brooklyn, NY	No relationship	Individual	2013 MFA Fellowship-2nd Payment	\$ 10,000
Danielle Orchard	Brooklyn, NY	No relationship	Individual	2013 MFA Fellowship-2nd Payment	\$ 10,000
Katherine Sinnott	Venice, CA	No relationship	Individual	2013 MFA Fellowship-2nd Payment	\$ 10,000
Hoyt Leung	Elmhurst, NY	No relationship	Individual	2013 Discretionary Grant	\$ 1,000
Jennifer Field	New York, NY	No relationship	Individual	2013 14 Dissertation Fellowship	\$ 10,000
Abigail McEwen	New York, NY	No relationship	Individual	2013 Sr Fellowship-1st Payment	\$ 15,000
Abigail McEwen	New York, NY	No relationship	Individual	2013 Sr Fellowship-2nd Payment	\$ 15,000
Joyce Riley	Brooklyn, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
Jacqueline Malanga	Brooklyn, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
James Harrington	Kew Gardens, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
April Lombardi	Bronx, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
Spy Kontarinos	Bayside, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
Michael Popolino	Brooklyn, NY	No relationship	Individual	NYCDOE Teaching Fellow Stipend	\$ 595
Total Cash Grants to Individuals					\$ 114,570
Cash Awards to Individuals					
Matthew Affron	Charlottesville, VA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 882
Yve-Alain Bois	Ringoes, NJ	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 882
Masha Chlenova	New York, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 1,000
Ester Coen	Roe, Italy	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Christoph Cox	Amherst, MA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Hubert Damisch	Paris, France	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Rachael Delue	Princeton, NJ	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 588
Leah Dickerman	New York, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 7,792
Hai Foster	Princeton, NJ	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
David Frankel	New York, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 1,800
Mana Gough	Cambridge, MA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 882
Matthew Gale	London, England	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Peter Galison	Cambridge, MA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Jodi Hauptman	Brooklyn, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 588
Gordon Hughes	Houston, TX	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
David Joselit	New Haven, CT	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Anton Kaes	Berkeley, CA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
David Lang	New York, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Susan Laxton	Pasadena, CA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Glenn D Lowry	New York, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Philippe-Alain Michaud	Paris, France	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Jaroslav Suchan	Lodz, Poland	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Lanka Tattersall	Brooklyn, NY	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 588
Michael Taylor	Hanover, NH	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 294
Mark Franko	Santa Cruz, CA	No relationship	Individual	2013 Exhibition Catalogue Award	\$ 588
Jennifer Jane Marshall	Minneapolis, MN	No relationship	Individual	Book Award-Marchine Art 1934	\$ 20,000
Total Cash Awards to Individuals					\$ 40,000
Total Grants to Individuals					\$ 154,570
Grants to Public Charities					
New York City Department of Education	New York, NY	No relationship	Public Charity	NYC public high school scholarships for excellence in studio art and art history Education course to further the Aspen Institute's National Study of Artist-Endowed Foundations	\$ 13,500
The Aspen Institute	Washington, DC	No relationship	Public Charity	Exhibition Magnite The Mystery of the Ordinary 1926-1938	\$ 20,000
The Menil Collection	Houston, TX	No relationship	Public Charity	Exhibition Nancy Rubins Dancing with Gravity	\$ 20,000
Weatherspoon Art Museum	Greensboro, NC	No relationship	Public Charity	Career Development Program for NYC public high school students	\$ 10,000
The Center for Arts Education	New York, NY	No relationship	Public Charity		\$ 15,000
Museum of Contemporary Art-Chicago	Chicago, IL	No relationship	Public Charity	Doris Salcedo retrospective, and public installation responding to gun violence	\$ 15,000
The Blanton Museum of Art	Austin, TX	No relationship	Public Charity	Exhibition Eva Hesse & Sol LeWitt 1960-1970	\$ 10,000
The Metropolitan Museum of Art	New York, NY	No relationship	Public Charity	Support for a Research Assistant to research and catalogue the Museum's collection of post-1945 art	\$ 30,000
The Brooklyn Rail	Brooklyn, NY	No relationship	Public Charity	Publication expenses	\$ 28,000
Poets House	New York, NY	No relationship	Public Charity	Exhibition George Schneeman Painter Among Poets	\$ 10,000
Artists for Humanity, Inc	Boston, MA	No relationship	Public Charity	Arts apprenticeship program for teens in Boston	\$ 20,000
Artists Space	New York, NY	No relationship	Public Charity	Arts education program for at-risk youth in New York City public schools	\$ 10,000
National Museum of African Art	Washington, DC	No relationship	Public Charity	Retrospective exhibition of the African work of photographer Eliot Elisofon	\$ 10,000
Guild Hall of East Hampton	East Hampton, NY	No relationship	Public Charity	Exhibition Robert Motherwell The East Hampton Years, 1944-1951	\$ 10,000
Museum of Art, RISD	Providence, RI	No relationship	Public Charity	Catalogue What Nerve!, an exhibition documenting an alternate history of figurative painting, sculpture, and vernacular image-making since 1960	\$ 10,000
Whitney Museum of American Art	New York, NY	No relationship	Public Charity	General support for the Museum's conservation efforts	\$ 25,000
MIT List Visual Arts Center	Cambridge, MA	No relationship	Public Charity	Exhibition Chris Marker Guillaume-en-Egypte	\$ 10,000
The Conservation Center, Institute of Fine Arts	New York, NY	No relationship	Public Charity	Dedalus Foundation Fellow in Conservation	\$ 25,000
Museum of Modern Art	New York, NY	No relationship	Public Charity	Dedalus Foundation MoMA Archives Fellow - 2012 spring institutional	\$ 37,500
The Frist Center for Visual Arts	Nashville, TN	No relationship	Public Charity	Exhibition Phantom Bodies The Human Aura in Art	\$ 10,000
IFAR	New York, NY	No relationship	Public Charity	IFAR Journal	\$ 10,000
The Laundromat Project	New York, NY	No relationship	Public Charity	Community art workshops and residencies	\$ 10,000
Guild Hall of East Hampton	East Hampton, NY	No relationship	Public Charity	Exhibition Robert Motherwell The East Hampton Years, 1944-1951	\$ 15,000
Groundswell Community Mural Project	Brooklyn, NY	No relationship	Public Charity	Community Mural Project	\$ 10,000
Creative Time	New York, NY	No relationship	Public Charity	Mentorship for Diversity program	\$ 25,000
The Studio Museum in Harlem	New York, NY	No relationship	Public Charity	Arts education program for NYC public school students	\$ 12,500
Total Grants to Public Charities					\$ 421,500
Total Grants					\$ 576,070

Dedalus Foundation**Federal EIN 13-3091704****Tax Period - Year Ended December 31, 2013****Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments**

Security	No. of Shares/Units	Fair Market Value
Part II, line 10 (c) - CORPORATE BONDS:		
AEGON N V NON CUM SUB NTS COUPON 8% MATURITY 02/15/42 CALL@25	177	\$4,990
AEGON NV PERP CAP SECS 6.375% PREFERRED PERPETUAL MATURITY CALL@25	374	\$8,755
AEGON NV PERP CAP SECS 6.50% PREFERRED PERPETUAL MATURITY CALL@25	53	\$1,250
AEGON NV PERP CAP SECS CALLABLE 12/15/10 ISIN#NL0000062438	159	\$3,129
AFFILIATED MANAGERS GROUP INC SR NT COUPON 6 375% MATURITY	39	\$887
AFFILIATED MANAGERS GROUP INC SR NT EXP 10/15/22	29	\$740
AFLAC INC SUB DEB COUPON 5 5% MATURITY 09/15/52 CALL@25 09/26/17	99	\$2,101
ALEXANDRIA REAL ESTATE EQUITIES INC COUPON 6.45% PERFERRED PERPETUAL MATUIRTY CALL@25 03/15/17	47	\$996
ALLSTATE CORP COUPON 5.1% MATURITY 01/15/53 CALL@25 01/15/23	20	\$482
ALLSTATE CORP DEP SHS REPSTG 1/1000TH COUPON 5.625% PERFERRED PERPETUAL MATUIRTY CALL@25 06/15/18	50	\$1,050
ALLSTATE CORP DEP SHS REPSTG 1/1000TH INT SHS PFD SER C COUPON 6.75% PERPETUAL MATURITY CALL@25 10/15/18	48	\$1,231
AMERICAN FINL GROUP INC OHIO SR NT COUPON 5.75% MATURITY 08/25/42	29	\$619
AMERICAN FINL GROUP INC OHIO SR NT COUPON 6.375% MATURITY 06/12/42	47	\$1,113
AMERIPRISE FINL INC SR NT COUPON 7.75% MATURITY 06/15/39 CALL@25	140	\$3,591
ARCH CAPITAL GROUP LTD PFD SER C 6.75% PFD PERPTL MTY CALLABLE 04/02/17@25 ISIN#BMG0450A2044	139	\$3,187
ASPEN INSURANCE HLDGS LTD PERP NONCUM PREF SHS COUPON 7.25% PERPETUAL MATURITY CALL@25 07/01/17	75	\$1,837
ASPEN INSURANCE HOLDINGS LIMITED FXD /FLTG PERP NON CUM PREF SHS COUPON 5 9% PERPETUAL MATURITY CALL@25 07/01/23	79	\$1,791
AXIS CAPITAL HLDGS LTD PFD SER C 6 875% PERP CALL 4/15/17@25	166	\$3,914
AXIS CAPITAL HOLDINGS LTD PFD SER D %5 5 CALL 06/01/2018 @ 25	52	\$967
BANK AMER CORP 6.625% DEP SHS REPSTG 1/1000TH PFD SER I COUPON 6.625% PERPETUAL MATURITY CALL@25 10/01/17	115	\$2,883
BANK AMER CORP DEP SHS REPSTG 1/1200TH PFD SER 3 COUPON 6 375% PERPETUAL MATURITY CALL@25 05/14/14	86	\$2,000
BANK AMER CORP DEP SHS REPSTG COUPON 6.204% PERPETUAL MATURITY	163	\$3,927
BANK NEW YORK MELLON CORP DEP SHS REPSTG 1/4000TH SER C 5 20% PERPETUAL MATURITY PERPETUAL CALL@25 09/20/17	335	\$6,951
BARCLAYS BK PLC SER 2 ADR REPSTG PREF SHS COUPON 6.625% PERPETUAL MATURITY CALL@25 06/15/14	190	\$4,587
BARCLAYS BK PLC SPON ADR REPSTG OLLAR PREF SHS SER 3 COUPON 7 1% PERPETUAL MATURITY CALL@25 06/15/14	284	\$7,148
BARCLAYS BK PLC SPONSORED ADS SER 4 PREF SHS PERP CALL COUPON 7.75% PERPETUAL MATURITY CALL@25 06/15/14	112	\$2,837
BB&T CORP DEP SHS REPSTG 1/1000 INT SER F PERPETUAL PFD COUPON 5.2% PERPETUAL MATUIRTY CALL@25 11/01/17	58	\$1,088
BB&T CORP DEP SHS REPSTG 1/1000 PERP PFD SER G COUPON 5.2% PERPETUAL MATURITY CALL@25 06/01/18	171	\$3,215

Dedalus Foundation
Federal EIN 13-3091704
Tax Period - Year Ended December 31, 2013
Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments

Security	No. of Shares/Units	Fair Market Value
BB&T CORP DEP SHS REPSTG 1/1000TH PERP PFD SER D COUPON 5 85% PREFERRED PERPETUAL MATURITY CALL@25 05/01/17	90	\$1,933
BB&T CORP DEP SHS REPSTG 1/1000TH PERP PFD SER E COUPON 5.625% PERPETUAL MATURITY CALL@25 08/01/17	342	\$6,960
BERKLEY W R CORP SUB DEB COUPON 5 625% MATURITY 04/30/53 CALL@25 CAPITAL ONE FINL CORP DEP SHS REPSTG 1/40TH INT SH FXD RATE NON CUM CPN 6% PERPETUAL MATURITY CALL@25 09/01/17	83	\$1,711
CITIGROUP CAP IX TR PFD SECS COUPON 6% MATURITY 09/27/34 CALL@25	314	\$6,826
CITIGROUP CAP XI 6% CAP SEC TRUPS CALLABLE 9/27/09	211	\$5,296
CITIGROUP CAP XIII 7 875% TR PFD SECS FIXED/FLTG	122	\$3,035
CITIGROUP CAP XVII ENHANCED TR PFD SECS TRUPRS COUPON 6.35% MATURITY 03/15/67 CALL@25 04/28/14	183	\$4,987
CITIGROUP INC DEP SHS REPR 1/1000 NON-CUM PERP PFD SHS SER J COUPON 7.125% PERPETUAL MATURITY CALL@14 09/30/23	61	\$1,528
CITIGROUP INC DEP SHS REPSTG 1/1000 PFD SER COUPON 5.8% NONCUMULATIVE PERPETUAL MATURITY CALL@25 04/22/18	74	\$1,920
CITIGROUP INC DEP SHS REPSTG 1/1000TH PFD SER K 6 875% CITY NATL CORP DEP SH REPSTG 1/40TH PERP PFD SER C COUPON 5 5% PERPETUAL MATURITY CALL@25 11/13/17	219	\$4,652
COMCAST CORP NEW NTS COUPON 5% MATURITY 12/15/61 CALL@25	123	\$3,117
COUNTRYWIDE CAP IV GTD TR PFD SECS COUPON 6.75% MATURITY 04/01/33	41	\$804
DIGITAL RLTY TR INC 6 625% CUM REDEEMABLE PFD SER F	50	\$1,032
DIGITAL RLTY TR INC PFD SER G COUPON 5.875% PERPETUAL MATURITY	121	\$3,012
DIGITAL RLTY TR INC REDEEMABLE PFD SER E COUPON 7% PERPETUAL	47	\$967
DOMINION RES INC VA NEW ENHANCED JR SUB NTS SER A COUPON 8 375% MATURITY 06/15/64 CALL@25 06/15/14	52	\$944
DTE ENERGY CO JR SUB DEB PFD STOCK COUPON 6.5% MATURITY 12/01/61	42	\$1,016
DTE ENERGY CO JR SUB DEB SER C COUPON 5.25% MATURITY 12/01/62	30	\$578
DUKE ENERGY CORP NEW JR SUB DEB COUPON 5.125% MATURITY 01/15/73	82	\$1,693
ENTERGY ARK INC 1ST MTG BD	32	\$611
ENTERGY ARK INC 1ST MTG BD COUPON 5.75% MATURITY 11/01/40 CALL@25	50	\$1,169
ENTERGY ARK INC 1ST MTG BD SER COUPON 4.9% MATURITY 12/01/52	33	\$668
ENTERGY LA LLC 1ST MTG BD COUPON 6% MATURITY 03/15/40 CALL@25	89	\$2,144
ENTERGY LA LLC 1ST MTG BD SER COUPON 5 875% MATURITY 06/15/41	25	\$603
ENTERGY MISS INC 1ST MTG BD COUPON 6% MATURITY 05/01/51 CALL@25	52	\$1,241
ENTERGY TEX INC MTGE BD COUPON 7.875% MATURITY 06/01/39 CALL@25	34	\$874
FIRST NIAGRA FINL GROUP INC NEW PFD NON CUM SER B FXD FLTG	94	\$2,619
GENERAL ELEC CAP CORP NT COUPON 4 7% MATURITY 05/16/53 CALL@25	209	\$4,059
GENERAL ELEC CAP CORP NT COUPON 4.875% MATURITY 01/29/53 CALL@25	203	\$4,117
GENERAL ELEC CAP CORP NT COUPON 4.875% MATURITY 10/15/52 CALL@25	230	\$4,697
GOLDMAN SACHS GROUP INC DEP SHS REPSTG 1/1000TH PERPPFD SER I COUPON 5 95% PERPETUAL MATURITY CALL@25 11/10/17	138	\$2,952
GOLDMAN SACHS GROUP INC DEP SHS REPSTG 1/1000TH PFD SER J 5 5% MATURITY 12/31/49 CALL@25 05/10/23	61	\$1,360

Dedalus Foundation

Federal EIN 13-3091704

Tax Period - Year Ended December 31, 2013

**Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments**

Security	No. of Shares/Units	Fair Market Value
GOLDMAN SACHS GROUP INC DEP SHS RESTG 1/1000 PFD SER D FLTG COUPON 4% PERPETUAL MATURITY CALL@25 05/14/14	29	\$533
GOLDMAN SACHS GROUP INC DEPOSITARY SHS REPSTG 1/1000TH PFD SER A 3 75% PERPETUAL MATURITY CALL@25 05/14/14	43	\$776
GOLDMAN SACHS GROUP INC NT COUPON 6.125% MATURITY 11/01/60	308	\$7,503
GOLDMAN SACHS GROUP INC NTS COUPON 6 5% MATURITY 11/01/61	314	\$7,922
HARTFORD FINL SVCS GROUP INC DEL JR SUB DEB FIXED TO FLTG COUPON 7 875% MATURITY 04/15/42 CALL@25 04/15/22	89	\$2,551
HEALTH CARE REIT INC PFD SER J COUPON 6 5% PERPETUAL MATURITY HOSPITALITY PPTYS TR REDEEMABLE CUM PFD SER D COUPON 7.125% PERPETUAL MATURITY CALL@25 01/15/17	93	\$2,116
127	\$2,938	
HSBC HLDGS PLC ADR SER A REP 1/40 SER A COUPON 6.2% PERPETUAL MATURITY CALL@25 05/14/14	150	\$3,705
HSBC HLDGS PLC PERP SUB CAP SECS EXCH PREF SHS SER PERP CAL COUPON 8% PERPETUAL MATURITY CALL@25 12/15/15	606	\$16,326
ING GROEP N V PERPETUAL DEBT SECS COUPON 6.125% PREFERRED PERPETUAL MATURITY CALL@25 07/15/14	106	\$2,454
ING GROEP N V PERPETUAL DEBT SECS COUPON 6.2% PERPETUAL MATURITY ING GROEP N V PERPETUAL DEBT SECS COUPON 7.2% PREFERRED PERPETUAL MATURITY CALL@25 06/15/14	66	\$1,548
191	\$4,851	
ING GROEP N V PERPETUAL HYBRID CAP SECS 6.375% PERP/CALL 6/15/12@25	195	\$4,622
ING GROEP NV PERPETUAL DEBT SECS COUPON 7.05% PERPETUAL MATURITY	238	\$5,995
INTEGRYS ENERGY GROUP INC JR SUB NT COUPON 6% MATURITY 08/01/73	292	\$6,993
JPMORGAN CHASE & CO DEP SHS REPSTG 1/400 PFD SER P COUPON 5.45% PERPETUAL MATURITY CALL@25 03/01/18	252	\$5,111
JPMORGAN CHASE & CO DEP SHS REPSTG 5.50% 1/400TH PFD SER O COUPON 5 5% PERPETUAL MATURITY CALL@25 09/01/17	411	\$8,454
KIMCO RLTY CORP DEP SHS REPSTG 1/100 SH CUMULATIVE RED PFD COUPON 6.9% PERPETUAL MATURITY CALL@25 08/30/15	101	\$2,406
KIMCO RLTY CORP DEPOSITARY SH REPSTG 1/1000 PFD SER K 5 COUPON 5.625% PERPETUAL MATURITY CALL@25 12/07/17	50	\$983
KIMCO RLTY CORP DEPOSITARY SH REPSTG 1/1000TH PFD CL J COUPON 5.5% PERPETUAL MATURITY CALL@25 07/25/17	50	\$973
KIMCO RLTY CORP DEPOSITARY SH REPSTG 1/1000TH PFD SER I COUPON 6% PERPETUAL MATURITY CALL@25 03/20/17	140	\$2,922
LLOYDS BANKING GROUP PLC PUBLIC INCOME NT-PINES COUPON 7.75% MATURITY 07/15/50 CALL@25 07/15/159	492	\$13,112
MERRILL LYNCH CAP TR GTD TR PFD COUPON 6.45% MATURITY 06/15/2062	122	\$3,001
MERRILL LYNCH CAP TR I GTD CAP SECS COUPON 6.45% MATURITY 12/15/2066	182	\$4,496
MORGAN STANLEY CAP 6.60% TR VII CAP SEC COUPON 6.6% MATURITY 10/15/66 CALL@25 04/29/14	71	\$1,725
MORGAN STANLEY CAP TR III CAP SECS PFD COUPON 6.25% MATURITY 03/01/33 CALL@25 05/14/14	108	\$2,591

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Investments**

Security	No. of Shares/Units	Fair Market Value
MORGAN STANLEY CAP TR IV GTD CAP SECS COUPON 6.25% MATURITY 04/01/2033 CALL@25 05/14/14	86	\$2,036
MORGAN STANLEY CAP TR V CAP SECS PFD COUPON 5.75% MATURITY 07/15/2033 CALL@25 05/14/14	89	\$1,991
MORGAN STANLEY CAP TR VI CAP SECS COUPON 6 6% MATURITY 02/01/46 MORGAN STANLEY CAP TR VIII GTD CAP SEC COUPON 6.45% MATURITY 04/15/67 CALL@25 05/14/14	86 52	\$2,111 \$1,239
MORGAN STANLEY DEP SHS REPSTG 1/1000 PFD SER A COUPON 4% PERPETUAL MATURITY CALL@25 05/14/14	108	\$2,030
MORGAN STANLEY DEP SHS REPSTG 1/1000 SH FIXED/FLTGPFD STK COUPON 7.125% PERPETUAL MATURITY CALL@25 10/15/23	74	\$1,931
NATIONAL RETAIL PPTYS INC DEP SHS REPSTG 1/100TH PFD SER E COUPON 5 7% PERPETUAL MATURITY CALL@25 05/30/18	104	\$1,976
NATIONAL RETAIL PPTYS INC DEP SHS REPSTG1/100TH PFD SER D COUPON 6.625% PERPETUAL MATURITY CALL@25 02/23/17	119	\$2,636
NEXTERA ENERGY CAP HLDGS INC GTD JR SUB DEB SER G COUPON 5.7% MATURITY 03/01/72 CALL@25 03/01/17	47	\$982
NEXTERA ENERGY CAP HLDGS INC GTD JR SUB DEB SER H COUPON 5.625% MATURITY 06/15/72 CALL@25 06/15/17	47	\$948
NEXTERA ENERGY CAP HLDGS INC GTD JR SUB DEB SER I COUPON 5.125% MATURITY 11/15/72 CALL@25 11/15/17	98	\$1,813
NEXTERA ENERGY CAP HLDGS INC JR SUB DEB SER J COUPON 5% MATURITY 01/15/73 CALL@25 01/15/18	42	\$767
PARTNERRE LTD PFD SER D COUPON 6.5% PREFERRED PERPETUAL MATURITY	181	\$4,100
PARTNERRE LTD PFD SER E COUPON 7.25% PREFERRED PERPETUAL MATURITY	47	\$1,189
PARTNERRE LTD RED PFD SHS SER F COUPON 5.875% PREFERRED PERPETUAL MATURITY CALL@25 03/01/18	106	\$2,143
PNC FINL SVCS GROUP INC DEP SHS REPSTG 1/4000TH PERPPFD SER P COUPON 6 125% PERPETUAL MATURITY CALL@25 05/01/22	517	\$13,054
PPL CAP FDG INC JR SUB NT 2013 SER B COUPON 5 9% MATURITY 04/30/73	30	\$623
PROTECTIVE LIFE CORP SUB DEB COUPON 6.25% MATURITY 05/15/42 CALL@25	84	\$1,823
PRUDENTIAL FINL INC JR SUB NT COUPON 5.7% MATURITY 03/15/53 CALL@25	132	\$2,751
PRUDENTIAL FINL INC JR SUB NT COUPON 5 75% MATURITY 12/15/52 CALL@25	101	\$2,133
PS BUSINESS PKS INC CALIF DEP SHS REPSTG 1/1000PFD SER U COUPON 5.75% PERPETUAL MATURITY CALL@25 09/14/17	30	\$576
PS BUSINESS PKS INC CALIF DEP SHS REPSTG 1/1000TH PFD COUPON 6 45% PERPETUAL MATURITY CALL@25 01/18/17	88	\$1,923
PS BUSINESS PKS INC CALIF DEP SHS REPSTG 1/1000TH PFD SER T COUPON 6% PERPETUAL MATURITY CALL@25 05/14/17	142	\$2,868
PUBLIC STORAGE DEP SH REPSTG PFD SH BEN INT COUPON 5.9% PREFERRED PERPETUAL MATURITY CALL@25 01/12/17	130	\$2,808
PUBLIC STORAGE DEP SH REPSTG1/1000TH PFD SH BEN INT SER T COUPON 5.75% PERPETUAL MATURITY CALL@25 03/13/17	158	\$3,334

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Security	No. of Shares/Units	Fair Market Value
PUBLIC STORAGE DEP SHS REPSTG 1/1000 CUM PFD SH BEN INT SER X COUPON 5 2% PERPETUAL MATURITY CALL@25 03/13/18	31	\$585
PUBLIC STORAGE DEP SHS REPSTG 1/1000 PFD BEN INT SER U COUPON 5.625% PERPETUAL MATURITY CALL@25 06/15/17	48	\$970
PUBLIC STORAGE DEP SHS REPSTG 1/1000TH PFD SH BEN INT SER V COUPON 5.375% PERPETUAL MATURITY CALL@25 09/20/17	49	\$957
PUBLIC STORAGE DEP SHS REPSTG 1/1000TH PFD SHS BEN INT SER Q COUPON 6 5% PERPETUAL MATURITY CALL@25 04/14/16	87	\$2,033
PUBLIC STORAGE DEPOSITARY SH REPSTG 1/1000TH PFD SER R COUPON 6.35% PERPETUAL MATURITY CALL@25 07/26/16	131	\$3,059
QWEST CORP NT COUPON 7 375% MATURITY 06/01/51 CALL@25 06/01/16	142	\$3,284
QWEST CORP NT COUPON 7 5% MATURITY 09/15/51 CALL@25 09/15/16	153	\$3,585
QWEST CORP NT COUPON 7% MATURITY 04/01/52 CALL@25 04/01/17	93	\$2,040
QWEST CORP NT COUPON 7% MATURITY 07/01/52 CALL@25 07/01/17	46	\$1,006
RAYMOND JAMES FINL INC SR NT COUPON 6 9% MATURITY 03/15/42 CALL@25	53	\$1,325
REALTY INCOME CORP MONTHLY INCOME CUM RED PFD STK CL F COUPON 6 625% PERPETUAL MATURITY CALL@25 02/15/17	185	\$4,427
REGENCY CTRS CORP 6 0% PFD SER 7	29	\$579
REGENCY CTRS CORP CUM RED PFD SER COUPON 6 625% PREFERRED PERPETUAL MATURITY CALL@25 02/16/17	91	\$1,975
RENAISSANCERE HOLDINGS LTD PREF SHS C COUPON 6.08% PERPETUAL MATURITY CALL@25 05/12/14	18	\$391
RENAISSANCERE HOLDINGS LTD PREF SHS SER E PERP CALL COUPON 5.375% PERPETUAL MATURITY CALL@25 06/01/18	104	\$1,920
ROYAL BK SCOTLAND GROUP PLC ADR REPSTG PFD SHS SER Q COUPON 6.75% PERPETUAL MATURITY CALL@25 05/14/14	43	\$932
ROYAL BK SCOTLAND GROUP PLC DOLLAR PREF SHS SER M COUPON 6 4% PERPETUAL MATURITY CALL@25 05/14/14	132	\$2,759
ROYAL BK SCOTLAND GROUP PLC SER N ADR REPSTG PREF SHS COUPON 6.35% PERPETUAL MATURITY CALL@25 05/14/14	51	\$1,043
ROYAL BK SCOTLAND GROUP PLC SPON ADR SER L REPSTG PREF SHS COUPON 5.75% PERPETUAL MATURITY CALL@25 05/14/14	422	\$8,242
ROYAL BK SCOTLAND GROUP PLC SPONS ADR REPSTG PREF SER S COUPON 6 6% PERPETUAL MATURITY CALL@25 05/14/14	123	\$2,646
SCANA CORP NEW JR SUB NT	20	\$525
SCHWAB CHARLES CORP NEW DEP SHS REPSTG 1/40TH INT SH NON CUM PFD COUPON 6% PERPETUAL MATURITY CALL@25 09/01/17	139	\$3,057
SENIOR HSG PPTYS TR SR NTS COUPON 5.625% MATURITY 08/01/42 CALL@25	101	\$2,047
STANLEY BLACK & DECKER INC JR SUB DEB COUPON 5.75% MATURITY 07/25/52	153	\$3,271
STATE STR CORP DEP SHS REPSTG 1/4000 OWNERSHIP INT IN SH NON CUM COUPON 5.25% PERPETUAL MATURITY CALL@25 09/15/17	175	\$3,623
SUNTRUST BKS INC DEPOSITARY SHS REPSTG PERP PFD SER E COUPON 5.875% PERPETUAL MATURITY CALL@25 03/15/18	46	\$966
TCF FINL CORP DEL DEP SHS REPSTG 1/1000 PERP PFD SER A CALL 6/25/17 @	73	\$1,801

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Security	No. of Shares/Units	Fair Market Value
TELEPHONE & DATA SYS INC PFD SER COUPON 7% MATURITY 03/15/60	87	\$2,010
TELEPHONE & DATA SYS INC SR NT COUPON 6.875% MATURITY 11/15/59	51	\$1,155
TORCHMARK CORP JR SUB DEB COUPON 5 875% MATURITY 12/15/52 CALL@25	29	\$629
UBS PFD FDG TR IV TR PFD SEC FLTG RT CALLABLE 6/15/08	228	\$3,443
UNITED STATES CELLULAR CORP SR NT COUPON 6.95% MATURITY 05/15/60	44	\$997
US BANCORP DEL DEP SHS REPSTG 1/1000TH NON CUM PERP PFD SER F COUPON 6 5% PERPETUAL MATURITY CALL@25 01/15/22	164	\$4,313
US BANCORP DEL DEP SHS REPSTG 1/1000TH PERP PFD SER H COUPON 5 15% PERPETUAL MATURITY CALL@25 07/15/18	82	\$1,638
US BANCORP DEL DEPOSITARY SHS REPSTG 1/1000TH PFD SER G	64	\$1,752
US BANCORP DEL DEP SHS REPSTG 1/100TH PFD SER B COUPON 3.5% PERPETUAL MATURITY CALL@25 05/12/14	41	\$797
VENTAS RLTY LTD PARTNERSHIP / VENTAS CAP CORP GTD SR NT EXP 03/15/43	71	\$1,515
VORNADO RLTY LP PUBLIC INCOME NT REIT COUPON 7.875% MATURITY 10/01/39 CALL@25 10/01/14	241	\$7,017
VORNADO RLTY TR 6 PFD CUMULATIVE RED SER J_CALLABLE COUPON 6 875% PERPETUAL MATURITY CALL@25 04/20/16	60	\$1,444
VORNADO RLTY TR PFD SER K COUPON 5 7% PREFERRED PERPETUAL MATURITY	67	\$1,324
VORNADO RLTY TR PFD SER L COUPON 5 4% PERPETUAL MATURITY CALL@25	51	\$956
WEINGARTEN RLTY INVS DEPT SHS REPSTG 1/100 PFD SER F 6 5% CALLABLE	59	\$1,339
WEINGARTEN RLTY INVS PFD SER G COUPON 8 1% MATURITY 09/15/19	25	\$519
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH INT NON CUM CL A PFD SER P 5 25% PERPETUAL MATURITY CALL@25 06/15/18	33	\$664
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH INT PFD CL A SER Q COUPON 5.85% PERPETUAL MATURITY CALL@25 09/15/23	308	\$7,260
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH INT PFD CL CL A COUPON 6.625% PERPETUAL MATURITY CALL@25 03/15/24	47	\$1,209
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH PFD CL A SER N COUPON 5.2% PERPETUAL MATURITY CALL@25 09/15/17	47	\$944
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH PFD CL A SER O COUPON 5.125% PERPETUAL MATURITY CALL@25 12/15/17	76	\$1,543
WELLS FARGO & CO NEW DEP SHS SER J PFD SHS_CALLABLE COUPON 8% PERPETUAL MATURITY CALL@25 12/15/17	23	\$643
WELLS FARGO & COMPANY 7 98% PFD STK 03/29/2049 DTD 02/08/2008	500,000	\$556,160
COMCAST CORP NT DTD 05/15/03 5 300% DUE 01/15/14	90,000	\$90,132
DEVON ENERGY CORP NEW SR NT DTD 01/09/09 5.625% DUE 01/15/14	100,000	\$100,173
MORGAN STANLEY UNSECD SR NT DTD 01/25/11 2 875% DUE 01/24/14	100,000	\$100,131
JEFFERSON PILOT CORP SR UNSECD NT DTD 01/27/04 4.750% DUE 01/30/14	90,000	\$90,284
METLIFE INC SR UNSECD NT DTD 08/06/10 2.375% DUE 02/06/14	110,000	\$110,199
CONOCOPHILLIPS NT DTD 02/03/09 4 750% DUE 02/01/14	33,000	\$33,112
CISCO SYS INC SR NT DTD 03/16/11 1.625% DUE 03/14/14	135,000	\$135,343
DB CAPITAL FUNDING X 7 35% PFD	8,000	\$202,720
		<u>\$1,857,165</u>

Part II, line 10 (b) - CORPORATE STOCK:

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Security	No. of Shares/Units	Fair Market Value
VERIZON-COMMON	1,005	\$49,386
JOHNSON & JOHNSON	51	\$4,671
WELLS FARGO & CO	101	\$4,585
PFIZER INC	145	\$4,441
MERCK AND CO INC	86	\$4,304
HOME DEPOT INC	52	\$4,282
3M CO	29	\$4,067
VERIZON COMMUNICATIONS INC	74	\$3,636
CONOCOPHILLIPS	49	\$3,462
THE TRAVELERS COMPANIES INC.	38	\$3,441
PROCTER & GAMBLE CO	41	\$3,338
CME GROUP INC CLASS A COMMON STOCK	42	\$3,295
COCA-COLA CO	78	\$3,222
PHILIP MORRIS INTERNATIONAL	36	\$3,137
CHEVRON CORP	25	\$3,123
T ROWE PRICE GROUP INC	34	\$2,848
ABBVIE INC COM	53	\$2,799
ANALOG DEVICES INC	52	\$2,648
SEMPRA ENERGY	29	\$2,603
NISOURCE INC	79	\$2,598
MICROSOFT CORP	69	\$2,581
PNC FINANCIAL SERVICES GROUP INC	33	\$2,560
ILLINOIS TOOL WORKS INC	30	\$2,522
KLA-TENCOR CORP	39	\$2,514
WILLIAMS SONOMA INC	41	\$2,389
YUM BRANDS INC	31	\$2,344
ARTHUR J GALLAGHER & CO	45	\$2,112
TIME WARNER INC NEW	29	\$2,022
MONDELEZ INTERNATIONAL-W/I	57	\$2,012
L BRANDS, INC.	31	\$1,917
ACCENTURE PLC-CL A	23	\$1,891
CINEMARK HOLDINGS INC	56	\$1,866
THE HERSHEY COMPANY	19	\$1,847
TEXAS INSTRUMENTS INC	40	\$1,756
M & T BANK CORP	15	\$1,746
NORTHERN TRUST CORP	28	\$1,733
CINCINNATI FINANCIAL CORP	32	\$1,676
WILLIAMS COMPANIES INC	43	\$1,659
OMNICOM GROUP INC	22	\$1,636
SNAP-ON INC	14	\$1,533
OCCIDENTAL PETROLEUM CORP	16	\$1,522
FIDELITY NATIONAL INFORMATION SERVICES	28	\$1,503
V F CORP	24	\$1,496
VALIDUS HOLDINGS LTD	37	\$1,491

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Security	No. of Shares/Units	Fair Market Value
TIME WARNER CABLE INC	11	\$1,491
AUTOMATIC DATA PROCESSING INC	18	\$1,454
AIR PRODUCTS & CHEMICALS INC	12	\$1,341
BRISTOL MYERS SQUIBB CO	25	\$1,329
DTE ENERGY CO	19	\$1,261
CMS ENERGY CORP	47	\$1,258
MARATHON PETROLEUM CORPORATION	11	\$1,009
US BANCORP DEL	24	\$970
CULLEN FROST BANKERS INC	12	\$893
PPG INDUSTRIES INC	4	\$759
EDISON INTERNATIONAL	12	\$556
NOVARTIS A G ADR	150	\$12,057
DEUTSCHE POST AG SPONS ADR	320	\$11,744
NESTLE S A SPONS ADR REPSTG REG SH	150	\$11,039
VODAFONE GROUP PLC SPONS ADR	275	\$10,810
RECKITT BENCKISER GROUP PLC SPONSORED ADR	670	\$10,780
DEUTSCHE TELEKOM AG SPONS ADR	615	\$10,615
BRITISH AMERICAN TOBACCO PLC SPONS ADR	90	\$9,668
SANOFI	180	\$9,653
UNILEVER N V	230	\$9,253
TOTAL SA SPONS ADR	145	\$8,884
GLAXOSMITHKLINE PLC SPONS ADR	165	\$8,809
ABB LTD SPONS ADR	330	\$8,765
NIPPON TEL & TEL CORP ADR	320	\$8,653
MTN GROUP LTD SPONS ADR	410	\$8,610
BAE SYSTEMS PLC SPONS ADR	290	\$8,494
MUENCHENER RUECKVERSICHERUNGS - GESELLSCHAFT ADR	375	\$8,339
SMITHS GROUP PLC SPONSORED ADR	320	\$8,064
ZURICH INSURANCE GROUP-ADR	270	\$7,876
HSBC HOLDINGS PLC SPONS ADR	140	\$7,718
SIEMENS A G SPONS ADR	55	\$7,618
SINGAPORE TELECOMMUNICATIONS LTD ADR	260	\$7,566
BAYER A G SPONS ADR	50	\$7,100
ROCHE HOLDINGS LTD SPONS ADR	100	\$7,020
LUKOIL OAO SPONS ADR	110	\$6,943
GDF SUEZ SPONS ADR	285	\$6,746
KIRIN HOLDINGS COMPANY LTD SPONS ADR	435	\$6,264
ALSTOM ADR	1,735	\$6,246
IMPERIAL TOBACCO PLC ADR	75	\$5,834
BOC HONG KONG HOLDINGS LTD SPONS ADR	80	\$5,162
UNITED OVERSEAS BANK LTD SPONS ADR	150	\$5,043
ROYAL DUTCH SHELL PLC ADR	60	\$4,507
STATOIL ASA SPONS ADR	155	\$3,740
TELEKOMUNIKASI IND SPONS ADR	100	\$3,585

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Security	No. of Shares/Units	Fair Market Value
BHP LTD SPONS ADR	50	\$3,410
ASTRAZENECA PLC SPONS ADR	55	\$3,265
TESCO PLC SPONS ADR	150	\$2,526
TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD SPONS ADR	120	\$2,093
ABBVIE INC COM	485	\$25,613
ALTRIA GROUP INC COM	985	\$37,814
AMAZON COM INC COM	150	\$59,819
AMERICAN ELEC PWR INC COM	485	\$22,669
APPLE INC COM	130	\$72,933
AT&T INC COM	520	\$18,283
AUTOMATIC DATA PROCESSING INC COM	675	\$54,539
BAXTER INTL INC COM	375	\$26,081
CATERPILLAR INC COM	315	\$28,605
CENTURYLINK INC COM	355	\$11,307
CHUBB CORP COM	555	\$53,630
CITIGROUP INC NEW COM	905	\$47,160
CMS ENERGY CORP COM	870	\$23,290
COCA COLA CO COM	860	\$35,527
CULLEN / FROST BANKERS INC COM	585	\$43,542
EMC CORP COM	1,930	\$48,540
ETRACS ALERIAN MLP INFRA ETF	1,000	\$39,430
EXXON MOBIL CORP COM	555	\$56,166
GENERAL ELEC CO COM	1,785	\$50,034
GENUINE PARTS CO COM	335	\$27,869
HOME DEPOT INC COM	455	\$37,465
INTERNATIONAL BUSINESS MACHS COM	295	\$55,333
ISHARES CHINA LARGE-CAP ETF	500	\$19,185
ISHARES MSCI ITALY CAPPED ETF	2,500	\$38,975
ISHARES MSCI JAPAN ETF	2,000	\$24,278
ISHARES MSCI SOUTH KOREA CAPPED ETF	545	\$35,245
ISHARES NASDAQ BIOTECHNOLOGY ETF	140	\$31,788
ISHARES S&P EUROPE 350 INDEX FUND	155	\$7,355
ISHARES TRANSPORTATION AVERAGE ETF	235	\$30,997
J P MORGAN CHASE & CO COM	1,060	\$61,989
JANUS ENTERPRISE FUND CL I	353	\$29,013
JOHNSON & JOHNSON COM	705	\$64,571
KAYNE ANDERSON MLP INVT CO	1,045	\$41,643
MERCK & CO INC NEW COM	810	\$40,541
MICROSOFT CORP COM	1,560	\$58,360
NESTLE S A SPONSORED ADR SWITZERLAND	545	\$40,016
NORTHROP GRUMMAN CORP COM	470	\$53,867
OCCIDENTAL PETE CORP DEL COM	365	\$34,712
PFIZER INC COM	1,255	\$38,441
PG&E CORP COM	520	\$20,946

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Security	No. of Shares/Units	Fair Market Value
PHILIP MORRIS INTL INC COM	455	\$39,644
PHILLIPS 66 COM	545	\$42,036
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A DUTCH LISTING	460	\$32,784
SHERWIN WILLIAMS CO COM	185	\$33,948
SPDR S&P 500 ETF TR UNIT SER 1	1,000	\$184,690
SPDR S&P CHINA ETF	515	\$40,134
SPDR S&P EMERGING SMALL CAP ETF FUND	160	\$7,426
SPDR S&P MIDCAP 400 ETF TR UNIT SER 1 STANDARD & POORS	415	\$101,343
STRATASYS LTD COM ISRAEL	225	\$30,308
TARGET CORP COM	400	\$25,308
THORNBURG INTL VALUE FUND CL I	486	\$15,596
UNITED PARCEL SVC INC CL B	380	\$39,930
UNITED TECHNOLOGIES CORP COM	390	\$44,382
VANGUARD FTSE EMERGING MKTS ETF	1,065	\$43,814
VERIZON COMMUNICATIONS INC COM	405	\$19,902
WAL-MART STORES INC COM	360	\$28,328
WELLS FARGO & CO NEW COM	1,225	\$55,615
WEYERHAEUSER CO COM	885	\$27,939
WISDOMTREE JAPAN HEDGED EQUITY FUND	3,535	\$179,719
		<u><u>\$2,989,448</u></u>

Part II, line 13 - OTHER INVESTMENTS:**INVESTMENT FUNDS:**

Alliance Holding GP	\$58,727
Alternative Focus-Brevar Howard-Unreal Gain/Loss	\$0
Arlon Opportunities Offshore, Ltd.	\$202,601
Barclays-Brevar Howard	\$413,321
Boardwalk Pipeline Partners	\$37,369
CCI Healthcare Partners	\$1,197,646
Cedar Fair LP	\$28,826
Cerberus Partners Series III	\$72,264
Cerberus Partners Series III. Unrealized Gain	\$48,815
Cerberus Partners Series IV	\$792,013
Cerberus Partners Series V	\$660,455
Cerbures Partners Series II	\$100,995
Cerebrus Int'l Partners	\$372,637
Corsair Capital Partners, LP	\$286,175
Crestwood Midstream Aptners	\$17,667
Crestwood Partners	\$68,013
DB Global Select Fund - DB	\$402,916
DB Private Equity Asia Select Fund IV	\$139,106
East Side Capital, L.P.-Unrealized Gain/Loss	\$2,095,594
Enbridge Energy Partners	\$28,849
Energy Equity Partners	\$24,658

Dedalus Foundation**Federal EIN 13-3091704****Tax Period - Year Ended December 31, 2013****Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13****Investments**

Security	No of Shares/Units	Fair Market Value
Energy Transfer Partners		\$54,391
Highbridge Capital Corp- Class C-JPM		\$24,889
JP Morgan Global Access Strategies		\$500,000
JP Morgan Global Access Strategies Unrealized Gain/Loss		\$37,237
JP Morgan Goldentree Credit Offshore Ltd.		\$61,486
JP Morgan Highbridge Subscription		\$0
JW Opportunity FD		\$997,687
Kinder morgan energy		\$10,085
NGL Energy Partners		\$30,025
Nustar GP Holdings		\$37,147
PVR Partners		\$69,594
Regency Enrgy Partners LP		\$44,348
Southcross Enrgy Partners LP		\$23,561
Spectra Energy Partners		\$18,175
Styx International		\$197,589
Suburban Propane partners LP		\$46,597
Teekay LNG Partners		\$36,604
Teekay offshore Aptrners		\$39,708
Western Gas Partners		\$20,900
		<u>\$9,298,670</u>

Registered Mutual and Closed End Funds:

PIMCO TOTAL RETURN FUND INSTL	23,942	\$255,945
SPDR GOLD TR GOLD SHS	60	\$6,967
PIMCO FOREIGN BD US\$HD INSTL	29,755	\$313,022
EATON VANCE INCOME FUND BOSTON CL I	43,483	\$263,506
FRANKLIN FTLG RATE DAILY ACCESS FUND CL AD	2,036	\$18,756
		<u>\$858,196</u>

HEDGE FUNDS

PIMCO ALL ASSET FUND INSTL CL	8,862	\$107,050
PERMANENT PORTFOLIO	9,650	\$415,522
		<u>\$522,572</u>

REAL ESTATE

SPDR DJ WILSHIRE INTL REAL ESTATE ETF	1,175	\$48,410
		<u>\$48,410</u>

Bonds of Foreign Governments

CANADIAN GOVT DEB ISIN CA135087YS77 DTD 10/21/08 3 000% DUE 06/01/14	145,000	\$137,606
AUSTRALIAN GOVT EX-DIV BD ISIN AU3TB0000028 DTD 06/15/08 6.250% DUE	245,000	\$222,989
		<u>\$360,595</u>

MASTER LIMITED PARTNERSHIPS

Dedalus Foundation**Federal EIN 13-3091704****Tax Period - Year Ended December 31, 2013****Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments**

Security	No. of Shares/Units	Fair Market Value
CENTERPOINT ENERGY INC	1,100	\$25,498
ONEOK INC	900	\$55,962
WILLIAMS COMPANIES INC	1,300	\$50,141
		<u>\$131,601</u>
<u>Certificates of Deposits</u>		
Nationwide Bank CD		\$273,336
State Bank of India CD		\$242,000
Discover Bank CD		\$242,000
		<u>\$757,336</u>
	Total Other Investments	<u><u>\$11,977,380</u></u>

DEDALUS FOUNDATION INC.**Federal EIN - 13-3091704****Tax Period - Year ended December 31, 2013****Supporting Schedule to Form 990-PF, Part II, Line 14****LAND, BUILDING AND EQUIPMENT/ACCUMULATED DEPRECIATION**

<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Basis :</u>		
Office Equipment	87,439	87,439
Other Depreciable Assets	97,600	97,600
Condo	3,314,214	3,314,214
Leasehold Improvements	1,121,250	1,121,250
	<u>4,620,503</u>	<u>4,620,503</u>
<u>Accumulated Depreciation :</u>		
Office Equipment	39,335	39,335
Other Depreciable Assets	5,422	5,422
Leasehold Improvements	28,031	28,031
	<u>72,788</u>	<u>72,788</u>
NET	<u><u>4,547,715</u></u>	<u><u>4,547,715</u></u>

Dedalus Foundation, Inc
 EIN-13-3091704
 Schedule 4 - Sale of Artwork

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	total Cost	Gain (Loss)
01/01/2013	Motherwell Painting P69-1571 Open No 111 Big White and Ochre	\$ 1,250,000	\$ 500,000	\$ 75,000	\$ 575,000	\$ 675,000
01/01/2013	Motherwell Painting P68-1600 Open No 18 In Ultramarine with White Line	\$ 1,500,000	\$ 600,000	\$ 62,500	\$ 662,500	\$ 837,500
01/14/2013	Motherwell Painting P74-3670 (Untitled (with Black Stripe with Blue Stripe Bottom)) , 1974	\$ 125,000	\$ 37,500	\$ 20,313	\$ 57,813	\$ 67,188
01/14/2013	Motherwell Collage C67-2853 Untitled, 1967	\$ 100,000	\$ 30,000	\$ 10,938	\$ 40,938	\$ 59,063
01/14/2013	Motherwell Drawing D85-3169 Church (from the Joyce Sketchbook), 1985	\$ 16,000	\$ 4,800	\$ 1,094	\$ 5,894	\$ 10,106
01/17/2013	Motherwell Print CR#279 Gray Open with White Paint	\$ 3,000	\$ 1,200	\$ 940	\$ 2,140	\$ 860
01/17/2013	Motherwell Print CR#278 Beige Open	\$ 3,000	\$ 1,200	\$ 846	\$ 2,046	\$ 954
01/17/2013	Motherwell Print CR#487 Beau Geste VIII	\$ 2,500	\$ 1,000	\$ 376	\$ 1,376	\$ 1,124
01/17/2013	Motherwell Print CR#181 Untitled	\$ 6,000	\$ 2,640	\$ 1,410	\$ 4,050	\$ 3,950
01/22/2013	Motherwell Print CR#304 Black Flag	\$ 3,500	\$ 1,400	\$ 376	\$ 1,776	\$ 1,724
01/22/2013	Motherwell Print CR#184 Roth-Händle II [brown]	\$ 6,500	\$ 2,145	\$ 1,410	\$ 3,555	\$ 2,945
01/22/2013	Motherwell Print CR#494 Summer Sign	\$ 6,500	\$ 2,145	\$ 1,645	\$ 3,790	\$ 2,710
01/22/2013	Motherwell Print CR#139 Bird I	\$ 3,500	\$ 1,155	\$ 470	\$ 1,625	\$ 1,875
01/22/2013	Motherwell Print CR#135 Untitled	\$ 12,500	\$ 4,125	\$ 1,880	\$ 6,005	\$ 6,495
01/22/2013	Motherwell Print CR#232 Dance III	\$ 5,000	\$ 1,650	\$ 705	\$ 2,355	\$ 2,645
01/22/2013	Motherwell Print CR#349 La Casa de la Mancha	\$ 5,000	\$ 1,650	\$ 940	\$ 2,590	\$ 2,410
01/22/2013	Motherwell Print CR#237 St Michael III	\$ 7,000	\$ 2,310	\$ 1,645	\$ 3,955	\$ 3,045
01/22/2013	Motherwell Print CR#536 Untitled	\$ 2,000	\$ 800	\$ 282	\$ 1,082	\$ 918
01/22/2013	Motherwell Print CR#135 Untitled	\$ 12,500	\$ 4,125	\$ 1,880	\$ 6,005	\$ 6,495
01/22/2013	Motherwell Print CR#223 Untitled	\$ 3,500	\$ 1,155	\$ 940	\$ 2,095	\$ 1,405
01/22/2013	Motherwell Print CR#515 Window	\$ 3,000	\$ 1,200	\$ 564	\$ 1,764	\$ 1,236
01/25/2013	Motherwell Painting P69-607 [Untitled (Ochre, Gray, Scarlet Open)] , ca 1969	\$ 200,000	\$ 60,000	\$ 21,875	\$ 81,875	\$ 118,125
01/25/2013	Motherwell Painting P69-642 Open No 50 In Orange with Black, 1969	\$ 300,000	\$ 90,000	\$ 23,438	\$ 113,438	\$ 186,563
01/25/2013	Motherwell Painting P71-1135 Open No 2 In Ochre and Gray, 1967 / ca 1971	\$ 900,000	\$ 270,000	\$ 43,750	\$ 313,750	\$ 586,250
01/25/2013	Motherwell Painting P74-684 [Untitled (Pink 4 on Blue)] , 1974	\$ 250,000	\$ 75,000	\$ 31,250	\$ 106,250	\$ 143,750
01/25/2013	Motherwell Drawing D63-3299 Untitled, 1963	\$ 125,000	\$ 37,500	\$ 15,625	\$ 53,125	\$ 71,875
01/25/2013	Motherwell Drawing D67-1881 Untitled, 1967	\$ 110,000	\$ 33,000	\$ 12,500	\$ 45,500	\$ 64,500
01/25/2013	Motherwell Drawing D80-3001 In Pencil and Black Ink, 1980	\$ 35,000	\$ 10,500	\$ 4,688	\$ 15,188	\$ 19,813
01/28/2013	Motherwell Painting P76-1105 Untitled, 1976	\$ 125,000	\$ 37,500	\$ 13,750	\$ 51,250	\$ 73,750
02/05/2013	Motherwell Print CR#176 Djarum	\$ 10,000	\$ 3,300	\$ 2,820	\$ 6,120	\$ 3,880
02/07/2013	Motherwell Print CR#279 Gray Open with White Paint	\$ 3,000	\$ 1,200	\$ 940	\$ 2,140	\$ 860
02/07/2013	Motherwell Print CR#035 Summer in Italy (with Lines)	\$ 3,500	\$ 1,400	\$ 564	\$ 1,964	\$ 1,536
02/07/2013	Motherwell Print CR#284 Signs on White	\$ 5,000	\$ 2,000	\$ 940	\$ 2,940	\$ 2,060
02/08/2013	Motherwell Print CR#292 Stephen's Iron Crown Etched	\$ 6,000	\$ 1,980	\$ 846	\$ 2,826	\$ 3,174
02/19/2013	Motherwell Print CR#273 St Marks	\$ 2,500	\$ 825	\$ 423	\$ 1,248	\$ 1,252
02/19/2013	Motherwell Print CR#353 The Persian II	\$ 3,500	\$ 1,400	\$ 1,175	\$ 2,575	\$ 925
02/22/2013	Motherwell Print CR#515 Window	\$ 3,000	\$ 990	\$ 564	\$ 1,554	\$ 1,446
02/28/2013	Motherwell Print CR#172 Le Coq	\$ 4,000	\$ 1,320	\$ 846	\$ 2,166	\$ 1,834
03/03/2013	Motherwell Print CR#142 Summer Light Series Harvest, with Two White Stripes	\$ 5,500	\$ 2,200	\$ 940	\$ 3,140	\$ 2,360
03/03/2013	Motherwell Print CR#388 Octavio Paz Suite Nocturne I	\$ 2,500	\$ 1,000	\$ 261	\$ 1,261	\$ 1,239
03/05/2013	Motherwell Print CR#046 Untitled	\$ 7,000	\$ 2,310	\$ 564	\$ 2,874	\$ 4,126
03/05/2013	Motherwell Print CR#349 La Casa de la Mancha	\$ 5,000	\$ 1,650	\$ 940	\$ 2,590	\$ 2,410
03/05/2013	Motherwell Print CR#443 Sirens I	\$ 5,000	\$ 1,650	\$ 1,645	\$ 3,295	\$ 1,705
03/05/2013	Motherwell Print CR#444 Sirens II	\$ 5,000	\$ 2,000	\$ 1,410	\$ 3,410	\$ 1,590
03/05/2013	Motherwell Print CR#412 Octavio Paz Suite Untitled	\$ 2,500	\$ 825	\$ 261	\$ 1,086	\$ 1,414
03/14/2013	Motherwell Print CR#304 Black Flag	\$ 3,500	\$ 1,400	\$ 376	\$ 1,776	\$ 1,724
03/14/2013	Motherwell Print CR#341 Naples Yellow Open	\$ 3,000	\$ 990	\$ 564	\$ 1,648	\$ 1,352
03/14/2013	Motherwell Print CR#347 Bistre Signs	\$ 4,500	\$ 1,800	\$ 564	\$ 2,364	\$ 2,136
03/14/2013	Motherwell Print CR#237 St Michael III	\$ 7,000	\$ 2,310	\$ 1,645	\$ 3,955	\$ 3,045

Dedalus Foundation, Inc
 EIN-13-3091704
 Schedule 4 - Sale of Artwork

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	Total Cost	Gain (Loss)
03/20/2013	Motherwell Collage C59-529 Sun and Sea, 1959	\$ 250,000	\$ 75,000	\$ 12,500	\$ 87,500	\$ 162,500
03/21/2013	Motherwell Painting P67-578 In Sienna with Black Stripe, 1967	\$ 110,000	\$ 33,000	\$ 17,188	\$ 50,188	\$ 59,813
03/21/2013	Motherwell Drawing D67-1879 Untitled, 1967	\$ 150,000	\$ 45,000	\$ 12,500	\$ 57,500	\$ 92,500
04/08/2013	Motherwell Drawing D75-319 Gesture Paper Painting No. 12, 1975	\$ 85,000	\$ 25,500	\$ 11,250	\$ 36,750	\$ 48,250
04/08/2013	Motherwell Print CR#074 Africa Suite Africa 6	\$ 6,500	\$ 2,145	\$ 564	\$ 2,709	\$ 3,791
04/11/2013	Motherwell Painting P73-478 Open No. 137 In Ultramarine on Beige, ca. 1969	\$ 135,000	\$ 40,500	\$ 11,250	\$ 51,750	\$ 83,250
04/22/2013	Motherwell Print CR#330 America - La France Variations II	\$ 4,500	\$ 1,485	\$ 1,645	\$ 3,130	\$ 1,370
04/30/2013	Motherwell Drawing D79-2396 Drunk with Turpentine, 1979	\$ 25,000	\$ 7,500	\$ 3,750	\$ 11,250	\$ 13,750
04/30/2013	Motherwell Print CR#495 Seaside Studio	\$ 5,000	\$ 2,500	\$ 1,175	\$ 3,675	\$ 1,325
05/30/2013	Motherwell Print CR#413 Oclavio Paz Suite Mexican Elegy	\$ 6,500	\$ 2,600	\$ 846	\$ 3,446	\$ 3,054
05/30/2013	Motherwell Print CR#496 España	\$ 2,500	\$ 1,000	\$ 261	\$ 1,261	\$ 1,239
06/07/2013	Motherwell Print CR#495 Seaside Studio	\$ 5,000	\$ 2,000	\$ 1,175	\$ 3,175	\$ 1,825
06/07/2013	Motherwell Print CR#536 Untitled	\$ 2,000	\$ 800	\$ 282	\$ 1,082	\$ 918
06/12/2013	Motherwell Painting P71-482 Open No. 142, 1970	\$ 200,000	\$ 60,000	\$ 23,750	\$ 83,750	\$ 116,250
06/28/2013	Motherwell Print CR#344 Australian Stone	\$ 12,000	\$ 3,960	\$ 3,525	\$ 7,485	\$ 4,515
06/28/2013	Motherwell Print CR#132 Open on Two Whites	\$ 2,500	\$ 825	\$ 470	\$ 1,295	\$ 1,205
07/04/2013	Motherwell Print CR#482 Beau Geste Suite Beau Geste III	\$ 2,000	\$ 680	\$ 376	\$ 1,036	\$ 964
07/04/2013	Motherwell Print CR#281 Primal Sign VI (Moss)	\$ 4,000	\$ 1,600	\$ 846	\$ 2,446	\$ 1,554
07/04/2013	Motherwell Collage C74-2808 Yes I Will Yes, 1974/ca. 1988	\$ 225,000	\$ 67,500	\$ 18,750	\$ 86,250	\$ 138,750
07/11/2013	Motherwell Collage C74-686 Arches, 1974	\$ 150,000	\$ 45,000	\$ 13,750	\$ 58,750	\$ 91,250
07/15/2013	Motherwell Drawing D76-1071 Untitled, 1976	\$ 15,000	\$ 4,500	\$ 2,500	\$ 7,000	\$ 8,000
07/15/2013	Motherwell Print CR#515 Window	\$ 3,000	\$ 990	\$ 564	\$ 1,554	\$ 1,446
07/22/2013	Motherwell Print CR#222 Black on Black	\$ 4,000	\$ 1,600	\$ 1,175	\$ 2,775	\$ 1,225
07/22/2013	Motherwell Print CR#349 La Casa de la Mancha	\$ 5,000	\$ 2,000	\$ 940	\$ 2,940	\$ 2,060
08/08/2013	Motherwell Painting P70-655 [Open Study (in Blue and Pink)], 1970	\$ 100,000	\$ 30,000	\$ 14,063	\$ 44,063	\$ 55,938
08/06/2013	Motherwell Print CR#159 Dutch Linen Suite Untitled	\$ 4,500	\$ 1,485	\$ 376	\$ 1,861	\$ 2,639
08/06/2013	Motherwell Print CR#235 St. Michael I (State II)	\$ 6,000	\$ 1,980	\$ 1,645	\$ 3,625	\$ 2,375
08/06/2013	Motherwell Print CR#331 America - La France Variations III	\$ 4,500	\$ 1,800	\$ 1,645	\$ 3,445	\$ 1,055
08/06/2013	Motherwell Print CR#337 America - La France Variations IX	\$ 3,500	\$ 1,400	\$ 1,645	\$ 3,045	\$ 455
08/08/2013	Motherwell Collage C67-1873 Paterson's Oatcakes, 1967	\$ 150,000	\$ 45,000	\$ 12,500	\$ 57,500	\$ 92,500
08/12/2013	Motherwell Drawing D86-3525 Untitled, 1986	\$ 20,000	\$ 6,000	\$ 3,438	\$ 9,438	\$ 10,563
08/12/2013	Motherwell Print CR#536 Untitled	\$ 2,000	\$ 800	\$ 282	\$ 1,082	\$ 918
08/12/2013	Motherwell Print CR#252 La Guerra I	\$ 4,000	\$ 1,320	\$ 1,410	\$ 2,730	\$ 1,270
08/12/2013	Motherwell Print CR#360 Elegy Fragment II	\$ 6,500	\$ 2,145	\$ 940	\$ 3,085	\$ 3,415
09/10/2013	Motherwell Painting P80-2505 Untitled, 1980	\$ 60,000	\$ 18,000	\$ 7,813	\$ 25,813	\$ 34,188
09/10/2013	Motherwell Drawing D66-3614 Drawing with Horizontal Lines, 1966	\$ 15,000	\$ 4,500	\$ 2,500	\$ 7,000	\$ 8,000
09/10/2013	Motherwell Drawing D83-2507 Je l'aime, 1983	\$ 18,000	\$ 5,400	\$ 3,750	\$ 9,150	\$ 8,850
10/16/2013	Motherwell Print CR#152 Summer Light Series The Highlands	\$ 10,000	\$ 3,300	\$ 940	\$ 4,240	\$ 5,760
10/16/2013	Motherwell Print CR#536 Untitled	\$ 2,000	\$ 800	\$ 282	\$ 1,082	\$ 918
10/28/2013	Motherwell Collage C88-3465 Night Music Opus No. 5, 1988	\$ 150,000	\$ 45,000	\$ 31,250	\$ 76,250	\$ 73,750
10/28/2013	Motherwell Drawing D65-1692 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1712 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1723 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1782 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1846 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1849 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-1941 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Drawing D65-2594 Lyric Suite, 1965	\$ 10,000	\$ 3,000	\$ 2,813	\$ 5,813	\$ 4,188
10/28/2013	Motherwell Print CR#505 Summer Trndent	\$ 2,000	\$ 800	\$ 564	\$ 1,364	\$ 636
11/14/2013	Motherwell Print CR#273 St. Marks	\$ 2,500	\$ 825	\$ 423	\$ 1,248	\$ 1,252

Dedalus Foundation, Inc
 EIN-13-3091704
 Schedule 4 - Sale of Artwork

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	total Cost	Gain (Loss)
11/14/2013	Motherwell Print CR#491 The Cavern	\$ 4,000	\$ 1,600	\$ 705	\$ 2,305	\$ 1,695
11/14/2013	Motherwell Print CR#405 Octavio Paz Suite Untitled	\$ 2,500	\$ 825	\$ 261	\$ 1,086	\$ 1,414
11/14/2013	Motherwell Print CR#413 Octavio Paz Suite Mexican Elegy	\$ 2,500	\$ 825	\$ 261	\$ 1,086	\$ 1,414
11/21/2013	Motherwell Painting P74-494 Open Study in Charcoal on Grey No 4, 1974	\$ 165,000	\$ 49,500	\$ 17,188	\$ 66,688	\$ 98,313
12/03/2013	Motherwell Print CR#377 Game of Chance	\$ 8,000	\$ 2,640	\$ 2,115	\$ 4,755	\$ 3,245
		<u>7,446,000</u>	<u>2,525,860</u>	<u>640,935</u>	<u>3,166,795</u>	<u>4,279,206</u>

DEDALUS FOUNDATION, INC.

Federal EIN- 13-3091704

Tax Period – Year ended December 31, 2013

Support to Form 990-PF, Part XV, Line 2a-d

INFORMATION REGARDING CONTRIBUTIONS, GRANTS, ETC.

The Foundation's grants, fellowships and awards programs are summarized as follows:

1. Senior Fellowship Program

This grant is open to art historians, critics and curators pursuing projects related to the study of modern art and modernism. The applicant does not have to be affiliated with an educational institution or museum and cannot be a candidate for a degree. Applicants must be U.S. citizens. Awards will be made for a period of up to one year. Stipends will vary according to need, with a maximum award for this grant of \$30,000. This grant is given annually. The Foundation publishes an advertisement for this grant in various periodicals inviting application to this program. Application guidelines are available on the Foundation's website at: <http://dedalusfoundation.org/programs/senior>. Applications must be submitted by September 15. Announcement of the award is made by the end of December.

2. Ph.D. Dissertation Fellowship

This grant provides support for a graduate student studying any aspect of the modernist tradition. The stipend for the award year of July 1 to June 30 is \$20,000. Departments of art history at colleges and universities in the United States are invited to nominate one student. Nominees must have completed all course requirements and examinations and advanced to candidacy for the Ph.D. The Foundation invites nominations via email from the chairperson of graduate departments a few months in advance of the deadline. Application materials are then sent to nominees, complete applications must be received at the Foundation no later than December 1. Announcement of the award will be made the following April.

3. M. F. A. Fellowship

This grant provides support for two graduate students of painting and sculpture who are in their last year of candidacy for the M. F. A. degree at an American college, university or art school. The current stipend for this award is \$20,000. Graduate departments of art are invited to nominate two students for consideration. The Foundation emails an invitation to nominate two students to the chairperson of graduate departments, a few months in advance of the deadline. Nomination and all accompanying materials must be received at the Foundation no later than January 15. Announcement of the awards will be made in the late spring.

4. Robert Motherwell Book Award

This award is given to the author of an outstanding publication in the history and criticism of modernism in the arts – including the visual arts, literature, music and the performing arts. Nominations of publications are made by the publisher and determined by a jury. The prize of \$20,000 is given annually in the spring.

5. Dedalus Foundation Exhibition Catalogue Award

This award is given annually to acknowledge an outstanding exhibition catalogue published in a given calendar year that makes a significant contribution to the scholarship of modern art or modernism. Nominations of publications are made by the publisher and determined by a jury. There is a cash prize of \$20,000.

6. Institutional Initiatives

The foundation awards grants to nonprofit institutions for programs and projects in the following categories: Arts Education, Research and Publication; Archives and Conservation; and Curatorial. A jury awards grants in the spring and fall following application deadlines of March 15 and October 15. Applicants are not pre-selected and application guidelines are available on the Foundation's website at: <http://dedalusfoundation.org/programs/institutional>

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return. See instructions

Name of exempt organization or other filer, see instructions

DEDALUS FOUNDATION, INC.

Employer identification number (EIN) or

13-3091704

Number, street, and room or suite no. If a P.O. box, see instructions

C/O ANCHIN BLOCK & ANCHIN LLP-1375 BROADWAY

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

NEW YORK, NY 10018

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 1 ☐ 2 ☐ 3 ☐ 4 ☐ 5 ☐ 6 ☐ 7 ☐ 8 ☐ 9

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

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

• The books are in the care of ☒ ANCHIN, BLOCK & ANCHIN LLP

Telephone No. ☒ 212 840-3456

Fax No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/17, 2014

5 For calendar year 2013, or other tax year beginning , 20 , and ending , 20

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	200,000.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	285,568.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0

Signature and Verification must be completed for Part II only.

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

Signature ☐

Title ☐

Date ☐

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

DEDALUS FOUNDATION, INC.

13-3091704

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

C/O ANCHIN BLOCK & ANCHIN LLP-1375 BROADWAY

City, town or post office, state, and ZIP code. For a foreign address, see instructions

NEW YORK, NY 10018

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► ANCHIN, BLOCK & ANCHIN LLP

Telephone No ► 212 840-3456

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 13 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	200,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	285,568.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)