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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation THE DOROTHY STRELSIN FDN			A Employer identification number 13-3561352	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185			B Telephone number (see instructions) (212) 922-6298	
City or town Pittsburgh	State PA	ZIP code 15230-0185		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 14,660,882		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	344,127	342,035		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	494,152			
	b Gross sales price for all assets on line 6a 3,310,103				
	7 Capital gain net income (from Part IV, line 2)		494,152		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	838,279	836,187	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	52,500			52,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)	52,368	31,421		20,947
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	21,255	3,453		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	14,933			14,933
	24 Total operating and administrative expenses. Add lines 13 through 23	143,556	34,874	0	90,880
	25 Contributions, gifts, grants paid	533,250			533,250
26 Total expenses and disbursements. Add lines 24 and 25	676,806	34,874	0	624,130	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	161,473				
b Net investment income (if negative, enter -0-)		801,313			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2013)

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	49,631	23,338	23,338
	2 Savings and temporary cash investments	820,478	666,395	666,395
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	8,000,250		
	c Investments—corporate bonds (attach schedule)	2,090,755		
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		10,451,299	13,971,149
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	10,961,114	11,141,032	14,660,882
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	10,961,114	11,141,032	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	10,961,114	11,141,032	
	31 Total liabilities and net assets/fund balances (see instructions)	10,961,114	11,141,032	

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	10,961,114
2 Enter amount from Part I, line 27a	2	161,473
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	27,522
4 Add lines 1, 2, and 3	4	11,150,109
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	9,077
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,141,032

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	494,152
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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			0.000000
2011			0.000000
2010			0.000000
2009			0.000000
2008			0.000000

2 Total of line 1, column (d)	2	0.000000
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	0.000000
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
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	0

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	16,026
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	16,026
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	16,026
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,234
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	9,234
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	6,792
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY AG REG # 04-60-46		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no ▶ (212) 922-6298 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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
NONE		
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

Amount

1 NONE	
.....	
2	
.....	
All other program-related investments See instructions	
3 NONE	
.....	

Total. Add lines 1 through 3 ▶ NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,966,301
b	Average of monthly cash balances	1b	670,197
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,636,498
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	13,636,498
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	204,547
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,431,951
6	Minimum investment return. Enter 5% of line 5	6	671,598

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	671,598
2a	Tax on investment income for 2013 from Part VI, line 5	2a	16,026
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	16,026
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	655,572
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	655,572
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	655,572

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	624,130
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	624,130
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	624,130

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				655,572
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			528,500	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 624,130				
a Applied to 2012, but not more than line 2a			528,500	
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				95,630
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				559,942
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)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

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

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

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

NOT APPLICABLE

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

NOT APPLICABLE

- c** Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	533,250
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	344,127		
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			18	494,152		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		0		838,279		0
13 Total. Add line 12, columns (b), (d), and (e)				13	838,279	

(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** (2013)

THE DOROTHY STRELSIN FDN

13-3561352 Page 1 of 1

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

Recipient(s) paid during the year

Name

SEE ATTACHED STATEMENT

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 533,250

Name

Street

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

Name

Street

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

Name

Street

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

Name

Street

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

Name

Street

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

THE DOROTHY STRELSIN FDN						
LIST OF CONTRIBUTIONS MADE FOR YR END: 12/31/13						
Check Number	Payee	Business	Relationship	Foundation Status	Purpose of Grant/Contribution	Amount
2025	Signature Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 7,500 00
2026	Vineyard Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,500 00
2032	WNET	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2031	Hunter College Foundation	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2034	Gingold Theatrical Group	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2030	Winnipeg Foundation	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2029	Royal Ontario Museum	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2028	The Actors Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 9,000 00
2037	New York Society Library	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2035	City Meals on Wheels	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 6,000 00
2036	Literacy Partners	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 7,500 00
2038	Soho Rep	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,200 00
2047	City Meals on Wheels	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2049	Culture Project	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2058	Public Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 7,000 00
2041	Abingdon Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2042	The Actors Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2043	American Theater Wing	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 30,000 00
2045	Beth Israel Hospital	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2053	Mint Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2054	New York Restoration	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2055	New York Theater Workshop	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2059	Signature Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2052	Literacy Partners	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2048	City Center	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2060	Theater Communications Group	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2061	Vineyard Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2051	Lighthouse International	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 25,000 00
2056	Parkinson's Disease	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2050	Jewish Museum	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2057	Playwright Horizon	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2044	Atlantic Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2062	Marie Droste - Counseling Services	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 600 00
2046	Central Park Conservatory	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2065	Society of Silurians	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2063	New York Restoration	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2064	New York Restoration	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2066	Playwright Horizon	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2068	Lighthouse International	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 500 00
2070	Public Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 7,500 00
2071	Mint Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2072	York Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2074	The Acting Company	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2067	Rattlestick Playwrights	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2075	Elevator Repair Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2078	City Opera Thrift Shop	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 300 00
2073	Planned Parenthood	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2076	Museum City of New York	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,500 00
2077	American Theater Wing	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 25,000 00
2080	Insh Repertory Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2084	York Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2091	Soho Rep	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2088	Theater Talk	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2089	Theater Hall of Fame	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2095	Second Stage Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2099	Al Hirschfeld Foundation	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2086	Women's Project	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2090	Theater Breaking Barriers	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2092	Society of Silurians	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2097	Roundabout Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2111	CAP 21	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2103	League of Professional Theater Women	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 300 00
2104	The Acting Company	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2106	Alliance for Inclusion in Arts	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2096	Road Scholar	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2114	The Doe Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2117	Fresh Air Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2105	Actors Co Theater (TACT)	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2098	Transport Group Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2113	Coalition for the Homeless	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2124	Labyrinth Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2108	Brooklyn Academy of Music (BAM)	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2116	Flea Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2125	Lark Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2127	MCC Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2131	Primary Stages	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2132	Jewish Guild for Blind	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2109	Barrow Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2120	Guiding Eyes for Blind	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2126	Lincoln Center Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00

2130	Puppies Behind Bars	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2115	Double H Ranch	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2123	The Keen Company	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2128	Metropolitan Museum of Art	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 25,000 00
2129	Museum City of New York	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2112	Classic Stage	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2121	Glaucoma Foundation	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2122	Guiding Eyes for Blind	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2094	Shaw Festival	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2085	92nd St Y	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2134	Lighthouse International	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,400 00
2135	Elevator Repair Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,750 00
2136	Primary Stages	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2144	New Group	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2138	City Meals on Wheels	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,500 00
2139	New York City Center	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 10,000 00
2137	Louis Armstrong Center for Music	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,500 00
2143	Salvation Army	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,500 00
2145	New Dramatists	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2142	Page 73 Productions	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2146	National Asian American	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2148	Theater Hall of Fame	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2149	Abingdon Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2141	Planned Parenthood	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2140	Seventh Regiment Armory Conserva	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2147	Royal Ontario Museum	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2151	The Actors Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 4,000 00
2110	Best Plays Yearbook	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2153	Museum City of New York	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2152	Labyrinth Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2154	Transport Group Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,500 00
2155	New York Public Library	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2150	Thanks to Scandinav	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2159	The Actors Fund	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2161	Friends of the LC Performing Arts	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 1,000 00
2163	WNET	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2164	The Acting Company	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 700 00
2170	Vineyard Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2167	Atlantic Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 6,000 00
2168	Elevator Repair Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2169	Flea Theater	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
2172	League of Professional Theater Wom	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 3,000 00
2174	New York Theater Workshop	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 2,000 00
2173	Coalition for the Homeless	X	NONE	501(c)(3) PUBLIC CHARITY	GENERAL OPERATING PURPOSES	\$ 5,000 00
TOTAL DISTRIBUTION PAID YE 12/31/13						\$ 533,250 00

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

Check "X" to include in Part IV		Long Term CG Distributions		Short Term CG Distributions		Amount		Totals				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss							
		Description		CUSIP #		1,254		Capital Gains/Losses Other sales		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss	
1	X	IBM CORP	6 5% 10/15			459200GN5			10/15/2013	125,000		126,254											-1,254
2	X	LILLY ELI & CO				532457108			4/24/2013	19,163		14,834											4,329
3	X	LILLY ELI & CO				532457108			5/24/2013	63,782		51,483											12,299
4	X	MARATHON OIL CORP				565849106			2/20/2013	18,049		16,571											1,478
5	X	MEAD JOHNSON NUTRITION				582839106			4/4/2013	37,832		34,433											3,399
6	X	MEAD JOHNSON NUTRITION				582839106			4/4/2013	11,350		10,752											598
7	X	MEAD JOHNSON NUTRITION				582839106			4/4/2013	1,513		1,674											-161
8	X	MONDELEZ INTERNATIONAL				609207105			6/4/2013	34,441		32,013											2,428
9	X	MONDELEZ INTERNATIONAL				609207105			6/4/2013	3,532		2,603											929
10	X	MORGAN STANLEY 5 3%				617446HR3			3/1/2013	100,000		103,439											-3,439
11	X	NATIONAL OILWELL VARCO II				637071101			12/9/2013	17,673		17,336											337
12	X	APPLE INC				037833100			6/17/2013	8,214		1,849											6,365
13	X	APPLE INC				037833100			6/26/2013	41,319		10,120											31,199
14	X	B B & T CORPORATION				054937107			4/15/2013	25,226		22,227											2,999
15	X	B B & T CORPORATION				054937107			4/15/2013	15,198		10,399											4,797
16	X	B B & T CORPORATION				054937107			4/15/2013	15,198		11,200											3,996
17	X	BROADCOM CORP CL A				111320107			3/22/2013	18,165		18,595											-430
18	X	BROADCOM CORP CL A				111320107			9/20/2013	15,166		19,176											-4,010
19	X	CITRIX SYS INC				177376100			10/14/2013	31,047		36,343											-5,296
20	X	COCA-COLA CO				191216100			4/4/2013	16,935		15,454											1,481
21	X	COMCAST CORP CL A				20030N101			3/26/2013	10,780		8,201											2,578
22	X	COMCAST CORP CL A				20030N101			3/26/2013	7,463		5,610											1,853
23	X	COMCAST CORP CL A				20030N101			6/7/2013	15,158		11,532											3,626
24	X	COMCAST CORP CL A				20030N101			6/20/2013	2,343		1,870											473
25	X	COMCAST CORP CL A				20030N101			6/20/2013	17,964		14,129											3,835
26	X	CONSOLIDATED EDISON INC				209115104			11/27/2013	66,131		41,887											24,244
27	X	WALT DISNEY CO/THE				254687106			2/1/2013	24,565		19,631											4,934
28	X	WALT DISNEY CO/THE				254687106			7/2/2013	20,911		14,356											6,555
29	X	WALT DISNEY CO/THE				254687106			8/16/2013	29,912		20,940											8,972
30	X	E M C CORP MASS				268648102			3/30/2012	14,022		16,962											-2,940
31	X	E M C CORP MASS				268648102			2/7/2013	3,671		4,464											-793
32	X	EXXON MOBIL CORP				30231G102			1/3/2013	3,547		3,287											260
33	X	EXXON MOBIL CORP				30231G102			8/2/2007	17,734		14,981											2,753
34	X	EXXON MOBIL CORP				30231G102			1/3/2013	10,640		8,697											1,943
35	X	GENERAL ELECTRIC 5 0%				369604Y9			5/6/2009	100,000		103,435											-3,435
36	X	GILEAD SCIENCES INC				375558103			3/30/2012	19,430		12,001											7,429
37	X	GILEAD SCIENCES INC				375558103			5/13/2013	10,859		4,800											6,059
38	X	GILEAD SCIENCES INC				375558103			1/11/2007	9,230		2,810											6,420
39	X	GILEAD SCIENCES INC				375558103			9/16/2013	32,663		8,594											24,069
40	X	GLAXO SMITHKLINE PLC SPO				37733W105			4/24/2013	15,865		15,949											-84
41	X	GLAXO SMITHKLINE PLC SPO				37733W105			9/16/2013	2,559		2,278											281
42	X	GLAXO SMITHKLINE PLC SPO				37733W105			11/14/2013	18,743		16,401											2,342
43	X	GLAXO SMITHKLINE PLC SPO				37733W105			12/18/2013	39,711		35,535											4,176
44	X	GLAXO SMITHKLINE PLC SPO				37733W105			12/18/2013	15,274		13,562											1,712
45	X	GOLDMAN SACHS 5 25%				38141GDB7			4/1/2013	100,000		99,930											70
46	X	GOLDMAN SACHS 5 25%				38141GDB7			9/16/2013	75,000		76,937											-1,937
47	X	ACTAVIS INC				00507K103			4/1/2013	14,765		5,120											9,646
48	X	ACTAVIS INC CORP ACTION				00507K103			10/21/2010	63,652		20,952											42,700
49	X	ADOBE SYSTEMS INC				00724F101			10/1/2013	17,739		15,899											1,840
50	X	ADOBE SYSTEMS INC				00724F101			12/16/2013	15,899		10,550											5,349
51	X	AIR PRODS & CHEMS INC				009158106			2/12/2013	32,966		19,851											13,115
52	X	AIR PRODS & CHEMS INC				009158106			4/24/2013	14,985		8,892											6,093
53	X	APPLE INC				037833100			2/20/2013	15,823		21,342											-5,519
54	X	APPLE INC				037833100			3/1/2013	2,588		3,659											-1,071
55	X	APPLE INC				037833100			3/1/2013	5,607		6,963											-1,356
56	X	APPLE INC				037833100			11/16/2012	19,179		6,730											-1,123
57	X	ACTAVIS INC				00507K103			3/14/2013	14,131		14,131											5,048
58	X	ACTAVIS INC				00507K103			9/16/2013	6,836		3,364											3,472
59	X	ACTAVIS INC				037833100			6/17/2013	23,776		5,498											18,278
60	X	NORTHERN TRUST CORP 5				665859A13			8/15/2013	125,000		127,231											-2,231
61	X	OCCIDENTAL PETROLEUM CO				674599105			3/6/2013	22,858		21,430											1,428
62	X	OCCIDENTAL PETROLEUM CO				674599105			12/12/2012	53,720		45,156											8,564
63	X	PNC FINANCIAL SERVICES GF				693475105			12/16/2013	34,182		28,857											5,325
64	X	PNC FINANCIAL SERVICES GF				693475105			7/25/2013	3,784		3,101											683
65	X	PNC FINANCIAL SERVICES GF				693475105			7/19/2012	14,368		11,783											2,585
66	X	PNC FINANCIAL SERVICES GF				693475105			7/30/2013	763		620											143
67	X	PNC FINANCIAL SERVICES GF				693475105			7/31/2013	13,732		10,720											3,012
68	X	PFIZER INC				717081103			2/4/2013	4,073		5,656											-1,581

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

Long Term CG Distributions										Amount	
Short Term CG Distributions										1,254	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals		
									Gross Sales	Net Gain or Loss	
								Capital Gains/Losses	3,310,103	2,815,951	
								Other sales	0	0	
69	X PFIZER INC	717081103			5/17/2002		2/4/2013	4,089	5,418	0	
70	X PFIZER INC	717081103			6/4/2003		2/4/2013	9,540	11,302	-1,329	
71	X PFIZER INC	717081103			7/28/2003		2/4/2013	9,540	11,820	-1,762	
72	X PFIZER INC	717081103			12/8/2003		2/4/2013	12,266	15,543	-2,080	
73	X PFIZER INC	717081103			3/22/2004		2/4/2013	9,540	11,802	-3,277	
74	X PFIZER INC	717081103			6/7/2004		2/4/2013	8,177	10,836	-2,262	
75	X PFIZER INC	717081103			1/6/2003		2/4/2013	5,465	6,426	-2,659	
76	X PFIZER INC	717081103			7/11/2002		5/24/2013	5,803	6,134	-961	
77	X BROADCOM CORP CL A	111320107			9/27/2002		10/2/2013	4,493	5,927	-331	
78	X BROADCOM CORP CL A	111320107			10/9/2012		10/2/2013	12,131	15,155	-1,444	
79	X BROADCOM CORP CL A	111320107			11/7/2012		10/2/2013	12,659	14,776	-3,024	
80	X BROADCOM CORP CL A	111320107			7/23/2013		10/2/2013	12,395	15,033	-2,117	
81	X C S T BRANDS INC	12646R105			4/24/2013		5/3/2013	1,718	1,894	-2,638	
82	X C S T BRANDS INC	12646R105			3/30/2012		5/3/2013	5,150	3,620	-176	
83	X C S T BRANDS INC	12646R105			3/30/2012		5/22/2013	4	2	1,530	
84	X CARNIVAL CORP	143658300			6/21/2013		6/21/2013	8,985	14,137	2	
85	X BROADCOM CORP CL A	111320107			9/27/2006		10/1/2013	6,599	8,716	-5,152	
86	X CARNIVAL CORP	143658300			5/5/2006		6/21/2013	6,655	9,668	-2,117	
87	X CARNIVAL CORP	143658300			9/25/2006		6/21/2013	9,983	13,791	-3,013	
88	X CARNIVAL CORP	143658300			6/11/2007		6/21/2013	19,633	28,969	-3,808	
89	X CARNIVAL CORP	143658300			1/22/2008		6/21/2013	13,311	15,952	-9,336	
90	X CENTERPOINT ENERGY INC	15189T107			9/25/2012		4/24/2013	22,461	19,914	-2,641	
91	X CENTERPOINT ENERGY INC	15189T107			12/6/2012		4/24/2013	1,932	1,594	2,547	
92	X CHEVRON CORPORATION	166764100			11/9/2012		9/16/2013	8,323	7,113	338	
93	X CHEVRON CORPORATION	166764100			3/6/2013		9/16/2013	21,864	20,633	1,210	
94	X CHEVRON CORPORATION	166764100			8/18/2010		9/16/2013	4,969	3,089	1,031	
95	X HALLIBURTON CO	406216101			2/8/2012		2/13/2013	22,418	20,388	1,880	
96	X HOME DEPOT INC	437076102			6/17/2002		8/16/2013	3,027	1,536	2,030	
97	X HOME DEPOT INC	437076102			3/5/2004		8/16/2013	22,705	11,145	1,491	
98	X HOME DEPOT INC	437076102			2/12/2004		8/16/2013	17,407	8,464	11,560	
99	X INTERNATIONAL BUSINESS M	459200101			12/6/2007		7/19/2013	58,420	32,679	8,943	
100	X INTERNATIONAL BUSINESS M	459200101			2/22/2010		7/19/2013	24,342	15,661	25,741	
101	X INTERNATIONAL BUSINESS M	459200101			9/21/2010		7/19/2013	1,947	1,312	8,681	
102	X INTERNATIONAL BUSINESS M	459200101			3/13/2013		7/19/2013	15,968	17,396	635	
103	X INTERNATIONAL BUSINESS M	459200101			4/3/2013		7/19/2013	17,721	19,431	-1,428	
104	X INTERNATIONAL BUSINESS M	459200101			11/8/2008		7/19/2013	5,453	2,932	-1,710	
105	X INTERNATIONAL BUSINESS M	459200101			11/8/2008		10/17/2013	34,322	20,632	2,521	
106	X PFIZER INC	717081103			1/6/2003		5/24/2013	2,887	3,189	0	
107	X PFIZER INC	717081103			10/5/2005		5/24/2013	16,553	14,314	-302	
108	X QUALCOMM INC	747525103			3/30/2012		2/4/2013	17,133	17,670	2,239	
109	X QUALCOMM INC	747525103			3/30/2012		3/13/2013	17,360	17,670	0	
110	X QUALCOMM INC	747525103			1/5/2012		6/17/2013	12,378	11,206	-537	
111	X QUALCOMM INC	747525103			3/30/2012		6/17/2013	21,043	23,106	-310	
112	X QUALCOMM INC	747525103			11/19/2012		6/17/2013	8,665	8,717	0	
113	X QUALCOMM INC	747525103			12/20/2011		6/17/2013	21,043	18,465	-2,063	
114	X E M C CORP MASS	266648102			6/12/2012		2/12/2013	17,133	16,312	-52	
115	X EQUINIX INC	29444U502			3/7/2013		8/14/2013	13,124	16,395	2,578	
116	X EQUINIX INC	29444U502			3/4/2013		8/14/2013	4,144	5,106	821	
117	X EQUINIX INC	29444U502			3/12/2013		8/15/2013	31,712	40,780	-3,271	
118	X EQUINIX INC	29444U502			3/12/2013		8/15/2013	6,442	8,297	0	
119	X EQUINIX INC	29444U502			6/7/2013		8/15/2013	4,790	5,585	-1,855	
120	X EXPRESS SCRIPTS HOLDING	30219G108			3/30/2012		9/16/2013	28,304	23,088	-795	
121	X EXPRESS SCRIPTS HOLDING	30219G108			3/20/2012		9/16/2013	9,874	7,900	0	
122	X EXXON MOBIL CORP	30231G102			7/3/2007		1/3/2013	12,414	11,950	5,216	
123	X NXP SEMICONDUCTORS N V	N6596X109			3/30/2012		2/4/2013	8,592	7,803	1,974	
124	X NXP SEMICONDUCTORS N V	N6596X109			9/15/2011		2/4/2013	5,333	3,663	0	
125	X NXP SEMICONDUCTORS N V	N6596X109			9/15/2011		3/4/2013	10,126	6,513	1,670	
126	X NXP SEMICONDUCTORS N V	N6596X109			8/12/2011		3/4/2013	3,481	2,017	3,613	
127	X NXP SEMICONDUCTORS N V	N6596X109			8/12/2011		4/3/2013	29,943	19,990	0	
128	X QUALCOMM INC	747525103			12/20/2011		7/13/2013	28,040	24,982	9,953	
129	X SALESFORCE COM INC	79466L302			6/7/2013		9/20/2013	4,772	3,541	0	
130	X SALESFORCE COM INC	79466L302			3/30/2012		9/20/2013	9,543	7,062	1,231	
131	X SANDISK CORP	80004C101			6/17/2013		7/29/2013	26,097	28,805	-2,481	
132	X SANDISK CORP	80004C101			6/18/2013		7/29/2013	27,762	31,279	0	
133	X SANDISK CORP	80004C101			6/20/2013		7/29/2013	16,102	17,685	-2,708	
134	X SCHLUMBERGER LTD	806857108			12/14/2012		2/13/2013	15,690	13,813	-3,517	
135	X SCHLUMBERGER LTD	806857108			8/16/2004		2/13/2013	18,828	7,220	-1,583	
136	X SHIRE PLC	82481R106			6/30/2011		11/5/2013	23,153	15,925	1,877	
										11,608	
										7,228	

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

Check "X" to include in Part IV		Long Term CG Distributions		Short Term CG Distributions		Amount		Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
						1,254		Capital Gains/Losses Other sales															
		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss								
137	X	SOUTHWESTERN ENERGY CO	845467109			9/27/2012		3/22/2013	18,078	16,762				0	1,316								
138	X	TAIWAN SEMICONDUCTOR M	874039100			7/3/2013		9/20/2013	25,659	26,872				0	-1,213								
139	X	TERADATA CORPORATION	88076W103			3/30/2012		3/1/2013	25,826	30,386				0	-4,560								
140	X	TERADATA CORPORATION	88076W103			4/26/2011		3/1/2013	7,044	6,502				0	542								
141	X	TERADATA CORPORATION	88076W103			4/26/2011		3/7/2013	29,028	27,364				0	1,664								
142	X	TERADATA CORPORATION	88076W103			9/15/2011		3/7/2013	17,244	15,480				0	1,764								
143	X	THE TRAVELERS COMPANIES	89417E109			7/19/2012		12/9/2013	78,729	56,643				0	22,086								
144	X	US BANCORP	902973304			6/30/2009		1/17/2013	32,888	17,859				0	15,029								
145	X	US BANCORP	902973304			9/22/2009		1/17/2013	16,444	11,164				0	5,280								
146	X	US BANCORP	902973304			11/16/2009		1/17/2013	13,155	9,403				0	3,752								
147	X	US BANCORP	902973304			1/4/2010		1/17/2013	9,866	6,855				0	3,011								
148	X	US BANCORP	902973304			7/13/2010		1/17/2013	3,947	2,935				0	1,012								
149	X	COVIDIEN PLC	G2554F113			10/21/2010		10/22/2013	4,485	2,540				0	1,945								
150	X	COVIDIEN PLC	G2554F113			10/21/2010		12/20/2013	8,720	4,717				0	4,003								
151	X	COVIDIEN PLC	G2554F113			8/19/2010		12/20/2013	22,405	11,898				0	10,507								
152	X	COVIDIEN PLC	G2554F113			8/18/2010		12/23/2013	31,175	16,600				0	14,575								
153	X	EATON CORP PLC	G29183103			11/30/2012		4/24/2013	18,704	16,500				0	2,204								
154	X	MALLINCKRODT PLC	G5785G107			10/21/2010		7/2/2013	1,087	720				0	367								
155	X	MALLINCKRODT PLC	G5785G107			3/30/2012		7/2/2013	1,196	1,078				0	118								
156	X	MALLINCKRODT PLC	G5785G107			8/19/2010		7/2/2013	4,327	2,815				0	1,512								
157	X	MALLINCKRODT PLC	G5785G107			8/18/2010		7/22/2013	22	14				0	8								
158	X	UNION PAC CORP	907818108			2/2/2010		1/28/2013	3,189	1,515				0	1,674								
159	X	UNION PAC CORP	907818108			3/23/2009		1/28/2013	27,636	8,569				0	19,067								
160	X	VALERO ENERGY CORP NEW	91913Y100			11/9/2012		2/20/2013	15,806	10,386				0	5,420								
161	X	VALERO ENERGY CORP NEW	91913Y100			3/30/2012		2/20/2013	5,871	3,487				0	2,384								
162	X	VALERO ENERGY CORP NEW	91913Y100			4/24/2013		12/9/2013	20,411	16,913				0	3,498								
163	X	VERIZON COMMUNICATIONS	92343V104			6/7/2013		6/17/2013	5,559	5,494				0	65								
164	X	VERIZON COMMUNICATIONS	92343V104			3/26/2013		7/2/2013	3,032	2,973				0	59								
165	X	VERIZON COMMUNICATIONS	92343V104			3/26/2013		7/23/2013	12,579	12,386				0	193								
166	X	VERIZON COMMUNICATIONS	92343V104			6/30/2009		7/23/2013	11,573	6,611				0	4,962								
167	X	YAHOO INC	984332106			3/7/2013		8/9/2013	16,208	13,440				0	2,768								
168	X	YAHOO INC	984332106			2/7/2013		8/9/2013	12,637	9,289				0	3,338								
169	X	ALCATEL-LUCENT-SPONSOR	9EE000600			12/19/2013		12/19/2013	2,662	0				0	2,662								
170	X	ALLEGION PLC	G0176J109			3/30/2012		12/3/2013	23,327	13,682				0	9,645								
171	X	ALLEGION PLC	G0176J109			3/30/2012		12/9/2013	14	8				0	6								
172	X	COVIDIEN PLC	G2554F113			3/30/2012		7/2/2013	579	493				0	86								
173	X	COVIDIEN PLC	G2554F113			3/30/2012		7/22/2013	13,454	10,363				0	3,091								
174	X	VERIZON COMMUNICATIONS	92343V104			4/3/2013		7/23/2013	11,573	11,258				0	315								

Part I, Line 16b (990-PF) - Accounting Fees

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		52,368	31,421	0	20,947
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNYM FEES	52,368	31,421		20,947

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

		21,255	3,453	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	3,453	3,453		
2	PY EXCISE DUE	8,568			
3	ESTIMATED EXCISE TAX PAYMENTS	9,234			

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

		14,933	0	0	14,933
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	750			750
2	OFFICE EXPENSES FROM CHECKBOOK	14,183			14,183

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			0	0	13,971,149
2	ACCENTURE PLC IRELAND SHS CL A		0	39,808	131,551
3	EATON CORP PLC		0	71,800	105,806
4	INGERSOLL-RAND PLC		0	62,670	110,263
5	INVESCO LTD		0	84,740	128,128
6	AVAGO TECHNOLOGIES LTD		0	63,947	79,847
7	AT&T INC 5 8% 2/15/19		0	144,550	143,295
8	AT&T INC		0	26,994	33,402
9	ADOBE SYS INC COM		0	53,611	83,232
10	ALCATEL SPONSORED ADRS		0	62,499	70,840
11	ALLERGAN INC COM		0	64,524	66,315
12	AMAZON COM INC		0	72,658	135,589
13	AMER EXPRESS CREDIT 5 125% 8/25/14		0	100,096	103,045
14	AMERICAN EXPRESS BK FSB MTN		0	125,965	143,795
15	AMERICAN EXPRESS COMPANY		0	65,712	199,606
16	AMGEN INC		0	89,844	87,728
17	APPLE COMPUTER INC COM		0	24,085	152,597
18	BNY MELLON INTL APPR FD CL M		0	758,167	844,626
19	BNY MELLON SMALL CAP STK FD CL M S		0	582,617	899,982
20	BNY MELLON EMERGING MKTS FD CL M S		0	297,184	307,761
21	BANK OF AMERICA CORP		0	98,644	114,271
22	BEAM INC		0	76,623	83,714
23	BEAR STEARNS COS INC		0	134,304	134,828
24	BRISTOL MYERS SQUIBB CO COM		0	88,123	99,390
25	CABOT OIL & GAS CORP		0	65,778	71,318
26	CAPITAL ONE FINL CORP COM		0	53,794	76,610
27	CATERPILLAR INC		0	34,807	73,919
28	CELANESE CORP DEL		0	42,884	75,775
29	CENTERPOINT ENERGY INC		0	59,879	70,931
30	CHEVRONTXACO CORP		0	48,686	83,940
31	COCA-COLA CO USD		0	59,608	66,922
32	ACTAVIS PLC		0	63,652	74,256
33	AON CORP		0	78,438	132,546
34	COLGATE PALMOLIVE CO COM		0	41,024	105,640
35	COMCAST CORP NEW CL A		0	77,494	111,205
36	COMCAST CORP NEW		0	56,182	162,110
37	RABOBANK NEDERLAND		0	111,708	106,141
38	COSTCO WHSL CORP NEW		0	43,036	86,290
39	CREDIT SUISSE NEW YO 4 375% 8/05/20		0	168,951	160,340
40	DEERE & COMPANY		0	64,743	132,428
41	DIGITAL RLTY TR INC		0	28,866	39,296
42	DISNEY (WALT) COMPANY HOLDING CO		0	46,243	80,984
43	DOVER CORPORATION		0	69,725	107,159
44	DREYFUS INFLATION ADJUSTED SECS F		0	100,000	90,677
45	DREYFUS PREM LT TRM HI YLD-R		0	753,889	779,540
46	DREYFUS PR GL R/E SEC FD CL I		0	356,475	335,549

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	DUKE ENERGY CORP NEW COM		0	41,074	61,833
48	EXPRESS SCRIPTS HLDG CO		0	53,933	72,347
49	EXXON MOBIL CORP		0	191,454	349,140
50	FACEBOOK INC		0	25,473	38,254
51	FAMILY DLR STORES INC		0	48,053	44,829
52	FIDELITY NATL TITLE GROUP INC CL A		0	75,244	81,125
53	FREEPORT-MCMORAN COPPER & GOLD		0	53,072	53,968
54	GENERAL ELECTRIC CO		0	65,272	110,438
55	GENERAL ELEC CAP CORP MEDIUM		0	76,676	83,469
56	GILEAD SCIENCES INC		0	17,983	83,361
57	GOLDMAN SACHS GROUP INC		0	99,619	104,948
58	GOOGLE INC		0	89,319	190,521
59	HALLIBURTON COMPANY COM		0	66,008	95,410
60	HARLEY DAVIDSON INC		0	56,612	67,163
61	HOME DEPOT INC USD 0 05		0	29,938	92,221
62	INTERCONTINENTAL EXCHANGE GRO		0	73,652	126,405
63	J P MORGAN CHASE & CO		0	39,759	66,667
64	JOHNSON CONTROLS INC		0	56,618	85,928
65	HIGHBRIDGE DYNAMIC COMM STRAT FU		0	115,387	72,329
66	KLA TENCOR CORP		0	36,170	36,098
67	LAS VEGAS SANDS CORP		0	69,173	108,052
68	HONEYWELL INTL INC		0	43,899	114,669
69	INTEL CORPORATION		0	115,006	140,157
70	LLOYDS TSB BANK PLC 4 2% 3/28/17		0	166,642	161,868
71	MARATHON OIL CORP		0	76,012	86,132
72	METLIFE INC		0	91,153	132,104
73	MICROSOFT CORP COM		0	98,466	132,806
74	MONDELEZ INTERNATIONAL INC		0	42,734	79,778
75	MORGAN STANLEY		0	75,187	75,596
76	NATIONAL-OILWELL INC		0	77,859	89,074
77	NOVARTIS CAPITAL CORP		0	106,516	100,391
78	NUCOR CORP		0	58,820	72,063
79	OCWEN FINL CORP		0	58,015	68,204
80	PNC FINANCIAL SERVICES GROUP INC		0	50,265	71,374
81	PVH CORP		0	70,360	78,348
82	PEPSICO INC		0	77,482	114,457
83	PFIZER INC COM		0	84,303	107,634
84	PHILIP MORRIS INTERNATIONAL		0	41,522	74,060
85	PROCTER & GAMBLE CO COM		0	100,496	135,955
86	RYDEX MANAGED FUTURES STRATEGY F		0	75,000	69,738
87	SALESFORCE COM INC		0	76,264	107,289
88	SCHLUMBERGER LIMITED COM		0	31,609	81,099
89	SEMPRA ENERGY		0	43,695	77,194
90	SERVENOW INC		0	59,428	77,294
91	SHIRE PHARMACEUTICALS GROUP		0	56,325	86,611
92	SIMON PPTY GROUP LP		0	171,820	193,700

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	SOUTHWESTERN ENERGY CO		0	65,888	74,334
94	STATE ST CORP COM		0	81,840	135,038
95	TAIWAN SEMICONDUCTOR ADR		0	57,437	58,250
96	TEVA PHARMACEUTICAL INDS ADR		0	96,666	95,791
97	THERMO ELECTRON CORP		0	56,318	59,238
98	3M CO		0	93,126	224,400
99	TOTAL CAPITAL SA		0	143,601	136,164
100	UBS AG STAMFORD BRH MEDIUM		0	174,732	172,208
101	UNION PACIFIC CORP		0	12,030	49,056
102	UNITED TECHNOLOGIES CORP		0	46,543	111,524
103	VALERO ENERGY CORP NEW		0	47,754	91,224
104	VERIZON COMMUNICATIONS INC		0	17,446	30,467
105	VERIZON GLOBAL FDG CORP		0	99,775	106,813
106	VMWARE INC		0	35,494	38,575
107	WELLS FARGO & CO NEW		0	99,183	155,722
108	WELLS FARGO BK NATL ASSN		0	198,678	208,986
109	WILLIAMS CO INC		0	82,983	169,708
110	YAHOO INC		0	61,787	142,753
111	YUM BRANDS INC		0	35,624	75,610

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	2013 OUTSTANDING CHECKS	1	26,140
2	PURCHASE OF ACCRUED INTEREST C/O FROM PY	2	1,382
3	Total	3	27,522

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

1	BROADCOM CORP CL A	1	740
2	EATON CORP PLC	2	29
3	ADJ CARRYING VALUE - VALERO ENERGY CORP NEW	3	126
4	BASIS CHANGE ON DIVS - DIGITAL RLTY TR INC	4	185
5	BASIS CHANGE ON DIVS - INGERSOLL-RAND PLC	5	782
6	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	6	2,215
7	PY OUTSTANDING CHECKS	7	5,000
8	Total	8	9,077

[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

[illegible]

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
								PRESIDENT	10 00	45,000	NONE	NONE
1	ENID NEMY							SECRETARY	3 00	2,500	NONE	NONE
2	CORINNE NEMY							DIRECTOR	3 00	2,500	NONE	NONE
3	GWIN JOH CHIN							SECRETARY	3 00	2,500	NONE	NONE
4	SHIRLEY BOLEY											

52,500

0

0

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	6/11/2013 3	3,078
4 Third quarter estimated tax payment	9/10/2013 4	3,078
5 Fourth quarter estimated tax payment	12/11/2013 5	3,078
6 Other payments	6	
7 Total	7	9,234

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	528,500
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	528,500