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Form 990-PF

Return of Private Foundation

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

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

2013

Open to Public
Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation THE PIERRE & TANA MATISSE FOUNDATION INC		A Employer identification number 13-3838457			
Number and street (or P O box number if mail is not delivered to street address) 1 EAST 53RD STREET		B Telephone number (see instructions) (212) 355-6269			
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 100224200		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 224,844,414		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>			
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)
1 Contributions, gifts, grants, etc, received (attach schedule)					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		420	420		
4 Dividends and interest from securities.		1,409,136	1,409,136		
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10		4,004,500			
b Gross sales price for all assets on line 6a 29,637,859					
7 Capital gain net income (from Part IV, line 2)			4,004,500		
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)		394,562	394,562		
12 Total. Add lines 1 through 11		5,808,618	5,808,618		
13 Compensation of officers, directors, trustees, etc		360,000	18,000		342,000
14 Other employee salaries and wages		287,500	0		287,500
15 Pension plans, employee benefits		121,849	0		121,849
16a Legal fees (attach schedule)		17,237	0		17,237
b Accounting fees (attach schedule)		14,350	11,480		2,870
c Other professional fees (attach schedule)		511,587	365,800		145,787
17 Interest					
18 Taxes (attach schedule) (see instructions)		154,252	33,464		45,788
19 Depreciation (attach schedule) and depletion		10,775	0		
20 Occupancy		81,493	8,149		73,344
21 Travel, conferences, and meetings		28,605	0		28,605
22 Printing and publications					
23 Other expenses (attach schedule)		220,038	6,727		213,311
24 Total operating and administrative expenses.					
Add lines 13 through 23		1,807,686	443,620		1,278,291
25 Contributions, gifts, grants paid.		2,698,715			2,698,715
26 Total expenses and disbursements. Add lines 24 and 25		4,506,401	443,620		3,977,006
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		1,302,217			
b Net investment income (if negative, enter -0-)			5,364,998		
c Adjusted net income (if negative, enter -0-)					

	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		220,730	247,497	247,497
	2 Savings and temporary cash investments		7,304,772	3,858,170	3,858,170
	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)	26,501,848	39,829,044	49,651,544	
	c Investments—corporate bonds (attach schedule)	6,749,208	3,986,083	3,454,515	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	21,768,235	17,189,664	20,726,613	
	14 Land, buildings, and equipment basis ►	205,305			
	Less accumulated depreciation (attach schedule) ►	61,683			
	15 Other assets (describe ►)	154,397	143,622	143,622	
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	108,825,956	107,652,143	146,762,453	
		171,525,146	172,906,223	224,844,414	
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)	0	3,546	3,546	
	23 Total liabilities (add lines 17 through 22)	0	3,546	3,546	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	171,525,146	172,902,677		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions)	171,525,146	172,902,677		
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	171,525,146	172,906,223		

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	171,525,146
2	Enter amount from Part I, line 27a	2	1,302,217
3	Other increases not included in line 2 (itemize) ►	3	86,540
4	Add lines 1, 2, and 3	4	172,913,903
5	Decreases not included in line 2 (itemize) ►	5	11,226
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	172,902,677

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.)
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1a See Additional Data Table			
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)
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a See Additional Data Table			
b			
c			
d			
e			

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

(l) 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	
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	4,004,500
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	3,090,567	60,948,728	0 050708
2011	2,441,907	60,269,031	0 040517
2010	2,507,944	59,617,745	0 042067
2009	2,360,410	49,221,027	0 047955
2008	6,666,980	47,908,069	0 139162

2 Total of line 1, column (d).	2	0 320409
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 064082
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	71,321,859
5 Multiply line 4 by line 3.	5	4,570,447
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	53,650
7 Add lines 5 and 6.	7	4,624,097
8 Enter qualifying distributions from Part XII, line 4.	8	3,977,006

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	107,300
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	0
3	Add lines 1 and 2.	3	107,300
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	107,300
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	52,408
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	100,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	152,408
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	511
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	44,597
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 44,597 Refunded <input type="checkbox"/>	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?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, DE		
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? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14	The books are in care of ► <u>SANDRA CARNIELLI</u> Telephone no ► (212) 355-6269 Located at ► <u>1 EAST 53RD STREET NEW YORK NY</u> ZIP +4 ► <u>100224200</u>
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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year ►
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16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 20 of the instructions)?			
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?			
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)			
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
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?			

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))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
Organizations relying on a current notice regarding disaster assistance check here. ►				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT H HOROWITZ 1 EAST 53RD STREET NEW YORK, NY 10022-4200	PRESIDENT/TREAS/DIR 10 00	120,000	0	0
OLIVIER G BERNIER 1 EAST 53RD STREET NEW YORK, NY 10022-4200	VP/SECY/DIRECTOR 10 00	120,000	0	0
JANOS FARKAS 1 EAST 53RD STREET NEW YORK, NY 10022-4200	VP/ASST SECY/DIRECTOR 10 00	120,000	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA CARNIELLI 1 EAST 53RD STREET NEW YORK, NY 10022	EXECUTIVE DIRECTOR 40 00	195,000	11,553	0
LINDA AZARIAN 1 EAST 53RD STREET NEW YORK, NY 10022	ADMINISTRATIVE ASSIS 40 00	87,500	6,951	0
Total number of other employees paid over \$50,000.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CHARLES STUCKEY 1 EAST 53RD STREET NEW YORK, NY 10022	CONSULTING-CATALOGUE RAISONNE	85,020
CONSULTING SERVICES GROUP 6000 POPLAR AVENUE SUITE 325 MEMPHIS, TN 38119	INVESTMENT MANAGEMENT	60,000
ADVISORY RESEARCH 180 NORTH STETSON AVENUE SUITE 5500 CHICAGO, IL 60601	INVESTMENT MANAGEMENT	56,300
WESTFIELD CAPITAL MANAGEMENT ONE FINANCIAL CENTER 24TH FLOOR BOSTON, MA 02111	INVESTMENT MANAGEMENT	56,103
SMH CAPITAL 4800 OVERTON WOODS DRIVE 300 FORT WORTH, TX 76109	INVESTMENT MANAGEMENT	55,061
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 LENDING OF ARTWORK FOR DISPLAY AT VARIOUS EXHIBITIONS	172,870
2 COMPILATION OF THE WORK OF ARTIST YVES TANGUY INTO A CATALOGUE RAISONNE	89,820
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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	68,097,195
b	Average of monthly cash balances.	1b	4,310,784
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	72,407,979
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	72,407,979
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,086,120
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	71,321,859
6	Minimum investment return. Enter 5% of line 5.	6	3,566,093

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	3,566,093
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	107,300
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	107,300
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,458,793
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,458,793
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	3,458,793

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	3,977,006
b	Program-related investments—total from Part IX-B.	1b	0
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	3,977,006
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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).	6	3,977,006
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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				3,458,793
2 Undistributed income, if any, as of the end of 2013			0	
a Enter amount for 2012 only.		0		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	3,395,731			
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.	113,303			
f Total of lines 3a through e.	3,509,034			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 3,977,006			0	
a Applied to 2012, but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.			3,458,793	
e Remaining amount distributed out of corpus	518,213			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	4,027,247			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	3,395,731			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	631,516			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.	113,303			
e Excess from 2013.	518,213			

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

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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

SANDRA CARNIELLI
1 EAST 53RD STREET
NEW YORK, NY 10022
(212) 355-6269

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

LETTER

c Any submission deadlines

NONE

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

NONE

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 Paid during the year See Additional Data Table				
Total			► 3a	2,698,715
b Approved for future payment See Additional Data Table				
Total			► 3b	5,310,636

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	420	
5 Net rental income or (loss) from real estate			14	1,409,136	
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property.					
7 Other investment income.			15	394,562	
8 Gain or (loss) from sales of assets other than inventory			18	4,004,500	
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		5,808,618	
13 Total. Add line 12, columns (b), (d), and (e).			13		5,808,618

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

* * * * *

2014-11-11

* * * * *

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Signature of officer or trustee

Date

Title

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P0020807
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WILLIAM A VOGEL		employed	FO0209070
Firm's name	COOPERSMITH SIMON & VOGEL PC	Firm's EIN	27-0120069
Firm's address	50 CHARLES LINDBERGH BLVD STE 605 UNIONDALE, NY 11553	Phone no	(516)483-5800

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
HARBOR FUND-LONG TERM	P	2007-03-07	2013-08-30
SNOW CAPITAL-SHORT TERM	P		
SNOW CAPITAL-LONG TERM	P		
WENTWORTH HAUSER-SHORT TERM	P		
WENTWORTH HAUSER-LONG TERM	P		
ADVISORY RESEARCH-SHORT TERM	P		
ADVISORY RESEARCH-LONG TERM	P		
SMH CAPITAL-SHORT TERM	P		
SMH CAPITAL-SHORT TERM	P		
WCM INVESTMENT MGMT-SHORT TERM	P		
WCM INVESTMENT MGMT-LONG TERM	P		
WESTFIELD CAPITAL-SHORT TERM	P		
WESTFIELD CAPITAL-LONG TERM	P		
LIQUIDATION OF ASHMORE FUND	P		2013-08-09
MORGAN STANLEY-BUYWRITE-SHORT TERM	P		2013-12-31
PROCEEDS CLASS ACTION SETTLEMENTS	P		2013-12-31
SALE OF BOOKS	D		2013-12-31
SALE OF DRAWING	D		2013-12-31
SALE OF PRINTS	D		2013-12-31
THROUGH MEDELY OPPORTUNITY FD II	P		2013-12-31
MANAGED ACCOUNT PASSTHROUGH ENTITIES-SHORT TERM	P		2013-12-31
MANAGED ACCOUNT PASSTHROUGH ENTITIES-LONG TERM	P		2013-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,800,000		2,767,166	32,834
705,621		542,678	162,943
1,872,661		1,185,462	687,199
2,391		2,384	7
137,664		251,279	-113,615
352,786		341,796	10,990
2,156,935		1,416,832	740,103
2,978,097		2,906,123	71,974
3,184,953		3,610,470	-425,517
1,848,604		1,499,836	348,768
816,402		936,794	-120,392
2,565,271		2,300,278	264,993
2,038,238		1,412,923	625,315
6,590,382		5,485,032	1,105,350
72,225		99,296	-27,071
197			197
42,500		40,375	2,125
1,000,000		500,000	500,000
425,900		342,300	83,600
			4,869
			40
			2,756
47,032			47,032

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			32,834
			162,943
			687,199
			7
			-113,615
			10,990
			740,103
			71,974
			-425,517
			348,768
			-120,392
			264,993
			625,315
			1,105,350
			-27,071
			197
			2,125
			500,000
			83,600
			4,869
			40
			2,756
			47,032

Form 990PF Part XV Line 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 Paid during the year				
ALVIN AILEY DANCE FOUNDATION 405 WEST 55TH STREET NEW YORK, NY 10019	NONE	501(C)(3)	SUPPORT OF AILEY CAMP PROGRAM	15,000
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
ART TABLE INC 116 JOHN ST 822 NEW YORK, NY 10038	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	350
BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE, MD 21218	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	10,000
CENTER FOR CURATORIAL LEADERSHIP 174 EAST 80TH STREET NEW YORK, NY 10075	NONE	501(C)(3)	SUPPORT OF LEADERSHIP FELLOWS PROGRAM	100,000
COOL CULTURE 80 HANSON PLACE SUITE 604 BROOKLYN, NY 11217	NONE	501(C)(3)	SUPPORT OF FAMILY VISITATION TRACKING PROJECT	80,000
DRAWING CENTER 12 DESBROSSES STREET NEW YORK, NY 10013	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT EXHIBITION PROJECT, LISTTOTAL 11000, LISTTOTAL 0	1,000
EPIC THEATRE ENSEMBLE 55 WEST 39TH STREET 302 NEW YORK, NY 10018	NONE	501(C)(3)	SUPPORT OF EPIC NEXT PROGRAM	150,000
FRACTURED ATLAS 248 W 35TH STREET NEW YORK, NY 10001	NONE	501(C)(3)	PROFESSIONAL DEVELOPMENT PROGRAM	30,000
INTERNATIONAL FOUNDATION FOR ART RESEARCH 500 FIFTH AVENUE NEW YORK, NY 10110	NONE	501(C)(3)	IFAR JOURNAL & INSTITUTIONAL CAPACITY BUILDING	50,000
IRONDALE ENSEMBLE PROJECT 85 S OXFORD STREET BROOKLYN, NY 11217	NONE	501(C)(3)	THEATER ARTS EDUCATION PARTNERSHIP PROGRAM	100,000
METROPOLITAN OPERA LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	15,000
MORGAN LIBRARY 225 MADISON AVENUE NEW YORK, NY 10016	NONE	501(C)(3)	MODERN ART CURATORSHIP	50,000
MORGAN LIBRARY 225 MADISON AVENUE NEW YORK, NY 10016	NONE	501(C)(3)	UNDERWRITING SUPPORT OF MODERN DRAWING CURATORSHIP	20,000
MULTICULTURAL MUSIC GROUP INC 601 WALTON AVENUE BRONX, NY 10451	NONE	501(C)(3)	SUMMER BRIDGE PROGRAM FORMS 223	178,080
Total				3a 2,698,715

Form 990PF Part XV Line 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 Paid during the year				
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVENUE NEW YORK, NY 10029	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
NATIONAL GALLERY OF ART 6TH STREET CONSTITUTIONAL AVE NW WASHINGTON, DC 20004	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
NYC DEPARTMENT OF EDUCATION TWEED COURTHOUSE 52 CHAMBERS NEW YORK, NY 10007	NONE	501(C)(3)	ARTS PROGRAMS IN 5 NYC PUBLIC SCHOOLS	483,791
PARTNERSHIP FOR INNER-CITY EDUCATION 1011 FIRST AVENUE STE 1313 NEW YORK, NY 10022	NONE	501(C)(3)	ARTS PROGRAM AT IMMACULATE CONCEPTION SCHOOL	28,600
PHILADELPHIA MUSEUM OF ART PO BOX 7646 PHILADELPHIA, PA 19101	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	3,000
PLANNED PARENTHOOD MAR MONTE 1691 THE ALAMEDA SAN JOSE, CA 95126	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	2,000
SCHOOL OF AMERICAN BALLET LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	501(C)(3)	SUPPORT OF CULTURAL PROGRAM	25,000
SKOWHEGAN SCHOOL OF PAINTING AND SCULPTURE 200 PARK AVENUE SOUTH NEW YORK, NY 10003	NONE	501(C)(3)	FELLOWSHIPS FOR VISUAL ARTISTS	12,000
SOK SABAY ASSOCIATION PO BOX 427 PHNOM PENH 12000 CB	NONE	IRC SEC 509(A)(2)	GENERAL PROGRAM SUPPORT	22,100
STUDIO IN A SCHOOL 410 WEST 59TH STREET NEW YORK, NY 10019	NONE	501(C)(3)	SUPPORT OF VISUAL ARTS OUTREACH PROGRAM	30,000
STUDIO MUSEUM IN HARLEM 144 WEST 125TH STREET NEW YORK, NY 10027	NONE	501(C)(3)	ARTS IN FOCUS PROGRAM	5,000
THE NEW VICTORY THEATER 229 WEST 42ND STREET NEW YORK, NY 10036	NONE	501(C)(3)	GRANT TO DEVELOP NEW ARTS & EDUCATION INITIATIVE	150,000
THIRD STREET MUSIC SETTLEMENT 235 EAST 11TH STREET NEW YORK, NY 10003	NONE	501(C)(3)	SUPPORT OF TUITION ASSISTANCE PROGRAM	20,000
Total			► 3a	2,698,715

Form 990PF Part XV Line 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 Paid during the year				
VOLUNTEER LAWYERS FOR THE ARTS 1 EAST 53RD STREET SUITE 1401 NEW YORK, NY 10022	NONE	501(C)(3)	GENERAL SUPPORT OF LAW SCHOOL FOR VISUAL ARTISTS	10,000
WADSWORTH ATHENEUM MUSEUM OF ART 600 MAIN STREET HARTFORD, CT 06103	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
WHITNEY MUSEUM OF ART 945 MADISON AVENUE NEW YORK, NY 10021	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
YOUNG AUDIENCES NEW YORK 1 EAST 53RD STREET 7TH FL NEW YORK, NY 10022	NONE	501(C)(3)	VISUAL ART RESIDENCIES IN 4 NYC PUBLIC SCHOOLS	20,000
ARCHIVES OF AMERICAN ART 750 9TH STREET NW WASHINGTON, DC 20001	NONE	501(C)(3)	SUPPORT SPECIAL EDITION COMMEMORATING 100TH ANNIVERSARY OF THE ARMORY SHOW	25,234
CENTER FOR ARTS EDUCATION 266 WEST 37TH ST 9TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	SUPPORT OF THE ARTS SUPPORT INITIATIVE	40,000
DREAMYARD PROJECT 1085 WASHINGTON AVENUE BRONX, NY 10456	NONE	501(C)(3)	SUPPORT DREAMYARD'S PATHWAY PROGRAM	25,000
LEHMAN COLLEGE 250 BEDFORD PARK BLVD W NEW YORK, NY 10468	NONE	501(C)(3)	SUPPORT ARTS EDUCATION PROGRAM FOR STUDENTS IN THE BRONX	5,000
LITTLE ORCHESTRA SOCIETY 330 WEST 42ND STREET 12TH FLOOR NEW YORK, NY 10036	NONE	501(C)(3)	SUPPORT OF ARTS EDUCATION PROGRAM	25,000
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501(C)(3)	SUPPORT OF BALTHUS EXHIBITION	50,000
MT HOLYOKE COLLEGE ART MUSEUM LOWER LAKE ROAD SOUTH HADLEY, MA 01075	NONE	501(C)(3)	SUPPORT OF THE PROGRAM "THE MUSEUM AS CATALYST FOR THE CREATIVE CAMPUS"	56,500
PARTNERSHIP FOR INNER-CITY EDUCATION 1011 FIRST AVENUE STE 1313 NEW YORK, NY 10022	NONE	501(C)(3)	SUPPORT OF ARTS EDUCATION PROGRAM	52,250
READ ALLIANCE 80 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)(3)	SUPPORT READ ALLIANCE PROGRAM TEACHING READING SKILLS TO YOUNG STUDENTS	10,000
SOKOLOW THEATRE DANCE ENSEMBLE OLD CHELSEA STATION BOX 351 NEW YORK, NY 10113	NONE	501(C)(3)	SUPPORT LYRIC SUITE PROGRAM—"SOUNDS OF SOKOLOW"	3,500
AMERICAN FEDERATION OF ARTS 305 E 47TH ST 10 NEW YORK, NY 10017	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	25,000
Total				3a 2,698,715

Form 990PF Part XV Line 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 Paid during the year				
MUSE FILM AND TELEVISION 1 E 53RD ST 10 NEW YORK, NY 10022	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	17,500
DANCING CLASSROOMS 25 WEST 31ST STREET FOURTH FLOOR NEW YORK, NY 10001	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	25,000
THE BRONX MUSEUM OF THE ARTS 1040 GRAND CONCOURSE BRONX, NY 10456	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	25,000
BROADWAY HOUSING 583 RIVERSIDE DR NEW YORK, NY 10031	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	10,000
INSTITUTE OF FINE ARTS 1 EAST 78TH STREET NEW YORK, NY 10075	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	36,000
KIPPS NYC 520 8TH AVENUE SUITE 2005 NEW YORK, NY 10018	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	100,000
SONIDOS DE LA TIERRA MAYOR FLEITAS 564 ESQ CERRO COR ASUNCIN PA	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
GROUNDSWELL COMMUNITY MURAL PROJECT 540 PRESIDENT ST BROOKLYN, NY 11215	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	25,000
MORE ART 71 NASSAU ST NEW YORK, NY 10038	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	20,000
NEW YORK THEATRE WORKSHOP 79 E 4TH ST NEW YORK, NY 10003	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	25,000
CHRISTADORA 1 E 53RD ST 1401 NEW YORK, NY 10022	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
LA MAISON FRANCAISE 16 WASHINGTON MEWS NEW YORK, NY 10003	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	11,105
SILOCON VALLEY YOUTH BRIDGE 1142 KELSEY DRIVE SUNNYVALE, CA 94087	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	8,685
WQXR 160 VARICK STREET 8TH FL NEW YORK, NY 10013	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
THE SUSTAINABILITY LABORATORY 229 EAST 85TH STREET PO BOX 1571 NEW YORK, NY 10028	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	5,000
Total			► 3a	2,698,715

Form 990PF Part XV Line 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 Paid during the year				
THE HOTCHKISS SCHOOL 11 INTERLAKEN RD LAKEVILLE, CT 06039	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	4,000
OPERA OMNIA 3823 9TH ST LONG ISLAND CITY, NY 11101	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	10,000
THE NEW YORK NEW MUSIC ENSEMBLE 48 HORATIO STREET NEW YORK, NY 10004	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	8,000
ANIMAL RESCUE FUND 54 SIMMONS LANE BEACON, NY 12508	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	2,000
CLINICLOWNS PO BOX 1565 3800 BN AMERSFOORT NL	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	10,000
SOZIALPROJEKT P GEORG SPORSCHILL HOCHSTETTERGASSE 6 A-1020 VIENNA AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	10,000
VINCIRAST WOHRINGER STRASE 19 1090 WIEN AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
LIVE MUSIC NOW MUSIC BASE KINGS PLACE LONDON UK	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
FREUNDE DER ALBERTINA AUGUSTINERSTR 1 1090 WIEN AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
FREUNDESVEREIN LEOPOLD MUSEUM HAINBURGER STRASE 26/26 1030 WIEN AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
MAKART SOCIETY STUBENRING 5 1010 VIENNA AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
VEREIN DER FREUNDE DES KUNSTHISTORISCHEN HANUSCHGASSE 3 1ST FLOOR 1010 VIENNA AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
FREUNDE DES BELVEDERE PRINZ EUGEN-STRASE 27 WIEN AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
FREUNDE DES MUMOK MUSEUMSPLATZ 1 A-1070 WIEN AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
GESELLSCHAFT DER FREUNDE DER KUNST STONDEHAUSSTRASE 1 DOSSELDORF GM	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
Total				2,698,715
			► 3a	

Form 990PF Part XV Line 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 Paid during the year				
FREUNDE DES NHM MUSEUMSPLATZ 1 1070 VIENNA AU	NONE	FOREIGN IRC SEC 501(	GENERAL PROGRAM SUPPORT	1,000
CATALOGUE RAISSONNE SCHOLARS ASSOCIATION 400 WEST BROADWAY FLOOR 3 NEW YORK, NY 10012	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	20
FINE ARTS MUSEUMS 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
SFMOMA 51 YERBA BUENA LANE SAN FRANCISCO, CA 94103	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
SOLOMON R GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	1,000
MANHATTAN GRAPHICS CENTER 250 W 40TH NEW YORK, NY 10018	NONE	501(C)(3)	GENERAL PROGRAM SUPPORT	15,000
METROPOLITAN MUSEUM OF ART LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	501(C)(3)	40% INTEREST IN PAINTING BY BATHUS- LELIA CAETINI	360,000
Total			► 3a	2,698,715

TY 2013 Accounting Fees Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC

EIN: 13-3838457

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COOPERSMITH, SIMON & VOGEL	14,350	11,480		2,870

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

TY 2013 Depreciation Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC

EIN: 13-3838457

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2003-06-30	8,180	8,180	SL	5 000000000000	0	0		
LEASEHOLD IMPROVEMENTS	2008-06-30	38,005	4,383	SL	39 000000000000	974	0		
LEASEHOLD IMPROVEMENTS	2009-06-30	104,678	9,394	SL	39 000000000000	2,684	0		
FURNITURE AND FIXTURES	2009-06-30	40,710	20,356	SL	7 000000000000	5,816	0		
TELEPHONE EQUIPMENT	2009-06-30	3,871	1,936	SL	7 000000000000	553	0		
WEBSITE	2009-06-30	2,500	2,500	SL	3 000000000000	0	0		
FURNITURE AND FIXTURES	2006-06-30	4,238	3,936	SL	7 000000000000	302	0		
FURNITURE AND FIXTURES	2012-06-30	3,123	223	SL	7 000000000000	446	0		

TY 2013 Investments Corporate Bonds Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC

EIN: 13-3838457

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SMH CAPITAL	3,986,083	3,454,515

TY 2013 Investments Corporate Stock Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC
EIN: 13-3838457

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVISORY RESEARCH	4,809,637	6,721,712
SNOW CAPITAL	7,561,566	9,410,790
WENTWORTH HAUSER	4,007,785	5,065,987
WESTFIELD CAPITAL MANAGEMENT	7,065,067	9,833,714
FIDELITY FLOATING RATE HIGH INC FUND	3,561,558	3,614,632
WCM INVESTMENT MANAGEMENT	6,273,785	8,111,526
ALLIANZE GI CONVERTIBLE	3,708,298	3,832,391
MORGAN STANLEY-BUY WRITE	2,841,348	3,060,792

TY 2013 Investments - Other Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HARBOR BOND-INST	AT COST	3,712,365	3,755,074
IRONWOOD INTERNATIONAL LTD AB	AT COST	5,000,000	6,134,794
ASHMORE EMERGING MARKET DEBT FUND	AT COST	0	0
TITAN MASTERS INTERNATIONAL FD LTD	AT COST	5,000,000	7,359,446
MEDLEY OPPORTUNITY FUND II LP	AT COST	3,477,299	3,477,299

TY 2013 Land, Etc. Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	8,180	8,180	0	
LEASEHOLD IMPROVEMENTS	38,005	5,357	32,648	
LEASEHOLD IMPROVEMENTS	104,678	12,078	92,600	
FURNITURE AND FIXTURES	40,710	26,172	14,538	
TELEPHONE EQUIPMENT	3,871	2,489	1,382	
WEBSITE	2,500	2,500	0	
FURNITURE AND FIXTURES	4,238	4,238	0	
FURNITURE AND FIXTURES	3,123	669	2,454	

TY 2013 Legal Fees Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC

EIN: 13-3838457

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KIEJMAN MAREMBERT	17,237	0		17,237

TY 2013 Other Assets Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BOOKS,MAQUETTES AND ARTWORK	108,825,318	107,649,018	146,759,328
DUE FROM URSUS	638	3,125	3,125

TY 2013 Other Decreases Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Amount
UNREALIZED (LOSS) FROM PASSTHROUGH ENTITIES	11,226

TY 2013 Other Expenses Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSES	12,263	1,226		11,037
PAYROLL EXPENSE	2,225	0		2,225
DUES AND SUBSCRIPTIONS	1,992	0		1,992
INSURANCE	20,777	0		20,777
TELEPHONE AND INTERNET	6,200	0		6,200
OFFICE	11,485	0		11,485
POSTAGE & DELIVERY	2,825	0		2,825
DELAWARE AGENTS FEE	387	0		387
ARTWORK HANDLING	11,603	0		11,603
ARTWORK STORAGE	67,149	0		67,149
ARTWORK INSURANCE	54,080	0		54,080
CONSERVATION	12,625	0		12,625
PENSION SERVICES	4,039	0		4,039
CATALOGUE RAISONNE	4,800	0		4,800
NEW YORK STATE FILING FEE	1,500	0		1,500
BANK CHARGES AND TRANSACTION FEES	6,088	5,501		587

TY 2013 Other Income Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	394,562	394,562	394,562

TY 2013 Other Increases Schedule**Name:** THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Amount
UNREALIZED APPRECIATION ON DONATION	60,000
PRIOR PERIOD ADJUSTMENT	26,540

TY 2013 Other Liabilities Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Description	Beginning of Year - Book Value	End of Year - Book Value
PENSION PLAN PAYABLE	0	3,546

TY 2013 Other Professional Fees Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMH CAPITAL	55,061	55,061		0
ADVISORY RESEARCH	56,300	56,300		0
SNOW CAPITAL	48,188	48,188		0
CONSULTING SERVICES GROUP	60,000	60,000		0
WCM INVESTMENT MANAGEMENT	43,958	43,958		0
CHARLES STUCKEY	85,020	0		85,020
WENTWORTH HAUSER	39,417	39,417		0
WESTFIELD CAPITAL	56,103	56,103		0
CAROL FEINBERG	16,700	0		16,700
STEPHEN MACK	12,543	0		12,543
OTHER	31,524	0		31,524
MORGAN STANLEY	6,773	6,773		0

TY 2013 Taxes Schedule

Name: THE PIERRE & TANA MATISSE FOUNDATION INC**EIN:** 13-3838457

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	32,767	32,767		0
PAYROLL TAXES	46,485	697		45,788
EXCISE TAX	75,000	0		0