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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

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

2013

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

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

Name of foundation MOSTYN FOUNDATION INC C/O SILVERCREST ASSET MANAGEMENT		A Employer identification number 13-6171217
Number and street (or P O box number if mail is not delivered to street address) Room/suite 1330 AVENUE OF THE AMERICAS		B Telephone number (see instructions) (480) 305-2028
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		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"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,030,458	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,338	5,338	5,338	
	4 Dividends and interest from securities	84,391	84,391	84,391	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	458,195			
	b Gross sales price for all assets on line 6a 1,857,378				
	7 Capital gain net income (from Part IV, line 2)		458,195		
	8 Net short-term capital gain			18,977	
	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)	4,533	4,533	4,533		
12 Total. Add lines 1 through 11	552,457	552,457	113,239		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	675	675	675	
	b Accounting fees (attach schedule)	4,700	4,700	4,700	
	c Other professional fees (attach schedule)	48,334	48,334	48,334	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,422	483	483	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)	287	287	287		
24 Total operating and administrative expenses. Add lines 13 through 23	63,418	54,479	54,479	0	
25 Contributions, gifts, grants paid	465,500			465,500	
26 Total expenses and disbursements. Add lines 24 and 25	528,918	54,479	54,479	465,500	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	23,539				
b Net investment income (if negative, enter -0-)		497,978			
c Adjusted net income (if negative, enter -0-)			58,760		

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	164,931	158,385	158,385		
	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)	135,404 <input type="checkbox"/>	135,062	139,141		
	b	Investments—corporate stock (attach schedule)	3,284,656 <input type="checkbox"/>	3,366,976	5,591,478		
	c	Investments—corporate bonds (attach schedule)	88,466				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	51,863 <input type="checkbox"/>	88,436	141,454		
	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)	3,725,320	3,748,859	6,030,458			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	3,725,320	3,748,859			
	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)	3,725,320	3,748,859				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,725,320	3,748,859				

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	3,725,320
2	Enter amount from Part I, line 27a	2	23,539
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	3,748,859
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,748,859

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 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)	
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			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	458,195
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	18,977

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	293,750	4,834,006	0.060767
2011	314,613	4,908,630	0.064094
2010	270,000	4,493,413	0.060088
2009	259,666	3,930,104	0.066071
2008	318,149	4,769,682	0.066702
2	Total of line 1, column (d).		2 0.317722
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 0.063544
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 5,519,007
5	Multiply line 4 by line 3.		5 350,700
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 4,980
7	Add lines 5 and 6.		7 355,680
8	Enter qualifying distributions from Part XII, line 4.		8 465,500

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)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes amounts like 4,980, 6,000, 5,000, 11,000, and 6,020.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, tax returns, and substantial contributors. Includes Yes/No columns.

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? Website address N/A	13	Yes	
14	The books are in care of DANIEL LEVINE CPA Telephone no (480) 305-2028 Located at 17470 N PACESETTER WAY SCOTTSDALE AZ ZIP +4 85255			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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 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

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? <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 type="checkbox"/> Yes <input checked="" 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. <input type="checkbox"/>	1b		
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		
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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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 checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	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
ARTHUR B CHOATE 1390 S DIXIE HIGHWAY CORAL GABLES, FL 33146	PRESIDENT 1 00	0	0	0
NICHOLAS E CHRISTIN 2800 PONCE DE LEON BLVD CORAL GABLES, FL 33134	SECRETARY & 1 00	0	0	0
TIMOTHY S CHOATE 401 HOLLAND LANE ALEXANDRIA, VA 22314	TRUSTEE 1 00	0	0	0
STEPHANIE O CHOATE 1330 AVENUE OF THE AMERICAS NEW YORK, NY 10019	TRUSTEE 1 00	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,357,437
b	Average of monthly cash balances.	1b	245,616
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,603,053
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	5,603,053
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	84,046
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,519,007
6	Minimum investment return. Enter 5% of line 5.	6	275,950

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	275,950
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,980
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,980
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	270,970
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	270,970
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	270,970

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	465,500
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	465,500
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	4,980
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	460,520

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				270,970
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				88,367
b From 2009.				63,829
c From 2010.				46,551
d From 2011.				74,955
e From 2012.				57,989
f Total of lines 3a through e.	331,691			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>465,500</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				270,970
e Remaining amount distributed out of corpus	194,530			
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	526,221			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	88,367			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	437,854			
10 Analysis of line 9				
a Excess from 2009.				63,829
b Excess from 2010.				46,551
c Excess from 2011.				74,955
d Excess from 2012.				57,989
e Excess from 2013.				194,530

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

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 Additional Data Table				
Total				▶ 3a 465,500
b <i>Approved for future payment</i>				
Total				▶ 3b

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)
400-LINK REAL ESTATE INVST TRUST UNIT	P	2007-08-17	2013-01-03
1300-INNOPHOS HOLDINGS INC COM	P	2012-06-22	2013-02-26
34-VIRTUS INVST PARTNERS INC COM	P	2010-08-20	2013-04-09
96-RIT CAPITAL PARTNERS PLC SHS	P	2011-11-24	2013-05-21
500-LINK REAL ESTATE INVST TRUST UNIT	P	2007-08-29	2013-06-27
400-IBERIABANK CORP COM	P	2010-08-06	2013-08-09
83-MARKET VECTORS ETF TR GAMING ETF	P	2010-10-19	2013-10-21
190-WINTHROP RLTY TR SH BEN INT NEW	P	2012-02-29	2013-11-06
200-NORTHERN TR CORP COM	P	2011-10-24	2013-12-03
15-VIRTUS INVST PARTNERS INC COM	P	2010-08-12	2013-01-03
1400-HOSPIRA INC COM	P	2011-05-09	2013-02-28
3-VIRTUS INVST PARTNERS INC COM	P	2010-08-24	2013-04-09
115-RIT CAPITAL PARTNERS PLC SHS	P	2012-02-16	2013-05-21
11-VIRTUS INVST PARTNERS INC COM	P	2010-09-23	2013-06-27
143-ROUSE PPTYS INC COM	P	2012-06-25	2013-08-09
70-MARKET VECTORS ETF TR GAMING ETF	P	2010-10-27	2013-10-21
43-JARDINE STRATEGIC HLDGS LTD BM AD	P	2010-12-17	2013-11-11
800-PORTLAND GEN ELEC CO COM NEW	P	2009-04-14	2013-12-03
1500-AMERICAN WTR WKS CO INC NEW COM	P	2010-04-01	2013-01-28
400-HOSPIRA INC COM	P	2011-06-21	2013-02-28
0-ICAHN ENTERPRISES LP DEPOSITARY UN	P	2007-02-12	2013-04-15
41-RIT CAPITAL PARTNERS PLC SHS	P	2012-08-01	2013-05-21
800-MERCK & CO INC NEW COM	P	2006-11-03	2013-07-01
89-PRESTIGE BRANDS HLDGS INC COM	P	2009-12-22	2013-08-22
600-MERCK & CO INC NEW COM	P	2006-11-03	2013-10-22
172-JARDINE STRATEGIC HLDGS LTD BM A	P	2010-12-30	2013-11-11
550-ROSETTA RESOURCES INC COM	P	2010-09-28	2013-12-03
4000-FIRST NIAGARA FINL GP INC COM	P	2009-07-30	2013-01-28
500-HOSPIRA INC COM	P	2011-10-06	2013-02-28
300-WHARF HLDGS LTD ORD	P	2008-10-02	2013-05-02

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)
13-VIRTUS INVT PARTNERS INC COM	P	2010-09-23	2013-05-21
8-VIRTUS INVT PARTNERS INC COM	P	2010-09-23	2013-07-02
1800-BEACON ROOFING SUPPLY INC COM	P	2012-11-28	2013-08-28
600-MERCK & CO INC NEW COM	P	2009-10-22	2013-10-22
148-JARDINE STRATEGIC HLDGS LTD BM A	P	2010-12-30	2013-11-19
275-SMUCKER J M CO COM NEW	P	2009-04-01	2013-12-03
2000-FIRST NIAGARA FINL GP INC COM	P	2009-08-11	2013-01-28
500-LINK REAL ESTATE INVT TRUST UNIT	P	2007-08-17	2013-02-28
18-VIRTUS INVT PARTNERS INC COM	P	2010-08-24	2013-05-02
65-RIT CAPITAL PARTNERS PLC SHS	P	2012-08-01	2013-05-29
10-VIRTUS INVT PARTNERS INC COM	P	2010-10-13	2013-07-02
175-VOSTOK NAFTA INVT LTD DEP RECPT	P	2007-12-19	2013-09-19
600-WHARF HLDGS LTD ORD	P	2008-10-02	2013-10-22
62-JARDINE STRATEGIC HLDGS LTD BM AD	P	2011-01-07	2013-11-19
125-TELEDYNE TECHNOLOGIES INC COM	P	2012-01-31	2013-12-03
500-FIRST NIAGARA FINL GP INC COM	P	2009-11-03	2013-01-28
400-SINGAPORE EXCHANGE LTD ORD	P	2007-04-13	2013-02-28
25-VIRTUS INVT PARTNERS INC COM	P	2010-08-24	2013-05-03
95-RIT CAPITAL PARTNERS PLC SHS	P	2012-08-10	2013-05-29
22-VIRTUS INVT PARTNERS INC COM	P	2010-10-13	2013-07-09
300-WHARF HLDGS LTD ORD	P	2008-10-02	2013-09-25
175-BOB EVANS FARMS INC COM	P	2012-12-20	2013-10-23
3000-CISCO SYS INC COM	P	1993-08-31	2013-11-22
150-DENTSPLY INTL INC NEW COM	P	2012-07-06	2013-12-03
1000-FIRST NIAGARA FINL GP INC COM	P	2010-09-28	2013-01-28
1-LEUCADIA NATL CORP COM	P	2011-12-12	2013-03-01
1000-IBERIABANK CORP COM	P	2009-11-03	2013-05-06
101-REINET INVESTMENTS SCA SHS	P	2011-10-26	2013-05-29
18-VIRTUS INVT PARTNERS INC COM	P	2010-10-26	2013-07-18
200-FEI CO COM	P	2010-01-08	2013-10-02

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)
200-EOG RES INC COM	P	2012-07-03	2013-10-24
600-APPLIED INDL TECHNOLOGIES INC CO	P	2012-08-16	2013-12-03
175-WPX ENERGY INC COM	P	2012-02-01	2013-12-05
200-FEI CO COM	P	2010-01-08	2013-01-29
500-LINK REAL ESTATE INVT TRUST UNIT	P	2007-08-17	2013-03-06
4-VIRTUS INVT PARTNERS INC COM	P	2010-08-24	2013-05-06
110-REINET INVESTMENTS SCA SHS	P	2012-06-21	2013-05-29
300-OMNICOM GROUP INC COM	P	2010-09-28	2013-07-19
300-WHARF HLDGS LTD ORD	P	2008-10-02	2013-10-02
170-WINTHROP RLTY TR SH BEN INT NEW	P	2012-02-16	2013-10-30
200-AMERICAN WTR WKS CO INC NEW COM	P	2010-04-01	2013-12-03
1000-APPLIED INDL TECHNOLOGIES INC C	P	2012-08-16	2013-12-10
600-LINK REAL ESTATE INVT TRUST UNIT	P	2007-08-17	2013-01-30
3-VIRTUS INVT PARTNERS INC COM	P	2010-08-12	2013-03-19
85-RIT CAPITAL PARTNERS PLC SHS	P	2011-10-21	2013-05-08
25000-VERIZON GLOBAL FDG CORP	P	2008-01-16	2013-06-01
14-VIRTUS INVT PARTNERS INC COM	P	2010-10-26	2013-07-30
66-JARDINE STRATEGIC HLDGS LTD BM AD	P	2010-12-10	2013-10-02
98-WINTHROP RLTY TR SH BEN INT NEW	P	2012-02-22	2013-10-30
125-BOB EVANS FARMS INC COM	P	2012-12-20	2013-12-03
375-BOB EVANS FARMS INC COM	P	2012-12-20	2013-12-10
1200-ADVANCE AUTO PARTS INC COM	P	2011-08-29	2013-01-31
15-VIRTUS INVT PARTNERS INC COM	P	2010-08-20	2013-03-19
85-RIT CAPITAL PARTNERS PLC SHS	P	2011-10-26	2013-05-08
400-WHARF HLDGS LTD ORD	P	2008-10-02	2013-06-04
61-AMERICAN INTL GROUP INC COM NEW	P	2012-06-20	2013-08-07
82-JARDINE STRATEGIC HLDGS LTD BM AD	P	2010-12-10	2013-10-03
200-APPLIED INDL TECHNOLOGIES INC CO	P	2012-08-16	2013-10-31
200-CHEVRON CORP NEW COM	P	1997-08-07	2013-12-03
150-JARDINE STRATEGIC HLDGS LTD BM A	P	2011-01-07	2013-12-10

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)
150-ADVANCE AUTO PARTS INC COM	P	2012-08-06	2013-01-31
1300-GLOBAL LOGISTIC PROPERTIES LTD	P	2011-03-28	2013-03-25
30-RIT CAPITAL PARTNERS PLC SHS	P	2011-11-11	2013-05-08
5-VIRTUS INVT PARTNERS INC COM	P	2010-09-23	2013-06-04
15-AMERICAN INTL GROUP INC COM NEW	P	2012-10-04	2013-08-07
185-JARDINE STRATEGIC HLDGS LTD BM A	P	2010-12-17	2013-10-03
2000-METLIFE INC COM	P	2008-10-09	2013-10-31
175-DIAGEO P L C SPON ADR NEW	P	2008-01-31	2013-12-03
40-JARDINE STRATEGIC HLDGS LTD BM AD	P	2011-01-13	2013-12-10
40000-GENERAL ELECTRIC CO	P	2008-01-10	2013-02-01
1200-GLOBAL LOGISTIC PROPERTIES LTD	P	2011-03-28	2013-03-28
400-ACI WORLDWIDE INC COM	P	2011-06-01	2013-05-14
25-VIRTUS INVT PARTNERS INC COM	P	2010-09-23	2013-06-11
131-PENNEY J C INC COM	P	2013-01-15	2013-08-08
225-BOB EVANS FARMS INC COM	P	2012-12-20	2013-10-04
1128-METLIFE INC COM	P	2008-12-03	2013-10-31
200-FEI CO COM	P	2010-01-08	2013-12-03
574-PENN WEST PETE LTD NEW COM	P	2007-02-12	2013-12-17
500-MERCK & CO INC NEW COM	P	2006-11-03	2013-02-06
400-LINK REAL ESTATE INVT TRUST UNIT	P	2007-08-17	2013-03-28
21-VIRTUS INVT PARTNERS INC COM	P	2010-08-24	2013-05-14
1500-ORACLE CORP COM	P	2005-08-25	2013-06-14
17-VIRTUS INVT PARTNERS INC COM	P	2010-10-26	2013-08-08
3000-XYLEM INC COM	P	2013-02-07	2013-10-10
8-VIRTUS INVT PARTNERS INC COM	P	2010-10-26	2013-10-31
200-FEI CO COM	P	2010-05-26	2013-12-03
50-PENN WEST PETE LTD NEW COM	P	2007-03-02	2013-12-17
1000-LINK REAL ESTATE INVT TRUST UNI	P	2007-08-17	2013-02-06
20000-KOREA ELECTRIC PWR	P	2008-02-06	2013-04-01
1-VIRTUS INVT PARTNERS INC COM	P	2010-09-23	2013-05-14

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)
1500-ORACLE CORP COM	P	2005-09-23	2013-06-14
500-IBERIABANK CORP COM	P	2009-11-03	2013-08-09
88-MARKET VECTORS ETF TR GAMING ETF	P	2010-10-06	2013-10-21
26-VIRTUS INVT PARTNERS INC COM	P	2010-11-10	2013-10-31
200-HALLIBURTON CO COM	P	2008-12-19	2013-12-03
131-PRESTIGE BRANDS HLDGS INC COM	P	2009-12-22	2013-02-21
550-ACCENTURE PLC IRELAND SHS CLASS	P	2009-03-23	2013-04-03
56-RIT CAPITAL PARTNERS PLC SHS	P	2011-11-11	2013-05-21
500-LINK REAL ESTATE INVT TRUST UNIT	P	2007-08-17	2013-06-27
300-IBERIABANK CORP COM	P	2010-05-19	2013-08-09
128-MARKET VECTORS ETF TR GAMING ETF	P	2010-10-14	2013-10-21
86-WINTHROP RLTY TR SH BEN INT NEW	P	2012-02-22	2013-11-06
1000-NORTHERN TR CORP COM	P	2010-09-28	2013-12-03

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)
1,972		780	1,192
60,727		67,232	-6,505
6,165		886	5,279
1,833		1,921	-88
2,410		1,005	1,405
22,644		21,458	1,186
4,281		2,403	1,878
2,142		2,193	-51
11,649		8,127	3,522
1,870		386	1,484
41,285		79,094	-37,809
544		80	464
2,196		2,256	-60
2,021		317	1,704
3,024		1,919	1,105
3,611		2,106	1,505
699		565	134
23,448		13,407	10,041
55,992		32,714	23,278
11,796		22,190	-10,394
7		12	-5
783		776	7
37,075		36,320	755
2,892		699	2,193
27,859		27,240	619
2,797		2,369	428
28,175		12,612	15,563
31,366		53,433	-22,067
14,745		18,868	-4,123
2,681		818	1,863

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)
3,173		375	2,798
1,407		231	1,176
65,785		54,672	11,113
27,859		19,313	8,546
2,417		2,039	378
28,809		10,128	18,681
15,683		26,879	-11,196
2,673		975	1,698
3,435		478	2,957
1,232		1,231	1
1,758		340	1,418
		14,578	-14,578
5,358		1,636	3,722
1,012		914	98
11,380		7,066	4,314
3,921		6,295	-2,374
2,440		1,898	542
5,098		664	4,434
1,800		1,788	12
3,979		748	3,231
2,688		818	1,870
10,094		7,234	2,860
64,019		4,150	59,869
7,063		5,569	1,494
7,842		11,448	-3,606
17		10	7
46,021		42,873	3,148
2,090		1,721	369
3,442		657	2,785
17,203		4,663	12,540

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)
35,877		18,481	17,396
28,661		24,495	4,166
3,274		2,913	361
12,234		4,664	7,570
2,665		975	1,690
814		106	708
2,276		2,003	273
19,495		11,720	7,775
2,583		818	1,765
2,007		2,010	-3
8,302		4,362	3,940
47,298		40,824	6,474
3,085		1,170	1,915
544		77	467
1,672		1,792	-120
25,000		24,999	1
2,622		511	2,111
1,111		885	226
1,157		1,137	20
6,911		5,167	1,744
19,275		15,503	3,772
88,237		71,595	16,642
2,721		391	2,330
1,672		1,789	-117
3,616		1,090	2,526
2,923		1,944	979
1,362		1,099	263
9,652		8,165	1,487
24,410		5,759	18,651
2,385		2,210	175

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)
11,030		10,306	724
2,735		1,876	859
590		637	-47
1,155		144	1,011
719		526	193
3,073		2,430	643
95,203		57,514	37,689
21,988		14,144	7,844
636		559	77
40,000		40,000	
2,539		1,732	807
17,982		12,650	5,332
5,878		720	5,158
1,788		2,390	-602
12,626		9,301	3,325
53,695		27,941	25,754
17,994		4,663	13,331
4,782		17,111	-12,329
20,537		22,700	-2,163
2,160		780	1,380
4,837		558	4,279
50,628		19,515	31,113
3,218		620	2,598
83,113		81,053	2,060
1,665		292	1,373
17,994		4,155	13,839
417		1,458	-1,041
5,290		1,950	3,340
20,000		20,000	
230		29	201

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)
50,628		18,675	31,953
28,305		21,437	6,868
4,539		2,551	1,988
5,411		1,008	4,403
10,393		3,456	6,937
3,115		1,028	2,087
41,977		17,141	24,836
1,069		1,190	-121
2,410		975	1,435
16,983		17,447	-464
6,602		3,834	2,768
969		998	-29
58,247		47,458	10,789

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	
			1,192
			-6,505
			5,279
			-88
			1,405
			1,186
			1,878
			-51
			3,522
			1,484
			-37,809
			464
			-60
			1,704
			1,105
			1,505
			134
			10,041
			23,278
			-10,394
			-5
			7
			755
			2,193
			619
			428
			15,563
			-22,067
			-4,123
			1,863

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	
			2,798
			1,176
			11,113
			8,546
			378
			18,681
			-11,196
			1,698
			2,957
			1
			1,418
			-14,578
			3,722
			98
			4,314
			-2,374
			542
			4,434
			12
			3,231
			1,870
			2,860
			59,869
			1,494
			-3,606
			7
			3,148
			369
			2,785
			12,540

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	
			17,396
			4,166
			361
			7,570
			1,690
			708
			273
			7,775
			1,765
			-3
			3,940
			6,474
			1,915
			467
			-120
			1
			2,111
			226
			20
			1,744
			3,772
			16,642
			2,330
			-117
			2,526
			979
			263
			1,487
			18,651
			175

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	
			724
			859
			-47
			1,011
			193
			643
			37,689
			7,844
			77
			807
			5,332
			5,158
			-602
			3,325
			25,754
			13,331
			-12,329
			-2,163
			1,380
			4,279
			31,113
			2,598
			2,060
			1,373
			13,839
			-1,041
			3,340
			201

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	
			31,953
			6,868
			1,988
			4,403
			6,937
			2,087
			24,836
			-121
			1,435
			-464
			2,768
			-29
			10,789

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 <i>Paid during the year</i>				
AMERICAN RED CROSS AMERICAN RED CROSS PO BOX 4002018 PO BOX 4002018 DES MOINES,IA 50340		PUBLIC	GENERAL EXPENSES	10,000
AMERICAN SCORES NATIONAL OFFICE AMERICAN SCORES NATIONAL OFFICE 520 8TH AVENUE 520 8TH AVENUE NEW YORK,NY 10018		PUBLIC	GENERAL EXPENSES	5,000
AMERICAN SKIN ASSOCIATION AMERICAN SKIN ASSOCIATION 6 EAST 43RD STREET 6 EAST 43RD STREET NEW YORK,NY 10017		PUBLIC	GENERAL EXPENSES	1,500
BERMUDA BIOLOGICAL STATION BERMUDA BIOLOGICAL STATION 17 BIOLOGICAL LANE 17 BIOLOGICAL LANE ST GEORGES,FL 33037		PUBLIC	GENERAL EXPENSE	100,000
BERMUDA INSTITUTE OF OCEAN SCIENCES BERMUDA INSTITUTE OF OCEAN SCIENCES FERRY REACH FERRY REACH ST GEORGES,FL 33037		PUBLIC	GENERAL EXPENSE	10,000
BONEFISH & TARPON TRUST BONEFISH & TARPON TRUST 24 DOCKSIDE LANE 24 DOCKSIDE LANE KEY LARGO,FL 33037		PUBLIC	GENERAL EXPENSES	5,000
COLLEGE BOUND COLLEGE BOUND 1200 SOUTH AVE STE 202 1200 SOUTH AVE STE 202 STATEN ISLAND,NY 10314		PUBLIC	GENERAL EXPENSES	4,000
DIABETES RESEARCH INST DIABETES RESEARCH INSTITUTE 200 S PARK ROAD 200 S PARK ROAD HOLLYWOOD,FL 33021		PUBLIC	GENERAL EXPENSES	36,500
FARM AID FARM AID 501 CAMBRIDGE STREET 501 CAMBRIDGE STREET CAMBRIDGE,MA 02141		PUBLIC	GENERAL EXPENSES	6,000
FOUNDATION FOR NAT'L INST OF HEALTH FOUNDATON FOR NAT'L INST OF HEALTH 9650 ROCKVILLE PIKE 9650 ROCKVILLE PIKE BETHESDA,MD 20814		PUBLIC	GENERAL EXPENSE	10,000
FREE ARTS OF NYC FREE ARTS OF NYC 1431 BROADWAY 7TH FL 1431 BROADWAY 7TH FL NEW YORK,NY 10018		PUBLIC	GENERAL EXPENSES	50,000
GENETICS POLICY INSTITUTE GENETICS POLICY INSTITUTE 11924 FOREST HILL BLVD 11924 FOREST HILL BLVD WELLINGTON,FL 33414		PUBLIC	GENERAL EXPENSES	40,000
INT'L GAMEFISH ASSN INTERNAL GAMEFISH ASSOCIATION 300 GULF STREAM WAY 300 GULF STREAM WAY DANIA BEACH,FL 33004		PUBLIC	MARINE CONSERVATION	5,000
JUVENILE DIABETICS RESEAR JUVENILE DIABETICS RESEARCH FOUNDATION 120 WALL STREET 19TH FLR 120 WALL STREET 19TH FLR NEW YORK,NY 10005		PUBLIC	MEDICAL FUND	15,000
MIAMI PROJ TO CURE PARALY MIAMI PROJECT TO CURE PARALYSIS PO BOX 16960 PO BOX 16960 MIAMI,FL 33101		PUBLIC	GENERAL EXPENSES	10,000
Total				465,500

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 <i>Paid during the year</i>				
MAMMOTH MEDICAL MISSIONS INC MAMMOTH MEDICAL MISSIONS INC PO BOX 100 PMB 480 PO BOX 100 PMB 480 MOMMOTH LAKES, CA 93546		PUBLIC	GENERAL EXPENSE	5,000
MATTHEW 25 MINISTRIES MATTHEW 25 MINISTRIES 11060 KENWOOD RD 11060 KENWOOD RD BLUE ASH, OH 45242		PUBLIC	GENERAL EXPENSE	10,000
MAULI OLA FOUNDATION MAULI OLA FOUNDATION 1205 VICTORY WALK 1205 VICTORY WALD LAGUNA BEACH, CA 92651		PUBLIC	GENERAL EXPENSES	2,500
MOVEMBER MOVEMBER PO BOX 1595 PO BOX 1595 CULVER CITY, CA 90232		PUBLIC	GENERAL EXPENSES	5,000
MRSA SURVIVORS NETWORK MRSA SURVIVORS NETWORK PO BOX 241 PO BOX 241 HINSDALE, IL 60522		PUBLIC	GENERAL EXPENSES	1,500
NAT'L COALITION MARINE CO NAT'L COALITION FOR MARINE CONSERVATION 3 WEST MARKET STREET 3 WEST MARKET STREET LEESBURG, VA 20176		PUBLIC	MARINE CONSERVATION	60,000
NAT'L ASSN FOR CHILDREN OF ALCOHOLI NAT'L ASSN FOR CHILDREN OF ALCOHOLICS 11426 ROCKVILLE PIKE STE 11426 ROCKVILLE PIKE ROCKVILLE, MD 20852		PUBLIC	GENERAL EXPENSES	10,000
NETHOPE INC NETHOPE INC 10615 JUDICIAL DRIVE 10615 JUDICIAL DRIVE FAIRFAX, VA 22030		PUBLIC	GENERAL EXPENSES	7,500
NORTH CONWAY COMMUNITY CENTER NORTH CONWAY COMMUNITY CENTER 2628 WHITE MOUNTAIN HWY 2628 WHITE MOUNTAIN HWY NORTH CONWAY, NH 03860		PUBLIC	GENERAL EXPENSES	5,000
ONE ACRE FUND ONE ACRE FUND 2355 FAIRVIEW AVE 2355 FAIRVIEW AVE ROSEVILLE, MN 55113		PUBLIC	GENERAL EXPENSES	10,500
REMOTE AREA MEDICAL FOUNDATION REMOTE AREA MEDICAL FOUNDATION 1834 BEECH STREET 1934 BEECH STREET KNOXVILLE, TN 37920		PUBLIC	GENERAL EXPENSES	2,000
SADIE NASH LEADERSHIP PROJECT SADIE NASH LEADERSHIP PROJECT 4 WEST 43RD STREET 4 WEST 43RD STREET NEW YORK, NY 10036		PUBLIC	GENERAL EXPENSES	2,500
SAFE SHORES DC CHILDRENS ADVOCACY SAFE SHORES C CHILDRENS ADVOCY 429 O STREET NW 429 O STREET NW WASHINGTON, DC 20001		PUBLIC	GENERAL EXPENSES	5,000
SPECIAL OPERATION WARRIOR FOUNDATIO SPECIAL OPERATIONN WARRIOR FOUNDATION P O BOX 13483 P O BOX 13483 TAMPA, FL 336813483		PUBLIC	GENERAL EXPENSES	6,000
THOMAS TYLER BRINGLEY SCHOLARS THOMAS TYLER BRINGLEY SCHOLARS 251 MERCER ST 251 MERCER ST NEW YORK, NY 10012		PUBLIC	GENERAL EXPENSES	5,000
Total				465,500

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 <i>Paid during the year</i>				
UNITED SERVICE ORGANIZATIONS UNITED SERVICE ORGANIZATIONS PO BOX 96322 PO BOX 96322 WASHINGTON,DC 20090		PUBLIC	GENERAL EXPENSES	10,000
ORGANIC CONSUMERS FUND ORGANIC CONSUMERS FUND 6771 SOUTH SILVER HILL DR 6771 SOUTH SILVER HILL DR FINLAND,MN 55603		PUBLIC	GENERAL EXPENSES	10,000
Total				465,500

TY 2013 Accounting Fees Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	4,700	4,700	4,700	

TY 2013 Compensation Explanation

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Person Name	Explanation
ARTHUR B CHOATE	
NICHOLAS E CHRISTIN	
TIMOTHY S CHOATE	
STEPHANIE O CHOATE	

**TY 2013 Investments Corporate
Bonds Schedule**

Name: MOSTYN FOUNDATION INC
C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS		

**TY 2013 Investments Corporate
Stock Schedule**

Name: MOSTYN FOUNDATION INC
C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES	3,366,976	5,591,478

**TY 2013 Investments Government
Obligations Schedule**

Name: MOSTYN FOUNDATION INC
C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

**US Government Securities - End of
Year Book Value:** 135,062

**US Government Securities - End of
Year Fair Market Value:** 139,141

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Other Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE INVESTMENT TRUSTS	AT COST	88,436	141,454

TY 2013 Legal Fees Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	675	675	675	

TY 2013 Other Expenses Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK SERVICE FEE	152	152	152	
NYS PUBLICATION FEE	135	135	135	

TY 2013 Other Income Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BLACKSTONE GROUP LP	501	501	501
BROOKFIELD PROPERTY PARTNERS	99	99	99
ICAHN ENTERPRISES LP	1,766	1,766	1,766
OAKTREE CAPITAL GROUP LLC	2,167	2,167	2,167

TY 2013 Other Professional Fees Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	34,730	34,730	34,730	
CUSTODY FEES	13,604	13,604	13,604	

TY 2013 Taxes Schedule

Name: MOSTYN FOUNDATION INC

C/O SILVERCREST ASSET MANAGEMENT

EIN: 13-6171217

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	483	483	483	
FEDERAL EXCISE TAX	8,939			