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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 separate instructions is at www.irs.gov/form990pf.

2013

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE HENRY L. AND GRACE DOHERTY CHARITABLE FOUNDATION, INC.		A Employer identification number 13-6401292
Number and street (or P O box number if mail is not delivered to street address) MCGRATH, DOYLE&PHAIR, 150 BROADWAY		Room/suite 1212
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10038		B Telephone number (212) 571-2300
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization <input 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		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 21,235,838.	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Other (specify) _____	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"/>
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))		(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)
Revenue		N/A
1 Contributions, gifts, grants, etc., received		
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B		
3 Interest on savings and temporary cash investments		
4 Dividends and interest from securities	335,625.	335,625.
5a Gross rents		STATEMENT 1
b Net rental income or (loss)		
6a Net gain or (loss) from sale of assets not on line 10	1,996,622.	
b Gross sales price for all assets on line 6a	3,537,643.	
7 Capital gain net income (from Part IV, line 2)		1,996,622.
8 Net short-term capital gain		
9 Income modifications		
Gross sales less returns and allowances		
10a		
b Less Cost of goods sold		
c Gross profit or (loss)		
11 Other income	40,892.	40,892.
12 Total. Add lines 1 through 11	2,373,139.	2,373,139.
Operating and Administrative Expenses		STATEMENT 2
13 Compensation of officers, directors, trustees, etc	73,000.	73,000.
14 Other employee salaries and wages		
15 Pension plans, employee benefits		
16a Legal fees		
b Accounting fees	STMT 3 16,500.	2,000.
c Other professional fees	STMT 4 103,972.	103,972.
17 Interest		
18 Taxes	STMT 5 35,992.	13,405.
19 Depreciation and depletion		
20 Occupancy		
21 Travel, conferences, and meetings	18,579.	0.
22 Printing and publications		18,579.
23 Other expenses	STMT 6 12,049.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	260,092.	119,377.
25 Contributions, gifts, grants paid	703,650.	953,650.
26 Total expenses and disbursements Add lines 24 and 25	963,742.	119,377.
27 Subtract line 26 from line 12	1,409,397.	
a Excess of revenue over expenses and disbursements		
b Net investment income (if negative, enter -0-)		2,253,762.
c Adjusted net income (if negative, enter -0-)		N/A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	52,797.	102,464.	102,464.
	2	Savings and temporary cash investments	765,496.	758,087.	758,087.
	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			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use	5,895.	8,308.	8,308.
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock	8,558,508.	9,208,529.	18,392,843.
	c	Investments - corporate bonds	99,731.	201,938.	204,709.
	11	Investments - land, buildings and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	1,185,396.	1,563,050.	1,757,770.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►) STATEMENT 10)	0.	11,657.	11,657.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	10,667,823.	11,854,033.	21,235,838.
Liabilities	17	Accounts payable and accrued expenses	41,912.	68,725.	
	18	Grants payable	250,000.		
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►))			
	23	Total liabilities (add lines 17 through 22)	291,912.	68,725.	
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	10,375,911.	11,785,308.	
	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	10,375,911.	11,785,308.	
	31	Total liabilities and net assets/fund balances	10,667,823.	11,854,033.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,375,911.
2	Enter amount from Part I, line 27a	2	1,409,397.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	11,785,308.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,785,308.

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 SCHEDULE ATTACHED			P		
b GAIN FROM PUBLICLY TRADED L.P.					
c CAPITAL GAINS DIVIDENDS					
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 3,526,122.		1,547,358.	1,978,764.		
b			6,337.		
c 11,521.			11,521.		
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) FMV as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			1,978,764.		
b			6,337.		
c			11,521.		
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	1,996,622.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				N/A	
If gain, also enter in Part I, line 8, column (c)					
If (loss), enter -0- in Part I, line 8					

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 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	987,898.	17,212,812.	.057393
2011	1,156,988.	17,295,342.	.066896
2010	920,649.	15,789,089.	.058309
2009	817,900.	14,446,263.	.056617
2008	1,070,967.	20,762,547.	.051582

2 Total of line 1, column (d)

2 .290797

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 .058159

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 17,986,993.

5 Multiply line 4 by line 3

5 1,046,106.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 22,538.

7 Add lines 5 and 6

7 1,068,644.

8 Enter qualifying distributions from Part XII, line 4

8 1,071,778.

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

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CHARITABLE FOUNDATION, INC.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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 2 3 4 5	22,538. 0. 22,538. 0. 22,538.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" 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-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 6b 6c 6d	30,895.
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d	7	30,895.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	49.
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	8,308.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	11	0.

Part VII-A Statements Regarding Activities

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? Yes No 1a

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. 1b

c Did the foundation file Form 1120-POL for this year? 1c

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* 3

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a
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?
If "Yes," attach the statement required by General Instruction T. 5

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

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* 7

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY, DE N/A

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* 8b

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV* 9

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* 10

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CHARITABLE FOUNDATION, INC.

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► MCGRATH, DOYLE & PHAIR Located at ► 150 BROADWAY, SUITE 1212, NEW YORK, NY	Telephone no ► 212-571-2300 ZIP+4 ► 10038
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <input type="checkbox"/>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	► <input type="checkbox"/> 15 N/A 16 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	<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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	
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? If "Yes," list the years ►	
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) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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.) Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	
3b	N/A	
4a	N/A	
4b	X	

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CHARITABLE FOUNDATION, INC.

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

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A



5b

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? N/A

- Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

- Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

- Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
SEE STATEMENT 11		73,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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



0

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10-10-13

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BECK, MACK & OLIVER 330 MADISON AVENUE, NEW YORK, NY 10017	INVESTMENT ADVISORY	95,608.

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

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

1	N/A	Amount
2		
3		
All other program-related investments. See instructions		
3		

Total. Add lines 1 through 3 ► 0.

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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	18,207,421.
b Average of monthly cash balances	1b	53,486.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	18,260,907.
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	18,260,907.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	273,914.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,986,993.
6 Minimum investment return Enter 5% of line 5	6	899,350.

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	899,350.
2a Tax on investment income for 2013 from Part VI, line 5	2a	22,538.
b Income tax for 2013 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	22,538.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	876,812.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	876,812.
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	876,812.

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	1,071,778.
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		
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	1,071,778.
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	5	22,538.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,049,240.

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

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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				876,812.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011	305,438.			
e From 2012	142,917.			
f Total of lines 3a through e	448,355.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 1,071,778.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				876,812.
e Remaining amount distributed out of corpus	194,966.			
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:	643,321.			
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 instr				0.
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	643,321.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	305,438.			
d Excess from 2012	142,917.			
e Excess from 2013	194,966.			

THE HENRY L. AND GRACE DOHERTY
CHARITABLE FOUNDATION, INC.

Form 990-PF (2013)

13-6401292 Page 11

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 SCHEDULE ATTACHED	NO INDIVIDUALS	ALL PUBLIC CHARITIES	GENERAL SUPPORT	953,650.
Total			► 3a	953,650.
b Approved for future payment				
NONE				
Total			► 3b	0.

323611
10-10-13

Form 990-PF (2013)

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	335,625.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	40,892.	
8 Gain or (loss) from sales of assets other than inventory			18	1,996,622.	
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.		2,373,139.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		2,373,139.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

	Yes	No
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?		
a Transfers from the reporting foundation to a noncharitable exempt organization		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

10/28/14
Date

► PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	NICHOLAS JACANGELO	<i>Nicholas Jacangelo</i>	10/23/14		P01452105
	Firm's name ► MCGRATH, DOYLE & PHAIR			Firm's EIN ► 13-5559072	
Firm's address ► 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038-4499			Phone no		

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SOUND POINT	1,267.	0.	1,267.	1,267.	
STATE STREET BANK, NOMINEE	321,518.	11,521.	309,997.	309,997.	
STATE STREET BANK, NOMINEE	21,574.	0.	21,574.	21,574.	
STATE STREET BANK, NOMINEE	2,787.	0.	2,787.	2,787.	
TO PART I, LINE 4	<u>347,146.</u>	<u>11,521.</u>	<u>335,625.</u>	<u>335,625.</u>	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTCO PARTNERS	-31.	-31.	
NIBMO PARTNERS	2,328.	2,328.	
ROBCO IV PARTNERS	20,824.	20,824.	
ANTEX PARTNERS	1,916.	1,916.	
ROBCO VI	-1,130.	-1,130.	
JCFCO PARTNERS	-2,823.	-2,823.	
TRIFLOW PARTNERS	6,286.	6,286.	
ROBCO V PARTNERS	10,074.	10,074.	
PUBLICLY TRADED L.P.	3,448.	3,448.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<u>40,892.</u>	<u>40,892.</u>	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	16,500.	2,000.		14,500.
TO FORM 990-PF, PG 1, LN 16B	<u>16,500.</u>	<u>2,000.</u>		<u>14,500.</u>

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	95,608.	95,608.		0.
CUSTODIAN FEES	8,364.	8,364.		0.
TO FORM 990-PF, PG 1, LN 16C	103,972.	103,972.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	22,587.	0.		0.
FOREIGN TAX	13,405.	13,405.		0.
TO FORM 990-PF, PG 1, LN 18	35,992.	13,405.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	5,176.	0.		5,176.
STATE FILING FEES	750.	0.		750.
D&O INSURANCE	646.	0.		646.
TELEPHONE	1,721.	0.		1,721.
WESTY'S STORAGE	3,756.	0.		3,756.
TO FORM 990-PF, PG 1, LN 23	12,049.	0.		12,049.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	9,208,529.	18,392,843.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,208,529.	18,392,843.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	201,938.	204,709.
TOTAL TO FORM 990-PF, PART II, LINE 10C	201,938.	204,709.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	COST	605,038.	640,473.
SEE SCHEDULE ATTACHED	COST	536,887.	556,597.
SEE SCHEDULE ATTACHED	COST	421,125.	560,700.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,563,050.	1,757,770.

FORM 990-PF

OTHER ASSETS

STATEMENT

10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST PURCHASED	0.	825.	825.
ACCRUED DIVIDENDS RECEIVABLE	0.	10,832.	10,832.
TO FORM 990-PF, PART II, LINE 15	0.	11,657.	11,657.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER R. BROWN 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	PRESIDENT/DIRECTOR 10.00	28,000.	0.	0.
JEFFREY MASTERSON 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	6,000.	0.	0.
JAMES R. BILLINGSLEY 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	V.P., TREAS./DIRECTOR 4.00	6,000.	0.	0.
HELEN LEE BILLINGSLEY 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	6,000.	0.	0.
KIYOKO BROWN 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 2.00	6,000.	0.	0.
JAMES R. BILLINGSLEY, JR. 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	SECRETARY/DIRECTOR 6.00	15,000.	0.	0.
JACOB C. RARDIN IV 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	6,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		73,000.	0.	0.

The Henry L and Grace Doherty
Charitable Foundation, Inc
GAINS/LOSSES 2013

<u>Description</u>	No. Shs or Face Value		<u>Date Acquired</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain Loss</u>
ABBVIE INC	12,400	Jun 16, 1988	Jan 18, 2013	\$ 459,503	\$ 34,106	\$ 425,397	
Axis Cap	2,100	Mar 12,2010	Feb 27, 2013	84,759	66,944	17,815	
Crimson Wine Group	4,060	Jan 26, 1994	Feb 27, 2013	34,510	4,619	29,891	
Axis Cap	1,000	Mar 12,2010	Feb 28, 2013	40,555	31,878	8,677	
Merck &Co	600	Mar 18, 2001	Mar 14, 2013	26,419	32,880	(6,461)	
Merck &Co	200	Mar 16, 2009	Mar 14, 2013	8,806	7,564	1,242	
Brookfield Property Partners	frac sh	Apr 15, 2913	Apr 15, 2013	6	6	-	
M&T Bank Corp	400	Jan 8,1988	May 17, 2013	42,231	1,658	40,573	
Waters Corp	400	May 1, 2002	May 17, 2013	38,967	10,836	28,131	
Brookfield Asset Mgmt	1,000	Jan 8,2008	May 17, 2013	38,118	33,380	4,738	
Leucadia National Corp	2,000	Jan 26, 1994	May 17, 2013	63,906	7,846	56,060	
Kraton Performance Polymers Inc	1,100	Nov 23, 2011	Aug 6, 2013	22,060	19,878	2,182	
Lowes Cos Inc	700	Jan 7, 2011	Aug 8, 2013	32,254	16,839	15,415	
Lowes Cos Inc	700	Jan 7, 2011	Aug 14, 2013	31,941	16,840	15,101	
M&T Bank Corp	400	Jan 8, 1988	Sep 6, 2013	45,887	1,658	44,229	
Merck &Co	1,000	Dec 16, 2009	Sep 6, 2013	47,538	37,822	9,716	
Renaissance Re Hldgs	400	Dec 21, 2009	Sep 6, 2013	34,555	20,816	13,739	
Roper Inds	1,000	Sep 7, 1994	Sep 6, 2013	126,474	5,578	120,896	
Leucadia National Corp	1,000	Jan 26, 1994	Sep 6, 2013	26,570	3,923	22,647	
Axis Cap	2,000	Jun 9, 2010	Sep 6, 2013	84,447	63,469	20,978	
Baxter Intl	1,000	Nov 22, 2002	Sep 6, 2013	70,191	31,299	38,892	
Waters Corp	700	May 1, 2002	Sep 6, 2013	71,332	18,963	52,369	
Brookfield Property Partners	287	Apr 15, 2913	Sep 9, 2013	5,543	6,273	(730)	
Kraton Performance Polymers Inc	800	Nov 23, 2011	Sep 9, 2013	15,381	14,457	924	
Kraton Performance Polymers Inc	500	Nov 25, 2011	Sep 10, 2013	9,613	8,945	668	
Brookfield Property Partners	700	Apr 15, 2913	Sep 12, 2013	13,441	15,229	(1,788)	
Renaissance Re Hldgs	1,000	Dec 21, 2009	Sep 18, 2013	89,484	52,040	37,444	
Roper Inds	1,000	Sep 7, 1994	Sep 18, 2013	133,790	5,578	128,212	
Baxter Intl	400	Nov 22, 2002	Sep 18, 2013	28,688	12,519	16,168	
M&T Bank Corp	500	Jan 8, 1988	Sep 18, 2013	56,681	2,073	54,608	
Molex Inc	8,500	May 1, 2000	Sep 18, 2013	326,211	347,243	(21,032)	
Molex Inc	4,374	Feb 3, 1999	Sep 18, 2013	167,864	91,000	76,864	
Molex Inc	1,926	May 30, 1991	Sep 18, 2013	73,915	13,189	60,726	
Axis Cap	2,000	Jun 9, 2010	Sep 18, 2013	86,929	60,887	26,042	
Leucadia National Corp	500	Jan 26, 1994	Sep 18, 2013	13,788	1,961	11,827	
Waters Corp	200	May 1,2002	Sep 18, 2013	21,283	5,418	15,865	
Merck &Co	1,000	Dec 16, 2009	Sep 18, 2013	48,426	37,939	10,487	
Qualcomm Inc	1,000	Jan 16, 2013	Sep 18, 2013	69,649	64,849	4,800	
Brookfield Asset Mgmt	900	Jan 8, 1988	Sep 19, 2013	33,971	30,042	3,929	
Brookfield Asset Mgmt	100	Sep 11, 2007	Sep 19, 2013	3,774	3,302	472	
Noble Corp	600	Jun 8, 2010	Sep 19, 2013	23,323	16,175	7,148	
Molex Inc	1,889	May 30, 1991	Sep 19, 2013	72,631	12,936	59,695	
Molex Inc	13,349	Jun 22, 1989	Sep 19, 2013	513,261	54,249	459,012	
Axis Cap	4,100	Jun 9, 2010	Oct 15,2013	187,448	122,252	65,195	
Citgroup 6% Bond due 12 13 13	100,000	May 2, 2013	Dec 13,2013	100,000	100,000	0	
TOTALS				\$ 3,526,122	\$ 1,547,358	\$ 1,978,764	

The Henry L. and Grace Doherty
Charitable Foundation, Inc.
INVESTMENT IN SECURITIES
December 31, 2013

<u>Number of shares</u>		<u>Cost</u>	<u>Market Value</u>
<u>COMMON STOCKS</u>			
12,400	Abbott Laboratories	\$ 31,451	\$ 475,292
6,500	Anheuser Busch Inbev Sponsored ADR	356,461	691,990
14,500	Baxter International Inc.	318,233	1,008,475
15,200	Brookfield Asset	501,945	590,216
7,200	Coach Inc.	369,662	404,136
8,600	ConocoPhillips	447,431	607,590
11,000	Devon Energy Corp	581,846	680,570
6,400	Enstar Group Ltd	650,696	889,024
4,000	Fedex Corp.	191,900	575,080
6,800	Flour Corp	260,140	545,972
550	Google Inc.	334,857	616,390
7,793	Homefed Corp	275,186	285,224
2,300	International Business Machines	295,429	431,411
7,200	Johnson & Johnson	22,545	659,448
5,400	Laboratory Corp of America Hldgs	153,181	493,398
37,100	Leucadia National Corp	142,861	1,051,414
17,700	Lowes Cos Inc.	397,314	877,035
5,500	M&T Bank Corporation	22,801	640,310
540	Markel Corp	223,626	313,389
19,200	Matador Res Co	261,341	357,888
12,700	Merck & Co., Inc.	269,072	635,635
11,800	Microsoft Corp	400,280	441,439
5,100	National Oil Well Varco Inc.	358,681	405,603
15,800	Noble Corp.	368,232	592,026
4,200	Qualcomm Inc.	166,623	311,850
8,000	Renaissance Re Holdings	414,437	778,720
6,800	Roper Industries, Inc.	37,365	943,024
25,600	San Juan Basin	417,463	428,544
5,000	Schlumberger Ltd.	190,855	450,550
11,000	Subsea 7 S A Sponsored ADR	260,569	212,960
10,600	US Bancorp	331,631	428,240
5,700	Waters Corp	<u>154,415</u>	<u>570,000</u>
TOTAL COMMON STOCKS		<u>\$ 9,208,529</u>	<u>\$ 18,392,843</u>

The Henry L and Grace Doherty
Charitable Foundation, Inc.
INVESTMENT IN SECURITIES
December 31, 2013

	Balance brought forward	<u>\$ 9,208,529</u>	<u>\$ 18,392,843</u>
<u>Face Value</u>	<u>CORPORATE BONDS</u>	<u>Cost</u>	<u>Value</u>
100,000	Ford Motor Credit Co LLC 2 50% due 01 15.16	\$ 99,821	\$ 102,604
	Citigroup Inc 2 25% due 08.07.15	<u>102,117</u>	<u>102,105</u>
	TOTAL CORPORATE BONDS	<u>\$ 201,938</u>	<u>\$ 204,709</u>
	FUNDS		
18,369.188	Beck Mack & Oliver Global Equity Fund	\$ 336,887	\$ 340,197
200,000	Sound Point Floating Rate Income Fund	<u>200,000</u>	<u>216,400</u>
	TOTAL FUNDS	<u>\$ 536,887</u>	<u>\$ 556,597</u>
	PUBLICLY TRADED L P		
17,800	Blackstone Groups LP	<u>\$ 421,125</u>	<u>\$ 560,700</u>
	<u>PRIVATE INVESTMENT FUNDS</u>		
	Antex Partners	\$ 18,499	\$ 12,863
	Intco Partners	106,117	104,843
	JCFCO Partners	135,519	175,476
	Nibmo Partners	154,006	122,597
	Robco IV	29,860	77,131
	Robco V	41,898	14,018
	Robco VI	53,873	69,300
	Triflow	<u>65,266</u>	<u>64,245</u>
	TOTAL PRIVATE INVESTMENT FUNDS	<u>\$ 605,038</u>	<u>\$ 640,473</u>
	TOTAL INVESTMENTS	<u>\$ 10,973,517</u>	<u>\$ 20,355,322</u>

PART XV, QUESTION 2, SUPPLEMENTARY INFORMATION
GRANT CRITERIA AND OTHER INFORMATION

Requests for grants should be sent to Walter R. Brown, the Henry L. and Grace Doherty Charitable Foundation, Inc., 150 Broadway, New York, NY 10038, telephone number (212) 571-2300 during regular business hours. Organizations requesting grants should submit a brief resume and outline of the proposed investigation and proposed budget.

Applications for grants may be submitted at any time and should contain the following information:

- 1) Type of organization -
 - a) Is applicant organized as a nonprofit organization under the State Laws governing charitable organizations?
 - b) Purpose and activities of organization.
- 2) Has applicant received a ruling or determination letter from the Internal Revenue Service about:
 - a) Exempt status
 - b) Private foundation status
 - c) Grant-making procedures
- 3) Is the applicant controlled by, related to, connected with, or sponsored by another organization? If yes, identify organization and explain the relationship.
- 4) List the name, address and title of each member of the applicant's governing board.
- 5) Has the applicant or organization listed above ever applied for or received a grant from this Foundation? If yes, give details.
- 6) Use of the proposed grant. Show the amount requested and explain in detail how it will be used.
- 7) Person to contact who will be administering the proposed program.

In awarding grants, the foundation provides grants primarily in the marine sciences, oceanography and educational fields.

The Henry L. and Grace Doherty
Charitable Foundation, Inc
SCHEDULE OF GRANTS
December 31, 2013

	Grants Authorized & Unpaid at 12/31/12	Grants Authorized in 2013	Payments Thereon in 2013	Grants Authorized & Unpaid at 12/31/13
EDUCATIONAL				
Bowdoin College, Brunswick, ME	\$ -	\$ 10,000	\$ 10,000	\$ -
Chesapeake Bay Foundation, Annapolis, MD	250,000	1,000	251,000	-
Chief Petty Officer School, Virginia Beach, VA	-	2,500	2,500	-
Christopher Newport University, Newport News, VA	-	10,000	10,000	-
Columbia University, New York, NY	-	200	200	-
Dana Hall School, Wellesley, MA	-	10,000	10,000	-
Deerfield Academy, Deerfield, MA	-	10,000	10,000	-
Dolphin Scholarship Fund, Virginia Beach, VA	-	1,000	1,000	-
Franklin College, New York, NY	-	1,000	1,000	-
Harvard University, Cambridge, MA	-	3,200	3,200	-
Kimball Union Academy, Meriden, NH	-	1,500	1,500	-
Kings Academy, New York, NY	-	2,500	2,500	-
Lamont Doherty Earth Observatory, Palisades, NY	-	10,000	10,000	-
Midland School, Rye NY	-	3,000	3,000	-
Mote Marine Laboratory, Sarasota, FL	-	200,000	200,000	-
Oliver Hazard Perry	-	1,500	1,500	-
Packer Collegiate Institute, New York, NY	-	5,000	5,000	-
Salisbury School, Salisbury, CT	-	5,000	5,000	-
Sea Educational Association Inc, Woods Hole, MA	-	55,000	55,000	-
Sweet Briar College, Sweet Briar, VA	-	300	300	-
The Blue Ridge School, Dyke, VA	-	5,000	5,000	-
University of Mississippi, University, MS	-	10,000	10,000	-
University of Virginia Law School, Charlottesville, VA	-	5,000	5,000	-
University System of Maryland Foundation, Horn Point Laboratory, Cambridge, MD	-	80,000	80,000	-
Wheaton College, Norton, MA	-	500	500	-
World Learning, Brattleboro, VT	-	300	300	-
 Total educational appropriations	 250,000	 433,500	 683,500	 -
CHARITABLE				
AARP Foundation, Long Beach, CA	-	200	200	-
ASPCA, Washington, DC	-	100	100	-
Bax-Brooklyn Art Exchange, Brooklyn, NY	-	1,000	1,000	-
Blue Mountain Christian Retreat, New Ringgold, PA	-	10,000	10,000	-
Camp Dudley, Westport, NY	-	2,800	2,800	-
Campus Crusade for Christ, Winterville, NC	-	1,200	1,200	-
Capital District Youth For Christ, Carver Center, Port Chester, NY	-	5,000	5,000	-
Cerebral Palsy of Westchester, Rye Brook, NY	-	1,000	1,000	-
Coast Guard Foundation, Stonington, CT	-	3,500	3,500	-
Direct Relief, Santa Barbara, CA	-	250	250	-
Doctors Without Borders, Merrifield, VA	-	50,000	50,000	-
Greenwich Hospital Fdn, Greenwich, CT	-	10,000	10,000	-
Grow Life Church, Wesley Chapel, FL	-	500	500	-
Hammond Museum, North Salem, NY	-	5,000	5,000	-
Harvest House Church, Boone, NC	-	15,000	15,000	-
Harrison Emergency Medical Service, Harrison, NY	-	200	200	-
Helping Hands for the Homeless & Hungry, Harrison, NY	-	300	300	-
Homeless Coalition, New York, NY	-	2,500	2,500	-
Interact Center, Minneapolis, MN	-	10,000	10,000	-
Japan Society, New York, NY	-	1,000	1,000	-
Japanese American National Museum, Los Angeles, CA	-	1,000	1,000	-
Juvenile Diabetes, New York, NY	-	1,000	1,000	-
 Sub total	 -	 122,050	 122,050	 -

The Henry L. and Grace Doherty
 Charitable Foundation, Inc
 SCHEDULE OF GRANTS
 December 31, 2013

	Grants Authorized & Unpaid at 12/31/12	Grants Authorized in 2013	Payments Thereon in 2013	Grants Authorized & Unpaid at 12/31/13
Balance carried forward	\$ -	\$ 122,050	\$ 122,050	\$ -
Lake Wononscopomuc Association, Salisbury, CT	-	200	200	-
Loveland Center, Venice, FL	-	300	300	-
Make a Difference, Tampa, FL	-	5,000	5,000	-
Mamaroneck Artist Guild, Larchmont, NY	-	300	300	-
Memorial Sloan Kettering, New York, NY	-	1,000	1,000	-
Missionary Flights International, Fort Pierce, FL	-	2,500	2,500	-
Mystic Seaport, Mystic, CT	-	500	500	-
National Maritime Historical Society, Peekskill, NY	-	29,250	29,250	-
Open Door Foundation, Ossining, NY	-	1,000	1,000	-
PCRRBEMS, Port Chester, NY	-	1,200	1,200	-
Praise Fellowship, Russell, PA	-	2,000	2,000	-
RI Arts at the Sharon Playhouse	-	1,000	1,000	-
Rotary Club of Harrison, Harrison, NY	-	200	200	-
Rye Association for the Handicapped, Rye, NY	-	1,000	1,000	-
Rye Free Reading Room, Rye, NY	-	15,000	15,000	-
Rye Historical Society, Rye, NY	-	1,300	1,300	-
Rye Nature Center, Rye, NY	-	2,300	2,300	-
Rye Police Association, Rye, NY	-	200	200	-
Rye Presbyterian Church	-	18,800	18,800	-
Rye Volunteer Firefighters, Rye, NY	-	200	200	-
Rye Youth Council, Rye, NY	-	200	200	-
Rye YMCA, Rye, NY	-	1,000	1,000	-
Salisbury Visiting Nurse, Salisbury, CT	-	500	500	-
Salisbury Volunteer Ambulance, Salisbury, CT	-	500	500	-
Scenic Hudson, Poughkeepsie, NY	-	500	500	-
Selby Botanical Gardens, Sarasota, FL	-	600	600	-
Silvermine Guild Arts Center, New Canaan, CT	-	2,500	2,500	-
Spence-Chapin, New York, NY	-	500	500	-
SPYRE, Rye, NY	-	4,000	4,000	-
St. Joseph's Church, Huntington, WV	-	1,000	1,000	-
Tall Ships America, Newport, RI	-	500	500	-
Telephone Pioneers Charitable Foundation, Topeka, KS	-	1,000	1,000	-
Tri-Arts at the Sharon Playhouse, Sharon, CT	-	250	250	-
The Warrior and Family Support Center, San Antonio, TX	-	2,500	2,500	-
United Way Westchester Putnam, White Plains, NY	-	36,000	36,000	-
USS Minnesota Commission,	-	5,000	5,000	-
US Ski and Snowboard Team Foundation, Park City, UT	-	5,000	5,000	-
WaveNY Care Center, New Canaan, CT	-	300	300	-
Wildlife Center of Virginia, Waynesboro, VA	-	2,500	2,500	-
Young Mariners Foundation, Stamford, CT	-	500	500	-
Total charitable appropriations	-	270,150	270,150	-
TOTALS	\$ 250,000	\$ 703,650	\$ 953,650	\$ -

Application for Extension of Time To File an
Exempt Organization Return

5-14-14
FILE COPY

OMB No. 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box

►

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

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

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

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

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

Part I only

►

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

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions THE HENRY L. AND GRACE DOHERTY CHARITABLE FOUNDATION, INC.	Employer identification number (EIN) or 13-6401292
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. MCGRATH, DOYLE & PHAIR, 150 BROADWAY, NO. 1212	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10038	

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

0 4

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

MCGRATH, DOYLE & PHAIR

- The books are in the care of ► **150 BROADWAY, SUITE 1212 - NEW YORK, NY 10038**
- Telephone No. ► **212-571-2300** Fax No ►
- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2013** or
► tax year beginning , and ending

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions **3a \$ 22,163.**

b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. **3b \$ 30,895.**

c **Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. **3c \$ 0.**

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE HENRY L. AND GRACE DOHERTY CHARITABLE FOUNDATION, INC.	Employer identification number (EIN) or 13-6401292
	Number, street, and room or suite no. If a P O. box, see instructions MCGRATH, DOYLE & PHAIR, 150 BROADWAY, NO. 1212	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10038	

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

0 4

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

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

MCGRATH, DOYLE & PHAIR

box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

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

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

7 State in detail why you need the extension _____

AWAITING ADDITIONAL INFORMATION IN ORDER TO FILE AN ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See Instructions	8a	\$	22,438.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868			
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See Instructions	8b	\$	30,895.

Signature and Verification must be completed for Part II only.

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

Signature ►

Title ► PRESIDENT

Date ►

Form 8868 (Rev. 1-2014)