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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning , and ending

Name of foundation ALLYN FOUNDATION, INC.		A Employer identification number 15-6017723
Number and street (or P O box number if mail is not delivered to street address) PO BOX 22	Room/suite	B Telephone number (see instructions) 315-685-5059
City or town, state or province, country, and ZIP or foreign postal code SKANEATELES NY 13152		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <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) ▶ \$ 29,995,396	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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)	200,000			
	2 Check <input 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	412,975	412,975		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	610,913			
	b Gross sales price for all assets on line 6a	7,026,065			
	7 Capital gain net income (from Part IV, line 2)		610,913		
	8 Net short-term capital gain			0	
	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)	19,545	16,932			
12 Total. Add lines 1 through 11	1,243,433	1,040,820	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000	12,000		48,000
	14 Other employee salaries and wages	35,550	7,110		28,440
	15 Pension plans, employee benefits	7,310	1,462		5,848
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	13,423	13,423		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	9,075	4,537		4,538
	19 Depreciation (attach schedule) and depletion STMT 4	3,704	3,704		
	20 Occupancy	5,676	1,135		4,541
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 5	261,702	201,717		59,715
	24 Total operating and administrative expenses. Add lines 13 through 23	396,440	245,088	0	151,082
25 Contributions, gifts, grants paid SEE STATEMENT 6	1,501,333			1,501,333	
26 Total expenses and disbursements. Add lines 24 and 25	1,897,773	245,088	0	1,652,415	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-654,340				
b Net investment income (if negative, enter -0-)		795,732			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing		53,027		
	2	Savings and temporary cash investments		275,649		
	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 ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		16,205		
	10a	Investments – U.S. and state government obligations (attach schedule) STMT 7		2,066,475	2,798,756	2,798,756
	b	Investments – corporate stock (attach schedule) SEE STMT 8		12,532,291	15,121,943	15,121,943
	c	Investments – corporate bonds (attach schedule) SEE STMT 9		6,080,684	1,422,267	1,422,267
	11	Investments – land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) SEE STATEMENT 10		6,578,665	10,614,698	10,614,698
	14	Land, buildings, and equipment basis ▶ 47,937 Less: accumulated depreciation (attach sch.) ▶ STMT 11 46,084		5,559	1,853	1,853
	15	Other assets (describe ▶ SEE STATEMENT 12)		47,319	35,879	35,879
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		27,655,874	29,995,396	29,995,396
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 ▶ SEE STATEMENT 13)		28,897	81,464	
	23	Total liabilities (add lines 17 through 22)		28,897	81,464	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted		26,152,390	28,537,655	
	25	Temporarily restricted		1,474,587	1,376,277	
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		27,626,977	29,913,932	
	31	Total liabilities and net assets/fund balances (see instructions)		27,655,874	29,995,396	

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	27,626,977
2	Enter amount from Part I, line 27a	2	-654,340
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	2,941,295
4	Add lines 1, 2, and 3	4	29,913,932
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	29,913,932

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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 WORKSHEET				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
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	610,913
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 If (loss), enter -0- in Part I, line 8			3	-59,592

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	1,672,409	27,103,376	0.061705
2011	1,445,786	27,924,980	0.051774
2010	1,359,574	27,166,452	0.050046
2009	1,246,199	24,151,065	0.051600
2008	1,829,504	29,351,076	0.062332
2 Total of line 1, column (d)			2 0.277457
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 0.055491
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 27,169,342
5 Multiply line 4 by line 3			5 1,507,654
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,957
7 Add lines 5 and 6			7 1,515,611
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,652,415

Form 990-PF (2013) **ALLYN FOUNDATION, INC.****15-6017723**Page **4****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)		
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	1	7,957
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	7,957
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,957
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,400
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d. TAX PAID W/ O.R.	7	16,078
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,121
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 0 Refunded	11	8,121

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.ALLYNFOUNDATION.ORG	13	X	
14	The books are in care of ► MS. MEG O'CONNELL PO BOX 22 Located at ► SKANEATELES NY ZIP+4 ► 13152	Telephone no ► 315-685-5059		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	N/A	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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	N/A	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?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?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (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
SEE STATEMENT 15				

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

▶ 0

Form 990-PF (2013) **ALLYN FOUNDATION, INC.****15-6017723**Page **7****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 N/A	
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 instructions.	
3	

Total. Add lines 1 through 3 ▶Form **990-PF** (2013)

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	27,571,031
b	Average of monthly cash balances	1b	12,057
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	27,583,088
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	27,583,088
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	413,746
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,169,342
6	Minimum investment return. Enter 5% of line 5	6	1,358,467

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	1,358,467
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,957
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,957
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,350,510
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,350,510
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	1,350,510

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	1,652,415
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	1,652,415
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	7,957
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,644,458

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				1,350,510
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	371,260			
b From 2009	44,216			
c From 2010	7,018			
d From 2011	69,539			
e From 2012	325,296			
f Total of lines 3a through e	817,329			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,652,415				
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				1,350,510
e Remaining amount distributed out of corpus	301,905			
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	1,119,234			
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)	371,260			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	747,974			
10 Analysis of line 9				
a Excess from 2009	44,216			
b Excess from 2010	7,018			
c Excess from 2011	69,539			
d Excess from 2012	325,296			
e Excess from 2013	301,905			

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
MEG O'CONNELL 315-685-5059
PO BOX 22 SKANEATELES NY 13152

b The form in which applications should be submitted and information and materials they should include
SEE ATTACHED "GENERAL GUIDELINES FOR GRANTS"

c Any submission deadlines
N/A

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 16				1,501,333
Total			▶ 3a	1,501,333
b Approved for future payment SEE STATEMENT 17				782,950
Total			▶ 3b	782,950

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	412,975	
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	16,932	
8	Gain or (loss) from sales of assets other than inventory					610,913
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	MISCELLANEOUS INCOME					2,613
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		429,907	613,526
13	Total. Add line 12, columns (b), (d), and (e)				13	1,043,433

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

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

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

(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

1c		X
----	--	---

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.

[illegible]

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		

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.

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

**Sign
Here**

Signature of officer or trustee

Date _____

PRESIDENT
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

MARY BETH LEESON

Firm's name ▶	CUDDY & WARD, LLP CPA'S
Firm's address ▶	110 GENESEE ST., STE 230 AUBURN, NY 13021

PTIN P00297315

Firm's EIN ▶ 14-1809700

Phone no **315-253-8424**

Form **990-PF** (2013)

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization****Employer identification number****ALLYN FOUNDATION, INC.****15-6017723****Organization type (check one)****Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

ALLYN FOUNDATION, INC.

Employer identification number

15-6017723**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WELCH ALLYN 4341 STATE STREET ROAD SKANEATELES FALLS NY 13153	\$ 200,000	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2013
For calendar year 2013, or tax year beginning _____, and ending _____		
Name ALLYN FOUNDATION, INC.		Employer Identification Number 15-6017723

(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.)
(1) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(2) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(3) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(4) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(5) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(6) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(7) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(8) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(9) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(10) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(11) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(12) JP MORGAN CHASE	P	VARIOUS	VARIOUS
(13)			
(14)			
(15)			

(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) 16,489		14,926	1,563
(2) 597,786		439,381	158,405
(3) 53,416		50,000	3,416
(4) 175,159		229,803	-54,644
(5) 171,780		137,500	34,280
(6) 4,775,687		4,436,037	339,650
(7) 200,546		208,734	-8,188
(8) 568,914		587,444	-18,530
(9) 75,204		76,943	-1,739
(10) 66,858		55,407	11,451
(11) 324,194		178,977	145,217
(12) 32			32
(13)			
(14)			
(15)			

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)			1,563
(2)			158,405
(3)			3,416
(4)			-54,644
(5)			34,280
(6)			339,650
(7)			-8,188
(8)			-18,530
(9)			-1,739
(10)			11,451
(11)			145,217
(12)			32
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
COST BASIS ADJUSTMENTS	\$ 16,932	\$ 16,932	\$
MISCELLANEOUS INCOME	2,613		
TOTAL	\$ 19,545	\$ 16,932	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 13,423	\$ 13,423	\$	\$
TOTAL	\$ 13,423	\$ 13,423	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
NYS FILING FEE	\$ 675	\$ 337	\$	\$ 338
FEDERAL EXCISE TAX	8,400	4,200		4,200
TOTAL	\$ 9,075	\$ 4,537	\$ 0	\$ 4,538

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
6/30/07	GRANT MANAGEMENT COMPUTER SOFTWARE	9,023	9,023	S/L	3	\$	\$	\$
6/30/07	OFFICE FURNITURE	7,249	5,697	S/L	7	1,035	1,035	

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTER EQUIPMENT									
6/30/07 \$		20,542	\$	20,542	S/L	5	\$	\$	\$
OFFICE FURNITURE									
6/30/07		1,453		1,143	S/L	7	207	207	
OFFICE FURNITURE									
6/30/07		1,834		1,441	S/L	7	262	262	
BUILD OUT COSTS									
12/01/10		6,000		4,167	S/L	3	1,833	1,833	
ACCESSORIES									
4/03/12		1,837		367	S/L	5	367	367	
TOTAL		\$	47,938	\$	42,380	\$	3,704	\$	3,704
									\$

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
OFFICE EXPENSE	8,312	1,662		6,650
TELEPHONE	3,516	703		2,813
INSURANCE	6,045	1,209		4,836
INVESTMENT FEES	185,008	185,008		
PAYROLL FEES	812	162		650
TRAINING	710	142		568
CONSULTANT	53,520	10,704		42,546
CLEANING	690	138		552
MEETINGS AND CONFERENCES	1,374	274		1,100
INTEREST EXPENSE	1,715	1,715		
TOTAL	\$ 261,702	\$ 201,717	\$ 0	\$ 59,715

Federal Statements

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Statement 6 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
1,250	PC				

Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED	\$ 2,066,475	\$ 2,798,756	MARKET	\$ 2,798,756
TOTAL	\$ 2,066,475	\$ 2,798,756		\$ 2,798,756

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED	\$ 12,532,291	\$ 15,121,943	MARKET	\$ 15,121,943
TOTAL	\$ 12,532,291	\$ 15,121,943		\$ 15,121,943

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED	\$ 6,080,684	\$ 1,422,267	MARKET	\$ 1,422,267
TOTAL	\$ 6,080,684	\$ 1,422,267		\$ 1,422,267

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Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ALTERNATIVE INVESTMENTS-SEE ATTACHED	\$ 6,578,665	\$ 6,409,366	MARKET	\$ 6,409,366
CASH EQUIVALENTS - SEE ATTACHED		4,205,332	MARKET	4,205,332
TOTAL	\$ 6,578,665	\$ 10,614,698		\$ 10,614,698

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 5,559	\$ 47,937	\$ 46,084	\$ 1,853
TOTAL	\$ 5,559	\$ 47,937	\$ 46,084	\$ 1,853

Federal Statements**Statement 12 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
DIVIDENDS AND INTEREST RECEIVABLE	\$ 47,319	\$ 35,879	\$ 35,879
TOTAL	\$ 47,319	\$ 35,879	\$ 35,879

Statement 13 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
CASH OVERDRAFT	\$	\$ 81,464
DEFERRED FEDERAL EXCISE TAX	28,897	
TOTAL	\$ 28,897	\$ 81,464

Statement 14 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
NET UNREALIZED GAIN	\$ 2,912,699
DEFERRED TAX	28,596
TOTAL	\$ 2,941,295

Federal Statements

**Statement 15 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
WILLIAM F ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
LEW F ALLYN PO BOX 22 SKANEATELES NY 13152	SECRETARY	0.00	0	0	0
DAWN ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
JANET ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
WILLIAM SCOTT ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
LAURA AUSTIN ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
ERIC ALLYN PO BOX 22 SKANEATELES NY 13152	TREASURER	0.00	0	0	0
DAVID ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
AMY ALLYN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0

Federal Statements

Statement 15 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,**Etc. (continued)**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
RICHARD NEWMAN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
MARGARET OGDEN PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
ELSA SODERBERG PO BOX 22 SKANEATELES NY 13152	VICE PRESIDE	0.00	0	0	0
PEER SODERBERG PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0
MAUREEN SODERBERG PO BOX 22 SKANEATELES NY 13152	PRESIDENT	0.00	0	0	0
MARGARET OCONNELL PO BOX 22 SKANEATELES NY 13152	EXECUTIVE DI	40.00	60,000	0	0
TOM WOOD PO BOX 22 SKANEATELES NY 13152	DIRECTOR	0.00	0	0	0

3ALLYNAMEND ALLYN FOUNDATION, INC.

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15-6017723

Federal Statements

FYE: 12/31/2013

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

SEE ATTACHED "GENERAL GUIDELINES FOR GRANTS"

Federal Statements

Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year

Name	Address	Relationship	Status	Purpose	Amount
ACHON UGANDA CHILDREN'S FUND PORTLAND OR 97291	PO BOX 91639			WELCH ALLYN MATCHING GIFT	5,000
ADVOCATES, INC. SYRACUSE NY 13205	228 LAFAYETTE ROAD				2,500
ALLIANCE DEFENDING FREEDOM SCOTTSDALE AZ 85260	15100 N. 90TH STREET			DIRECTOR'S DONATION (TOM WOOD)	1,000
AMERICAN HEART ASSOCIATION EAST SYRACUSE NY 13057	17 TECHNOLOGY PLACE			OPERATING SUPPORT	5,000
AMERICAN RED CROSS SYRACUSE NY 13202	220 HERALD PLACE STE 1			DIRECTORS DONATION (PENNY ALLYN)	3,000
AMYLOIDOSIS FOUNDATION CAMILLUS NY 13031	5387 COBBLER WAY			OPERATING SUPPORT	500
ARC OF ONONDAGA SYRACUSE NY 13204	600 SOUTH WILBUR AVE			OPERATING SUPPORT	1,750
ARISE, INC SYRACUSE NY 13203	635 JAMES STREET			ARISE AND RIDE AT THE FARM	1,000
ASSOCIATION OF SMALL FOUNDATION WASHINGTON DC 20036	1720 N STREET			ANNUAL MEMBERSHIP	695
AUBURN COMMUNITY HOSPITAL AUBURN NY 13021	17 LANSING STREET				5,000
AUBURN EDUCATION FOUNDATION, INC. AUBURN NY 13021	78 THORNTON AVENUE			EARLY CHILDHOOD DEV PROGRAM	500
AUBURN EDUCATION FOUNDATION, INC. AUBURN NY 13021	78 THORNTON AVENUE			ROBOTICS TEAM EQUIPMENT	8,500
AUBURN PUBLIC THEATER PO BOX 771 NY 13021	8 EXCHANGE STREET			BUILDING INITIATIVE	10,000
AUBURN PUBLIC THEATER AUBURN NY 13021	8 EXCHANGE STREET			CONTINUED SUPPORT	15,000
AUBURN SPORTS BOOSTER, INC. AUBURN NY 13021	PO BOX 123			CONCESSION STAND & BATHROOMS FOR SOF	20,000
BALTIMORE WOODS MARCELLUS NY 13108	4007 BISHOP HILL ROAD			HONOR OF PATTY WEISS	1,000
BALTIMORE WOODS NATURE MARCELLUS NY 13108	4007 BISHOP HILL ROAD			BLDG RENOVATIONS	1,200

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Name		Address		Relationship	Status	Purpose	Amount
BOOKER T WASHINGTON COMMUNITY CENTER	23 CHAPMAN AVENUE	AUBURN NY 13021				SCHOOLS OUT PROGRAM	6,600
BORODINO FOOD PANTRY	1820 ROUTE 174	SKANEATELES NY 13152				SPAFFORD FOOD PANTRY	500
BOY SCOUTS LONGHOUSE COUNCIL	2803 BREWERTON RD.	SYRACUSE NY 13211				OPERATING SUPPORT	2,500
BRADY FAITH CENTER	404 SOUTH AVENUE	SYRACUSE NY 13201				INFRASTRUCTURE IMPROVEMENTS	3,000
CALVARY FOOD PANTRY CNY	90 FRANKLIN STREET	AUBURN NY 13021				OPERATING SUPPORT	10,000
CALVARY FOOD PANTRY CNY, INC.	90 FRANKLIN STREET	42 GOODWIVES RIVER ROAD				OPERATING SUPPORT	2,000
CAMP ARCADIA		DARIEN CT 06820				PROGRAM SUPPORT	1,000
CATHOLIC CHARITIES OF ONONDAGA COUNTY	1654 WEST ONONDAGA STREET	SYRACUSE NY 13204				INTENSIVE FAMILY SERVICES	4,414
CAYUGA COUNSELING SERVICE	17 E GENESEE STREET	AUBURN NY 13021				PHYLLIS GOLDMAN AWARD	15,250
CAYUGA COUNTY CHAMBER OF COMMERCE	2 STATE STREET	AUBURN NY 13021				OPERATING SUPPORT	250
CAYUGA COUNTY COMMUNITY HEALTH NETWORK	188 GENESEE STREET	AUBURN NY 13021				BRUSH TO CRUSH CAVITIES PROGRAM	500
CAYUGA COUNTY COMMUNITY HEALTH NETWORK	188 GENESEE STREET	AUBURN NY 13021				SENIOR CITIZEN EMERGENCY FUND	5,000
CAYUGA COUNTY OFFICE	160 GENESEE STREET	AUBURN NY 13021				JUMP START 10	2,500
CAYUGA WORKS CAREER CENTER	199 FRANKLIN STREET	AUBURN NY 13021				SUPPORTIVE HOUSING FOR YOUNG ADULTS	1,000
CAYUGA/SENECA COMMUNITY ACTION AGENCY	65 STATE STREET	AUBURN NY 13021				CAPACITY BUILDING GRANT FOR IT UPGRADE	3,000
CAYUGA/SENECA COMMUNITY ACTION AGENCY	65 STATE STREET	AUBURN NY 13021				FAMILY SUPPORT	32,089
CENTRAL BAPTIST CHURCH	1926 MIDLAND AVENUE	SYRACUSE NY 13021					500

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Name		Address		Relationship	Status	Purpose	Amount
CENTRAL NY AREA HEALTH EDUCATION C	17 MAIN STREET, SUITE 237	CORTLAND NY 13045				HEALTH CARE PROGRAMS	8,000
CENTRAL NY COMMUNITY FOUNDATION	500 SOUTH SALINA STREET					DIRECTORS DONATION	1,000
CENTRAL NY COMMUNITY FOUNDATION, IN	500 SOUTH SALINA STREET					WOMEN'S FUND OF CNY	2,000
CHADWICK RESIDENCE	335 VALLEY DRIVE					OPERATING SUPPORT	1,500
CHAPEL HOUSE, INC.	36 FRANKLIN STREET					OPERATING SUPPORT	750
CHILD CARE SOLUTIONS	6724 THOMPSON ROAD					EDUCATION AND TRAINING	1,000
CLEAR PATH FOR VETERANS, INC.	1223 SALT SPRINGS ROAD					OPERATING SUPPORT	4,236
CLEAR PATH FOR VETERANS, INC.	1223 SALT SPRINGS ROAD					CONSULTANT FOR STRATEGIC PLAN	9,500
CONSERVANCY OF SOUTHWEST FLORIDA	1450 MERRIHUE DRIVE					DIRECTORS DONATIONS	4,000
CROUSE HEALTH FOUNDATION	736 IRVING AVENUE					OPERATING SUPPORT	3,000
CYSTIC FIBROSIS FOUNDATION	5818 EAST MOLLY ROAD					OPERATING SUPPORT	5,000
DOWN SYNDROME ASSOCIATION OF CNY	PO BOX 5						1,000
MANLIUS NY 13104	182 NORTH STREET					OPERATING SUPPORT	5,000
E JOHN GAVRAS CENTER	182 NORTH STREET					EARLY CHILDHOOD INITIATIVE	5,250
E JOHN GAVRAS CENTER	182 NORTH STREET					ABC CAYUGA EXPENSES	1,651
E JOHN GAVRAS CENTER	182 NORTH STREET					REPLACE TOYS IN CLASSROOMS	4,500
E JOHN GAVRAS CENTER	182 NORTH STREET						5,000

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**Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
ELDERCARE FOUNDATION, INC.	SYRACUSE NY 13203	723 JAMES STREET				OPERATING SUPPORT	2,500
ENABLE	SYRACUSE NY 13208	1603 COURT STREET				RENOVATION & IT COSTS	30,200
ENGLISH SPEAKING UNION	BALDWINVILLE NY 13027	7600 MERLE RIDGE				SUPPORT FOR SHAKESPEARE COMPETITION	500
ESF COLLEGE FOUNDATION, INC.	SYRACUSE NY 13210	1 FORESTRY DRIVE				GATEWAY CENTER NAMING CAMPAIGN	3,000
EVERSON MUSEUM OF ART	SYRACUSE NY 13202	401 HARRISON STREET				OPERATING SUPPORT	1,000
EVERSON MUSEUM OF ART	SYRACUSE NY 13202	401 HARRISON STREET				EDUCATIONAL OUTREACH	5,000
EXODUS 3 MINISTRIES INC.	SYRACUSE NY 13204	305 NORTH GEDDES STREET					2,500
FAMILY FIRM INSTITUTE, INC.	BOSTON MA 02111	200 LINCOLN STREET					2,000
FINGER LAKES SPCA OF CNY	AUBURN NY 13021	41 YORK STREET				OPERATING SUPPORT	500
FOOD BANK OF CENTRAL NEW	SYRACUSE NY 13209	7066 INTERSTATE ISLAND RD				THOMAS F. SLATER FUND	500
FOOD BANK OF CNY	SYRACUSE NY 13209	7066 INTERSTATE ISLAND RD				DIRECTORS DONATION	3,000
FOOTHILLS UNITED WAY, INC.	LAFAYETTE CO 80026	1285 CIMARRON DRIVE				FAMILY MEMBER DONATION	3,000
FRANCIS HOUSE	SYRACUSE NY 13208	108 MICHAELS AVENUE				OPERATING SUPPORT	1,500
FRANCISCAN NORTHSIDE MINISTRIES	SYRACUSE NY 13208	804 N. SALINA STREET				OPERATING SUPPORT	1,000
FRANCISCAN NORTHSIDE MINISTRIES	SYRACUSE NY 13208	804 N. SALIN A STREET				PROGRAM SUPPORT	1,250
FRANK H. HISCOCK LEGAL AID SOCIETY	SYRACUSE NY 13202	351 SOUTH WARREN STREET				VOICES	2,500
FREMONT YMCA FOUNDATION	FREMONT NE 68026	PO BOX 549				FAMILY MEMBER DONATION	3,000

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Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the**Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
FRIENDS OF DAVE PIRRO, INC.	PO BOX 914					SUPPORT FOR LOCAL CHARITIES	500
SKANEATELES NY 13152							
FRIENDS OF THE CENTRAL LIBRARY, INC	447 SOUTH SALINA ST.					ROSAMOND GIFFORD AUTHOR LECTURE SERI	3,000
SYRACUSE NY 13202							
FRIENDS OF THE ROSAMOND GIFFORD ZOO	1 CONSERVATION PLACE					DREAM NIGHT AT THE ZOO	1,500
SYRACUSE NY 13204							
FRIENDS OF THE ROSAMOND GIFFORD ZOO	ONE CONSERVATION PLACE					STRATEGIC AND MASTER PLANNING PROJEC	3,000
SYRACUSE NY 13204							
FRIENDS OF THE ROSAMOND GIFFORD ZOO	ONE CONSERVATION PLACE					SUPPORT EDUCATION & THERAPEUTIC SERV	25,000
SYRACUSE NY 13204							
GIGIS PLAYHOUSE-SYRACUSE LLC	5885 EAST CIRCLE DRIVE					CAMP CEO	1,000
CICERO NY 13039							
GIRL SCOUT OF NYPENN PATHWAYS, INC.	8170 THOMPSON ROAD					FAMILY MEMBER DONATION	500
CICERO NY 13039							
GOUCHER COLLEGE	1021 DULANEY VALLEY ROAD					NYS FUNDERS CONFERENCE	1,000
BALTIMORE MD 21204						MEMBERSHIP	2,000
GRANTMAKERS FORUM OF NEW YORK	75 COLLEGE AVE						
ROCHESTER NY 14607						HARRIET TUBMAN: NO LONGER UNDERGROUN	5,000
GRANTMAKERS FORUM OF NY	75 COLLEGE AVENUE, STE311					DIRECTORS DONATION	1,000
ROCHESTER NY 14607							
HARRIET TUBMAN BOOSTERS CLUB, INC.	144 GENESEE STREET					FAMILY FUNDING SERVICES	20,000
AUBURN NY 13021						OPERATING SUPPORT	1,500
HILLSDALE COLLEGE	33 E COLLEGE STREET					OPERATING SUPPORT	2,500
HILLSDALE MI 49242						HONOR OF RICH NEWMAN'S SERVICE	1,000
HILLSIDE WORK SCHOLARSHIP CONNECTIO	215 WYOMING STREET					DIRECTORS DONATION	
SYRACUSE NY 13204							
HOSPICE FOUNDATION OF CENTRAL NY	990 SEVENTH NORTH STREET						
LIVERPOOL NY 13088							
HOSPICE OF THE FINGER LAK	1130 CORPORATE DRIVE						
AUBURN NY 13021							
HOSPICE OF THE FINGER LAKES	1130 CORPORATE DRIVE						
AUBURN NY 13021							
HOSPICE OF THE FINGERLAKE	1130 CORPORATE DRIVE						
AUBURN NY 13021							

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Name		Address		Relationship	Status	Purpose	Amount
INTERFAITH WORKS OF CENTRAL NY, INC		3049 EAST GENESEE STREET				OPERATING SUPPORT	1,000
SYRACUSE NY 13224							
INTERFAITH WORKS OF CENTRAL NY, INC		3049 EAST GENESEE STREET				PURCHASE & RENOVATION 1010 JAMES ST	100,000
SYRACUSE NY 13224							
JOHN DAU FOUNDATION		PO BOX 503				FAMILY MEMBER DONATION	3,000
SKANEATELES NY 13152							
JOHN DAU FOUNDATION		PO BOX 503				OPERATING SUPPORT	1,000
SKANEATELES NY 13152							
JOHN DAU FOUNDATION		PO BOX 503				DIRECTORS DONATION	5,000
SKANEATELES NY 13152							
JOWONIO SCHOOL		3049 EAST GENESEE STREET				ASSISTIVE TECHNOLOGY LENDING LIBRARY	13,000
SYRACUSE NY 13224							
JUVENILE DIABETES RESEARCH FOUNDATI		100 METROPOLITAN PARK DRI				OPERATING SUPPORT	500
LIVERPOOL NY 13088							
KIDS NEEDS-GREATER EAGLEWOOD FL,		1201 S. MCCALL RD.				DIRECTORS DONATIONS	3,000
ENGLEWOOD FL 34223							
KNIGHTS OF COLUMBUS COUNCIL 9042		PO BOX 255					500
ELBRIDGE NY 13060							
LAFAYETTE BIG PICTURE SCHOOL		5955 ROUTE 20 WEST				MUSICAL INSTRUMENTS	15,000
LAFAYETTE NY 13084							
LEMOYNE COLLEGE		1419 SALT SPRINGS ROAD				SCHOLARSHIPS	30,000
SYRACUSE NY 13214							
LITERACY VOLUNTEERS OF AMERICA		12 ALLEN STREET				KIDS NEED TO READ	1,000
AUBURN NY 13021							
LORETTO FOUNDATION		1305 NOTTINGHAM ROAD				DIRECTORS DONATION	2,500
SYRACUSE NY 13078							
MAJORPALOOZA, INC.		49 HAVENS AVE				OPERATING SUPPORT	2,000
AUBURN NY 13021							
MAMI INTERPRETERS OF CENTRAL NY		404 OAK STREET				STRATEGIC PLANNING	5,000
SYRACUSE NY 13203							
MARCELLUS ROTARY CLUB		6428 CURWOOD DRIVE				OPERATING SUPPORT	250
EAST SYRACUSE NY 13057							
MARCH OF DIMES		401 N. SALINA STREET				OPERATING SUPPORT	1,250
SYRACUSE NY 13203							

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**Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
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Name		Address		Relationship	Status	Purpose	Amount
MATTHEW HOUSE AUBURN NY 13021		43 METCALF DR				ANNUAL OPERATIONS FUND	5,000
MATTHEW HOUSE AUBURN NY 13021		43 METCALF DR				DIRECTORS DONATION	2,000
MATTHEW HOUSE, INC. AUBURN NY 13021		43 METCALF DRIVE				OPERATING SUPPORT	5,000
MATTHEW HOUSE, INC. AUBURN NY 13021		43 METCALF DRIVE				DIRECTORS DONATION	3,000
MAUREEN'S HOPE FOUNDATION, INC. BALDWINVILLE NY 13027		44 OSWEGO STREET				SPRING BASKET PROJECT	1,000
MCMAHON/RYAN CHILD ADVOCACY SITE SYRACUSE NY 13066		601 EAST GENESEE STREET				OPERATING SUPPORT	5,000
MERRY GO ROUND PLAYHOUSE AUBURN NY 13021		17 WILLIAM STREET				YOUTH THEATRE PROGRAM	25,000
MINISTRO MINISTRIES, INC. AUBURN NY 13021		PO BOX 1277				PURCHASE, DELIVERY, SETUP OF EQUIP	9,200
MISCELLANEOUS							
MOST							
SYRACUSE NY 13202		500 SOUTH FRANKLIN STREET				DIRECTORS DONATION	1,000
MOTTVILLE FIRE COMPANY, INC. MOTTVILLE NY 13119		PO BOX 9				UPGRADES & RENOVATIONS	5,000
NAACP SYRACUSE/ONONDAGA COUNTY SYRACUSE NY 13205		PO BOX 397 COLVIN STATION				2013 ACT-SO	500
NATIONAL CENTER FOR FAMILY PHILANTH WASHINGTON DC 20036		1101 CONNECTICUT AVENUE				FRIENDS OF THE FAMILY	1,000
NATIONAL CENTER FOR MISSING & EXPLO ROCHESTER NY 14608		275 LAKE AVENUE				SYRACUSE RIDE FOR MISSING CHILDREN	1,000
NEIGHBORHOOD HOUSE OF AUBURN NY AUBURN NY 13021		81 WALL STEET				TECHNOLOGY UPGRADE	10,915
NEIGHBORHOOD HOUSE OF AUBURN, NY AUBURN NY 13021		81 WALL STREET				EARLY CHILDHOOD INITIATIVE	1,600
NEW HOPE FAMILY SERVICES SYRACUSE NY 13206		3519 JAMES STREET				DIRECTORS DONATION	1,000

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Name		Address		Relationship	Status	Purpose	Amount
NORTHWOOD SCHOOL		LAKE PLACID NY 12946		92 NORTHWOOD ROAD		DIRECTORS DONATION	1,000
OCC FOUNDATION		SYRACUSE NY 13215		4941 ONONDAGA ROAD		SCHOLARSHIPS	30,000
OCC FOUNDATION		SYRACUSE NY 13215		4941 ONONDAGA ROAD		OPERATING SUPPORT	2,500
OCC FOUNDATIONS		SYRACUSE NY 13215		4941 ONONDAGA ROAD		DIRECTORS DONATION	1,000
ON POINT FOR COLLEGE		SYRACUSE NY 13204		1654 W ONONDAGA STREET		OPERATING SUPPORT	5,000
ON POINT FOR COLLEGE		SYRACUSE NY 13204		1654 W ONONDAGA STREET		STRENGTHEN DEVELOPMENT CAPACITY	20,000
ON POINT FOR COLLEGE		SYRACUSE NY 13204		1654 W ONONDAGA STREET		DIRECTORS DONATION	1,000
PAIGE'S BUTTERFLY RUN		BALDWINVILLE NY 13021		PO BOX 494			
PARTNERS FOR EDUCATION & BUSINESS		SYRACUSE NY 13203		5788 WIDEWATERS PKWY.		OPERATING SUPPORT	1,000
PATRICK HENRY COLLEGE		PURCELLVILLE VA 20132		10 PATRICK HENRY CIRCLE		DIRECTORS DONATION	3,500
POLISH SCHOLARSHIP FUND, INC.		SYRACUSE NY 13220		PO BOX 2025		SCHOLARSHIP FUND	1,000
REDHOUSE ARTS CENTER		SYRACUSE NY 13202		201 S WEST STREET		DIRECTORS DONATION	1,000
REDHOUSE ARTS CENTER		SYRACUSE NY 13202		201 S WEST STREET		DIRECTORS DONATION	1,000
REDHOUSE ARTS CENTER, INC.		SYRACUSE NY 13202		201 SOUTH WEST STREET		DIRECTORS DONATION	3,000
RESCUE MISSION ALLIANCE		SYRACUSE NY 13202		120 GIFFORD STREET		DIRECTORS DONATION	3,000
RESCUE MISSION ALLIANCE		SYRACUSE NY 13202		120 GIFFORD STREET		OPERATING SUPPORT	5,000
RONALD MCDONALD HOUSE		SYRACUSE NY 13210		1027 E GENESEE STREET		HONOR OF TOM WOOD	1,000
						OPERATING SUPPORT	2,000

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Name		Address		Relationship	Status	Purpose	Amount
SALVATION ARMY OF SYRACUS SYRACUSE NY 13202		677 S SALINA STREET				COLLABORATION STRUCTURE W BOYS & GIR	50,000
SALVATION ARMY OF THE SYRACUSE AREA		677 SOUTH SALINA STREET				OPERATING SUPPORT	5,000
SALVATION ARMY OF THE SYRACUSE AREA		677 SOUTH SALINA STREET				FAMILY MEMBER DONATION	3,000
SYRACUSE NY 13202		310 MONTGOMERY STREET				OPERATING SUPPORT	2,500
SAMARITAN CENTER, INC.		218 WEBSTER AVENUE					4,089
SYRACUSE NY 13202		100 ROBERTS AVENUE				OPERATIONAL SUPPORT	1,000
SAMUEL AND LYDIA FOUNDATION		77 FENNEL STREET				RECURRING GIFT SUPPORT	5,000
SYRACUSE NY 13205		77 FENNEL STREET				DIRECTOR DONATION	1,000
SARAH HOUSE, INC.		205 GENESEE STREET				CAPACITY BUILDING GRANT	10,000
SYRACUSE NY 13207		33 SOUTH STREET					5,000
SAVES		176 GENESEE STREET				IMPROVE PERSONNEL SERVICES	6,853
SKANEATELES NY 13152		49 E ELIZABETH STREET				HOCKEY AWARDS	2,200
SAVES		2685 US RTE 20				DIRECTORS DONATION	2,250
SKANEATELES NY 13152		819 W GENESEE ST. RD.				PROGRAM SUPPORT VIA KNIGHTS OF COLUM	500
SCHWEINFURTH MEMORIAL ART CENTER		819 W GENESEE ST. RD.				DIRECTORS DONATION	1,500
AUBURN NY 13021		PO BOX 16				DIRECTORS DONATION	1,500
SEWARD HOUSE		PO BOX 16				CONSULTANT	10,000
AUBURN NY 13021							
SEYMOUR PUBLIC LIBRARY DI							
AUBURN NY 13021							
SKANEATELES CENTRAL SCHOO							
SKANEATELES NY 13152							
SKANEATELES EARLY CHILD							
SKANEATELES NY 13152							
SKANEATELES ECUMENICAL FOOD PANTRY							
SKANEATELES NY 13152							
SKANEATELES ECUMENICAL FOOD PANTRY							
SKANEATELES NY 13152							
SKANEATELES EDUCATION							
SKANEATELES NY 13152							
SKANEATELES EDUCATION							
SKANEATELES NY 13152							

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Name		Address		Relationship	Status	Purpose	Amount
SKANEATELES EDUCATION		SKANEATELES NY 13152		PO BOX 16		OPERATING SUPPORT	2,500
SKANEATELES FESTIVAL		SKANEATELES NY 13152		97 E GENESEE STREET		2013 FESTIVAL SUPPORT	1,500
SKANEATELES LIBRARY ASSN		SKANEATELES NY 13152		49 E GENESEE ST		LARGE PRINT BOOKS	1,000
SKANEATELES LIBRARY ASSN		SKANEATELES NY 13152		49 E GENESEE ST		OPERATING FUND	8,000
SKANEATELES RECREATION		SKANEATELES NY 13152		44 SOUTH STREET		2ND ICE RINK AT SKAN. YMCA	100,000
AUBURN NY 13021		SKANEATELES RECREATION		44 SOUTH STREET		DIRECTORS DONATOIN	3,000
SKANEATELES RECREATION		AUBURN NY 13021		PO BOX 818		OPERATING SUPPORT	5,000
SKANRACES.COM		SKANEATELES NY 13152		2530 STATE ROUTE 34B		TOWARD REPLACEMENT AMBULANCE	15,000
SOUTHERN CAYUGA INSTANT AID, INC.		POPLAR RIDGE NY 13139		PO BOX 250		OPERATING SUPPORT	500
SPAFFORD AREA HISTORICAL SOCIETY		MARIETTA NY 13110		973 JAMES STREET		OPERATING SUPPORT	3,000
ST. JOSEPH'S HOSPITAL HEALTH CENTER		SYRACUSE NY 13203		432 GIFFORD STREET		FOOD PANTRY CHRISTMAS GIFT GIVING	2,500
ST. LUCY'S CHURCH		SYRACUSE NY 13204		PO BOX 207		DIRECTORS DONATION	1,000
SUMMIT MINISTRIES		MANITOU SPRINGS CO 80829		5008 BRITTONFIELD PARKWAY		NUTCRACKER COSTUMES	2,500
SUSAN G. KOMEN FOR THE CURE		EAST SYRACUSE NY 13057		415 BREAKSPEAR ROAD		OPERATING SUPPORT	5,000
SYRACUSE CITY BALLET		SYRACUSE NY 13219		819 SOUTH SALINA STREET		A CHRISTMAS CAROL PRODUCTION	2,500
SYRACUSE COMMUNITY HEALTH CENTER		SYRACUSE NY 13202		820 EAST GENESEE STREET		THE TRAGEDY OF CARMEN	2,500
SYRACUSE STAGE		SYRACUSE NY 13210		411 MONTGOMERY STREET			
SYRACUSE SYMPHONY		SYRACUSE NY 13202					

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Name		Address		Relationship	Status	Purpose	Amount
THE FAMILY TREE, INC.		2108 NORTH CHARLES STREET				FAMILY MEMBER DONATION	3,000
BALTIMORE MD 21218							
THE FRED RITTNER PEMI CAMPERSHIP FU		98 BIRCH HILL ROAD				DIRECTOR'S DONATION	1,000
WARNER NH 03278							
THE NATURE CONSERVANCY OF COLORADO		3350 TURKEY CANYON ROAD					
COLORADO SPRINGS CO 80926							
THE TAU BETA PI ASSOCIATION		508 DOUGHERTY ENGINEERING				DIRECTORS DONATION	3,000
KNOXVILLE TN 37901							
THERUN4LIFE INC.		48 PERRY STREET				TRICK R TROT FOR LOCAL CHARITIES	500
AUBURN NY 13021							
TODD'S FUND		PO BOX 554				SUPPORT FOR RON PERRY'S CHILDREN FUN	1,000
SKANEATELES NY 13152							
TODD'S FUND		PO BOX 554				DIRECTORS DONATION-HACKLER FAMILY	3,000
SKANEATELES NY 13152							
TODD'S FUND		PO BOX 554				SUPPORT FOR TAIT FAMILY	3,000
SKANEATELES NY 13152							
TRANSPORTATION PROJECT		17 NELSON STREET				OPERATIONAL SUPPORT	500
AUBURN NY 13021							
UNITED WAY OF CNY		518 JAMES STREET #200				CAMPAIGN CONTRIBUTION	17,465
SYRACUSE NY 13203							
UNITY HOUSE OF CAYUGA COUNTY		34 WRIGHT AVE				LEADERSHIP DEVELOPMENT INITIATIVE	10,000
AUBURN NY 13021							
UNITY HOUSE OF CAYUGA COUNTY, INC.		34 WRIGHT AVE				ANNUAL BOARD DINNER TABLE	350
AUBURN NY 13021							
UPSTATE MEDICAL UNIVERSITY		750 EAST ADAMS STREET				PEDIATRIC SVCS SUPPORT	1,000
SYRACUSE NY 13210							
UPSTATE MEDICAL UNIVERSITY		750 EAST ADAMS STREET				OPERATING SUPPORT	5,000
SYRACUSE NY 13210							
VERA HOUSE		6181 THOMPSON ROAD				LEADERSHIP POSITION	20,000
SYRACUSE NY 13206							
VERA HOUSE		6181 THOMPSON ROAD				DIRECTORS DONATION	3,000
SYRACUSE NY 13206							
VNA FOUNDATION OF CENTRAL NY		1050 W GENESEE STREET				OPERATING SUPPORT	750
SYRACUSE NY 13202							

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Name		Address		Relationship	Status	Purpose	Amount
Address							
VNA FOUNDATION OF CENTRAL NY SYRACUSE NY 13202		1050 W GENESEE STREET				COLLABORATIVE CARE TRANSITIONS PROGR	20,000
WASHINGTON AND LEE LAW LEXINGTON VA 24450		1 DENNY CIRCLE				DIRECTOR DONATION	1,000
WCNY-TV & CLASSIC FM SYRACUSE NY 13220		PO BOX 2400				PROJECT CAPITAL FUNDING	100,000
WEEDSPORT JR-SR HIGH SCHOOL WEEDSPORT NY 13166		2821 E BRUTUS STREET					5,000
WELLS COLLEGE AURORA NY 13026		170 MAIN STREET				DIRECTORS DONATION	1,000
WESTMINISTER MANOR AUBURN NY 13021		81 SOUTH STREET				REMODEL 3 BATHROOMS	10,000
WHOLE ME, INC. SYRACUSE NY 13209		1015 STATE FAIR BLVD.				CHIEF OPERATIONS OFFICER	25,000
WOUNDED WARRIOR PROJECT TOPEKA KS 66675		PO BOX 758517				DIRECTORS DONATION	1,000
YMCA OF GREATER SYRACUSE SYRACUSE NY 13202		340 MONTGOMERY STREET				LIVESTRONG AT THE YMCA	2,500
YMCA OF SYRACUSE & ONONDAGA COUNTY SYRACUSE NY 13202		120 E WASHINGTON ST.				ELIMINATE RACISM & PROMOTE DIVERSITY	1,000
YMCA WEIU AUBURN NY 13021		27 WILLIAM STREET				WEDNESDAY MORNING ROUND TABLE	1,000
YMCA-WEIU AUBURN NY 13021		27 WILLIAM STREET				OPERATING SUPPORT	250
CNY COMMUNITY FOUNDATION							100,000
HOUSING VISION							125,000
RESCUE MISSION							30,000
AURORA OF CNY							5,000
FOOD BANK OF CNY							5,000

Federal Statements

Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year (continued)

Name		Address		Relationship	Status	Purpose	Amount			
Address										
TOTAL										
							1,501,333			

Federal Statements

8/10/2015 4:00 PM

15-6017723

FYE: 12/31/2013

**Statement 17 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for
Future Pmt**

Name		Address		Relationship	Status	Purpose	Amount
MUSICAL THEATER FESTIVAL				17 WILLIAM STREET			
AUBURN NY 13021						CAPITAL SUPPORT - PERFORMING ARTS CE	300,000
AMERICAN HEART ASSOCIATION				17 TECHNOLOGY PLACE			
EAST SYRACUSE NY 13057						OPERATING SUPPORT	2,500
AUBURN COMMUNITY HOSPITAL				17 LANSING STREET			
AUBURN NY 13021						OPERATING SUPPORT	5,000
CAYUGA COUNTY COMMUNITY				146 NORTH STREET			
AUBURN NY 13021							17,500
E JOHN GAVRAS CENTER				182 NORTH STREET			
AUBURN NY 13021							55,000
E JOHN GAVRAS CENTER				182 NORTH STREET			
AUBURN NY 13021							20,000
GIFFORD FOUNDATION				126 N SALINA STREET #310			
GOOD LIFE FOUNDATION				PO BOX			36,950
SYRACUSE NY 13203							16,000
SAMARITAN CENTER				310 MONTGOMERY STREET			
SYRACUSE NY 13202							50,000
SYRACUSE SAY YES TO EDUCATION				111 WAVERLY AVE., STE. 23			
SYRACUSE NY 13244						CAPITAL SUPPORT	100,000
SYRACUSE SAY YEST TO EDUCATION				111 WAVERLY AVE., STE 230			
SYRACUSE NY 13244							100,000
SYRACUSE UNIVERSITY				900 S CROUSE AVE			
SYRACUSE NY 13210							30,000
UNITED WAY OF CNY				518 JAMES STREET #200			
SYRACUSE NY 13203							50,000
TOTAL							782,950

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2013Attachment
Sequence No **179**

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

ALLYN FOUNDATION, INC.

Identifying number

15-6017723

Business or activity to which this form relates

INDIRECT DEPRECIATION**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	3,704

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	3,704
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2013)

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - U.S. and State
Line 10a:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2013

Statement__9__

Description	Quantity	Value	Cost
ABBAY NATL TREASURY SERV	5,000.00	\$ 5,305.75	\$ 5,318.71
ACE INA HOLDING	10,000.00	\$ 10,332.50	\$ 9,990.70
AFLAC INC	11,000.00	\$ 14,019.72	\$ 15,075.03
AMERICA MOVIL SA DE CV	15,000.00	\$ 15,109.05	\$ 16,604.25
AMERICAN EXPRESS CREDIT	8,000.00	\$ 8,217.52	\$ 7,978.32
AMERPRISE FINANCIAL INC	5,000.00	\$ 5,448.40	\$ 5,665.90
AMGEN INC	3,000.00	\$ 3,090.78	\$ 2,993.04
ANHEUSER-BUSCH INBEV WOR	10,000.00	\$ 10,384.70	\$ 10,329.10
APACHE CORP 5 5/8% JAN 15 2017 DTD 01/26/2007	7,000.00	\$ 7,879.83	\$ 8,344.63
APACHE CORP 6.9% SEP 15 2018 DTD 10/01/2008	3,000.00	\$ 3,603.42	\$ 3,887.76
AT&T INC	15,000.00	\$ 17,088.90	\$ 17,982.30
ALLY AUTO RECEIVABLES TRUST	34,000.00	\$ 34,025.84	\$ 33,899.06
AMERICREDIT AUTOMOBILE RECEIVA	25,000.00	\$ 24,907.00	\$ 24,945.31
BANK OF NEW YORK MELLON MTN	3,000.00	\$ 2,977.23	\$ 2,996.25

Attachment to Form 990-PF
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BB&T CORPORATION	10,000.00	\$	10,468.40	\$	10,348.30
BLACKROCK INC	10,000.00	\$	11,612.50	\$	11,708.70
BHP BILLITON FIN USA LTD	4,000.00	\$	4,785.00	\$	4,790.94
BNP PARIBAS MTN	5,000.00	\$	5,067.60	\$	4,990.70
BP CAPITAL MARKETS PLC	10,000.00	\$	10,494.70	\$	10,494.20
CITIGROUP INC	25,000.00	\$	28,801.50	\$	28,640.50
CREDIT SUISSE FB USA INC	20,000.00	\$	20,908.00	\$	21,420.20
DEUTSCHE BANK AG LONDON	10,000.00	\$	11,411.90	\$	11,534.10
DIAGEO CAPITAL PLC	15,000.00	\$	16,817.55	\$	17,492.85
DIRECT TV HLDG FIN INC	15,000.00	\$	15,746.40	\$	14,971.65
DOMINION RESOURCES INC	10,000.00	\$	10,251.70	\$	9,985.40
EOG RESOURCES INC	10,000.00	\$	11,420.40	\$	11,984.60
FEDERAL NATL MTG ASSN GTD REMIC PASS	23,670.11	\$	24,832.31	\$	25,208.65
FHLMC 0.875% 03/07/2018 DTD 01/17/2013	65,000.00	\$	63,308.70	\$	63,831.95
FHLMC GOLD C90706 5% 09/01/23	14,190.72	\$	15,282.98	\$	15,206.24

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FHLMC GOLD C90719 5% 10/01/23	8,630.89	\$	9,296.33	\$	9,190.54
FHLMC GOLD G11728 5.5% 02/10/20	23,810.13	\$	25,313.27	\$	25,216.42
FHLMC GOLD G18044 4.5% 03/01/20	25,129.74	\$	26,873.49	\$	26,621.82
FHLMC GOLD G11769 5% 10/01/20	10,007.60	\$	10,665.30	\$	10,570.53
FHLMC GOLD G11773 5% 10/01/20	35,039.14	\$	37,339.14	\$	37,491.87
FHLMC GOLD G11880 5% 12/01/20	36,046.00	\$	38,425.76	\$	38,850.76
FHLMC GOLD G11936 5.5% 03/01/21	36,460.91	\$	38,773.63	\$	39,810.76
FHLMC GOLD G12410 5% 05/01/21	37,576.84	\$	40,055.41	\$	40,460.33
FHLMC GOLD G12456 4% 10/01/21	24,450.15	\$	26,105.18	\$	25,409.04
FHLMC GOLD 5% 02/01/23	60,987.66	\$	65,019.55	\$	64,418.22
FHLMC REMIC	50,000.00	\$	53,972.00	\$	55,750.00
FHLMC SER 2843 CL BC 5% AUG 15 2019 DTD 08/01/2004	53,475.52	\$	57,665.86	\$	58,388.59
FNMA 5.375% 07/15/16	95,000.00	\$	106,286.00	\$	111,580.21
FNMA 636961 6.5% 07/01/17	34,160.44	\$	36,637.07	\$	37,042.72

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FNMA 914698 5.5% 04/01/22	32,248.90	\$	34,790.11	\$	35,070.67
FNMA 888148 VAR RATE 02/01/37	9,449.56	\$	9,933.94	\$	10,004.72
FNMA REMIC TRUST	37,603.50	\$	38,959.48	\$	39,319.17
FREDDIE MAC	16,661.98	\$	17,035.54	\$	17,218.85
GENERAL ELECTRIC CAPITAL CORP	35,000.00	\$	37,854.60	\$	37,780.40
GNMA 700789 6% 10/15/23	33,897.80	\$	36,776.40	\$	37,541.82
GOLDMAN SACHS GP GS	10,000.00	\$	10,497.70	\$	9,980.50
GOLDMAN SACHS GROUP INC	10,000.00	\$	12,180.90	\$	12,314.60
HONDA AUTO RECEIVABLES OWNER TRUST	50,000.00	\$	49,944.00	\$	49,953.13
HSBC FINANCE CORP	15,000.00	\$	15,902.70	\$	16,321.05
JPM CMS FLOATER NOTE 05/24/14	50,000.00	\$	50,190.00	\$	50,000.00
LOCKHEED MARTIN CORP	10,000.00	\$	10,785.80	\$	11,284.60
MERRILL LYNCH & CO	30,000.00	\$	35,529.90	\$	32,605.50
MORGAN STANLEY	20,000.00	\$	21,868.00	\$	21,493.60
NATIONAL CITY CORP	10,000.00	\$	10,438.30	\$	11,061.20

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NATIONAL RURAL UTIL CORP	10,000.00	\$	13,489.50	\$	14,531.50
NUCOR CORPORATION	10,000.00	\$	11,334.00	\$	11,801.80
NYSE EURONEXT	10,000.00	\$	9,981.80	\$	10,050.60
PRINCIPAL FINL GROUP INC GTD SR NT	5,000.00	\$	6,405.75	\$	6,803.59
RABOBANK NEDERLAND	15,000.00	\$	15,393.30	\$	14,963.25
RIO TINTO FIN USA LTD	3,000.00	\$	3,876.12	\$	4,093.38
SIMON PROPERTY GROUP LP	10,000.00	\$	13,639.90	\$	14,007.40
ST PAUL TRAVELERS COS INC SR NT	10,000.00	\$	11,234.30	\$	11,881.80
TELEFONICA EMISIONES SAU	15,000.00	\$	15,575.55	\$	16,615.65
TEVA PHARMACEUT FIN BV	5,000.00	\$	5,146.80	\$	5,006.30
TRANS - CANADA PIPELINES	10,000.00	\$	12,104.00	\$	12,825.20
WELLS FARGO & COMPANY 3.676% JUN 15 2016 DTD 09/15/2010 STEP CPN	10,000.00	\$	10,658.30	\$	10,067.41
WELLS FARGO COMPANY 5 5/8% DEC 11 2017 DTD 12/10/2007	15,000.00	\$	17,188.80	\$	17,213.55
WESTPAC BANKING CORP	15,000.00	\$	15,625.80	\$	14,984.70
WILLIAMS PARTNERS LP	10,000.00	\$	10,326.10	\$	10,401.70

Attachment to Form 990-PF
Part II, Balance Sheet
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US BANCORP	12,000.00	\$	12,065.16	\$	11,977.56
US TREAS 2.125% 05/31/15	75,000.00	\$	76,995.00	\$	74,753.90
US TREAS 1.25% 08/31/15	30,000.00	\$	30,477.00	\$	29,627.45
US TREAS 1.25% 10/31/15	105,000.00	\$	106,734.60	\$	104,111.09
US TREAS 2% 01/31/16	85,000.00	\$	87,788.85	\$	83,615.52
US TREAS 2.125% 02/29/16	110,000.00	\$	114,005.10	\$	114,215.92
US TREAS 3.125% 10/31/16	150,000.00	\$	160,032.00	\$	165,123.05
US TREAS 4.5% 05/15/17	190,000.00	\$	211,983.00	\$	225,126.95
US TREAS 1.875% 08/31/17	50,000.00	\$	51,324.00	\$	52,986.33
US TREAS 0.75% 02/28/18	150,000.00	\$	146,016.00	\$	147,761.72
US TREAS 1.5% 08/31/18	225,000.00	\$	223,787.25	\$	229,842.77
VERIZON COMMUNICATIONS	15,000.00	\$	16,851.75	\$	17,405.10
			<u>2,798,755.37</u>		<u>2,833,166.15</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - U.S. and State
Line 10a:

Allyn Foundation, Inc.
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Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
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Description	Quantity	Value	Cost
ACCENTURE PLC-CL A	1,525.000	\$ 125,385.50	\$ 94,194.09
ALEXANDER & BALDWIN INC	940.000	\$ 39,226.20	\$ 29,858.00
ALLEGHENY TECHNOLOGIES INC	1,190.000	\$ 42,399.70	\$ 34,420.31
ALLIED WORLD ASSURANCE COMPANY	290.000	\$ 32,714.90	\$ 26,015.38
AMERCO	105.000	\$ 24,973.20	\$ 3,587.19
AMERICAN CAPTIAL LTD	2,630.000	\$ 41,133.20	\$ 37,288.37
AMERICAN EXPRESS CO	1,150.000	\$ 104,339.50	\$ 63,441.85
AMERISOURCEBERGEN CORP	1,250.000	\$ 87,887.50	\$ 51,659.07
BANK OF NEW YORK MELLON CORP	3,525.000	\$ 123,163.50	\$ 76,570.40
BERKSHIRE HATHAWAY INC DEL CL B	1,000.000	\$ 118,560.00	\$ 83,222.02
CASEYS GENERAL STORES INC	230.000	\$ 16,157.50	\$ 6,012.52
CINTAS CORP	1,325.000	\$ 78,956.75	\$ 50,951.30
CIT GROUP INC	990.000	\$ 51,608.70	\$ 38,703.77
CNO FINANCIAL GROUP INC	1,620.000	\$ 28,657.80	\$ 21,280.72

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
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COMERICA INC	2,915.000	\$	138,579.10	\$	84,470.67
COVIDEN PLC	1,625.000	\$	110,662.50	\$	85,013.45
CST BRANDS INC	740.000	\$	27,172.80	\$	23,864.51
DANONE	6,125.000	\$	88,935.00	\$	86,389.45
DB MARKET PLUS SX5E	250,000.000	\$	300,215.00	\$	250,000.00
DEVON ENERGY CORP	1,700.000	\$	105,179.00	\$	103,968.73
DISCOVER FINANCIAL SERVICES	480.000	\$	26,856.00	\$	7,419.84
ENCORE WIRE CORP	680.000	\$	36,856.00	\$	10,929.98
EXPEDITORS INTERNATIONAL	1,800.000	\$	79,650.00	\$	68,809.21
FOOT LOCKER INC	610.000	\$	25,278.40	\$	6,482.22
GENERAL ELECTRIC	1,997.000	\$	55,975.91	\$	29,125.25
GLAXOSMITHKLINE PLC	900.000	\$	48,051.00	\$	40,679.06
GULFPORT ENERGY CORPORATION	950.000	\$	59,973.50	\$	42,330.47
HYATT HOTELS CORP - CL A	720.000	\$	35,611.20	\$	25,720.93
ILLINOIS TOOL WORKS INC	1,525.000	\$	128,222.00	\$	87,258.74

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Part II, Balance Sheet
Investments - Corporate Stocks
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INTREPID POTASH INC	1,660.000	\$	26,294.40	\$	30,028.02
INVESTORS BANCORP INC	985.000	\$	25,196.30	\$	13,178.04
ISHARES RUSSELL MIDCAP INDEX FUND	4,234.000	\$	635,015.32	\$	304,186.92
JPM EQUITY INCOME FD SEL	60,431.518	\$	788,631.31	\$	575,000.00
JPM GROWTH ADVANTAGE FD SEL	58,078.141	\$	804,382.25	\$	550,000.00
JPM US LARGE CAP CORE PLUS FD SEL	74,972.093	\$	2,079,725.86	\$	1,298,783.08
KEYCORP	1,790.000	\$	24,021.80	\$	15,054.34
LEUCADIA NATIONAL CORP	615.000	\$	17,429.10	\$	13,130.12
LSB INDUSTRIAL INC	725.000	\$	29,739.50	\$	25,720.86
MATTHEWS PACIFIC TIGER FD IS	35,397.472	\$	883,874.88	\$	702,551.30
M D C HOLDINGS INC	740.000	\$	23,857.60	\$	21,266.30
MICROSOFT CORP	1,775.000	\$	66,402.75	\$	42,897.20
NESTLE S A	1,200.000	\$	88,308.00	\$	74,828.67
NEWS CORP INC	2,480.000	\$	44,689.60	\$	39,867.54

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OAKMARK INTERNATIONAL FD - I	32,209.738	\$	847,760.30	\$	860,000.00
OSHKOSH TRUCK CORP B	1,030.000	\$	51,891.40	\$	40,621.93
OWENS CORNING INC	1,000.000	\$	40,720.00	\$	36,065.71
PACCAR INC	1,175.000	\$	69,524.75	\$	51,071.33
PLAINS ALL AMERICAN PIPELINE L P	380.000	\$	19,672.60	\$	9,507.71
PLUM CREEK TIMBER COMPANY INC	610.000	\$	28,371.10	\$	23,330.61
PIONEER NATURAL RESOURCES CO	250.000	\$	46,017.50	\$	24,570.33
POTASH CORP SASKATCHEWAN INC	4,400.000	\$	145,024.00	\$	163,384.00
RANGE RESOURCES CORP	150.000	\$	12,646.50	\$	7,496.07
RAYMOND JAMES FINANCIAL INC	530.000	\$	27,660.70	\$	11,656.32
RYMAN HOSPITALITY PROPERTIES INC	670.000	\$	27,992.60	\$	22,924.54
SCHLUMBERGER LTD	1,150.000	\$	103,626.50	\$	85,008.97
SCHNITZER STEEL INDUSTRIES INC	690.000	\$	22,542.30	\$	20,744.49
SDPR S&P 500 ETF TRUST	8,065.000	\$	1,489,524.85	\$	1,219,103.26
SEACOR HOLDINGS INC	315.000	\$	28,728.00	\$	25,471.85

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Investments - Corporate Stocks
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SINCLAIR BROADCAST GROUP INC	800.000	\$	28,584.00	\$	21,048.95
STRYKER CORP	13,497.000	\$	1,014,164.58	\$	92,989.52
SUSSER HOLDINGS CORP	800.000	\$	52,392.00	\$	36,519.62
TECH DATA CORP	265.000	\$	13,674.00	\$	9,931.42
TE CONNECTIVITY LTD	1,350.000	\$	74,398.50	\$	49,188.73
TIME WARNER INC	900.000	\$	62,748.00	\$	36,080.39
TIMESQUARE MID CAP GROW - PRM	33,156.499	\$	604,442.98	\$	500,000.00
T ROWE PRICE NEW ASIA	15,385.559	\$	246,322.80	\$	216,954.69
T ROWE PRICE OVERSEAS STOCK	87,495.244	\$	888,076.73	\$	699,954.96
TRIBUNE CO/NEW	670.000	\$	51,858.00	\$	36,129.41
UNILEVER PLC	1,200.000	\$	49,440.00	\$	48,384.14
UNITEDHEALTH GROUP INC	825.000	\$	62,122.50	\$	59,052.81
UNIVERSAL AMERICAN CORP	848.000	\$	6,190.40	\$	9,453.21
US DOLLAR	267,858.480	\$	260,452.68	\$	260,452.68
VAIL RESORTS INC	260.000	\$	19,559.80	\$	8,465.53

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Stocks
Line 10b:

Allyn Foundation, Inc.
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December 31, 2012

Statement 10

VIRTUS EMERGING MK	66,830.186	\$	638,228.28	\$	650,000.00
VISTEON CORP	550.000	\$	45,039.50	\$	22,396.67
WALMART STORES INC	1,150.000	\$	90,493.50	\$	72,893.93
WHITE MOUNTAINS INSURANCE GROUP LTD	65.000	\$	39,200.20	\$	14,669.93
WILLIS GROUP HOLDINGS PLC	1,175.000	\$	52,651.75	\$	45,680.66
3M CO	1,000.000	\$	140,250.00	\$	94,948.05
			<u>15,121,943.33</u>		<u>10,862,312.31</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Corporate Bonds
Line 10c:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2013

Statement__11__

Description	Quantity	Value	Cost
EUROPEAN INVESTMENT BANK	25,000.00	\$ 25,176.50	\$ 25,166.25
US TREAS 2.625% 12/31/14	40,000.00	\$ 40,972.00	\$ 41,431.38
JPM SHORT DURATION BOND FUND	122,523.11	\$ 1,334,276.64	\$ 1,336,188.59
BP CAPITAL MARKETS PLC	15,000.00	\$ 14,880.00	\$ 14,945.85
ROYAL BANK OF CANADA	7,000.00	\$ 6,962.34	\$ 6,999.30
		<u>1,422,267.48</u>	<u>1,424,731.37</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Other
Line 13:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2013

Statement __12__

Description	Quantity	Value	Cost
BLACKSTONE REAL ESTATE CMBS OFFSHORE	241.610	\$ 406,220.41	\$ 250,000.00
CAYUGA VENTURE FUND		\$ 278,956.00	\$ 315,898.00
CSFR PRIVATE INVESTORS LLC	500,000.000	\$ 534,268.00	\$ 534,268.00
GLOBAL ACCESS MACRO LTD	505.080	\$ 540,144.00	\$ 500,000.00
GOLDENTREE OFFSHORE LTD CLASS SP 1-5 SIDE POCKET	6.387	\$ 8,082.39	\$ 5,330.48
GOLDENTREE OFFSHORE LTD CLASS SP 4-1 SIDE POCKET	13.011	\$ 5,467.61	\$ 10,709.58
GOLDENTREE OFFSHORE LTD CLASS SP 6-1 SIDE POCKET	12.715	\$ 8,341.67	\$ 9,120.43
GOLDENTREE OFFSHORE LTD CLASS SP 7-1 SIDE POCKET	3.992	\$ 3,607.64	\$ 2,870.33
GOLDENTREE OFFSHORE LTD CLASS SP 8-1 SIDE POCKET	57.904	\$ 83,269.89	\$ 37,652.70
GOLDENTREE OFFSHORE LTD (NEW ISSUES INELIGIBLE) CLASS SP 1-1 SIDE POCKET	29.065	\$ 34,787.46	\$ 46,982.21
GOLDENTREE OFFSHORE LTD SP CLASS SP 2-1 SIDE POCKET	0.667	\$ 1,859.28	\$ 651.12
GOLDENTREE OFFSHORE LTD SP SERIES 1-3 SIDE POCKET	1.390	\$ 2,702.15	\$ 1,378.79
GOLDENTREE OFFSHORE LTD CLASS G-R SERIES 13	215.322	\$ 654,380.45	\$ 382,098.97
GOLDENTREE OFFSHORE LTD CLASS SP 3-1 SIDE POCKET	3.825	\$ 3,939.50	\$ 3,204.86
GRE II PRIVATE INVESTORS LLC	25,045.980	\$ 25,045.98	\$ 25,045.98

HB MULTI-STRATEGY HOLDINGS LTD CLASS B SERIES 27 (HCC CLASS CR - 12.30.11 RED)	0.095	\$	9,382.90	\$	5,709.56
HB MULTI-STRATEGY HOLDINGS LTD CLASS B SERIES 29 (HCC CLASS CR - 03.30.12 RED)	0.031	\$	3,061.85	\$	16,496.20
HIGHBRIDGE CAPITAL CORPORATION	770.007	\$	1,281,014.45	\$	1,004,999.29
JP MORGAN SECONDARY PRIVATE EQUITY	500,000.000	\$	384,827.00	\$	384,827.00
KKR ASIAN FUND II PRIVATE INVESTORS	500,000.000	\$	18,019.00	\$	18,019.00
KKR NORTH AMERICA XI PRIVATE	500,000.000	\$	198,668.00	\$	198,668.00
MANIKAY OFFSHORE FUND, LTD	500.000	\$	528,723.06	\$	500,000.00
PSAM WORLD ARB FUND LIMITED CLASS D BENCHMARK - NEW ISSUES INELIGIBLE	1,989.456	\$	737,451.55	\$	499,993.08
RIVERSTONE GLOBAL ENERGY AND POWER	500,000.000	\$	632,361.00	\$	632,361.00
STANDARD PACIFIC CAPITAL OFFSHORE	24,784.270	\$	24,784.27	\$	24,784.27
US DOLLAR	415,392.040	\$	4,205,332.00	\$	4,205,332.00
			<u>10,614,697.51</u>		<u>9,616,400.85</u>

Attachment to Form 990-PF
Part II, Balance Sheet
Investments - Other
Line 13:

Allyn Foundation, Inc.
Federal ID#: 15-6017723
December 31, 2013

Statement__12____

Allyn Foundation, Inc.
Federal ID #: 15-6017723
December 31, 2013

Attachment to Form 990-PF
Part XV, Supplementary Information
Form in which application should be submitted
Lines 2b & 2c:

Founded in 1954, the Allyn Foundation is a private, family foundation that provides grants to charitable organization primarily in Central New York. The Foundation's funding priorities are a reflection of the generous legacy of William Noah Allyn, founder of Welch Allyn, and his son, William G. Allyn. The Foundation serves as a vehicle for the family to foster collectively the practice of philanthropy among succeeding generations. Through funding, engagement and influence, the Foundation seeks to reflect its family value, ***Be Always Kind and True.***

The mission of the Allyn Foundation is to improve the quality of life in Central New York. The vision of the Allyn Foundation is to engage in collaborative philanthropy with leadership, investments and strategic grants through charitable organizations that build responsibility and vibrancy into the community, reflecting the compassion of our founders. In service of this vision, the Foundation focuses its grant making in the following areas:

Health and Human Services

Facilitate and support the delivery of quality health care in our communities. Work to ensure that all people have basic daily needs of food, clothing, and shelter and enable the means to provide for themselves. Promote education in family planning.

Education

Expand access and success in education, particularly for students in underrepresented backgrounds.

Quality of Life for Youth and Families

Promote and support long-term sustainable solutions that target improved quality of life in our community.

Grants are made only to organizations given tax exempt status by the Internal Revenue Service. Grants are not made to endowment funds, to individuals, for loan purposes, for religious groups or to political groups. Grants are not made as sponsorships for fund raising events. The Foundation will consider long-term pledges for capital improvement projects.

Please use a grant application when applying for funds. A grant application can be downloaded from the website: www.allynfoundation.org.

Applications are due April 1, July 1, September 1 and November 1 of 2013. The Board of Directors does not allow presentation during their scheduled meetings.

Grant Application for the Allyn Foundation

Name of Organization: _____

Address: _____

Contact person: _____ Position: _____

Phone: _____ Email address: _____

Amount requested: _____ Total cost of project: _____

Briefly explain the mission of your agency:

Please describe the geographic area in which you serve:

Describe the need or problem that your proposal seeks to address:

Describe the project or program and its objectives:

Outline your plan for evaluating the proposed project and its expected outcomes:

Describe the sustainability of this project, if it is not a one-time grant. How will you sustain the project after Allyn Foundation funding has ended?

Last year, how much did you raise in private funds (excluding United Way money): _____

Number of donors to your agency: _____

Describe other sources of funding you may have to secure financing for this project:

Please include with this grant statement the following:

- A one page line item budget reflecting all expenses and income for the project
- List of Board of Directors
- A copy of your 501(c)(3) IRS Determination Letter
- A copy of your most recent audited financial statement

You may include with this grant application any relevant materials including annual reports, campaign brochures, etc. In an effort to conserve paper, please do not submit a customized grant proposal.

Submit your grant application to: The Allyn Foundation
P.O. Box 22
Skaneateles, NY 13152

Questions? Call 685-5059 or email us at anye@allynfoundation.org

Grant Making Strategies

The Allyn Foundation makes grants to not for profit 501(c)(3) IRS designated organizations that **reside** in either **Onondaga** or **Cayuga** County. All of our grants fulfill our stated mission of improving the quality of life in Central New York. Within this broad mission, we focus our efforts on three main areas:

Health and Human Services

Facilitate and support the delivery of quality health care in our communities. Work to ensure that all people have basic daily needs of food, clothing, and shelter and enable the means to provide for themselves. Promote education in family planning.

Education

Expand access and success in education, particularly for students of underrepresented backgrounds.

Quality of Life for Youth and Families

Promote and support long-term sustainable solutions that target improved quality of life in our community for youth and families.

The Allyn Foundation, as a local, community-based funder, believes in an engaged and proactive approach to philanthropy which builds and strengthens community capacity. Toward this end, we work with community based organizations to build their structures, systems, people and skills so they are better able to define and achieve their objectives, manage community projects and participate in partnerships and collaborations.

Our grant making portfolio includes the following four areas:

Strategic Grants support projects that build an organization's capacity to become more efficient and effective through improved technology or capital improvements. Strategic Grants also support new programs or strengthen current programs that clearly align with community needs. Strategic grant applications are accepted 4 times per year. Grant seekers are **STRONGLY** encouraged to contact the Foundation office (by phone 685-5059 or email info@allynfoundation.org) to discuss a proposal before submitting an application.

Mini-Grants are funded through a partnership with Welch Allyn and support events and other community activities. Grants range from \$500-\$5,000 and applications are accepted on a rolling basis.

Capacity Building Grants are specifically focused on supporting an organization's effectiveness in the areas of staff professional development, board governance, strategic planning, succession planning and exploration of strategic partnerships, mergers or affiliations. Many of these grants fund consulting assistance. Applications are accepted on a rolling basis.

Our **Initiatives** are defined areas in which the Foundation has identified issues of special concern and has aimed significant resources towards systemic change in those areas. Our initiatives are not part of our responsive grant programs and funding is directed by invitation only.

Allyn Foundation, Inc.
Federal ID #: 15-6017723
December 31, 2013

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Part XV, Supplementary Information
Form in which application should be submitted
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Address: _____

Contact person: _____ Position: _____

Phone: _____ Email address: _____

Amount requested: _____ Total cost of project: _____

Briefly explain the mission of your agency:

Please describe the geographic area in which you serve:

Describe the need or problem that your proposal seeks to address:

Describe the project or program and its objectives:

Outline your plan for evaluating the proposed project and its expected outcomes:

Describe the sustainability of this project, if it is not a one-time grant. How will you sustain the project after Allyn Foundation funding has ended?

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Number of donors to your agency: _____

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- List of Board of Directors
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You may include with this grant application any relevant materials including annual reports, campaign brochures, etc. In an effort to conserve paper, please do not submit a customized grant proposal.

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