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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

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](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation <b>THE WHITE HORSE GROUP FOUNDATION, INC.</b>		<b>A</b> Employer identification number 20-0674318
Number and street (or P O box number if mail is not delivered to street address) <b>FOUNDATION SOURCE 501 SILVERSIDE RD</b>	Room/suite 123	<b>B</b> Telephone number (see instructions) (800) 839-1754
City or town, state or province, country, and ZIP or foreign postal code <b>WILMINGTON, DE 19809-1377</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply:		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
<b>H</b> 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		
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 14,448,310.</b>		
<b>J</b> Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule) <input type="checkbox"/> if the foundation is not required to attach Sch B		3,214,116.			
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments		139.	139.		
<b>4</b> Dividends and interest from securities		98,723.	98,723.		
<b>5a</b> Gross rents		160,253.	160,253.		
<b>b</b> Net rental income or (loss) 12,423.					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		173,502.			
<b>b</b> Gross sales price for all assets on line 6a 1,211,393.					
<b>7</b> Capital gain net income (from Part IV, line 2)			179,139.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule) ATCH 1		-22,709.	-23,385.		
<b>12</b> Total. Add lines 1 through 11		3,624,024.	414,869.		
<b>13</b> Compensation of officers, directors, trustees, etc.		0			
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule)					
<b>b</b> Accounting fees (attach schedule) ATCH 2		23,054.			23,054.
<b>c</b> Other professional fees (attach schedule) *		47,006.	47,006.		
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) ATCH 4		3,500.			
<b>19</b> Depreciation (attach schedule) and depletion		63,702.	63,702.		
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings		1,676.			1,676.
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) ATCH 5		130,660.	104,444.		20,187.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		269,598.	215,152.		44,917.
<b>25</b> Contributions, gifts, grants paid		114,600.			114,600.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		384,198.	215,152.	0	159,517.
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements		3,239,826.			
<b>b</b> Net investment income (if negative, enter -0-)			199,717.		
<b>c</b> Adjusted net income (if negative, enter -0-)					

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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 . . . . .				
	2	Savings and temporary cash investments . . . . .		4,082,675.	4,400,814.	4,400,814.
	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) ▶ * . . . . .		*	500,000.	ATCH 6
		Less: allowance for doubtful accounts ▶ . . . . .			500,000.	500,000.
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) ATCH 7 . . . . .		3,758,296.	5,904,967.	6,098,569.
	c	Investments - corporate bonds (attach schedule) . . . . .				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ 1,695,811. . . . .			
		Less: accumulated depreciation (attach schedule) ▶ 131,815. . . . .		1,626,379.	1,563,996.	1,563,996.
12		Investments - mortgage loans . . . . .				
13		Investments - other (attach schedule) ATCH 9 . . . . .		1,319,982.	1,658,731.	1,884,931.
14		Land, buildings, and equipment basis ▶ . . . . .				
		Less: accumulated depreciation (attach schedule) ▶ . . . . .				
15		Other assets (describe ▶ . . . . .)		300.		
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		10,787,632.	14,028,508.	14,448,310.
17		Accounts payable and accrued expenses . . . . .		16.	1,416.	
18		Grants payable . . . . .				
Net Assets or Fund Balances	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ ATCH 10) . . . . .		13,122.	12,772.	
	23	Total liabilities (add lines 17 through 22) . . . . .		13,138.	14,188.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg. and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .		10,774,494.	14,014,320.	
30	Total net assets or fund balances (see instructions) . . . . .		10,774,494.	14,014,320.		
31	Total liabilities and net assets/fund balances (see instructions) . . . . .		10,787,632.	14,028,508.		

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	10,774,494.
2	Enter amount from Part I, line 27a . . . . .	2	3,239,826.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	14,014,320.
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	14,014,320.

**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)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	179,139.	
<b>3</b> 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			<b>3</b>	0	

**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	198,659.	8,028,313.	0.024745
2011	786,798.	7,145,799.	0.110106
2010	607,888.	6,468,699.	0.093974
2009	359,677.	1,866,110.	0.192742
2008	1,505,726.	2,454,563.	0.613440
<b>2</b> Total of line 1, column (d)			<b>2</b> 1.035007
<b>3</b> 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			<b>3</b> 0.207001
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			<b>4</b> 11,189,323.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 2,316,201.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 1,997.
<b>7</b> Add lines 5 and 6			<b>7</b> 2,318,198.
<b>8</b> 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.			<b>8</b> 159,517.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	3,994.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	3,994.
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	3,994.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 5,815.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 2,100.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	7,915.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	3,921.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 3,921. Refunded		11	

**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?	X	
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) DE,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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

**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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ KRISTINE BARTHOLETTI Telephone no ▶ 484-732-8381			
Located at ▶ 235 WHITEHORSE LANE SUITE 200 KENNETT SQUARE, PA ZIP+4 ▶ 19348				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶	15		
and enter the amount of tax-exempt interest received or accrued during the year. ▶				
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ▶	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ▶	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 ▶		
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) ▶	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ▶	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? ▶	4b	X

**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)? ☐ Yes ☒ NoOrganizations 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? ☐ 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? ☐ Yes ☒ No

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? ☐ Yes ☒ No**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
ATCH 11		0	0	0

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

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

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

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

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

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.

**Part IX-B Summary of Program-Related Investments** (see instructions)Form 990-PF (2013)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,705,337.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,461,873.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	3,192,509.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	11,359,719.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	11,359,719.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	170,396.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	11,189,323.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	559,466.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	559,466.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	3,994.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,994.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	555,472.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	555,472.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	555,472.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	159,517.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	159,517.
<b>5</b>	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).	<b>5</b>	0
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4.	<b>6</b>	159,517.

**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.

Form 990-PF (2013)

Page **9****Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				555,472.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .				
<b>b</b> Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008 . . . . .				
<b>b</b> From 2009 . . . . . 122,939.				
<b>c</b> From 2010 . . . . . 285,594.				
<b>d</b> From 2011 . . . . . 430,671.				
<b>e</b> From 2012 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .	839,204.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>159,517.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2013 distributable amount . . . . .				159,517.
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .	395,955.			395,955.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	443,249.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	443,249.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009 . . . . .				
<b>b</b> Excess from 2010 . . . . . 12,578.				
<b>c</b> Excess from 2011 . . . . . 430,671.				
<b>d</b> Excess from 2012 . . . . .				
<b>e</b> Excess from 2013 . . . . .				

Form **990-PF** (2013)

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

NOT APPLICABLE

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).)

ATTACHMENT 12

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>  ATCH 13				
<b>Total</b> .....			▶ <b>3a</b>	114,600.
<b>b Approved for future payment</b>				
<b>Total</b> .....			▶ <b>3b</b>	

## 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		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments			14	139.		
<b>4</b> Dividends and interest from securities . . . . .			14	98,723.		
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property . . . . .						
<b>b</b> Not debt-financed property . . . . .			16	12,423.		
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory	525990	-5,637.	18	179,139.		
<b>9</b> Net income or (loss) from special events . . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue <b>a</b> <u>K-1</u> INC/LOSS	525990	676.	14	-23,385.		
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .		-4,961.		267,039.		
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .					13	262,078.

(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?                                                                                                                                                 |       | Yes | No |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|----|
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                           |       |     |    |
| (1) Cash                                                                                                                                                                                                                                                                                                                                                                                              | 1a(1) |     | X  |
| (2) Other assets                                                                                                                                                                                                                                                                                                                                                                                      | 1a(2) |     | X  |
| <b>b</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  |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                             | 1c    |     | X  |
| <b>d</b> 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

**Sign  
Here**

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

Signature of officer or trustee

Date: \_\_\_\_\_

**Title**

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JEFFREY D HASKELL

Preparer's signature

JEFFREY D HASKELL

Date	
------	--

11/11/2014

Check <input type="checkbox"/>	self-employed
--------------------------------	---------------

PTIN

P01345770

Firm's name	▶ FOUNDATION SOURCE
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4021	4022	4023	4024	4025	4026	4027	4028	4029	4030	4031	4032	4033	4034	4035	4036	4037	4038	4039	4040	4041	4042	4043	4044	4045	4046	4047	4048	4049	4050	4051	4052	4053	4054	4055	4056	4057	4058	4059	4060	4061	4062	4063	4064	4065	4066	4067	4068	4069	4070	4071	4072	4073	4074	4075	4076	4077	4078	4079	4080	4081	4082	4083	4084	4085	4086	4087	4088	4089	4090	4091	4092	4093	4094	4095	4096	4097	4098	4099	4100	4101	4102	4103	4104	4105	4106	4107	4108	4109	4110	4111	4112	4113	4114	4115	4116	4117	4118	4119	4120	4121	4122	4123	4124	4125	4126	4127	4128	4129	4130	4131	4132	4133	4134	4135	4136	4137	4138	4139	4140	4141	4142	4143	4144	4145	4146	4147	4148	4149	4150	4151	4152	4153	4154	4155	4156	4157	4158	4159	4160	4161	4162	4163	4164	4165	4166	4167	4168	4169	4170	4171	4172	4173	4174	4175	4176	4177	4178	4179	4180	4181	4182	4183	4184	4185	4186	4187	4188	4189	4190	4191	4192	4193	4194	4195	4196	4197	4198	4199	4200	4201	4202	4203	4204	4205	4206	4207	4208	4209	4210	4211	4212	4213	4214	4215	4216	4217	4218	4219	4220	4221	4222	4223	4224	4225	4226	4227	4228	4229	4230	4231	4232	4233	4234	4235	4236	4237	4238	4239	4240	4241	4242	4243	4244	4245	4246	4247	4248	4249	4250	4251	4252	4253	4254	4255	4256	4257	4258	4259	4260	4261	4262	4263	4264	4265	4266	4267	4268	4269	4270	4271	4272	4273	4274	4275	4276	4277	4278	4279	4280	4281	4282	4283	4284	4285	4286	4287	4288	4289	4290	4291	4292	4293	4294	4295	4296	4297	4298	4299	4300	4301	4302	4303	4304	4305	4306	4307	4308	4309	4310	4311	4312	4313	4314	4315	4316	4317	4318	4319	4320	4321	4322	4323	4324	4325	4326	4327	4328	4329	4330	4331	4332	4333	4334	4335	4336	4337	4338	4339	4340	4341	4342	4343	4344	4345	4346	4347	4348	4349	4350	4351	4352	4353	4354	4355	4356	4357	4358	4359	4360	4361	4362	4363	4364	4365	4366	4367	4368	4369	4370	4371	4372	4373	4374	4375	4376	4377	4378	4379	4380	4381	4382	4383	4384	4385	4386	4387	4388	4389	4390	4391	4392	4393	4394	4395	4396	4397	4398	4399	4400	4401	4402	4403	4404	4405	4406	4407	4408	4409	4410	4411	4412	4413	4414	4415	4416	4417	4418	4419	4420	4421	4422	4423	4424	4425	4426	4427	4428	4429</
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Firm's address ► ONE HOLLOW LN, STE 212  
LAKE SUCCESS, NY

11042

Phone no 8008391754

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013****Name of the organization**

THE WHITE HORSE GROUP FOUNDATION, INC.

**Employer identification number**

20-0674318

**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 33 1/3 % 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).

Name of organization THE WHITE HORSE GROUP FOUNDATION, INC.

Employer identification number  
20-0674318**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	BONTRAGER, J. MICHAEL 235 WHITEHORSE LANE, SUITE 200 KENNETT SQUARE, PA 19348	\$ 3,214,116.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization THE WHITE HORSE GROUP FOUNDATION, INC.

Employer identification number

20-0674318

**Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization THE WHITE HORSE GROUP FOUNDATION, INC.

Employer identification number

20-0674318

**Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.**For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----

**Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV**

<b><u>Name</u></b>	<b><u>Date Acquired</u></b>	<b><u>Acquisition Method</u></b>	<b><u>Date Sold</u></b>	<b><u>Gross Sales Price</u></b>	<b><u>Book Basis</u></b>	<b><u>Net Gain/(Loss)</u></b>
Publicly-traded Securities						
Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 1,211,393	\$ 1,014,422	\$ 196,971
						\$ (17,832)
Total included in Part IV.				\$ 1,211,393	\$ 1,014,422	\$ 179,139
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ (5,637)
Part I, Line 6a Total						\$ 173,502

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS DB COMMODITY INDEX TRACKING	7.	7.
K-1 INC/LOSS SEAMARK FUND LP	2,812.	2,136.
K-1 INC/LOSS US FARMING REALTY TRUST II,	-33,419.	-33,419.
K-1 INC/LOSS USFRT KINSTON PARTNERS LP	7,891.	7,891.
TOTALS	<u>-22,709.</u>	<u>-23,385.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING & BOOKKEEPING FEES	23,054.			23,054.
TOTALS	<u>23,054.</u>			<u>23,054.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT SERVICES	47,006.	47,006.
TOTALS	<u>47,006.</u>	<u>47,006.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
EXCISE TAX FOR 2013	3,500.
TOTALS	<u>3,500.</u>





## Description of Property

AMORTIZATION							
Asset description	Date placed in service	Cost or basis					Current-year amortization
			Accumulated amortization	Ending accumulated amortization	Code	Life	
TOTALS							

\*Assets Retired  
JSA  
3X9024 1 000

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	21,500.	1,500.	20,000.
BANK CHARGES	139.	77.	62.
K-1 EXP DB COMMODITY INDEX TRA	77.	77.	
K-1 EXP SEAMARK FUND LP	24,546.	18,646.	
K-1 EXP US FARMING REALTY TRUS	129.		
STATE OR LOCAL FILING FEES	25.		25.
LICENSES & FEES	915.	915.	
RENTAL PROPERTY MAINT & MGMT	83,165.	83,165.	
POSTAGE & SHIPPING	164.	64.	100.
TOTALS	<u>130,660.</u>	<u>104,444.</u>	<u>20,187.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	OPPORTUNITY TRANSFORMATION INVESTMENTS
ORIGINAL AMOUNT:	500,000.
INTEREST RATE:	2.000000
DATE OF NOTE:	10/28/2013
MATURITY DATE:	10/31/2016
REPAYMENT TERMS:	PRINCIPAL DUE 10/31/2016, INTEREST PAID QUARTERLY
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	INVESTMENT
DESCRIPTION AND FMV	CASH
OF CONSIDERATION:	500,000.

ENDING BALANCE DUE ..... 500,000.

ENDING FAIR MARKET VALUE ..... 500,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 500,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 500,000.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ANGEL OAK MULTI-STRATEGY INCOM	150,000.	146,678.
AQR DIVERSIFIED ARBITRAGE FUND	150,000.	146,230.
BAIRD SHORT TERM BOND FUND INS	500,000.	497,409.
CENTER COAST MLP FOCUS FD INST	100,000.	99,525.
CREDIT SUISSE FLOATING RATE HI	200,000.	200,263.
DRIEHAUS ACTIVE INCOME FUND MU	150,000.	149,722.
FIDELITY COMMONWEALTH TRUST IN	150,000.	150,976.
GOLDMAN SACHS STRAT INC-INSTIT	200,000.	203,022.
ISHARES MSCI EAFE SMALL CAP IN	35,620.	50,980.
ISHARES RUSSELL 2000 GROWTH IN	35,355.	63,012.
ISHARES TRUST MSCI EAFE INDEX	122,194.	134,200.
ISHARES TRUST RUSSELL 1000 GRO	200,718.	300,825.
ISHARES TRUST RUSSELL 1000 VAL	207,835.	291,927.
ISHARES TRUST RUSSELL 2000 VAL	35,483.	59,700.
LAZARD INTL STRATEGY EQUITY PO	150,000.	166,434.
MATTHEWS ASIAN GROWTH & IN	250,000.	248,957.
OSTERWEIS STRATEGIC INCOME FUN	200,000.	201,164.
RIDGEWORTH FDS INSTI US GVT SE	250,000.	249,260.
STEELPATH MLP INCOME FUND CLAS	100,000.	100,272.
TFS MARKET NEUTRAL FUND	150,000.	147,083.
TRUST FOR PROFESSIONAL MNGRS S	400,000.	415,017.
VANGUARD INTERMEDIATE TERM INV	315,977.	304,871.
VANGUARD MSCI EMERGING MARKETS	134,941.	123,831.
VANGUARD SHORT-TERM CORPORATE	131,052.	130,077.
WHG INCOME OPPORTUNITY FUND	125,000.	125,065.
WILMINGTON BROAD MKT BOND FD I	159,350.	149,803.
WILMINGTON INTERMEDIATE TERM B	1,301,442.	1,242,266.
TOTALS	<u>5,904,967.</u>	<u>6,098,569.</u>

~~INVESTMENTS - LAND, BUILDINGS, EQUIPMENT~~

**ATTACHMENT 8**

			FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
ASSET DESCRIPTION	METHOD/ CLASS		BEGINNING	DISPOSALS	ENDING	BEGINNING	DISPOSALS	ENDING
			BALANCE			BALANCE		
144 W CEDAR BLDG	SL		54,754.		54,754.	3,401.	1,991.	5,392.
200 E CYPRESS-BLDGB	SL		163,515		163,515.	12,140.	5,946	18,086.
420 S BROAD-BLDG	SL		65,837.		65,837.	3,890.	2,394.	6,284.
422 S BROAD-BLDG	SL		65,783.		65,783.	3,887.	2,392.	6,279.
525 W STATE ST-BLDB	SL		998,299		998,299.	30,252.	36,302.	66,554.
LAND - 144 W CEDARL	L		29,881		29,881.			
LAND - 200 E CYPRE	L		65,423		65,423.			
LAND - 420 S BROADL	L		40,963.		40,963.			
LAND - 422 S BROADL	L		41,017.		41,017.			
LAND - 525 W STATE	L		41,202.		41,202.			
144 W CEDAR - IMPR1	SL		52,971		52,971.	3,292.	1,927	5,219.
144 W. CEDAR - APP	SL		3,344.		3,344.	1,143	669.	1,812
144 W. CEDAR - F&FI	SL		583.		583.	200.	117.	317.
144 W. CEDAR - FLO	SL		1,203		1,203.	294	172	466
144 W CEDAR - IMP	SL		4,500.		4,500	513.	300.	813.
200 E CYPRESS-APPL	SL		366.		366.	219.	73.	292
200 E CYPRESS-APPL	SL		596.		596	79	119.	198

INVESTMENTS - LAND, BUILDINGS, EQUIPMENT										ATTACHMENT 8 (CONT'D)	
ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL					
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE		
200 E CYPRESS-CARP2	SL	2,000.			2,000.	167.	286.		453.		
200 E CYPRESS-DOOR2	SL	138.			138.	3.	20.		23.		
200 E CYPRESS-GAS	SL	1,500.			1,500	5.	55.		60.		
200 E CYPRESS-CARP2	SL		1,320		1,320.						
420 S BROAD-SIDEWA	SL	1,810			1,810	146.	121.		267		
422 S BROAD-APPLIA	SL	543.			543.	127	109		236.		
525 W STATE-IMPROV	SL	1,323			1,323.	28.	48.		76		
525 W STATE-IMPROV	SL	1,080.			1,080	23	39.		62.		
525 W STATE-IMPROV	SL	1,892.			1,892.	40.	69.		109.		
525 W STATE- APPLI	SL	15,864.			15,864.	2,644.	3,173		5,817.		
525 W STATE-F&F	SL	26,426			26,426	4,404.	5,285.		9,689		
525 W STATE-FURNI	SL	8,660			8,660	1,010	1,732		2,742		
525 W STATE-SCREENS	SL	1,208.			1,208	60.	242.		302.		
422 S BROAD-SIDEWA	SL	1,810.			1,810.	146.	121		267.		
TOTALS		<u>1,694,491.</u>			<u>1,695,811.</u>	<u>68,113.</u>			<u>131,815.</u>		

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEAMARK CAPITAL L.P.	747,291.	853,580.
US FARMING REALTY TRUST II, LP	420,865.	458,994.
USERT KINSTON PARTNERS LP	490,575.	572,357.
TOTALS	<u>1,658,731.</u>	<u>1,884,931.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
SECURITY DEPOSITS	12,772.
TOTALS	<u>12,772.</u>



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,211,393.		PUBLICLY-TRADED SECURITIES					196,971.	
		1,014,422.						
		PASSTHROUGH K1 CAPITAL GAIN					-17,832.	
TOTAL GAIN (LOSS) .....							<u>179,139.</u>	

THE WHITE HORSE GROUP FOUNDATION, INC.

20-0674318

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

DOROTHY BONTRAGER  
FOUNDATION SOURCE 501 SILVERSIDE RD  
123  
WILMINGTON, DE 19809-1377  
VP 1.00

J MICHAEL BONTRAGER  
FOUNDATION SOURCE 501 SILVERSIDE RD  
123  
WILMINGTON, DE 19809-1377  
PRES / DIR / SEC  
1.00

ATTACHMENT 12

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

DOROTHY BONTRAGER  
J MICHAEL BONTRAGER

THE WHITE HORSE GROUP FOUNDATION, INC.

20-0674318

FORM 990DE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
100 BLACK MEN OF GREATER DETROIT INC 1 FORD PL DETROIT, MI 48202	N/A PC		GENERAL & UNRESTRICTED	200
ACTION FOR ANIMALS INC PO BOX 814 LATROBE, PA 15650	N/A PC		GENERAL & UNRESTRICTED	300.
BOSTON PARTNERS IN EDUCATION INC 44 FARNSWORTH ST BOSTON, MA 02210	N/A PC		GENERAL & UNRESTRICTED	1,500.
CEO FORUM INC 640 CHAPEL HILLS DR COLORADO SPGS, CO 80920	N/A PC		GENERAL & UNRESTRICTED	10,000.
EDIFY 10590 W OCEAN AIR DR STE 300 SAN DIEGO, CA 92130	N/A PC		GENERAL & UNRESTRICTED	100,000.
WHEATON COLLEGE 26 E. MAIN STREET NORTON, MA 02766	N/A PC		GENERAL & UNRESTRICTED	1,000

ATTACHMENT 13

THE WHITE HORSE GROUP FOUNDATION, INC.

20-0674318

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

EAPE - KINDOMWORKS  
P.O BOX 7238  
SAINT DAVIDS, PA 19087

N/A  
PC

HOPEHIV

1,600.

TOTAL CONTRIBUTIONS PAID

114,600