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Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN

Number and street (or P O box number if mail is not delivered to street address)
10302 EATON PLACE STE 500

City or town, state or province, country, and ZIP or foreign postal code
FAIRFAX, VA 22030-2229

A Employer identification number
20-2044398

B Telephone number
703-272-1211

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 350,090. (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	977,042.		N/A	
	2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31.	31.		STATEMENT 1
	4 Dividends and interest from securities	546.	546.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	24,538.			
	b Gross sales price for all assets on line 6a	496,054.			
	7 Capital gain net income (from Part IV, line 2)		24,538.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	307.	307.		STATEMENT 3	
12 Total. Add lines 1 through 11	1,002,464.	25,422.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4 1,825.	1,825.		0.
	c Other professional fees	STMT 5 758.	758.		0.
	17 Interest				
	18 Taxes	STMT 6 15.	15.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7 25.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,623.	2,598.		0.
	25 Contributions, gifts, grants paid	1,450,000.			1,450,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,452,623.	2,598.		1,450,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-450,159.				
b Net investment income (if negative, enter -0-)		22,824.			
c Adjusted net income (if negative, enter -0-)			N/A		

2015 JAN 16 5 50 AM '15
 2015 JAN 13 5 50 AM '15
 2015 JAN 13 5 50 AM '15

ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN

Form 990-PF (2013)

20-2044398 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.			Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value				
Assets	1	Cash - non-interest-bearing						
	2	Savings and temporary cash investments			327,351.	292,279.	292,279.	
	3	Accounts receivable ▶						
		Less: allowance for doubtful accounts ▶						
	4	Pledges receivable ▶						
		Less: allowance for doubtful accounts ▶						
	5	Grants receivable						
	6	Receivables due from officers, directors, trustees, and other disqualified persons						
	7	Other notes and loans receivable ▶						
		Less: allowance for doubtful accounts ▶						
	8	Inventories for sale or use						
	9	Prepaid expenses and deferred charges				2,179.	2,179.	2,179.
	10a	Investments - U.S. and state government obligations						
	b	Investments - corporate stock STMT 8				278,733.	33,057.	33,057.
	c	Investments - corporate bonds						
	11	Investments - land, buildings, and equipment basis ▶						
	Less: accumulated depreciation ▶							
12	Investments - mortgage loans							
13	Investments - other STMT 9				186,525.	17,114.	22,575.	
14	Land, buildings, and equipment: basis ▶							
	Less: accumulated depreciation ▶							
15	Other assets (describe ▶)							
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)				794,788.	344,629.	350,090.	
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						
	22	Other liabilities (describe ▶)						
	23	Total liabilities (add lines 17 through 22)				0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.							
	24	Unrestricted				794,788.	344,629.	
	25	Temporarily restricted						
	26	Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.							
	27	Capital stock, trust principal, or current funds						
	28	Paid-in or capital surplus, or land, bldg., and equipment fund						
	29	Retained earnings, accumulated income, endowment, or other funds						
	30	Total net assets or fund balances				794,788.	344,629.	
31	Total liabilities and net assets/fund balances				794,788.	344,629.		

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	794,788.
2	Enter amount from Part I, line 27a	2	-450,159.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	344,629.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	344,629.

**ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN**

Form 990-PF (2013)

20-2044398 Page 3

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 MORGAN STANLEY ST ATTACHED	P		
b MORGAN STANLEY ST ATTACHED			
c MORGAN STANLEY LT ATTACHED			
d MORGAN STANLEY LT ATTACHED			
e CAPITAL GAINS DIVIDENDS			

(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 290,913.		280,124.	10,789.
b 23,011.		22,998.	13.
c 12,331.		10,500.	1,831.
d 168,901.		157,894.	11,007.
e 898.			898.

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	
a			10,789.
b			13.
c			1,831.
d			11,007.
e			898.

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	24,538.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	1,339,000.	960,220.	1.394472
2011	1,614,401.	1,389,916.	1.161510
2010	1,480,000.	3,061,335.	.483449
2009	1,451,000.	3,054,110.	.475097
2008	1,220,181.	3,531,880.	.345476

2 Total of line 1, column (d)	2	3.860004
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	.772001
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	561,163.
5 Multiply line 4 by line 3	5	433,218.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	228.
7 Add lines 5 and 6	7	433,446.
8 Enter qualifying distributions from Part XII, line 4	8	1,450,000.

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.

ICE CHARITABLE FOUNDATION

Form 990-PF (2013)

C/O JEFFREY SCHOEN

20-2044398 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	228.
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	228.
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	228.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,179.
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	7	2,179.
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	1,951.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 1,951. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10	X	

N/A

STMT 10

Form 990-PF (2013)

ICE CHARITABLE FOUNDATION

Form 990-PF (2013)

C/O JEFFREY SCHOEN

20-2044398

Page 5

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 ► N/A	13	X	
14	The books are in care of ► THOMAS R. LAVOIE, CPA Telephone no. ► 520-322-0966 Located at ► 3801 N. CAMPBELL AVE., SUITE A, TUCSON, AZ ZIP+4 ► 85719			
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 N/A			
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 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 N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	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.) 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. ►		
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	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

Form 990-PF (2013)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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.

(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
JEFFREY SCHOEN 10302 EATON PLACE SUITE 500 FAIRFAX, VA 220302229	PRESIDENT 5.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN

Form 990-PF (2013)

20-2044398 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. 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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Form 990-PF (2013)

**ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN**

Form 990-PF (2013)

20-2044398 Page 8

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	259,894.
b	Average of monthly cash balances	1b	309,815.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	569,709.
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	569,709.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,546.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	561,163.
6	Minimum investment return. Enter 5% of line 5	6	28,058.

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	28,058.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	228.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	228.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,830.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	27,830.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,830.

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	1,450,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,450,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	228.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,449,772.

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)

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				27,830.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,044,225.			
b From 2009	1,298,294.			
c From 2010	1,326,933.			
d From 2011	1,545,103.			
e From 2012	1,290,989.			
f Total of lines 3a through e	6,505,544.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,450,000.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			27,830.
d Applied to 2013 distributable amount	1,422,170.			
e Remaining amount distributed out of corpus	0.			0.
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:	7,927,714.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	1,044,225.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	6,883,489.			
10 Analysis of line 9:				
a Excess from 2009	1,298,294.			
b Excess from 2010	1,326,933.			
c Excess from 2011	1,545,103.			
d Excess from 2012	1,290,989.			
e Excess from 2013	1,422,170.			

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

1 a 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	
2 a 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).)

NONE

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.

NONE

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:

JEFFREY SCHOEN, 703-272-1211, JGS4ICE@GMAIL.COM
10302 EATON PLACE STE 500, FAIRFAX, VA 220302229

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

ON THE ORGANIZATION'S LETTERHEAD. ATTACH SUPPORTING DOCUMENTS AS NEEDED.

c Any submission deadlines:

NONE

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

NONE

ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN

Form 990-PF (2013)

20-2044398 Page 11

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
AGAPE GOSPEL MISSION PO BOX 1458 MANASSAS, VA 20108	NONE	PUBLIC CHARITY	OPERATING FUNDS	200,000.
CAMPUS CRUSADE FOR CHRIST 4707 FORESTDALE DR FAIRFAX, VA 22032-3510	NONE	PUBLIC CHARITY	OPERATING FUNDS	
CHRIST FOR INDIA 181-B CARIAPPA MARG SANIK FARM, NEW DEHLI, INDIA, INDIA 110062	NONE	PUBLIC CHARITY	OPERATING FUNDS	300,000.
COLE COMMUNITY CHURCH 8775 USTICK ROAD BOISE, ID 83704	NONE	PUBLIC CHARITY	OPERATING FUNDS	
CRISIS PREGNANCY CENTER 2290 E SPEEDWAY TUCSON, AZ 85719	NONE	PUBLIC CHARITY	OPERATING FUNDS	50,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				1,450,000.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Form 990-PF (2013)

ICE CHARITABLE FOUNDATION
C/O JEFFREY SCHOEN

20-2044398

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	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
FIVE TALENTS PO BOX 331 VIENNA, VA 22183	NONE	PUBLIC CHARITY	OPERATING FUNDS	
LIFE ISSUES INSTITUTE 115 SANDIDGES RD AMHERST, VA 24521	NONE	PUBLIC CHARITY	OPERATING FUNDS OPERATING FUNDS	
OAKSEED MINISTRIES INTERNATIONAL PO BOX 607 DUNN LORING, VA 22027	NONE	PUBLIC CHARITY	OPERATING FUNDS	50,000.
REASONS TO BELIEVE PO BOX 5978 PASADENA, CA 91117	NONE	PUBLIC CHARITY	OPERATING FUNDS	200,000.
TEEN CHALLENGE PO BOX 5966 TUCSON, AZ 85703	NONE	PUBLIC CHARITY	OPERATING FUNDS	300,000.
WORLD CHRISTIAN CONCERN PO BOX 9208 COLORADO CITY, CO 80932	NONE	PUBLIC CHARITY	OPERATING FUNDS	300,000.
YOUTH WITH A MISSION 4650 SHIRLEY GATE RD FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	OPERATING FUNDS	
THE AMISTAD JOURNEY LIFE ISSUE 1821 W GALBRAITH RD CINCINNATI, OH 45239	NONE		OPERATING FUNDS	50,000.
Total from continuation sheets				900,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY-062725	20.	20.	
MORGAN STANLEY-097853	11.	11.	
TOTAL TO PART I, LINE 3	31.	31.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY-097853	1,444.	898.	546.	546.	
TO PART I, LINE 4	1,444.	898.	546.	546.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY-097853	307.	307.	
TOTAL TO FORM 990-PF, PART I, LINE 11	307.	307.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,825.	1,825.		0.
TO FORM 990-PF, PG 1, LN 16B	1,825.	1,825.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	758.	758.		0.
TO FORM 990-PF, PG 1, LN 16C	758.	758.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	15.	15.		0.
TO FORM 990-PF, PG 1, LN 18	15.	15.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE CORP FEE	25.	0.		0.
TO FORM 990-PF, PG 1, LN 23	25.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY STOCKS	33,057.	33,057.
TOTAL TO FORM 990-PF, PART II, LINE 10B	33,057.	33,057.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY MUT FUNDS	FMV	17,114.	22,575.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,114.	22,575.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 10

NAME OF CONTRIBUTOR	ADDRESS
INNOVATIVE COMPUTER ENGINEERING, INC	10302 EATON PLACE, SUITE 500 FAIRFAX, VA 220302229

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2229

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310832
Taxpayer ID Number: 20-2044398
Account Number: 889 097853 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
EATON VANCE FLOATING RT INCM								
		CUSIP: 278278104		Symbol (Box 1d): EFT				
	1,008,000	08/20/12	01/15/13	\$17,945.52	\$16,517.92	\$0.00	\$1,427.60	\$0.00
	1,13,000	08/20/12	03/18/13	\$1,855.84	\$1,855.39	\$0.00	\$110.25	\$0.00
Security Subtotal	1,118,000			\$19,211.16	\$18,373.31	\$0.00	\$1,537.86	\$0.00
FIDELITY ADV EMRG MKT INC INST								
		CUSIP: 315920702		Symbol (Box 1d): FMKIX				
	1,209,848	09/10/12	01/15/13	\$18,196.08	\$17,942.00	\$0.00	\$254.08	\$0.00
	99,434	09/10/12	04/04/13	\$1,458.71	\$1,474.81	\$0.00	(\$17.90)	\$0.00
	2,777	09/28/12	04/04/13	\$40.68	\$41.16	\$0.00	(\$0.48)	\$0.00
	4,780	10/31/12	04/04/13	\$70.03	\$71.17	\$0.00	(\$1.14)	\$0.00
	4,444	11/30/12	04/04/13	\$66.10	\$67.15	\$0.00	(\$2.05)	\$0.00
	5,994	12/21/12	04/04/13	\$87.81	\$89.85	\$0.00	(\$2.04)	\$0.00
	12,184	12/21/12	04/04/13	\$178.20	\$182.34	\$0.00	(\$4.14)	\$0.00
	4,806	12/31/12	04/04/13	\$67.48	\$69.23	\$0.00	(\$1.75)	\$0.00
	2,781	01/31/13	04/04/13	\$40.45	\$41.18	\$0.00	(\$0.71)	\$0.00
	0,704	02/15/13	04/04/13	\$10.31	\$10.41	\$0.00	(\$0.10)	\$0.00
	0,420	02/28/13	04/04/13	\$6.18	\$6.18	\$0.00	(\$0.03)	\$0.00
	0,524	03/28/13	04/04/13	\$2.89	\$2.82	\$0.00	\$0.07	\$0.00
Security Subtotal	1,348,464			\$20,228.89	\$20,002.88	\$0.00	\$223.81	\$0.00
ISHARES BARCLAYS AGG.BD FD								
		CUSIP: 464287226		Symbol (Box 1d): AGG				
	288,000	08/07/12	01/15/13	\$31,878.80	\$32,220.76	\$0.00	(\$241.95)	\$0.00
ISHARES BARCLAYS 1-3 YR TSY BD								
		CUSIP: 464287457		Symbol (Box 1d): SHY				
	23,000	05/31/13	10/22/13	\$1,943.18	\$1,941.13	\$0.00	\$2.05	\$0.00

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2229

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: 20-2044398
Account Number: 689 087853 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES BARCLAYS7-10YR TSY BD		CUSIP: 464287440		Symbol (Box 1d): IEF				
	98,000	11/09/12	01/15/13	\$10,604.85	\$10,643.82	\$0.00	(\$138.87)	\$0.00
	74,000	11/14/12	01/15/13	\$7,632.31	\$8,045.30	\$0.00	(\$112.99)	\$0.00
	12,000	11/14/12	05/31/13	\$1,282.81	\$1,304.84	\$0.00	(\$41.83)	\$0.00
	12,000	11/14/12	08/08/13	\$1,288.18	\$1,304.84	\$0.00	(\$35.48)	\$0.00
Security Subtotal	196,000			\$20,808.15	\$21,298.76	\$0.00	(\$330.18)	\$0.00
ISHARES EUROPE ETF		CUSIP: 464287881		Symbol (Box 1d): IEV				
	276,000	09/07/12	01/15/13	\$11,081.83	\$10,185.58	\$0.00	\$878.27	\$0.00
	32,000	09/07/12	07/02/13	\$1,245.18	\$1,180.83	\$0.00	\$64.35	\$0.00
Security Subtotal	308,000			\$12,327.01	\$11,366.41	\$0.00	\$942.62	\$0.00
ISHARES IBOXX \$ HY CORP BND		CUSIP: 464288513		Symbol (Box 1d): HYG				
	178,000	07/19/12	01/15/13	\$16,768.80	\$16,318.70	\$0.00	\$450.10	\$0.00
	22,000	07/19/12	04/03/13	\$2,058.04	\$2,018.82	\$0.00	\$39.22	\$0.00
Security Subtotal	200,000			\$18,826.84	\$18,337.52	\$0.00	\$489.32	\$0.00
ISHARES MSCI EAFE MIN VOL ETF		CUSIP: 464288689		Symbol (Box 1d): EFAV				
	158,000	08/15/12	01/15/13	\$8,725.26	\$8,474.51	\$0.00	\$250.75	\$0.00
ISHARES MSCI EMERG MKT MIN VOL		CUSIP: 464288533		Symbol (Box 1d): EEMV				
	381,000	08/15/12	01/15/13	\$23,098.31	\$21,358.59	\$0.00	\$1,739.72	\$0.00
ISHARES MSCI EMERGING MKTS FO		CUSIP: 464287234		Symbol (Box 1d): EEM				
	237,000	10/16/12	01/15/13	\$10,481.75	\$9,958.82	\$0.00	\$522.93	\$0.00
	29,000	10/16/12	05/21/13	\$1,070.88	\$1,218.57	\$0.00	(\$147.69)	\$0.00
Security Subtotal	266,000			\$11,552.63	\$11,177.39	\$0.00	\$375.24	\$0.00

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Page 12 of 30

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8849 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES MSCI PAC EX-JPN ETF		CUSIP: 484286885 Symbol (Box 1d): EPP						
	226,000	10/10/12	01/15/13	\$10,784.47	\$10,062.80	\$0.00	\$991.67	\$0.00
	27,000	10/10/12	08/21/13	\$1,156.28	\$1,205.78	\$0.00	(\$49.49)	\$0.00
	20,000	10/22/13	12/09/13	\$938.98	\$1,013.14	\$0.00	(\$74.16)	\$0.00
	7,000	11/05/13	12/09/13	\$328.64	\$348.61	\$0.00	(\$19.87)	\$0.00
Security Subtotal	280,000			\$13,208.38	\$12,680.23	\$0.00	\$648.13	\$0.00
ISHARES RUSSELL MIDCAP G ETF		CUSIP: 484287481 Symbol (Box 1d): IWP						
	171,000	09/17/12	01/15/13	\$11,121.59	\$10,802.03	\$0.00	\$819.56	\$0.00
ISHARES RUSSELL MIDCAP V ETF		CUSIP: 484287473 Symbol (Box 1d): IWS						
	202,000	09/07/12	01/15/13	\$10,510.83	\$9,570.89	\$0.00	\$939.94	\$0.00
ISHARES RUSSELL 2000 GRWTH ETF		CUSIP: 484287848 Symbol (Box 1d): IWO						
	11,000	05/31/13	11/04/13	\$1,411.89	\$1,248.45	\$0.00	\$163.24	\$0.00
ISHARES RUSSELL 2000 VALUE ETF		CUSIP: 484287830 Symbol (Box 1d): IWN						
	14,000	06/08/13	09/12/13	\$1,260.37	\$1,200.60	\$0.00	\$59.87	\$0.00
ISHARES TIPS BOND ETF		CUSIP: 484287178 Symbol (Box 1d): TIP						
	63,000	05/22/12	01/16/13	\$7,654.95	\$7,590.86	\$0.00	\$64.09	\$0.00
ISHARES TR MSCI SMALL CAP ETF		CUSIP: 484288273 Symbol (Box 1d): SCZ						
	268,000	09/10/12	01/15/13	\$10,810.41	\$9,893.23	\$0.00	\$917.18	\$0.00
	31,000	09/10/12	07/02/13	\$1,309.44	\$1,184.13	\$0.00	\$125.31	\$0.00
Security Subtotal	299,000			\$12,119.85	\$11,077.36	\$0.00	\$1,042.49	\$0.00

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

**Corporate Tax Statement
Tax Year 2013**

ICE CHARITABLE FOUNDATION
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OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

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(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES 3-7 YR TREASURY BD ETF		CUSIP: 464288061 Symbol (Box 1d): IEI						
	16.000	03/18/13	10/28/13	\$1,849.86	\$1,970.80	\$0.00	(\$20.94)	\$0.00
PERMANENT PORTFOLIO INC		CUSIP: 714199106 Symbol (Box 1d): PRPFX						
	5.987	12/05/12	05/10/13	\$287.26	\$289.69	\$0.00	(\$2.33)	\$0.00
	7.983	12/05/12	05/10/13	\$383.02	\$388.12	\$0.00	(\$5.10)	\$0.00
Security Subtotal	13.970			\$670.28	\$678.71	\$0.00	(\$5.43)	\$0.00
PIMCO 1-3 YR US TREASURY IND		CUSIP: 72201R106 Symbol (Box 1d): TUZ						
	26.000	07/02/13	09/29/13	\$1,289.36	\$1,270.25	\$0.00	(\$19.11)	\$0.00
PIONEER MULTI ASSET REAL RET Y		CUSIP: 72387S805 Symbol (Box 1d): PMYRX						
	164.128	05/10/13	11/05/13	\$2,191.11	\$2,240.35	\$0.00	(\$49.24)	\$0.00
	3.892	05/10/13	11/05/13	\$52.02	\$53.19	\$1.17	(\$1.17)	\$0.00
Security Subtotal	168.020			\$2,243.13	\$2,293.54	\$1.17	(\$50.41)	\$0.00
POWERSHARES S&P 500 LOW VOLA		CUSIP: 73937B779 Symbol (Box 1d): SPLV						
	72.000	05/24/13	11/05/13	\$2,354.39	\$2,286.68	\$0.00	\$67.71	\$0.00
PUTNAM EQUITY SPECTRUM Y		CUSIP: 74678P219 Symbol (Box 1d): PYSYX						
	597.878	04/27/12	01/15/13	\$18,205.41	\$17,338.50	\$0.00	\$866.91	\$0.00
	486.944	08/17/12	01/15/13	\$15,131.85	\$14,187.89	\$0.00	\$943.96	\$0.00
Security Subtotal	1,084.822			\$33,337.26	\$31,526.39	\$0.00	\$1,810.87	\$0.00
VANGUARD INTERMEDIATE TERM GOV		CUSIP: 92208C706 Symbol (Box 1d): VGIT						
	31.000	04/03/13	05/31/13	\$2,001.31	\$2,031.74	\$0.00	(\$30.43)	\$0.00

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1c)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VANGUARD REIT ETF								
		CUSIP: 922908853 Symbol (Box 1d): VNQ						
	217.000	08/07/12	01/15/13	\$14,634.16	\$14,312.30	\$0.00	\$321.85	\$0.00
VANGUARD SHORT TERM BND								
		CUSIP: 921937827 Symbol (Box 1d): BSV						
	27.000	06/21/13	07/18/13	\$2,188.81	\$2,161.06	\$0.00	\$7.75	\$0.00
	2.000	07/02/13	07/18/13	\$160.65	\$160.07	\$0.00	\$0.58	\$0.00
	13.000	07/02/13	08/29/13	\$1,039.64	\$1,040.42	\$0.00	(\$0.78)	\$0.00
Security Subtotal	42.000			\$3,389.10	\$3,361.55	\$0.00	\$7.55	\$0.00
WISDOMTREE TRUST JAPN HEDGE EQ								
		CUSIP: 97717W851 Symbol (Box 1d): DXJ						
	46.000	04/04/13	05/24/13	\$2,224.90	\$2,016.06	\$0.00	\$208.84	\$0.00
Total Short Term Covered Securities				\$290,913.46	\$280,124.30	\$1.17	\$10,789.16	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Page 15 of 30

MORGAN STANLEY SMITH BARNEY

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2229

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 28-4310632
Taxpayer ID Number: 20-2044398
Account Number: 688 097853 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PROSHARES VIX MID-TERM FUT								
		CUSIP: 74347W684 Symbol (Box 1d): VIXM						
	49,000	07/18/13	10/14/13	\$1,118.08	\$1,234.70	\$0.00	(\$116.62)	\$0.00
	44,000	07/18/13	10/21/13	\$948.02	\$1,108.71	\$0.00	(\$160.69)	\$0.00
	5,000	09/12/13	10/21/13	\$107.73	\$118.31	\$0.00	(\$8.58)	\$0.00
	49,000	09/12/13	10/22/13	\$1,058.34	\$1,139.88	\$0.00	(\$83.54)	\$0.00
Security Subtotal	147,000			\$3,230.17	\$3,699.60	\$0.00	(\$389.43)	\$0.00
PWR SH DB US \$ IND BULL FD ETF								
		CUSIP: 738380107 Symbol (Box 1d): UUP						
	335,000	11/28/12	01/15/13	\$7,299.48	\$7,363.30	\$0.00	(\$63.82)	\$0.00
	58,000	11/28/12	10/03/13	\$1,246.79	\$1,274.84	\$0.00	(\$28.05)	\$0.00
Security Subtotal	393,000			\$8,546.27	\$8,638.14	\$0.00	(\$91.87)	\$0.00
RBS US LG CAP 40DE07								
		CUSIP: 78009L308 Symbol (Box 1d): TRND						
	176,000	09/07/12	01/16/13	\$5,014.12	\$4,882.24	\$0.00	\$131.88	\$0.00
RBS US MID CAP 41JA25								
		CUSIP: 78009L209 Symbol (Box 1d): TRNM						
	241,000	09/07/12	01/15/13	\$8,220.89	\$6,877.98	\$0.00	\$342.93	\$0.00
Total Short Term Noncovered Securities				\$23,011.45	\$22,997.94	\$0.00	\$13.51	\$0.00
Total Short Term Covered and Noncovered Securities				\$313,924.91	\$303,122.24	\$1.17	\$10,802.67	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2229

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 28-4310832
Taxpayer ID Number: 20-2044398
Account Number: 689 087653 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 5b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 6)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES MSCI EAFE MIN VOL ETF		CUSIP: 464288889 Symbol (Box 1d): EFAV						
	19.000	08/16/12	11/05/13	\$1,169.75	\$1,012.88	\$0.00	\$157.07	\$0.00
ISHARES MSCI EMERG MKT MIN VOL		CUSIP: 464288633 Symbol (Box 1d): EEMV						
	43.000	08/15/12	11/05/13	\$2,580.26	\$2,410.55	\$0.00	\$149.71	\$0.00
ISHARES RUSSELL MIDCAP G ETF		CUSIP: 464287481 Symbol (Box 1d): IWP						
	20.000	08/17/12	11/04/13	\$1,815.22	\$1,228.31	\$0.00	\$386.91	\$0.00
ISHARES RUSSELL MIDCAP V ETF		CUSIP: 464287473 Symbol (Box 1d): IWS						
	3.000	08/07/12	11/05/13	\$192.02	\$142.14	\$0.00	\$49.88	\$0.00
	22.000	08/07/12	11/11/13	\$1,408.09	\$1,042.37	\$0.00	\$383.72	\$0.00
Security Subtotal	35.000			\$1,599.11	\$1,184.81	\$0.00	\$413.60	\$0.00
ISHARES TIPS BOND ETF		CUSIP: 464287178 Symbol (Box 1d): TIP						
	11.000	05/22/12	10/24/13	\$1,244.39	\$1,325.39	\$0.00	(\$81.00)	\$0.00
PUTNAM EQUITY SPECTRUM Y		CUSIP: 74678P219 Symbol (Box 1d): PYSYX						
	73.490	08/17/12	11/05/13	\$2,892.67	\$2,095.20	\$0.00	\$797.37	\$0.00
VANGUARD REIT ETF		CUSIP: 922908553 Symbol (Box 1d): VNQ						
	19.000	08/07/12	10/03/13	\$1,250.88	\$1,243.01	\$0.00	\$7.85	\$0.00
Total Long Term Covered Securities				\$12,331.18	\$10,499.65	\$0.00	\$1,831.51	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2228

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 28-4310832
Taxpayer ID Number: 20-2044388
Account Number: 889 097653 085
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities ^a (Consider Box 8a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 6)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES MSCI CANADA INDEX FD								
		CUSIP: 464286509 Symbol (Box 1d): EWC						
	65,000	12/07/09	01/15/13	\$1,892.11	\$1,885.57	\$0.00	\$208.54	\$0.00
	11,000	12/22/10	01/15/13	\$320.20	\$333.57	\$0.00	(\$13.37)	\$0.00
Security Subtotal	76,000			\$2,212.31	\$2,019.14	\$0.00	\$193.17	\$0.00
ISHARES S&P MID CAP 400 GROWTH								
		CUSIP: 464287808 Symbol (Box 1d): IJK						
	41,000	01/19/11	01/15/13	\$4,879.30	\$4,224.08	\$0.00	\$655.24	\$0.00
ISHARES S&P MID CAP 400 VALUE								
		CUSIP: 464287705 Symbol (Box 1d): IJJ						
	54,000	01/25/10	01/15/13	\$4,954.38	\$3,575.12	\$0.00	\$1,379.26	\$0.00
PERMANENT PORTFOLIO INC								
		CUSIP: 714199108 Symbol (Box 1d): PRPFX						
	933,749	11/28/11	01/15/13	\$46,071.18	\$44,063.80	\$0.00	\$2,007.59	\$0.00
	8,241	12/07/11	01/15/13	\$406.61	\$392.17	\$0.00	\$14.44	\$0.00
	5,886	12/07/11	01/15/13	\$290.42	\$280.12	\$0.00	\$10.30	\$0.00
	63,008	12/19/11	01/15/13	\$3,108.72	\$2,872.45	\$0.00	\$236.27	\$0.00
	61,880	12/19/11	06/10/13	\$2,859.41	\$2,811.89	\$0.00	\$147.42	\$0.00
Security Subtotal	1,072,862			\$52,838.34	\$49,420.33	\$0.00	\$2,418.02	\$0.00
RBS US LG CAP 40DE07								
		CUSIP: 78009L308 Symbol (Box 1d): TRND						
	7,000	09/07/12	11/05/13	\$241.49	\$194.18	\$0.00	\$47.31	\$0.00
RBS US MID CAP 41JA25								
		CUSIP: 78009L209 Symbol (Box 1d): TRNM						
	5,000	09/07/12	11/05/13	\$157.49	\$121.85	\$0.00	\$35.64	\$0.00
VANQUARD EUROPEAN MSCI ETF								
		CUSIP: 822042874 Symbol (Box 1d): V GK						
	101,000	01/25/10	01/15/13	\$5,018.56	\$4,776.62	\$0.00	\$239.94	\$0.00
	87,000	12/22/10	01/15/13	\$4,321.59	\$4,232.55	\$0.00	\$88.54	\$0.00
Security Subtotal	188,000			\$9,337.75	\$9,009.17	\$0.00	\$328.68	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 600
FAIRFAX VA 22030-2229

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: 20-2044398
Account Number: 689 097853 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8948 Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VANGUARD TOTAL BOND MARKET		CUSIP: 921937835 Symbol (Box 1d): BND						
	192 000	12/27/11	01/15/13	\$16,121.87	\$15,959.25	\$0.00	\$162.62	\$0.00
VIRTUS PREM ALPHASECTOR (SM)		CUSIP: 92828R230 Symbol (Box 1d): VAPIX						
	4,574.140	05/24/11	01/15/13	\$62,574.24	\$68,921.56	\$0.00	\$3,652.88	\$0.00
	10.383	06/29/11	01/15/13	\$141.77	\$132.87	\$0.00	\$8.90	\$0.00
	751.731	10/24/11	01/15/13	\$10,283.68	\$8,945.46	\$0.00	\$1,338.22	\$0.00
	186.496	11/28/11	01/15/13	\$2,551.27	\$2,180.14	\$0.00	\$371.13	\$0.00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013ICE CHARITABLE FOUNDATION
ATTENTION: JEFFREY SCHOEN
10302 EATON PLACE STE 500
FAIRFAX VA 22030-2229Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 28-4310832
Taxpayer ID Number: 20-2044398
Account Number: 889 097853 095
Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities * (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1a)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1c)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VIRTUS PREM ALPHASECTOR (SM)	185.893	12/19/11	01/16/13	\$2,286.87	\$1,943.68	\$0.00	\$323.09	\$0.00
	21.052	12/19/11	11/05/13	\$241.88	\$247.00	\$0.00	\$94.88	\$0.00
Security Subtotal	6,709.480			\$78,169.59	\$72,370.61	\$0.00	\$5,788.98	\$0.00
Total Long Term Noncovered Securities				\$168,900.82	\$157,893.81	\$0.00	\$11,006.72	\$0.00
Total Long Term Covered and Noncovered Securities				\$181,231.68	\$168,393.48	\$0.00	\$12,838.23	\$0.00
Total Short and Long Term, Covered and Noncovered Securities				\$485,166.59	\$471,516.70	\$1.17	\$23,640.90	\$0.00
Form 1099-B Total Reportable Amounts								
Total Sales Price (Box 2a)				\$495,166.59				
Total Cost or Other Basis (Box 3)				\$280,823.95				
Total Wash Sale Loss Disallowed (Box 5)						\$1.17		
Total Fed Tax Withheld (Box 4)								\$0.00

* Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Page 23 of 30