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

OMB No 1545-0052

2013

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.

For calendar year 2013, or tax year beginning , 2013, and ending

THE TILLEY CHARITABLE FOUNDATION
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02874A Employer identification number
20-3825855

B Telephone number (see the instructions)

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

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 ☐

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
\$ 1,435,321. (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

REVENUE AND ADMINISTRATIVE EXPENSES	1 Contributions, gifts, grants, etc. received (att sch)	39,921.			
	2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	2,203.	2,203.	2,203.	
	4 Dividends and interest from securities	31,366.	31,366.	31,366.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	34,444.			
	b Gross sales price for all assets on line 6a	243,862.			
	7 Capital gain net income (from Part IV, line 2)		34,444.		
	8 Net short-term capital gain			3,279.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	See Statement 1	142,996.			
	12 Total. Add lines 1 through 11	250,930.	68,013.	36,848.	
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	See St 2	890.	890.	
	c Other prof fees (attach sch)	See St 3	6,746.	6,746.	6,746.
	17 Interest				
	18 Taxes (attach schedule)(see instrs)	See Stm 4	2,291.	2,291.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
See Statement 5	50.	50.	50.		
24 Total operating and administrative expenses. Add lines 13 through 23	9,977.	9,087.	7,686.		
25 Contributions, gifts, grants paid Stmt 6	59,000.			59,000.	
26 Total expenses and disbursements. Add lines 24 and 25	68,977.	9,087.	7,686.	59,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	181,953.				
b Net investment income (if negative, enter -0-)		58,926.			
c Adjusted net income (if negative, enter -0-)			29,162.		

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
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	26,601.	2,974.	2,974.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	1,226,767.	1,432,347.	1,432,347.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,253,368.	1,435,321.	1,435,321.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	1,253,368.	1,435,321.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,253,368.	1,435,321.	
31 Total liabilities and net assets/fund balances (see instructions)	1,253,368.	1,435,321.		

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	1,253,368.
2 Enter amount from Part I, line 27a	2	181,953.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,435,321.
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	1,435,321.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHED SHORT TERM	P	Various	Various
b SEE ATTACHED LONG TERM	P	Various	Various
c SEE ATTACHED LONG TERM	P	Various	Various
d Capital gain dividends			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 61,086.		57,807.	3,279.
b 24,034.		20,407.	3,627.
c 149,266.		131,204.	18,062.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			3,279.
b			3,627.
c			18,062.
d			9,476.
e			

2 Capital gain net income or (net capital loss).	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7] —	2	34,444.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	— [] —	3	3,279.

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) N/A

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 (column (b) divided by column (c))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a 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 instrs)			
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.		1	1,179.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,179.
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	1,179.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	1,600.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,600.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	421.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 421. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4 a 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?		N/A
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). RI		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address _____ N/A	13	X	
14	The books are in care of <u>STEVEN TILLEY</u> Telephone no _____ Located at <u>116 MOURNING DOVE DRIVE SAUNDERSTOWN RI</u> ZIP + 4 <u>02874</u>			
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 N/A	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		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
1 a 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. <input type="checkbox"/>	1 b	N/A
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? <input type="checkbox"/>	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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) <input type="checkbox"/>	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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) <input type="checkbox"/>	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4 a	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? <input type="checkbox"/>	4 b	X

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

5 a 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)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A ☐ Yes ☐ No

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

6 a 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?

6 b

X

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

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

☐ Yes ☒ No

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

N/A

7 b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7		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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<div data-bbox="84 1360 105 1373">1</div> <div data-bbox="120 1396 177 1411">N/A</div>	
<div data-bbox="84 1465 105 1478">2</div>	
<div data-bbox="69 1554 628 1570">All other program-related investments. See instructions.</div> <div data-bbox="84 1589 105 1602">3</div>	
<div data-bbox="69 1682 341 1698">Total. Add lines 1 through 3</div>	0.

BAA

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.	1 a	1,329,557.
b	Average of monthly cash balances	1 b	13,301.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	1,342,858.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,342,858.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	20,143.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,322,715.
6	Minimum investment return. Enter 5% of line 5	6	66,136.

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	66,136.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	1,179.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	1,179.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	64,957.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	64,957.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	64,957.

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	1 a	59,000.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	59,000.
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 (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	59,000.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				64,957.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			58,512.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4. \blacktriangleright \$ 59,000.				
a Applied to 2012, but not more than line 2a			58,512.	
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.			
d Applied to 2013 distributable amount				488.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				64,469.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

None

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines

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

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

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

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, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

THE TILLEY CHARITABLE FOUNDATION

Employer identification number

20-3825855

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

☐ 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 foundation

Check 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).

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

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

Name of organization

Employer identification number

THE TILLEY CHARITABLE FOUNDATION

20-3825855

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEVEN TILLEY 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	\$ 39,921.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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)

Employer identification number

20-3825855

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
1	144 SH HANESBRAND INC (FMV \$9,996) 9 SH GOOGLE INC (FMV \$10,007) 75 UNITS ISHARES CORE S&P MID CAP ETF (\$9,975) 54 UNITS OF ISHARES CORE S&P 500 ETF (\$9,943)	\$ 39,921.	12/26/13
(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

Employer identification number	20-3825855
--------------------------------	------------

Part III.	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10)
------------------	--

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

► \$ N/A

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
-----	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2013

Federal Statements

Page 1

Client TIL5855

THE TILLEY CHARITABLE FOUNDATION

20-3825855

2/14/14

11.16AM

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

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
UNREALIZED HOLDING GAIN	\$ 142,996.		
Total	\$ 142,996.	\$ 0.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 890.		\$ 890.	
Total	\$ 890.	\$ 0.	\$ 890.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PROFESSIONAL FEES	\$ 6,746.	\$ 6,746.	\$ 6,746.	
Total	\$ 6,746.	\$ 6,746.	\$ 6,746.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAXES	\$ 2,291.	\$ 2,291.		
Total	\$ 2,291.	\$ 2,291.	\$ 0.	\$ 0.

Client TIL5855

THE TILLEY CHARITABLE FOUNDATION

20-3825855

2/14/14

11:16AM

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LICENSES AND PERMITS	\$ 50.	\$ 50.	\$ 50.	
Total	\$ 50.	\$ 50.	\$ 50.	\$ 0.

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

Cash Grants and Allocations

Class of Activity:
Donee's Name: JOHNNYCAKE CENTER OF PEACEDALE
Donee's Address: 1231 KINGSTOWN ROAD
PEACEDALE, RI 02883
Relationship of Donee: NONE
Organizational Status of Donee: 501 C (3)
Amount Given: \$ 2,000.

Class of Activity:
Donee's Name: CORNERSTONE ADULT SERVICES
Donee's Address: 140 WARWICK NECK AVENUE
WARWICK, RI 02889
Relationship of Donee: NONE
Organizational Status of Donee: 501 C (3)
Amount Given: 10,000.

Class of Activity:
Donee's Name: BOYS & GIRLS CLUB OF WARWICK
Donee's Address: 42 FREDERICK STREET
WARWICK, RI 02888
Relationship of Donee: NONE
Organizational Status of Donee: 501 C (3)
Amount Given: 20,000.

Class of Activity:
Donee's Name: A WISH COME TRUE
Donee's Address: 1010 WARWICK AVENUE
WARWICK, RI 02888
Relationship of Donee: NONE
Organizational Status of Donee: 501 C (3)
Amount Given: 2,000.

Class of Activity:
Donee's Name: RI SPECIAL OLYMPICS
Donee's Address: 33 COLLEGE HILL ROAD BLD 31
WARWICK, RI 02886
Relationship of Donee: NONE
Organizational Status of Donee: 501 C (3)
Amount Given: 4,000.

Class of Activity: 501 C (3)
Donee's Name: DOMESTIC VIOLENCE OF SOUTH COUNTY, INC
Donee's Address: 61 MAIN STREET

Client TIL5855

THE TILLEY CHARITABLE FOUNDATION

20-3825855

2/14/14

11:16AM

Statement 6 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Relationship of Donee:	WAKEFIELD, RI 02879	
Organizational Status of Donee:	NONE	
Amount Given:		\$ 1,000.
Class of Activity:		
Donee's Name:	SAINT ELIZABETH COMMUNITY	
Donee's Address:	ONE ST ELIZABETH WAY EAST GREENWICH, RI 02818	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C (3)	
Amount Given:		10,000.
Class of Activity:		
Donee's Name:	OPERATION STAND DOWN RI	
Donee's Address:	1010 HARTFORD AVENUE JOHNSTON, RI 02919	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C (3)	
Amount Given:		2,500.
Class of Activity:		
Donee's Name:	BIG BROTHERS BIG SISTERS OF OCEANT STATE	
Donee's Address:	1540 PONTIAC AVENUE CRANSTON, RI 02920	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C (3)	
Amount Given:		2,500.
Class of Activity:		
Donee's Name:	NORTH KINGSTOWN FOOD PANTRY INC	
Donee's Address:	450 POST ROAD NORTH KINGSTOWN, RI 02852	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C (3)	
Amount Given:		5,000.
Total		\$ <u>59,000.</u>

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
STEVEN TILLEY 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	President 2.00	\$ 0.	\$ 0.	\$ 0.

Client TIL5855

THE TILLEY CHARITABLE FOUNDATION

20-3825855

2/14/14

11:16AM

Statement 7 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
PATRICIA TILLEY 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	Vice President 0.50	\$ 0.	\$ 0.	\$ 0.
STEVEN TILLEY II 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	Secretary 0.25	0.	0.	0.
PATRICIA TILLEY 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	Treasurer 0.50	0.	0.	0.
MICHAEL TILLEY 116 MOURNING DOVE DRIVE SAUNDERSTOWN, RI 02874	Director 0.25	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

2013 Tax Information Statement

Page 7 of 7

Payer's Name and Address:
RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

Account Number:
Recipient's Tax ID Number: XX-XXX5855
Payer's Federal ID Number: 20-2635739
Payer's State ID Number: RI

Recipient's Name and Address:
TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

☐ Corrected ☐ 2nd TIN notice

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Quantity Sold (Box 1e)	Description (Box 8)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 2d)	Cost or Other Basis (Box 3)	Wash Sale Disallowance (Box 5)	Net Capital Gain or Loss (Box 4)	Other Information (Box 1)
70.0000	YUM BRANDS INC COM	01/09/2013	06/28/2012	YUM	4,524.14	4,429.60	94.54	0.00
580645109	MCGRAW-HILL, INC.	02/05/2013	06/28/2012	MHFI	4,186.25	4,123.00	63.25	0.00
594918104	MICROSOFT CORP	02/08/2013	06/28/2012	MSFT	1,485.98	1,599.99	-114.01	0.00
94106L109	WASTE MGMT INC	03/11/2013	06/28/2012	WM	184.41	161.85	22.56	0.00
58933Y105	MERCK & CO INC NEW	03/26/2013	06/28/2012	MRK	1,324.94	1,209.30	115.64	0.00
032511107	ANADARKO PET CORP.	04/16/2013	06/28/2012	APC	3,674.63	2,791.80	882.83	0.00
806857108	SCHLUMBERGER LTD	05/14/2013	06/28/2012	SLB	3,834.41	3,086.50	747.91	0.00
68389X105	ORACLE SYSTEMS CORP.	08/05/2013	12/07/2012	ORCL	2,124.48	2,080.82	43.66	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Payer's Name and Address:
RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

Account Number:

Recipient's Tax ID Number: XX-XXX5855
Payer's Federal ID Number: 20-2635739
Payer's State ID Number: RI

Recipient's Name and Address:
TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

☐ Corrected

☐ 2nd TIN notice

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Quantity Sold	Description (Box 8)	Date of Sale or Exchange	Date of Acquisition	(Box 1a)	(Box 1b)	Stock or Other Symbol (Box 1d)	Stock's Basis	Cost or Other Basis	Wash Sales Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld
(Box 1e)	(Box 1a)	(Box 1b)					(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 6)
26441C204	DUKE ENERGY CORP NEW	08/08/2013	04/16/2013			DUK	4,260.52	4,411.83	0.00	-151.31	0.00
369550108	GENERAL DYNAMICS					GD					
75.0000	08/08/2013	08/05/2013				MMC	6,516.63	6,563.48	0.00	-46.85	0.00
571748102	MARSH & MCLENNAN COMPANIES,										
150.0000	08/08/2013	07/16/2013				NTAP	6,226.41	6,260.33	0.00	-33.92	0.00
64110D104	NETAPP INC COM										
155.0000	08/08/2013	08/05/2013				F	6,565.76	6,431.78	0.00	133.98	0.00
345370860	FORD MOTOR CO										
50.0000	09/26/2013	02/05/2013				GNW	859.48	664.75	0.00	194.73	0.00
37247D106	GENWORTH FINL INCCL A										
75.0000	09/26/2013	02/14/2013				DPS	965.98	694.01	0.00	271.97	0.00
26138E109	DR PEPPER SNAPPLE INC										
90.0000	10/08/2013	04/30/2013				GPS	3,906.72	4,347.60	0.00	-440.88	0.00
364760108	GAP, INC.										
155.0000	10/16/2013	Various				F	5,713.11	5,161.49	0.00	551.62	0.00
345370860	FORD MOTOR CO										
285.0000	12/05/2013	02/05/2013					4,731.96	3,789.09	0.00	942.87	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Payer's Name and Address:
RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

Account Number:
Recipient's Tax ID Number:
Payer's Federal ID Number:
Payer's State ID Number:
State:

XX-XXX5855
20-2635739

RI

☐ Corrected

☐ 2nd TIN notice

Recipient's Name and Address:
TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

CUSIP		Description (Box 8)		Stock or Other Symbol (Box 9)		Federal Income Tax Withheld	
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld
(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 7)
Total Short Term Sales Reported on 1099-B							
Report on Form 8949, Part I, with Box A checked							
Long Term Sales Reported on 1099-B							
571903202	MARRIOTT INTL' INC. NEW CLASS A	MAR					
5.0000	08/20/2013	06/28/2012	200.02	186.45	0.00	13.57	0.00
281020107	EDISON INTERNATIONAL	EIX					
100.0000	09/05/2013	06/28/2012	4,441.96	4,581.95	0.00	-139.99	0.00
054937107	BB&T CORP	BBT					
25.0000	09/26/2013	06/28/2012	841.98	745.24	0.00	96.74	0.00
172967424	CITIGROUP INC	C					
25.0000	09/26/2013	06/28/2012	1,221.97	647.25	0.00	574.72	0.00
594918104	MICROSOFT CORP	MSFT					
25.0000	09/26/2013	06/28/2012	816.73	740.74	0.00	75.99	0.00
863667101	STRYKER CORP.	SYK					
95.0000	09/26/2013	06/28/2012	6,461.78	5,068.20	0.00	1,393.58	0.00
03748R101	APARTMENT INVT & MGMT CO	AIV					
120.0000	11/05/2013	06/28/2012	3,290.34	3,182.32	0.00	108.02	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Payer's Name and Address:
RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

Account Number:
Recipient's Tax ID Number: XX-XXX5855
Payer's Federal ID Number: 20-2635739
Payer's State ID Number: RI
State: RI

Recipient's Name and Address:
TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

☐ Corrected ☐ 2nd TIN notice

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Description (Box 8)		Stocks, Bonds, etc.		Wash Sale		Loss Disallowed		Federal Income	
Quantity Sold	Date of Sale or Exchange	Symbol (Box 1a)	Date of Acquisition	Cost or Other Basis (Box 2a)	Gain or Loss (Box 3)	Disallowed Loss (Box 5)	Capital Gain or Loss (Box 4)	Ordinary Income (Box 6)	Capital Gain or Loss (Box 7)
278642103	11/19/2013	EBAY INC	06/28/2012	6,758.95	5,254.59	0.00	1,504.36	0.00	0.00
130.0000				24,033.73	20,406.74	0.00	3,626.99	0.00	0.00
Total Long Term Sales Reported on 1099-B									

Report on Form 8949, Part II, with Box D checked

2013 Tax Information Statement

Account Number:

Recipient's Tax ID Number: XX-XXX5855

Payer's Federal ID Number: 20-2635739

Payer's State ID Number: RI

State: RI

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:

TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

Payer's Name and Address:

RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip	Description (Box 8)	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1a)				Federal Income Tax			
				Stock	Bonds, etc.	Other Basis	Wash Sale Loss Disallowed	Net Capital Gain	Net Capital Loss	Other	Withholding
(Box 1e)	(Box 1a)	(Box 2a)	(Box 4)	(Box 4)	(Box 4)	(Box 4)	(Box 4)	(Box 4)	(Box 4)	(Box 4)	(Box 4)
Long Term Sales Reported on 1099-B											
268648102	EMC										
135.0000	01/28/2013	11/25/2009		3,386.98	2,283.83	0.00	0.00	1,103.15	0.00		
594918104	MICROSOFT CORP										
31.0000	02/08/2013	06/30/2006		853.07	732.84	0.00	0.00	120.23	0.00		
14040H105	CAPITAL ONE FINL CORP										
95.0000	02/14/2013	12/17/2010		5,252.31	3,843.46	0.00	0.00	1,408.85	0.00		
191216100	COCA-COLA CO.										
105.0000	02/14/2013	11/25/2009		3,851.03	3,051.83	0.00	0.00	799.20	0.00		
693475105	PNC BANK CORP										
55.0000	02/14/2013	12/17/2010		3,513.22	3,218.05	0.00	0.00	295.17	0.00		
655664100	NORDSTROM INC										
105.0000	03/11/2013	12/17/2010		5,692.47	4,460.59	0.00	0.00	1,231.88	0.00		
94106L109	WASTE MGMT INC										
115.0000	03/11/2013	Various		4,241.39	3,887.94	0.00	0.00	353.45	0.00		

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Recipient's Name and Address:

XX-XX5855

20-2635739

1116 MOURNING DOVE DRIVE

RI

☐ 2nd TIN notice

Payer's Name and Address:
RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

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1-Description (Box 3)			Stock or Other Symbol (Box 4)			Federal Income Tax Withholding		
Quantity Sold	Date of Sale or Exchange	Acquisition Date	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Capital Gain or Loss	Other	
(Box 1e)	(Box 1a)		(Box 2a)			(Box 3)	(Box 4)	
58933Y105	MERCK & CO INC NEW		MRK					
140.0000	03/26/2013	12/17/2010	6,183.06	5,072.20	0.00	1,110.86	0.00	
458140100	INTEL CORP		INTC					
215.0000	04/02/2013	Various	4,613.04	4,208.12	0.00	404.92	0.00	
464288844	ISHARES US OIL EQUIP & SVCS ETF		IEZ					
75.0000	04/16/2013	Various	4,088.13	3,367.87	0.00	720.26	0.00	
459200101	IBM		IBM					
22.0000	05/14/2013	Various	4,466.00	1,787.21	0.00	2,678.79	0.00	
81369Y100	SELECT SEC SPDR MATLS		XLB					
45.0000	05/23/2013	12/17/2010	1,830.37	1,684.80	0.00	145.57	0.00	
464288844	ISHARES US OIL EQUIP & SVCS ETF		IEZ					
35.0000	06/04/2013	12/08/2008	2,027.58	884.52	0.00	1,143.06	0.00	
81369Y100	SELECT SEC SPDR MATLS		XLB					
65.0000	06/18/2013	12/17/2010	2,629.90	2,433.59	0.00	196.31	0.00	
008252108	AFFILIATED MANAGERS GROUP INC		AMG					
25.0000	06/27/2013	12/17/2010	3,990.94	2,472.75	0.00	1,518.19	0.00	
459200101	IBM		IBM					
32.0000	07/16/2013	Various	6,203.87	3,325.54	0.00	2,878.33	0.00	
68389X105	ORACLE SYSTEMS CORP.		ORCL					
130.0000	08/05/2013	11/25/2009	4,248.97	2,949.35	0.00	1,299.62	0.00	

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2013 Tax Information Statement

Account Number:

Recipient's Tax ID Number: XX-XXX5855

Payer's Federal ID Number: 20-2635739

Payer's State ID Number: RI

State:

☐ Corrected

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Recipient's Name and Address:

TILLEY CHARITABLE FOUNDATION

C/O STEVEN W TILLEY

116 MOURNING DOVE DRIVE

SAUNDERSTOWN, RI 02852

Payer's Name and Address:

RBS CITIZENS, N.A.

10 TRIPPS LANE RTL 115

RIVERSIDE, RI 02915-7995

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Quantity Sold	Description (Box 8)	Date of Sale/Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d)	Cost Basis (Box 2a)	Wash Sale Disallowed Loss (Box 3)	Net Capital Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 5)
(Box 1e)	(Box 1a)							
571903202	MARRIOTT INTL' INC. NEW CLASS A			MAR	4,400.34	4,287.63	112.71	0.00
110.0000		08/20/2013	12/17/2010					
166764100	CHEVRONTXACO CORP			CVX	4,243.16	2,783.55	1,459.61	0.00
35.0000		09/05/2013	11/25/2009					
548661107	LOWE'S COMPANIES INC			LOW	2,575.38	1,403.47	1,171.91	0.00
55.0000		09/16/2013	12/17/2010					
69840W108	PANERA BREAD CO CL A			PNRA	5,027.61	1,917.00	3,110.61	0.00
30.0000		09/16/2013	11/25/2009					
097023105	BOEING CO.			BA	2,364.89	1,053.20	1,311.69	0.00
20.0000		09/20/2013	11/25/2009					
00287Y109	ABBVIE INC			ABBV	2,247.46	1,120.62	1,126.84	0.00
50.0000		09/26/2013	06/30/2006					
060505104	BANK OF AMERICA CORP NEW			BAC	351.49	944.60	-593.11	0.00
25.0000		09/26/2013	10/03/2008					
254687106	THE WALT DISNEY CO.			DIS	6,148.29	2,983.99	3,164.30	0.00
95.0000		09/26/2013	Various					
369604103	GENERAL ELECTRIC CO.			GE	604.48	406.00	198.48	0.00
25.0000		09/26/2013	11/25/2009					
38141G104	GOLDMAN SACHS GROUP INC			GS	8,947.79	9,125.50	-177.71	0.00
55.0000		09/26/2013	Various					

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2013 Tax Information Statement

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Account Number:

Recipient's Tax ID Number: XX-XXX5855

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Payer's State ID Number: RI

State: ☐ Corrected ☐ 2nd TIN notice

Payer's Name and Address:

RBS CITIZENS, N.A.
10 TRIPPS LANE RTL 115
RIVERSIDE, RI 02915-7995

Recipient's Name and Address:

TILLEY CHARITABLE FOUNDATION
C/O STEVEN W TILLEY
116 MOURNING DOVE DRIVE
SAUNDERSTOWN, RI 02852

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Quantity Sold	Description (Box 6a)	Date of Sale or Exchange	Cost Basis	Wash Sale Disallowed Loss	Net Gain or Loss	Federal Income Tax Withheld
(Box 1e)	(Box 1a)	(Box 2a)	(Box 4)	(Box 4)	(Box 4)	(Box 4)
46625H100	JP MORGAN CHASE & CO	09/26/2013 10/03/2008	2,588.95	2,477.33	0.00	111.62
717081103	Pfizer Inc	09/26/2013 11/25/2009	3,546.19	2,316.02	0.00	1,230.17
125.0000	PROCTER & GAMBLE CO	09/26/2013 06/30/2006	1,939.96	1,418.75	0.00	521.21
742718109	3M CO	09/26/2013 Various	7,208.27	4,757.40	0.00	2,450.87
25.0000	WELLS FARGO & CO NEW	09/26/2013 11/25/2009	1,037.73	697.45	0.00	340.28
88579Y101	WAL-MART STORES	10/08/2013 11/25/2009	2,188.44	1,649.62	0.00	538.82
60.0000	CHEVRONTEXACO CORP	10/16/2013 11/25/2009	2,979.04	1,988.25	0.00	990.79
949746101	EXXON MOBIL CORP	10/16/2013 01/09/2006	2,181.18	1,484.50	0.00	696.68
25.0000	TEMPLETON INSTL EMERGING MKT #456	10/22/2013 Various	14,941.76	34,004.14	0.00	-19,062.38
30231G102	CHEVRONTEXACO CORP	11/05/2013 11/25/2009	2,351.90	1,590.60	0.00	761.30
25.0000						
880210208						
1420.3180						
166764100						
20.0000						

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2013 Tax Information Statement

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XX-XXX5855

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SAUNDERSTOWN, RI 02852

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Cusip	Description (Box 8)	Quantity Sold	Date of Sale or Exchange	Acquisition	Stock or Other Symbol (Box 1a)	Cost or Other Basis	Wash Sale Disallowed	Net Gain or Loss	Federal State Income Tax Withheld
(Box 1e)	(Box 1a)								(Box 1)
268648102	EM C CORP MASS	185.0000	11/05/2013	11/25/2009	EMC	4,319.09	3,129.70	0.00	1,189.39
Total Long Term Sales Reported on 1099-B						149,265.73	131,203.81	0.00	18,061.92
Report on Form 8949, Part II, with Box E checked									0.0

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