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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 ServiceDo 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 THE HARRY AND CATHERINE HALLORAN FAMILY TRUST		A Employer identification number 20-7200587
Number and street (or P O box number if mail is not delivered to street address) 100 FOUR FALLS CORP CTR.	Room/suite 215	B Telephone number 610-940-4420
City or town, state or province, country, and ZIP or foreign postal code WEST CONSHOHOCKEN, PA 19428-2960		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,026,144.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		41,885.	41,885.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		12,560.			
b Gross sales price for all assets on line 6a 41,635.					
7 Capital gain net income (from Part IV, line 2)			12,560.		
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					
12 Total. Add lines 1 through 11		54,445.	54,445.		
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 2		1,896.	189.		1,707.
c Other professional fees STMT 3		4,029.	4,029.		0.
17 Interest					
18 Taxes STMT 4		506.	100.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		8.	0.		8.
24 Total operating and administrative expenses Add lines 13 through 23		6,439.	4,318.		1,715.
25 Contributions, gifts, grants paid		50,000.			50,000.
26 Total expenses and disbursements. Add lines 24 and 25		56,439.	4,318.		51,715.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<1,994.>			
b Net investment income (if negative, enter -0-)			50,127.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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	1,356.	4,370.	4,370.
	2 Savings and temporary cash investments	9,101.	7,932.	7,932.
	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 ▶ 466,039.			
	Less: allowance for doubtful accounts ▶ 0.	479,151.	466,039.	466,039.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	458,628.	547,803.	547,803.
	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)	948,236.	1,026,144.	1,026,144.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	948,236.	1,026,144.	
	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	948,236.	1,026,144.	
	31 Total liabilities and net assets/fund balances	948,236.	1,026,144.	

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	948,236.
2 Enter amount from Part I, line 27a	2	<1,994.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN FOR YEAR	3	79,902.
4 Add lines 1, 2, and 3	4	1,026,144.
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	1,026,144.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 41,635.		29,075.	12,560.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			12,560.

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	12,560.
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	63,011.	939,727.	.067052
2011	57,578.	962,099.	.059846
2010	40,399.	919,530.	.043934
2009	48,948.	879,112.	.055679
2008	23,834.	963,986.	.024724

2 Total of line 1, column (d)	2	.251235
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	.050247
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	977,818.
5 Multiply line 4 by line 3	5	49,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	501.
7 Add lines 5 and 6	7	49,633.
8 Enter qualifying distributions from Part XII, line 4	8	51,715.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	501.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	501.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	501.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	475.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2013 estimated tax payments and 2012 overpayment credited to 2013		6d	
b Exempt foreign organizations - tax withheld at source		7	475.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	26.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
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

N/A

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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 ► THE FOUNDATION Telephone no. ► 610-940-4420 Located at ► 100 FOUR FALLS CORP CTR., WEST CONSHOHOCKEN, PA ZIP+4 ► 19428-2960			
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 checked="" type="checkbox"/> Yes <input 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"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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). If none, enter "NONE."

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

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

0

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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	977,668.
b	Average of monthly cash balances	1b	15,041.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	992,709.
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	992,709.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,891.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	977,818.
6	Minimum investment return. Enter 5% of line 5	6	48,891.

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	48,891.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	501.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	501.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	48,390.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	48,390.
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	48,390.

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	51,715.
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	51,715.
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	501.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	51,214.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				48,390.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			17,395.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 51,715.				
a Applied to 2012, but not more than line 2a			17,395.	
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				34,320.
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				14,070.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	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

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

2013.04021 THE HARRY AND CATHERINE HAL 20-72001

THE HARRY AND CATHERINE HALLORAN FAMILY

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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				
BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,000.
BOYS AND GIRLS CLUB OF ATLANTIC CITY, INC. 317 N PENNSYLVANIA AVE. ATLANTIC CITY, NJ 08401	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	300.
BRYN MAWR FILM INSTITUTE INC 824 WEST LANCASTER AVE. BRYN MAWR, PA 19010	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	100.
BYERSCHOOL FOUNDATION 1926 ARCH STREET SUITE 3F PHILADELPHIA, PA 19103	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	250.
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE FL 2 NEW YORK, NY 10001-5029	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,500.
Total			SEE CONTINUATION SHEET(S)	50,000.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated.

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>Catherine A. Halloran</i>	Date 11-14-14	Title PRESIDENT		
Paid Preparer Use Only	Print/Type preparer's name ERIC T. MECK	Preparer's signature <i>[Signature]</i>	Date 11/13/14	Check <input type="checkbox"/> if self-employed	PTIN P01021036
	Firm's name ▶ BALDWIN FAMILY OFFICE, LLC			Firm's EIN ▶ 23-3016363	
	Firm's address ▶ 100 FOUR FALLS CORP CTR., STE. 202 WEST CONSHOHOCKEN, PA 19428			Phone no. 610-260-1555	

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PRINCETON FUTURES STRATEGY I - 1.169 SHARES	P	12/26/12	08/13/13
b	MAINSTAY ICAP SELECT EQUITY I - 174.216 SHARES	P	01/15/13	08/13/13
c	PRINCETON FUTURES STRATEGY I - 501.217 SHARES	P	12/15/10	08/13/13
d	SPDR MSCI ACWI EX US - 152 SHARES	P	03/17/08	08/13/13
e	ABSOLUTE STRATEGIES INSTITUTIONAL - 746.377 SHARE	P	12/15/10	10/18/13
f	TFS MARKET NEUTRAL - 336.347 SHARES	P	05/16/10	10/18/13
g		P		
h		P		
i		P		
j		P		
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 10.		11.	<1.>
b 7,992.		6,563.	1,429.
c 4,348.		5,008.	<660.>
d 5,068.		4,446.	622.
e 8,232.		7,944.	288.
f 5,387.		5,103.	284.
g			0.
h			0.
i			0.
j			0.
k 10,598.			10,598.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1.>
b			1,429.
c			<660.>
d			622.
e			288.
f			284.
g			0.
h			0.
i			0.
j			0.
k			10,598.
l			
m			
n			
o			

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	12,560.
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

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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
FACE TO FACE 109 E. PRICE STREET PHILADELPHIA, PA 19144	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
FOUNDATION FOR CANCER CARE 236 PENN AVE SCRANTON, PA 18503		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
FRANKLIN INSTITUTE 222 N 20TH STREET PHILADELPHIA, PA 19103	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	3,000.
FRIENDS OF ST MALACHY INC 1429 NORTH 11TH STREET PHILADELPHIA, PA 19122-3410	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	900.
GREENSBORO GEORGIA DREAMERS INC 1571 JACKSON RIDGE ROAD GREENSBORO, GA 30642		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,500.
HAWAIIAN HUMANE SOCIETY 2700 WAIALAE AVENUE HONOLULU, HI 96826		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
LANKENAU MEDICAL CENTER FOUNDATION 100 LANCASTER AVENUE WYNNEWOOD, PA 19096	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,000.
LANTERN THEATER COMPANY PO BOX 53428 PHILADELPHIA, PA 19105	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,200.
MANN CENTER FOR THE PERFORMING ARTS 123 S. BROAD STREET, STE 1930 PHILADELPHIA, PA 19109-1026	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	16,000.
MERION MERCY ACADEMY 511 MONTGOMERY AVENUE MERION STATION, PA 19066	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
Total from continuation sheets				46,850.

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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
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD, STE 150 JENKINTOWN, PA 19046-3533	N/A	PUBLIC CHARITY	GLOBALISLOCAL 2013-2014	5,000.
PEOPLES LIGHT AND THEATER CO. 39 CONESTOGA ROAD MALVERN, PA 19355-1737		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	250.
PETA 501 FRONT STREET NORFOLK, VA 23510	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
PHILABUNDANCE 3616 S GALLOWAY STREET PHILADELPHIA, PA 19148-5402	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	2,000.
ROSEMONT COLLEGE 1400 MONTGOMERY AVENUE ROSEMONT, PA 19010-1699	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	2,500.
SEEQS (SCHOOL FOR EXAMINING ESSENTIAL QUESTIONS OF SUSTAINABILITY) 845 22ND AVENUE HONOLULU, HI 96816		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE 10TH FLOOR NEW YORK, NY 10038		PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	500.
WILLIAM TRIPPLY YOUTH DEVELOPMENT FOUNDATION PO BOX 223 WALLINGFORD, PA 19086-0223	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	10,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
ENLIGHTENED WORLD FOUNDATION NOTE	43,501.	0.	43,501.	43,501.		
PITCAIRN TRUST	8,982.	10,598.	<1,616.>	<1,616.>		
TO PART I, LINE 4	52,483.	10,598.	41,885.	41,885.		

FORM 990-PF	ACCOUNTING FEES				STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING/TAX SERVICES	1,896.	189.		1,707.		
TO FORM 990-PF, PG 1, LN 16B	1,896.	189.		1,707.		

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT MANAGEMENT	4,029.	4,029.		0.		
TO FORM 990-PF, PG 1, LN 16C	4,029.	4,029.		0.		

FORM 990-PF	TAXES				STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
EXCISE TAXES	406.	0.		0.		
FOREIGN TAX	100.	100.		0.		
TO FORM 990-PF, PG 1, LN 18	506.	100.		0.		

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	8.	0.		8.	
TO FORM 990-PF, PG 1, LN 23	8.	0.		8.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
AMERICAN BEACON LG CAP VALUE PLAN	FMV	31,902.	31,902.	
ISHARES RUSSELL 3000 INDEX ETF	FMV	116,404.	116,404.	
MAINSTAY ICAP SELECT EQUITY (MF)	FMV	39,962.	39,962.	
MAINSTAY LARGE CAP GROWTH I (PURCHASED 2013)	FMV	33,057.	33,057.	
PERRITT MICRO CAP OPPORTUNITY (MF)	FMV	18,457.	18,457.	
PRUDENTIAL JENNISON SMALL COMP A (MF)	FMV	17,875.	17,875.	
ROYCE PENNSYLVANIA (MF)	FMV	16,432.	16,432.	
TARGET SMALL CAPITALIZATION VALUE (MF)	FMV	13,645.	13,645.	
TOUCHSTONE SANDS SEL GROWTH (MF)	FMV	34,318.	34,318.	
COLUMBIA ACORN INTERNATIONAL Z (MF)	FMV	14,519.	14,519.	
DFA EMERGING MARKETS VALUE I (MF)	FMV	3,546.	3,546.	
HARBOR INTERNATIONAL INSTITUTIONAL (MF)	FMV	15,403.	15,403.	
MANNING & NAPIER WORLD OPPORTUNITIES A (MF)	FMV	12,305.	12,305.	
SCOUT INTERNATIONAL (MF) (PURCHASED 2013)	FMV	14,618.	14,618.	
SPDR MSCI ACW EX-US INDEX ETF	FMV	6,877.	6,877.	
UMB SCOUT INTERNATIONAL (MF) (SOLD 2013)	FMV	0.	0.	
VIRTUS EMERGING MARKETS OPPORTUNITY (MF) (PURCHASED 2014)	FMV	9,246.	9,246.	
LOOMIS SAYLES INVESTMENT GRADE BOND A (MF)	FMV	24,330.	24,330.	
PIMCO TOTAL RETURN INSTITUTIONAL (MF)	FMV	38,968.	38,968.	
VANGUARD TOTAL BOND MARKET INDEX SIGNAL (MF)	FMV	24,583.	24,583.	
ABSOLUTE STRATEGIES FUND (MF)	FMV	2,169.	2,169.	
DRIEHAUS ACTIVE INCOME FUND (MF)	FMV	6,663.	6,663.	
EQUINOX CAMPBELL STRATEGY (MF) (PURCHASED 2013)	FMV	5,556.	5,556.	

PRINCETON FUTURES STRATEGY FUND (MF)	FMV	0.	0.
MAINSTAY LARGE CAP GROWTH FUND	FMV	5,609.	5,609.
TFS MARKET NEUTRAL FD (MF)	FMV	2,241.	2,241.
COHEN & STEERS REALTY SHARES (MF)	FMV	16,554.	16,554.
ISHARES COHEN & STEERS REALTY	FMV		
MAJORS INDEX ETF		10,461.	10,461.
VIRTUS EMERGING MARKETS OPPORTUNITY	FMV	0.	0.
DFA GLOBAL REAL ESTATE (MF)	FMV	12,103.	12,103.
TOTAL TO FORM 990-PF, PART II, LINE 13		547,803.	547,803.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	7
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HARRY HALLORAN, JR. 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 5.00	0.	0.	0.
BRIAN HALLORAN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.
H. KEVIN HALLORAN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.
CATHERINE HALLORAN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.
MARK HALLORAN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.
NEIL HALLORAN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.
TARA KELLY BROWN 100 FOUR FALLS CORP. CTR., STE 215 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 1.00	0.	0.	0.

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KEVIN E. KELLY TRUSTEE
100 FOUR FALLS CORP. CTR., STE 215 1.00
WEST CONSHOHOCKEN, PA 19428

0. 0. 0.

MICHAEL B. KELLY TRUSTEE
100 FOUR FALLS CORP. CTR., STE 215 1.00
WEST CONSHOHOCKEN, PA 19428

0. 0. 0.

ROBERT G. KELLY TRUSTEE
100 FOUR FALLS CORP. CTR., STE 215 1.00
WEST CONSHOHOCKEN, PA 19428

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.