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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation SUSAN R AND JOHN W SULLIVAN FOUNDATION		A Employer identification number 22-2612047	
Number and street (or P O box number if mail is not delivered to street address) 851 SE MONTEREY COMMONS BLVD		B Telephone number (see instructions) (772) 283-3838	
City or town, state or province, country, and ZIP or foreign postal code STUART, FL 349963337		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) <input checked="" type="checkbox"/> \$ 6,722,390	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	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.	150,233	150,233		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	239,229			
	b Gross sales price for all assets on line 6a 3,267,018				
	7 Capital gain net income (from Part IV, line 2) . . .		239,229		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,589	4,201		
	12 Total. Add lines 1 through 11	392,051	393,663		
	13 Compensation of officers, directors, trustees, etc	18,000	9,000		9,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	75,367	39,367		36,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,045	3,785		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	633	0		633
	22 Printing and publications				
	23 Other expenses (attach schedule)	74,769	74,002		765
	24 Total operating and administrative expenses. Add lines 13 through 23	175,814	126,154		46,398
	25 Contributions, gifts, grants paid	486,017			486,017
	26 Total expenses and disbursements. Add lines 24 and 25	661,831	126,154		532,415
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-269,780			
	b Net investment income (if negative, enter -0-)		267,509		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		14,537	14,537
	2	Savings and temporary cash investments	1,704,699	118,689	118,689
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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)	1,282,531	<input checked="" type="checkbox"/> 2,027,846	2,755,635
	c	Investments—corporate bonds (attach schedule).	250,000		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,815,759	<input checked="" type="checkbox"/> 3,622,141	3,833,529
	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)	6,052,989	5,783,213	6,722,390	
Liabilities	17	Accounts payable and accrued expenses		4	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	4	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	6,052,989	5,783,209	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,052,989	5,783,209	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,052,989	5,783,213		

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	6,052,989
2	Enter amount from Part I, line 27a	2	-269,780
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,783,209
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	5,783,209

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	239,229
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	

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 page 18 of 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	460,689	6,565,699	0 070166
2011	425,503	7,072,338	0 060164
2010	431,119	6,961,349	0 061930
2009	388,829	6,381,388	0 060932
2008	333,429	6,296,169	0 052957

2	Total of line 1, column (d).	2	0 306149
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 061230
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	6,717,788
5	Multiply line 4 by line 3.	5	411,330
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,675
7	Add lines 5 and 6.	7	414,005
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	532,415

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,675
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2.	3	2,675
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	2,675
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,500
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	4,500
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,825
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	1,825

Part VII-A Statements Regarding Activities			
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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> FL _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JOHN W SULLIVAN Telephone no (772) 283-3838 Located at 851 SE MONTEREY COMMONS BLVD STUART FL ZIP +4 349963337			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	5,431,728
b	Average of monthly cash balances.	1b	190,315
c	Fair market value of all other assets (see instructions).	1c	1,198,046
d	Total (add lines 1a, b, and c).	1d	6,820,089
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	6,820,089
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	102,301
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,717,788
6	Minimum investment return. Enter 5% of line 5.	6	335,889

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	335,889
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,675
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,675
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	333,214
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	333,214
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	333,214

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	532,415
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	532,415
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,675
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	529,740
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				333,214
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				26,909
b From 2009.				72,952
c From 2010.				96,986
d From 2011.				77,752
e From 2012.				134,667
f Total of lines 3a through e.	409,266			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 532,415				
a Applied to 2012, but not more than line 2a			0	
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.				333,214
e Remaining amount distributed out of corpus	199,201			
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	608,467			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	26,909			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	581,558			
10 Analysis of line 9				
a Excess from 2009. . . .				72,952
b Excess from 2010. . . .				96,986
c Excess from 2011. . . .				77,752
d Excess from 2012. . . .				134,667
e Excess from 2013. . . .				199,201

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

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

JOHN W SULLIVAN PRESIDENT
851 SE MONTEREY COMMONS BLVD
STUART,FL 349963337
(772) 283-3838

b

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

SEND PRINTED MATERIALS REGARDING CHARITABLE ORGANIZATION ALONG WITH CURRENT FINANCIAL STATEMENTS

c

Any submission deadlines

NOVEMBER 15TH OF EACH YEAR

d

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

NONE

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	486,017
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

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

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Signature of officer or trustee

2014-11-14

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒

Yes

☐

No

Paid Preparer Use Only

Print/Type preparer's name
NANCY B CROWDER-MCCOY

Preparer's Signature

Date

Check if self-employed ☐

PTIN
P00404585

Firm's name

PROCTOR CROOK CROWDER & FOGAL PA

Firm's EIN

59-1556056

Firm's address

33 SW FLAGLER AVENUE STUART, FL 34994

Phone no

(772) 283-2356

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2260 SHS FORD MTR CO DEL COM	P	2012-12-03	2013-01-07
840 SHS WELLS FARGO & CO NEW	P	2012-12-04	2013-01-07
600 SHS FREEPORT MCMORAN COPPER & GOLD INC	P	2011-12-13	2013-01-09
4 SHS FREEPORT MCMORAN COPPER & GOLD INC	P	2012-11-01	2013-01-09
6 SHS CALL (FCX) FREEPORT MCMORAN JAN 18 14 \$45 (100 SHS)	P	2012-11-13	2013-01-09
100 SHS APPLE INC	P	2008-10-24	2013-01-10
23 SHS APPLE INC	P	2009-02-18	2013-01-10
2 SHS CALL (AAPL) APPLE INC JAN 18 14 \$700 (100 SHS)	P	2012-11-13	2013-01-10
500 SHS EXPRESS SCRIPTS HLDGCO COM	P	2012-06-26	2013-01-10
5 SHS CALL (ESRX) EXPRESS SCRIPTS HLDGJAN 18 14 \$65 (100 SHS)	P	2012-07-02	2013-01-10
0 798 SHS FREEPORT MCMORAN COPPER & GOLD INC	P	2012-11-01	2013-01-14
132 SHS AMAZON COM INC	P	2012-10-11	2013-01-30
1 SHS CALL (AMZN) AMAZON COM INC JAN 18 14 \$275 (100 SHS)	P	2012-10-23	2013-01-30
6 SHS CALL (HES) HESS CORP COM JAN 18 14 \$60 (100 SHS)	P	2012-11-13	2013-01-30
37 SHS PUT (SPY) SPDR S&P 500 ETF FEB 16 13 \$135 (100 SHS)	P	2012-12-31	2013-02-15
400 SHS WINTRUST FINANCIAL CORP	P	2009-10-27	2013-02-19
400 SHS WINTRUST FINANCIAL CORP	P	2010-09-10	2013-02-19
4 SHS CALL (NSC) NORFOLK SOUTHERN CRPJAN 18 14 \$70 (100 SHS)	P	2012-06-05	2013-02-22
4 SHS CALL (WLK) WESTLAKE CHEM CORP JUL 20 13 \$85 (100 SHS)	P	2012-12-07	2013-02-22
600 SHS AETNA INC NEW COM	P	2011-12-05	2013-02-25
2 414 SHS AETNA INC NEW COM	P	2012-10-26	2013-02-25
1 586 SHS AETNA INC NEW COM	P	2013-01-25	2013-02-25
6 SHS CALL (AET) AETNA INC NEW JAN 18 14 \$45 (100 SHS)	P	2012-07-12	2013-02-25
0 928 SHS AETNA INC NEW COM	P	2013-01-25	2013-02-28
1100 SHS MARATHON PETROLEUM CORP COM USD0 01	P	2012-01-03	2013-03-08
6 SHS MARATHON PETROLEUM CORP COM USD0 01	P	2012-12-10	2013-03-08
11 SHS CALL (MPC) MARATHON PETROLEUM JAN 18 14 \$55 (100 SHS)	P	2012-08-14	2013-03-08
14 SHS CALL (GILD) GILEAD SCIENCES JAN 18 14 \$42 5 (100 SHS)	P	2012-11-13	2013-03-11
0 573 SHS MARATHON PETROLEUM CORP COM USD0 01	P	2012-12-10	2013-03-13
43 SHS PUT (SPY) SPDR S&P 500 ETF MAR 16 13 \$146 (100 SHS)	P	2013-01-28	2013-03-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
43 SHS PUT (SPY) SPDR S&P 500 ETF MAR 16 13 \$146 (100 SHS)	P	2013-02-07	2013-03-15
300 SHS EDWARDS LIFESCIENCESCORP	P	2012-10-09	2013-03-22
3 SHS CALL (EW) EDWARDS LIFESCIENCESJAN 18 14 \$110 (100 SHS)	P	2012-12-07	2013-03-22
6 SHS CALL (CELG) CELGENE CORP JAN 18 14 \$85 (100 SHS)	P	2012-04-30	2013-04-16
2 SHS CALL (IBM) INTL BUSINESS MACH JAN 18 14 \$230 (100 SHS)	P	2012-07-03	2013-04-19
8 SHS CALL (MET) METLIFE INC JAN 18 14 \$35 (100 SHS)	P	2012-06-05	2013-04-23
5 SHS CALL (HOT) STARWOOD HOTELS & JAN 18 14 \$60 (100 SHS)	P	2012-11-13	2013-04-30
4180 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-04-24	2013-05-14
2080 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-04-24	2013-05-15
4172 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-04-24	2013-05-16
18 SHS CALL (EMC) E M C CORP MASS JAN 18 14 \$30 (100 SHS)	P	2012-11-13	2013-05-17
6 SHS CALL (QCOM) QUALCOMM INC JAN 18 14 \$75 (100 SHS)	P	2012-05-11	2013-05-17
31 SHS PUT (SPY) SPDR S&P 500 ETF MAY 18 13 \$155 (100 SHS)	P	2013-03-13	2013-05-17
15 SHS PUT (SPY) SPDR S&P 500 ETF MAY 18 13 \$155 (100 SHS)	P	2013-04-01	2013-05-17
385 SHS WALMART STORES INC	P	2013-01-09	2013-05-21
2 SHS WALMART STORES INC	P	2013-04-01	2013-05-21
162 SHS ST JOE COMPANY	P	2012-12-19	2013-05-22
193 SHS ST JOE COMPANY	P	2012-12-21	2013-05-22
56 SHS PUT (DVY) ISHARES TR DOW JONESJUN 22 13 \$66 (100 SHS)	P	2013-05-17	2013-05-23
0 421 SHS WALMART STORES INC	P	2013-04-01	2013-05-24
972 SHS ST JOE COMPANY	P	2012-12-21	2013-05-28
55 SHS PUT (DVY) ISHARES TR DOW JONESJUN 22 13 \$66 (100 SHS)	P	2013-05-17	2013-05-29
8 SHS CALL (JPM) JPMORGAN CHASE & CO JAN 18 14 \$45 (100 SHS)	P	2012-03-01	2013-05-30
7 SHS CALL (PNC) PNC FINL SVCS GROUP JAN 18 14 \$67 5 (100 SHS)	P	2012-07-02	2013-05-30
6 SHS CALL (AMGN) AMGEN INC JAN 18 14 \$100 (100 SHS)	P	2013-03-12	2013-06-05
21 SHS PUT (DVY) ISHARES TR DOW JONESJUL 20 13 \$67 (100 SHS)	P	2013-05-22	2013-06-05
22 SHS PUT (DVY) ISHARES TR DOW JONESJUL 20 13 \$67 (100 SHS)	P	2013-05-22	2013-06-20
6 SHS CALL (TGT) TARGET CORP JAN 18 14 \$67 5 (100 SHS)	P	2012-08-14	2013-06-24
3 SHS CALL (UPS) UNITED PARCEL SVC JAN 18 14 \$85 (100 SHS)	P	2012-03-07	2013-06-24
35 SHS PUT (XLY) SELECT SECTOR SPDR JUL 20 13 \$55 (100 SHS)	P	2013-06-11	2013-06-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5 SHS CALL (SBUX) STARBUCKS CORP JAN 18 14 \$60 (100 SHS)	P	2012-08-15	2013-06-25
435 SHS DIRECTV COM USD0 01	P	2013-05-16	2013-07-01
3 SHS CALL (BA) BOEING CO JAN 18 14 \$80 (100 SHS)	P	2012-07-02	2013-07-08
9 SHS CALL (MRO) MARATHON OIL CORP JAN 18 14 \$35 (100 SHS)	P	2012-12-06	2013-07-08
3285 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-06-06	2013-07-10
1105 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-06-24	2013-07-10
3 SHS CALL (CMI) CUMMINS INC FORMERLYJAN 18 14 \$110 (100 SHS)	P	2012-07-16	2013-07-11
510 SHS EMERSON ELECTRIC CO	P	2012-03-12	2013-07-17
4 15 SHS EMERSON ELECTRIC CO	P	2012-12-10	2013-07-17
3 731 SHS EMERSON ELECTRIC CO	P	2013-03-11	2013-07-17
3 119 SHS EMERSON ELECTRIC CO	P	2013-06-10	2013-07-17
5 SHS CALL (EMR) EMERSON ELECTRIC CO JAN 18 14 \$60 (100 SHS)	P	2012-03-13	2013-07-17
2195 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-06-24	2013-07-18
54 SHS PUT (XLY) SELECT SECTOR SPDR JUL 20 13 \$55 (100 SHS)	P	2013-06-11	2013-07-19
0 651 SHS EMERSON ELECTRIC CO	P	2013-06-10	2013-07-22
10 SHS CALL (CMCSA) COMCAST CORP NEW OCT 19 13 \$45 (100 SHS)	P	2013-05-03	2013-07-25
6 SHS CALL (FLR) FLUOR CORP NEW JAN 18 14 \$60 (100 SHS)	P	2012-11-13	2013-07-29
139 SHS BOEING CO	P	2011-09-19	2013-08-08
45 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-15
15 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-15
540 SHS WHOLE FOODS MKT INC	P	2013-07-01	2013-08-15
5 SHS CALL (WFM) WHOLE FOODS MKT INC JAN 18 14 \$62 5 (100 SHS)	P	2013-07-16	2013-08-15
11 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
4 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
8 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
22 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
4 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
4 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
7 SHS PUT (SPY) SPDR S&P 500 ETF AUG 17 13 \$167 (100 SHS)	P	2013-07-18	2013-08-16
300 SHS UNITED PARCEL SVC INC CL B	P	2012-03-07	2013-08-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2 343 SHS UNITED PARCEL SVC INC CL B	P	2012-12-05	2013-08-16
2 219 SHS UNITED PARCEL SVC INC CL B	P	2013-03-12	2013-08-16
1 438 SHS UNITED PARCEL SVC INC CL B	P	2013-05-29	2013-08-16
1200 SHS LENNAR CORP CL A	P	2012-01-04	2013-08-19
1 259 SHS LENNAR CORP CL A	P	2012-10-29	2013-08-19
1 188 SHS LENNAR CORP CL A	P	2013-02-15	2013-08-19
1 126 SHS LENNAR CORP CL A	P	2013-05-08	2013-08-19
0 427 SHS LENNAR CORP CL A	P	2013-07-24	2013-08-19
12 SHS CALL (LEN) LENNAR CORP JAN 18 14 \$45 (100 SHS)	P	2012-11-13	2013-08-19
0 972 SHS WHOLE FOODS MKT INC	P	2013-07-16	2013-08-20
0 724 SHS UNITED PARCEL SVC INC CL B	P	2013-05-29	2013-08-21
0 932 SHS LENNAR CORP CL A	P	2012-10-29	2013-08-22
14 SHS CALL (GILD) GILEAD SCIENCES NOV 16 13 \$65 (100 SHS)	P	2013-05-03	2013-08-26
500 SHS STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	P	2011-12-13	2013-09-05
10 SHS STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	P	2012-12-28	2013-09-05
5 SHS CALL (HOT) STARWOOD HOTELS & NOV 16 13 \$70 (100 SHS)	P	2013-05-03	2013-09-05
0 921 SHS STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	P	2012-12-28	2013-09-10
11 SHS CALL (AIG) AMERICAN INTL GROUP JAN 18 14 \$50 (100 SHS)	P	2013-03-12	2013-09-11
2195 SHS AMR CORP DEL *POSITION EXPIRED*	P	2013-06-24	2013-09-19
40 SHS PUT (IWM) ISHARES TR RUSSELL SEP 21 13 \$103 (100 SHS)	P	2013-08-06	2013-09-20
12 SHS CALL (AVGO) AVAGO TECHNOLOGIES JAN 18 14 \$40 (100 SHS)	P	2013-08-05	2013-09-25
3 SHS CALL (CMI) CUMMINS INC FORMERLYJAN 18 14 \$130 (100 SHS)	P	2013-08-05	2013-09-25
4 SHS CALL (WLK) WESTLAKE CHEM CORP OCT 19 13 \$110 (100 SHS)	P	2013-03-12	2013-10-01
6 SHS CALL (AMGN) AMGEN INC JAN 18 14 \$115 (100 SHS)	P	2013-08-05	2013-10-02
161 SHS BOEING CO	P	2011-09-19	2013-10-02
1 779 SHS BOEING CO	P	2012-12-07	2013-10-02
175 SHS BOEING CO	P	2013-01-09	2013-10-02
2 966 SHS BOEING CO	P	2013-03-08	2013-10-02
2 321 SHS BOEING CO	P	2013-06-07	2013-10-02
1 934 SHS BOEING CO	P	2013-09-06	2013-10-02

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(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)
1400 SHS GILEAD SCIENCES INC	P	2012-02-28	2013-10-02
380 SHS ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO 07	P	2012-12-10	2013-10-02
4 952 SHS ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO 07	P	2013-03-28	2013-10-02
5 103 SHS ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO 07	P	2013-06-27	2013-10-02
4 945 SHS ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO 07	P	2013-09-26	2013-10-02
19 SHS PUT (SPY) SPDR S&P 500 ETF NOV 16 13 \$169 (100 SHS)	P	2013-09-12	2013-10-03
0 288 SHS BOEING CO	P	2013-09-06	2013-10-07
6 SHS CALL (CELG) CELGENE CORP OCT 19 13 \$140 (100 SHS)	P	2013-05-03	2013-10-07
0 553 SHS ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO 07	P	2012-12-10	2013-10-07
15 SHS CALL (LM) LEGG MASON NOV 16 13 \$38 (100 SHS)	P	2013-05-16	2013-10-30
5 SHS CALL (SBUX) STARBUCKS CORP JAN 18 14 \$80 (100 SHS)	P	2013-08-05	2013-10-31
5 SHS CALL (SLB) SCHLUMBERGER LIMITEDJAN 18 14 \$75 (100 SHS)	P	2012-06-05	2013-11-04
6 SHS CALL (HES) HESS CORP COM JAN 18 14 \$80 (100 SHS)	P	2013-07-18	2013-11-05
4 SHS CALL (NSC) NORFOLK SOUTHERN CRPJAN 18 14 \$80 (100 SHS)	P	2013-03-12	2013-11-05
19 SHS PUT (SPY) SPDR S&P 500 ETF NOV 16 13 \$169 (100 SHS)	P	2013-09-12	2013-11-15
38 SHS PUT (SPY) SPDR S&P 500 ETF NOV 16 13 \$169 (100 SHS)	P	2013-10-14	2013-11-15
8 SHS CALL (FLR) FLUOR CORP NEW JAN 18 14 \$72 5 (100 SHS)	P	2013-08-05	2013-11-25
7 SHS CALL (CBI) CHICAGO BRIDGE & JAN 18 14 \$77 5 (100 SHS)	P	2013-11-01	2013-12-09
6 SHS CALL (CELG) CELGENE CORP APR 19 14 \$155 (100 SHS)	P	2013-10-07	2013-12-09
6 SHS CALL (QCOM) QUALCOMM INC JAN 18 14 \$75 (100 SHS)	P	2013-11-01	2013-12-09
12 SHS CALL (AVGO) AVAGO TECHNOLOGIES JAN 18 14 \$50 (100 SHS)	P	2013-11-01	2013-12-17
15 SHS CALL (LM) LEGG MASON JAN 18 14 \$41 (100 SHS)	P	2013-11-15	2013-12-17
200 SHS TARGET CORP	P	2008-10-24	2013-12-19
400 SHS TARGET CORP	P	2009-02-18	2013-12-19
3 504 SHS TARGET CORP	P	2012-12-10	2013-12-19
3 269 SHS TARGET CORP	P	2013-03-10	2013-12-19
3 093 SHS TARGET CORP	P	2013-06-10	2013-12-19
4 118 SHS TARGET CORP	P	2013-09-10	2013-12-19
4 016 SHS TARGET CORP	P	2013-12-10	2013-12-19
6 SHS CALL (TGT) TARGET CORP JAN 17 15 \$70 (100 SHS)	P	2013-12-03	2013-12-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
0 164 SHS TARGET CORP	P	2013-03-10	2013-12-24
19 SHS CALL (HTZ) HERTZ GLOBAL HLDGS JAN 18 14 \$26 (100 SHS)	P	2013-11-01	2013-12-31
120 SHS CANADIAN OIL SANDS LIMITED COM NPV ISIN #CA13643E1051 SEDOL #B66RW99	P	2011-02-22	2013-01-11
120 SHS CANADIAN OIL SANDS LIMITED COM NPV ISIN #CA13643E1051 SEDOL #B66RW99	P	2011-03-18	2013-01-11
490 SHS COMPANHIA SIDERURGICA NACIONALCSN SPONS ADR (1 ADRREP 1 ORD) NPV	P	2009-08-12	2013-01-30
340 SHS COMPANHIA SIDERURGICA NACIONALCSN SPONS ADR (1 ADRREP 1 ORD) NPV	P	2010-11-09	2013-01-30
270 SHS COMPANHIA SIDERURGICA NACIONALCSN SPONS ADR (1 ADRREP 1 ORD) NPV	P	2011-11-16	2013-01-30
350 SHS COMPANHIA SIDERURGICA NACIONALCSN SPONS ADR (1 ADRREP 1 ORD) NPV	P	2011-11-16	2013-01-30
93 SHS SMITHS GROUP PLC SPON ADR EA REPR 1 ORD SH	P	2011-09-07	2013-01-30
135 SHS BCE INC COM NPV ISIN #CA05534B7604 SEDOL #B188TH2	P	2012-10-09	2013-03-05
20 SHS DIAGEO ADR EACH REPR4 ORD GBX28 935185	P	2010-05-04	2013-03-05
130 SHS NITTO DENKO CORP ADR-EACH CNV INTO 0 5 ORD NPV	P	2011-03-16	2013-03-05
160 SHS NITTO DENKO CORP ADR-EACH CNV INTO 0 5 ORD NPV	P	2011-06-07	2013-03-05
260 SHS NITTO DENKO CORP ADR-EACH CNV INTO 0 5 ORD NPV	P	2011-06-08	2013-03-05
157 SHS SMITHS GROUP PLC SPON ADR EA REPR 1 ORD SH	P	2011-09-07	2013-03-05
164 SHS TAIWAN SEMICONDUCTORMANUFACTURING ADS EACH CNV INTO 5 ORD TWD10	P	2010-11-09	2013-03-05
14 SHS NOVARTIS AG ADR-EACHREPR 1 CHF0 5(REGD)	P	2009-02-17	2013-03-12
22 SHS NOVARTIS AG ADR-EACHREPR 1 CHF0 5(REGD)	P	2009-04-14	2013-03-12
30 SHS PETROCHINA CO ADS EACH REPR 100 H SHS HKD0 10LVLIH	P	2009-08-12	2013-03-12
54 SHS SANOFI SPONSORED ADR	P	2011-10-24	2013-03-12
45 SHS TELEKOMUNIKASI INDONESIA(PERSERO) ADR EA REP 200 SER BIDR250	P	2012-04-17	2013-03-12
261 SHS TREASURY WINE ESTATES LTD SPON ADREACH REPR 1 ORD SHS	P	2011-11-30	2013-03-13
710 SHS TREASURY WINE ESTATES LTD SPON ADREACH REPR 1 ORD SHS	P	2011-12-01	2013-03-13
850 SHS TREASURY WINE ESTATES LTD SPON ADREACH REPR 1 ORD SHS	P	2012-03-22	2013-03-13
21 SHS BHP BILLITON LIMITEDADR EACH REP 2 ORD NPV(MGT)	P	2010-06-15	2013-04-03
20 SHS BHP BILLITON LIMITEDADR EACH REP 2 ORD NPV(MGT)	P	2010-11-09	2013-04-03
12 SHS PETROCHINA CO ADS EACH REPR 100 H SHS HKD0 10LVLIH	P	2009-08-12	2013-04-03
375 SHS QBE INSURANCE GROUP SPON ADR EA REPR 1 ORD SHS	P	2011-04-27	2013-04-03
416 SHS RECKITT BENCKISER GROUP PLC SPONSORED ADR	P	2012-12-27	2013-04-03
160 SHS STATOIL ASA SPON ADREACH REP 1 ORD NOK2 50 LVL111	P	2013-01-04	2013-04-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
130 SHS TAIWAN SEMICONDUCTORMANUFACTURING ADS EACH CNV INTO 5 ORD TWD10	P	2010-11-09	2013-04-03
45 SHS PRIMARIS RETAIL REITTRUST UNITS CASH ELECTION FROM CUSIP 74157U109	P	2009-08-12	2013-04-08
170 SHS PRIMARIS RETAIL REITTRUST UNITS CASH ELECTION FROM CUSIP 74157U109	P	2010-11-09	2013-04-08
46 SHS DIAGEO ADR EACH REPR4 ORD GBX28 935185	P	2010-05-04	2013-04-23
112 SHS H&R REAL ESTATE INVTTR H&R FIN TR STAPLEUNIT ISIN #CA4044282032 SEDO	P	2013-04-08	2013-04-25
0 SHS CIA ENERGETICA MINASGERAIS-CEMIG SPON ADR REPR 1 N-VTG PRFSHS(LEVEL 2)	P	2013-05-15	2013-05-15
50 SHS BRITISH AMERICAN TOBACCO LVL II ADR EACH REP 2 ORD GBP0 25(BNY)	P	2009-08-12	2013-07-08
70 SHS BRITISH AMERICAN TOBACCO LVL II ADR EACH REP 2 ORD GBP0 25(BNY)	P	2010-11-09	2013-07-08
285 18973 SHS CIA ENERGETICA MINASGERAIS-CEMIG SPON ADR REPR 1 N-VTG PRFSHS(P	2009-08-12	2013-07-08
219 81027 SHS CIA ENERGETICA MINASGERAIS-CEMIG SPON ADR REPR 1 N-VTG PRFSHS(P	2012-12-27	2013-07-08
0 SHS SIEMENS AG ADR-EACH CNV INTO 1 ORD NPV	P	2010-01-29	2013-07-25
0 SHS SIEMENS AG ADR-EACH CNV INTO 1 ORD NPV	P	2010-02-08	2013-07-25
0 SHS SIEMENS AG ADR-EACH CNV INTO 1 ORD NPV	P	2010-11-09	2013-07-25
0 SHS SIEMENS AG ADR-EACH CNV INTO 1 ORD NPV	P	2013-04-03	2013-07-25
90 SHS ABB LTD ADR EACH REPR 1 ORD CHF1 03 (SPON)	P	2011-08-11	2013-08-26
53 2 SHS CHUNGHWA TELECOM ADREA REPR 10 ORD TWD10	P	2009-08-12	2013-08-26
128 SHS CHUNGHWA TELECOM ADREA REPR 10 ORD TWD10	P	2010-05-04	2013-08-26
8 8 SHS CHUNGHWA TELECOM ADREA REPR 10 ORD TWD10	P	2010-05-05	2013-08-26
30 SHS CANADIAN OIL SANDS LIMITED COM NPV ISIN #CA13643E1051 SEDOL #B66RW99	P	2011-03-18	2013-08-26
115 SHS CANADIAN OIL SANDS LIMITED COM NPV ISIN #CA13643E1051 SEDOL #B66RW99	P	2012-10-09	2013-08-26
64 SHS GLAXOSMITHKLINE ADR EACH CNV INTO 2 ORD GBP0 25	P	2013-01-11	2013-08-26
176 SHS MUENCHENER RUECKVERSICHERUNGS AG UNSP ADR EACH REPR 0 10 ORD	P	2009-08-12	2013-08-26
3 SHS PETROCHINA CO ADS EACH REPR 100 H SHS HKD0 10LVLIH	P	2009-08-12	2013-08-26
35 SHS PETROCHINA CO ADS EACH REPR 100 H SHS HKD0 10LVLIH	P	2010-10-13	2013-08-26
25 SHS PETROCHINA CO ADS EACH REPR 100 H SHS HKD0 10LVLIH	P	2010-11-09	2013-08-26
30 SHS ROCHE HOLDINGS AG SPN ADR EACH REP 0 125 GENUS	P	2010-07-12	2013-08-26
36 SHS ROCHE HOLDINGS AG SPN ADR EACH REP 0 125 GENUS	P	2010-11-09	2013-08-26
156 SHS RIOCAN REAL ESTATE INVESTMENT TRUST TRUST UNITS NPV ISIN #CA76691010	P	2012-12-17	2013-08-26
29 SHS SANOFI SPONSORED ADR	P	2011-10-24	2013-08-26
87 SHS STATOIL ASA SPON ADREACH REP 1 ORD NOK2 50 LVL111	P	2013-01-04	2013-08-26

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(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)
199 SHS TESCO ADR EACH CNV INTO 3 ORD (GBP)	P	2010-11-09	2013-08-26
55 SHS LUKOIL OIL CO SPONS ADR ISIN #US6778621044 SEDOL #2537432	P	2013-01-30	2013-09-19
36 SHS MTN GROUP LTD ADR EACH REPR 1 ORD ZAR0 0001(BNY)	P	2010-12-22	2013-09-19
113 SHS MTN GROUP LTD ADR EACH REPR 1 ORD ZAR0 0001 (BNY)	P	2011-07-28	2013-09-19
178 SHS RECKITT BENCKISER GROUP PLC SPONSORED ADR	P	2012-12-27	2013-09-19
117 SHS RIOCAN REAL ESTATE INVESTMENT TRUST TRUST UNITS NPV ISIN #CA76691010	P	2012-12-17	2013-09-19
81 SHS SINGAPORE TELECOMMUNICATIONS NEW ADR-EACH REPR 10ORD CDI NPV	P	2009-08-12	2013-09-19
98 SHS UNITED OVERSEAS BANKLTD SPRD ADR-EACH CNV INTO 2 ORD NPV	P	2009-08-12	2013-09-19
53 SHS VODAFONE GROUP SPON ADR REP 10 ORD USD0 11428571 6 FOR 11 R/S INTO VO	P	2006-12-04	2013-09-19
99 SHS VODAFONE GROUP SPON ADR REP 10 ORD USD0 11428571 6 FOR 11 R/S INTO VO	P	2008-09-24	2013-09-19
54 SHS VODAFONE GROUP SPON ADR REP 10 ORD USD0 11428571 6 FOR 11 R/S INTO VO	P	2008-11-10	2013-09-19
141 SHS BAE SYSTEMS SPON ADREA REP 4 ORD GBP 0 025(MGN JP)	P	2010-05-12	2013-10-02
358 SHS DEUTSCHE POST AG SPONS ADR EA REPR 1 ORD SHS	P	2011-02-09	2013-10-02
693 SHS ICL-ISRAEL CHEMICALSUNSP ADR EACH REP 1ORD	P	2012-10-11	2013-11-11
220 SHS ICL-ISRAEL CHEMICALSUNSP ADR EACH REP 1ORD	P	2012-11-30	2013-11-11
272 SHS ICL-ISRAEL CHEMICALSUNSP ADR EACH REP 1ORD	P	2013-03-12	2013-11-11
0 896 SHS STARWOOD PPTY	P	2012-10-15	2013-01-02
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-01-07
83730 217 SHS LORD ABBETT INCOME CLASS I	P	2011-09-22	2013-01-08
71 028 SHS LORD ABBETT INCOME CLASS I	P	2011-09-30	2013-01-08
537 069 SHS LORD ABBETT INCOME CLASS I	P	2011-10-31	2013-01-08
550 736 SHS LORD ABBETT INCOME CLASS I	P	2011-11-30	2013-01-08
942 827 SHS LORD ABBETT INCOME CLASS I	P	2011-12-16	2013-01-08
526 267 SHS LORD ABBETT INCOME CLASS I	P	2011-12-30	2013-01-08
533 512 SHS LORD ABBETT INCOME CLASS I	P	2012-01-31	2013-01-08
531 464 SHS LORD ABBETT INCOME CLASS I	P	2012-02-29	2013-01-08
531 425 SHS LORD ABBETT INCOME CLASS I	P	2012-03-30	2013-01-08
539 639 SHS LORD ABBETT INCOME CLASS I	P	2012-04-30	2013-01-08
533 485 SHS LORD ABBETT INCOME CLASS I	P	2012-05-31	2013-01-08
534 353 SHS LORD ABBETT INCOME CLASS I	P	2012-06-29	2013-01-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
523 785 SHS LORD ABBETT INCOME CLASS I	P	2012-07-31	2013-01-08
519 187 SHS LORD ABBETT INCOME CLASS I	P	2012-08-31	2013-01-08
103 089 SHS LORD ABBETT INCOME CLASS I	P	2012-09-28	2013-01-08
509 98 SHS LORD ABBETT INCOME CLASS I	P	2012-10-31	2013-01-08
364 98 SHS LORD ABBETT INCOME CLASS I	P	2012-11-30	2013-01-08
12 099 SHS LORD ABBETT INCOME CLASS I	P	2012-11-30	2013-01-08
670 057 SHS LORD ABBETT INCOME CLASS I	P	2012-12-18	2013-01-08
897 51 SHS LORD ABBETT INCOME CLASS I	P	2012-12-18	2013-01-08
385 373 SHS LORD ABBETT INCOME CLASS I	P	2012-12-31	2013-01-08
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-02-21
5702 24907 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2010-11-01	2013-03-06
7215 64414 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2010-11-15	2013-03-06
7375 04688 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-01-25	2013-03-06
94 39433 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-02-28	2013-03-06
89 02813 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-03-31	2013-03-06
82 17064 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-04-29	2013-03-06
92 08981 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-05-31	2013-03-06
95 67029 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-06-30	2013-03-06
103 49325 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-07-29	2013-03-06
216 65127 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-07-29	2013-03-06
107 98011 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-08-31	2013-03-06
108 00715 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-09-30	2013-03-06
46 45103 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-10-31	2013-03-06
49 22026 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-11-30	2013-03-06
46 69139 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2011-12-30	2013-03-06
43 165 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-01-31	2013-03-06
45 42446 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-02-29	2013-03-06
47 05996 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-03-30	2013-03-06
51 38056 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-04-30	2013-03-06
48 86071 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-05-31	2013-03-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
46 28477 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-06-29	2013-03-06
46 91574 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-07-31	2013-03-06
49 39353 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-08-31	2013-03-06
9 61771 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-09-28	2013-03-06
48 27381 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-10-31	2013-03-06
3 528 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-11-30	2013-03-06
50 469 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2012-12-31	2013-03-06
48 704 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2013-01-31	2013-03-06
51 067 SHS LORD ABBETT EMERGINGMARKETS CURRENCY CLI	P	2013-02-28	2013-03-06
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-03-12
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-04-09
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-05-10
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-06-17
250000 SHS BARCLAYS FINL LLC BD VAR 0 00000% 03/24/2016	P	2011-12-22	2013-06-28
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-07-10
13157 895 SHS LORD ABBETT SHORT DURATION INCOME CL I	P	2013-06-24	2013-08-13
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-08-15
18642 804 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-02-05	2013-09-11
59 091 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-02-20	2013-09-11
59 696 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-03-19	2013-09-11
59 35 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-04-17	2013-09-11
59 152 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-05-17	2013-09-11
61 871 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-06-19	2013-09-11
62 217 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-07-17	2013-09-11
63 446 SHS TEMPLETON GLOBAL BOND ADVISOR CLASS	P	2013-08-19	2013-09-11
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-09-19
49450 549 SHS LORD ABBETT SHORT DURATION INCOME CL I	P	2013-06-24	2013-10-08
14058 107 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-05-29	2013-10-08
32000 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-05-29	2013-10-08
540 215 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-05-29	2013-10-10

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(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)
2 026 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-05-31	2013-10-10
39 001 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-06-28	2013-10-10
29 439 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-07-31	2013-10-10
41 163 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-08-30	2013-10-10
41 909 SHS BLACKROCK GLOBAL LONG/SHORT CREDIT I	P	2013-05-29	2013-10-10
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-10-14
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-11-13
0 SHS SPDR GOLD TR GOLD SHS	P	2009-01-15	2013-12-17
102 510098 SHS SEER	P	2010-09-01	2013-07-01
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
30,328		25,829	4,499
29,013		27,359	1,654
21,101		23,447	-2,346
141		156	-15
1,950		666	1,284
51,714		9,540	42,174
11,894		2,200	9,694
5,742		3,335	2,407
27,657		26,110	1,547
2,131		1,255	876
28		31	-3
36,057		32,238	3,819
2,120		3,285	-1,165
2,400		6,930	-4,530
		6,434	-6,434
14,832		11,637	3,195
14,832		12,127	2,705
2,464		2,836	-372
1,840		3,440	-1,600
28,696		24,943	3,753
115		105	10
76		76	0
1,860		3,540	-1,680
44		44	0
97,317		36,877	60,440
531		352	179
4,777		37,547	-32,770
3,185		8,890	-5,705
51		34	17
		6,667	-6,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		5,455	-5,455
24,482		26,161	-1,679
1,380		405	975
3,726		23,460	-19,734
1,400		284	1,116
2,276		3,873	-1,597
2,053		3,850	-1,797
23,700		16,260	7,440
13,166		8,091	5,075
27,910		16,229	11,681
2,319		605	1,714
2,670		879	1,791
		10,014	-10,014
		3,571	-3,571
29,873		26,428	3,445
155		149	6
3,366		3,659	-293
4,010		4,346	-336
5,598		3,615	1,983
33		32	1
20,320		21,889	-1,569
7,973		3,551	4,422
2,480		9,000	-6,520
3,390		5,446	-2,056
1,922		3,360	-1,438
7,349		3,466	3,883
8,021		3,631	4,390
2,280		2,550	-270
885		1,185	-300
5,619		2,784	2,835

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,500		3,948	-2,448
27,318		28,471	-1,153
1,719		7,500	-5,781
1,503		3,168	-1,665
15,669		14,216	1,453
5,271		4,246	1,025
2,206		3,471	-1,265
29,245		25,556	3,689
238		209	29
214		211	3
179		176	3
1,500		905	595
13,390		8,435	4,955
		4,295	-4,295
37		37	0
1,170		1,520	-350
2,531		2,940	-409
14,742		8,789	5,953
3,690		4,891	-1,201
1,230		1,230	0
29,112		28,188	924
944		400	544
990		3,209	-2,219
488		1,167	-679
976		1,297	-321
2,010		3,566	-1,556
360		847	-487
488		847	-359
639		1,481	-842
25,838		22,730	3,108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
202		171	31
191		187	4
124		126	-2
39,780		24,006	15,774
42		43	-1
39		48	-9
37		48	-11
14		15	-1
3,921		697	3,224
52		54	-2
62		63	-1
31		38	-7
2,296		2,828	-532
32,876		22,963	9,913
658		573	85
1,367		757	610
61		53	8
759		2,785	-2,026
8,604		8,435	169
		7,347	-7,347
2,040		4,560	-2,520
1,422		2,790	-1,368
1,440		580	860
2,250		2,970	-720
18,852		10,180	8,672
208		132	76
20,492		13,303	7,189
347		231	116
272		233	39
226		204	22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
87,514		32,182	55,332
24,878		25,677	-799
324		327	-3
334		346	-12
324		316	8
8,663		7,791	872
34		30	4
2,190		9,720	-7,530
36		36	0
2,114		1,782	332
952		1,427	-475
3,250		9,425	-6,175
1,398		2,040	-642
1,108		3,037	-1,929
		7,791	-7,791
		11,059	-11,059
1,768		5,210	-3,442
1,295		2,368	-1,073
9,600		14,880	-5,280
444		648	-204
723		5,388	-4,665
1,127		3,268	-2,141
12,450		6,556	5,894
24,900		11,711	13,189
218		216	2
203		217	-14
193		218	-25
256		262	-6
250		254	-4
1,098		1,042	56

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10		11	-1
855		4,181	-3,326
2,444		3,723	-1,279
2,444		3,861	-1,417
2,668		6,687	-4,019
1,851		6,025	-4,174
1,470		3,924	-2,454
1,905		3,226	-1,321
1,812		1,475	337
6,150		5,960	190
2,413		1,342	1,071
3,798		3,345	453
4,675		4,136	539
7,596		6,842	754
3,071		2,489	582
3,003		1,840	1,163
972		590	382
1,527		812	715
4,143		3,466	677
2,647		1,940	707
1,980		1,521	459
1,548		1,044	504
4,211		2,921	1,290
5,041		3,739	1,302
1,407		1,408	-1
1,340		1,836	-496
1,559		1,386	173
5,310		7,880	-2,570
6,023		5,248	775
3,862		3,862	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,186		1,459	727
1,215		581	634
4,590		3,318	1,272
5,657		3,085	2,572
2,617		2,561	56
6			6
5,307		3,111	2,196
7,430		5,502	1,928
2,556		2,797	-241
1,970		2,136	-166
153		153	0
92		92	0
92		92	0
92		92	0
2,025		1,903	122
1,660		1,237	423
3,995		3,063	932
275		208	67
578		965	-387
2,216		2,436	-220
3,342		2,852	490
3,416		2,540	876
335		347	-12
3,911		4,528	-617
2,794		3,286	-492
1,965		1,065	900
2,358		1,328	1,030
3,568		4,328	-760
1,478		1,042	436
1,874		2,213	-339

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,490		4,002	-512
3,515		3,515	0
728		711	17
2,286		2,341	-55
2,612		2,246	366
2,848		3,246	-398
2,481		1,790	691
3,328		2,239	1,089
1,782		1,420	362
3,329		2,214	1,115
1,816		903	913
4,110		2,975	1,135
11,853		6,798	5,055
5,953		8,564	-2,611
1,890		2,772	-882
2,336		3,552	-1,216
20		19	1
32		16	16
252,028		241,980	10,048
214		202	12
1,617		1,552	65
1,658		1,564	94
2,838		2,678	160
1,584		1,500	84
1,606		1,553	53
1,600		1,557	43
1,600		1,552	48
1,624		1,587	37
1,606		1,552	54
1,608		1,560	48

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,577		1,561	16
1,563		1,552	11
310		311	-1
1,535		1,555	-20
1,099		1,110	-11
36		37	-1
2,017		1,997	20
2,702		2,675	27
1,160		1,156	4
33		17	16
37,635		39,794	-2,159
47,623		49,853	-2,230
48,675		49,850	-1,175
623		640	-17
588		614	-26
542		587	-45
608		644	-36
631		669	-38
683		717	-34
1,430		1,501	-71
713		733	-20
713		673	40
307		298	9
325		307	18
308		286	22
285		277	8
300		298	2
311		306	5
339		334	5
322		297	25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
305		293	12
310		299	11
326		317	9
63		63	0
319		315	4
23		23	0
333		314	19
321		185	136
337		192	145
32		16	16
32		17	15
33		19	14
29		18	11
272,250		250,000	22,250
29		19	10
60,000		60,000	0
27		17	10
241,424		250,000	-8,576
765		794	-29
773		802	-29
769		803	-34
766		807	-41
801		806	-5
806		809	-3
822		813	9
28		17	11
225,000		225,489	-489
150,000		150,808	-808
341,440		343,285	-1,845
5,769		5,795	-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
22		22	0
417		413	4
314		313	1
440		438	2
448		449	-1
29		19	10
26		17	9
25		17	8
150,000		117,369	32,631
62,134			62,134

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,499
			1,654
			-2,346
			-15
			1,284
			42,174
			9,694
			2,407
			1,547
			876
			-3
			3,819
			-1,165
			-4,530
			-6,434
			3,195
			2,705
			-372
			-1,600
			3,753
			10
			0
			-1,680
			0
			60,440
			179
			-32,770
			-5,705
			17
			-6,667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-5,455
			-1,679
			975
			-19,734
			1,116
			-1,597
			-1,797
			7,440
			5,075
			11,681
			1,714
			1,791
			-10,014
			-3,571
			3,445
			6
			-293
			-336
			1,983
			1
			-1,569
			4,422
			-6,520
			-2,056
			-1,438
			3,883
			4,390
			-270
			-300
			2,835

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,448
			-1,153
			-5,781
			-1,665
			1,453
			1,025
			-1,265
			3,689
			29
			3
			3
			595
			4,955
			-4,295
			0
			-350
			-409
			5,953
			-1,201
			0
			924
			544
			-2,219
			-679
			-321
			-1,556
			-487
			-359
			-842
			3,108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			31
			4
			-2
			15,774
			-1
			-9
			-11
			-1
			3,224
			-2
			-1
			-7
			-532
			9,913
			85
			610
			8
			-2,026
			169
			-7,347
			-2,520
			-1,368
			860
			-720
			8,672
			76
			7,189
			116
			39
			22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			55,332
			-799
			-3
			-12
			8
			872
			4
			-7,530
			0
			332
			-475
			-6,175
			-642
			-1,929
			-7,791
			-11,059
			-3,442
			-1,073
			-5,280
			-204
			-4,665
			-2,141
			5,894
			13,189
			2
			-14
			-25
			-6
			-4
			56

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-3,326
			-1,279
			-1,417
			-4,019
			-4,174
			-2,454
			-1,321
			337
			190
			1,071
			453
			539
			754
			582
			1,163
			382
			715
			677
			707
			459
			504
			1,290
			1,302
			-1
			-496
			173
			-2,570
			775
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			727
			634
			1,272
			2,572
			56
			6
			2,196
			1,928
			-241
			-166
			0
			0
			0
			0
			122
			423
			932
			67
			-387
			-220
			490
			876
			-12
			-617
			-492
			900
			1,030
			-760
			436
			-339

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-512
			0
			17
			-55
			366
			-398
			691
			1,089
			362
			1,115
			913
			1,135
			5,055
			-2,611
			-882
			-1,216
			1
			16
			10,048
			12
			65
			94
			160
			84
			53
			43
			48
			37
			54
			48

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			16
			11
			-1
			-20
			-11
			-1
			20
			27
			4
			16
			-2,159
			-2,230
			-1,175
			-17
			-26
			-45
			-36
			-38
			-34
			-71
			-20
			40
			9
			18
			22
			8
			2
			5
			5
			25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12
			11
			9
			0
			4
			0
			19
			136
			145
			16
			15
			14
			11
			22,250
			10
			0
			10
			-8,576
			-29
			-29
			-34
			-41
			-5
			-3
			9
			11
			-489
			-808
			-1,845
			-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			4
			1
			2
			-1
			10
			9
			8
			32,631
			62,134


Form 990PF Part VIII Line 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
JOHN W SULLIVAN	PRESIDENT/DIRECTOR 2 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
SUSAN R SULLIVAN	SEC /TREAS /DIRECTOR 2 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
J BOLTON SULLIVAN II	DIRECTOR 1 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
JENNIFER S SANFORD	DIRECTOR 1 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
GIERIET S BOWEN	DIRECTOR 1 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
JOHN W SULLIVAN JR	DIRECTOR 1 00	3,000	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				
JS CAPITAL MANAGEMENT INC	ADMINISTRATIVE SERVICES 10 00	0	0	0
851 SE MONTEREY COMMONS BLVD STUART,FL 349963337				


Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

JOHN W SULLIVAN
SUSAN R SULLIVAN


Form 990PF Part XV Line 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				
ACADEMY FOR URBAN SCHOOL LEADERSHIP 3400 N AUSTIN AVE CHICAGO,IL 60634	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	3,000
AIM AT MELANOMA FOUNDATION 3040 CUTTING BLVD RICHMOND,CA 94804	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	2,000
ALZHEIMERS ASSOCIATION 11711 SE US HIGHWAY ONE HOBE SOUND,FL 33455	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	1,000
AMERICAN RED CROSS MARTIN COUNTY 2750 S KANNER HWY STUART,FL 34994	NONE	PUBLIC CHARITY	FINANCIAL SUPPORT	23,000
APOSTLESHIP OF THE SEA 1500 JEFFERSON DRIVE PORT ARTHUR,TX 776420646	NONE	PUBLIC CHARITY	RELIGIOUS SUPPORT	500
ART INSTITUTE OF CHICAGO THE 111 S MICHIGAN AVE CHICAGO,IL 60603	NONE	PUBLIC CHARITY	SUPPORT FOR THE ARTS	1,000
ARTS COUNCIL THE 80 E OCEAN BLVD STUART,FL 349942234	NONE	PUBLIC CHARITY	SUPPORT FOR THE ARTS	250
ARZU 875 N MICHIGAN AVENUE CHICAGO,IL 60611	NONE	PUBLIC CHARITY	INTERNATIONAL RELIEF SUPPORT	1,000
BEIJING CENTER AT LOYOLA UNIVERSITY 1032 W SHERIDAN ROAD CHICAGO,IL 60660	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	2,500
BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL,MA 02467	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,000
BOYS & GIRLS CLUB OF MARTIN COUNTY 11500 SE LARES AVE HOBE SOUND,FL 33475	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	11,000
BRAIN RESEARCH FOUNDATION 111 W WASHINGTON ST SUITE 1710 CHICAGO,IL 60602	NONE	PUBLIC CHARITY	SUPPORT FOR BRAIN DISORDER RESEARCH	1,000
CATHOLIC CHARITIES 9995 N MILITARY TRAIL PALM BCH GARDENS,FL 334109650	NONE	PUBLIC CHARITY	RELIGIOUS SUPPORT	2,500
CATHOLIC CHURCH EXTENSION SOCIETY 150 S WACKER DR SUITE 2000 CHICAGO,IL 60606	NONE	PUBLIC CHARITY	SPIRITUAL SUPPORT	1,000
CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD GLENCOE,IL 60022	NONE	PUBLIC CHARITY	ENVIRONMENTAL SUPPORT	2,000
Total  3a				486,017


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHICAGO SHAKESPEARE THEATER 800 E GRAND AVENUE CHICAGO,IL 60611	NONE	PUBLIC CHARITY	ARTS SUPPORT	1,000
COLLEGE OF THE HOLY CROSS ONE COLLEGE ST WORCESTER,MA 016102395	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	10,000
CORPUS CHRISTI SCHOOL 535 W 121ST ST NEWYORK,NY 10027	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	2,000
COUNCIL ON AGING OF MARTIN COUNTY INC 900 SE SALERNO RD STUART,FL 34997	NONE	PUBLIC CHARITY	FINANCIAL SUPPORT	2,500
COVENANT HOUSE FLORIDA 733 BREAKERS AVE FORT LAUDERDALE,FL 333044100	NONE	PUBLIC CHARITY	HOMELESS SUPPORT	1,000
CRISIS MINISTRIES PO BOX 20038 CHARLESTON,SC 294130038	NONE	PUBLIC CHARITY	FOOD AND SHELTER FOR THE NEEDY	5,000
CRISTO REY JESUIT HIGH SCHOOL 1852 W 22ND PLACE CHICAGO,IL 60608	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	10,000
CRISTO REY NETWORK 14 E JACKSON BLVD SUITE 1200 CHICAGO,IL 60604	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	5,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA,MD 20814	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	600
DESERT VOICES ORAL LEARNING CENTER 3426 E SHEA BLVD PHOENIX,AZ 850283327	NONE	PUBLIC CHARITY	EDUCATION SUPPORT FOR THE HEARING IMPAIRED	1,000
DIOCESE OF PALM BEACH 9995 N MILITARY TRAIL PALM BEACH GARDENS,FL 334109650	NONE	PUBLIC CHARITY	SPIRITUAL/FINANCIAL SUPPORT	2,000
EVANS SCHOLARS FOUNDATION 1 BRIAR ROAD GOLF,IL 600290301	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	4,000
EVERGLADES FOUNDATION 18001 OLD CUTLER ROAD PALMETTO BAY,FL 33157	NONE	PUBLIC CHARITY	ENVIRONMENTAL SUPPORT	10,000
FENIX FAMILY HEALTH CENTER 130 WASHINGTON AVE HIGHWOOD,IL 60040	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	50,000
FIRST UNITED METHODIST CHURCH OF STUART 1500 S KANNER HWY STUART,FL 34994	NONE	PUBLIC CHARITY	FOOD FOR THE NEEDY & COMMUNITY ENHANCEMENT	2,000
Total  3a				486,017


Form 990PF Part XV Line 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				
FOUNDATION FOR HOMAN SQUARE 3517 WARTHINGTON CHICAGO,IL 60624	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	1,000
FRIENDS AT LOBLOLLY - THE DUNBAR CENTER 7407 SE HILL TERR HOBE SOUND,FL 33455	NONE	PUBLIC CHARITY	SUPPORT FOR THE NEEDY	500
GEORGETOWN UNIVERSITY - MAIN CAMPUS GEORGETOWN FUND BOX 0734 WASHINGTON,DC 200730734	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	4,500
GREATER CHICAGO FOOD DEPOSITORY 4100 WANN LURIE PLACE CHICAGO,IL 60632	NONE	PUBLIC CHARITY	FOOD FOR THE NEEDY	5,000
HABITAT FOR HUMANITY OF MARTIN COUNTY INC 2555 SE BONITA ST STUART,FL 34997	NONE	PUBLIC CHARITY	HOUSING ASSISTANCE	3,000
HOBE SOUND COMMUNITY CHEST INC PO BOX 511 HOBE SOUND,FL 334750511	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	20,000
HOBE SOUND NATURE CENTER PO BOX 214 HOBE SOUND,FL 33475	NONE	PUBLIC CHARITY	EDUCATIONAL & ENVIRONMENTAL SUPPORT	1,000
HOPE RURAL SCHOOL 15929 SW 150TH ST INDIANTOWN,FL 34956	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	2,000
HORIZON HOSPICE & PALLIATIVE CARE 833 W CHICAGO AVE CHICAGO,IL 60642	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	1,000
HOUSE OF HOPE 2484 SE BONITA ST STUART,FL 34997	NONE	PUBLIC CHARITY	FOOD FOR THE NEEDY	15,000
INDIAN HILL CLUB SCHOLARSHIP FOUNDATION 1 INDIAN HILL RD WINNETKA,IL 60093	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	2,500
INSTITUTE FOR ETHNOMEDICINE THE 240 E DELONEY AVE BOX 3464 JACKSON HOLE,WY 830013464	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	3,000
JOHN G SHEDD AQUARIUM - THE AQUARIUM COUNCIL 1200 S LAKE SHORE DR CHICAGO,IL 60605	NONE	PUBLIC CHARITY	AQUATIC CONSERVATION	1,000
JOSEPH SEARS SCHOOL BOOSTER CLUB 542 ABBOTSFORD RD KENILWORTH,IL 60043	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,000
JOSEPH SEARS SCHOOL PARENT VOLUNTEER ASSOCIATION 542 ABBOTSFORD RD KENILWORTH,IL 60043	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	4,000
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JUPITER MEDICAL CENTER FOUNDATION 1210 S OLD DIXIE HWY JUPITER,FL 33458	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	5,000
KELLOGG SCHOOL ALUMNI FUND-NORTHWESTERN UNIVERSITY 1201 DAVIS ST EVANSTON,IL 602084410	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	2,500
KENTUCKY SCHOOL OF ART 845 S THIRD AVENUE LOUISVILLE,KY 40203	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,200
LAWRENCEVILLE SCHOOL PO BOX 6125 LAWRENCEVILLE,NJ 086489987	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	2,500
LINCOLN PARK ZOO 2001 N CLARK ST CHICAGO,IL 60614	NONE	PUBLIC CHARITY	ANIMAL SUPPORT	1,000
LOBLOLLY COMMUNITY FOUNDATION INC 7407 SE HILL TERR HOBE SOUND,FL 33455	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	10,000
LOYOLA ACADEMY 1100 LARAMIE AVE WILMETTE,IL 600911089	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	1,500
LUMEN CHRISTI 9995 N MILITARY TRAIL PALM BCH GARDENS,FL 334109650	NONE	PUBLIC CHARITY	RELIGIOUS EDUCATIONAL SUPPORT	5,000
LUMEN CORDIUM SOCIETY 835 N RUSH ST CHICAGO,IL 60611	NONE	PUBLIC CHARITY	SPIRITUAL SUPPORT	1,000
MALTZ JUPITER THEATRE FOUNDATION 1001 E INDIANTOWN RD JUPITER,FL 33477	NONE	PUBLIC CHARITY	SUPPORT FOR THE ARTS	5,000
MANHATTANVILLE COLLEGE 2900 PURCHASE ST PURCHASE,NY 10577	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	2,000
MARTIN COUNTY COMMUNITY FOUNDATION 33 FLAGLER AVENUE STUART,FL 34994	NONE	PUBLIC CHARITY	PUBLIC EDUCATIONAL SUPPORT	10,000
MARTIN HEALTH FOUNDATION PO BOX 9010 STUART,FL 349959010	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	5,000
MEPKIN ABBEY 1098 MEPKIN ABBEY ROAD MONCKS CORNER,SC 29461	NONE	PUBLIC CHARITY	RELIGIOUS SUPPORT	2,000
MERCER ISLAND SCHOOLS FOUNDATION PO BOX 1243 MERCER ISLAND,WA 98040	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	15,000
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MIDDLEBURY COLLEGE 5 COURT STREET MIDDLEBURY,VT 05753	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,000
MISS INC 4434 SE CLECKLEY WAY STUART,FL 34997	NONE	PUBLIC CHARITY	FINANCIAL SUPPORT	15,500
MUSC HOLLINGS CANCER CENTER 18 BEE ST MSC 450 CHARLESTON,SC 294254500	NONE	PUBLIC CHARITY	MEDICAL SUPPORT AND ASSISTANCE	20,000
MUSEUM OF SCIENCE & INDUSTRY 57TH ST LAKE SHORE DR CHICAGO,IL 606372093	NONE	PUBLIC CHARITY	MUSEUM SUPPORT	1,000
MY CHOSEN VESSELS 2189 N IL RTE 83 ROUND LAKE BCH,IL 60073	NONE	PUBLIC CHARITY	INTERNATIONAL MEDICAL SUPPORT	500
NEW TRIER BOOSTER CLUB 385 WINNETKA AVENUE WINNETKA,IL 60093	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,000
NORTH SHORE ART LEAGUE 620 LINCOLN AVENUE WINNETKA,IL 60093	NONE	PUBLIC CHARITY	ARTS SUPPORT	200
NURTURE PO BOX 612 HIGHLAND PARK,IL 60035	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	1,000
PORTER GAUD SCHOOL 300 ALBEMARLE RD CHARLESTON,SC 29407	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	4,000
PRINCETON UNIVERSITY - FRIENDS OF WOMEN'S LACROSSE PO BOX 5357 PRINCETON,NJ 085435357	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	1,000
PROVIDENCE ENGLEWOOD CHARTER SCHOOL FOUNDATION 6515 S ASHLAND AVE CHICAGO,IL 60636	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	750
REDEEMER LUTHERAN CHURCH AND SCHOOL 2450 SE OCEAN BLVD STUART,FL 34996	NONE	PUBLIC CHARITY	FOOD FOR THE NEEDY	5,000
ROONEY'S GOLF FOUNDATION INC 1111 N CONGRESS AVE WEST PALM BEACH,FL 33409	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	267
SALVATION ARMY OF MARTIN COUNTY THE PO BOX 270848 TAMPA,FL 33618	NONE	PUBLIC CHARITY	SUPPORT FOR HOMELESS AND HUNGRY	17,000
SAVE THE CHILDREN 52 WILTON RD WESTPORT,CT 06880	NONE	PUBLIC CHARITY	EDUCATION AND MEDICAL SUPPORT	750
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SINSINAWA DOMINICANS 585 COUNTY RD Z SINSINAWA,WI 538249701	NONE	PUBLIC CHARITY	SPIRITUAL SUPPORT	1,000
SISTERS OF THE HOLY NAMES OF JESUS AND MARY PO BOX 248 JONESTOWN,MS 38639	NONE	PUBLIC CHARITY	SPIRITUAL & EDUCATIONAL SUPPORT	5,000
SKIN OF STEEL PO BOX 162 GLENVIEW,IL 60026	NONE	PUBLIC CHARITY	SKIN CANCER AWARENESS SUPPORT	1,000
SPRINGBOARD FOUNDATION - THE CHICAGO COMMUNITY TRUST 333 N MICHIGAN AVE SUITE 510 CHICAGO,IL 60601	NONE	PUBLIC CHARITY	COMMUNITY ENHANCEMENT	500
SS FAITH HOPE & CHARITY CHURCH 191 LINDEN ST WINNETKA,IL 60093	NONE	PUBLIC CHARITY	SPIRITUAL & EDUCATIONAL SUPPORT	2,500
ST CHRISTOPHER'S CHURCH 12001 SE FEDERAL HWY HOBE SOUND,FL 33455	NONE	PUBLIC CHARITY	SPIRITUAL SUPPORT	15,000
ST VINCENT DEPAUL SOCIETY 12001 SE FEDERAL HWY SUITE D HOBE SOUND,FL 33455	NONE	PUBLIC CHARITY	SPIRITUAL SUPPORT	10,000
TREASURE COAST FOOD BANK 401 ANGLE ROAD FORT PIERCE,FL 34947	NONE	PUBLIC CHARITY	FOOD FOR THE NEEDY	10,000
TREASURE COAST HOSPICE 1201 SE INDIAN ST STUART,FL 349975688	NONE	PUBLIC CHARITY	MEDICAL AND FINANCIAL SUPPORT	1,000
UNITED WAY OF MARTIN COUNTY 10 SE CENTRAL PARKWAY 101 STUART,FL 34994	NONE	PUBLIC CHARITY	ASSISTANCE TO AREA HUMAN CARE AGENCIES	51,000
UNIVERSITY OF CHICAGO MEDICAL CENTER 130 E RANDOLPH STREET CHICAGO,IL 60601	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	2,000
VISITING NURSE FOUNDATION 2400 SE MONTEREY RD SUITE 300 STUART,FL 34996	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	2,500
WATER MISSIONS INTERNATIONAL PO BOX 31258 CHARLESTON,SC 29417	NONE	PUBLIC CHARITY	INTERNATIONAL HEALTH SUPPORT	4,000
WETLANDS INITIATIVE 53 W JACKSON BLVD CHICAGO,IL 60604	NONE	PUBLIC CHARITY	ENVIRONMENTAL SUPPORT	1,000
WINGS FOR KIDS INC 476 MEETING ST SUITE E CHARLESTON,SC 29403	NONE	PUBLIC CHARITY	DEVELOPS EMOTIONAL COMPETENCY IN CHILDREN	10,000
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Name and address (home or business)				
a <i>Paid during the year</i>				
WISTAR INSTITUTE THE 3601 SPRUCE ST PHILADELPHIA,PA 191044265	NONE	PUBLIC CHARITY	MELANOMA RESEARCH	5,000
WOMAN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 541 N FAIRBANKS COURT CHICAGO,IL 60611	NONE	PUBLIC CHARITY	MEDICAL SUPPORT	1,000
WOODLANDS ACADEMY OF THE SACRED HEART 760 E WESTLEIGH RD LAKE FOREST,IL 60045	NONE	PUBLIC CHARITY	EDUCATIONAL SUPPORT	500
YOUTH CHORAL THEATER OF CHICAGO 708 CHURCH ST SUITE 203 EVANSTON,IL 60201	NONE	PUBLIC CHARITY	MUSICAL SUPPORT	2,000
Total  3a				486,017

**TY 2013 Investments Corporate
Stock Schedule****Name:** SUSAN R AND JOHN W SULLIVAN FOUNDATION**EIN:** 22-2612047

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY SECURITIES	2,027,846	2,755,635

TY 2013 Investments - Other Schedule**Name:** SUSAN R AND JOHN W SULLIVAN FOUNDATION**EIN:** 22-2612047

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
APACHE PARTNERS, LLC	FMV	201,973	150,000
CELLME, LLC	AT COST	313,219	313,219
CONVERTIBLE NOTE	FMV	31,859	31,859
GOLD	FMV	48,071	69,672
HEDGE FUNDS	FMV	529,743	610,926
JAX-ISQ, LLC	AT COST	100,614	100,614
MUTUAL FUNDS	FMV	1,728,481	1,834,827
REAL ESTATE INVESTMENT TRUSTS	FMV	6,302	5,385
SAGIL LATIN AMERICAN OPPORTUNITY FUND	FMV	200,000	215,968
WH ASIA INVESTORS, LLC	FMV	257,355	296,535
ARBORETUM PARTNERS, LLC	AT COST	100,480	100,480
SEC NOTE RECEIVABLE	FMV	104,044	104,044

TY 2013 Other Expenses Schedule

Name: SUSAN R AND JOHN W SULLIVAN FOUNDATION

EIN: 22-2612047

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	725	363		362
INVESTMENT MANAGEMENT FEES	52,556	52,556		0
CERTIFICATION & TRANSFER FEES	476	476		0
ANNUAL REPORT FEE	61	30		31
BANK CHARGES	118	59		59
INVESTMENT EXPENSE - SPDR GOLD	354	354		0
OFFICE EXPENSE	300	0		300
POSTAGE AND DELIVERY	25	12		13
OTHER PORTFOLIO EXPENSES PASS THROUGH ENTITIES	15,975	15,975		0
INVESTMENT INTEREST EXPENSE PASS THROUGH ENTITIES	1,127	1,127		0
NON DEDUCTIBLE EXPENSES PASS THRU ENTITIES	2	0		0
OTHER EXPENSES PASS THROUGH ENTITIES	3,050	3,050		0

TY 2013 Other Income Schedule**Name:** SUSAN R AND JOHN W SULLIVAN FOUNDATION**EIN:** 22-2612047

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CANDLEWOOD SPECIAL SITUATIONS FUND, L P	-1,566	46	-1,566
WH ASIA INVESTORS, LLC	5,625	5,625	5,625
CANDLEWOOD SPECIAL SITUATIONS FUND, L P	-1,728	-1,728	-1,728
ARBORETUM PARTNERS LLC	258	258	258

TY 2013 Other Professional Fees Schedule**Name:** SUSAN R AND JOHN W SULLIVAN FOUNDATION**EIN:** 22-2612047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE/MANAGEMENT FEES	72,000	36,000		36,000
PROFESSIONAL FEES/MANAGEMENT FEES - PASS THUR ENTITIES	3,367	3,367		0

TY 2013 Taxes Schedule**Name:** SUSAN R AND JOHN W SULLIVAN FOUNDATION**EIN:** 22-2612047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES ON INVESTMENT INCOME	2,360	0		0
FOREIGN TAX PAID ON DIVIDENDS	3,769	3,769		0
STATE TAXES ON UBTI	900	0		0
FOREIGN TAX PAID PASS THUR ENTITY	16	16		0