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Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2013 or tax year beginning

, and ending

Name of foundation MARLIN MILLER, JR. FAMILY FOUNDATION		A Employer identification number 23-2591890
Number and street (or P O box number if mail is not delivered to street address) 211 NORTH TULPEHOCKEN RD	Room/suite	B Telephone number (610) 373-5320
City or town, state or province, country, and ZIP or foreign postal code READING, PA 19601		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 18,635,308. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		50,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		37.	37.		STATEMENT 1
4 Dividends and interest from securities		268,733.	268,733.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		460,613.			
b Gross sales price for all assets on line 6a		6,121,552.			
7 Capital gain net income (from Part IV, line 2)			460,613.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-5,059.	-5,059.		STATEMENT 3
12 Total. Add lines 1 through 11.		774,324.	724,324.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		6,750.	6,750.		0.
c Other professional fees STMT 5		56,095.	56,095.		0.
17 Interest					
18 Taxes STMT 6		27,931.	6,771.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		69,475.	69,475.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		160,251.	139,091.		0.
25 Contributions, gifts, grants paid		916,542.			916,542.
26 Total expenses and disbursements. Add lines 24 and 25		1,076,793.	139,091.		916,542.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-302,469.			
b Net investment income (if negative, enter -0-)			585,233.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	936,912.	1,085,602.	1,085,602.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 9	6,183,488.	7,178,433.	9,333,972.
	c	Investments - corporate bonds	475,144.		
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	8,490,339.	7,822,338.	8,215,734.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	16,085,883.	16,086,373.	18,635,308.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	310,000.	310,000.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	15,775,883.	15,776,373.	
	30	Total net assets or fund balances	16,085,883.	16,086,373.	
	31	Total liabilities and net assets/fund balances	16,085,883.	16,086,373.	

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	16,085,883.
2	Enter amount from Part I, line 27a	2	-302,469.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	502,709.
4	Add lines 1, 2, and 3	4	16,286,123.
5	Decreases not included in line 2 (itemize) ▶ CONTRIBUTIONS NOT YET CLEARED	5	199,750.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,086,373.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 6,121,552.		5,660,939.	460,613.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			
b			
c			
d			
e			460,613.

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	460,613.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,854,079.	16,420,199.	.112915
2011	1,358,648.	17,444,223.	.077885
2010	6,757,916.	19,786,286.	.341545
2009	12,172,492.	27,493,856.	.442735
2008	2,235,943.	41,718,000.	.053597

2 Total of line 1, column (d)	2	1.028677
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	.205735
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,703,541.
5 Multiply line 4 by line 3	5	3,642,238.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,852.
7 Add lines 5 and 6	7	3,648,090.
8 Enter qualifying distributions from Part XII, line 4	8	916,542.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☐ and enter 1% of Part I, line 27b		1	11,705.
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	11,705.
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	11,705.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	17,887.	
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	17,887.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	6,182.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☒	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

STMT 11

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MARLIN MILLER, JR. Telephone no. ► (610) 373-1482 Located at ► 211 NORTH TULPEHOCKEN RD, READING, PA ZIP+4 ► 19601			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► CAYMAN ISLANDS	16	X	

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARLIN MILLER, JR. C/O 211 NORTH TULPEHOCKEN ROAD READING, PA 19601	TRUSTEE 0.50	0.	0.	0.
ERIC MILLER C/O 211 NORTH TULPEHOCKEN ROAD READING, PA 19601	TRUSTEE 0.50	0.	0.	0.
JAMES H. MILLER C/O 211 NORTH TULPEHOCKEN ROAD READING, PA 19601	TRUSTEE 0.50	0.	0.	0.
REGINA MILLER C/O 211 NORTH TULPEHOCKEN ROAD READING, PA 19601	TRUSTEE 0.50	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2013)

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	13,548,791.
b	Average of monthly cash balances	1b	681,727.
c	Fair market value of all other assets	1c	3,742,620.
d	Total (add lines 1a, b, and c)	1d	17,973,138.
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	17,973,138.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	269,597.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,703,541.
6	Minimum investment return. Enter 5% of line 5	6	885,177.

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	885,177.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,705.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,705.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	873,472.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	873,472.
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	873,472.

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	916,542.
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	916,542.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	916,542.

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				873,472.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	164,497.			
b From 2009	10,806,647.			
c From 2010	5,776,526.			
d From 2011	494,256.			
e From 2012	1,044,122.			
f Total of lines 3a through e	18,286,048.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	916,542.			
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				873,472.
e Remaining amount distributed out of corpus	43,070.			
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:	18,329,118.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	164,497.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	18,164,621.			
10 Analysis of line 9:				
a Excess from 2009	10,806,647.			
b Excess from 2010	5,776,526.			
c Excess from 2011	494,256.			
d Excess from 2012	1,044,122.			
e Excess from 2013	43,070.			

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- [illegible]

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				
A SAFE PLACE INC. 24 AMELIA DRIVE NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	250.
ACOR 201 WASHINGTON STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	250.
ALVERNIA COLLEGE 400 SAINT BERNARDINE STREET READING, PA 19607	N/A	PUBLIC	CAPITAL CAMPAIGN	50,000.
AMERICAN CRAFT COUNCIL 72 SPRING STREET NEW YORK, NY 10012	N/A	PUBLIC	ANNUAL FUND	10,000.
ARCHIE BRAY FOUNDATION 2915 COUNTRY CLUB AVENUE HELENA, MT 59602	N/A	PUBLIC	ANNUAL FUND	1,500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				916,542.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Employer identification number

MARLIN MILLER, JR. FAMILY FOUNDATION

23-2591890

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

MARLIN MILLER, JR. FAMILY FOUNDATION**23-2591890****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARLIN MILLER JR 211 NORTH TULPEHOCKEN RD READING, PA 19601	\$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
MARLIN MILLER, JR. FAMILY FOUNDATION	23-2591890

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

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

Name of organization

Employer identification number

MARLIN MILLER, JR. FAMILY FOUNDATION**23-2591890****Part III**

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

Use duplicate copies of Part III if additional space is needed

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

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	CONNORS INVESTMENTS - SHORT TERM	P	VARIOUS	12/31/13
b	CONNORS INVESTMENTS - LONG TERM	P	VARIOUS	12/31/13
c	STATE STREET - SHORT TERM	P	VARIOUS	12/31/13
d	STATE STREET - LONG TERM	P	VARIOUS	12/31/13
e	WELLS FARGO SECURITIES - LONG TERM	P	VARIOUS	12/31/13
f	CIS MICROCAP K-1	P	VARIOUS	12/31/13
g	NORWICH VENTURES III LP K-1	P	VARIOUS	12/31/13
h	NORWICH VENTURES V LP K-1	P	VARIOUS	12/31/13
i	SCS INTERNATIONAL K-1	P	VARIOUS	12/31/13
j	SCS US EQUITY FUND K-1	P	VARIOUS	12/31/13
k	SCS FIXED INCOME K-1	P	VARIOUS	12/31/13
l	CIS MICROCAP K-1	P	VARIOUS	12/31/13
m	NORWICH VENTURES III LP K-1	P	VARIOUS	12/31/13
n	SCS INTERNATIONAL K-1	P	VARIOUS	12/31/13
o	SCS US EQUITY FUND K-1	P	VARIOUS	12/31/13

(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 165,428.		154,724.	10,704.
b 723,020.		431,798.	291,222.
c 1,772,423.		1,858,319.	-85,896.
d 2,568,328.		2,353,270.	215,058.
e 400,213.		416,002.	-15,789.
f 19,733.			19,733.
g 8,525.			8,525.
h 8,554.			8,554.
i 32,740.			32,740.
j 55,550.			55,550.
k 22,143.			22,143.
l 101,068.			101,068.
m		101,337.	-101,337.
n 68,421.			68,421.
o 131,059.			131,059.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			10,704.
b			291,222.
c			-85,896.
d			215,058.
e			-15,789.
f			19,733.
g			8,525.
h			8,554.
i			32,740.
j			55,550.
k			22,143.
l			101,068.
m			-101,337.
n			68,421.
o			131,059.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	SCS FIXED INCOME K-1	P	VARIOUS	12/31/13
b	READING LUXURY HOTEL	P	VARIOUS	12/31/13
c	CONNORS SECTION 1256 INVESTMENTS	P	VARIOUS	12/31/13
d	CONNORS SECTION 1256 INVESTMENTS	P	VARIOUS	12/31/13
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		13,730.	-13,730.
b		75,000.	-75,000.
c		102,703.	-102,703.
d		154,056.	-154,056.
e	44,347.		44,347.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-13,730.
b			-75,000.
c			-102,703.
d			-154,056.
e			44,347.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	460,613.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARIZONA STATE UNIVERSITY FOUNDATION 10TH STREET AND WILLOW AVENUE TEMPE, AZ 85287	N/A	PUBLIC	ANNUAL FUND	10,000.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET NEW WASHINGTON, DC 20036	N/A	PUBLIC	ANNUAL FUND	725.
BERKS ART COUNCIL P.O. BOX 854 READING, PA 19603	N/A	PUBLIC	ANNUAL FUND	1,500.
BERKS BUSINESS EDUCATION COALITION 960 OLD MILL ROAD WYOMISSING, PA 19610	N/A	PUBLIC	ANNUAL FUND	10,000.
BERKS COUNTY CONSERVANCY 25 N. 11TH STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	1,000.
BERKS ENCORE 40 NORTH NINTH STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	1,000.
BERKS TALKLINE P.O. BOX 13234 READING, PA 196123234	N/A	PUBLIC	ANNUAL FUND	1,000.
BERKS YOUTH CHORUS 201 WASHINGTON STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	250.
CARON FOUNDATION GALEN HALL ROAD WERNERSVILLE, PA 19565	N/A	PUBLIC	ANNUAL FUND, CAPITAL CAMPAIGN	10,000.
CENTRO HISPANO 501 WASHINGTON ST. P.O. BOX 8652 READING, PA 19603	N/A	PUBLIC	ANNUAL FUND	5,000.
Total from continuation sheets				854,542.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CERF P.O. BOX 3007 URBANA, IL 61803	N/A	PUBLIC	ANNUAL FUND	1,000.
DANA FARBER CANCER INST. 10 BROOKLINE PLACE BROOKLINE, MA 024457226	N/A	PUBLIC	ANNUAL FUND	421,000.
EGAN MARITIME FOUNDATION 4 WINTER STREET NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	12,500.
FRIENDS OF CHAMBER MUSIC 1320 E WYOMISSING BLVD READING, PA 19611	N/A	PUBLIC	ANNUAL FUND	250.
GOGGLE WORKS CENTER FOR THE ARTS 201 WASHINGTON STREET READING, PA 19601	N/A	PUBLIC	CAPITAL CAMPAIGN, ANNUAL FUND	5,000.
GREATER READING FOOD BANK 1011 TUCKERTON COURT READING, PA 19605	N/A	PUBLIC	ANNUAL FUND	1,000.
GREENFIELDS FIRE COMPANY 2301 BERNVILLE ROAD READING, PA 19605	N/A	PUBLIC	ANNUAL FUND	250.
HARVARD BUSINESS SCHOOL SOLDIERS FIELD BOSTON, MA 02163	N/A	PUBLIC	ANNUAL FUND	5,000.
HAWK MOUNTAIN COUNCIL B.S.A. 5027 POTTSVILLE PIKE READING, PA 19605	N/A	PUBLIC	CAPITAL CAMPAIGN	5,000.
HAYSTACK MOUNTAIN SCHOOL OF CRAFTS 89 HAYSTACK SCHOOL DRIVE DEER ISLE, ME 04627	N/A	PUBLIC	CAPITAL CAMPAIGN, ANNUAL FUND, SCHOLARSHIP FUND	10,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HISTORICAL SOCIETY OF BERKS COUNTY 940 CENTRE AVE READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	1,000.
LONGHOUSE RESERVE 133 HANDS CREEK ROAD EAST HAMPTON, NY 11937	N/A	PUBLIC	ANNUAL FUND	1,000.
MARIA MITCHELL ASSOCIATION 4 VESTAL STREET NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	1,000.
NANTUCKET BOYS AND GIRLS CLUB 61 SPARKS AVENUE, PO BOX 269 NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	1,000.
NANTUCKET CONSERVATION FOUNDATION 118 CLIFF ROAD NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	2,000.
NANTUCKET COTTAGE HOSPITAL 57 PROSPECT STREET NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	25,000.
NANTUCKET HISTORICAL ASSOCIATION P.O. BOX 1016 NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	1,000.
NANTUCKET LAND COUNCIL 6 ASH LANE NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	2,000.
OLIVET BOYS & GIRLS CLUB OF READING & BERKS COUNTY 1161 PERSHING BLVD. READING, PA 19611	N/A	PUBLIC	ANNUAL FUND	51,000.
OPPORTUNITY HOUSE 430 N. 2ND STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PA FREE ENTERPRISE WEEK 2840 WEST 21ST STREET, SUITE 2 ERIE, PA 16506	N/A	PUBLIC	ANNUAL FUND	1,050.
PHILADELPHIA ART ALLIANCE 251 S 18TH ST PHILADELPHIA, PA 19103	N/A	PUBLIC	ANNUAL FUND	4,000.
PHILADELPHIA MUSEUM OF ART P.O. BOX 7646 PHILADELPHIA, PA 19103	N/A	PUBLIC	ANNUAL FUND	1,000.
PLANNED PARENTHOOD OF N.E. PA P.O. BOX 813 TREXLETTOWN, PA 180870813	N/A	PUBLIC	ANNUAL FUND	11,000.
READING MUSIC FOUNDATION P.O. BOX 18435 READING, PA 19612	N/A	PUBLIC	ANNUAL FUND	2,500.
READING PUBLIC LIBRARY FOUNDATION 100 S. 5TH STREET READING, PA 19602	N/A	PUBLIC	ANNUAL FUND	500.
READING SYMPHONY ORCHESTRA 147 N. FIFTH STREET READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	25,000.
SANTA BARBARA ENSEMBLE THEATER CO. 914 SANTA BARBARA STREET SANTA BARBARA, CA 93101	N/A	PUBLIC	ANNUAL FUND	12,500.
SCHENECTADY HOME FURNISHING SERVICES 603 STATE STREET SCHENECTADY, NY 12305	N/A	PUBLIC	ANNUAL FUND	5,000.
THE ALFRED UNIVERSITY SAXON DRIVE ALFRED, NY 14802	N/A	PUBLIC	ANNUAL FUND, EARTH CLOUD, ETC.	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CHILDREN'S HOME OF READING 1010 CENTRE AVE READING, PA 11937	N/A	PUBLIC	ANNUAL FUND	5,000.
THE FALL FESTIVAL OF THE ARTS PO BOX 8512 READING, PA 19603	N/A	PUBLIC	ANNUAL FUND	500.
THE FOUNDATION FOR READING AREA COMMUNITY COLLEGE 10 SOUTH SECOND STREET READING, PA 19603	N/A	PUBLIC	ANNUAL FUND	83,267.
THE NANTUCKET ANTHENEUM 1 INDIA STREET NANTUCKET, MA 02554	N/A	PUBLIC	ANNUAL FUND	1,000.
UNITED WAY OF BERKS COUNTY 501 WASHINGTON ST. P.O. BOX 702 READING, PA 19601	N/A	PUBLIC	ANNUAL FUND	30,000.
UNIVERSITY OF CALIFORNIA REGENTS 1111 FRANKLIN STREET, 12TH FLOOR OAKLAND, CA 94607	N/A	PUBLIC	ANNUAL FUND	1,500.
WATERSHED CENTER 19 BRICK HILL ROAD NEWCASTLE, ME 04553	N/A	PUBLIC	ANNUAL FUND	2,000.
WOOD TO WONDERFUL 1044 N. 8TH STREET READING, PA 19604	N/A	PUBLIC	ANNUAL FUND	250.
WRTI - TEMPLE UNIVERSITY 1509 CECIL B. MOOR AVE, 3RD FLOOR PHILADELPHIA, PA 19121	N/A	PUBLIC	ANNUAL FUND	500.
YOCOM INSTITUTE FOR ARTS EDUCATION 1100 BELMONT AVE WYOMISSING, PA 19610	N/A	PUBLIC	ANNUAL FUND	1,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	37.	37.	
TOTAL TO PART I, LINE 3	37.	37.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB CIS MICROCAP GROWTH PARTNERS CORRECTIONS CORPORATION OF AMERICA	39,228.	0.	39,228.	39,228.	
NORWICH VENTURES III LP	16,914.	0.	16,914.	16,914.	
NORWICH VENTURES V LP	369.	0.	369.	369.	
SCS EQUITY STRATEGIES FUND, LLC	5,441.	0.	5,441.	5,441.	
SCS FIXED INCOME STRATEGIES FUND LLC	29.	0.	29.	29.	
SCS INTERNATIONAL EQUITY FUND, LLC	10,258.	0.	10,258.	10,258.	
STATE STREET BANK & TRUST COMPANY	2,449.	0.	2,449.	2,449.	
WELLS FARGO ADVISORS	16,189.	0.	16,189.	16,189.	
	118,038.	5,798.	112,240.	112,240.	
	104,165.	38,549.	65,616.	65,616.	
TO PART I, LINE 4	313,080.	44,347.	268,733.	268,733.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME -SCS INTERNATIONAL EQUITY FUND	-2,190.	-2,190.	
OTHER INCOME -SCS US EQUITY FUND LLC	-5.	-5.	
OTHER INCOME - SCS FIXED INCOME STRATEGIES FUND LLC	-2,864.	-2,864.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-5,059.	-5,059.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,750.	6,750.		0.
TO FORM 990-PF, PG 1, LN 16B	6,750.	6,750.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONNORS INVESTOR SERVICES MANAGEMENT FEES	9,122.	9,122.		0.
WELLS FARGO ADVISORY FEES	2,579.	2,579.		0.
STATE STREET ADVISORY FEES	44,394.	44,394.		0.
TO FORM 990-PF, PG 1, LN 16C	56,095.	56,095.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	6,771.	6,771.		0.
INCOME TAXES	21,160.	0.		0.
TO FORM 990-PF, PG 1, LN 18	27,931.	6,771.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS	69,475.	69,475.		0.
TO FORM 990-PF, PG 1, LN 23	69,475.	69,475.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
TAX/BOOK DIFFERENCES IN INCOME FROM PASSTHROUGH	287,859.
MISCELLANEOUS ADJUSTMENT	212,990.
NONDIVIDEND DISTRIBUTIONS	1,860.
TOTAL TO FORM 990-PF, PART III, LINE 3	502,709.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO SECURITIES (A/C 5970-2929)	1,840,526.	2,421,236.
STATE STREET	4,324,697.	4,998,416.
CONNORS INVESTOR SERVICES	1,011,837.	1,912,616.
CORRECTIONS CORPORATION OF AMERICA	1,373.	1,704.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,178,433.	9,333,972.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NORWICH VENTURES PARTNERS III, LP	COST	1,738,567.	1,738,568.
SCS INTERNATIONAL EQUITY FUND LLC	COST	792,441.	763,430.
SCS EQUITY STRATEGIES FUND, LLC	COST	1,224,187.	1,175,340.
CIS MICROCAP GROWTH PARTNERS	COST	1,066,540.	1,066,540.
SCS OPPORTUNITIES FUND LLC	COST	1,968,644.	2,439,897.
NORWICH VENTURES PARTNERS V, LP	COST	752,902.	752,902.
NORWICH VENTURES 2013 LP	COST	279,057.	279,057.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,822,338.	8,215,734.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 11
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NAME OF CONTRIBUTOR	ADDRESS
MARLIN MILLER, JR.	211 NORTH TULPEHOCKEN RD, READING, PA 19601 READING, PA 19601

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions MARLIN MILLER, JR. FAMILY FOUNDATION	Employer identification number (EIN) or 23-2591890
File by the due date for filing your return. See instructions Number, street, and room or suite no. If a P.O. box, see instructions C/O REINSEL KUNTZ LESHER LLP - PO BOX 7008	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. WYOMISSING, PA 19610	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MARLIN MILLER, JR.

- The books are in the care of **211 NORTH TULPEHOCKEN RD - READING, PA 19601**

Telephone No **(610) 373-1482**

Fax No

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

AN ADDITIONAL EXTENSION OF TIME IS REQUESTED AS NOT ALL INFORMATION HAS BEEN RECEIVED IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	8,195.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	17,887.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶**

Title **▶ CPA**

Date **▶**