Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
| Do not enter Social Security numbers on this form as it may be made public.
| Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
THE BRUCE E AND ROBBI S TOLL FOUNDATION

A Employer identification number
23-2667935

Number and street (or P O box number if mail is not delivered to street address)
250 GIBRALTAR ROAD

Room/suite

B Telephone number
(215)938-8222

City or town, state or province, country, and ZIP or foreign postal code
HORSHAM, PA 19044

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶$ 24,666,588.

J Accounting method ☒ Cash ☐ Accrual ☐ 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 ▶ ☐

	Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4.	4.		STATEMENT 1
	4 Dividends and interest from securities	411,760.	411,760.		STATEMENT 2
	5a Gross rents	<23.>			STATEMENT 3
	b Net rental income or (loss) <23.>				
	6a Net gain or (loss) from sale of assets not on line 10	390,383.			
	b Gross sales price for all assets on line 6a 5,344,729.				
	7 Capital gain net income (from Part IV, line 2)		390,383.		
	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	269,726.	269,726.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	1,071,850.	1,071,873.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	144,542.	5,006.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	378,620.	378,620.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	523,162.	383,626.		0.
	25 Contributions, gifts, grants paid	742,123.			742,123.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,265,285.	383,626.		742,123.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<193,435.>			
	b **Net investment income** (if negative, enter -0-)		688,247.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	563,589.	164,182.	164,182.
	2	Savings and temporary cash investments	720,732.	360,083.	360,083.
	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 STMT 8	1,603,973.	1,624,863.	1,612,083.
	b	Investments - corporate stock STMT 9	6,139,384.	6,499,244.	7,164,387.
	c	Investments - corporate bonds STMT 10	944,924.	1,037,778.	1,029,711.
	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	12,239,282.	13,157,496.	14,278,221.
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 12)	69,648.	57,921.	57,921.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	22,281,532.	22,901,567.	24,666,588.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	22,281,532.	22,901,567.	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	22,281,532.	22,901,567.	
	31	**Total liabilities and net assets/fund balances**	22,281,532.	22,901,567.	

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	22,281,532.
2	Enter amount from Part I, line 27a	2	<193,435.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	856,963.
4	Add lines 1, 2, and 3	4	22,945,060.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	43,493.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,901,567.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,344,729.		4,954,346.	390,383.

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

	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				390,383.

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 } 2 390,383.

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	1,262,199.	21,775,285.	.057965
2011	1,504,080.	21,429,719.	.070187
2010	1,420,461.	19,212,355.	.073935
2009	1,166,984.	18,340,382.	.063629
2008	1,322,727.	20,596,549.	.064221

2	Total of line 1, column (d)	2	.329937
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	.065987
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	23,098,108.
5	Multiply line 4 by line 3	5	1,524,175.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,882.
7	Add lines 5 and 6	7	1,531,057.
8	Enter qualifying distributions from Part XII, line 4	8	742,123.

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	13,765.
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	13,765.
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	13,765.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	27,576.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	14,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	41,576.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	138.
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	27,673.
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶	27,673.	**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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		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	X	
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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE ORGANIZATION Telephone no ▶215-938-8222

Located at ▶250 GIBRALTAR ROAD, HORSHAM, PA ZIP+4 ▶19044

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

			Yes	No
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		X
	See the 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? ☐ 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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
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? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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** No: 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
BRUCE E. TOLL 754 S. COUNTY ROAD PALM BEACH, FL 33480	PRESIDENT 1.00	0.	0.	0.

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

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

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

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.

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	14,885,245.
b	Average of monthly cash balances		1b	1,048,047.
c	Fair market value of all other assets		1c	7,516,564.
d	Total (add lines 1a, b, and c)		1d	23,449,856.
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	23,449,856.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	351,748.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	23,098,108.
6	**Minimum investment return.** Enter 5% of line 5		6	1,154,905.

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	1,154,905.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 13,765.		
b	Income tax for 2013. (This does not include the tax from Part VI)	2b 94,987.		
c	Add lines 2a and 2b		2c	108,752.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,046,153.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,046,153.
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	1,046,153.

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	742,123.
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	742,123.
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	742,123.

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					1,046,153.
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	253,826.				
b From 2009	267,203.				
c From 2010	470,091.				
d From 2011	451,194.				
e From 2012	253,733.				
f Total of lines 3a through e		1,696,047.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $	742,123.				
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					742,123.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)		304,030.			304,030.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,392,017.			
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		0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		1,392,017.			
10 Analysis of line 9					
a Excess from 2009	216,999.				
b Excess from 2010	470,091.				
c Excess from 2011	451,194.				
d Excess from 2012	253,733.				
e Excess from 2013					

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

BRUCE E. TOLL

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ABRAMSON CANCER RESEARCH INSTITUTE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.
ALBERT EINSTEIN COLLEGE OF MEDICINE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	800.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	25,150.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	41,968.
AMERICAN FRIENDS OF THE ISRAEL PHILHARMONIC	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	742,123.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

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10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4.	
4 Dividends and interest from securities			14	411,760.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			16	<23.>	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	269,726.	
8 Gain or (loss) from sales of assets other than inventory			18	390,383.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,071,850.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,071,850.

(See worksheet in line 13 instructions to verify calculations)

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

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

323621
10-10-13

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

			Yes	No
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)		X
(2)	Other assets	1a(2)		X
b	Other transactions			
(1)	Sales of assets to a noncharitable exempt organization	1b(1)		X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3)	Rental of facilities, equipment, or other assets	1b(3)		X
(4)	Reimbursement arrangements	1b(4)		X
(5)	Loans or loan guarantees	1b(5)		X
(6)	Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Bruce E Toll | 10/2/14 | PRESIDENT

Signature of officer or trustee | 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS EARLEY	Thomas Earley	9/30/14		P00142993

Firm's name ▶ EISNERAMPER LLP

Firm's EIN ▶ 13-1639826

Firm's address ▶ 101 WEST AVENUE, P.O. BOX 458
JENKINTOWN, PA 19046-0458

Phone no (215) 881-8800

CONTINUATION FOR 990-PF, PART IV

THE BRUCE E AND ROBBI S TOLL FOUNDATION 23-2667935 PAGE 1 OF 1

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	SHORT TERM G/L FROM FLOW THROUGH ENTITIES	P	VARIOUS	12/31/13
b	LONG TERM G/L FROM FLOW THROUGH ENTITIES	P	VARIOUS	12/31/13
c	MERRILL LYNCH ACCT 04G26 - SEE ATTACHMENT	P	VARIOUS	12/31/13
d	MERRILL LYNCH ACCT 04G26 - SEE ATTACHMENT	P	VARIOUS	12/31/13
e	MERRILL LYNCH ACCT 04G26 - SEE ATTACHMENT	P	VARIOUS	12/31/13
f	MERRILL LYNCH ACCT 04013 - SEE ATTACHMENT	P	VARIOUS	12/31/13
g	MERRILL LYNCH ACCT 04013 - SEE ATTACHMENT	P	VARIOUS	12/31/13
h	CAPITAL GAINS DIVIDENDS			
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	19,232.			19,232.
b	24,249.			24,249.
c	1,112,681.		1,099,813.	12,868.
d	1,111,786.		993,574.	118,212.
e	766,825.		702,815.	64,010.
f	1,218,606.		1,221,043.	<2,437.>
g	1,008,764.		937,101.	71,663.
h	82,586.			82,586.
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				19,232.
b				24,249.
c				12,868.
d				118,212.
e				64,010.
f				<2,437.>
g				71,663.
h				82,586.
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	390,383.
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
AMERICAN HEART ASSOCIATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.
AMERICAN JEWISH COMMITTEE- GLOBAL JEWISH ADVOCACY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,000.
BETH SHOLOM CONGREGATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,490.
BIRTHRIGHT ISRAEL FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	6,000.
BRIGHAM & WOMEN HOSPITAL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,000.
CADES	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.
CASA NATIONAL CENTER ON ADDICTION AND SUBSTANCE ABUSE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
CENTRAL PARK CONSERVANCY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
CONGREGATION RODEPH SHALOM	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	8,095.
Total from continuation sheets				671,005.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CULTURAL COUNCIL OF PALM BEACH COUNTY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,500.
CURTIS INSTITUTE OF MUSIC	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,500.
DELAWARE COUNTY COMMUNITY FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
DEVEVEUX PENNSYLVANIA	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	4,000.
DISABLED AMERICAN VETERANS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.
FRIARS FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
FRIENDS OF RITTENHOUSE SQUARE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
GUGGENHEIM FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	125.
HISTORICAL SOCIETY OF PALM BEACH	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.
HOPE & HEROES CHILDREN'S CANCER FUND	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INSTITUTE OF CONTEMPORARY ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	20,000.
JEWISH FEDERATION OF GREATER PHILADELPHIA	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
KRAVIS CENTER FOR THE PERFORMING ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
LEUKEMIA RESEARCH CLEVELAND CLINIC	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100.
LINCOLN CENTER FOR THE PERFORMING ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	31,000.
MANDEL JEWISH COMMUNITY CENTER	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.
MARCH OF DIMES	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,000.
MARK & MARY FREITAS FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	150.
MEMORIAL SLOAN KETTERING CANCER CENTER CYCLE FOR SURVIVAL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
METROPOLITAN MUSEUM OF ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MORSELIFE FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	7,500.
MUSEUM OF MODERN ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,700.
NANTUCKET BOYS & GIRLS CLUB	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	7,500.
NATIONAL CENTER FOR CHILDREN AND FAMILIES	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	30,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	15,000.
NEIGHBORHOOD HOSPICE OF WEST CHESTER	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.
NORTON MUSEUM OF ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	325.
PALM BEACH CIVIC ASSOCIATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.
PALM BEACH COUNTRY CLUB FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
PALM HEALTHCARE FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHILADELPHIA ACADEMY OF THE FINE ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,200.
PHILADELPHIA MUSEUM OF ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	120,000.
PLANNED PARENTHOOD	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,000.
PROSTATE CANCER FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	4,000.
RIVERDALE COUNTRY SCHOOL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	5,000.
ST MARY MEDICAL CENTER FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
STEPHEN WISE FREE SYNAGOGUE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,600.
THE BARNES FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	261,000.
THE FRICK COLLECTION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
THE HIGHLANDS SCHOOL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	300.
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 JEWISH MUSEUM	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
THE RYAN LICHT SANG BIPOLAR FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
THE SOCIETY OF THE FOUR ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,800.
THE VALERIE FUND	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,000.
THOMAS JEFFERSON UNIVERSITY HOSPITALS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	27,500.
UJA - FEDERATION OF NEW YORK	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,200.
UNITED WAY OF PALM BEACH	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
UNIVERSITY OF MIAMI	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	6,500.
UNIVERSITY OF PENNSYLVANIA	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,500.
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
USC SHOAH FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	15,000.
WHITNEY MUSEUM OF ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	120.
Total from continuation sheets				

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05-01-13

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 9647- INTEREST	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

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
DIVIDEND INCOME FROM FLOW-THROUGH ENTITIES	82,884.	0.	82,884.	82,884.	
INTEREST INCOME FROM FLOW-THROUGH ENT	71,859.	0.	71,859.	71,859.	
JP MORGAN 2001 - INTEREST	43.	0.	43.	43.	
JP MORGAN DOMESTIC REIT - DIVIDEND	120.	0.	120.	120.	
MERRILL LYNCH 02180 - INTEREST	3.	0.	3.	3.	
MERRILL LYNCH 04013 - INTEREST	47,607.	0.	47,607.	47,607.	
MERRILL LYNCH 04G26 - DIVIDEND	248,365.	82,586.	165,779.	165,779.	
MERRILL LYNCH 04G26 - INTEREST	63.	0.	63.	63.	
UBS FINANCIAL - DIVIDEND	2.	0.	2.	2.	
WELLS FARGO 9647 - DIVIDEND	43,400.	0.	43,400.	43,400.	
TO PART I, LINE 4	494,346.	82,586.	411,760.	411,760.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM FLOW-THROUGH ENTITIES	1	<23.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<23.>

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM FLOW-THROUGH ENTITIES	43,503.	43,503.	
ROYALTY INCOME FROM FLOW-THROUGH ENTITIES	8,103.	8,103.	
OTHER INCOME FROM FLOW-THROUGH ENTITIES	5,591.	5,591.	
CLASS ACTION SETTLEMENT PROCEEDS	155.	155.	
SECT 1231 GAIN FROM FLOW-THROUGH ENTITIES	212,374.	212,374.	
TOTAL TO FORM 990-PF, PART I, LINE 11	269,726.	269,726.	

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - BROKERAGE ACCOUNT	4,392.	4,392.		0.
FOREIGN TAXES FROM FLOW-THROUGH ENTITIES	614.	614.		0.
2012 FEDERAL TAXES	139,519.	0.		0.
2012 STATE TAXES	17.	0.		0.
TO FORM 990-PF, PG 1, LN 18	144,542.	5,006.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEDUCTIONS FROM FLOW-THROUGH ENTITIES	276,206.	276,206.		0.
BANK SERVICE FEES AND SUPPLIES	331.	331.		0.
BROKERAGE AND MANAGEMENT FEES	102,083.	102,083.		0.
TO FORM 990-PF, PG 1, LN 23	378,620.	378,620.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCES	851,216.
TIMING DIFFERENCES	5,747.
TOTAL TO FORM 990-PF, PART III, LINE 3	856,963.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCT. #849-04013	X		1,624,863.	1,612,083.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,624,863.	1,612,083.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,624,863.	1,612,083.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCT. #04G26	2,658,994.	3,721,098.
MERRILL LYNCH ACCT. #849-02180	2,527,754.	2,729,747.
WELLS FARGO SEC ACCT. #9647	1,091,479.	492,525.
INVESTMENT IN AMCP AIV	221,017.	221,017.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,499,244.	7,164,387.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCT. #849-04013	1,037,778.	1,029,711.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,037,778.	1,029,711.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BLACKSTONE REAL ESTATE PARTNERS	COST	1,840,699.	1,325,010.
BROOK CO-INVESTMENT II, L.P.	COST	100,000.	100,000.
BROOK VENTURE FUND II, L.P.	COST	348,578.	348,595.
BROOK VENTURE FUND, L.P.	COST	41,557.	31,894.
FIFTH STREET MEZZANINE PARTNER	COST	54,566.	185,150.
FSC CO-INVEST, LLC	COST	357,150.	311,397.
JP MORGAN US REAL ESTATE INCOM	COST	1,813,746.	1,789,001.
MERRILL LYNCH ACCT#04G26-FUNDS	COST	5,235,405.	6,478,267.
RC GLOBAL ENERGY AND POWER	COST	1,506,059.	1,463,698.
RIVER OAK REALTY FUND IV, LLC	COST	240,100.	240,101.
SILVERPEAK LEGACY FUND II LP F	COST	121,941.	139,476.
SILVERPEAK LEGACY FUND LP FKA	COST	9,983.	32,459.
SILVERPEAK LEGACY PENSION PART	COST	358,533.	769,563.
UBS CARLYLE FUND II LLC	COST	966,515.	931,110.
US I&G DOMESTIC REIT INC.	COST	1,000.	1,000.
A&M CAPITAL PARTNERS LP	COST	161,664.	131,500.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,157,496.	14,278,221.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LEHMAN BROTHERS REAL ESTATE II ESCROW	69,648.	57,921.	57,921.
TO FORM 990-PF, PART II, LINE 15	69,648.	57,921.	57,921.

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities " A covered security includes those with a purchase date within the following timeline Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types Securities distributed from a retirement account reflect the tax basis on the date of distribution Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
AGILENT TECHNOLOGIES INC		*CUSIP Number*	*00846U101*					
192 0000	Sale	04/09/12	01/14/13	8,339 02	8,421 18	0 00	(82 16)	
2386 0000	Sale	04/09/12	02/27/13	98,546 51	104,650 67	0 00	(6,104 16)	
126.0000	Sale	06/21/12	02/27/13	5,204 04	4,977 76	0 00	226.28	
263 0000	Sale	09/19/12	02/27/13	10,862 43	10 435 18	0 00	427 25	
	Security Subtotal			*122,952.00*	*128,484.79*	*0 00*	*(5,532.79)*	
AMERICA MOVIL SAB DE CV ADR		*CUSIP Number*	*02364W105*					
22 0000	Sale	12/13/12	01/14/13	542 82	525 89	0 00	16 93	
ACCENTURE PLC SHS		*CUSIP Number*	*G1151C101*					
1226 0000	Sale	04/23/13	12/20/13	98,996 43	94,452.51	0 00	4,543 92	
COMCAST CORP NEW CL A		*CUSIP Number*	*20030N101*					
247 0000	Sale	07/19/12	01/14/13	9,590 80	8,070 28	0 00	1,520 52	

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
C H ROBINSON WORLDWIDE, INC NEW		*CUSIP Number*	*12541W209*					
955 0000	Sale	10/23/12	02/06/13	58,008 16	57,678 08	0 00	330.08	
429 0000	Sale	01/14/13	02/06/13	26,058 13	27,817 90	0 00	(1,759 77)	
	Security Subtotal			***84,066 29***	***85,495.98***	***0 00***	***(1,429.69)***	
CST BRANDS INC SHS		*CUSIP Number*	*12646R105*					
230 0000	Sale	04/01/13	05/06/13	6,790 78	7,737 00	0 00	(946.22)	
	Cash/Lieu	04/01/13	05/13/13	17 34	18 68	0 00	(1 34)	
	Security Subtotal			***6,808 12***	***7,755 68***	***0.00***	***(947.56)***	
DIAGEO PLC SPSD ADR NEW		*CUSIP Number*	*25243Q205*					
16 0000	Sale	02/03/12	01/14/13	1,847 32	1,470 88	0 00	376 44	
DIGITAL RLTY TR INC		*CUSIP Number*	*253868103*					
299 0000	Sale	02/15/12	02/06/13	19,658 64	20,879 62	0 00	(1,220 98)	
FEDEX CORP DELAWARE COM		*CUSIP Number*	*31428X106*					
105 0000	Sale	02/08/13	07/09/13	11,129 89	11,232 92	0 00	(103 03)	
VANGUARD REIT ETF		*CUSIP Number*	*922908553*					
2338 0000	Sale	09/10/12	08/12/13	159,461 68	155,516.92	0 00	3,944 76	
176 0000	Sale	01/14/13	08/12/13	12,003 97	11,790 47	0 00	213 50	
	Security Subtotal			***171,465 65***	***167,307.39***	***0 00***	***4,158.26***	
SPDR INDEX SHS FDS		*CUSIP Number*	*78463X202*					
865 0000	Sale	09/06/12	01/14/13	30,819 95	27,205 72	0 00	3,614 23	
HOME DEPOT INC		*CUSIP Number*	*437076102*					
132 0000	Sale	06/14/12	01/14/13	8,384 79	6,864 63	0 00	1,520 16	
161 0000	Sale	06/14/12	04/23/13	11,988 34	8,372 77	0 00	3,615 57	
	Security Subtotal			***20,373 13***	***15,237.40***	***0.00***	***5,135.73***	
INTL BUSINESS MACHINES CORP IBM		*CUSIP Number*	*459200101*					
492 0000	Sale	04/23/13	12/20/13	89,213.55	93,511.64	0 00	(4,298 09)	
MCKESSON CORPORATION COM		*CUSIP Number*	*58155Q103*					
126 0000	Sale	07/31/12	01/14/13	12,788 57	11,489 22	0 00	1,299 35	

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MALLINCKRODT PLC SHS		*CUSIP Number*	*G5785G107*					
5 0000	Sale	01/14/13	07/02/13	213 83	*204 25*	*0 00*	9 58	
MICROSOFT CORP		*CUSIP Number*	*594918104*					
7 0000	Sale	06/21/12	04/23/13	215 32	213 62	0 00	1 70	
1087 0000	Sale	01/14/13	04/23/13	33,437 13	29,196 82	0 00	4,240 31	
	Security Subtotal			*33,652.45*	*29,410 44*	*0 00*	*4,242.01*	
OCCIDENTAL PETE CORP CAL		*CUSIP Number*	*674599105*					
136 0000	Sale	06/21/12	04/01/13	10,675 45	11,030 88	0 00	(355 43)	
55 0000	Sale	09/19/12	04/01/13	4,317 28	4,840 38	0 00	(523 10)	
95.0000	Sale	01/14/13	04/01/13	7,457 12	7,832.86	0 00	(375 74)	
	Security Subtotal			*22,449.85*	*23,704.12*	*0.00*	*(1,254 27)*	
ORACLE CORP $0 01 DEL		*CUSIP Number*	*68389X105*					
465 0000	Sale	04/09/12	01/14/13	16,269 99	13,528 90	0 00	2,741 09	
THERMO FISHER SCIENTIFIC INC		*CUSIP Number*	*883556102*					
130 0000	Sale	02/27/13	07/16/13	11,309.79	9,567 71	0 00	1,742 08	
91 0000	Sale	02/27/13	08/13/13	8,414 17	6,697 40	0 00	1,716 77	
	Security Subtotal			*19,723 96*	*16,265 11*	*0 00*	*3,458 85*	
WISCONSIN ENERGY CORP		*CUSIP Number*	*976657106*					
223 0000	Sale	01/14/13	07/02/13	8,999 80	8,514 14	0 00	485 66	
WELLS FARGO & CO NEW DEL		*CUSIP Number*	*949746101*					
184 0000	Sale	02/03/12	01/14/13	6,403 08	5,644.42	0 00	758 66	
THORNBURG INTERNATIONAL VALUE FUND CL I		*CUSIP Number*	*885215566*					
.9850	Sale	09/24/12	01/14/13	28 46	26 60	0 00	1 86	
CREDIT SUISSE COMMODITY RETURN STRTGY FD CL I		*CUSIP Number*	*22544R305*					
1 0000	Sale	01/14/13	11/04/13	7 10	8 14	0 00	(1 04)	
2981 0000	Sale	01/14/13	11/04/13	21,165 10	24,026 86	0 00	(2,861.76)	
4364	Sale	08/12/13	11/04/13	3 10	3 23	0 00	(0 13)	
31037 0000	Sale	08/12/13	11/04/13	220,362 75	226,880 47	0 00	(6,517 72)	
	Security Subtotal			*241,538.05*	*250,918 70*	*0 00*	*(9,380.65)*	

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LATEEF FUND CL I		*CUSIP Number*	*360873301*					
5330	Sale	12/07/12	01/14/13	6.52	6 12	0 00	0 40	
ALLIANZ NFJ DIVIDEND VALUE FD CL P		*CUSIP Number*	*018922856*					
.3560	Sale	12/20/12	01/14/13	4 66	4 59	0 00	0 07	
BLACKROCK HI YLD BD PORTFOLIO INST CL		*CUSIP Number*	*091929638*					
7550	Sale	02/15/12	01/14/13	6 18	5 75	0 00	0 43	
7871 0000	Sale	02/15/12	01/14/13	64,463 49	60,527 99	0 00	3,935 50	
	Security Subtotal			***64,469.67***	***60,533 74***	***0.00***	***3,935 93***	
BLACKROCK GLOBAL ALLOCATION FD INC INSTL		*CUSIP Number*	*09251T509*					
242 0000	Sale	06/21/12	06/21/13	4 977 94	4,489 10	0 00	488 84	
1 0000	Sale	01/14/13	06/21/13	20 57	19 56	0 00	1 01	
5340	Sale	01/14/13	06/21/13	10 98	10 79	0.00	0 19	
664 0000	Sale	01/14/13	06/21/13	13,658 49	13,412 80	0 00	245 69	
	Security Subtotal			***18,667.98***	***17,932.25***	***0.00***	***735.73***	
Covered Short Term Capital Gains and Losses Subtotal				**1,112,681.46**	**1,099,813.30**	**0.00**	**12,868 16**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**1,112,681.46**	**1,099,813.30**	**0.00**	**12,868.16**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CVS CAREMARK CORP		*CUSIP Number*	*126650100*					
148 0000	Sale	09/02/11	01/14/13	7,672 71	5,292 05	0 00	2,380 66	
DIGITAL RLTY TR INC		*CUSIP Number*	*253868103*					
398 0000	Sale	06/02/11	02/06/13	26,167 67	24,481 30	0 00	1,686 37	
9 0000	Sale	11/10/11	02/06/13	591.73	564 23	0 00	27 50	
	Security Subtotal			***26,759 40***	***25,045 53***	***0 00***	***1,713.87***	

Merrill Lynch
Bank of America Corporation

Account No.	Taxpayer No.
5LW-04G26	23-2667935

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
INTUIT INC	*COM*	*CUSIP Number*	*461202103*					
51 0000	Sale	12/20/11	01/14/13	3,199 67	2,703 21	0.00	496 46	
448 0000	Sale	12/20/11	04/23/13	28 457.75	23,745 88	0 00	4,711 87	
1122 0000	Sale	12/20/11	05/09/13	66,752 67	59,470 72	0 00	7,281 95	
349 0000	Sale	02/15/12	05/09/13	20,763 54	19,924 86	0 00	838 68	
	Security Subtotal			*119,173 63*	*105,844 67*	*0.00*	*13,328 96*	
MCKESSON CORPORATION COM		*CUSIP Number*	*58155Q103*					
686 0000	Sale	07/31/12	10/28/13	104,968 44	62,552 43	0 00	42,416 01	
203 0000	Sale	09/19/12	10/28/13	31,062 10	17,567 36	0 00	13,494 74	
	Security Subtotal			*136,030 54*	*80,119 79*	*0.00*	*55,910.75*	
MARATHON OIL CORP		*CUSIP Number*	*565849106*					
689 0000	Sale	11/10/11	08/12/13	23,895 76	18,726 74	0 00	5,169 02	
147 0000	Sale	02/15/12	08/12/13	5,098 22	4,850 07	0 00	248.15	
278 0000	Sale	03/29/12	08/12/13	9,641 54	8,678 41	0 00	963 13	
602 0000	Sale	06/21/12	08/12/13	20,878 46	14,337 53	0 00	6,540 93	
150 0000	Sale	02/15/11	08/12/13	5,202 26	4,306 00	0 00	896 26	
785.0000	Sale	07/07/11	08/12/13	27,225 21	25,795 96	0 00	1,429 25	
	Security Subtotal			*91,941.45*	*76,694.71*	*0.00*	*15,246 74*	
MALLINCKRODT PLC SHS		*CUSIP Number*	*G5785G107*					
12 0000	Sale	02/15/11	07/02/13	513 18	422 81	0 00	90.37	
50 0000	Sale	11/10/11	07/02/13	2,138 26	1,611 73	0 00	526 53	
3 0000	Sale	12/21/11	07/02/13	128 29	92 80	0 00	35 49	
22 0000	Sale	02/15/12	07/02/13	940 85	804 90	0 00	135 95	
	Security Subtotal			*3,720 58*	*2,932 24*	*0 00*	*788.34*	
MICROSOFT CORP		*CUSIP Number*	*594918104*					
399 0000	Sale	05/10/11	04/23/13	12,273 60	10,273 85	0 00	1,999 75	
1526 0000	Sale	06/14/11	04/23/13	46,941 15	37 061 96	0 00	9,879 19	
257 0000	Sale	02/15/12	04/23/13	7,905 55	7 798 67	0 00	106 88	
	Security Subtotal			*67,120 30*	*55,134 48*	*0 00*	*11,985 82*	
OCCIDENTAL PETE CORP CAL		*CUSIP Number*	*674599105*					
620.0000	Sale	06/02/11	04/01/13	48,667 48	64,689 75	0 00	(16,022.27)	
187.0000	Sale	02/15/12	04/01/13	14,678 74	19,534 43	0 00	(4,855 69)	
	Security Subtotal			*63,346 22*	*84,224 18*	*0 00*	*(20,877.96)*	

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2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
VISA INC CL A SHRS		*CUSIP Number*	*92826C839*					
162 0000	Sale	01/10/12	01/14/13	25,975 49	16,181 86	0 00	9,793 63	
44 0000	Sale	01/10/12	07/16/13	8,305 52	4,395 07	0 00	3,910 45	
	Security Subtotal			*34,281 01*	*20,576.93*	*0 00*	*13,704.08*	
WISCONSIN ENERGY CORP		*CUSIP Number*	*976657106*					
410 0000	Sale	11/10/11	07/02/13	16,546 69	13,303 56	0 00	3,243 13	
544 0000	Sale	02/15/12	07/02/13	21,954 64	18,709 25	0 00	3,245 39	
	Security Subtotal			*38,501 33*	*32,012.81*	*0 00*	*6,488 52*	
WELLS FARGO & CO NEW DEL		*CUSIP Number*	*949746101*					
270 0000	Sale	02/03/12	07/16/13	11,585 96	8,282.57	0 00	3,303 39	
CREDIT SUISSE COMMODITY RETURN STRTGY FD CL I		*CUSIP Number*	*22544R305*					
1 0000	Sale	01/10/12	11/04/13	7 10	8 07	0 00	(0 97)	
1706 0000	Sale	01/10/12	11/04/13	12,112.60	14,318 38	0 00	(2,205 78)	
3107 0000	Sale	02/15/12	11/04/13	22,059 70	26,202 54	0 00	(4,142 84)	
1 0000	Sale	03/29/12	11/04/13	7 10	8 40	0 00	(1 30)	
1 0000	Sale	03/29/12	11/04/13	7.09	8 27	0 00	(1 18)	
713 0000	Sale	03/29/12	11/04/13	5,062 30	5,811 37	0 00	(749 07)	
9242 0000	Sale	09/06/12	11/04/13	65,618 21	77,725 22	0 00	(12,107 01)	
	Security Subtotal			*104,874 10*	*124,082 25*	*0 00*	*(19,208.15)*	
BLACKROCK HI YLD BD PORTFOLIO INST CL		*CUSIP Number*	*091929638*					
42791 0000	Sale	01/10/12	01/14/13	350,458 29	320,076 68	0 00	30,381 61	
BLACKROCK GLOBAL ALLOCATION FD INC INSTL		*CUSIP Number*	*09251T509*					
1 0000	Sale	02/15/12	06/21/13	20 57	20.13	0 00	0.44	
2737 0000	Sale	02/15/12	06/21/13	56,300 09	53,234 65	0 00	3,065 44	
	Security Subtotal			*56,320 66*	*53,254.78*	*0 00*	*3,065.88*	
Covered Long Term Capital Gains and Losses Subtotal				**1,111,786.18**	**993,573.67**	**0.00**	**118,212.51**	

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
AMER EXPRESS COMPANY		*CUSIP Number*	*025816109*					
14.0000	Sale	06/17/10	01/14/13	857 23	587 09	0.00	270 14	
250 0000	Sale	06/17/10	07/16/13	19,492 31	10,483 75	0 00	9,008 56	
	Security Subtotal			***20,349 54***	***11,070.84***	***0 00***	***9,278.70***	
AMERICAN WTR WKS CO INC NEW		*CUSIP Number*	*030420103*					
128 0000	Sale	12/21/09	01/14/13	4,857 91	2,943 05	0 00	1,914 86	
CATERPILLAR INC DEL		*CUSIP Number*	*149123101*					
64 0000	Sale	08/05/10	01/14/13	6,050 22	4,601 16	0 00	1,449 06	
DIGITAL RLTY TR INC		*CUSIP Number*	*253868103*					
52 0000	Sale	11/12/09	01/14/13	3,659 91	2,446.89	0 00	1,213 02	
581.0000	Sale	11/12/09	02/06/13	38 199 54	27,339 12	0 00	10,860 42	
	Security Subtotal			***41,859.45***	***29,786 01***	***0 00***	***12,073 44***	
ISHARES DOW JONES INTRNL SELECT DIVIDEND INDX FD		*CUSIP Number*	*464288448*					
595 0000	Sale	10/13/10	01/14/13	20,479 44	19,777 80	0 00	701 64	
HONEYWELL INTL INC DEL		*CUSIP Number*	*438516106*					
134 0000	Sale	06/11/08	01/14/13	8,931 29	7,302 99	0 00	1,628 30	
136 0000	Sale	06/11/08	04/23/13	10,173 32	7,411 99	0 00	2,761 33	
	Security Subtotal			***19,104.61***	***14,714.98***	***0 00***	***4,389.63***	
MARATHON OIL CORP		*CUSIP Number*	*565849106*					
540 0000	Sale	11/15/10	01/14/13	17,297 70	10,894 08	0 00	6,403 62	
1098 0000	Sale	11/15/10	08/12/13	38,080 61	22,151 30	0 00	15,929 31	
	Security Subtotal			***55,378 31***	***33,045.38***	***0 00***	***22,332 93***	
MALLINCKRODT PLC SHS		*CUSIP Number*	*G5785G107*					
78 0000	Sale	11/24/09	07/02/13	3,335 69	2,542 65	0 00	793 04	
81 0000	Sale	03/08/10	07/02/13	3 463.98	2 836 68	0 00	627 30	
	Security Subtotal			***6,799 67***	***5,379 33***	***0.00***	***1,420 34***	

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MICROSOFT CORP		*CUSIP Number*	*594918104*					
88 0000	Sale	10/21/09	04/23/13	2,706.96	2,337.27	0 00	369 69	
2200.0000	Sale	11/04/09	04/23/13	67,674 00	62,149.34	0 00	5,524 66	
	Security Subtotal			***70,380.96***	***64,486.61***	***0.00***	***5,894.35***	
UNITED TECHS CORP COM		*CUSIP Number*	*913017109*					
14 0000	Sale	06/11/08	01/14/13	1,201 38	936 04	0 00	265 34	
ACE LIMITED		*CUSIP Number*	*H0023R105*					
37 0000	Sale	11/09/09	01/14/13	3,072 95	1,925 38	0 00	1,147 57	
WISCONSIN ENERGY CORP		*CUSIP Number*	*976657106*					
928 0000	Sale	02/24/10	07/02/13	37,452 03	22,702.68	0 00	14,749 35	
252 0000	Sale	09/28/10	07/02/13	10,170 16	7,344 01	0 00	2,826 15	
	Security Subtotal			***47,622.19***	***30,046 69***	***0 00***	***17,575.50***	
THORNBURG INTERNATIONAL VALUE FUND CL I		*CUSIP Number*	*885215566*					
48 0000	Sale	06/11/08	01/14/13	1,387 20	1,458 24	0 00	(71 04)	
0140	Sale	12/23/11	01/14/13	0 41	0.35	0 00	0 06	
	Security Subtotal			***1,387.61***	***1,458 59***	***0.00***	***(70.98)***	
CREDIT SUISSE COMMODITY RETURN STRTGY FD CL I		*CUSIP Number*	*22544R305*					
9180 0000	Sale	11/09/09	11/04/13	65,177 99	81,127 26	0 00	(15,949 27)	
1234 0000	Sale	12/31/09	11/04/13	8,761 39	10,681 00	0 00	(1,919 61)	
1505 0000	Sale	04/14/10	11/04/13	10 685 49	12,829 25	0.00	(2,143 76)	
1 0000	Sale	04/19/10	11/04/13	7 10	8 52	0 00	(1 42)	
1591 0000	Sale	12/16/10	11/04/13	11,296 10	14,172 22	0 00	(2,876 12)	
113 0000	Sale	12/21/10	11/04/13	802 29	1,028.30	0 00	(226 01)	
21 0000	Sale	12/16/11	11/04/13	149 09	168 57	0 00	(19 48)	
	Security Subtotal			***96,879 45***	***120,015 12***	***0 00***	***(23,135.67)***	
LATEEF FUND CL I		*CUSIP Number*	*360873301*					
798 0000	Sale	03/03/11	01/14/13	9,767 52	8,594 46	0 00	1,173 06	
1360	Sale	03/03/11	01/14/13	1 67	1 47	0 00	0 20	
	Security Subtotal			***9,769 19***	***8,595.93***	***0 00***	***1,173.26***	

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ALLIANZ NFJ DIVIDEND VALUE FD CL P		*CUSIP Number*	*018922856*					
425 0000	Sale	02/25/10	01/14/13	5,563 25	4,369 00	0 00	1,194 25	
1510	Sale	02/25/10	01/14/13	1 98	1 56	0 00	0 42	
	Security Subtotal			*5,565.23*	*4,370 56*	*0 00*	*1,194 67*	
BLACKROCK GLOBAL ALLOCATION FD INC INSTL		*CUSIP Number*	*09251T509*					
17310 0000	Sale	06/30/11	06/21/13	356,066 69	349,662 00	0 00	6,404 69	
Noncovered Long Term Capital Gains and Losses Subtotal				**766,824.80**	**702,815.47**	**0.00**	**64,009.33**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**1,878,610.98**	**1,696,389.14**	**0.00**	**182,221.84**	

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CREDIT SUISSE COMMODITY RETURN STRTGY FD CL I		*CUSIP Number*	*22544R305*					
0046	Sale	07/17/12	11/04/13	0 03	N/A	0 00	N/A	
Other Transactions Subtotal				**0.03**		**0.00**		

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES	**2,991,292.47**
TOTAL REPORTED SALES PROCEEDS	**2,991,292.47**

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
12,868.16	0.00	118,212.51	64,009.33

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline. Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available)

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
WATSON PHARMACEUTICALS GLB 03 250% OCT 01 2022		*CUSIP Number*	*942683AF0*					
30000.0000	Sale	10/01/12	02/07/13	29,883 59	30,422 25	0 00	(538 66)	
12000 0000	Sale	11/16/12	02/07/13	11,953 45	12,342 16	0 00	(388 71)	
	Security Subtotal			***41,837 04***	***42,764.41***	***0 00***	***(927.37)***	
ANHEUSER-BUSCH INBEV WOR COMPANY GUARNT GLB 01 375% JUL 15 2017		*CUSIP Number*	*03523TBN7*					
42000 0000	Sale	07/19/12	02/07/13	42,198 24	42,303 20	0 00	(104 96)	
AMERICAN INTL GROUP GLB 03 800% MAR 22 2017		*CUSIP Number*	*026874CS4*					
27000 0000	Sale	06/06/12	02/07/13	29,197 26	27,293 22	0 00	1,904 04	
7000 0000	Sale	08/13/12	02/07/13	7,569 66	7,320 85	0 00	248 81	
	Security Subtotal			***36,766.92***	***34,614.07***	***0.00***	***2,152.85***	

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
AETNA INC *GLB* *02 750% NOV 15 2022*		*CUSIP Number*	*008117AP8*					
30000 0000	Sale	11/07/12	02/07/13	29,064.00	29,921 70	0 00	(857.70)	
AETNA INC *GLB* *01 500% NOV 15 2017*		*CUSIP Number*	*00817YAL2*					
35000 0000	Sale	02/11/13	10/23/13	34,734 00	35,073 98	0 00	(339.98)	
BRISTOL-MYERS SQUIBB CO *GLB* *02 000% AUG 01 2022*		*CUSIP Number*	*110122AT5*					
30000 0000	Sale	07/30/12	02/07/13	28,539 00	29,605 20	0 00	(1,066 20)	
BP CAPITAL MARKETS PLC *COMPANY GUARNT GLB* *01 375% NOV 06 2017*		*CUSIP Number*	*05565QCC0*					
27000 0000	Sale	02/25/13	08/08/13	26,519 13	27,030 83	0 00	(511 70)	
CAPITAL ONE FINANCIAL CO *GLB* *04 750% JUL 15 2021*		*CUSIP Number*	*14040HAY1*					
14000 0000	Sale	11/16/12	02/07/13	15,940 26	16,159 36	0 00	(219 10)	
CVS CAREMARK CORP *GLB* *02 750% DEC 01 2022*		*CUSIP Number*	*126650BZ2*					
29000 0000	Sale	11/29/12	02/07/13	28,549 92	29,043 93	0 00	(494.01)	
COMCAST CORP *COMPANY GUARNT GLB* *02 850% JAN 15 2023*		*CUSIP Number*	*20030NBF7*					
27000 0000	Sale	02/11/13	10/23/13	26,113 86	26,722 98	0 00	(609 12)	
ENTERPRISE PRODUCTS OPER *COMPANY GUARNT* *04 450% FEB 15 2043*		*CUSIP Number*	*29379VAY9*					
21000.0000	Sale	08/13/12	02/07/13	20,007 54	20,682 69	0 00	(675 15)	

Merrill Lynch
Bank of America Corporation

Account No.	Taxpayer No
5LW-04013	23-2667935

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
GEORGIA POWER COMPANY *04 300% MAR 15 2042*		*CUSIP Number*	*373334JW2*					
27000 0000	Sale	03/07/12	02/07/13	27,569 16	27,500 70	0 00	68 46	
KRAFT FOODS INC *GLB* *04 125% FEB 09 2016*		*CUSIP Number*	*50075NBB9*					
31000 0000	Sale	02/08/13	11/04/13	33,135 59	33,158 59	0 00	(23 00)	
FEDERAL NATL MTG ASSOC *NOTES* *01 125% APR 27 2017*		*CUSIP Number*	*3135G0JA2*					
75000 0000	Sale	06/06/12	02/05/13	75,933.60	75,545.30	0 00	388 30	
OMNICOM GROUP INC *COMPANY GUARNT GLB* *03 625% MAY 01 2022*		*CUSIP Number*	*681919AZ9*					
38000 0000	Sale	02/11/13	02/25/13	38,685 90	39,045 36	0 00	(359 46)	
ORACLE CORP *GLB* *04 950% APR 15 2013*		*CUSIP Number*	*68389XAD7*					
22000 0000	Redemption	02/08/13	04/15/13	22,000 00	22,000 00	0 00	0 00	
VENTAS REALTY LP/CAP CRP *COMPANY GUARNT* *04 250% MAR 01 2022*		*CUSIP Number*	*92276MAX3*					
26000 0000	Sale	07/19/12	02/07/13	27 654 90	27,922 63	0 00	(267 73)	
WELLS FARGO & COMPANY *SER MTN GLB* *03 500% MAR 08 2022*		*CUSIP Number*	*94974BFC9*					
41000 0000	Sale	03/07/12	02/07/13	42,849 51	41,228 24	0.00	1,621 27	
AMERICAN EXPRESS CREDIT *SER MTN* *02 375% MAR 24 2017*		*CUSIP Number*	*0258M0DD8*					
40000 0000	Sale	04/20/12	02/07/13	41,590 40	40,560 92	0 00	1,029 48	

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
U S TREASURY NOTE *0 250% MAR 31 2014* *00 250% MAR 31 2014*		*CUSIP Number*	*912828SL5*					
4000 0000	Sale	04/04/12	02/04/13	4,003 73	3,992.36	0 00	11 37	
80000 0000	Sale	04/20/12	02/04/13	80,074 74	79,972 14	0 00	102 60	
	Security Subtotal			***84,078.47***	***83,964.50***	***0 00***	***113.97***	
U S TREASURY NOTE *0 250% APR 30 2014*		*CUSIP Number*	*912828SR2*					
94000 0000	Sale	02/05/13	06/04/13	94,084 14	94,037 91	0 00	46.23	
82000 0000	Sale	02/05/13	06/25/13	82,057 38	82,030 98	0.00	26 40	
	Security Subtotal			***176,141.52***	***176,068.89***	***0.00***	***72.63***	
U S. TREASURY BOND *3 000% MAY 15 2042*		*CUSIP Number*	*912810QW1*					
25000 0000	Sale	06/06/12	02/04/13	24,330 95	26,755 33	0 00	(2,424 38)	
U S TREASURY NOTE *0 250% MAY 31 2014*		*CUSIP Number*	*912828SW1*					
123000 0000	Sale	06/06/12	02/04/13	123,100 49	122,990 80	0 00	109 69	
U S TREASURY NOTE *2 750% FEB 15 2019* *02 750% FEB 15 2019*		*CUSIP Number*	*912828KD1*					
20000 0000	Sale	02/05/13	04/05/13	22,185 08	21,836 45	0 00	348 63	
U S TREASURY NOTE *3 375% NOV 15 2019* *03 375% NOV 15 2019*		*CUSIP Number*	*912828LY4*					
39000 0000	Sale	02/05/13	04/05/13	44,990 00	44,088 74	0 00	901 26	
U.S TREASURY NOTE *3 500% MAY 15 2020* *03 500% MAY 15 2020*		*CUSIP Number*	*912828ND8*					
40000 0000	Sale	10/25/12	02/04/13	45,848 28	45,923 88	0.00	(75 60)	
U S TREASURY NOTE *1 250% APR 15 2014* *01 250% APR 15 2014*		*CUSIP Number*	*912828QC7*					
58000 0000	Sale	06/13/13	11/26/13	58,242 23	58,530 35	0 00	(288 12)	

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Noncovered Short Term Capital Gains and Losses Subtotal				**1,218,605.99**	**1,221,043.03**	**0.00**	**(2,437.04)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**1,218,605.99**	**1,221,043.03**	**0.00**	**(2,437.04)**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
INTL PAPER CO GLB 04 750% FEB 15 2022		*CUSIP Number*	*460146CG6*					
24000 0000	Sale	02/01/12	02/07/13	26,783 76	25,832 09	0 00	951 67	
CAPITAL ONE FINANCIAL CO GLB 04 750% JUL 15 2021		*CUSIP Number*	*14040HAY1*					
26000 0000	Sale	10/21/11	02/07/13	29,603.34	26,637.11	0 00	2,966 23	
COMCAST CORP COMPANY GUARNT 05 850% NOV 15 2015		*CUSIP Number*	*20030NAJ0*					
23000 0000	Sale	10/29/09	02/07/13	26,016 91	23,872 48	0 00	2,144 43	
CISCO SYSTEMS INC GLB 05 500% FEB 22 2016		*CUSIP Number*	*17275RAC6*					
50000 0000	Sale	05/03/10	02/07/13	57,035 00	53,432 95	0 00	3,602 05	
DIRECTV HLDG/FIN INC COMPANY GUARNT 03 500% MAR 01 2016		*CUSIP Number*	*25459HAY1*					
13000 0000	Sale	09/06/11	02/07/13	13,764 14	13,469 00	0 00	295 14	
GENERAL ELEC CAP CORP - 02 950% MAY 09 2016		*CUSIP Number*	*36962G5C4*					
26000 0000	Sale	09/06/11	02/07/13	27,504 36	26,191.15	0 00	1,313 21	

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
GOLDMAN SACHS GROUP INC GLB 05 150% JAN 15 2014		*CUSIP Number*	*38143UAB7*					
12000 0000	Sale	06/07/07	02/07/13	12,472.44	11,547 84	0 00	924 60	
10000 0000	Sale	06/11/08	02/07/13	10,393 70	9,899 40	0 00	494 30	
	Security Subtotal			***22,866.14***	***21,447.24***	***0 00***	***1,418 90***	
JPMORGAN CHASE & CO SUBORDINATED GLB 05 125% SEP 15 2014		*CUSIP Number*	*46625HBV1*					
1000 0000	Sale	07/06/05	02/07/13	1,063 76	1,003 22	0 00	60 54	
1000 0000	Sale	12/20/05	02/07/13	1,063 77	989 50	0 00	74 27	
3000 0000	Sale	05/09/06	02/07/13	3,191 31	2,850.96	0 00	340 35	
28000 0000	Sale	12/05/06	02/07/13	29 785 56	27,953.24	0.00	1,832 32	
20000 0000	Sale	06/11/08	02/07/13	21 275.41	19,502 00	0 00	1,773 41	
	Security Subtotal			***56,379.81***	***52,298.92***	***0 00***	***4,080.89***	
ORACLE CORP/OZARK HLDG GLB 05 250% JAN 15 2016		*CUSIP Number*	*68402LAC8*					
22000 0000	Sale	07/16/09	02/07/13	24,827 44	22,581 25	0 00	2,246 19	
PFIZER INC. 5 35% DUE 3/15/2015		*CUSIP Number*	*717081DA8*					
33000 0000	Sale	07/21/09	02/07/13	36,169.65	34,443 82	0 00	1,725 83	
AT&T INC GLB 05 100% SEP 15 2014		*CUSIP Number*	*78387GAP8*					
23000 0000	Sale	10/29/09	02/07/13	24,600.11	23,573 64	0 00	1,026 47	
SHELL INTERNATIONAL FIN COMPANY GUARNT GLB 04 000% MAR 21 2014		*CUSIP Number*	*822582AF9*					
22000 0000	Sale	04/14/09	02/07/13	22,861 74	22,181 11	0 00	680.63	

Merrill Lynch
Bank of America Corporation

Account No.	Taxpayer No.
5LW-04013	23-2667935

BRUCE E. & ROBBI S. TOLL

2013 ANNUAL STATEMENT SUMMARY

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
TIME WARNER CABLE INC COMPANY GUARNT 04 125% FEB 15 2021		*CUSIP Number*	*88732JAX6*					
20000 0000	Sale	09/06/11	02/07/13	21,325 00	20,480 38	0 00	844 62	
31000 0000	Sale	09/06/11	05/02/13	33 748 77	31,725 58	0 00	2,023 19	
	Security Subtotal			***55,073 77***	***52,205.96***	***0 00***	***2,867.81***	
VERIZON COMMUNICATIONS GLB 04 600% APR 01 2021		*CUSIP Number*	*92343VAX2*					
17000 0000	Sale	09/06/11	02/07/13	19,353 99	18.632.48	0 00	721 51	
FEDERAL NATL MTG ASSOC NOTES 01 250% JAN 30 2017		*CUSIP Number*	*3135G0GY3*					
92000 0000	Sale	02/01/12	02/05/13	93.879 74	93,013 87	0 00	865 87	
FEDERAL NATL MTG ASSOC NOTES 05 375% JUL 15 2016		*CUSIP Number*	*31359MS61*					
29000 0000	Sale	12/05/06	02/05/13	33,731 46	29,598 74	0 00	4,132 72	
30000 0000	Sale	06/11/08	02/05/13	34,894 63	30,578 77	0 00	4,315 86	
	Security Subtotal			***68,626 09***	***60,177.51***	***0 00***	***8,448.58***	
U S TREASURY NOTE 0 875% NOV 30 2016 00 875% NOV 30 2016		*CUSIP Number*	*912828RU6*					
53000 0000	Sale	12/06/11	02/04/13	53,637 48	52,851 11	0 00	786.37	
U S. TREASURY NOTE 0.250% MAR 31 2014 00 250% MAR 31 2014		*CUSIP Number*	*912828SL5*					
54000 0000	Sale	04/20/12	05/22/13	54,056 77	53,981 20	0 00	75 57	
U S TRSY INFLATION BOND 2 375% JAN 15 2025 02 375% JAN 15 2025		*CUSIP Number*	*912810FR4*					
19000 0000	Sale	02/03/09	02/04/13	31,050 49	22,891 72	0 00	8,158 77	

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
U S TREASURY NOTE *3 125% MAY 15 2019* *03 125% MAY 15 2019*		*CUSIP Number*	*912828KQ2*					
42000 0000	Sale	06/19/09	04/05/13	47,628.82	39,752 35	0 00	7,876 47	
U S TREASURY BOND *4 750% FEB 15 2037* *04 750% FEB 15 2037*		*CUSIP Number*	*912810PT9*					
15000 0000	Sale	06/07/07	02/04/13	19,679 23	14,091 79	0 00	5,587 44	
10000 0000	Sale	06/11/08	02/04/13	13,119 50	10,061 76	0.00	3,057 74	
	Security Subtotal			***32,798.73***	***24,153 55***	***0 00***	***8,645.18***	
U S TREASURY BOND *4.375% MAY 15 2040* *04 375% MAY 15 2040*		*CUSIP Number*	*912810QH4*					
28000 0000	Sale	07/12/10	02/04/13	34,976 92	29,682 95	0 00	5,293 97	
U S TREASURY NOTE *3 500% MAY 15 2020* *03 500% MAY 15 2020*		*CUSIP Number*	*912828ND8*					
47000 0000	Sale	07/12/10	02/04/13	53 871 72	48,449 92	0 00	5,421 80	
U S TREASURY NOTE *1 250% APR 15 2014* *01 250% APR 15 2014*		*CUSIP Number*	*912828QC7*					
95000 0000	Sale	10/16/12	11/26/13	95,396 75	95,347 32	0 00	49 43	
Noncovered Long Term Capital Gains and Losses Subtotal				**1,008,763.67**	**937,100.70**	**0.00**	**71,662.97**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**1,008,763 67**	**937,100.70**	**0.00**	**71,662.97**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**2,227,369.66**				
TOTAL REPORTED SALES PROCEEDS				**2,227,369.66**				

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs gov/form8868*.

OMB No. 1545-1709

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ▶ ☒
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE BRUCE E AND ROBBI S TOLL FOUNDATION	Employer identification number (EIN) or 23-2667935
	Number, street, and room or suite no. If a P.O. box, see instructions 250 GIBRALTAR ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions HORSHAM, PA 19044	

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-T (corporation)	07
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

- The books are in the care of ▶ THE ORGANIZATION 250 GIBRALTAR ROAD - HORSHAM, PA 19044

Telephone No. ▶ 215-938-8222 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014, to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☒ calendar year 2013 or

▶ ☐ tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	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.	3a	$ 41,576.
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.	3b	$ 27,576.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 14,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form 8868 (Rev 1-2014)
323841
12-31-13

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

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 File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions. THE BRUCE E AND ROBBI S TOLL FOUNDATION	Employer identification number (EIN) or 23-2667935
	Number, street, and room or suite no If a P.O. box, see instructions. 250 GIBRALTAR ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. HORSHAM, PA 19044	

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.

- The books are in the care of ▶ THE ORGANIZATION 250 GIBRALTAR ROAD - HORSHAM, PA 19044

  Telephone No ▶ 215-938-8222 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
ADDITIONAL TIME IS REQUIRED IN ORDER TO FILE A COMPLETE AND ACCURATE 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	$ 41,576.
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	$ 41,576.
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 ▶ PRESIDENT Date ▶

323842
12-31-13