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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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▶ Information about Form 990-PF and its 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 STEWART FAMILY FOUNDATION C/O RUDNEY SOLOMON COHEN & FELZER PC		A Employer identification number 23-3050745
Number and street (or P O box number if mail is not delivered to street address) 2002 SPROUL ROAD, SUITE 102	Room/suite	B Telephone number 610-359-1051
City or town, state or province, country, and ZIP or foreign postal code BROOMALL, PA 19008		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,107,576.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		55,097.	55,097.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		102,267.			
b Gross sales price for all assets on line 6a 548,190.					
7 Capital gain net income (from Part IV, line 2)			102,267.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		157,364.	157,364.		
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		1,750.	1,750.		0.
c Other professional fees					
17 Interest					
18 Taxes		3,510.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		14,407.	14,407.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		19,667.	16,157.		0.
25 Contributions, gifts, grants paid		47,175.			47,175.
26 Total expenses and disbursements. Add lines 24 and 25		66,842.	16,157.		47,175.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		90,522.			
b Net investment income (if negative, enter -0-)			141,207.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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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	84,582.	88,934.	88,934.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	1,236,419.	1,347,558.	1,836,676.
	c Investments - corporate bonds	199,263.	174,294.	181,966.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,520,264.	1,610,786.	2,107,576.
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	1,520,264.	1,610,786.		
30 Total net assets or fund balances	1,520,264.	1,610,786.		
31 Total liabilities and net assets/fund balances	1,520,264.	1,610,786.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,520,264.
2 Enter amount from Part I, line 27a	2	90,522.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,610,786.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,610,786.

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Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

(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			
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	548,190.	445,923.	102,267.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			102,267.

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	102,267.
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	43,975.	1,780,493.	.024698
2011	48,425.	1,601,754.	.030232
2010	110,530.	1,522,481.	.072599
2009	40,084.	1,311,865.	.030555
2008	126,866.	1,599,940.	.079294

2 Total of line 1, column (d)	2	.237378
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	.047476
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,941,433.
5 Multiply line 4 by line 3	5	92,171.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,412.
7 Add lines 5 and 6	7	93,583.
8 Enter qualifying distributions from Part XII, line 4	8	47,175.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ☐

Refunded ☐

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐

NJ

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address ► N/A				
14	The books are in care of ► BRIAN SMITH, CPA	Telephone no. ► 610-359-1051		
	Located at ► 2002 SPROUL RD, STE 102, BROOMALL, PA	ZIP+4 ► 19008		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			X

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

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

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

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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."

[illegible]

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

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,896,009.
b	Average of monthly cash balances	1b	74,989.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,970,998.
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	1,970,998.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,565.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,941,433.
6	Minimum investment return. Enter 5% of line 5	6	97,072.

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	97,072.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,824.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,824.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	94,248.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	94,248.
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	94,248.

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	47,175.
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	47,175.
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	47,175.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				94,248.
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	47,507.			
b From 2009				
c From 2010	37,024.			
d From 2011				
e From 2012				
f Total of lines 3a through e	84,531.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	47,175.			
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				47,175.
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))	47,073.			47,073.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	37,458.			
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	434.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	37,024.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	37,024.			
c Excess from 2011				
d Excess from 2012				
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(1)(3) or ☐ 4942(1)(5)

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(i)(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).)

NONE

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:

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

c Any submission deadlines:

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

THE STEWART FAMILY FOUNDATION

C/O RUDNEY SOLOMON COHEN & FELZER PC

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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				
US OLYMPIC COMMITTEE 1 OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	N/A	PUBLIC	GENERAL	2,000.
CARIE 100 S BROAD ST PHILADELPHIA, PA 19110	N/A	PUBLIC	GENERAL	1,000.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190-5362	N/A	PUBLIC	GENERAL	2,000.
CARE USA 151 ELLIS STREET NE ATLANTA, GA 30303	N/A	PUBLIC	GENERAL	1,000.
SACRED HEART CHURCH 1739 FERRY AVE CAMDEN, NJ 08104	N/A	PUBLIC	GENERAL	1,200.
Total	SEE CONTINUATION SHEET(S)			47,175.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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					
4 Dividends and interest from securities			14	55,097.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	102,267.	
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.		157,364.	0.
13 Total. Add line 12, columns (b), (d), and (e)				157,364.	157,364.

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

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

[illegible]



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

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[illegible]

- b** If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge				May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		Date <u>1/2/14</u>			Title TRUSTEE	
Paid Preparer Use Only	Print/Type preparer's name BRIAN M. SMITH, CPA, MST		Preparer's signature 		Date <u>5/7/14</u>	Check <input type="checkbox"/> if self-employed	PTIN P00132661
	Firm's name ▶ RUDNEY SOLOMON COHEN & FELZER, PC					Firm's EIN ▶ 23-3024745	
	Firm's address ▶ 2002 SPROUL ROAD, STE. 102 BROOMALL, PA 19008					Phone no. (610) 359-1051	

Form **990-PF** (2013)

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	CENTURYLINK INC	P	05/23/13	09/06/13
b	JPM CHASE CAPITAL XVITR	P	04/20/07	05/08/13
c	JPM CHASE CAPITAL XIX	P	05/22/07	05/08/13
d	JP MORGAN CHASE CAP X	P	06/20/05	05/08/13
e	ISHARES 1-3 YEAR CREDIT BOND ETF	P	08/31/11	07/12/13
f	ISHARES 1-3 YEAR CREDIT BOND ETF	P	12/21/10	07/12/13
g	ISHARES TR RUSSELL 1000 GROWTH	P	12/27/11	01/03/13
h	INTL BUSINESS MACH, IBM	P	04/13/09	10/18/13
i	GOVT NATL MTG ASSN	P	08/26/10	06/20/13
j	GENERAL ELECTRIC CAPITAL CORP	P	04/27/11	01/02/13
k	CENTURYLINK INC	P	07/27/10	09/06/13
l	CENTURYLINK INC	P	02/19/10	09/06/13
m	APPLE INC	P	02/06/08	04/17/13
n	TARGET CORP	P	01/05/12	12/23/13
o	SOUTHERN CO	P	08/23/11	01/31/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,199.		3,742.	-543.
b	45,000.		45,702.	-702.
c	25,000.		25,580.	-580.
d	25,000.		25,870.	-870.
e	3,667.		3,675.	-8.
f	27,765.		27,632.	133.
g	39,954.		34,687.	5,267.
h	45,159.		25,832.	19,327.
i	25,000.		24,969.	31.
j	4,350.		4,505.	-155.
k	10,875.		12,180.	-1,305.
l	22,710.		24,999.	-2,289.
m	30,443.		9,688.	20,755.
n	44,321.		35,062.	9,259.
o	43,958.		40,298.	3,660.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-543.
b			-702.
c			-580.
d			-870.
e			-8.
f			133.
g			5,267.
h			19,327.
i			31.
j			-155.
k			-1,305.
l			-2,289.
m			20,755.
n			9,259.
o			3,660.

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 }

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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MARATHON PETROLEUM CORP	P	07/14/11	12/03/13
b	MARATHON PETROLEUM CORP	P	05/17/11	12/03/13
c	MARATHON PETROLEUM CORP	P	05/17/11	02/15/13
d	MARATHON PETROLEUM CORP	P	01/26/11	02/15/13
e	CENTURYLINK INC	P	04/27/11	09/06/13
f	TARGET CORP	P	02/04/13	12/23/13
g	INTL BUSINESS MACH, IBM	P	05/23/13	10/18/13
h	MCDONALDS CORP	P	12/17/08	09/09/13
i	MCDONALDS CORP	P	06/09/09	09/09/13
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	5,899.	2,688.	3,211.
b	6,680.	3,020.	3,660.
c	1,259.	604.	655.
d	30,625.	13,277.	17,348.
e	7,997.	10,065.	-2,068.
f	9,541.	9,451.	90.
g	6,948.	8,328.	-1,380.
h	80,432.	52,592.	27,840.
i	2,408.	1,477.	931.
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			3,211.
b			3,660.
c			655.
d			17,348.
e			-2,068.
f			90.
g			-1,380.
h			27,840.
i			931.
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	102,267.
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

THE STEWART FAMILY FOUNDATION
C/O RUDNEY SOLOMON COHEN & FELZER PC

23-3050745

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
PHS 1819 JFK BLVD SUITE 210 PHILADELPHIA, PA 19103	N/A	PUBLIC	GENERAL	1,000.
PENNSYLVANIA BALLET 1819 JFK BLVD SUITE 210 PHILADELPHIA, PA 19103	N/A	PUBLIC	GENERAL	2,500.
DEBORAH HOSPITAL FOUNDATION 20 PINE MILL RD BROWNS MILLS, NJ 08015	N/A	PUBLIC	GENERAL	500.
MARIETTA COLLEGE 215 FIFTH ST MARIETTA, OH 45750	N/A	PUBLIC	GENERAL	2,500.
MOORESTOWN NURSING MANOR HOSPITAL 300 HARPER DRIVE MOORESTOWN, NJ 08057	N/A	PUBLIC	GENERAL	2,000.
SUNDAY BREAKFAST RESCUE MISSION 302 N 13TH ST PHILADELPHIA, PA 19105	N/A	PUBLIC	GENERAL	2,000.
THE EVERGREENS 309 BRIDGEBORO RD MOORESTOWN, NJ 08057	N/A	PUBLIC	GENERAL	1,500.
DOCTORS WITHOUT BORDERS USA 333 SEVENTH AVE 2ND FLOOR NEW YORK, NY 10001	N/A	PUBLIC	GENERAL	2,000.
CHILDRENS HOSPITAL OF PHILADELPHIA FOUNDATION 34TH AND CIVIC CENTER BLVD PHILADELPHIA, PA 19104-4399	N/A	PUBLIC	GENERAL	3,475.
THE NATURE CONSERVANCY 4245 N FAIRFAIX DR SUITE 100 ARLINGTON, VA 22203	N/A	PUBLIC	GENERAL	3,000.
Total from continuation sheets				39,975.

THE STEWART FAMILY FOUNDATION
C/O RUDNEY SOLOMON COHEN & FELZER PC

23-3050745

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
SAMARITAN HEALTHCARE HOSPICE 5 EVES DRIVE SUITE 300 MARLTON, NJ 08053	N/A	PUBLIC	GENERAL	2,000.
ANIMAL WELFARE ASSOCIATION 509 CENTENIAL BLVD VOORHEES, NJ 08043	N/A	PUBLIC	GENERAL	500.
ALL STARS PROJECT, INC. 543 W 42ND ST NEW YORK, NY 10036	N/A	PUBLIC	GENERAL	1,000.
BURLINGTON YMCA - CAMP NO WORRIES 59 CENTERTON RD MT LAUREL, NJ 08054	N/A	PUBLIC	GENERAL	1,000.
HOUSE OF CHARITY BISHOPS ANNUAL APPEAL 631 MARKET ST CAMDEN, NJ 08102	N/A	PUBLIC	GENERAL	5,000.
COCONUT CREEK 6401 LYONS RD COCONUT CREEK, FL 33073	N/A	PUBLIC	GENERAL	500.
DELAWARE RIVERKEEPER NETWORK 925 CANAL ST 7TH FLOOR BRISTOL, PA 19007	N/A	PUBLIC	GENERAL	500.
BEREA COLLEGE CPO 2216 BEREA, KY 40404	N/A	PUBLIC	GENERAL	2,000.
COLONIAL WILLIAMSBURG FOUNDATION PO BOX 1776 WILLIAMSBURG, VA 30303	N/A	PUBLIC	GENERAL	1,000.
ZAP FITNESS FOUNDATION PO BOX 192 BLOWING ROCK, NC 28605	N/A	PUBLIC	GENERAL	500.
Total from continuation sheets				

THE STEWART FAMILY FOUNDATION
C/O RUDNEY SOLOMON COHEN & FELZER PC

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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
PROJECT HOPE PO BOX 250 MILLWOOD, VA 22646-0025	N/A	PUBLIC	GENERAL	2,000.
THE SALVATION ARMY PO BOX 3124 UNION, NJ 07083-1924	N/A	PUBLIC	GENERAL	1,500.
FRIENDS OF SMITHSONIAN PO BOX 37012 WASHINGTON, DC 20013	N/A	PUBLIC	GENERAL	1,500.
WALTON CINDER CLUB PO BOX 72043 MARIETTA, GA 30007-2043	N/A	PUBLIC	GENERAL	500.
Total from continuation sheets				

Investment Report

December 1, 2013 - December 31, 2013

Brokerage 675-732990 STEWART FAMILY FOUNDATION

Holdings (Symbol) as of December 31, 2013	Quantity December 31, 2013	Price per Unit December 31, 2013	Total Cost Basis	Total Value December 1, 2013	Total Value December 31, 2013	Unrealized Gain (Loss) December 31, 2013
Subtotal of Stocks			1,347,557.79		1,836,675.54	489,117.75
Bonds 9% of holdings						
GENERAL ELEC CAP CORP MTN BE 4.37500% 09/21/2015 FIXED COUPON MOODY'S A1 S&P AA+ SEMIANNUALLY AI: \$303.82 EAI: \$1,093.74 CUSIP: 36962G4F8	25,000.000	105.987	24,941.00B	26,603.50	26,496.75	1,555.75
GENERAL ELEC CAP CORP MTN BE 2.25000% 11/09/2015 FIXED COUPON MOODY'S A1 S&P AA+ SEMIANNUALLY AI: \$162.50 EAI: \$1,125.00 CUSIP: 36962G4T8	50,000.000	103.061	49,641.00B	51,534.00	51,530.50	1,889.50
JPMORGAN CHASE & CO SR NT 2.60000% 01/15/2016 FIXED COUPON MOODY'S A3 S&P A SEMIANNUALLY AI: \$599.44 EAI: \$1,300.00 CUSIP: 46625HHW3	50,000.000	102.999	49,766.50B	51,395.00	51,499.30	1,732.80
JPMORGAN CHASE & CO SR NT 3.45000% 03/01/2016 FIXED COUPON MOODY'S A3 S&P A SEMIANNUALLY AI: \$575.00 EAI: \$1,725.00 CUSIP: 46625HHX1	50,000.000	104.879	49,945.50B	52,653.95	52,439.30	2,493.80
Subtotal of Bonds			174,294.00		181,965.85	7,671.85
Core Account 4% of holdings						
CASH	88,933.540	1.000	not applicable	69,213.49	88,933.54	not applicable



Investment Report

December 1, 2013 - December 31, 2013

Brokerage 675-732990 STEWART FAMILY FOUNDATION

Holdings (Symbol) as of December 31, 2013	Quantity December 31, 2013	Price per Unit December 31, 2013	Total Cost Basis	Total Value December 1, 2013	Total Value December 31, 2013	Unrealized Gain (Loss) December 31, 2013
Subtotal of Core Account					88,933.54	

Total

\$ 1,521,851.79 \$2,107,574.93 \$ 496,789.60

All positions held in cash account unless indicated otherwise.

B - See Additional Information and Endnotes for important information about the adjusted cost basis information provided.

t - Third-party provided

Cost Basis - the original amount paid for a security, including the amount of reinvested dividends and capital gains, plus or minus certain adjustments. See last page of statement for details. Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable.

-- not available

AI (Accrued Interest) - Presented for domestic fixed income securities and represents interest accumulated since the last coupon date, but not yet paid by the issuer or received by NFS. AI is calculated for the following securities: fixed rate bonds and Certificates of Deposit (CDs). There is no guarantee that AI will be paid by the issuer. AI for treasury and GNMA securities, however, is backed by the full faith and credit of the United States Government. AI totals represent accruals for only those securities with listed AI in the Holdings section of this statement. Please refer to the Help/Glossary section of Fidelity.com for additional information.

Estimated Annual Income (EAI) & Estimated Yield (EY) - EAI is an estimate of annual income for a specific security position over the next rolling 12 months. EY is calculated by dividing the current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment; it does not reflect changes in its price, which may fluctuate. For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated. EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented. Actual income and yield might be lower or higher. EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security. For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.