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Form 990-PF

Internal Revenue Service

Name of foundation

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.

Initial return of a former public charity

OMB No 1545-0052

7 2014
-
NOV
POSTIVARK DATE

CLANEIL FOUNDATION, INC. Number and street (or P O box number if mail is not delivered to street address)

For calendar year 2013 or tax year beginning

and ending

23-6445450

A Employer identification number

4	<u> 250</u>	HICKORY	ROAD		
ì	v or town	i, state or province	e, country, and Z	ZIP or foreign postal	code

Room/suite B Telephone number 450 610-941-1131

C If exemption application is pending, check here

PLYMOUTH	MEETING	, PA	19462

D 1. Foreign organizations, check here

a	Check all that apply:	$ldsymbol{ld}}}}}}}$	Initial return
			Final return

	_	Ado	iress change
H	Check type of organization:	X	Section 501

Foreign organizations meeting the 85% test, check here and attach computation

1 Check type of organization:	1 501(c)(3) exempt private foundation
Section 4947(a)(1) nonexempt charitable	trust Other taxable private foundation
Fair market value of all assets at end of year	J Accounting method; Cash

(The total of amounts in columns (b), (c), and (d) may not

E If private foundation status was terminated under section 507(b)(1)(A), check here

(c) Adjusted net

ıncome

N/A

Fair marke	t value of a	II assets	at end
(from Part	II, col (c)	, line 1	6)

X Accrual

69,343,689. (Part I, column (d) must

	Other	(specify)		
_	alumn	(d) much	bo on cach	hacie l

(a) Revenue and

expenses per books

Amended return

Name change

F	if the foundation is in a 60-month termination_					
	under section 507(b)(1)(B), check here					
	(// // //					

		necessarily equal the amounts in column (a))	
_	1	Contributions, gifts, grants, etc., received	
2 Check X if the foundation is not required to attach \$		Check X If the foundation is not required to attach Sch. 8	
Interest on savings and temporary cash investments			

Part I Analysis of Revenue and Expenses

1,080 1,080.

STATEMENT STATEMENT

STATEMENT

3

0.

0.

0.

240.

240.

715.

(d) Disbursements for charitable purpose (cash basis only)

4	Dividends and interest from	securities
5a	Gross rents	

b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a

3,319,780.

3,319,780

404,688

882,329

18,033

96,592

739

115,364

858,611

2,973,975

1,908,354

1,156,781.

3,319,780

407,669

885,310

18,033

18,033

18,033

4,867,277

0.

0

1,156,781

(b) Net investment

income

₩

OGD

Capital gain net income (from Part IV, line 2)

Net short-term capital gain

Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

12

18 Taxes

Operating

¢J

b Accounting fees

c Other professional fees 17 Interest

STMT 4

STMT 5

19 Depreciation and depletion 20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

STMT 6 23 Other expenses 24 Total operating and administrative

expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid 26 Total expenses and disbursements.

Add lines 24 and 25 27 Subtract line 26 from line 12:

& Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-) Adjusted net income (if negative, enter -0-)

LHA For Paperwork Reduction Act Notice, see instructions.

N/A

Form **990-PF** (2013)

2,905,955.

2,905

CFI1

INC. 2013.05000 CLANEIL FOUNDATION,

Form 990-PF (2013) CLANEIL FOUNDATION, INC. 23-6445450 Page					
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		f year
=	1		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	10,914.	2,211.	
		Savings and temporary cash investments	1,608,803.	12,189.	12,189.
	3	Accounts receivable >			
		Less; allowance for doubtful accounts ▶	<u>7</u> 5.		
	4	Pledges receivable ►			
	İ	Less; allowance for doubtful accounts ▶			İ
	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			
s	8	Inventories for sale or use			
Assets	1	Prepaid expenses and deferred charges		1,000.	1,000.
As		Investments - U.S. and state government obligations		<u> </u>	1,000.
	I	Investments - corporate stock STMT 9	2,224,600.	2,224,600.	3,326,640.
	1	Investments - corporate bonds	2,224,000.	2,224,000.	3,320,040.
	1	Investments - kind, buildings, and equipment basis		.	
	''				
		Less accumulated depreciation			
	1	Investments - mortgage loans Investments - other STMT 10	57,494,255.	60,507,643.	65,961,649.
	13		51,494,255.	00,507,043.	05,901,049.
	14	Land, buildings, and equipment; basis			
		Less accumulated depreciation	40.000	40.000	40.000
		Other assets (describe DONATED PROPERTY)	40,000.	40,000.	40,000.
	16	Total assets (to be completed by all filers - see the	64 250 645	60 505 640	60 040 600
_	_	instructions. Also, see page 1, item 1)	61,378,647.	62,787,643.	
	l l	Accounts payable and accrued expenses	12,861.	13,065.	
	18	Grants payable	1,407,829.	1,360,725.	
98	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
į	21	Mortgages and other notes payable			
_	22	Other liabilities (describe STATEMENT 11)	16,008.	55,379.	
_	23	Total liabilities (add lines 17 through 22)	1,436,698.	1,429,169.	
	ŀ	Foundations that follow SFAS 117, check here			
s		and complete lines 24 through 26 and lines 30 and 31.		64 050 454	
92	24	Unrestricted	59,941,949.	61,358,474.	
ala	25	Temporarily restricted			ļ
õ	26	Permanently restricted .			
Ĕ		Foundations that do not follow SFAS 117, check here			
F	ļ	and complete lines 27 through 31.			
Assets or Fund Balances	27	Capital stock, trust principal, or current funds			
se	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
Ä	29	Retained earnings, accumulated income, endowment, or other funds			ļ
Net	30	Total net assets or fund balances	59,941,949.	61,358,474.	
_	31	Total liabilities and net assets/fund balances	61,378,647.	62,787,643.	
F	art	III Analysis of Changes in Net Assets or Fund B	alances		
_	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	20	<u> </u>	
١		st agree with end-of-year figure reported on prior year's return)	5 0		59,941,949.
2	-	r amount from Dort I. line 97a		1	1,908,354.
3		or increases not included in line 2 (itemize)	QPP CM		453,517.
A		lines 1.2 and 3	<u> </u>	AIBMENI / 3	62,303,820.
5		eases not included in line 2 (itemize)	 mo बच्च	ATEMENT 8 5	945,346.
A		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co		AIBMENI O 6	61,358,474.
<u>~</u>		22220 or raine Salamoes at one or your fine a fillings line of Frait II, or	Jamin (b); illio oo	0	Form 990-PF (2013)
323 10-	3511 10-13				

	2010	3,645,709.	59,915,U4U	•	.060848
	2009	3,476,350.	54,311,659		.064007
_	2008	5,017,749.	71,589,212		.070091
	Total of line 1, column (d)			2	.291420
3	Average distribution ratio for the 5-year bathe foundation has been in existence if less	se period - divide the total on line 2 by 5, or by the than 5 years	e number of years 	3	.058284
4	Enter the net value of noncharitable-use as	sets for 2013 from Part X, line 5		4	65,258,814.
5	Multiply line 4 by line 3			5	3,803,545.
6	Enter 1% of net investment income (1% o	Part I, line 27b)		6	48,673.
7	Add lines 5 and 6			7	3,852,218.
8	Enter qualifying distributions from Part XII	, line 4		8	2,905,955.
	If line 8 is equal to or greater than line 7.	hack the how in Part VI. line 1h, and complete that	nort using a 10/, tay rate		

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See the Part VI instructions.

15531112 135236 CFI

orm	990-PF (2013) CLANEIL FOUNDATION, INC. 2	3-64	45450		Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	48 - s∈	e instru	ctio	
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%	1	9	7,3	46.
	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-)	2			0.
3	Add lines 1 and 2	3	9	7,3	<u>46.</u>
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	9	7,3	<u>46.</u>
6	Credits/Payments:	ĺ			
	20 13 estimated tax payments and 20 12 overpayment credited to 20 13 68 33,400.				
	Exempt foreign organizations - tax withheld at source				
	Tax paid with application for extension of time to file (Form 8868) 60,000.				
	Backup withholding erroneously withheld	_	0	2 4	^^
	Total credits and payments. Add lines 6a through 6d	7	9	3,4	00.
	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8		3,9	15
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 1.2 >	9		<u>3, 3</u>	40.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Enter the amount of line 10 to be Credited to 2014 estimated tax	10			
	rt VII-A Statements Regarding Activities	!!!			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
14	any political campaign?		18		X
h	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		5		
	distributed by the foundation in connection with the activities.				
c	Did the foundation file Form 1120-POL for this year?		10		x
	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 •		İ		
8	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			l '	
	managers ▶\$O.			ĺ	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		. 2	<u> </u>	X
	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		3	<u> </u>	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?	N/A	4b		<u> </u>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	<u> </u>	X
	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:				ŀ
	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 la	ıw			
	remain in the governing instrument?		6	X	<u> </u>
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	<u> </u>
_					
88	Enter the states to which the foundation reports or with which it is registered (see instructions)	<u> </u>	-		
	DE, 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)		2.	v	
^	of each state as required by General Instruction G? If "No," attach explanation	da.	8b	X	
A	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calend year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	ıdı		l	_w
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	•	10	 	X
10	ond any poround become automatical continuous during the tax year ("Yes," attach a schedule listing their names and addresses	•	. 10		

	<i>)</i>					
	n 990-PF (2013) CLANEIL FOUNDATION, INC. Art VII-A Statements Regarding Activities (continued)	<u> 23-</u>	<u>644</u> !	<u>5450</u>		Page 5
		-		т-		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			11		x
40	section 512(b)(13)? If "Yes," attach schedule (see instructions) Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory p	ทางปลาสต		<u> </u>		
12	If "Yes," attach statement (see instructions)	iiviioyo	3'	12		x
40	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	•	•	13	х	
13	Website address WWW.CLANEILFOUNDATION.ORG					
4.4	The books are in care of ROBERT D. MCNEIL Telephone no.	- 61	0 – 94	11_1	131	
14	Located at 2250 HICKORY RD, SUITE 450, PLYMOUTH MEETING, PA		<u>▶1</u> 9			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	ZII T7		7402		ГΤ
13	and enter the amount of tax-exempt interest received or accrued during the year	15		N	/A	
40	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,				Yes	No
10	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		••	10	Ь	<u></u>
Pa	country art 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.			Τ.	Yes	No
4.	a During the year did the foundation (either directly or indirectly).				100	
16		s X	No.			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	33 [_21	_ 140			
	\-\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	s X	No			
	· · ·	s X	_			
		s X	_			,
	(5) Transfer any income or assets to a disqualified person (or make any of either available	78 LA	_ 140			•
		s X	l Na			
	,	3 LA	J 140			
	(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					. .
		s X	N _A			
	, , , , , , , , , , , , , , , , , , , ,	98 LA	_ 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	TAT	/A	46		·
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	14	/ A	1b		
	Organizations relying on a current notice regarding disaster assistance check here		ш			
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			4.		v
_	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	s X	7 N			1
		8 🕰	_ 140	l		
	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 incorrec					
,	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attact			İ	'	
	,		/ <u>A</u>	25		
	statement - see instructions.)	7.4	/ 43.	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.			1		İ
•	■ Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				1	
0		es X	T No			
	· · · · · · · · · · · · · · · · · · ·		_ I40		Ì	
	b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons at May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to one of the foundation of the first period (1) to one of the first period (2) the lapse of the first period (2) the lapse of the first period (3) to one of the first period (3) the lapse of the first period (4) the lapse of the first period (4) the lapse of the first period (4) the lapse of the first period (5) the lapse of the first period (6) the lapse of the lapse of the lapse of the laps					
						İ
	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		/ 78	2	1	
,	Form 4720, to determine if the foundation had excess business holdings in 2013.)	. TÀ	/ A	3b		<u>v</u>
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	a that		4a	 	<u>X</u>
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos had not been removed from jeopardy before the first day of the tax year beginning in 2013?	o uidl		46		v

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orm 990-PF (2013) CLANEIL FOUNDATION, INC.			<u>23-6445</u>	<u> 150</u>	Page 6
Part VII-B Statements Regarding Activities for Which F	orm 4720 May Be F	Required (contin	ued)		
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))?	Y6	s 🗓 No		ĺ
(2) Influence the outcome of any specific public election (see section 4955); or	r to carry on, directly or indire	ectly,			
any voter registration drive?		🗀 Ye	s X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	?	. 🗀 Ye	ıs 🗓 No		
(4) Provide a grant to an organization other than a charitable, etc., organization	i described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		. T	s X No		ļ
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f	or			
the prevention of cruelty to children or animals?		🔲 Ye	s X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	er the exceptions described i	n Regulations	ŀ		
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check he	өгө				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it maintai	ined	ł	1	
expenditure responsibility for the grant?	N	[/A Ye	s No		
If "Yes," attach the statement required by Regulations section 53 4945	5-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	pay premiums on				
a personal benefit contract?		Ye	s X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a po	ersonal benefit contract?			6b	X
If "Yes" to 6b, file Form 8870					
7a At any time during the tax year, was the foundation a party to a prohibited tax sl	helter transaction?	. <u> </u>	s X No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu	table to the transaction?	•	N/A	7b	
Part VIII Information About Officers, Directors, Truster Paid Employees, and Contractors	ees, Foundation Ma	nagers, Highly	/		
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans	(e)	Expense ount, other
(a) Name and address	to position	(If not paid, enter -0-)	and deferred compensation	acc	lowances
SEE STATEMENT 14		0.	0		0.
					-
		_			
2 Compensation of five highest-paid employees (other than those inc		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	acc al) Expense ount, other lowances
NONE				1	
	!				
				T	
		1			
		1			
Total number of other employees paid over \$50,000				•	0

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Part VIII Information About Officers, Directors, Trustees, Founda Paid Employees, and Contractors (continued)	tion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter		
(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 statis number of organizations and other beneficiaries served, conferences convened, research papers produced to the conference of the convened of the c		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.		
Total. Add lines 1 through 3	>	0.

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Form 990-PF

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes; 65,341,324. 1a a Average monthly fair market value of securities 870,658. 1b b Average of monthly cash balances 40,621 c Fair market value of all other assets 1c d Total (add lines 1a, b, and c) 1d 66.252.603. Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 252,603. 3 Subtract line 2 from line 1d 993,789. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 65,258,814. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 5 262,941 Minimum investment return. Enter 5% of line 5 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.) 3,262,941. Minimum investment return from Part X, line 6 97,346. Tax on investment income for 2013 from Part VI, line 5 Income tax for 2013. (This does not include the tax from Part VI.) 97.346. Add lines 2a and 2b 20 Distributable amount before adjustments Subtract line 2c from line 1 3 3 4 Recoveries of amounts treated as qualifying distributions 5 5 Add lines 3 and 4 0. 6 8 Deduction from distributable amount (see instructions) 595. 165 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 2.905.955. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a 16 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 3а **b** Cash distribution test (attach the required schedule) 3ь 2,905,955. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 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 Adjusted qualifying distributions. Subtract line 5 from line 4 6

Form **990-PF** (2013)

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				3,165,595.
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:			ı	
a From 2008 1,511,104.				
b From 2009 776,657.				
c From 2010 685,258.				
d From 2011				
e From 2012 226,371.				
f Total of lines 3a through e	3,199,390.			
4 Qualifying distributions for 2013 from				
Part XII, line 4: ► \$ 2,905,955.				
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				2,905,955.
e Remaining amount distributed out of corpus	0.			272 642
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	259,640.			259,640.
6 Enter the net total of each column as indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,939,750.			
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.		<u> </u>	
8 Excess distributions carryover from 2008				
not applied on line 5 or line 7	1,251,464.			
9 Excess distributions carryover to 2014.	1 600 006			
Subtract lines 7 and 8 from line 6a	1,688,286.			
10 Analysis of line 9:				
a Excess from 2009 776,657.				
b Excess from 2010 685, 258.				
c Excess from 2011				
d Excess from 2012 226, 371.				
e Excess from 2013				Form 990-DF (2012)

Part XIV Private Operating F	FOUNDATION (See In		I-A question 9)	N/A	145450 Page 10
1 a If the foundation has received a ruling o			17, question 5)	N/A	
foundation, and the ruling is effective fo					
b Check box to indicate whether the found		-	ın section	4942(J)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 Info			if the foundation	n had \$5,000 or m	ore in assets
at any time during t	he year-see inst	ructions.)			
1 Information Regarding Foundation	on Managers:				
a List any managers of the foundation wh			tributions received by th	e foundation before the clo	ose of any tax
year (but only if they have contributed r	nore than \$5,000). (See :	section 507(d)(2).)			
SEE STATEMENT 15					
 List any managers of the foundation who other entity) of which the foundation ha 			(or an equally large port	tion of the ownership of a p	partnership or
NONE					
2 Information Regarding Contribut			•		
				not accept unsolicited req	
the foundation makes gifts, grants, etc	<u>`</u>	·			d d.
a The name, address, and telephone num	ber or e-mail address of	the person to whom app	lications should be addre	essed;	
SEE STATEMENT 16					
b The form in which applications should l	be submitted and informa	ation and materials they s	hould include;		
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields	, kinds of institutions, or	other factors:	
323601 10-10-13			· · · · · ·		Form 990-PF (2013)

Form 990-PF (2013) CLANEIL FOUNDATION,
Part XV Supplementary Information (continued) INC.

3 Grants and Contributions Paid During the Yo		Payment		
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	Amount
Dail dissert the year	or substantial contributor	Tecipient		
a Paid dunng the year				
LITTLE TASTE OF EVERYTHING		509(A)(1)	MILL CREEK FARM	
127 BOYER STREET		505(R/(1/	TIBB CREEK TAIL	
HILADELPHIA, PA 19119				5,00
APPALACHIAN MOUNTAIN CLUB		509(A)(1)	MASTER WATERSHED	
JOY STREET			STEWARDSHIP PROGRAM	
BOSTON, MA 02108				5,00
ATTIC YOUTH CENTER		509(A)(1)	LIFE SKILLS CENTER	
255 S. 16TH STREET PHILADELPHIA PA 19102				8,00
HIDDEFILL, IN 1914				
AUGUSTINIAN DEFENDERS OF THE RIGHTS		509(A)(1)	UNITY CLINIC	
OF THE POOR				
PHILADELPHIA PA 19145				9,00
THE BARN AT SPRING BROOK FARM		509(A)(2)	GENERAL OPERATING &	
P.O. BOX 92			HOE DOWN SPONSORSHIP	
POCOPSON PA 19366				25,00
Total SEE CON b Approved for future payment	NTINUATION SHE	ET(S)	▶ 3a	2,905,71
A LITTLE TASTE OF EVERYTHING		509(A)(1)	MILL CREEK FARM	
7127 BOYER STREET				
PHILADELPHIA, PA 19119		-		5,00
APPALACHIAN MOUNTAIN CLUB		509(A)(1)	MASTER WATERSHED STEWARDSHIP PROGRAM	
5 JOY STREET BOSTON, MA 02108			SIEWARDSHIP PRUGRAM	5,00
ATTIC YOUTH CENTER		509(A)(1)	LIFE SKILLS CENTER	
255 S. 16TH STREET		J		
PHILADELPHIA PA 19102				8,00
Total SEE COI	NTINUATION SHE	ET(S)	В 3ь	702_00 rm 990-PF (20

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Form 990-PF (2013)

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelate	d business income		ded by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
8	0000		-		-
•	-				
C			_		
d					
6	1				
1					
g Fees and contracts from government agencies	-				
2 Membership dues and assessments	-				
3 Interest on savings and temporary cash investments			14	1.080.	
4 Dividends and interest from securities			14	1,080. 1,156,781.	
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		<u>_</u>			
property					
7 Other investment income	523920	898.	01	403,790.	
8 Gain or (loss) from sales of assets other					
than inventory			18	3,319,780.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
8					
b					
c					
d					
6					
12 Subtotal. Add columns (b), (d), and (e)		898.		4,881,431.	0.
13 Total Add line 12, columns (b), (d), and (e)				. 13	4,882,329.
(See worksheet in line 13 instructions to verify calculations	.)				

266	MOLKSHOOT III IIIIO	is monucuous to verny 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).					
v						
+						
_						
323621	- 000 DT					

10-10-13

3) CLANEIL FOUNDATION, INC. 23-6445450 Information Regarding Transfers To and Transactions and Relationships With Noncharitable

		Exempt Organi	izations							
1 [od the org	janization directly or indire	ectly engage in any	of the following	g with any other organization	on described in section	501(c) of		Yes	No
					7, relating to political organ					
		rom the reporting founda								
	1) Cash	. 3		, ,	,			1a(1)		Х
	2) Other	assets						1a(2)		X
	ther trans									
		of assets to a noncharitat	ole exempt organiza	tion				16(1)		X
	•	ases of assets from a nor						1b(2)		X
•	•	l of facilities, equipment, o	· · · · · · · · · · · · · · · · · · ·	gamzazo				1b(3)		X
-	•	oursement arrangements	77 08101 200010					1b(4)		<u></u>
•	•	or loan guarantees						1b(5)		<u> </u>
•	•	-	mhershin or fundrai	sına salıcıtatını	ns			1b(6)		X X X
 (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 								1c		<u> </u>
	-				dule. Column (b) should alv	wave show the fair mai	ket value of the goods of		ate	
		-		_	ed less than fair market valu				,	
) the value of the goods, o			or 1000 than fall market value	io in any a anoaoaon o	onaring arrangement, or			
a) Line		(b) Amount involved			exempt organization	(d) Description of	transfers, transactions, and s	harıng an	rangeme	nts
~ <i>j</i> =	. 110	(b) / milount milottod	(0) (10.110 0)	N/A		(a) Bescription of	bansiero, dansaotiono, and o	ia ing ai	dilgoine	
	-			N/A						
	-									
							·····			
	-									
					•					
						-				
										
		-	•	-	or more tax-exempt organi	izations described		_		7
		501(c) of the Code (other	• •)(3)) or in sect	ion 527?			Yes	LX	No
b	f "Yes," co	mplete the following sche				T	5 ()			
		(a) Name of org	anization		(b) Type of organization	(c)	Description of relationsh	<u>ıb</u>		
		N/A_								
		$\overline{}$	<i></i>						_	
			<u> </u>	-///						
	Under and be	penalties of perjuny, I declare a elief, it is true, correct and con	that I have examined the	is ether, includin	ig accompanying schedules and n taxpayer) is based op all in orr		Mav	the IRS o	discuss	this
Sig	nı.	1///	9 / / / / / / / / / / / / / / / / / / /		11/2/11	/ \	shov	n with the	(see ins	다.)) s
Her		4/1////////////////////////////////////			TREASUR	ER	_ Yes		J No	
	Sign	ature of officer or trustee		1	Daté /	Title				
		Print/Type preparer's na	ımə	Preparer's si		15000	heck I If PTIN			
				Mule	, , , , , , , , , , , , , , , , , , ,	1	olf- employed			
Pai		MICHAEL J.		MICHAE		10/31/14		0024		
	parer	Firm's name MAC	CAPITAL	PARTNE	RS, INC.		irm's EIN ► 20 – 35	157	96	
Use	Only						<u> </u>		_	
		Firm's address ▶ 22	50 HICKOF	RY ROAD	, SUITE 450					
		PL	YMOUTH ME	ETING,	PA 19462		Phone no. 610-82	18-6	331	

(Rev December 2013) Department of the Treasury Internal Revenue Service

Return by a U.S. Transferor of Property

to a Foreign Corporation

Information about Form 926 and its separate instructions is at www.irs.gov/form926. Attach to your income tax return for the year of the transfer or distribution.

OMB No 1545-0026

Attachment Sequence No 128

Part I U.S. Transferor Information (see instructions)	
Name of transferor	Identifying number (see instructions)
CLANEIL FOUNDATION, INC.	
	23-6445450
1 If the transferor was a corporation, complete questions 1a through 1d	
a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 36	
fewer domestic corporations?	Ŭ Yes ☐ No
b Did the transferor remain in existence after the transfer?	∟ Yes ∟ No
If not, list the controlling shareholder(s) and their identifying number(s)	
Controlling shareholder	Identifying number
c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent	corporation? Yes No
if not, list the name and employer identification number (EIN) of the parent corporation	
Nowe of a year own audion	FIN of a continu
Name of parent corporation	EIN of parent corporation
d Have basis adjustments under section 367(a)(5) been made?	Yes No
2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as	s such under section 367), complete
questions 2a through 2d	
a List the name and EIN of the transferor's partnership	
Name of partnership	EIN of partnership
h. Dud the partner pick up its are rate chare of gain on the transfer of partnership assets?	Van Na
 b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? 	Yes No
d Is the partner disposing of an interest in a limited partnership that is regularly traded on an estable securities market?	Yes No
Part II Transferee Foreign Corporation Information (see instructions)	165
3 Name of transferee (foreign corporation)	4a Identifying number, if any
1 Mario of Italisio to (ordigit corporation)	Ta labitifying flambor, it arry
LANSDOWNE DEVELOPED MARKETS FUND, LTD.	
5 Address (including country)	4b Reference ID number
PO BOX 309	TOTOTOTO TO TRAINS
GEORGE TOWN, KY1-1104 CAYMAN ISLANDS	
6 Country code of country of incorporation or organization	
CJ	
7 Foreign law characterization (see instructions)	
7 Foreign law characterization (see instructions) CORPORATION	
CORPORATION	Yes X No
•	. Yes X No Form 926 (Rev 12-2013)

(a) Ist and describe the bunk(s) of property sold, ag., real estates, (b) Hertw acquired (c) this acquired (c) day, w)	Part IV Capital Gains and Lo	sses for Tax on investment income				
DECIDING - TREIN CAPITAL GAIN - THE TIFF KEYSTONE FUND LP				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Đate sold (mo , day, yr.)
E SEC. 1231 GAIN - THE TIFF KEYSTONE FUND B CAPITAL GAINS DIVIDENDS CAPITAL GAINS DIVIDENDS (a) Gross sales price (b) Gross sales price (c) Gross sales price (c) Gross sales price (d) Gross sales price (e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis (h) Gain or (fosts) (h) plus expense of sale (h) plus (f) minus (g) (h) The time of the cost of the cos	1a SHORT-TERM CAP	ITAL GAIN - THE	TIFF KEYSTONE FUN	D P	VARIOUS	VARIOUS
Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete on 123 169 Complete only for assets showing gam in column (h) and owned by the foundation on 123 169 Complete on 123 169 Complete on 123 169 Complete on 123 169 Complete on 123 169 Co	b LONG-TERM CAPI	TAL GAIN - THE T	IFF KEYSTONE FUND) L P	VARIOUS	VARIOUS
Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing gain in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing and in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing and in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing and in cultum (b) and owned by the foundation on 12/3 l/69 And the foundation on 12/3 l/69 Complete only for assets showing	c SEC. 1231 GAIN	- THE TIFF KEYS	TONE FUND LP	P	VARIOUS	VARIOUS
Second S	d SEC. 1256 GAIN	- THE TIFF KEYS	TONE FUND	P	VARIOUS	VARIOUS
Section Sect	• CAPITAL GAINS	DIVIDENDS				
	<u>f</u>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i)) Agrical basis (h) Excess of oct. (h) over col. (h), ff any oct. (ii), ff any oct. (iii) (ii	<u>g</u>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/68 (i) Lesses (from cot. (h)) Garres (from cot. (h)) as of 12/31/69 (i) Agusted base as of 12/31/69 (i) Agusted b	<u>h</u>					
The complete only for assets showing gain in column (h) and owned by the foundation on 123169 (i) Excess of col. (ii) over col. (i), if any column (s) as of 123169 (i) Adjusted basis as of 123169 (ii) Adjusted basis as of 123169 (ii) Adjusted						
The complete only for assets showing gain in column (h) and owned by the foundation on 123169 (i) Excess of col. (ii) over col. (i), if any column (s) as of 123169 (i) Adjusted basis as of 123169 (ii) Adjusted basis as of 123169 (ii) Adjusted						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 Column (g), fill Stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); fill stand or (g), g) as defined in sections 1222(5) and (g); f		· · · · · · · · · · · · · · · · · · ·	-			<u> </u>
(g) Gross sales price (h) Depreciation allowed (or allowable) (g) Cost or other bases plus expense of sale (h) Gain or (loss) (e) plus (f) music (g) 25, 20, 20, 20, 20, 20, 20, 20, 20, 20, 20						
(e) Gross sales pince (f) Depreciation allowed (or allowable) (p) East or other basis (e) pins (f) minus (g) (p) 1, 322, 445. c						
(e) Gross sales price (ii) Deprecation allowed (or allowable) (or allowable) (ii) Grass sales price (iii) (or allowable) (or a						
(a) plus expense of sale (b) plus (f) mnus (g) a 509,095. b 1,322,445. c 3,073. d 186,415. e 1,298,752. f 1,298,752. f 2 Complete only for assets showing gain in column (h) and owned by the foundation on 123169 (i) F.M.V. as of 123169 a of 123169 a of 123169 (ii) Adjusted basis as of 123169 (iii) F.M.V. as of 123169 (iii) Adjusted basis as of 123169		(f) Depreciation allowed	(a) Cost or other basis		\ Gain or (loss)	L
b 1,322,445. c 3,073. d 186,415. e 1,298,752. f 2,298,752. f 2,3,319,780. g 1,322,445. g 1,322,4	(e) Gross sales price					
b 1,322,445. c 3,073. d 186,415. e 1,298,752. f 2,298,752. f 2,3,319,780. g 1,322,445. g 1,322,4	a 509 095	` <u>-</u>			.,	509.095.
3,073 186,415 188,415 198,752 1,298,752 1,					1	
1.86,415. 1.298,752. 1.29						
e 1,298,752. I 1,298,752. I 1,298,752. I 2,298,752. I 2,298,752. I 2,298,752. I 3,298,752. I 3,319,780. Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): }				····	·	
1	4 000 750				1.	
Section Sect						
No. Net short-term capital gain or (loss) as definion in sections 122(5) and (6): If gain, also enter in Part I, line 7 2 3,319,780.						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69	1					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
No.	<u>k</u>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Adjusted basis as of 12/31/69 (ii) Adjusted basis (k) Excess of col. (i) your col. (j), if any (ii) Excess of col. (h) gains (excess of col. (h) gai	1					
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 (i) F.M.V. as of 12/31/69 (ii) F.M.V. as of 12/31/69 (iii) F.M.V. as of 12/31/69 (iv) Gains (excess of col. (h) gain over col (k), but not less than "0-") 1	<u>m</u>					,
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 (i) Adjusted basis as of 12/31/69 (k) Excess of col. (i) over col. (j), if any	n					
(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) but not less than "-0-") a		<u> </u>	the foundation on 1001/00			
(i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (i), if any but not less than "-0-") a	Complete only for assets snowl	, , , , , , , , , , , , , , , , , , ,	"			
Solid	(i) F.M.V. as of 12/31/69					, 001 (k),
b		1.20 %00	over our (jjj ir arry			500 005
3 , 073.					1	
186,415. 1,298,752. 1						
e 1,298,752. f 1 g h			· · · · · · -			
f g h I I K I M Capital gain net income or (net capital loss) - { If gain, also enter in Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 7 or In Part I, line 8 or In Part I, line 8, column (c).		1			1.	298.752
g h I I K I M n O Capital gain net income or (net capital loss) · { If gain, also enter in Part I, line 7 } · · · 2 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c).						
h I I K I M n Capital gain net income or (net capital loss) . { If gain, also enter in Part I, line 7 0 2 3,319,780.} 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).						
I m n n n n n n n n n n n n n n n n n n					· · · · · · · · · · · · · · · · · · ·	
I m n n n n n n n n n n n n n n n n n n	<u> </u>			-		
I m n n n n n n n n n n n n n n n n n n	<u></u>					
n 0 2 Capital gain net income or (net capital loss) . { If gain, also enter in Part I, line 7 1 2 3 3 19 780 . 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).	<u>k</u>					
n 0 2 Capital gain net income or (net capital loss) . { If gain, also enter in Part I, line 7 1 2 3 3 19 780 . 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).	<u> </u>					
2 Capital gain net income or (net capital loss) . { If gain, also enter in Part I, line 7 1 2 3,319,780. } 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).	<u>m</u>					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 1 2 3,319,780. 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).	<u>n</u>				 .	
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).	0	<u> </u>				
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).	2 Capital dain not income or fact o	eanital loss) [If gain, also enter	r in Part I, line 7	2	າ	310 700
If gain, also enter in Part I, line 8, column (c).			, I	-		<u>JIJ, 100 •</u>
			nd (6):			
	If (loss), enter "-0-" in Part I, line		J	3	N/A	

Part XV Supplementary Information **Grants and Contributions Paid During the Year (Continuation)** If recipient is an individual, Recipient Foundation Purpose of grant or contribution show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient BIG PICTURE PHILADELPHIA 509(A)(1) GENERAL OPERATING 126 W. DAUPHIN ST. PHILADELPHIA, PA 19133 10,000. BOSTON MEDICAL CENTER CHILDREN'S HEALTHWATCH 509(A)(1) ONE BOSTON MEDICAL CENTER PLAZA 25,000. BOSTON, MA 02118 BOSTON PUBLIC MARKET ASSOCIATION 509(A)(1) GENERAL OPERATING PO BOX 52385 BOSTON MA 02205 30,000. BRANDYWINE HEALTH FOUNDATION 509(A)(1) COATESVILLE YOUTH 50 SOUTH FIRST AVENUE INITIATIVE COATESVILLE, PA 19320 10,000. BREAKTHROUGH OF GREATER PHILADELPHIA 509(A)(1) GENERAL OPERATING 34 WEST COULTER STREET PHILADELPHIA, PA 19144 9,000. BRIDGE OF HOPE LCC 509(A)(1) GENERAL OPERATING FOR 1516 OLIVE STREET CHESTER COUNTY COATESVILLE, PA 19320 8,000. CAPITAL RESOURCE CONSERVATION AND 509(A)(1) THE LEAF PROJECT (LEADERSHIP EDUCATION DEVELOPMENT INC. 114 E LOUTHER ST AND FARMING) 8,500. CARLISLE, PA 17013 CENTER FOR AN AGRICULTURAL ECONOMY 509(A)(1) EMERGING LEADERS FUND P.O. BOX 451 HARDWICK, VT 05843 40,000. CHESEAPEAKE BAY FOUNDATION 509(A)(1) HEALTHY STREAMS, SUCCESSFUL FARMS, & 6 HERNDON AVENUE MOTIVATED CITIZENS 10,000. ANNAPOLIS MD 21403 CHESTER COUNTY COMMUNITY DENTAL 509(A)(1) COMPREHENSIVE DENTAL CENTER CARE 744 EAST LINCOLN HIGHWAY COATESVILLE, PA 19320 9,000. Total from continuation sheets 2 853 715.

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient KELLY FAMILY 509(A)(1) CHESTER COUNTY COMMUNITY FOUNDATION 28 WEST MARKET STREET CHARITABLE FUND WEST CHESTER PA 19382 7,500. CHESTER COUNTY FOOD BANK 509(A)(1) GENERAL OPERATING 650 PENNSYLVANIA DR. EXTON, PA 19335 104,000. CHESTER COUNTY FUND FOR WOMEN AND 509(A)(1) MAKING THE CASE 1025 ANDREW DRIVE, SUITE 200 WEST CHESTER PA 19380 24,000. CHESTER COUNTY FUTURES 509(A)(1) GENERAL OPERATING 704 HAYWOOD DRIVE EXTON PA 19341 7,500. CHESTER FUND FOR EDUCATION AND THE 509(A)(1) CHESTER CHARTER SCHOOL ARTS FOR THE ARTS PO BOX 22 CHESTER, PA 19016 8,000. CHILD ADVOCACY CENTER OF MONTGOMERY 509(A)(1) GENERAL OPERATING COUNTY D/B/A MISSION KIDS POST OFFICE BOX 413 8,000. BLUE BELL, PA 19422 CHILDREN'S LITERACY INITIATIVE 509(A)(1) PHILADELPHIA EARLY 2314 MARKET STREET, 3RD FLOOR LITERACY CAMPAIGN PHILADELPHIA, PA 19103 8,000, CHILDREN'S VILLAGE 509(A)(1) SCHOOL-AGE PROGRAM 125 NORTH 8TH STREET PHILADELPHIA, PA 19106 6,000. CITIZEN ADVOCACY OF CHESTER COUNTY 509(A)(1) GENERAL OPERATING 205 CHURCH STREET PHOENIXVILLE PA 19460 10,000. THE CLINIC 509(A)(1) GENERAL OPERATING 143 CHURCH STREET SUPPORT PHOENIXVILLE PA 19460 8,000. Total from continuation sheets

CLANEIL FOUNDATION, INC. 23-6445450

3 Grants and Contributions Paid During the Y				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		-
THE COMMUNITY COALITION		509(A)(1)	GENERAL OPERATING	
174 BRIDGE STREET				10.00
PHOENIXVILLE, PA 19460				10,00
COMMUNITY LEARNING CENTER		509(A)(1)	GENERAL OPERATING	
2701 N. BROAD STREET				
PHILADELPHIA, PA 19132				6,00
		500/33/43		
COMMUNITY LEGAL SERVICES		509(A)(1)	FIGHTING HUNGER IN PHILADELPHIA AND	
1424 CHESTNUT STREET			PENNSYLVANIA	9,00
PHILADELPHIA, PA 19102			PERMITA	<u> </u>
COMMUNITY PARTNERSHIP SCHOOL		509(A)(1)	GENERAL OPERATING	
1936 N JUDSON STREET				
PHILADELPHIA, PA 19121				8,00
COMMUNITY VOLUNTEERS IN MEDICINE		509(A)(1)	GENERAL OPERATING	
300B LAWRENCE DRIVE		505(H/(1/		
WEST CHESTER, PA 19380				8,00
CORNELL UNIVERSITY		509(A)(1)	ENSURING THE SAFETY OF	
373 PINE TREE ROAD			OUR WATER AND FOOD	
ITHACA, NY 14850			SUPPLY THROUGH	
			BIOLOGICALLY BASED	
			TESTING	75,00
COTTON BAY FOUNDATION		509(A)(1)	GENERAL OPERATING	-
52 WATERFRONT CIRCLE				
BUFFALO, NY 14202				2,50
THE CRIME VICTIMS' CENTER OF CHESTER		509(A)(1)	STAFF WELLNESS PROJECT	
COUNTY, INC.				
135-137 WEST MARKET STREET				3,00
WEST CHESTER, PA 19382				3,00
CROZER-CHESTER FOUNDATION		509(A)(1)	CHESTER YOUTH COUNCIL	
ONE MEDICAL CENTER BLVD.				
UPLAND, PA 19013				8,00
DELAWARE RIVERKEEPER NETWORK		509(A)(1)	GENERAL OPERATING	
925 CANAL STREET, SUITE 3701		DU3(K)(1)	CENERAL OFERALING	
BRISTOL PA 19007				9,00
Total from continuation sheets		-		

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount status of contribution any foundation manager Name and address (home or business) recipient or substantial contributor DELAWARE VALLEY GRANTMAKERS 509(A)(1) GREATER PHILADELPHIA 230 S. BROAD ST., SUITE 402 FOOD FUNDERS' PHILADELPHIA, PA 19102 CONVERGENCE PARTNERSHIP PROJ<u>ECT</u> 30,000. DIGNITY HOUSING 509(A)(1) AFFORDABLE HOUSING AND 5227 R GERMANTOWN AVENUE SUPPORTIVE SERVICES PHILADELPHIA, PA 19144 5,000. DOMESTIC ABUSE PROJECT OF DELAWARE 509(A)(1) DOMESTIC ABUSE INTERVENTION & 14 WEST SECOND STREET PREVENTION WORK MEDIA, PA 19063 7,500. DREXEL UNIVERSITY 509(A)(1) CENTER FOR HUNGER-FREE 3141 CHESTNUT STREET COMMUNITATES PHILADELPHIA, PA 19104 350,000. DRUEDING CENTER 509(A)(1) GENERAL OPERATING 413 W. MASTER ST. PHILADELPHIA, PA 19122 7,500. DUQUESNE UNIVERSITY 509(A)(1) SHALE GAS EXTRACTION 600 FORBES AVENUE RESEARCH CONFERENCE PITTSBURGH, PA 15282 5,000. EDUCATION LAW CENTER 509(A)(1) ENSURING EQUAL ACCESS 1315 WALNUT STREET, SUITE 400 FOR CHILDREN IN FOSTER 6,500. PHILADELPHIA, PA 19107 CARE EDUCATION PLUS 509(A)(2) ACHIEVE NOW 501 GLEN ECHO ROAD PHILADELPHIA, PA 19119 5,000. **EDUCATION WORKS** 509(A)(1) YOUTH COURT SUPPORT CENTER P.O. BOX 907 GREENBELT MD 20768 30,000. ENVIRONMENTAL LEADERSHIP PROGRAM 509(A)(1) EASTERN REGIONAL 1315 WALNUT STREET, SUITE 532 NETWORK PHILADELPHIA PA 19107 60,000. Total from continuation sheets

Part XV Supplementary Information		_		
3 Grants and Contributions Paid During the You				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
FAIR FOOD		509(A)(2)	VALUE CHAIN	
310 N. MATLACK ST			FACILITATION WORKING	
WEST CHESTER, PA 19380			GROUP	1,000
		500(2)(1)		
FAMILY SERVICE OF CHESTER COUNTY 1005 MAIN ST STE 1220		509(A)(1)	GENERAL OPERATING	
PAWTUCKET RI 02860				_5,000
FARM FRESH RHODE ISLAND		509(A)(1)	FARM TO SENIOR RHODE	
1528 WALNUT STREET, SUITE 200			ISLAND	
PHILADELPHIA, PA 19102				30,000
FEDERATION OF NEIGHBORHOOD CENTERS		509(A)(1)	TEENS 4 GOOD	
1133 BROADWAY, STE 706 NEW YORK, NY 10010				12,000
NAME TOTAL AT 10010				12,000
FOOD & ENVIRONMENT REPORTING NETWORK		509(A)(1)	INVESTIGATIVE	
281 PARK AVENUE SOUTH			REPORTING PROJECT	
NEW YORK, NY 10010		1		10,000
FOODCORPS		509(A)(1)	HEALTHY FOOD	
21 W. 46TH STREET, SUITE 1205				50,000
NEW YORK, NY 10036				50,000
FOODFIGHT		509(A)(1)	HIRING EDUCATORS TO	
47 CHURCH ROAD			DELIVER TEACHER	
MALVERN, PA 19355		<u> </u>	WELLNESS PROGRAM	35,000
THE FOOD PROJECT		509(A)(1)	FARM TO FAMILY	
10 LEWIS STREET LINCOLN, MA 01773				5,000
MANUFACT, EST, VALLE				5,000
THE FOOD TRUST		509(A)(1)	THE PHILLY FOOD BUCKS	
10 LEWIS STREET			FRUIT AND VEGETABLE	
LINCOLN, MA 01773			COUPON INCENTIVE	
		-	PROGRAM	13,500
THE TOTAL AND ADDRESS OF THE TOTAL AND ADDRESS		E00/23/13	CDEDE VALLEY COURSE	
THE FOUNDATION AT GREAT VALLEY		509(A)(1)	GREAT VALLEY SCHOOL	
47 CHURCH ROAD MALVERN PA 19355			DISTRICT FOOD SERVICE DEPARTMENT GARDEN	8,000
Total from continuation sheets	<u> </u>		VI 1014 ANT	

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or Foundation show any relationship to contribution Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient SWPA ENVIRONMENTAL FOUNDATION FOR PENNSYLVANIA 509(A)(3) WATERSHEDS HEALTH PROJECT 9697 LOOP ROAD 75 000. ALEXANDRIA, PA 16611 FOUNDATION FOR POTTSTOWN EDUCATION 509(A)(1) POTTSTOWN EARLY ACTION FOR KINDERGARTEN 230 BEECH STREET 5,000. POTTSTOWN PA 19464 (PEAK) SUSTAINABLE AG FRENCH & PICKERING CREEKS 509(A)(1) CONSERVATION TRUST FEASABILITY SCAN 511 KIMBERTON ROAD PHOENIXVILLE, PA 19460 12,000. KATYA FELS SMYTH FULL FRAME INITIATVE 509(A)(1) 308 MAIN STREET, SUITE 2A 50,000. GREENFIELD MA 01301 THE GARAGE COMMUNITY AND YOUTH CENTER 509(A)(1) PREVENTION AND 115 S. UNION STREET, PO BOX 1158 INTERVENTION SERVICES KENNETT SQUARE, PA 19348 FOR (PARENTING) YOUTH 11,000. GEARING UP 509(A)(1) GEARING UP - GENERAL OPERATING 1221 LOCUST STREET 5,000. PHILADELPHIA PA 19107 509(A)(1) GIRLS STAR EXPANSION GIRLS STAR INC. 940 DROVERS LANE 2,500. CHESTER SPRINGS PA 19425 GREATER PHILADELPHIA COALITION 509(A)(1) GENERAL OPERATING AGAINST HUNGER 1725 FAIRMOUNT AVENUE, UNIT 102 15,000. PHILADELPHIA, PA 19130 GREENER PARTNERS 509(A)(1) CRAFT AND CRAFT PLUS 3215 STUMP HALL RD COLLEGEVILLE PA 19426 6,000. 509(A)(1) PRESTON'S PARADISE GREENSGROW PHILADELPHIA PROJECT 2503 E. FIRTH STREET 7,000. PHILADELPHIA PA 19125 Total from continuation sheets

Part XV Supplementary Information 3 Grants and Contributions Paid During the You				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contaibution	Allouit
HEALTH LEADS		509(A)(1)	GENERAL OPERATING	
2 OLIVER STREET, 10TH FLOOR BOSTON, MA 02109				30,000
HIAS PENNSYLVANIA 2100 ARCH STREET		509(A)(1)	IMMIGRANT YOUTH	
PHILADELPHIA, PA 19103			B VOCACT TROUBET	9,000
HOME OF THE SPARROW		509(A)(1)	GENERAL	
969 E. SWEDESFORD ROAD			OPERATING-HOUSING AND	7 500
EXTON, PA 19341			SUPPORTIVE SERVICES	7,500
HOMELESS ADVOCACY PROJECT		509(A)(1)	GENERAL OPERATING SUPPORT	
42 S. 15TH STREET, 4TH FLOOR PHILADELPHIA, PA 19102			SUPPORT	8,000
HOPE PARTNERSHIP FOR EDUCATION		509(A)(1)	HOPE PARTNERSHIP FOR	
2601 N. 11TH STREET PHILADELPHIA, PA 19133		, , , , , ,	EDUCATION	7,000
				,
HYDE SQUARE TASK FORCE		509(A)(1)	GENERAL OPERATING	
PO BOX 301871, 375 CENTRE STREET JAMAICA PLAIN, MA 02130				17,500
IN OUR BACKYARDS		509(A)(1)	TELLURIDE GROWN AND	
540 PRESIDENT STREET, 3RD FLOOR BROOKLYN, NY 11215			MOUNTAINFILM	57,500
INSTITUTE FOR AGRICULTURE AND TRADE		509(A)(2)	POLLINATOR, PESTICIDES	
POLICY 2105 FIRST AVE, S.			AND THE HEALTHY FOOD	
MINNEAPOLIS, MN 55404				65,000
INTERPAITH HOSPITALITY NETWORK OF NORTHWEST AND NORTHEAST PHILADELPHIA		509(A)(1)	FAMILY CONNECTIONS	
7047 GERMANTOWN AVENUE PHILADELPHIA, PA 19119				9,000
IPRAXIS 3624 MARKET ST 5TH FLOOR EAST		509(A)(1)	IPRAXIS SCIENCE PROGRAM	
PHILADELPHIA PA 19104 Total from continuation sheets	<u> </u>	<u></u>		5,000

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation) If recipient is an individual,	1		·- <u> </u>
Recipient Name and address (home or business)	show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Marile and address (nome of business)	or substantial contributor	recipient		
IRISH INTERNATIONAL IMMIGRANT CENTER 100 FRANKLIN STREET, LL-1		509(A)(1)	GENERAL OPERATING	
BOSTON, MA 02110				5,000.
JOHN BARTRAM ASSOCIATION 54TH AND LINDBERGH BLVD.		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA, PA 19143				9,000.
JUMPSTART 308 CONGRESS STREET, 6TH FLOOR		509(A)(1)	JUMPSTART PHILADELPHIA:	
BOSTON, MA 02210			KINDERGARTEN READINESS FOR ALL	5,000.
JUST FOOD		509(A)(1)	NESAWG-GENERAL	
P.O. BOX 334 IRVINGTON, NY 10533		505(H)(1)	OPERATING	5,000.
JUVENILE LAW CENTER 1315 WALNUT STREET, 4TH FLOOR PHILADELPHIA, PA 19107		509(A)(1)	FOSTER CARE REFORM INITIATIVE	8,000.
RENNETT AFTER-SCHOOL ASSOCIATION P.O. BOX 1068		509(A)(1)	AFTER-THE-BELL	
KENNETT SQUARE, PA 19348				7,500.
LA COMUNIDAD HISPANA		509(A)(1)	PRENATAL PROGRAM	
731 WEST CYPRESS STREET KENNETT SQUARE, PA 19348				9,000.
LEGAL AID OF SOUTHEASTERN PA		509(A)(1)	GENERAL OPERATING	
625 SWEDE STREET NORRISTOWN PA 19401			. ~	5,000.
		509/31/11	CREATING A MODEL FOR	
LIFT-PHILADELPHIA 5548 CHESTNUT STREET, 1ST FLOOR PHILADELPHIA, PA 19139		509(A)(1)	CONSTITUENT VOICE AT LIFT-PHILADELPHIA	55,000,
LORD'S PANTRY OF DOWNINGTOWN 141 E. LANCASTER AVENUE		509(A)(1)	HEALTHY FOOD CHOICE PROGRAM	
DOWNINGTOWN PA 19335 Total from continuation sheets				2,500

3 Grants and Contributions Paid During the Ye	1			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		<u>.</u>
LOVIN' SPOONFULS INC.		509(A)(1)	LOVIN' SPOONFULS FOOD	
418 COMMONWEALTH AVE.			RESCUE	45.00
BOSTON, MA 02215		<u>-</u>		45,00
MANNA ON MAIN STREET		509(A)(1)	GENERAL OPERATING	
713 W. MAIN STREET				
LANSDALE, PA 19446				5,00
WARY WINGHIST PARTLY AND VOLUME CHANGED		509(A)(2)	THE BLK PROJEK - SEED	
MARY MITCHELL FAMILY AND YOUTH CENTER 725 FOX STREET, APT. 1B		509(A)(2)	FUNDING	
BRONX, NY 10455				30,00
MASSACHUSETTS INDIAN ASSOCIATION		509(A)(1)	SCHOLARSHIP SUPPORT	
245 ROCKLAND ROAD CARLISLE MA 01741				16,50
CARDISDE, MA 01741				10,50
MATERNAL AND CHILD HEALTH CONSORTIUM		509(A)(1)	FAMILY BENEFITS -	
30 W. BARNARD STREET, SUITE 1			NUTRITION ACCESS	
WEST CHESTER, PA 19382				8,00
MATERNITY CARE COALITION		509(A)(1)	MOMOBILE AT RIVERSIDE	
2000 HAMILTON ST, SUITE 205			CORRECTIONAL FACILITY	
PHILADELPHIA, PA 19130				5,00
METROPOLITAN AREA NEIGHBORHOOD		509(A)(1)	NUTRITIONAL SERVICES	
NUTRITION ALLIANCE			FOR PEOPLE WITH	
2323 RANSTEAD ST			LIFE-THREATENING	
PHILADELPHIA, PA 19103			ILLNESSES	7,00
MIGHTY WRITERS		509(A)(1)	WRITING CENTER FOR	
1501 CHRISTIAN STREET			WEST PHILADELPHIA KIDS	
PHILADELPHIA, PA 19146				10,00
THE MILL AT ANSELMA		509(A)(1)	GENERAL OPERATING	
1730 CONESTOGA ROAD, PO BOX 42		503(R/(1/	SEMERAL OF ERALING	
CHESTER SPRINGS, PA 19425		_		5,00
MOM'S HOUSE INC OF GREATER		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA				
145 S. MAIN ST				E 04
PHOENIXVILLE PA 19460 Total from continuation sheets			- 1	5,00

Part XV Supplementary Information	1			
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contibudon	
MONTGOMERY CHILD ADVOCACY PROJECT		509(A)(1)	GENERAL OPERATION	
409 CHERRY STREET				
NORRISTOWN, PA 19401		-		8,000.
MT. AIRY COMMUNITY SERVICES		509(A)(2)	WEAVER'S WAY COMMUNITY	
CORPORATION		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	PROGRAMS	
6601 GREENE STREET				
PHILADELPHIA, PA 19119		-		7,000.
NATIONAL AUDUBON SOCIETY INC.		509(A)(1)	AUDUBON'S EDUCATION	
(AUDUBON PENNSYLVANIA)			PROGRAMS IN	
225 VARICK STREET			PHILADELPHIA	
NEW YORK, NY 10014				6,215.
NATIONAL FOUNDATION FOR CELIAC		509(A)(1)	GENERAL OPERATING	
AWARENESS		565 (11) (1)		
124 SOUTH MAPLE STREET				
AMBLER, PA 19002				5,000.
NATIONAL PARKS CONSERVATION		509(A)(1)	PROTECTING THE	
ASSOCIATION			DELAWARE RIVER BASIN FROM THE POTENTIAL	
777 SIXTH STREET NW, SUITE 700 WASHINGTON, DC 20001			IMPACTS OF HYDRAULIC	
WASHINGTON, DC 20001			FRACTURING	14,000.
NATIONALITIES SERVICE CENTER		509(A)(1)	GROWING HOME: REFUGEE	
1216 ARCH STREET, FOURTH FLOOR		(13, (13,	COMMUNITY FARM PROJECT	
PHILADELPHIA, PA 19107		-		6,000.
WARRION AND ROUGH		500/33/43	NAMED AT A SANDE MINISTER	
NATURAL LANDS TRUST 1031 PALMERS MILL ROAD		509(A)(1)	NATURAL LANDS TRUST AND THE TRUSTEES OF	
MEDIA, PA 19064			RESERVATIONS MOBILE	
			APP INITIATIVE	45,000.
NEED IN DEED		509(A)(1)	GENERAL OPERATING	
211 N 13TH STREET, SUITE 501		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
PHILADELPHIA, PA 19107				10,000.
NEIGHBORHOOD BIKE WORKS		509(A)(1)	YOUTH BICYCLE	
3916 LOCUST WALK			EDUCATION &	
PHILADELPHIA, PA 19104			EMPOWERMENT PROJECT	5,000.
MEMORPHEDIC CAMBAIGNE A DIVICION OF		509(A)(2)	HALT THE HARM	
NETCENTRIC CAMPAIGNS, A DIVISION OF GREEN MEDIA TOOLSHED		D03(R/(2/	IAMI INE NAKA	
1915 I STREET NW, SUITE #700				
WASHINGTON, DC 20006		L		55,000.
Total from continuation sheets	<u></u>		<u> </u>	

3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
NORRIS SQUARE NEIGHBORHOOD PROJECT		509(A)(1)	URBAN GARDEN PROGRAM	
2141 N. HOWARD STREET		505(11)(11)		
PHILADELPHIA PA 19122				5,00
,				
NORTH LIGHT COMMUNITY CENTER		509(A)(1)	GENERAL OPERATING	
175 GREEN LANE				
PHILADELPHIA, PA 19127				7,50
NORTH PENN VALLEY BOYS & GIRLS CLUB		509(A)(2)	PROJECT LEARN	
16 SUSQUEHANNA AVENUE		[, , , , , , ,	[
LANSDALE, PA 19446				9,50
NORTHWEST ATLANTIC MARINE ALLIANCE		509(A)(1)	SEAFOOD MARKET	
P.O. BOX 7066			TRANSFORMATION & FOOD	
GLOUCESTER, MA 01930			JUSTICE PROJECT	40,00
NPOWER PENNSYLVANIA			ITWORKS TECHNOLOGY	
417 N. 8TH STREET, SUITE 203			TRAINING PROGRAM	
PHILADELPHIA, PA 19123				7,50
		500/33/43		
OPEN HEARTH INC		509(A)(1)	GENERAL OPERATING SUPPORT	
101 N MAIN ST, SUITE A-1 SPRING CITY, PA 19475			SOFFORT	5,00
DERING CITT, ER 19475				3,00
OPEN SPACE INSITUTE		509(A)(1)	NATIONAL YOUNG FARMERS	
1350 BROADWAY, SUITE 201			COALITION	
NEW YORK, NY 10018				35,00
PENNSYLVANIA ASSOCIATION FOR		509(A)(1)	PASA LOCAL FOOD	
SUSTAINABLE AGRICULTURE			NETWORK- NEXT	
104 NORTH STREET, P.O. BOX 419			GENERATION & CONFERENCE SCHOLARSHIP	
MILLHEIM, PA 16854			FUND	10,50
PENNSYLVANIA HEALTH LAW PROJECT		509(A)(1)	ENROLL PENNSYLVANIA	
123 CHESTNUT STREET, SUITE 400				
PHILADELPHIA, PA 19106	-			35,00
PHILADELPHIA CHILDREN'S ALLIANCE		509(A)(1)	GENERAL OPERATING	
300 E. HUNTING PARK AVENUE				
PHILADELPHIA PA 19124				8,00
Total from continuation sheets				

CLANEIL FOUNDATION, INC.

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or **Amount** any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient 509(A)(1) DIPLOMAS NOW AT THE PHILADELPHIA EDUCATION FUND FELTONVILLE SCHOOL 1709 BENJAMIN FRANKLIN PARKWAY SUITE 700 PHILADELPHIA PA 19103 5,000. 509(A)(1) SPONSOR-A-SCHOLAR PHILADELPHIA FUTURES 230 S. BROAD STREET, 7TH FLOOR 7,000. PHILADELPHIA, PA 19102 PHILADELPHIA ORCHARD PROJECT 509(A)(1) PHILADELPHIA COMMUNITY ORCHARDS 4934 LARCHWOOD AVE. 7,000. PHILADELPHIA, PA 19143 509(A)(1) HOUSING LEGAL PHILADELPHIA VIP ASSISTANCE PROGRAM 1500 WALNUT STREET, SUITE 400 9,000. PHILADELPHIA, PA 19102 PHYSICIANS, SCIENTISTS AND ENGINEERS 509(A)(1) DEGANIZATIONAL SUPPORT FOR HEALTH ENERGY 404 NORTH CAYUGA ST. 45,000. ITHACA NY 14850 PITTSBURGH FILMMAKERS 509(A)(1) MARCELLUS SHALE DOCUMENTARY PROJECT 477 MELWOOD AVENUE 1,000. PITTSBURGH, PA 15217 PLAYWORKS EDUCATION ENERGIZED D/B/A 509(A)(1) GENERAL OPERATING PLAYWORKS PHILADELPHIA 1518 WALNUT STREET, PENTHOUSE 9,000. PHILADELPHIA, PA 19102 POCONO HEALTH FOUNDATION 509(A)(3) DR. CLAUS G. JORDAN ENDOWMENT FUND 206 EAST BROWN STREET EAST STROUDSBURG PA 18301 2,500. THE POSSE FOUNDATION 509(A)(1) VETERANS POSSE INITIATIVE 14 WALL STREET, SUITE 8A-60 NEW YORK, NY 10005 5,000. 509(A)(1) MA FARM TO SCHOOL: PROJECT BREAD - THE WALK FOR HUNGER, KINDERGARTEN INC. INITIATIVE 145 BORDER STREET BOSTON MA 02118 35,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount contribution any foundation manager status of Name and address (home or business) or substantial contributor recipient PSR PHILADELPHIA 509(A)(1) GENERAL OPERATING 1501 CHERRY STREET PHILADELPHIA, PA 19102 10,000. PUBLIC INTEREST LAW CENTER OF 509(A)(1) GARDEN JUSTICE LEGAL **PHILADELPHIA** INITIATIVE 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103 12,000. PUENTES DE SALUD 509(A)(1) AFTERSCHOOL HOMEWORK 2029 S. 8TH STREET PROGRAM PHILADELPHIA, PA 19148 50,000. RESLIENCY FOUNDATION 509(A)(1) AT-RISK YOUTH SERVICES 250 EAST MAIN STREET, MAILBOX #2 NORTON, MA 02766 40,000. RESOURCES FOR HUMAN DEVELOPMENT 509(A)(1) HEALTHY NEWSWORKS & 4700 WISSAHICKON AVE., SUITE 126 ENDOW-A-HOME PHILADELPHIA PA 19144 15,500. RESTAURANT OPPORTUNITIES CENTER OF 509(A)(1) GENERAL OPERATING PHILADELPHIA 1329 BUTTONWOOD ST. 3RD FL. PHILADELPHIA, PA 19123 6,000. 509(A)(1) RIVERKEEPER INC. COMMUNICATIONS & 20 SECOR ROAD ADVOCACY TO ADVANCE OSSINING, NY 10562 PROTECTIONS FROM THE THREAT OF FRACKING IN 12,500. ROCK TO THE FUTURE 509(A)(1) COMPREHENSIVE MUSIC PO BOX 29324 EDUCATION PROGRAMS PHILADELPHIA, PA 19125 6,000. RSVP OF MONTGOMERY COUNTY 509(A)(1) RSVP'S 925 HARVEST DRIVE, SUITE 100 INTERGENERATIONAL EDUCATIONALLY-BASED BLUE BELL, PA 19422 PROGRAMS 6,500. SEA ISLAND HABITAT FOR HUMANITY 509(A)(1) LUREL OAK GROVE, PHASE 2545 BOHICKET RD JOHNS ISLAND, SC 29455 7,500. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient 509(A)(1) PHILADELPHIA SCHOOL SENIOR ADULTS FOR GREATER EDUCATION DISTRICT PROJECT 120 N. CHANCELLOR STREET NEWTOWN PA 18940 5,000, SETTLEMENT MUSIC SCHOOL OF 509(A)(1) KALEIDOSCOPE PRESCHOOL PHILADELPHIA ARTS ENRICHMENT PO BOX 63966 5,000. PHILADELPHIA, PA 19147 SHARE FOOD PROGRAM 509(A)(1) SUNDAY SUPPERS 2901 HUNTING PARK AVENUE 8,500. PHILADELPHIA, PA 19129 GENERAL OPERATING THE SHIPLEY SCHOOL 509(A)(1) 814 YARROW STREET 7,500. BRYN MAWR, PA 19010 SMITH MEMORIAL PLAYGROUND AND 509(A)(1) BUILDING STRONGER AND HEALTHIER FAMILIES PLAYHOUSE 3500 RESERVOIR DRIVE THROUGH PLAY 9,000. PHILADELPHIA PA 19121 SPARK PROGRAM, INC. 509(A)(1) PHILADELPHIA YOUTH APPRENTICESHIP PROGRAM 251 RHODE ISLAND STREET, SUITE 205 EXPANSION 9,000. SAN FRANCISCO, CA 94103 CLOSING THE LITERACY SPRINGBOARD COLLABORATIVE 509(A)(1) 1701 WALNUT STREET, 7TH FLOOR GAP PHILADELPHIA, PA 19103 60,000. 509(A)(1) GENERAL OPERATING SQUASHSMARTS, INC. 3890 N. 10TH STREET 7 500. PHILADELPHIA, PA 19140 CARDIOVASCULAR ST. CATHERINE LABOURE MEDICAL CLINIC 509(A)(1) PREVENTION AND 5838 GERMANTOWN AVE INTERVENTION PROGRAMS PHILADELPHIA, PA 19144 FOR UNINSURED WOMEN 8,000. ST. CHRISTOPHER'S FOUNDATION FOR 509(A)(2) FARM TO FAMILIES CHILDREN 1800 JFK BLVD, SUITE 1550 PHILADELPHIA PA 19103 12,000. Total from continuation sheets

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	- Containabili	
STEPPINGSTONE SCHOLARS		509(A)(1)	GENERAL OPERATING	
4112 STATION STREET, UNIT D				
PHILADELPHIA, PA 19127				7,000.
SUMMER SEARCH		509(A)(1)	POST-SECONDARY ACCESS	
1528 WALNUT STREET, SUITE 1006		505(R)(1)	AND PERSISTENCE	
PHILADELPHIA, PA 19102			PROGRAM	7,000.
SUPPORT CENTER FOR CHILD ADVOCATES		509(A)(1)	PROJECT FOR MEDICALLY	
1900 CHERRY STREET			NEEDY CHILDREN	0.000
PHILADELPHIA, PA 19103				9,000.
SUPPORTIVE OLDER WOMEN'S NETWORK		509(A)(1)	PHILLY FAMILIES EAT	
4100 MAIN STREET, SUITE 200		503(R)(1)	SMART	
PHILADELPHIA, PA 19127				5,000.
THIRD SECTOR NEW ENGLAND - REAL FOOD		509(A)(1)	REAL FOOD CHALLENGE	
CHALLENGE		505(R/(1/	READ FOOD CHADDENGE	
89 SOUTH ST, #700				
BOSTON, MA 02111				40,000.
TRISKELES, INC.		509(A)(1)	FOOD FOR THOUGHT	
707 EAGLEVIEW BOULEVARD, SUITE 105 EXTON, PA 19341				12,000.
				<u> </u>
TRUSTEES OF THE UNIVERSITY OF		509(A)(1)	EARLY OVARIAN CANCER DETECTION & AGATSTON	
PENNSYLVANIA 3451 WALNUT STREET, P-117A			URBAN NUTRITION	
PHILADELPHIA, PA 19104			INITIATIVE	107,000.
				•
URBAN AFFAIRS COALITION		509(A)(1)	CAMPAIGN FOR WORKING	
1207 CHESTNUT STREET, 5TH FLOOR			FAMILIES' RESOURCE	
PHILADELPHIA, PA 19107	-		BUILDER PROGRAM	5,000.
WINDLY TO BE 4015-7-7-7-7-7-7-7-7-7-7-7-7-7-7-7-7-7-7-7		E00/3\/7\	GENERAL ARRANTAG	
URBAN TREE CONNECTION 5125 WOODBINE AVENUE		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA, PA 19131				13,000.
VNA COMMUNITY SERVICES		509(A)(1)	PRESCHOOL LEARNING	
1421 HIGHLAND AVENUE			PROGRAM	
ABINGTON PA 19001	<u> </u>	_l		5,000.
Total from continuation sheets			L	

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient WAGNER FREE INSTITUTE OF SCIENCE 509(A)(1) GENERAL OPERATING 1700 W. MONGTOMERY AVE PHILADELPHIA, PA 19121 9,000. 509(A)(1) OPEN BOOKS OPEN MINDS WEST PHILADELPHIA ALLIANCE FOR CHILDREN 3603 HAMILTON STREET PHILADELPHIA, PA 19104 9,000. WESTCHESTER LAND TRUST 509(A)(1) FARMLAND MATCH PROGRAM 403 HARRIS ROAD 10,000. BEDFORD HILLS, NY 10507 509(A)(2) GENERAL OPERATING WHY NOT PROSPER, INC. P. O. BOX 949 NORRISTOWN PA 19404 7,500. WILLISTOWN CONSERVATION TRUST 509(A)(1) GENERAL OPERATING 925 PROVIDENCE RD NEWTOWN SQUARE, PA 19073 8,000. WOMEN IN TRANSITION 509(A)(1) GENERAL OPERATING SUPPORT 21 SOUTH 12TH STREET, 6TH FLOOR PHILADELPHIA, PA 19107 5,000. WOMEN'S COMMUNITY REVITALIZATION 509(A)(1) FOOD FOR ALL PROJECT 100 WEST OXFORD STREET, SUITE E-2300 PHILADELPHIA, PA 19122 7,000. WOMEN'S OPPORTUNITIES RESOURCE CENTER 509(A)(1) WORC FAMILY SAVINGS 2010 CHESTNUT STREET ACCOUNT PROGRAM (FSA) PHILADELPHIA, PA 19103 5,000. WOMEN'S RESOURCE CENTER 509(A)(1) GIRLS LEADERSHIP 113 W. WAYNE AVE WAYNE, PA 19087 5,000. WOMEN'S THERAPY CENTER 509(A)(2) NEW BEGINNINGS 1315 WALNUT STREET, SUITE 1004 PHILADELPHIA PA 19107 5,000. Total from continuation sheets

23-6445450

CLANEIL FOUNDATION, INC.

Part XV Supplementary Information							
3 Grants and Contributions Paid During the Year (Continuation)							
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount			
Name and address (home or business)	or substantial contributor	recipient	Contribution				
YOUTH UNITED FOR CHANGE		509(A)(1)	YOUTH-LED ORGANIZING				
1910 N FRONT STREET							
PHILADELPHIA, PA 19122				9,500.			
		-					
· · · · · · · · · · · · · · · · · · ·							
Total from continuation sheets		<u> </u>					

3 Grants and Contributions Approved for Fut)		
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
744 EAST LINCOLN HIGHWAY			CANE	
COATESVILLE, PA 19320				9,00
CHESTER COUNTY FUTURES		509(A)(1)	GENERAL OPERATING	
704 HAYWOOD DRIVE				7,50
EXTON, PA 19341				
CHESTER FUND FOR EDUCATION AND THE		509(A)(1)	CHESTER CHARTER SCHOOL	
ARTS			FOR THE ARTS	
PO BOX 22				
CHESTER, PA 19016				8,00
CHILD ADVOCACY CENTER OF MONTGOMERY		509(A)(1)	GENERAL OPERATING	
COUNTY D/B/A MISSION KIDS		JUST (17		
POST OFFICE BOX 413				
BLUE BELL, PA 19422				8,00
CHILDREN'S VILLAGE		509(A)(1)	SCHOOL-AGE PROGRAM	
125 NORTH 8TH STREET PHILADELPHIA PA 19106				6,00
International Control of the Control		78.		-,
THE CLINIC		509(A)(1)	GENERAL OPERATING	
143 CHURCH STREET			SUPPORT	0.00
PHOENIXVILLE, PA 19460				8,00
COMMUNITY LEARNING CENTER		509(A)(1)	GENERAL OPERATING	
2701 N. BROAD STREET				C 00
PHILADELPHIA, PA 19132				6,00
CROZER-CHESTER FOUNDATION		509(A)(1)	CHESTER YOUTH COUNCIL	
ONE MEDICAL CENTER BLVD.				
UPLAND, PA 19013				8,00
DELAWARE RIVERKEEPER NETWORK		509(A)(1)	GENERAL OPERATING	
925 CANAL STREET, SUITE 3701				
BRISTOL, PA 19007				9,00
DOMESTIC ABUSE PROJECT OF DELAWARE		509(A)(1)	DOMESTIC ABUSE	
COUNTY			INTERVENTION &	
14 WEST SECOND STREET MEDIA, PA 19063			PREVENTION WORK	7,50
Total from continuation sheets				684 00

Part XV **Supplementary Information** Grants and Contributions Approved for Future Payment (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount contribution any foundation manager status of Name and address (home or business) or substantial contributor recipient DRUEDING CENTER 509(A)(1) GENERAL OPERATING 413 W. MASTER ST. PHILADELPHIA, PA 19122 7,500. ENVIRONMENTAL LEADERSHIP PROGRAM EASTERN REGIONAL 509(A)(1) 1315 WALNUT STREET, SUITE 532 NETWORK PHILADELPHIA, PA 19107 140,000. FEDERATION OF NEIGBBORHOOD CENTERS 509(A)(1) TEENS 4 GOOD 1133 BROADWAY, STE 706 NEW YORK, NY 10010 12,000. FOUNDATION FOR POTTSTOWN EDUCATION 509(A)(1) POTTSTOWN FARLY ACTION FOR KINDERGARTEN 230 BEECH STREET (PEAK) 5,000. POTTSTOWN PA 19464 509(A)(1) FRENCH & PICKERING CREEKS SUSTAINABLE AG CONSERVATION TRUST FEASABILITY SCAN 511 KIMBERTON ROAD 12,000. PHOENIXVILLE, PA 19460 GREATER PHILADELPHIA COALITION 509(A)(1) GENERAL OPERATING AGAINST HUNGER 1725 FAIRMOUNT AVENUE, UNIT 102 PHILADELPHIA, PA 19130 15,000. HIAS PENNSYLVANIA 509(A)(1) IMMIGRANT YOUTH 2100 ARCH STREET ADVOCACY PROJECT 9,000. PHILADELPHIA PA 19103 HOMELESS ADVOCACY PROJECT 509(A)(1) GENERAL OPERATING 42 S. 15TH STREET, 4TH FLOOR SUPPORT 8,000. PHILADELPHIA PA 19102 HOPE PARTNERSHIP FOR EDUCATION 509(A)(1) HOPE PARTNERSHIP FOR EDUCATION 2601 N. 11TH STREET 7,000. PHILADELPHIA, PA 19133 INTERFAITH HOSPITALITY NETWORK OF 509(A)(1) FAMILY CONNECTIONS NORTHWEST AND NORTHEAST PHILADELPHIA 7047 GERMANTOWN AVENUE PHILADELPHIA, PA 19119 9,000. Total from continuation sheets

3 Grants and Contributions Approved for Futi	ure Payment (Continuation))		
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
JOHN BARTRAM ASSOCIATION		509(A)(1)	GENERAL OPERATING	
54TH AND LINDBERGH BLVD.				
PHILADELPHIA, PA 19143				9,000
KENNETT AFTER-SCHOOL ASSOCIATION		509(A)(1)	AFTER-THE-BELL	
P.O. BOX 1068				
KENNETT SQUARE, PA 19348				7,500
LA COMUNIDAD HISPANA		509(A)(1)	PRENATAL PROGRAM	
731 WEST CYPRESS STREET				
KENNETT SQUARE, PA 19348				9,000
LEGAL AID OF SOUTHEASTERN PA		509(A)(1)	GENERAL OPERATING	
625 SWEDE STREET				
NORRISTOWN, PA 19401		-		5,00
MATERNAL AND CHILD HEALTH CONSORTIUM		509(A)(1)	FAMILY BENEFITS -	
30 W. BARNARD STREET, SUITE 1		1	NUTRITION ACCESS	
WEST CHESTER, PA 19382				8,00
MOM'S HOUSE INC OF GREATER		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA 145 S. MAIN ST				
PHOENIXVILLE, PA 19460				5,00
MONTGOMERY CHILD ADVOCACY PROJECT		509(A)(1)	GENERAL OPERATION	
409 CHERRY STREET		503(R/(1/	SEVERAL OF ENGLION	
NORRISTOWN, PA 19401	<u> </u>			8,00
MT. AIRY COMMUNITY SERVICES		509(A)(2)	WEAVER'S WAY COMMUNITY	
CORPORATION			PROGRAMS	
6601 GREENE STREET				
PHILADELPHIA PA 19119		E00/33/413	DDOMEOUTING MUE	7,00
NATIONAL PARKS CONSERVATION ASSOCIATION		509(A)(1)	PROTECTING THE DELAWARE RIVER BASIN	
777 SIXTH STREET NW, SUITE 700			FROM THE POTENTIAL	
WASHINGTON, DC 20001		İ	IMPACTS OF HYDRAULIC	
<u> </u>			FRACTURING	10,00
NATIONALITIES SERVICE CENTER		509(A)(1)	GROWING HOME: REFUGEE	
1216 ARCH STREET, FOURTH FLOOR			COMMUNITY FARM PROJECT	
PHILADELPHIA PA 19107				6,00

3 Grants and Contributions Approved for Fut)		
Recipient	show any relationship to Foundation		Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	OGNIBIOGEN	
		500(3)(1)	CIPUTE A CONTRACTOR	
EED IN DEED		509(A)(1)	GENERAL OPERATING	
11 N 13TH STREET, SUITE 501 HILADELPHIA, PA 19107				10,00
mindential, in 1910.				
ORRIS SQUARE NEIGHBORHOOD PROJECT		509(A)(1)	URBAN GARDEN PROGRAM	
141 N. HOWARD STREET				
HILADELPHIA, PA 19122				5,00
ORTH PENN VALLEY BOYS & GIRLS CLUB		509(A)(2)	PROJECT LEARN	
6 SUSQUEHANNA AVENUE				
ANSDALE, PA 19446		-		9,50
PENNSYLVANIA ASSOCIATION FOR		509(A)(1)	PASA LOCAL FOOD	
GUSTAINABLE AGRICULTURE		, , , , , , ,	NETWORK- NEXT	
.04 NORTH STREET, P.O. BOX 419			GENERATION	
IILLHEIM, PA 16854				9,50
PHILADELPHIA FUTURES		509(A)(1)	SPONSOR-A-SCHOLAR	
230 S. BROAD STREET, 7TH FLOOR				
PHILADELPHIA, PA 19102				7,00
NULL ADDIT DALLA ORGANADA DEGLECIO		509(A)(1)	PHILADELPHIA COMMUNITY	
PHILADELPHIA ORCHARD PROJECT 4934 LARCHWOOD AVE.		509(K)(I)	ORCHARDS	
PHILADELPHIA, PA 19143				7,00
PLAYWORKS EDUCATION ENERGIZED D/B/A		509(A)(1)	GENERAL OPERATING	
PLAYWORKS PHILADELPHIA				
PHILADELPHIA, PA 19102				9,00
PSR PHILADELPHIA		509(A)(1)	GENERAL OPERATING	
1501 CHERRY STREET				
PHILADELPHIA, PA 19102				10,00
RESOURCES FOR HUMAN DEVELOPMENT		509(A)(1)	HEALTHY NEWSWORKS &	
4700 WISSAHICKON AVE., SUITE 126			ENDOW-A-HOME	0 01
PHILADELPHIA, PA 19144	-			8,00
rsvp of montgomery county		509(A)(1)	RSVP'S	
925 HARVEST DRIVE, SUITE 100			INTERGENERATIONAL	
BLUE BELL, PA 19422			EDUCATIONALLY-BASED	
Total from continuation sheets			PROGRAMS	6,50

CLANEIL FOUNDATION, INC.

3 Grants and Contributions Approved for Fut	re Payment (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	——————————————————————————————————————
SETTLEMENT MUSIC SCHOOL OF		509(A)(1)	KALEIDOSCOPE PRESCHOOL	
PHILADELPHIA			ARTS ENRICHMENT	
PO BOX 63966				
PHILADELPHIA, PA 19147				5,00
SHARE FOOD PROGRAM		509(A)(1)	SUNDAY SUPPERS	
2901 HUNTING PARK AVENUE				
PHILADELPHIA, PA 19129				8,50
SPRINGBOARD COLLABORATIVE		509(A)(1)	CLOSING THE LITERACY	
1701 WALNUT STREET, 7TH FLOOR			GAP	
PHILADELPHIA, PA 19103			-	140,00
ST. CATHERINE LABOURE MEDICAL CLINIC		509(A)(1)	CARDIOVASCULAR	
5838 GERMANTOWN AVE			PREVENTION AND	
PHILADELPHIA, PA 19144			INTERVENTION PROGRAMS	
		+	FOR UNINSURED WOMEN	8,00
ST, CHRISTOPHER'S FOUNDATION FOR		509(A)(2)	FARM TO FAMILIES	
CHILDREN				
1800 JFK BLVD, SUITE 1550				
PHILADELPHIA, PA 19103				12,00
CHERRYAGENOVE COURT ARC		509(A)(1)	GENERAL OPERATING	
STEPPINGSTONE SCHOLARS 4112 STATION STREET, UNIT D		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA, PA 19127		<u> </u>		7,00
SUMMER SEARCH		509(A)(1)	POST-SECONDARY ACCESS	
1528 WALNUT STREET, SUITE 1006 PHILADELPHIA, PA 19102			AND PERSISTENCE PROGRAM	7,00
FRIBADEBINIA, IN 19102				
TRUSTEES OF THE UNIVERSITY OF		509(A)(1)	AGATSTON URBAN	
PENNSYLVANIA			NUTRITION INITIATIVE	
3451 WALNUT STREET, P-117A				7,00
PHILADELPHIA, PA 19104				
URBAN TREE CONNECTION		509(A)(1)	GENERAL OPERATING	
5125 WOODBINE AVENUE				
PHILADELPHIA, PA 19131		 		13,00
WAGNER FREE INSTITUTE OF SCIENCE 1700 W. MONGTOMERY AVE		509(A)(1)	GENERAL OPERATING	
PHILADELPHIA PA 19121				9,00
Total from continuation sheets	_ 			

Part XV Supplementary Information Grants and Contributions Approved for Future Payment (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient WOMEN'S RESOURCE CENTER 509(A)(1) GIRLS LEADERSHIP 113 W. WAYNE AVE 5,000. WAYNE, PA 19087 WOMEN'S THERAPY CENTER 509(A)(2) NEW BEGINNINGS 1315 WALNUT STREET, SUITE 1004 5,000. PHILADELPHIA, PA 19107 Total from continuation sheets

FORM 990-PF INTER	EST ON SAVING	S AND T	'EMPORARY	CASH	INVESTMENTS	STATEMENT	1
SOURCE			(A) EVENUE BOOKS		(B) INVESTMENT INCOME	(C) ADJUSTED NET INCOM	E
WELLS FARGO BANK			1,080.		1,080.		
TOTAL TO PART I, L	INE 3		1,080.		1,080.		
FORM 990-PF	DIVIDENDS	AND INT	EREST FR	OM SEC	URITIES	STATEMENT	2
SOURCE	GROSS AMOUNT	CAPIT GAIN DIVIDE	IS R	(A) EVENUE R BOOK			
GOLDMAN SACHS MORGAN STANLEY PMF TIFF MULTI-ASSET	•		0.	399,76	•	0.	
FUND	1,959,949.			661,19			
TO PART I, LINE 4	2,455,533.	1,298,	752. 1,	156,78	1,156,78		
FORM 990-PF		OTHER	INCOME			STATEMENT	3
DESCRIPTION			(A) REVEN PER BO	UE	(B) NET INVEST- MENT INCOME		
PASSTHROUGH K-1 IN PARTNERSHIP UBTI OTHER INVESTMENT I			40	3,575. 898. 215.	407,454 0 215	•	

TOTAL TO FORM 990-PF, PART I, LINE 11 404,688. 407,669.

FORM 990-PF C	THER PROFES	SIONAL FEES	S'.	PATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - MORGAN STANLEY PRIV MKTS	18,033.	18,033.		0.
TO FORM 990-PF, PG 1, LN 16C	18,033.	18,033.		0.
FORM 990-PF	TAX	ES	S	ratement 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	96,592.	0.		0.
TO FORM 990-PF, PG 1, LN 18 =	96,592.	0.		0.
FORM 990-PF	OTHER E	XPENSES	S'	ratement 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES FILING FEES ACCOUNTING FEES INTEREST EXPENSE PENALTIES PRINTING	0. 4. 200. 112. 220. 203.	0. 0. 0.		-75. 0. 0. 112. 0. 203.
TO FORM 990-PF, PG 1, LN 23	739.	0.		240.

FORM 990-PF OTHER INCREASES IN NET	r ASSETS OR FU	ND BALANCES	STATEMENT	7
DESCRIPTION			AMOUNT	
2012 BOOK/TAX DIFFERENCE CORRECTED (KEYSTONE FUND LP)	(INCOME FROM T	HE TIFF	453,5	17.
TOTAL TO FORM 990-PF, PART III, LINE	3		453,5	17.
FORM 990-PF OTHER DECREASES IN N	T ASSETS OR F	UND BALANCES	STATEMENT	8
DESCRIPTION			AMOUNT	
2013 BOOK/TAX DIFFERENCE - INCOME FRUND LP	ROM THE TIFF K	EYSTONE	945,3	46.
TOTAL TO FORM 990-PF, PART III, LINE	3 5		945,3	46.
FORM 990-PF CORI	PORATE STOCK		STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKE	r
36,321 SH JOHNSON & JOHNSON		2,224,600.	3,326,6	40.
TOTAL TO FORM 990-PF, PART II, LINE	10в	2,224,600.	3,326,6	40.
FORM 990-PF OTHER	R INVESTMENTS		STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKE VALUE	т
MORGAN STANLEY PRIVATE MARKETS FUND I, LP GOLDMAN SACHS CASH 1,241,808.900 SH TIFF MULTI-ASSET FUND	COST COST COST	3,128,798. 1,842,853. 19,555,815.	•	53. 13.
THE TIFF KEYSTONE FUND, L.P.	COST	35,980,177.	42,804,2	
TOTAL TO FORM 990-PF, PART II, LINE	13	60,507,643.	65,961,6	49. —

FORM 990-PF (OTHER LIABILITIES		STATEMENT 1		
DESCRIPTION		BOY AMOUNT	EOY AMOUNT		
FEDERAL EXCISE TAX PAYABLE	-	16,008.	55,3	79.	
TOTAL TO FORM 990-PF, PART II, I	LINE 22	16,008.	55,3	79.	

	T OF OFFICERS, DI FOUNDATION MANAG		STATI	EMENT 14
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	
MICHAEL H. JORDAN C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR/CHAIR 25.00	0.	0.	0.
MARJORIE M. FINDLAY C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR/CHAIRE 25.00	PERSON (FMR)	0.	0.
BARBARA M. JORDAN C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR/SECRET 2.00	'ARY	0.	0.
ROBERT D. MCNEIL C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR/TREASU 2.00	TRER 0.	0.	0.
JENNIFER C. MCNEIL C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR/VICE C	CHAIR 0.	0.	0.
GEOFFREY T. FREEMAN C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR 2.00	0.	0.	0.
GRETCHEN M. MENZIES C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR 2.00	0.	0.	0.
ANNA M. JORDAN C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR 2.00	0.	0.	0.
PATRICIA D. GRAY C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR 2.00	0.	0.	0.
MOIRA F. MUMMA C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	DIRECTOR 2.00	0.	0.	0.
MAILEE WALKER (SEE STMT 17) C/O 2250 HICKORY RD, SUITE 450 PLYMOUTH MEETING, PA 19462	EXECUTIVE DIREC	CTOR 0.	0.	0.

0.

0.

0.

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

FORM 990-PF

PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT

15

NAME OF MANAGER

MARJORIE M. FINDLAY BARBARA M. JORDAN ROBERT D. MCNEIL

47

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MAILEE WALKER 2250 HICKORY ROAD, STE 450 PLYMOUTH MEETING, PA 19462

TELEPHONE NUMBER

610-941-1131

FORM AND CONTENT OF APPLICATIONS

PROOF OF TAX EXEMPT STATUS AND ANY PRINTED MATERIALS AVAILABLE ALONG WITH FOUNDATION APPLICATION.

ANY SUBMISSION DEADLINES

LETTERS OF INTENT - PRE-12/1 (SPRG) & PRE-6/30 (FALL). PROPOSALS - PRE-3/1 (SPRG) & PRE-8/15 (FALL).

RESTRICTIONS AND LIMITATIONS ON AWARDS

EXCLUSIVELY FOR SUPPORT OF EDUCATION, ENVIRONMENT, HEALTH AND HUMAN SERVICES, AND HUNGER & NUTRITION/FOOD SYSTEM ACTIVITIES.

48

GENERAL EXPLANATION

STATEMENT 17

PART VIII - LIST OF OFFICERS - ADDENDUM

MAILEE WALKER - SALARY FROM CONTRIBUTED SERVICES - \$173,822

ADDITIONAL AMOUNTS OF CONTRIBUTED SERVICES RECEIVED FROM A RELATED PARTY - \$596,720

49

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

		~ una no	mod dottons is at vivii.no.govi.o.			
• If you	are filing for an Automatic 3-Month Extension, comple	te only Pa	art I and check this box		<u> </u>	▶ □
If you	are filing for an Additional (Not Automatic) 3-Month Ex	tension, d	complete only Part II (on page 2 of	this form)		
Do not o	omplete Part II unless you have already been granted a	an automa	atic 3-month extension on a previous	sly filed Fo	rm 8868	
Electron	ic filing (e-file). You can electronically file Form 8868 if y	ou need a	a 3-month automatic extension of tir	ne to file (6	6 months for a	a corporation
	to file Form 990-T), or an additional (not automatic) 3-mo			-		
	ofile any of the forms listed in Part I or Part II with the ex					
	Benefit Contracts, which must be sent to the IRS in pap					
	v.irs gov/efile and click on e-file for Charities & Nonprofits		,		J	•
Part I	Automatic 3-Month Extension of Time	e. Only s	submit original (no copies ne	eded).		
A corpor	ation required to file Form 990-T and requesting an autor					
Part I on	ν			•		ightharpoons
All other	corporations (including 1120-C filers), partnerships, REM	IICs, and t	rusts must use Form 7004 to reques	st an exten	sion of time	,
	ome tax returns.	•	•		er's identifyir	na number
Туре or	Name of exempt organization or other filer, see instru	ctions				number (EIN) or
print						
	CLANEIL FOUNDATION, INC.				23-644	15450
File by the due date for	Number street and according to the D.O. have	ee instruc	tions	Social se	curity numbe	
filing your	2250 HICKORY ROAD, NO. 450					. (55.4)
return See instructions		oreian add	Iress see instructions			
	PLYMOUTH MEETING, PA 1946	•				
		-				
Enter the	Return code for the return that this application is for (file	a separa	te application for each return)			0 7
			тр			
Applicat	ion	Return	Application			Return
Is For	•••	Code	Is For			Code
	or Form 990-EZ	01	Form 990-T (corporation)			07
Form 990		02	Form 1041-A		, - ,	08
	20 (individual)	03	Form 4720 (other than individual)			09
Form 990		04	Form 5227			10
	0-T (sec 401(a) or 408(a) trust)	05	Form 6069			11
	O-T (trust other than above)	06	Form 8870		-	12
	ROBERT D. MCNE		1611116070			12
• The b	ooks are in the care of 2250 HICKORY RI		TTE 450 - PLYMOUTH	меет	TNG P	19462
	none No ► 610-941-1131	<u>, 50.</u>	Fax No ► 610-828-64		<u> 1110, 17</u>	1 1 2 4 0 2
	organization does not have an office or place of business	s in the Llr		<u> </u>		ightharpoonup
	is for a Group Return, enter the organization's four digit		*	If this is fo	r the whole a	roup check this
box 🕨			ich a list with the names and EINs o			
	equest an automatic 3-month (6 months for a corporation				GIS LIIO GALGII	3101113 101
	NOVEMBER 15, 2014, to file the exemp				The extension	n
ıs 1	or the organization's return for	t Organiza	de la controla de la	ed above	THE EXIGNATION	! !
	X calendar year 2013 or					
	tax year beginning	an	d ending			
		, a			_	
2 If t	he tax year entered in line 1 is for less than 12 months, c	book room	on Initial return	Fınal retur	_	
ר "ו	Change in accounting period	HOCK TOUS		Final retur	rs	
20 15+	his application is for Forms 990-BL, 990-PF, 990-T, 4720,	6060				
		, 01 0009,	enter the tentative tax, less any			1 000
	nrefundable credits. See instructions			3a	\$	1,000.
	his application is for Forms 990-PF, 990-T, 4720, or 6069					1 000
	amated tax payments made Include any prior year overp			3b	\$	1,000.
	lance due. Subtract line 3b from line 3a Include your pa	•	• •			_
	using EFTPS (Electronic Federal Tax Payment System)			3c	\$	0.
Instruction	If you are going to make an electronic funds withdrawal	(direct de	bit) with this Form 8868, see Form 8	3453-EO ar	nd Form 8879	-EO for payment
LHA 323841 12-31-13	For Privacy Act and Paperwork Reduction Act Notice,	see instr	uctions.		Form 88	368 (Rev 1-2014)

Form 8868 (Rev 1-2014)					Page 2
If you are filing for an Additional (Not Automatic) 3-Month Ex	tension, d	complete only Part II and check this	box		▶ X
Note. Only complete Part II if you have already been granted an a				8868	
• If you are filing for an Automatic 3-Month Extension, comple		•			
Part II Additional (Not Automatic) 3-Month E			al (no c	opies neede	d).
		-		ng number, see	
Type or Name of exempt organization or other filer, see instru	ype or Name of exempt organization or other filer, see instructions Employee				
print			` ,		
File by the CLANEIL FOUNDATION, INC.	l l				
due date for Number, street, and room or suite no. If a PO box, s	ee instruc	tions	Social se	cial security number (SSN)	
filing your return See 2250 HICKORY ROAD, NO. 450	122EO TITOVODIV DOND NO 4EO				
instructions. City, town or post office, state, and ZIP code For a fo	oreign add	ress, see instructions			
PLYMOUTH MEETING, PA 19462					
Enter the Return code for the return that this application is for (file	e a separa	te application for each return)			0 4
Application	Return	Application			Return
ls For	Code	Is For			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 auton	natic 3-month extension on a previ	ously file	d Form 8868.	
 The books are in the care of ► 2250 HICKORY RITED TO THE PROOF OF THE	s in the Ur Group Exe	Fax No ► 610-828-640 inted States, check this box emption Number (GEN) If such a list with the names and EINs of)5 this is fo	r the whole gro	▶ □ up, check this
4 I request an additional 3-month extension of time until	NOVEM	BER 15, 2014			
5 For calendar year 2013 , or other tax year beginning		, and ending	<u> </u>		
6 If the tax year entered in line 5 is for less than 12 months, c	heck reas	on Initial return	Fınal r	eturn	
Change in accounting period					
7 State in detail why you need the extension		····			
ALL INFORMATION NECESSARY TO	FILE .	A COMPLETE AND ACCU	JRATE	RETURN	<u>IS NOT</u>
AVAILABLE AT THIS TIME.					
		_		I	
8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720	, or 6069,	enter the tentative tax, less any			02 400
nonrefundable credits See instructions			8a	\$	93,400.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069	•	•			
tax payments made Include any prior year overpayment al	lowed as a	a credit and any amount paid			02 400
previously with Form 8868		 	8b	\$	93,400.
Balance due. Subtract line 8b from line 8a Include your pa	•	th this form, if required, by using			0
EFTPS (Electronic Federal Tax Payment System) See instru		et ha completed for Dort II a	8c	\$	0.
Under penalties of perjury, I declare that I have examined this form, includit is true, correct, and complete, and that I am authorized to prepare this form	ling accom	st be completed for Part II opanying schedules and statements, and to	_	f my knowledge a	and belief,
			Data		
Signature Title Title	OI M		Date		8 (Rev. 1·2014)
				rom 886	o (HeV. 1-2014)

12-31-13