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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052

**2013**

**Open to Public Inspection**

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

Name of foundation EDITH DEMAIN TW		<b>A Employer identification number</b> 25-6448960
Number and street (or P O box number if mail is not delivered to street address) Room/suite 1100 WEHRLE DRIVE 2ND FLOOR		<b>B Telephone number (see instructions)</b> (716) 842-5506
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14221		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 466,084	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities . . . . .	8,349	8,254		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	34,955			
	<b>b</b> Gross sales price for all assets on line 6a 269,883				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		34,955		
	<b>8</b> Net short-term capital gain . . . . .			0	
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold . . . . .					
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .					
<b>11</b> Other income (attach schedule) . . . . .					
<b>12 Total.</b> Add lines 1 through 11 . . . . .	43,304	43,209			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	5,113	5,113		
	<b>14</b> Other employee salaries and wages . . . . .		0	0	0
	<b>15</b> Pension plans, employee benefits . . . . .		0	0	
	<b>16a</b> Legal fees (attach schedule) . . . . .	3,313	3,313	0	0
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .				0
	<b>17</b> Interest . . . . .				0
	<b>18</b> Taxes (attach schedule) (see instructions)	323	132		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . . .	0	0		
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .		0	0	
	<b>22</b> Printing and publications . . . . .		0	0	
	<b>23</b> Other expenses (attach schedule) . . . . .				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	8,749	8,558	0	0
	<b>25</b> Contributions, gifts, grants paid . . . . .	20,457			20,457
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	29,206	8,558	0	20,457	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	14,098				
<b>b Net investment income</b> (if negative, enter -0-)		34,651			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .						
	<b>2</b> Savings and temporary cash investments . . . . .	15,482	7,995	7,995			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	<b>5</b> Grants receivable . . . . .						
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .						
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0						
	<b>8</b> Inventories for sale or use . . . . .						
	<b>9</b> Prepaid expenses and deferred charges . . . . .						
	<b>10a</b> Investments—U S and state government obligations (attach schedule)						
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .						
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .						
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	<b>12</b> Investments—mortgage loans . . . . .						
	<b>13</b> Investments—other (attach schedule) . . . . .	367,750	389,316	458,089			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
<b>15</b> Other assets (describe ▶ _____)							
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	383,232	397,311	466,084				
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .						
	<b>18</b> Grants payable . . . . .						
	<b>19</b> Deferred revenue . . . . .						
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons						
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .						
	<b>22</b> Other liabilities (describe ▶ _____)						
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/>						
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	<b>24</b> Unrestricted . . . . .						
	<b>25</b> Temporarily restricted . . . . .						
	<b>26</b> Permanently restricted . . . . .						
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/>						
	<b>and complete lines 27 through 31.</b>						
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	383,232	397,311				
<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund							
<b>29</b> Retained earnings, accumulated income, endowment, or other funds							
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	383,232	397,311					
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	383,232	397,311					

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	383,232
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	14,098
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	6
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	397,336
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	25
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	397,311

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	34,955
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	21,529	411,358	0.052336
2011	20,751	433,426	0.047877
2010	18,367	416,991	0.044047
2009	21,406	369,354	0.057955
2008	17,642	430,078	0.04102

<b>2</b>	<b>Total</b> of line 1, column (d).	<b>2</b>	0.243235
<b>3</b>	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.048647
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	438,787
<b>5</b>	Multiply line 4 by line 3.	<b>5</b>	21,346
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	347
<b>7</b>	Add lines 5 and 6.	<b>7</b>	21,693
<b>8</b>	Enter qualifying distributions from Part XII, line 4.	<b>8</b>	20,457

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes columns for line numbers and amounts. Total tax due is 581.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding foundation activities. Columns include question text, line number, Yes, and No. Includes questions about political activities, unrelated business income, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes
Website address
14 M AND T TRUST COMPANY
The books are in care of DIANE RIMER Telephone no (716) 842-5506
Located at 1100 WEHRLE DRIVE 2ND FLOOR BUFFALO NY ZIP+4 14221
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here . . . . . 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. 1b
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?. 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. Yes No
If "Yes," list the years 20\_\_, 20\_\_, 20\_\_, 20\_\_
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions ). 2b No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20\_\_, 20\_\_, 20\_\_, 20\_\_
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b No

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>	
	<b>6b</b>	<b>No</b>
	<b>7b</b>	

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
M AND T BANK 1100 WEHRLE DRIVE 2ND FLOOR BUFFALO, NY 14221	TRUSTEE 1	5,113		

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

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

**Total** number of other employees paid over \$50,000. 0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .	▶	0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see instructions)**

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	436,624
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	8,845
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	445,469
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	445,469
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	6,682
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	438,787
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	21,939

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	21,939
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	693
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	693
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	21,246
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	21,246
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	21,246

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	20,457
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	20,457
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	20,457

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				21,246
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			20,457	
<b>b</b> Total for prior years 2011, 20__, 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				0
<b>b</b> From 2009. . . . .				0
<b>c</b> From 2010. . . . .				0
<b>d</b> From 2011. . . . .				0
<b>e</b> From 2012. . . . .				0
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>20,457</u>				
<b>a</b> Applied to 2012, but not more than line 2a			20,457	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .				0
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				21,246
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a. . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .	0			
<b>b</b> Excess from 2010. . . . .	0			
<b>c</b> Excess from 2011. . . . .	0			
<b>d</b> Excess from 2012. . . . .	0			
<b>e</b> Excess from 2013. . . . .	0			

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2013</b>	<b>(b) 2012</b>	<b>(c) 2011</b>	<b>(d) 2010</b>	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

**(1)** Value of all assets . . . . .

**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .

**c** "Support" alternative test—enter

**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

**(3)** Largest amount of support from an exempt organization

**(4)** Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

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

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

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

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**a** The name, address, and telephone number of the person to whom applications should be addressed

---

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

---

**c** Any submission deadlines

---

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

**Part XV Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> DAUPHIN COUNTY LIBRARY SYSTEMS 101 WALNUT ST HARRISBURG, PA 17101	N/A	PC	GENERAL FUNDING	20,457
<b>Total</b> . . . . . <b>▶ 3a</b>				20,457
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . . <b>▶ 3b</b>				





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

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
1679 035 ABERDEEN GLBL HIGH INC CL I		2012-01-19	2013-01-24
15 377 ABERDEEN GLBL HIGH INC CL I		2012-11-05	2013-01-24
12 144 ABERDEEN GLBL HIGH INC CL I		2012-03-16	2013-01-24
1 72 GUINNESS ATKINSON CHINA HONG KONG FD		2008-10-13	2013-01-24
6 936 HARBOR INTERNATIONAL FUND #11		2012-07-26	2013-01-24
66 ISHARES HIGH DIVIDEND ETF		2012-11-05	2013-01-24
128 ISHARES HIGH DIVIDEND ETF		2012-01-19	2013-01-24
14 039 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2013-01-24
15 463 LITMAN GREGORY MSTRS INTL FD CL-INST		2012-07-26	2013-01-24
3 086 RS GLOBAL NATURAL RESOURCES FUND		2012-11-05	2013-01-24
240 VANGUARD FTSE DEVELOPED MARKET ETF		2012-11-05	2013-01-24
21 872 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2013-01-24
69 428 WILMINGTON MID CAP GROWTH FUND -I		2012-12-04	2013-01-24
153 479 WILMINGTON LARGE CAP GROWTH FUND -I		2012-12-04	2013-01-24
138 564 WILMINGTON LARGE CAP GROWTH FUND -I		2011-10-20	2013-01-24
21 511 WILMINGTON LARGE CAP VALUE FUND -I		2012-11-05	2013-01-24
107 488 LSV VALUE EQUITY FUND STRATEGY		2013-01-24	2013-04-05
15 011 T ROWE PRICE LRG CAP GROWTH FD INST		2013-01-24	2013-04-05
83 993 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2013-04-05
7 087 MORGAN STANLEY FOCUS GROWTH FD CL-I		2013-01-24	2013-04-05
65 487 RS GLOBAL NATURAL RESOURCES FUND		2012-12-14	2013-04-05
94 95 RS GLOBAL NATURAL RESOURCES FUND		2010-02-11	2013-04-05
12 705 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-08-27	2013-04-05
20 888 WILMINGTON MULTI-MGR REAL ASSET - I		2013-01-24	2013-04-05
13 369 WILMINGTON SHORT-TERM CORP BOND -I		2013-01-24	2013-04-05
399 859 WILMINGTON LARGE CAP GROWTH FUND -I		2002-10-10	2013-04-05
99 393 WILMINGTON LARGE CAP VALUE FUND -I		2011-08-03	2013-04-05
62 253 WILMINGTON LARGE CAP VALUE FUND -I		2012-11-05	2013-04-05
161 832 WILMINGTON LARGE CAP VALUE FUND -I		2012-07-26	2013-04-05
18 498 WILMINGTON BROAD MARKET BOND FUND -I		2012-12-04	2013-04-05

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

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
6 826 GUINNESS ATKINSON CHINA HONG KONG FD		2013-04-05	2013-06-03
72 058 GUINNESS ATKINSON CHINA HONG KONG FD		2008-12-30	2013-06-03
6 847 HARBOR INTERNATIONAL FUND #11		2013-04-05	2013-06-03
42 752 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-07-26	2013-06-03
191 972 LAZARD EMRG MARKETS EQUITY FD CL-I		2013-01-24	2013-06-03
99 112 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-01-19	2013-06-03
5 363 MORGAN STANLEY FOCUS GROWTH FD CL-I		2013-01-24	2013-06-03
141 027 WILMINGTON SHORT-TERM CORP BOND -I		2013-01-24	2013-06-03
99 755 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2013-06-03
30 048 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2013-06-03
29 843 WILMINGTON LARGE CAP GROWTH FUND -I		2002-10-10	2013-06-03
18 542 WILMINGTON LARGE CAP VALUE FUND -I		2012-07-26	2013-06-03
20 947 WILMINGTON MULTI-MGR INTERNATIONAL-I		2013-01-24	2013-06-03
364 498 WILMINGTON BROAD MARKET BOND FUND -I		2013-01-24	2013-06-03
30 093 WILMINGTON BROAD MARKET BOND FUND -I		2011-02-10	2013-06-03
69 157 LSV VALUE EQUITY FUND STRATEGY		2012-11-05	2013-08-05
62 746 LSV VALUE EQUITY FUND STRATEGY		2013-06-03	2013-08-05
5 13 FEDERATED ULTRA SHORT BOND CL I		2013-01-24	2013-08-05
14 572 T ROWE PRICE LRG CAP GROWTH FD INST		2013-01-24	2013-08-05
49 538 T ROWE PRICE LRG CAP GROWTH FD INST		2013-06-03	2013-08-05
229 034 LAZARD EMRG MARKETS EQUITY FD CL-I		2012-07-26	2013-08-05
53 022 LITMAN GREGORY MSTRS INTL FD CL-INST		2013-06-03	2013-08-05
620 782 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2008-04-25	2013-08-05
331 839 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-24	2013-08-05
51 224 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-06-03	2013-08-05
78 731 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-06-03	2013-08-05
201 262 WELLS FARGO ADV EMRG MKT CL I		2013-06-03	2013-08-05
23 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2013-08-05
51 337 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2013-08-05
119 611 WILMINGTON MID CAP GROWTH FUND -I		2013-06-03	2013-08-05

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

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
434 293 WILMINGTON LARGE CAP GROWTH FUND -I		2002-10-10	2013-08-05
73 723 WILMINGTON LARGE CAP VALUE FUND -I		2012-07-26	2013-08-05
121 249 WILMINGTON MULTI-MGR INTERNATIONAL-I		2013-01-24	2013-08-05
3 786 DREYFUS INTERNATIONAL BOND CL I		2012-12-27	2013-09-09
12 406 FEDERATED ULTRA SHORT BOND CL I		2013-01-24	2013-09-09
3 765 HARBOR INTERNATIONAL FUND #11		2013-08-05	2013-09-09
5 596 T ROWE PRICE LRG CAP GROWTH FD INST		2013-01-24	2013-09-09
240 814 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-12-22	2013-09-09
28 546 LITMAN GREGORY MSTRS INTL FD CL-INST		2013-06-03	2013-09-09
17 435 MORGAN STANLEY FOCUS GROWTH FD CL-I		2013-08-05	2013-09-09
504 863 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-24	2013-09-09
661 616 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-01-24	2013-09-09
11 353 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2013-04-05	2013-09-09
436 458 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-07-26	2013-09-09
204 571 WELLS FARGO ADV EMRG MKT CL I		2013-06-03	2013-09-09
35 831 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2013-09-09
2 654 WILMINGTON LARGE CAP GROWTH FUND -I		2002-10-10	2013-09-09
50 239 WILMINGTON MULTI-MGR INTERNATIONAL-I		2013-01-24	2013-09-09
8 661 WILMINGTON BROAD MARKET BOND FUND -I		2011-02-10	2013-09-09
436 04 LSV VALUE EQUITY FUND STRATEGY		2012-11-05	2013-11-04
33 088 LSV VALUE EQUITY FUND STRATEGY		2013-09-09	2013-11-04
177 692 DWS FLOATING RATE CL I		2013-08-05	2013-11-04
29 928 DREYFUS INTERNATIONAL BOND CL I		2013-04-05	2013-11-04
22 061 DREYFUS INTERNATIONAL BOND CL I		2013-08-05	2013-11-04
481 419 DREYFUS INTERNATIONAL BOND CL I		2010-12-29	2013-11-04
23 78 FEDERATED ULTRA SHORT BOND CL I		2013-01-24	2013-11-04
16 795 FEDERATED ULTRA SHORT BOND CL I		2013-06-03	2013-11-04
911 748 FEDERATED ULTRA SHORT BOND CL I		2012-03-16	2013-11-04
4 52 HARBOR INTERNATIONAL FUND #11		2013-08-05	2013-11-04
9 017 LITMAN GREGORY MSTRS INTL FD CL-INST		2013-06-03	2013-11-04

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

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
301 591 MFS EMERGING MARKETS DEBT FUND - I		2013-01-24	2013-11-04
2 195 MFS INTL NEW DISCOVERY CL I		2013-09-09	2013-11-04
11 023 MORGAN STANLEY FOCUS GROWTH FD CL-I		2013-01-24	2013-11-04
10 854 MORGAN STANLEY FOCUS GROWTH FD CL-I		2013-08-05	2013-11-04
2 502 MORGAN STANLEY FOCUS GROWTH FD CL-I		2012-07-26	2013-11-04
190 892 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2013-01-24	2013-11-04
2 798 STERLING CAPITAL MID-CAP VALUE CL-I		2013-09-09	2013-11-04
1518 899 WILMINGTON SHORT-TERM CORP BOND -I		2012-03-16	2013-11-04
58 448 WILMINGTON SMALL CAP GROWTH FUND -I		2013-04-05	2013-11-04
7 472 WILMINGTON SMALL CAP GROWTH FUND -I		2013-09-09	2013-11-04
455 709 WILMINGTON SMALL CAP GROWTH FUND -I		2012-07-26	2013-11-04
466 397 WILMINGTON LARGE CAP GROWTH FUND -I		2008-12-02	2013-11-04
21 35 WILMINGTON LARGE CAP VALUE FUND -I		2013-09-09	2013-11-04
1213 291 WILMINGTON LARGE CAP VALUE FUND -I		2012-07-26	2013-11-04
26 694 WILMINGTON MULTI-MGR INTERNATIONAL-I		2013-01-24	2013-11-04
2479 31 WILMINGTON BROAD MARKET BOND FUND -I		2011-02-10	2013-11-04
51 877 WILMINGTON BROAD MARKET BOND FUND -I		2013-08-05	2013-11-04
CAPITAL GAIN DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
17,025		16,051	974
156		151	5
123		118	5
52		38	14
441		386	55
4,047		4,017	30
7,848		7,084	764
218		133	85
240		196	44
118		117	1
8,669		7,980	689
396		434	-38
1,091		998	93
1,259		1,208	51
1,136		1,091	45
238		225	13
1,854		1,711	143
301		296	5
1,593		1,857	-264
297		295	2
2,500		2,395	105
3,625		2,787	838
115		121	-6
321		314	7
138		138	
3,351		3,145	206
1,131		1,008	123
708		650	58
1,842		1,581	261
186		186	

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
197		186	11
2,077		1,519	558
451		430	21
811		771	40
3,640		3,809	-169
1,879		2,018	-139
240		223	17
1,453		1,453	
1,027		1,024	3
596		596	
266		235	31
220		181	39
151		150	1
3,590		3,644	-54
296		296	
1,374		1,052	322
1,247		1,169	78
47		47	
342		288	54
1,163		1,064	99
4,184		3,736	448
903		874	29
5,606		5,799	-193
2,997		3,000	-3
463		464	-1
1,753		1,613	140
4,315		4,430	-115
236		236	
1,106		1,019	87
2,167		1,927	240

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
4,091		3,416	675
910		720	190
879		867	12
62		66	-4
113		115	-2
253		252	1
132		110	22
4,472		3,300	1,172
485		470	15
872		854	18
4,544		4,564	-20
14,470		12,508	1,962
248		228	20
9,545		7,454	2,091
4,449		4,503	-54
367		368	-1
25		21	4
366		359	7
82		85	-3
8,969		6,632	2,337
681		641	40
1,683		1,683	
495		515	-20
365		368	-3
7,967		7,761	206
218		219	-1
154		155	-1
8,352		8,343	9
320		303	17
160		149	11

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
4,479		4,928	-449
63		60	3
603		441	162
594		516	78
137		93	44
1,728		1,726	2
55		52	3
15,645		15,365	280
1,326		1,074	252
169		158	11
10,335		7,245	3,090
4,650		3,184	1,466
270		258	12
15,348		8,988	6,360
203		191	12
24,049		23,156	893
503		500	3
			8,181

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			974
			5
			5
			14
			55
			30
			764
			85
			44
			1
			689
			-38
			93
			51
			45
			13
			143
			5
			-264
			2
			105
			838
			-6
			7
			206
			123
			58
			261

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11
			558
			21
			40
			-169
			-139
			17
			3
			31
			39
			1
			-54
			322
			78
			54
			99
			448
			29
			-193
			-3
			-1
			140
			-115
			87
			240

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			675
			190
			12
			-4
			-2
			1
			22
			1,172
			15
			18
			-20
			1,962
			20
			2,091
			-54
			-1
			4
			7
			-3
			2,337
			40
			-20
			-3
			206
			-1
			-1
			9
			17
			11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-449
			3
			162
			78
			44
			2
			3
			280
			252
			11
			3,090
			1,466
			12
			6,360
			12
			893
			3

**TY 2013 Investments - Other Schedule****Name:** EDITH DEMAIN TW**EIN:** 25-6448960

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
MORGAN STANLEY FOCUS	AT COST	20,261	29,724
ARTIO GLOBAL HIGH INC			
T ROWE PRICE L/C GROWTH	AT COST	10,564	19,364
HARBOR INTL	AT COST	20,859	32,211
LAZARD EMERGING MARKETS			
WILMINGTON BROAD MARKET	AT COST	26,103	27,071
LSV VALUE EQUITY	AT COST	14,296	24,108
RIDGEWORTH SEIX	AT COST	10,757	11,399
GUINNESS ATKINSON CHINA & HK			
DREYFUS INTL			
MFS EMERGING MARKETS DEBT	AT COST	22,170	22,281
RS GLOBAL NAT RES			
LITMAN GREGORY MSTRS	AT COST	13,077	19,939
DWS FLOATING RATE PLUS	AT COST	11,387	11,401
FEDERATED ULTRA SHORT BD			
WILMINGTON SHORT-TERM CORP	AT COST	13,656	14,110
TIAA-CREF			
WILMINGTON LARGE CAP GROWTH			
WILMINGTON LARGE CAP VALUE			
WILMINGTON MID CAP GROWTH	AT COST	18,233	26,882
WILMINGTON MULTI-MGR REAL	AT COST	22,428	22,779
WILMINGTON SMALL CAP GROWTH			
VANGUARD MSCI			
WILMINGTON MULTI-MGR INTL	AT COST	32,908	42,183
ISHARES HIGH DIV			
FPA NEW INCOME FUND	AT COST	10,020	9,933
SCOUT UNCONSTRAINED BOND	AT COST	24,292	24,251
DIAMOND HILL LARGE CAP	AT COST	23,669	23,476
MORGAN STANLEY SMALL COMPANY	AT COST	20,029	19,644
STERLING CAPITAL MID CAP VAL	AT COST	25,854	27,085

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
WILMINGTON MULTI-MGR ALT	AT COST	23,038	23,017
MFS INTERNATIONAL NEW DISC	AT COST	15,673	16,684
ISHARES RUSSELL 2000 VALUE	AT COST	10,042	10,547

# TY 2013 Legal Fees Schedule

**Name:** EDITH DEMAIN TW

**EIN:** 25-6448960

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - PRINCIPAL (ALLOCA	3,313	3,313		

## TY 2013 Other Decreases Schedule

**Name:** EDITH DEMAIN TW

**EIN:** 25-6448960

Description	Amount
COST BASIS ADJUSTMENT FOR 2012 RETURN OF CAPITAL	25

### TY 2013 Other Increases Schedule

**Name:** EDITH DEMAIN TW

**EIN:** 25-6448960

Description	Amount
ROUNDING	6

# TY 2013 Taxes Schedule

**Name:** EDITH DEMAIN TW

**EIN:** 25-6448960

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PRIOR YEAR BALAN	79	0		0
FEDERAL ESTIMATED TAX DEPOSITS	112	0		0
FOREIGN TAXES ON QUALIFIED FOR	75	75		0
FOREIGN TAXES ON NONQUALIFIED	57	57		0