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Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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.

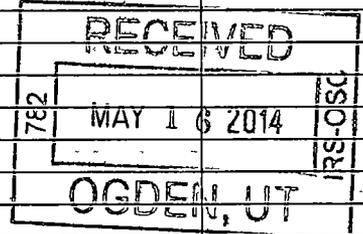
For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE 1916 FOUNDATION		A Employer identification number 27-3330508
Number and street (or P O box number if mail is not delivered to street address) PO BOX 115	Room/suite	B Telephone number 302-584-4839
City or town, state or province, country, and ZIP or foreign postal code MONTCHANIN, DE 19710		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,916,453.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	35,000.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	113,143.	88,308.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	50,476.			
b Gross sales price for all assets on line 6a 1,401,700.				
7 Capital gain net income (from Part IV, line 2)		50,476.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	198,619.	138,784.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 2	2,567.	1,284.		1,283.
b Accounting fees STMT 3	7,991.	3,995.		3,996.
c Other professional fees				
17 Interest				
18 Taxes STMT 4	99,944.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	8,560.	4,552.		72.
24 Total operating and administrative expenses Add lines 13 through 23	119,062.	9,831.		5,351.
25 Contributions, gifts, grants paid	306,000.			306,000.
26 Total expenses and disbursements Add lines 24 and 25	425,062.	9,831.		311,351.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<226,443.>			
b Net investment income (if negative, enter -0-)		128,953.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 23 2014



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	15,625.	26,337.	26,337.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	4,630,453.	4,394,298.	4,890,116.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	4,646,078.	4,420,635.	4,916,453.	
Liabilities	17 Accounts payable and accrued expenses	4,000.	5,000.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	4,000.	5,000.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	4,642,078.	4,415,635.		
30 Total net assets or fund balances	4,642,078.	4,415,635.		
31 Total liabilities and net assets/fund balances	4,646,078.	4,420,635.		

Part III Analysis of Changes in Net Assets or Fund Balances	
1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 4,642,078.
2 Enter amount from Part I, line 27a	2 <226,443.>
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 4,415,635.
5 Decreases not included in line 2 (itemize) ▶	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 4,415,635.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,401,700.		1,351,224.	50,476.

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			50,476.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	50,476.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

(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	306,421.	4,968,773.	.061669
2011	404,553.	4,040,991.	.100112
2010	37,000.	2,018,691.	.018329
2009			
2008			

2 Total of line 1, column (d)	2	.180110
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.060037
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,862,621.
5 Multiply line 4 by line 3	5	291,937.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,290.
7 Add lines 5 and 6	7	293,227.
8 Enter qualifying distributions from Part XII, line 4 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.	8	311,351.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,290.
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	1,290.
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	1,290.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,229.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,229.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	939.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>NATHAN HAYWARD III</u> Telephone no. ► <u>(302) 584-4839</u> Located at ► <u>1 NEW LONDON ROAD, BOX 26, MONTCHANIN, DE</u> ZIP+4 ► <u>19710</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. 6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	

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	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,567,340.
b	Average of monthly cash balances	1b	369,331.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,936,671.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,936,671.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,050.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,862,621.
6	Minimum investment return Enter 5% of line 5	6	243,131.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	243,131.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,290.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,290.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	241,841.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	241,841.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	241,841.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	311,351.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	311,351.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,290.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	310,061.

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				241,841.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010	37,000.			
d From 2011	204,201.			
e From 2012	59,280.			
f Total of lines 3a through e	300,481.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 311,351.				
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				241,841.
e Remaining amount distributed out of corpus	69,510.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	369,991.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	369,991.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	37,000.			
c Excess from 2011	204,201.			
d Excess from 2012	59,280.			
e Excess from 2013	69,510.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- SEE STATEMENT 8**

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

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
GRUB STREET INC 162 BOYLSTON STREET 5TH FLOOR BOSTON, MA 02116	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
FILMMAKERS COLLABORATIVE INC 397 MOODY STREET WALTHAM, MA 02453	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
DAVISTOWN MUSEUM PO BOX 144 HULLS COVE, ME 04644	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
CENTER FOR FURNITURE CRAFTSMANSHIP 25 MILL STREET ROCKPORT, ME 04856	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	50,000.
DELAWARE THEATRE COMPANY 200 WATER STREET WILMINGTON, DE 19801	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
Total SEE CONTINUATION SHEET(S)				3a 306,000.
b Approved for future payment				
NONE				
Total				3b 0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization

THE 1916 FOUNDATION

Employer identification number

27-3330508

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

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

Name of organization THE 1916 FOUNDATION	Employer identification number 27-3330508
--	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	NATHAN HAYWARD, III 1 NEW LONDON ROAD, BOX 26 MONTCHANIN, DE 19710	\$ 35,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE 1916 FOUNDATION	Employer identification number 27-3330508
--	---

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

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

Name of organization THE 1916 FOUNDATION	Employer identification number 27-3330508
--	---

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

THE 1916 FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a POWERSHARES DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	12/31/13
b POWERSHARES DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	12/31/13
c POWERSHARES DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	12/31/13
d POWERSHARES DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	12/31/13
e 3744.799 UNITS DODGE AND COX INTERNATIONAL	P	VARIOUS	03/22/13
f 1842.032 UNITS DODGE AND COX INTERNATIONAL	P	VARIOUS	03/27/13
g 25000 UNITS ARCHER-DANIELS	P	VARIOUS	11/01/13
h 1697.601 UNITS VANGUARD TOTAL STOCK MKT IDX CL SG	P	VARIOUS	12/09/13
i GAIN ON SALE OF ARCHSTONE OFFSHORE FUND LTD	P	VARIOUS	12/31/13
j 35000 UNITS UPPER FREEHO NJ	P	11/06/12	12/16/13
k CAPITAL GAINS DIVIDENDS			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		44.	<44.>
b		548.	<548.>
c		2,108.	<2,108.>
d		3,162.	<3,162.>
e	135,000.	133,755.	1,245.
f	66,000.	65,793.	207.
g	27,016.	28,858.	<1,842.>
h	75,000.	53,627.	21,373.
i	1,053,130.	1,027,000.	26,130.
j	35,000.	36,329.	<1,329.>
k	10,554.		10,554.
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<44.>
b			<548.>
c			<2,108.>
d			<3,162.>
e			1,245.
f			207.
g			<1,842.>
h			21,373.
i			26,130.
j			<1,329.>
k			10,554.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	50,476.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES DB COMMODITY INDEX TRACKING FUND TAX EXEMPT INTEREST WILMINGTON TRUST CO	49.	0.	49.	49.	
	24,835.	0.	24,835.	0.	
	98,813.	10,554.	88,259.	88,259.	
TO PART I, LINE 4	123,697.	10,554.	113,143.	88,308.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,567.	1,284.		1,283.
TO FM 990-PF, PG 1, LN 16A	2,567.	1,284.		1,283.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,991.	3,995.		3,996.
TO FORM 990-PF, PG 1, LN 16B	7,991.	3,995.		3,996.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010 EXCISE TAX	99,944.	0.		0.
TO FORM 990-PF, PG 1, LN 18	99,944.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEES - WTC	3,725.	3,725.		0.
INVESTMENT FEES -				
POWERSHARES DB COMMODITY	827.	827.		0.
MISCELLANEOUS EXPENSE	72.	0.		72.
AMORTIZATION	3,936.	0.		0.
TO FORM 990-PF, PG 1, LN 23	8,560.	4,552.		72.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED WILMINGTON TRUST	COST	4,394,298.	4,890,116.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,394,298.	4,890,116.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NATHAN HAYWARD, III PO BOX 115 MONTCHANIN, DE 19710	PRESIDENT 1.00	0.	0.	0.
MARILYN RUSHWORTH HAYWARD PO BOX 115 MONTCHANIN, DE 19710	VICE PRESIDENT 1.00	0.	0.	0.
DAVID LEY HAMILTON, ESQ. PO BOX 115 MONTCHANIN, DE 19710	TRUSTEE 1.00	0.	0.	0.
NATHAN HAYWARD, IV PO BOX 115 MONTCHANIN, DE 19710	SECRETARY 1.00	0.	0.	0.
GEORGE STEWART MARSHALL HAYWARD PO BOX 115 MONTCHANIN, DE 19710	TREASURER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER
NATHAN HAYWARD, III
MARILYN RUSHWORTH HAYWARD



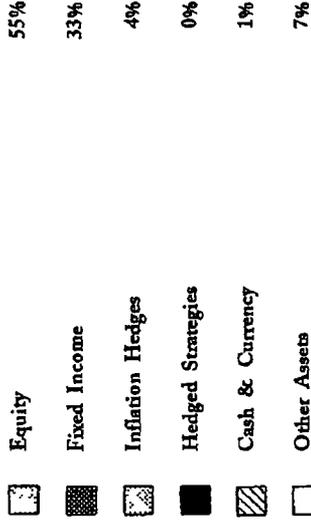
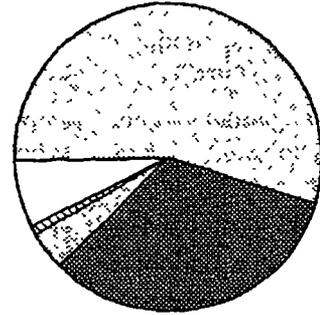
Market Value Summary

THE 1916 FOUNDATION

As of December 31, 2013

Page 1 of 25

ASSET ALLOCATION
CURRENT RELATIONSHIP MARKET VALUE: \$4,890,116



ACCOUNTS INCLUDED IN THIS RELATIONSHIP:

ACCOUNT NUMBER	ACCOUNT NAME	MARKET VALUE (M/V) As of 11/30/2013	NET CASH CONTRIBUTIONS (WITHDRAWALS)	MARKET VALUE (M/V) CHANGE	MARKET VALUE (M/V) As of 12/31/2013	DETAIL ON PAGE
PRINCIPAL						
099625-000	CUST/THE 1916 FOUNDATION	\$5,045,144	(\$219,329)	\$14,541	\$4,840,356	6
099625-001	CUST/THE 1916 FOUNDATION	44	0	0	44	23
	TOTAL PRINCIPAL	\$5,045,188	(\$219,329)	\$14,541	\$4,840,400	
INCOME						
099625-000	CUST/THE 1916 FOUNDATION	81,286	(\$5,935)	24,365	49,716	6
	TOTAL INCOME	\$81,286	(\$55,935)	\$24,365	\$49,716	
	TOTAL	\$5,126,474	(\$275,264)	\$38,906	\$4,890,116	

Net contribution/withdrawal figures include fees. Market value figures may include accruals.





Income Summary

THE 1916 FOUNDATION

As of December 31, 2013 Page 2 of 2

ACCOUNT NUMBER	ACCOUNT NAME	From 11/30/2013 through 12/31/2013		Calendar Year to Date	
		TAXABLE	TAX EXEMPT	TAXABLE	TAX EXEMPT
PRINCIPAL					
099625-000	CUST/THE 1916 FOUNDATION	\$0		\$0	\$0
099625-001	CUST/THE 1916 FOUNDATION	0		0	0
TOTAL PRINCIPAL		\$0		\$0	\$0
INCOME					
099625-000	CUST/THE 1916 FOUNDATION	0		0	0
099625-001	CUST/THE 1916 FOUNDATION	0		0	0
TOTAL INCOME		\$0		\$0	\$0
TOTAL		\$0		\$0	\$0

Realized Gain/(Loss) Summary

ACCOUNT NUMBER	ACCOUNT NAME	From 11/30/2013 through 12/31/2013		Calendar Year to Date	
		SHORT TERM	LONG TERM	SHORT TERM	LONG TERM
PRINCIPAL					
099625-000	CUST/THE 1916 FOUNDATION	\$0		\$0	\$0
099625-001	CUST/THE 1916 FOUNDATION	0		0	0
TOTAL PRINCIPAL		\$0		\$0	\$0
TOTAL		\$0		\$0	\$0

Realized gain/(loss) figures do not include currency gain/(loss).



Summary of Investments

THE 1916 FOUNDATION

As of December 31, 2013

Page 3 of 25

INVESTMENT CATEGORY	MARKET VALUE (M/V) As of 11/30/2013	% OF M/V	MARKET VALUE (M/V) As of 12/31/2013	% OF M/V
PRINCIPAL PORTFOLIO(S)				
Equity				
Large Cap Blend	\$1,458,283.99	29.00	\$1,411,396.08	29.25
Large Cap Value	188,323.48	3.74	189,629.10	3.93
Mid Cap Blend	306,655.92	6.10	315,793.97	6.55
Mid Cap Value	88,069.20	1.75	87,532.00	1.81
Mid Cap Growth	70,823.10	1.41	73,396.95	1.52
Developed International Equity	231,582.77	4.61	231,690.43	4.80
Emerging Markets Equity	276,898.91	5.51	273,137.94	5.66
Global Equity Funds	100,030.85	1.99	98,025.43	2.03
TOTAL Equity	2,720,668.22	54.10	2,680,601.90	55.56
Fixed Income				
Taxable Bonds	1,089,464.47	21.66	1,069,891.18	22.17
Tax-Exempt Bonds	317,924.55	6.32	281,800.55	5.84
Fixed Income - Other	50,050.75	1.00	50,105.50	1.04
International Bonds	164,051.77	3.26	163,801.69	3.39
Taxable Bond Funds	33,251.40	0.66	33,114.52	0.69
TOTAL Fixed Income	1,654,742.94	32.91	1,598,713.44	33.14
Inflation Hedges				
REIT Funds	119,865.00	2.38	118,144.80	2.45
Commodities	94,131.90	1.87	94,685.40	1.96
TOTAL Inflation Hedges	213,996.90	4.26	212,830.20	4.41
Cash & Currency				
Taxable Money Mkt Funds	114,335.88	2.27	7,693.23	0.16
TOTAL Cash & Currency	114,335.88	2.27	7,693.23	0.16
Other Assets				
Privately Held Partnerships	325,000.00	6.46	325,000.00	6.74

continued





THE 1916 FOUNDATION

Summary of Investments

As of December 31, 2013

INVESTMENT CATEGORY	MARKET VALUE (M/V) As of 11/30/2013	% OF M/V	MARKET VALDE. (M/V) As of 12/31/2013	% OF M/V
PRINCIPAL PORTFOLIO(S)				
Other Assets	\$325,000.00	6.46	\$325,000.00	6.74
TOTAL PRINCIPAL PORTFOLIO(S)	5,028,743.94	100.00	4,824,838.77	100.00
ACCRUED INCOME	16,443.23		15,560.91	
MARKET VALUE WITH ACCRUED INCOME	5,045,187.17		4,840,399.68	
INCOME PORTFOLIO(S)				
Cash & Currency				99.39
Fixed Money Mkt Funds	81,285.09	100.00	49,410.25	0.61
Uninvested Cash	0.00	0.00	304.76	
TOTAL Cash & Currency	81,285.09	100.00	49,715.01	100.00
TOTAL INCOME PORTFOLIO(S)	81,285.09	100.00	49,715.01	100.00
ACCRUED INCOME	0.60		0.87	
MARKET VALUE WITH ACCRUED INCOME	81,285.69		49,715.88	
GRAND TOTAL(S)	5,110,029.03		4,874,553.78	
ACCRUED INCOME	16,443.83		15,561.78	
MARKET VALUE WITH ACCRUED INCOME	5,126,472.86		4,890,115.56	



Summary of Activity

THE 1916 FOUNDATION

December 1, 2013 through December 31, 2013

Page 5 of 25

	AMOUNT
PRINCIPAL	
OPENING CASH & CASH MANAGEMENT BALANCES:	\$114,335.88
RECEIPTS	
Sales	110,000.00
Transfers/Additions	935.00
Capital Gains Distributions	3,621.16
TOTAL RECEIPTS	114,556.16
DISBURSEMENTS	
Purchases	(935.00)
Distributions	(220,000.00)
Wilmington Trust Fees	(263.81)
TOTAL DISBURSEMENTS	(221,198.81)
CLOSING CASH & CASH MANAGEMENT BALANCES:	7,693.23
INCOME	
OPENING CASH & CASH MANAGEMENT BALANCES:	81,285.09
RECEIPTS	
Dividends	17,604.85
Interest	6,760.07
TOTAL RECEIPTS	24,364.92
DISBURSEMENTS	
Transfers/Withdrawals	(935.00)
Distributions	(55,000.00)
TOTAL DISBURSEMENTS	(55,935.00)
CLOSING CASH & CASH MANAGEMENT BALANCES:	49,715.01





THE 1916 FOUNDATION

Investment Detail

As of December 31, 2013

099625-0000 CUST/THE 1916 FOUNDATION

QUANTITY DESCRIPTION	MARKET VALUE (M/V)	90/MV	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity						\$0.00	0.00
2,109,7140	\$79,396.95	1.52	\$51,698.71	\$21,758.24	\$0.00	\$0.00	0.00
BARON SMALL GAP FUND	34.7900		24.48				
CUSIP: 068278308:TKR:ESCFX							
5,383.1420	251,690.43	4.80	191,999.39	39,691.04	0.00	3,741.28	1.01
DODGE AND COX INTERNATIONAL STOCK FUND	43.0400		35.67				
CUSIP: 256206103:TKR:DODIX							
860.0000	58,747.46	1.22	49,820.32	8,927.14	0.00	1,999.50	3.40
ISHARES GLOBAL TELECOM ETF	68.3110		57.93				
CUSIP: 464287275:TKR:IDP							
3,390.0000	141,685.05	2.94	130,443.40	11,241.65	0.00	2,908.62	2.05
ISHARES MSCI EMERGING MARKETS ETF	41.7950		38.48				
CUSIP: 464287234:TKR:EEM							
851.4470	27,637.97	0.57	22,680.10	4,957.87	0.00	25.54	0.09
LONGLEAF PARTNERS SMALL-CAP FUND	32.4600		26.64				
CUSIP: 543069207:TKR:LSOCX							
4,402.9480	88,685.99	1.42	68,011.07	674.92	0.00	2,659.38	3.87
MATTHEW ASIA DIVIDEND FUND	15.6000		15.45				
INVESTOR CLASS							
CUSIP: 577125107:TKR:MAPIX							
1,826.0330	39,277.97	0.81	31,705.63	7,572.34	0.00	0.00	0.00
PROSPECTOR OPPORTUNITY FUND	21.5100		17.36				
CUSIP: 743588204:TKR:POPFX							
2,650.0000	294,551.50	4.86	189,376.69	45,174.81	0.00	4,046.55	1.73
ENERGY SELECT SECTOR SPDR FUND	88.5100		71.46				
CUSIP: 81369Y506:TKR:XLE							
325.0000	60,024.25	1.24	50,287.81	9,736.44	0.00	1,089.08	1.81
SPDR S&P 500 ETF	184.6900		154.73				
CUSIP: 78462F103:TKR:SPY							

continued



Investment Detail

099625-000 CUST/THE 1916 FOUNDATION

THE 1916 FOUNDATION

As of December 31, 2013

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
890 0000 SPDR S&P DIVIDEND ETF CUSIP 78464A763 TKR SDY	\$64,631.80 72.6200	1.34	\$49,949.30 56.12	\$14,682.50	\$0.00	\$1,459.60	2.26
1,180 0000 SPDR S&P MIDCAP 400 ETF CUSIP 78467Y107 TKR MDY	288,156.00 244.2000	5.97	223,495.72 189.40	64,660.28	0.00	3,073.90	1.07
3,160.0000 STARWOOD PROPERTY TRUST INCORPORATED CUSIP 85571B105 TKR STWD	87,532.00 27.7000	1.81	75,075.65 23.76	12,456.35	1,453.60	5,814.40	6.64
1,330 0000 UTILITIES SELECT SECTOR SPDR ETF CUSIP 81369Y886 TKR XLU	50,500.10 37.9700	1.05	50,052.56 37.63	447.54	0.00	1,948.45	3.86
1,030 0000 VANGUARD HIGH DIVIDEND YIELD ETF CUSIP 921946406 TKR VYM	64,189.60 62.3200	1.33	49,968.60 48.51	14,221.00	0.00	1,801.47	2.81
23,350 8330 VANGUARD TOTAL STOCK MARKET INDEX CLASS SIGNAL CUSIP 922908488 TKR VTSSX	1,052,188.53 45.0600	21.81	739,163.85 31.65	313,024.68	0.00	18,353.75	1.74
1,580 0000 WISDOMTREE DEFA EQUITY INCOME FUND CUSIP 9717W802 TKR DTH	74,939.40 47.4300	1.55	66,728.93 42.23	8,210.47	0.00	2,891.40	3.86
1,230 0000 WISDOMTREE EMERGING MARKETS EQUITY INCOME ETF CUSIP 9717W315 TKR DEM	62,766.90 51.0300	1.30	66,904.01 54.39	(4,137.11)	0.00	2,573.16	4.10
TOTAL Equity	2,680,601.90	55.56	2,107,301.74	573,300.16	1,453.60	54,386.08	2.03

continued





THE 1916 FOUNDATION

As of December 31, 2013

Investment Detail

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QUANTITY DESCRIPTION	MARKET VALUE (MV)	MARKET UNIT PRICE	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%)	YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income:								
25,000,0000	\$25,122,500	100.4900	\$24,927,500	\$195,000	\$82,290	\$837,500	1.34	1.17
AMERICAN EXPRESS CENTR								
CERTIFICATE OF DEPOSIT								
DTD: 10/04/2012 - 150% - 10/04/2016								
NON-CALLABLE								
CUSIP: 02587DL00								
13,341,8590	140,222,940	10,5100	140,089,520	-138,420	445,740	5,803,710	4.14	
BLACKROCK FUNDS II - FLOATING-RATE								
INCOME PORTFOLIO								
CUSIP: 092561187 - IFR BRD								
25,000,0000	24,983,000	99.9320	24,970,000	13,000	106,300	400,000	1.60	1.62
GOLDMAN SACHS BANK USA								
CERTIFICATE OF DEPOSIT								
DTD: 09/26/2012 - 600% - 09/26/2017								
NON-CALLABLE								
CUSIP: 38143AG66								
290,0000	33,114,520	114,1880	34,780,550	(1,666,030)	0,000	1,269,040	3.83	
ISHARES BOXES INVESTMENT GRADE								
CORPORATE BOND ETF								
CUSIP: 464287242 - IFR LQD								
50,000,0000	51,206,500	102,4130	51,140,000	66,500	1,250,000	2,500,000	4.88	3.98
ARIZONA STATE								
TRANSPORTATION REVENUE								
DTD: 10/01/2009 - 5.000% - 07/01/2016								
CALLABLE								
AMBAC								
CUSIP: 040647CET - RATING AA2								

continued



Investment Detail

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/Y	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2016							
25,000 0000	\$26,753.00	0.55	\$27,648.75	(895.75)	\$84.38	\$1,012.50	3.78
COOK CNTY ILLINOIS CMNTY HIGH SCH SCHOOL DISTRICT REVENUE DTD 12/28/2010 4.050% 12/01/2016 NON CALLABLE CUSIP 215723KPI RATING AA1	107.0120		110.60				1.58
2016							
35,000 0000	35,102.55	0.73	35,532.35	(429.80)	203.93	611.80	1.74
VIRGINIA STATE HSG DEV AUTH MULTIFAMILY HOUSING REVENUE DTD 12/22/2011 1.748% 03/01/2016 NON CALLABLE GO OF AUTH CUSIP 92812QV79 RATING AA1	100.2930		101.52				1.61
2017							
50,000.0000	49,114.00	1.02	50,000.00	(886.00)	92.89	727.00	1.48
NASSAU CNTY NEW YORK INTERIM FIN GENERAL OBLIGATION DTD 10/11/2012 1.454% 11/15/2017 NON CALLABLE CUSIP 631663MZ1 RATING AAA	98.2280		100.00				1.93
2017							
50,000 0000	48,374.00	1.00	50,000.00	(1,626.00)	43.75	525.00	1.09
OHIO STATE WTR DEV AUTH REVENUE WATER REVENUE DTD 04/30/2013 1.050% 06/01/2017 NON CALLABLE CUSIP 677659BT4 RATING AA1	96.7480		100.00				2.04

continued





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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%MVA	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
<i>Fixed Income</i>							
2017 25,000,0000 RIO-RANCHO NEW MEXICO GROSS RECPTS GENERAL OBLIGATION DTD 05/30/2013 1.450% 06/01/2017 NON-CALLABLE CUSIP 767169DR3 RATING A1	\$23,078.25 92.3130	0.48	\$25,000.00 100.00	(\$1,921.75)	\$30.21	\$362.50	1.57 3.87
2018 25,000,0000 KING CNTY WASHINGTON GENERAL OBLIGATION DTD 05/04/2004 4.250% 12/01/2018 PREFUNDED 6/01/14 @ 100 AMBAC CUSIP 49474RF2 RATING AAA	25,418.75 101.6750	0.53	25,382.24 101.53	36.51	88.54	1,062.50	4.18 3.87
2018 50,000,0000 MASON OHIO CITY SCH DIST GENERAL OBLIGATION DTD 05/29/2013 4.250% 12/01/2018 NON-CALLABLE CUSIP 57529JJB RATING AAA	53,787.00 107.5740	1.11	56,882.50 113.77	(3,095.50)	177.08	2,125.00	3.95 2.60
2018 25,000,0000 PEPSICO INC DTD 10/24/2008 7.900% 11/01/2018 NON-CALLABLE CUSIP 713448B16 RATING A1	31,249.50 124.9980	0.65	33,830.75 135.32	(2,581.25)	329.17	1,975.00	6.32 2.39
2019 25,000,0000 AT&T INC DTD 02/03/2009 5.800% 02/15/2019 NON-CALLABLE CUSIP 00206RAR3 RATING A3	28,659.00 114.6360	0.59	30,834.50 123.34	(2,175.50)	547.78	1,450.00	5.06 2.72

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QUANTITY	MARKET VALUE (M/V)	%M/V	FEDERAL TAX COST	UNREALIZED	ACCRUED	ESTIMATED	YIELD (%)
DESCRIPTION	MARKET UNIT PRICE		AVERAGE UNIT COST	GAIN/(LOSS)	INCOME	ANNUAL INCOME	YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2019	\$23,673.25	0.49	\$25,000.00	(\$1,326.75)	\$39.58	\$475.00	2.01
CHAGRIN FALLS OHIO EXEMPT VLG	94.6930		100.00				2.88
GENERAL OBLIGATION							
DTD 11/27/2012 1.900% 12/01/2019							
CALLABLE							
CUSIP 157447KT9 RATING AAI							
2019	85,810.50	1.78	91,330.48	(5,519.98)	1,703.13	4,087.50	4.76
CORNELL UNIVERSITY	114.4140		121.77				2.42
DTD 04/02/2009 5.450% 02/01/2019							
NON CALLABLE							
CUSIP 219207AB3 RATING AAI							
2019	35,268.80	0.73	35,237.53	31.27	554.17	1,662.50	4.71
GRAND JUNCTION COLORADO REVENUE	100.7680		100.68				3.09
GENERAL OBLIGATION							
DTD 03/01/2004 4.750% 03/01/2019							
PREREFUNDED 3/01/14 @ 100							
AMBAC							
CUSIP 385789A11 RATING AA							
2019	52,311.50	1.08	57,652.50	(5,341.00)	373.33	2,240.00	4.28
KANSAS STATE DEV FIN AUTH REV	104.6230		115.31				3.59
REVENUE BOND							
DTD 02/25/2010 4.480% 11/01/2019							
NON CALLABLE							
CUSIP 48542KX20 RATING AA2							
2019	48,582.50	1.01	51,992.50	(3,410.00)	208.33	1,250.00	2.57
NEW YORK CITY NEW YORK TRANSITIONAL	97.1650		103.99				3.03
GENERAL OBLIGATION							
DTD 11/17/2011 2.500% 11/01/2019							
NON CALLABLE							
CUSIP 64971QQY2 RATING AAI							

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QUANTITY DESCRIPTION	MARKET VALUE (M/Y) MARKET UNIT PRICE	WMA AVERAGE UNIT COST	FEDERAL TAX COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2019	50,000.0000 PROCTER & GAMBLE CO DTD 02/06/2009 4.700% 02/15/2019 NON CALLABLE CUSIP 742718DN6 RATING AA3	111.6940	\$55,847.00 138.02	(\$3,165.00)	-8887.78	\$2,350.00	4.21 2.27
2019	50,000.0000 SAN ANTONIO TEXAS GENERAL OBLIGATION DTD 11/01/2006 5.000% 02/01/2019 PREREFUNDED 2/01/16 @ 100 CUSIP 796237UQ6	1.14	54,763.00 109,5260	215.34	1,041.67	2,500.00	4.57 2.97
2019	25,000.0000 WEST MORRIS NEW JERSEY REG HIGH SCH SCHOOL DISTRICT REVENUE DTD 08/01/2004 4.400% 05/01/2019 PREREFUNDED 5/01/14 @ 100 NAIL RE SCH BD RES FD CUSIP 954651EM3 RATING BAA1	0.53	25,351.75 101.4070	36.06	183.33	1,100.00	4.34 4.10
2019	25,000.0000 WISCONSIN STATE CLEAN WTR REV WATER REVENUE DTD 03/16/2006 5.000% 06/01/2019 PREREFUNDED 6/01/16 @ 100 CUSIP 977092PE9 RATING AA1	0.57	27,726.50 110.9060	104.08	104.17	1,250.00	4.51 2.82
2020	25,000.0000 JPMORGAN CHASE & CO MEDIUM TERM NOTE DTD 07/22/2010 4.400% 07/22/2020 NON CALLABLE CUSIP 46625HH52 RATING A3	0.56	26,874.00 107.4960	(960.00)	485.83	1,100.00	4.09 3.13

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2020	50,000 0000	0.99	\$50,000.00		\$134.54	\$1,614.50	3.39
	MASSACHUSETTS STATE HSG FIN AGY		100.00				4.06
	HOUSING REVENUE						
	DTD 09/20/2012 3.229% 06/01/2020						
	NON CALLABLE						
	CUSIP 57586NMM0 RATING AA3						
2021	50,000 0000	1.07	54,758.50		708.33	1,875.00	3.64
	BERKSHIRE HATHAWAY INC		109.52				3.29
	DTD 08/15/2011 3.750% 08/15/2021						
	NON CALLABLE						
	CUSIP 084670BC1 RATING AA2						
2021	25,000 0000	0.58	29,643.75		252.50	1,515.00	5.40
	CLARK COUNTY NEVADA		118.58				4.22
	GENERAL OBLIGATION						
	DTD 06/23/2009 6.060% 11/01/2021						
	CALLABLE						
	CUSIP 180848DT7 RATING AA1						
2021	25,000 0000	0.58	28,391.75		113.96	1,367.50	4.92
	DIST OF COLUMBIA		113.57				3.74
	GENERAL OBLIGATION						
	DTD 12/22/2010 5.470% 06/01/2021						
	NON CALLABLE						
	CUSIP 25476FLH9 RATING AA2						
2021	25,000 0000	0.57	28,299.75		558.85	1,156.25	4.24
	GENERAL ELECTRIC CAPITAL CORP		113.20				3.18
	MEDIUM TERM NOTE						
	DTD 01/07/2011 4.625% 01/07/2021						
	NON CALLABLE						
	CUSIP 36962G4Y7 RATING A1						

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QUANTITY DESCRIPTION	MARKET VALUE (MM)	%MV	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2021 35,000,0000	835,292.25	0.73	835,259.62	\$32.63	\$437.99	\$1,487.50	4.21
STATE PUB SCH BLDG AUTH PENNSYLVANIA	100.8350		100.74				4.11
EDUCATION REVENUE							
DTD 03/01/2004 4.250% 03/15/2021							
PREREFUNDED 3/15/14 @ 100							
AGM ST AID WITHHLDG							
CUSIP 85732RZ6 RATING AA2							
2021 50,000,0000	52,796.50	1.09	58,819.00	(6,022.50)	731.94	1,937.50	3.67
TENNESSEE VALLEY AUTHORITY	105.5930		117.64				3.00
DTD 02/08/2011 3.875% 02/15/2021							
NON CALLABLE							
CUSIP 880591E2 RATING AAA							
2021 26,693,0000	28,054.88	0.58	30,826.53	(2,771.65)	138.71	300.30	1.07
UNITED STATES TREASURY NOTES	105.1020		115.49				0.39
TREASURY INFLATION INDEX							
DTD 01/15/2011 1.125% 01/15/2021							
CUSIP 912828PP9 RATING AAA							
2021 25,000,0000	25,807.25	0.53	28,228.75	(2,421.50)	78.13	937.50	3.63
WALT DISNEY COMPANY/THE	103.2290		112.92				3.26
MEDIUM TERM NOTE							
DTD 05/23/2011 3.750% 06/01/2021							
NON CALLABLE							
CUSIP 25468PCL8 RATING A2							
2022 50,000,0000	45,845.50	0.95	50,812.50	(4,967.00)	185.28	1,150.00	2.51
COLGATE PALMOLIVE CO	91.6910		101.63				3.46
MEDIUM TERM NOTE							
DTD 05/03/2012 2.300% 05/03/2022							
NON CALLABLE							
CUSIP 19416QDZ0 RATING AA3							

continued



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QUANTITY DESCRIPTION	MARKET VALUE (M/Y) MARKET UNIT PRICE	%M/Y	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2022	25,000 0000	0.49	\$25,745.50		\$104.90	\$712.50	3.02
	GLAXOSMITHKLINE CAPITAL DTD 05/09/2012 2.850% 05/08/2022 NON CALLABLE CUSIP 377373AD7 RATING A1		94.3150 102.98	(\$2,166.75)			3.65
2025	25,000 0000	0.56	29,329.50		60.56	1,362.50	5.04
	SAN FRANCISCO CITY & CNTY CALIFORNIA GENERAL OBLIGATION DTD 03/24/2010 5.450% 06/15/2025 NON CALLABLE CUSIP 797646NP7 RATING AA1		117.32	(2,315.50)			4.54
2026	25,000 0000	0.66	35,089.75		296.88	1,781.25	5.57
	MASS INSTITUTE OF TECH MEDIUM TERM NOTE DTD 11/01/1996 7.125% 11/02/2026 NON CALLABLE CUSIP 57571KAA2 RATING AAA		140.36	(3,113.25)			4.28
2027	50,000.0000	0.91	50,000.00		423.64	1,510.00	3.44
	FEDERAL FARM CREDIT BANK DTD 09/20/2012 3.020% 09/20/2027 CALLABLE CUSIP 3133EAX60 RATING AAA		100.00	(6,045.50)			4.19
2027	50,000.0000	0.89	49,962.50		191.67	1,500.00	3.49
	FEDERAL HOME LOAN BANK DTD 11/15/2012 3.000% 11/15/2027 CALLABLE CUSIP 313381AE5 RATING AA+		99.93	(7,040.50)			4.37

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THE 1916 FOUNDATION

Investment Detail

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As of December 31, 2013

QUANTITY DESCRIPTION	MARKET VALUE (MV)	%MV	FEDERAL TAX COST-AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2035 25,000 0000	\$96,773.00	0.55	\$26,601.43	\$171.57	\$625.00	\$1,250.00	4.67
BALTIMORE MARYLAND PROJ REVENUE WATER REVENUE	107,092.00		106.41				4.48
DTD 06/01/2005 5.000% 07/01/2035 PREREFUNDED 7/01/15 @ 100 NATL RE							
CUSIP 09222KJN0 RATING AA2							
TOTAL Fixed Income	159,873.44	33.78	1,678,382.77	(79,618.83)	14,106.26	59,633.85	3.73
Inflation Hedges							
3,690 0000 POWERSHARES DB COMMODITY INDEX TRACKING FUND ETP	94,685.40	1.96	102,138.42	(7,453.02)	0.00	0.00	0.00
CUSIP 7933\$105 TKR DBC	25,660.00		27.68				
1,930 0000 VANGUARD REIT EIT (FORMERLY VANGUARD REIT VIPERS)	118,144.80	2.45	124,117.73	(5,972.93)	0.00	5,107.53	4.32
CUSIP 92290855 TKR VNO	64,560.00		67.82				
TOTAL Inflation Hedges	212,830.20	4.41	226,256.15	(13,425.95)	0.00	5,107.53	2.40
Cash & Currency							
7,649 6800 WILMINGTON PRIME MONEY MARKET FUND GLASS SELECT	7,649.68	0.16	7,649.68	0.00	1.05	0.75	0.01
CUSIP 97181G308 TKR VSMXX	1,000.00		1.00				
TOTAL Cash & Currency	7,649.68	0.16	7,649.68	0.00	1.05	0.75	0.01

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Other Assets							
THE VITTORIA OFFSHORE LTD CUSIP 99Y791YE2	\$325,000.00	6.74	\$325,000.00	\$0.00	\$0.00	\$0.00	0.00
TOTAL Other Assets	325,000.00	6.74	325,000.00	0.00	0.00	0.00	0.00
TOTAL PRINCIPAL PORTFOLIO(S)	4,824,795.22	100.00	4,344,539.84	480,255.38	15,560.91	119,128.21	2.47
ACCRUED INCOME	15,560.91						
MARKET VALUE WITH ACCRUED INCOME	4,840,356.13						
INCOME PORTFOLIO(S)							
Cash & Currency							
304 7600	304.76	0.61	304.76	0.00	0.00	0.00	0.00
CASH	1.0000		1.00				
49,410 2500	49,410.25	99.39	49,410.25	0.00	0.87	4.84	0.01
WILMINGTON PRIME MONEY MARKET FUND CLASS SELECT CUSIP 97181C308 TKR VSMXX	1.0000		1.00				
TOTAL Cash & Currency	49,715.01	100.00	49,715.01	0.00	0.87	4.84	0.01
TOTAL INCOME PORTFOLIO(S)	49,715.01	100.00	49,715.01	0.00	0.87	4.84	0.01
ACCRUED INCOME	0.87						
MARKET VALUE WITH ACCRUED INCOME	49,715.88						
GRAND TOTAL(S)	4,874,510.23		4,394,254.85	480,255.38	15,561.78	119,133.05	2.44
ACCRUED INCOME	15,561.78						
MARKET VALUE WITH ACCRUED INCOME	4,890,072.01						





Activity Detail
 099625-000 CUST/THE 1916 FOUNDATION

December 31, 2013 through December 31, 2013

DATE	TYPE	QUANTITY	DESCRIPTION	AMOUNT
	PRINCIPAL			
	OPENING CASH & CASH MANAGEMENT BALANCES:			
	Cash balances are invested on a daily basis.			
12/9/2013	WILMINGTON TRUST FEE		FEE PAYMENT-DIRECT DEBIT(PRIN) COLLECTED Fee Payment 099625-000.P Custody Services Period Ending Balance 11/1/2013 to 11/30/2013 \$ 2,446.46 2,000,000.00 at 15/00/BPS = \$ 250.00 3,000,000.00 at 11.25 BPS = \$ 281.25 5,000,000.00 at 750 BPS = \$ 312.50 36,633,325.31 at 5.25 BPS = \$ 1,602.71 40,78330 % allocation of total fee: 2,446.46	(263.81)
12/10/2013	SALE	(1,697.6010)	SOLD 1697.601 UNITS OF VANGUARD TOTAL STOCK MKT IDX CL-SGNL AFF4418 TRADE DATE 2013-12-09 SETTLEMENT DATE 2013-12-10 \$75,000.00 RECEIVABLE SATISFIED	75,000.00
12/13/2013	TRANSFER/ADDITION		CASH RECEIPT TRANSFER FROM INCOME TO PRINCIPAL OF ACCOUNT 099625-000	935.00
	PURCHASE	60.7540	REINVESTED 60.754 UNITS OF MATTHEWS ASIA DIVIDEND FUND CL-INV THROUGH REINVESTMENT OF CASH DIVIDEND DUE 2013-12-12	(935.00)
12/16/2013	DISTRIBUTION		CASH DISBURSEMENT DISTRIBUTION BY ACH-CKG PAID TO WILMINGTON TRUST COMPANY TRANSFER TO 29980403 FOR 2013 GIFTING PURPOSES	(220,000.00)
	SALE	(35,000.0000)	FULL CALL 35000 PAR VALUE OF UPPER FREEHO NJ-PRE 4.000% 12/15/17 AT 100 TRADE DATE 2013-12-15 SETTLEMENT DATE 2013-12-15 DUE TO FULL CALL AT PAR	35,000.00
12/30/2013	CAPITAL GAINS DISTRIBUTION		RECEIVED LT CAPITAL GAINS DISTRIBUTION PROSPECTOR OPPORTUNITY FUND \$1.32/UNIT ON 1826.033 UNITS DUE 2013-12-27	2,417.92
	CAPITAL GAINS DISTRIBUTION		RECEIVED ST CAPITAL GAINS DISTRIBUTION PROSPECTOR OPPORTUNITY FUND \$0.06/UNIT ON 1826.033 UNITS DUE 2013-12-27	109.22
12/31/2013	TRANSFER/WITHDRAWAL		(65-5000) UNITS OF U.S. TREASURY TIPS 1 125% 1/15/21 ADJUSTED BY 65.5 OLD UNITS 267585 / NEW UNITS 26693 TIPS ADJUSTMENT TO-PAR VALUE TAXLOT #: 736395	

continued



Activity Detail

099625-000 CUST/THE 1916 FOUNDATION

THE 1916 FOUNDATION

December 1, 2013 through December 31, 2013

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DATE	TYPE	QUANTITY DESCRIPTION	AMOUNT
12/31/2013	PRINCIPAL	RECEIVED LT CAPITAL GAINS DISTRIBUTION SPDR S&P DIVIDEND ETF \$0.03/UNIT ON 890 UNITS DUE 2013-12-31	\$30.73
		RECEIVED ST CAPITAL GAINS DISTRIBUTION SPDR S&P DIVIDEND ETF \$1.19/UNIT ON 890 UNITS DUE 2013-12-31	1,063.29
		CLOSING CASH & CASH MANAGEMENT BALANCES:	7,649.68
	INCOME	OPENING CASH & CASH MANAGEMENT BALANCES:	81,285.09
12/2/2013	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON WILMINGTON PRIME MONEY MKT' CL SLCT UNITS DUE 2013-11-30	60
	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON WILMINGTON PRIME MONEY MKT' CL SLCT UNITS DUE 2013-11-30	.89
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON CHAGRIN FALLS OH 1.900% 12/01/19 AT \$0 009500 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	237.50
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON COOK CNTY IL CMNTY 4 050% 12/01/16 AT \$0.020250 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	506.25
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON DIST OF COLUMBIA 5 470% 6/01/21 AT \$0.027350 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	683.75
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON KING CNTY WA PRE 4.250% 12/01/18 AT \$0.021250 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	531.25
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON MASON OH CITY SCH 4 250% 12/01/18 AT \$0.021486 /SHARE ON 50000 PAR VALUE DUE 2013-12-01	1,074.31

continued





THE 1916 FOUNDATION

December 1, 2013 through December 31, 2013

Activity Detail

099625-000 CUST/THE 1916 FOUNDATION

DATE	TYPE	QUANTITY DESCRIPTION	AMOUNT
12/2/2013	INTEREST	CASH RECEIPT OF INTEREST EARNED ON MASSACHUSETTS ST 3.229% 6/01/20 AT \$0.016145 /SHARE ON 50000 PAR VALUE DUE 2013-12-01	\$807.25
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON OHIO ST WTR DEV 1.050% 6/01/17 AT \$0.005250 /SHARE ON 50000 PAR VALUE DUE 2013-12-01	262
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON RIO RANCHO NM GROSS 1.450% 6/01/17 AT \$0.007299 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	182.26
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON WALT DISNEY CO MTN 3.750% 6/01/21 AT \$0.018750 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	468.75
	INTEREST	CASH RECEIPT OF INTEREST EARNED ON WISCONSIN ST PRE 5.000% 6/01/19 AT \$0.025000 /SHARE ON 25000 PAR VALUE DUE 2013-12-01	625.00
	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON BLACKROCK II-FLOAT RAT-INST ON 13341 859 UNITS DUE 2013-12-02	454.68
12/16/2013	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON ISHARES IBOXX \$ INVSTMNT CORP BD ETF AT \$0.367696 /SHARE ON 290 UNITS DUE 2013-12-06	106.63
12/13/2013	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON MATTHEWS ASIA DIVIDEND FUND CL-INV AT \$0.215330 /SHARE ON 4342.194 UNITS DUE 2013-12-12	935
	TRANSFER WITHDRAWAL	CASH DISBURSEMENT TRANSFER FROM INCOME TO PRINCIPAL OF ACCOUNT 099625-000	(935.00)
12/16/2013	DISTRIBUTION	CASH DISBURSEMENT DISTRIBUTION BY ACH-CKG PAID TO WILMINGTON TRUST COMPANY TRANSFER TO 29980403 FOR 2014 EXPENSES	(25,000.00)
	DISTRIBUTION	CASH DISBURSEMENT DISTRIBUTION BY ACH-CKG PAID TO WILMINGTON TRUST COMPANY TRANSFER TO 29980403 FOR 2013 GIFTING PURPOSES	(30,000.00)

continued



Activity Detail

099625-000 CUST/THE 1916 FOUNDATION

THE 1916 FOUNDATION

December 1, 2013 through December 31, 2013

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DATE	TYPE	QUANTITY	DESCRIPTION	AMOUNT
12/16/2013	INTEREST		CASH RECEIPT OF INTEREST EARNED ON SAN FRANCISCO CA 5 450% 6/15/25 AT \$0.027250 /SHARE ON 25000 PAR VALUE DUE 2013-12-15	\$681.25
	INTEREST		CASH RECEIPT OF INTEREST EARNED ON UPPER FREEHO NJ PRE 4.000% 12/15/17 AT \$0.020000 /SHARE ON 35000 PAR VALUE DUE 2013-12-15	700.00
12/20/2013	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON DODGE AND COX INTERNATIONAL STOCK FD AT \$0.695000 /SHARE ON 5383.142 UNITS DUE 2013-12-20	3,741.28
	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON VANGUARD TOTAL STOCK MKT IDX CL SGNL AT \$0.233000 /SHARE ON 23350.833 UNITS DUE 2013-12-20	5,440.74
12/27/2013	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON ISHARES GLOBAL TELECOM ETF AJ' \$0.980077 /SHARE ON 860 UNITS DUE 2013-12-27	842.87
	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON VANGUARD HIGH DIVIDEND YIELD ETF AT \$0.532000 /SHARE ON 1030 UNITS DUE 2013-12-27	547.96
12/30/2013	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON ISHARES MSCI EMERGING MARKETS ETF AT \$0.365778 /SHARE ON 3390 UNITS DUE 2013-12-30	1,239.99
	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON PROSPECTOR OPPORTUNITY FUND AT \$0.071436 /SHARE ON 1826.033 UNITS DUE 2013-12-27	130.44
12/31/2013	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON WISDOMTREE EMRG MKTS EQ INC ETF AT \$0.247770 /SHARE ON 1230 UNITS DUE 2013-12-31	304.76
	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON SPDR ENERGY SELECT SECTOR ETF AT \$0.402680 /SHARE ON 2650 UNITS DUE 2013-12-31	1,067.10
	DIVIDEND		CASH RECEIPT OF DIVIDEND EARNED ON SPDR S&P DIVIDEND ETF AT \$0.465768 /SHARE ON 890 UNITS DUE 2013-12-31	414.53

continued





Activity Detail
 099625-0000 CUST/THE 1916 FOUNDATION

THE 1916 FOUNDATION
 December-1, 2013 through December 31, 2013

DATE	TYPE	QUANTITY DESCRIPTION	AMOUNT
12/31/2013	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON UTILITIES SELECT SECTOR SPDR ETF AT \$0.400560 / SHARE ON 1330 UNITS DUE 2013-12-31	\$532.74
	DIVIDEND	CASH RECEIPT OF DIVIDEND EARNED ON VANGUARD REIT ETF AT \$1.008000 / SHARE ON 1830 UNITS DUE 2013-12-31	1,844
	CLOSING CASH & CASH MANAGEMENT BALANCES		49,715.01



Investment Detail

099625-001 CUST/THE 1916 FOUNDATION

THE 1916 FOUNDATION

As of December 31, 2013

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Cash & Currency							
43 5500	\$43.55	100.00	\$43.55	\$0.00	\$0.00	\$0.00	0.00
WILMINGTON PRIME MONEY MARKET FUND	1.0000		1.00				
CLASS SELECT							
CUSIP 97181C308 TKR VSMXX							
TOTAL Cash & Currency	43.55	100.00	43.55	0.00	0.00	0.00	0.00
TOTAL PRINCIPAL PORTFOLIO(S)	43.55	100.00	43.55	0.00	0.00	0.00	0.00
INCOME PORTFOLIO(S)							
No investment held at this time							
GRAND TOTAL(S)	43.55		43.55	0.00	0.00	0.00	0.00





THE 1916 FOUNDATION

December 1, 2013 through December 31, 2013

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Activity Detail
099625-001 CUST/THE 1916 FOUNDATION

DATE	TYPE	QUANTITY	DESCRIPTION	AMOUNT
PRINCIPAL				
			OPENING CASH & CASH MANAGEMENT BALANCES	843.55
			Cash balances are invested on a daily basis.	
			No activity during this period.	
			CLOSING CASH & CASH MANAGEMENT BALANCES	43.55
INCOME				
			OPENING CASH & CASH MANAGEMENT BALANCES	0.00
			Cash balances are invested on a daily basis.	
			No activity during this period.	
			CLOSING CASH & CASH MANAGEMENT BALANCES	0.00



Other Information

THE 1916 FOUNDATION

As of December 31, 2013

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For the Wilmington Trust Co. and Wilmington Trust, N.A. Deposit Sweeps, the Annual Percentage Yield Earned (APYE) and interest earned are reported in the Investment Detail section of this statement under the headings of Yield% and Accrued Income, respectively. The APYE is based on your average daily balance during the statement period.

The market value and estimated income information contained in this statement reflect market quotations at the close of your statement period and may not reflect current values. This statement should not be used to prepare tax documents. Information for tax reporting purposes will be reflected in your annual Wilmington Trust Tax Information Letter. Please contact your relationship manager if you have any questions.

The Estimated Annual Income (EAI) has been provided for comparison purposes only. EAI may be based on historical information for equities and commingled vehicles such as funds and private placements.

You have 180 days from your receipt of this report to notify Wilmington Trust in writing of your objection to or disapproval of any item set forth in this report. If you do not deliver a written objection or disapproval to Wilmington Trust within the time period stated above, the matters contained in this report shall be deemed to be approved by you and you will be prevented from later asserting any objection or disapproval.

If you do make an objection or disapproval of any item set forth in this report your claim will be limited to the applicable state statute of limitations and will begin to run on the date that you received this report. A claim may be precluded earlier by adjudication, release, consent, limitation or otherwise. We suggest that you consult with your attorney concerning limitation periods that may affect your rights to bring a claim.





Relationship Summary

THE 1916 FOUNDATION

As of December 31, 2013

CONTACTS

Private Client Advisor:
Relationship Manager:
Client Service Officer.

ANTHONY W. LUNGER
TONI ESSNER
PAMELA R. OPALACH

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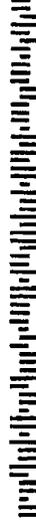
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2013 PFIC ANNUAL INFORMATION STATEMENT
THE VITTORIA OFFSHORE FUND LTD ("The Company")
For The 1916 Foundation

_____ It has been determined that the Company is not a PFIC.

_____ The Company's status under the PFIC rules is unknown and hereby submits the following PFIC Annual Information Statement.

 X The Company is a PFIC and hereby submits the following PFIC Annual Information Statement.

- (1) This Information Statement applies to The Company's taxable year beginning January 1, 2013 and ending on December 31, 2013.
- (2) The Company has the following ordinary earnings and net capital gain prorated to The 1916 Foundation determined in accordance with U.S. tax principles in \$U.S. for the taxable year specified in paragraph (1):

Ordinary Earnings	\$U.S.	<u>\$5,954</u>
Net LT Capital Gain	\$U.S.	<u>\$27,061</u>

- (3) The amount of cash and fair market value of other property distributed or deemed distributed by the Company to the Fund during the taxable year specified in paragraph (1) is as follows in \$U.S.:

Cash *	\$U.S.	<u>NONE</u>
Fair Market Value of Property	\$U.S.	<u>NONE</u>

- (4) The Company will permit the Fund to inspect and copy its permanent books of account, records and other such documents as may be maintained by the Company that are necessary to establish that PFIC ordinary earnings and net capital gain, as provided by section 1293(e) of the Code, are computed in accordance with U.S. tax principles.

* Note: Cash distribution is a result of redemption of stock