Form **990-PF** | Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052 | **2013** | Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: GLOBAL VILLAGE CHARITABLE TRUST

A Employer identification number: 34-1757652

Number and street (or P O box number if mail is not delivered to street address): 4000 PONCE DE LEON BLVD. | Room/suite: 510

B Telephone number: 305-448-2469

City or town, state or province, country, and ZIP or foreign postal code: CORAL GABLES, FL 33146

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 4,377,264.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4.	4.		STATEMENT 1
	4 Dividends and interest from securities	107,660.	107,660.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,080,304.			
	b Gross sales price for all assets on line 6a 1,080,304.				
	7 Capital gain net income (from Part IV, line 2)		1,080,304.		
	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	1,187,968.	1,187,968.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	7,955.	0.		7,955.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	20,050.	0.		200.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,005.	0.		8,155.
	25 Contributions, gifts, grants paid	5,461,429.			5,461,429.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,489,434.	0.		5,469,584.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-4,301,466.			
	b **Net investment income** (if negative, enter -0-)		1,187,968.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2013)

11001022 099928 GLOB7652CLE1 2013.04030 GLOBAL VILLAGE CHARITABLE T GLOB7651

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	22,421.	14,200.	14,200.
	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 STMT 5	8,124,851.	4,363,064.	4,363,064.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,147,272.	4,377,264.	4,377,264.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,147,272.	4,377,264.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	8,147,272.	4,377,264.	
	31 **Total liabilities and net assets/fund balances**	8,147,272.	4,377,264.	

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	8,147,272.
2	Enter amount from Part I, line 27a	2	-4,301,466.
3	Other increases not included in line 2 (itemize) ▶ INCREASE IN MARKET VALUE	3	531,458.
4	Add lines 1, 2, and 3	4	4,377,264.
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	4,377,264.

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	16264 SHARES OF PROGRESSIVE STOCK	D	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,080,304.			1,080,304.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				1,080,304.
b				
c				
d				
e				

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 — 1,080,304.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	3,476,145.	5,499,142.	.632125
2011	3,951,865.	7,973,479.	.495626
2010	1,566,280.	1,221,840.	1.281903
2009	2,743,917.	1,392,836.	1.970022
2008	2,384,271.	4,072,596.	.585443

2	**Total** of line 1, column (d)	2	4.965119
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	.993024
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,338,896.
5	Multiply line 4 by line 3	5	6,294,676.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,880.
7	Add lines 5 and 6	7	6,306,556.
8	Enter qualifying distributions from Part XII, line 4	8	5,469,584.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	23,759.
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	23,759.
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	23,759.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,464.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	19,550.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	30,014.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	6,255.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	6,255.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DANIEL R. LEWIS Telephone no. ▶ (305) 461-3632

Located at ▶ 4000 PONCE DELEON BLVD, CORAL GABLES, FL ZIP+4 ▶ 33133-6519

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | 0.

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [X] Yes [ ] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [ ] Yes [X] 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 [X] 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 [X] 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? [ ] Yes [X] No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? [ ] Yes [X] 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)*

			Yes	No
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)?		5b	X	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL R. LEWIS 3505 SOUTH MOORING WAY COCONUT GROVE, FL 331336519	TRUSTEE 1.00	0.	0.	0.
MARLEY B. LEWIS 153 WAVERLY PLACE APT. NO. 2W NEW YORK, NY 10014	FOUNDATION MANAGER 1.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,393,388.
b	Average of monthly cash balances	1b	42,039.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,435,427.
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	6,435,427.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96,531.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,338,896.
6	**Minimum investment return.** Enter 5% of line 5	6	316,945.

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	316,945.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	23,759.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	23,759.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	293,186.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	293,186.
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	293,186.

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	5,469,584.
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	5,469,584.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,469,584.

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				293,186.
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 2,181,541.				
b From 2009 2,674,275.				
c From 2010 1,505,310.				
d From 2011 3,557,175.				
e From 2012 3,196,574.				
f **Total** of lines 3a through e	13,114,875.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶$ 5,469,584.				
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				293,186.
e Remaining amount distributed out of corpus	5,176,398.			
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	18,291,273.			
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	2,181,541.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	16,109,732.			
10 Analysis of line 9:				
a Excess from 2009 2,674,275.				
b Excess from 2010 1,505,310.				
c Excess from 2011 3,557,175.				
d Excess from 2012 3,196,574.				
e Excess from 2013 5,176,398.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 6

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*				
ADRIENNE ARSHT CENTER CHURE GLADWELL, 1300 BISCAYNE BLVD MIAMI, FL 33132		PUBLIC CHARITY	GENERAL OPERATION	150,213.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004		PUBLIC CHARITY	GENERAL OPERATION	380,032.
AMERICAN FRIENDS OF THE ALDEBURGH FESTIVAL, INC. PO BOX 1857 NEW YORK, NY 10185		PUBLIC CHARITY	GENERAL OPERATION	3,032.
ALVIN AILEY AMERICAN DANCE THEATER 405 W 55TH STREET NEW YORK, NY 10019		PUBLIC CHARITY	GENERAL OPERATION	25,000.
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027		PUBLIC CHARITY	GENERAL OPERATION	18,108.
Total SEE CONTINUATION SHEET(S)			▶ 3a	5,461,429.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4.	
4 Dividends and interest from securities			14	107,660.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	1,080,304.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,187,968.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,187,968.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 11/3/14 Title: Manager

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
AUBREY C. MARKOTA	[signature]	11.3.14		P01321456

Firm's name ▶ DELOITTE TAX ~~LLP~~ Firm's EIN ▶ 86-1065772

Firm's address ▶ 127 PUBLIC SQUARE, SUITE 3300 CLEVELAND, OH 44114-1291 Phone no. 216-589-1300

Form **990-PF** (2013)

323622 10-10-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOLTON HEALTH COMMITTEE PO BOX 186 BOLTON LANDING, NY 12814		PUBLIC CHARITY	GENERAL OPERATION	500.
BOLTON VOLUNTEER FIRE COMPANY P.O. BOX 1365 BOLTON LANDING, NY 12814		PUBLIC CHARITY	GENERAL OPERATION	1,800.
CAMILLUS HOUSE BOB DOCKENSON, 336 NW 5TH STREET MIAMI BEACH, FL 33128		PUBLIC CHARITY	GENERAL OPERATION	10,000.
CARNEGIE HALL SOCIETY 881 SEVENTH AVENUE NEW YORK, NY 10019		PUBLIC CHARITY	GENERAL OPERATION	18,000.
CHICAGO SYMPHONY ORCHESTRA 220 S MICHIGAN AVE CHICAGO, IL 60604		PUBLIC CHARITY	GENERAL OPERATION	500.
CINCINNATI SYMPHONY & POPS ORCHESTRAS 1241 ELM STREET CINCINNATI, OH 45202		PUBLIC CHARITY	GENERAL OPERATION	50,095.
CLASSICAL SOUTH FLORIDA 330 SW SECOND STREET, SUITE 207 FT. LAUDERDALE, FL 33312		PUBLIC CHARITY	GENERAL OPERATION	1,800.
CLEVELAND CLINIC-FLORIDA 2950 CLEVELAND CLINIC BLVD. WESTON, FL 33331		PUBLIC CHARITY	GENERAL OPERATION	252,300.
CONTEMPORARY JUDAIC STUDIES PO BOX 248161, 5202 UNIVERSITY DRIVE, MERRICK BLDG, SUITE 105 CORAL GABLES, FL 33124		PUBLIC CHARITY	GENERAL OPERATION	3,600.
COMMUNITY PARTNERSHIP FOR THE HOMELESS 1550 NORTH MIAMI AVENUE MIAMI, FL 33136		PUBLIC CHARITY	GENERAL OPERATION	180,022.
Total from continuation sheets				4,885,044.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVENUE DETROIT, MI 48201		PUBLIC CHARITY	GENERAL OPERATION	25,000.
DOUBLE H RANCH P.O. BOX 1378 WILLISTON, VT 05485		PUBLIC CHARITY	GENERAL OPERATION	100,240.
THE MURRAY DRANOFF FOUNDATION, INC. 3550 BISCAYNE BLVD, SUITE 702 MIAMI, FL 33137		PUBLIC CHARITY	GENERAL OPERATION	2,500.
EARLY CHILDHOOD INITIATIVE 3250 SW THIRD AVENUE MIAMI, FL 33129		PUBLIC CHARITY	GENERAL OPERATION	5,060.
EIGHTH BLACKBIRD 5315 NORTH CLARK STREET, #104 CHICAGO, IL 60640		PUBLIC CHARITY	GENERAL OPERATION	25,000.
FAIRCHILD TROPICAL BOTANICAL GARDENS 10901 OLD CUTLER ROAD CORAL GABLES, FL 33156		PUBLIC CHARITY	GENERAL OPERATION	3,600.
FEEDING SOUTH FLORIDA 2501 SW 32 TERRACE PEMBROKE PINES, FL 33023		PUBLIC CHARITY	GENERAL OPERATION	50,000.
FESTIVAL OF NORTH AMERICAN ORCHESTRAS 470 PARK AVENUE SOUTH, 9TH FLOOR NEW YORK, NY 10016		PUBLIC CHARITY	GENERAL OPERATION	301,294.
FROST SCHOOL OF MUSIC UNIVERSITY OF MIAMI, P.O. BOX 248165 CORAL GABLES, FL 33124		PUBLIC CHARITY	GENERAL OPERATION	50,010.
GLENS FALLS HOSPITAL FOUNDATION 126 SOUTH STREET GLENS FALLS, NY 12801		SOUNK	GENERAL OPERATION	18,090.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GLENS FALLS SYMPHONY ORCHESTRA P.O. BOX 2036 GLENS FALLS, NY 12801		PUBLIC CHARITY	GENERAL OPERATION	3,600.
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD. MIAMI, FL 33137		PUBLIC CHARITY	GENERAL OPERATION	796,533.
HASBARA FELLOWSHIP 520 8TH AVENUE, #2004 NEW YORK, NY 10018		PUBLIC CHARITY	GENERAL OPERATION	1,800.
HEALTH INFORMATION PROJECT 4601 PONCE DE LEON BLVD. SUITE 300 CORAL GABLES, FL 33146		PUBLIC CHARITY	GENERAL OPERATION	10,000.
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK, NY 10021		PUBLIC CHARITY	GENERAL OPERATION	10,000.
KANSAS CITY SYMPHONY 1703 WYANDOTTE, SUITE 200 KANSAS CITY, MO 64108		PUBLIC CHARITY	GENERAL OPERATION	1,800.
KIDZNOTES 120 MORRIS STREET DURHAM, NC 27701		PUBLIC CHARITY	GENERAL OPERATION	25,000.
LAKE GEORGE ASSOCIATION 4905 LAKE SHORE DRIVE BOLTON LANDING, NY 12814		PUBLIC CHARITY	GENERAL OPERATION	10,000.
LEAGUE OF AMERICAN ORCHESTRAS CAROLINE WOLF, 33 WEST 60TH ST. 5TH FLOOR NEW YORK, NY 10023		PUBLIC CHARITY	GENERAL OPERATION	18,025.
LARGER THAN LIFE USA 146 DOWNEY DRIVE TENAFLY, NJ 07670		PUBLIC CHARITY	GENERAL OPERATION	100,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LILLIAN & BETTY RATNER SCHOOL 27575 SHAKER BLVD. PEPPER PIKE, OH 44124		PUBLIC CHARITY	GENERAL OPERATION	18,000.
LOS ANGELES PHILHARMONIC 151 SOUTH GRAND AVENUE LOS ANGELES, CA 90012		PUBLIC CHARITY	GENERAL OPERATION	10,000.
MANAGEMENT CENTER 1850 M STREET NW, SUITE 1100 WASHINGTON, DC 20036		PRIVATE OPERATING FOUNDATION	GENERAL OPERATION	226,835.
MARLBORO SCHOOL OF MUSIC 161 WALNUT STREET, SUITE 1600 PHILADELPHIA, PA 19103		PUBLIC CHARITY	GENERAL OPERATION	1,800.
MASTER CHORALE OF SOUTH FLORIDA 6278 N. FEDERAL HIGHWAY, #351 FT. LAUDERDALE, FL 33308		PUBLIC CHARITY	GENERAL OPERATION	3,600.
MEDIA MATTERS 1625 MASSACHUSETTS AVENUE, NW, SUITE 300 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATION	200,013.
THE MENORAH PARK FOUNDATION 27100 CEDAR ROAD BEACHWOOD, OH 44122		PUBLIC CHARITY	GENERAL OPERATION	18,000.
MIAMI CITY BALLET 2200 LIBERTY AVE MIAMI BEACH, FL 33139		PUBLIC CHARITY	GENERAL OPERATION	50,000.
MIAMI FOUNDATION 1320 S. DIXIE HWY. SUITE 911 CORAL GABLES, FL 33146		PUBLIC CHARITY	GENERAL OPERATION	15,000.
MIAMI LIGHTHOUSE FOR THE BLIND 601 SW 8TH AVENUE MIAMI, FL 33130		PUBLIC CHARITY	GENERAL OPERATION	18,076.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MIAMI MUSIC PROJECT 1300 BISCAYNE BLVD. MIAMI, FL 33132		PUBLIC CHARITY	GENERAL OPERATION	25,115.
MIAMI UNIVERSITY 725 E. CHESTNUT STREET OXFORD, OH 45056		PUBLIC CHARITY	GENERAL OPERATION	23,550.
MUSEUM OF ART FORT LAUDERDALE 1 E LAS OLAS BLVD FT. LAUDERDALE, FL 33301		PUBLIC CHARITY	GENERAL OPERATION	50,000.
MUSEUM OF CONTEMPORARY ART JOAN LEHMAN BUILDING, 770 NE 125TH STREET. NORTH MIAMI, FL 33161		PUBLIC CHARITY	GENERAL OPERATION	63,646.
MUSICAL ARTS ASSOCIATION 1101 EUCLID AVENUE CLEVELAND, OH 44106		PUBLIC CHARITY	GENERAL OPERATION	200,003.
MUSICAL ARTS ASSOC OF MIAMI 1444 BISCAYNE BOULEVARD, SUITE 302 MIAMI, FL 33132		PUBLIC CHARITY	GENERAL OPERATION	752,382.
NEW WORLD SYMPHONY 541 LINCOLN ROAD MIAMI, FL 33139		PUBLIC CHARITY	GENERAL OPERATION	86,013.
NORTH CAROLINA SYMPHONY 3700 GLENWOOD AVENUE, SUITE 130 RALEIGH, NC 27612		PUBLIC CHARITY	GENERAL OPERATION	10,049.
OJAI FESTIVALS JEFFREY HAYDON, P.O. BOX 185 OJAI, CA 93014		PUBLIC CHARITY	GENERAL OPERATION	20,009.
PAN MASS CHALLENGER 77 FOURTH AVENUE NEEDHAM, MA 02494		PUBLIC CHARITY	GENERAL OPERATION	1,800.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RAINEY INSTITUTE 1705 E. 55TH STREET CLEVELAND, OH 44103		PUBLIC CHARITY	GENERAL OPERATION	9,000.
ROCK & ROLL HALL OF FAME & MUSEUM 1100 ROCK AND ROLL BLVD CLEVELAND, OH 44114		PUBLIC CHARITY	GENERAL OPERATION	35,000.
SAINT PAUL CHAMBER ORCHESTRA 408 SAINT PETER ST. ST. PAUL, MN 55102		PUBLIC CHARITY	GENERAL OPERATION	150,475.
COACH SAM'S INNER CIRCLE FOUNDATION 600 SUPERIOR AVENUE EAST, SUITE 1300 CLEVELAND, OH 44114		PUBLIC CHARITY	GENERAL OPERATION	5,000.
SAN DIEGO YOUTH SYMPHONY & CONSERVANCY 1650 EL PRADO #207A SAN DIEGO, CA 92101		PUBLIC CHARITY	GENERAL OPERATION	18,069.
SARATOGA PERFORMING ARTS CENTER 108 AVENUE OF THE PINES SARATOGA SPRINGS, NY 12866		PUBLIC CHARITY	GENERAL OPERATION	20,000.
SYLVESTER COMPREHENSIVE CANCER CENTER P.O. BOX 016960 MIAMI, FL 33101		PUBLIC CHARITY	GENERAL OPERATION	1,800.
TEACH FOR AMERICA 3250 NE 1ST AVENUE, SUITE 212 MIAMI, FL 33137		PUBLIC CHARITY	GENERAL OPERATION	250,000.
TEMPLE BETH AM JOHN WENZEL, 5950 N. KENDALL DRIVE PINECREST, FL 33156-2068		PUBLIC CHARITY	GENERAL OPERATION	25,495.
TEMPLE BETHEL 3 MARION AVE GLENS FALLS, NY 12801		PUBLIC CHARITY	GENERAL OPERATION	3,600.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSIC FORWARD 1275 PROSPECT AVENUE BROOKLYN, NY 11218		PUBLIC CHARITY	GENERAL OPERATION	25,000.
THIRD WAY INSTITUTE 1025 CONNECTICUT AVE. NW, SUITE 501 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATION	250,017.
TRI COUNTY UNITED WAY 696 UPPER GLEN ST. QUEENSBURY, NY 12804		PUBLIC CHARITY	GENERAL OPERATION	31,500.
TULANE UNIVERSITY 6823 ST. CHARLES AVE NEW ORLEANS, LA 70118		PUBLIC CHARITY	GENERAL OPERATION	70,027.
UNITED WAY OF MIAMI-DADE 3250 SW THIRD AVE MIAMI, FL 33129		PUBLIC CHARITY	GENERAL OPERATION	100,021.
UP YONDA FARM PO BOX 1453 BOLTON LANDING, NY 12814		PUBLIC CHARITY	GENERAL OPERATION	1,800.
VERMONT PUBLIC RADIO 27070 CEDAR PARK BEACHWOOD, OH 44122		PUBLIC CHARITY	GENERAL OPERATION	180.
YES INSTITUTE 5725 SUNSET DRIVE MIAMI, FL 33143		PUBLIC CHARITY	GENERAL OPERATION	18,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PROGRESSIVE CORPORATION	107,660.	0.	107,660.	107,660.	
TO PART I, LINE 4	107,660.	0.	107,660.	107,660.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX ACCOUNTING FEES	7,955.	0.		7,955.
TO FORM 990-PF, PG 1, LN 16B	7,955.	0.		7,955.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OH TAXES	200.	0.		200.
FEDERAL ESTIMATE PAYMENT	19,850.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,050.	0.		200.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PROGRESSIVE CORPORATION	4,363,064.	4,363,064.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,363,064.	4,363,064.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 6

NAME OF MANAGER

DANIEL R. LEWIS
MARLEY B. LEWIS

Global Village Charitable Trust
Expenditure Responsibility Statement
Attachment to 2013 Form 990-PF
EIN: 34-1757652

Page 5, Part VII-B, Line 5c

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to this grant.

Name and Address of Grantee:	Management Center 1850 M Street NW, Suite 1100 Washington DC 20036
Amount and Date of Grant:	$226,835; March 15, 2013
Purpose:	For charitable, religious, scientific literary of educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code 1986.
Date of Report Received From the Grantee:	December 11, 2013
Amount Expended by Grantee:	$226,835
Diversion:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Form **8868**
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. GLOBAL VILLAGE CHARITABLE TRUST	Enter filer's identifying number Employer identification number (EIN) or 34-1757652
	Number, street, and room or suite no. If a P O. box, see instructions. 4000 PONCE DE LEON BLVD., NO. 510	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CORAL GABLES, FL 33146	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ DANIEL R. LEWIS 4000 PONCE DELEON BLVD - CORAL GABLES, FL 33133-6519
  Telephone No. ▶ (305) 461-3632 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2013 or
▶ [ ] tax year beginning ______, and ending ______

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 30,014.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 10,464.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 19,550.

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

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. GLOBAL VILLAGE CHARITABLE TRUST	Employer identification number (EIN) or 34-1757652
	Number, street, and room or suite no. If a P.O. box, see instructions. 4000 PONCE DE LEON BLVD., NO. 510	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CORAL GABLES, FL 33146	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

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Telephone No. ▶ (305) 461-3632 Fax No. ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 23,759.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 30,014.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

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12-31-13

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