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990-PF

Form

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

, 2013, and ending

, 20

Name of foundation

MESSING FAMILY CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

FOUNDATION SOURCE 501 SILVERSIDE RD

City or town, state or province, country, and ZIP or foreign postal code

WILMINGTON, DE 19809-1377

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c), line

16) \$ 5,385,916.

J Accounting method

☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

43-6034863

B Telephone number (see instructions)

(800) 839-1754

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐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) (see instructions))

	(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 (attach schedule)	50,333.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B	27.	27.		
3 Interest on savings and temporary cash investments	159,613.	146,099.		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)	55,998.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a 630,645.				
7 Capital gain net income (from Part IV, line 2)		55,998.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 1	-2,926.	1,360.		
12 Total Add lines 1 through 11	263,045.	203,484.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	15,716.	15,716.		
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH. 3	6,040.	1,068.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 4	26,983.	129.		26,801.
24 Total operating and administrative expenses. Add lines 13 through 23	48,739.	16,913.		26,801.
25 Contributions, gifts, grants paid	295,365.			295,365.
26 Total expenses and disbursements Add lines 24 and 25	344,104.	16,913.		322,166.
27 Subtract line 26 from line 12	-81,059.			
a Excess of revenue over expenses and disbursements		186,571.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	25,543.	55,726.	55,726.
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) **	251,259.	354,584.	343,180.
	b	Investments - corporate stock (attach schedule) ATCH 6	2,898,643.	2,697,305.	4,856,510.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule) ATCH 7	105,719.	92,490.	130,500.
14		Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,281,164.	3,200,105.	5,385,916.
17		Accounts payable and accrued expenses			
18		Grants payable			
19		Deferred revenue			
20		Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds	3,281,164.	3,200,105.	
	30	Total net assets or fund balances (see instructions)	3,281,164.	3,200,105.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,281,164.	3,200,105.	

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	3,281,164.
2	Enter amount from Part I, line 27a	2	-81,059.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,200,105.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,200,105.

**ATCH 5

Form 990-PF (2013)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	55,998.	
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) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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	257,675.	4,803,714.	0.053641
2011	255,623.	4,579,416.	0.055820
2010	221,835.	4,175,344.	0.053130
2009	205,419.	3,749,173.	0.054790
2008	3,098,526.	5,196,543.	0.596267

2 Total of line 1, column (d)	2	0.813648
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	0.162730
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,271,950.
5 Multiply line 4 by line 3	5	857,904.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,866.
7 Add lines 5 and 6	7	859,770.
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	322,166.

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

1 a 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	3,731.
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	
3 Add lines 1 and 2		3	3,731.
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	3,731.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,330.	
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	8,330.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	4,599.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 4,599. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO, _____		
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.	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address N/A				
14	The books are in care of FOUNDATION SOURCE Telephone no 800-839-1754			
Located at 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 19809-1377				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country _____				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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.)	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)? (see instructions) ☐ 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 ☒ NoOrganizations 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? ☐ Yes ☒ No
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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0	0	0

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

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

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

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

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

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

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.

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE ----- ----- -----	
2 ----- ----- -----	
All other program-related investments See instructions	
3 NONE ----- ----- -----	
Total. Add lines 1 through 3	

Form 990-PF (2013)

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	5,214,881.
b	Average of monthly cash balances	1b	137,353.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,352,234.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,352,234.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	80,284.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,271,950.
6	Minimum investment return. Enter 5% of line 5	6	263,598.

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	263,598.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,731.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,731.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	259,867.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	259,867.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	259,867.

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	322,166.
b	Program-related investments - total from Part IX-B	1b	
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	322,166.
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 (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	322,166.

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				259,867.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008 2,859,468.				
b From 2009 22,867.				
c From 2010 16,271.				
d From 2011 101,003.				
e From 2012 21,031.				
f Total of lines 3a through e	3,020,640.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>322,166.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				259,867.
e Remaining amount distributed out of corpus	62,299.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,082,939.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	2,859,468.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	223,471.			
10 Analysis of line 9				
a Excess from 2009 22,867.				
b Excess from 2010 16,271.				
c Excess from 2011 101,003.				
d Excess from 2012 21,031.				
e Excess from 2013 62,299.				

NOT APPLICABLE

4942(j)(5)

(4) Gross investment income .

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATCH 9				
Total			▶ 3a	295,365.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	27.	
4	Dividends and interest from securities			14	159,613.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	55,998.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	ATCH 10 _____		-4,286.		1,360.	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		-4,286.		216,998.	
13	Total. Add line 12, columns (b), (d), and (e)					212,712.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | | |
|---|--|-------|-----|----|
| 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? | | Yes | No |
| 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. | | | |

[illegible]

- 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

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.

**Sign
Here**

Signature of officer or trustee Paul Moring Nefty Date 9/23/14

Date _____

▶ DIR/TREAS
Title

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

JEFFREY D HASKELL

Preparer's signature

JEFFREY D HASKELL

Date _____

09/11/2014

Check ☐ self-employed

PTIN	
------	--

P01345770

Firm's name	► FOUNDATION SOURCE
-------------	---------------------

Firm's address	▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY
----------------	--

Firm's EIN ▶ 510398347

Phone no 8008391754

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2013

▶ 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**Name of the organization**

MESSING FAMILY CHARITABLE FOUNDATION

Employer identification number

43-6034863

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 foundationCheck 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).

Name of organization **MESSING FAMILY CHARITABLE FOUNDATION**Employer identification number
43-6034863**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	HUME, TARA HEFTY 1371 HECLA DRIVE, STE A LOUISVILLE, CO 80027	\$ 10,045.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	MESSING WALSH, JEANNE ELISE 30 2ND STREET BROOKLYN, NY 11231	\$ 19,940.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	MESSING, ALI 169 NEVADA STREET SAN FRANCISCO, CA 94110	\$ 10,166.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	MESSING, JAKE 550 GRAND STREET, UNIT PHS BROOKLYN, NY 11211	\$ 10,182.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 MESSING FAMILY CHARITABLE FOUNDATION

Employer identification number

43-6034863

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
1	3M CO MMM, 84 SH.	\$ 10,045.	10/11/2013
2	LABORATORY CORP AMER HLDGS LH, 114 SH.	\$ 9,937.	01/09/2013
2	COMCAST CORP CMCSK, 276 SH.	\$ 10,004.	01/08/2013
3	COMCAST CORP CMCSK, 110 SH.	\$ 5,112.	10/31/2013
3	LABORATORY CORP AMER HLDGS LH, 50 SH.	\$ 5,053.	10/31/2013
4	LABORATORY CORP AMER HLDGS LH, 100 SH.	\$ 10,182.	10/18/2013

Name of organization MESSING FAMILY CHARITABLE FOUNDATION

Employer identification number

43-6034863

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 See instructions) ► \$ _____

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
	----- ----- -----	----- ----- -----	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 LOSS EL PASO PIPELINE PARTNERS LP	-4,271.	15.
FOREIGN TAX REFUND	1,345.	1,345.
TOTALS	<u>-2,926.</u>	<u>1,360.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT SERVICES	15,716.	15,716.
TOTALS	<u>15,716.</u>	<u>15,716.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ESTIMATED TAX FOR 2012	972.	
ESTIMATED TAX FOR 2013	4,000.	
FOREIGN TAX PAID	1,068.	1,068.
TOTALS	<u>6,040.</u>	<u>1,068.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	26,801.		26,801.
BANK CHARGES	129.	129.	
K-1 EXP EL PASO PIPELINE PARTN	53.		
TOTALS	<u>26,983.</u>	<u>129.</u>	<u>26,801.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>ATTACHMENT 5</u>	
<u>DESCRIPTION</u>	ENDING BOOK VALUE
BLACK HAWK COLO DEVICE TAX REV	41,244.
CMC ACAD LEASING TR COLORADO M	51,819.
CORDILLERA MET - 5.375% - 12/0	54,128.
FOOTHILLS PK & REC BLDG AUTH C	52,327.
GRAND CNTY COLO LIBR 4.375% 12	50,562.
MESA CNTY COLO CTFS PARTN-04.5	51,740.
UNIVERSITY COLO ENTERPRISE SYS	52,764.
STATE OBLIGATIONS TOTAL	354,584.
	ENDING FMV
	42,330.
	50,897.
	51,609.
	51,956.
	45,133.
	50,892.
	50,363.
	343,180.

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3M CO	10,045.	11,781.
APPLE INC.	40,790.	47,687.
AT&T CORP COM NEW	25,210.	203,928.
BANK OF AMERICA CORP	119,713.	59,882.
CHEVRON CORP	92,844.	287,293.
COMCAST CORP	15,116.	19,254.
CONOCOPHILLIPS	103,907.	138,898.
EMERSON ELECTRIC CO.	113,819.	280,720.
EXXON MOBIL CORP	40,735.	310,279.
FEDERATED FLOATING RATE STRATE	40,690.	40,683.
FEDERATED HIGH YIELD TRUST	95,360.	127,216.
HERSHEY FOODS CORP COMMON	108,310.	194,460.
INTERNATIONAL BUSINESS MACHINE	74,500.	118,357.
JP MORGAN CHASE & CO	95,774.	175,440.
KINDER MORGAN INC	213,100.	270,000.
LABORATORY CORP AMER HLDGS	131,418.	157,065.
PEPSICO INC	91,899.	281,996.
PFIZER INC.	240,563.	355,246.
PIEDMONT NAT GAS CO	69,158.	198,960.
PIMCO FDS HIGH YIELD MUNICIPAL	31,749.	33,504.
PIMCO TOTAL RETURN ETF	201,425.	199,006.
PIMCO TOTAL RETURN FUND	197,190.	203,201.
PLUM CREEK TIMBER REIT	54,169.	209,295.
POWERSHARES DYNAMIC PHARMACEUT	98,629.	235,312.
ROYAL DUTCH SHELL PLC	40,335.	142,540.
SOUTHERN CO	67,841.	164,440.
UNION PACIFIC	60,074.	96,936.
VANGUARD SHORT TERM INVESTMENT	98,126.	106,942.
VERIZON COMMUNICATIONS	69,207.	119,902.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WEIGHT WATCHERS INTL PHILLIPS 66	24,729. 30,880.	25,027. 41,260.
TOTALS	<u>2,697,305.</u>	<u>4,856,510.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EL PASO PIPELINE PARTNERS LP	92,490.	130,500.
TOTALS	<u>92,490.</u>	<u>130,500.</u>

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
630,645.		PUBLICLY-TRADED SECURITIES 574,841.					55,804.	
		PASSTHROUGH K1 CAPITAL GAIN					194.	
TOTAL GAIN (LOSS)					<u>55,998.</u>	

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
NOEL MESSING HEFTY FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR / TREAS 1.00
TERRANCE HEFTY * FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	VP / DIR 1.00
<p>* TERRANCE HEFTY, VP/DIRECTOR OF MESSING FAMILY CHARITABLE FOUNDATION (THE "FOUNDATION"), IS A PRINCIPAL OF PEAK ASSET MANAGEMENT, LLC, A DISQUALIFIED PERSON, WHICH PROVIDES INVESTMENT MANAGEMENT SERVICES TO THE FOUNDATION. IN THE TAXABLE YEAR ENDING DECEMBER 31, 2013, THE FOUNDATION PAID \$15,716 FOR SERVICES RENDERED BY SUCH DISQUALIFIED PERSON AS REPORTED IN PART I, LINE 16C. SUCH INVESTMENT MANAGEMENT FIRM BILLED THE FOUNDATION AT THE SAME RATE OR BELOW THE RATE IT CHARGES ITS OTHER CLIENTS.</p>	
ROSWELL MESSING III FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	PRES / DIR 1.00
ARLENE NASCHKE FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR / SEC 1.00

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALLIANCE FOR CHILDHOOD 120 W 97TH ST APT 11E NEW YORK, NY 10025	N/A PC	GENERAL & UNRESTRICTED	2,500
ALLIANCE MEDICAL CENTER 1381 UNIVERSITY ST HEALDSBURG, CA 95448	N/A PC	GENERAL & UNRESTRICTED	11,000
AMERICAN SOCIETY FOR PREV OF CRUELTY TO ANIMALS 520 8TH AVE, 7TH FL NEW YORK, NY 10018	N/A PC	GENERAL & UNRESTRICTED	3,685
ANIMAL RESCUE FUND OF THE HAMPTONS INC PO BOX 901 WAINSCOTT, NY 11975	N/A PC	GENERAL & UNRESTRICTED	3,685
AUDUBON CANYON RANCH INC 4900 SHORELINE HWY 1 STINSON BEACH, CA 94970	N/A PC	GENERAL & UNRESTRICTED	1,000
AWARENESS SOCIETY A NJ NONPROFIT CORPORATION PO BOX 219 PMB 137 DUVALL, WA 98019	N/A PC	GENERAL & UNRESTRICTED	2,500

ATTACHMENT 9

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990B-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BALLET NOUVEAU COLORADO 1075 PARK AVE W DENVER, CO 80205	N/A PC	GENERAL & UNRESTRICTED	2,500.
BOYS AND GIRLS CLUB OF CENTRAL SONOMA COUNTY 5435 SNYDER LN ROHNERT PARK, CA 94928	N/A PC	GENERAL & UNRESTRICTED	10,500
BROOKLYN BUREAU OF COMMUNITY SERVICE 285 SCHERMERHORN ST BROOKLYN, NY 11217	N/A PC	SKILLS TRAINING AND DEVELOPMENT PROGRAM	2,000
BROOKLYN BUREAU OF COMMUNITY SERVICE 285 SCHERMERHORN ST BROOKLYN, NY 11217	N/A PC	JOB TRAINING & PARENTING SKILLS INITIATIVE	870
BROOKLYN HEIGHTS MONTESSORI SCHOOL 185 COURT ST BROOKLYN, NY 11201	N/A PC	CAPITAL CAMPAIGN	4,500
CAMP FOR ALL KIDS PO BOX 50194 SAINT LOUIS, MO 63105	N/A PC	GENERAL & UNRESTRICTED	1,500

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITY HARVEST INC 6 E 32ND ST FL 5 NEW YORK, NY 10016	N/A PC	GENERAL & UNRESTRICTED	500.
COLORADO BALLET COMPANY 1278 LINCOLN ST DENVER, CO 80203	N/A PC	GENERAL & UNRESTRICTED	1,000
COMMUNITY ACTION PARTNERSHIP OF SONOMA COUNTY 1300 N DUTTON AVE SANTA ROSA, CA 95401	N/A PC	FARM TO PANTRY PROGRAM	1,000
COMMUNITY ACTION PARTNERSHIP OF SONOMA COUNTY 1300 N DUTTON AVE SANTA ROSA, CA 95401	N/A PC	FOOD TO PANTRY PROGRAM	1,000
CREATIVE GROWTH INC 355 24TH ST OAKLAND, CA 94612	N/A PC	GENERAL & UNRESTRICTED	500
CREATIVITY EXPLORED 3245 16TH ST SAN FRANCISCO, CA 94103	N/A PC	GENERAL & UNRESTRICTED	500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DENVER CENTER FOR THE PERFORMING ARTS 1101 13TH ST DENVER, CO 80204	N/A PC			PRODUCING PARTNERS FOR THE PLAY "THE MOST DESERVING"	12,500
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE NEW YORK, NY 10001	N/A PC			SYRIA DIVISION	500
EARTH ISLAND INSTITUTE INC 2150 ALLSTON WAY, STE 460 BERKELEY, CA 94704	N/A PC			THE BORNEO PROJECT	2,000
EPILEPSY FOUNDATION OF GREATER LOS ANGELES 5777 W CENTURY BLVD STE 820 LOS ANGELES, CA 90045	N/A PC			GENERAL & UNRESTRICTED	1,000
FOOTHILLS UNITED WAY INC 1285 CIMARRON DR STE 101 LAFAYETTE, CO 80026	N/A PC			FOOTHILLS FLOOD RELIEF FUND	1,000
FREQUENT FLYERS PRODUCTIONS INC 3022 STERLING CIR STE 150 BOULDER, CO 80301	N/A PC			GENERAL & UNRESTRICTED	1,000

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRESH AIR FUND 633 3RD AVE FL 14 NEW YORK, NY 10017	N/A PC	THE SPORTS AND ART SCHOLARSHIP FUND	500
FRIENDS OF PERRY MANSFIELD 40755 COUNTY RD 36 STEAMBOAT SPR, CO 80487	N/A PC	GENERAL & UNRESTRICTED	14,850
FRIENDS OF PERRY MANSFIELD 40755 COUNTY RD 36 STEAMBOAT SPR, CO 80487	N/A PC	DANCE DEPARTMENT SCHOLARSHIP FUND, FUNDS TO HELP COVER THE COSTS OF PRODUCING "RODEO" AND THE NEW VIDEO	45,000.
FUTURES WITHOUT VIOLENCE 100 MONTGOMERY ST SAN FRANCISCO, CA 94129	N/A PC	GENERAL & UNRESTRICTED	2,000
GEYSERVILLE VOLUNTEER FIREFIGHTERS ASSOCIATION INC PO BOX 1042 GEYSERVILLE, CA 95441	N/A PC	GENERAL & UNRESTRICTED	2,000
GIRL BE HEARD INSTITUTE 80 E 11TH ST STE 301A NEW YORK, NY 10003	N/A PC	GENERAL & UNRESTRICTED	1,000

MESSING FAMILY CHARITABLE FOUNDATION

43-6034863

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLIDE MEMORIAL UNITED METHODIST CHURCH 330 ELLIS ST SAN FRANCISCO, CA 94102	N/A PC	GENERAL & UNRESTRICTED	500
HEALDSBURG EDUCATION FOUNDATION PO BOX 1668 HEALDSBURG, CA 95448	N/A PC	GENERAL & UNRESTRICTED	13,000
HEALDSBURG PERFORMING ARTS THEATER INC 115 N ST HEALDSBURG, CA 95448	N/A PC	GENERAL & UNRESTRICTED	4,000
HEALDSBURG SHARED MINISTRIES 209 MATHESON ST HEALDSBURG, CA 95448	N/A PC	GENERAL & UNRESTRICTED	4,000
KNIGHTS OF INDULGENCE THEATRE UNITED STATES 461 SEBASTOPOL AVE SANTA ROSA, CA 95401	N/A PC	GENERAL & UNRESTRICTED	2,500
KQED INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110	N/A PC	GENERAL & UNRESTRICTED	500

FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
KUVO DENVER EDUCATIONAL BROADCASTING 2900 WELTON ST STE 200 DENVER, CO 80205	N/A PC		GENERAL & UNRESTRICTED	600
LARKIN STREET YOUTH SERVICES 701 SUTTER ST FL 2 SAN FRANCISCO, CA 94109	N/A PC		GENERAL & UNRESTRICTED	2,500
LEUKEMIA AND LYMPHOMA SOCIETY - GREATER BAY AREA 2455 BENNETT VALLEY RD, STE B204 SANTA ROSA, CA 95404	N/A PC		WOMAN OF THE YEAR CAMPAIGN	1,000
MACKINTOSH ACADEMY 7018 S PRINCE ST LITTLETON, CO 80120	N/A PC		MACKINTOSH, BOULDER'S ANNUAL GIVING CAMPAIGN	1,000
MARY INSTITUTE AND SAINT LOUIS COUNTRY DAY SCHOOL 101 N WARSON RD SAINT LOUIS, MO 63124	N/A PC		GENERAL & UNRESTRICTED	5,000
NANCYS LIST 240 ALMONTE BLVD MILL VALLEY, CA 94941	N/A PC		GENERAL & UNRESTRICTED	10,250

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
OLD FIRST CENTER FOR THE ARTS 1751 SACRAMENTO ST SAN FRANCISCO, CA 94109	N/A PC		GENERAL & UNRESTRICTED	2,500
OPEN GATE SANGHA INC PO BOX 112107 CAMPBELL, CA 95011	N/A PC		SCHOLARSHIP FUND TO SUBSIDIZE RETREATS FOR THOSE THAT CAN'T PAY FULL TUITION	3,000
PECONIC LAND TRUST INCORPORATED PO BOX 1776 SOUTHAMPTON, NY 11969	N/A PC		GENERAL & UNRESTRICTED	500.
PENLAND SCHOOL OF CRAFTS INC PO BOX 37 PENLAND, NC 28765	N/A PC		GENERAL & UNRESTRICTED	250
PROJECT OPEN HAND 730 POLK ST 3RD FL SAN FRANCISCO, CA 94109	N/A PC		GENERAL & UNRESTRICTED	500
ROCKY MOUNTAIN RAPTOR PROGRAM 2519 S SHIELDS ST 115 FORT COLLINS, CO 80526	N/A PC		GENERAL & UNRESTRICTED	1,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
SEVA FOUNDATION 1786 5TH ST BERKELEY, CA 94710	N/A PC		GENERAL & UNRESTRICTED	500
ST LUKE LUTHERAN CHURCH 7337 HUBBARD AVE MIDDLETON, WI 53562	N/A PC		WILLARD C HEFTY MEMORIAL SCHOLARSHIP FUND FOR UW-MADISON FOR ACADEMIC YEAR 2013-2014	9,035
STORIES ON STAGE 2590 WALNUT ST BOULDER, CO 80302	N/A PC		GENERAL & UNRESTRICTED	1,000
SYNERGY SCHOOL 1387 VALENCIA ST SAN FRANCISCO, CA 94110	N/A PC		GENERAL & UNRESTRICTED	50,000
SYNERGY SCHOOL 1387 VALENCIA ST SAN FRANCISCO, CA 94110	N/A PC		ENDOWMENT FUND	1,000
SYNERGY SCHOOL 1387 VALENCIA ST SAN FRANCISCO, CA 94110	N/A PC		TUITION FOR SCHOLARSHIP FUND RECIPIENTS	1,870

MESSING FAMILY CHARITABLE FOUNDATION

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FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE NATURE CONSERVANCY - COLORADO CHAPTER 2424 SPRUCE ST BOULDER, CO 80302	N/A PC	GENERAL & UNRESTRICTED	2,270
THE NATURE CONSERVANCY - COLORADO CHAPTER 2424 SPRUCE ST BOULDER, CO 80302	N/A PC	NORTHWEST COLORADO YAMPA RIVER PROJECT	20,000
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53708	N/A PC	HEFTY FACULTY FELLOWS FUND	10,000.
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53708	N/A PC	SCHOOL OF EDUCATION ANNUAL FUND	1,000
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53708	N/A PC	DANCE DEPARTMENT SCHOLARSHIP FUND	5,000.
URBANGLOSS NEW YORK CONTEMPORARY GLASS CENTER INC 647 FULTON ST BROOKLYN, NY 11217	N/A PC	GENERAL & UNRESTRICTED	500

MESSING FAMILY CHARITABLE FOUNDATION

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WESLEYAN UNIVERSITY, THE WESLEYAN FUND 318 HIGH ST MIDDLETOWN, CT 06459	N/A PC	GENERAL & UNRESTRICTED	5,000
WESLEYAN UNIVERSITY, THE WESLEYAN FUND 318 HIGH ST MIDDLETOWN, CT 06459	N/A PC	MYSTICAL SEVEN	1,000
			TOTAL CONTRIBUTIONS PAID
			295,365

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FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 10

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
K-1 PASSTHROUGH LOSS	525990	-4,286.	14	15.	
FOREIGN TAX REFUND			01	1,345.	
TOTALS		-4,286.		1,360.	