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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

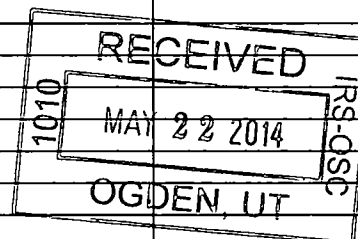
or Section 4947(a)(1) Trust Treated as Private Foundation
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Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation D'ANIELLO FAMILY FOUNDATION INC.		A Employer identification number 46-1233894
Number and street (or P O box number if mail is not delivered to street address) 1001 PENNSYLVANIA AVENUE, SUITE #220S		B Telephone number (see instructions) () -
City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20004		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ 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: ☒ 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) ▶ \$ 44,083,932.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

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)				
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	909.	909.		ATCH 1
4	Dividends and interest from securities	1,925,306.		1,925,306.	ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	62,462.			
b	Gross sales price for all assets on line 6a	1,097,090.			
7	Capital gain net income (from Part IV, line 2)		62,462.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,988,677.	63,371.	1,925,306.	
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)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	0			
25	Contributions, gifts, grants paid	25,000.			25,000.
26	Total expenses and disbursements. Add lines 24 and 25	25,000.			25,000.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	1,963,677.			
b	Net investment income (if negative, enter -0-)		63,371.		
c	Adjusted net income (if negative, enter -0-)			1,925,306.	



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		623,232.	3,602,787.	3,602,787.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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). **	40,549,077.	39,228,528.	40,481,145.	
	b	Investments - corporate stock (attach schedule)				
	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)				
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)	41,172,309.	42,831,315.	44,083,932.	
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 (attach schedule)					
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 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				
	29	Retained earnings, accumulated income, endowment, or other funds	41,172,309.	42,831,315.		
	30	Total net assets or fund balances (see instructions)	41,172,309.	42,831,315.		
	31	Total liabilities and net assets/fund balances (see instructions)	41,172,309.	42,831,315.		

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	41,172,309.
2	Enter amount from Part I, line 27a	2	1,963,677.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	43,135,986.
5	Decreases not included in line 2 (itemize) ▶ ATCH 4	5	304,671.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	42,831,315.

**ATCH 3

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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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
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	62,462.	
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	4,000,000.	2,654,415.	1.506923
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			2 1.506923
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 1.506923
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 43,883,529.
5 Multiply line 4 by line 3			5 66,129,099.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 634.
7 Add lines 5 and 6			7 66,129,733.
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 25,000.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,267.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	1,267.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,267.
6 Credits/Payments.		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	0
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	1,267.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
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) ☐ VA, _____		
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? Website address N/A	13	X	
14	The books are in care of DANIEL A. D'ANIELLO Telephone no. _____ Located at 1001 PENNSYLVANIA AVENUE, SUITE #220S WASHINGTON, DC ZIP+4 20004			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here _____ and enter the amount of tax-exempt interest received or accrued during the year. 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country _____	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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 ☒ 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? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		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

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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 ☒ No**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? ☐ Yes ☒ No**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**7b****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 5		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.	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	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	
b	Average of monthly cash balances	1b	1,804,070.
c	Fair market value of all other assets (see instructions)	1c	42,747,736.
d	Total (add lines 1a, b, and c)	1d	44,551,806.
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	44,551,806.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	668,277.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	43,883,529.
6	Minimum investment return. Enter 5% of line 5	6	2,194,176.

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	2,194,176.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,267.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,267.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,192,909.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,192,909.
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	2,192,909.

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	25,000.
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	25,000.
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	25,000.

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				2,192,909.
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				
b From 2009				
c From 2010				
d From 2011				
e From 2012 3,918,490.				
f Total of lines 3a through e	3,918,490.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>25,000.</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				25,000.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,167,909.			2,167,909.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,750,581.			
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)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,750,581.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 1,750,581.				
e Excess from 2013				

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

NOT APPLICABLE

- 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(1)(3) or

4942(1)(5)

- 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

Tax year

Prior 3 years

(e) Total

(a) 2013

(b) 2012

(c) 2011

(d) 2010

- 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 invest-
ment 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 (1)(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).)

DANIEL A. D'ANIELLO

- 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.

N/A

- 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	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
Name and address (home or business)				
a Paid during the year				
ATCH 6				
Total			▶ 3a	25,000.
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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	909.	
4 Dividends and interest from securities			14	1,925,306.	
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	62,462.	
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)				1,988,677.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,988,677.

(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). (See instructions.)

		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.		

[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.

Date _____

Title

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

Phone no 202-862-1880

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**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust

D'ANIELLO FAMILY FOUNDATION INC.

Employer identification number

46-1233894

Note: Form 5227 filers need to complete **only** Parts I and II.**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked	1,097,090.	1,034,628.		62,462.
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶				16 62,462.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		
18 Net long-term gain or (loss):			
a Total for year	18a		62,462.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		
c 28% rate gain	18c		
19 Total net gain or (loss). Combine lines 17 and 18a. ▶	19		62,462.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	20	()
a The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24 Add lines 22 and 23	24		
25 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	25		
26 Subtract line 25 from line 24. If zero or less, enter -0-	26		
27 Subtract line 26 from line 21. If zero or less, enter -0-	27		
28 Enter the smaller of the amount on line 21 or \$2,450	28		
29 Enter the smaller of the amount on line 27 or line 28	29		
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30		
31 Enter the smaller of line 21 or line 26	31		
32 Subtract line 30 from line 26.	32		
33 Enter the smaller of line 21 or \$11,950.	33		
34 Add lines 27 and 30	34		
35 Subtract line 34 from line 33. If zero or less, enter -0-	35		
36 Enter the smaller of line 32 or line 35.	36		
37 Multiply line 36 by 15%. ▶	37		
38 Enter the amount from line 31	38		
39 Add lines 30 and 36	39		
40 Subtract line 39 from line 38. If zero or less, enter -0-	40		
41 Multiply line 40 by 20% ▶	41		
42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43 Add lines 37, 41, and 42	43		
44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Schedule D (Form 1041) 2013

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)	
1,097,090.		JAMES CITY CNT BE 5000 *21JUN15 PROPERTY TYPE: OTHER 1,034,628.				P	01/12/2007 62,462.	10/25/2013
TOTAL GAIN (LOSS)							<u>62,462.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MORGAN STANLEY	909.	909.
TOTAL	<u>909.</u>	<u>909.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>ADJUSTED NET INCOME</u>
MORGAN STANLEY ACCRUED INTEREST RECEIVED	18,750.	18,750.
MORGAN STANLEY TAX EXEMPT INTEREST	1,906,556.	1,906,556.
TOTAL	<u>1,925,306.</u>	<u>1,925,306.</u>

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

<u>DESCRIPTION</u>	<u>ATTACHMENT 3</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MORGAN STANLEY MUNI BONDS	39,228,528.	40,481,145.
US OBLIGATIONS TOTAL	<u>39,228,528.</u>	<u>40,481,145.</u>



Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

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Account Detail

D'AMIELLO FAMILY FOUNDATION INC.
C/O DANIEL A D'AMIELLO

Investment Objectives[†]: Capital Appreciation, Aggressive Income, Income, Speculation

Brokerage Account

[†] See the Expanded Disclosures for more information about investment objectives. Please review for accuracy and inform us if your investment objectives change.

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month. "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market. See "Pricing of Securities" in the Expanded Disclosures. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates. Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate. Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest. If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures. New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns. Refer to the Expanded Disclosures for additional information.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions.

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	\$3,357,786.61	\$1,679.00	—	0.050
MORGAN STANLEY PRIVATE BANK NA #	245,000.00	123.00	—	0.050
CASH, BDP, AND MMFS	Percentage of Assets % 8.2%	Market Value \$3,602,786.61	Estimated Annual Income \$1,802.00	Accrued Interest \$0.00

Bank Deposits are held at either (1) Morgan Stanley Bank, N.A., and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC, or (2) Citibank, N.A., each a national bank and FDIC member.

Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

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Account Detail

D'ANIELLO FAMILY FOUNDATION INC.
C/O DANIEL A D'ANIELLO

MUNICIPAL BONDS

Security Description	Trade Date	Face Value	Orig. Unit Cost Adj. Unit Cost	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
VIRGINIA ST RES AUTH INFRASTRUCTURE REV CUSIP 928170NMO Unit Price \$111.849, Coupon Rate 5.000%, Matures 11/01/2024, Int Semi-Annually May/Nov 01, Callable \$100.00 on 11/01/19, Yield to Call 2.785%, Federal Tax Exempt, Moody AAA S&P AAA, Issued 06/17/09	3/4/10	1,075,000.000	\$116.036 \$110.253	\$1,247,386.97 \$1,185,218.81	\$1,202,376.75	\$117,157.94 LT	\$53,750.00 \$8,958.33	4.47
VIRGINIA COMWLTH TRANSN BRD TRANSN REV CUSIP 927793PL7 Unit Price \$108.224, Coupon Rate 5.000%, Matures 05/15/2025, Int Semi-Annually May/Nov 15, Callable \$100.00 on 05/15/16, Yield to Call 1.459%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 05/11/06	4/19/11	2,000,000.000	106.282 103.089	2,125,640.00 2,061,775.76	2,164,480.00	102,704.24 LT	100,000.00 12,777.78	4.62
VIRGINIA ST PUB SCH AUTH SCH FING REF-C CUSIP 928175N2 Unit Price \$107.110, Coupon Rate 4.750%, Matures 08/01/2027, Int Semi-Annually Feb/Aug 01, Callable \$100.00 on 08/01/19, Yield to Call 3.343%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 10/27/09	4/27/11	2,000,000.000	105.989 104.258	2,119,780.00 2,085,150.78	2,142,200.00	57,049.22 LT	95,000.00 39,583.33	4.43
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS REV-A CUSIP 927781D92 Unit Price \$101.307, Coupon Rate 4.000%, Matures 02/01/2028, Int Semi-Annually Feb/Aug 01, Callable \$100.00 on 02/01/22, Yield to Call 3.810%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 05/03/12	4/23/12	2,000,000.000	108.125 106.902	2,162,500.00 2,138,035.98	2,026,140.00	(111,895.98) LT	80,000.00 33,333.33	3.94
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS REV-A CUSIP 927781YX6 Unit Price \$109.254, Coupon Rate 5.000%, Matures 02/01/2028, Int Semi-Annually Feb/Aug 01, Callable \$100.00 on 02/01/21, Yield to Call 3.512%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 08/16/11	9/20/11	2,000,000.000	114.959 111.715	2,299,180.00 2,234,296.84	2,185,080.00	(49,216.84) LT	100,000.00 41,666.67	4.57
NEWPORT NEWS VA GENL OBLIG CUSIP 652233CC9 Unit Price \$108.172, Coupon Rate 5.000%, Matures 03/01/2028, Int Semi-Annually Mar/Sep 01, Callable \$100.00 on 03/01/18, Yield to Call 2.903%, Federal Tax Exempt, Moody AA1 S&P AA, Issued 04/09/08	1/14/11 1/14/11 Total	515,000.000 1,000,000.000 1,515,000.000	102.388 101.491 101.491	527,298.20 522,677.70 1,023,880.00 1,014,908.14 1,551,178.20 1,537,585.84	557,085.80 1,081,720.00 1,638,805.80	34,408.10 LT 66,811.86 LT 101,219.96 LT	75,750.00 25,249.99	4.62
VIRGINIA ST PUB BLDG AUTH PUB FACS REV CUSIP 928172UH6 Unit Price \$108.172, Coupon Rate 5.000%, Matures 03/01/2028, Int Semi-Annually Mar/Sep 01, Callable \$100.00 on 03/01/18, Yield to Call 2.903%, Federal Tax Exempt, Moody AA1 S&P AA, Issued 04/09/08	4/9/10 1/28/11	500,000.000 500,000.000	109.866 106.325 103.734 102.608	549,330.00 531,625.27 518,670.00 513,038.13	545,300.00 545,300.00	13,674.73 LT 32,261.87 LT		

Morgan Stanley

Account Detail

D'ANIELLO FAMILY FOUNDATION INC.
C/O DANIEL A D'ANIELLO

MUNICIPAL BONDS (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost Adj. Unit Cost	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
Total		1,000,000.00		1,068,000.00 1,044,663.40	1,090,600.00	45,936.60 LT	50,000.00 20,833.33	4.58
Unit Price \$109.060, Coupon Rate 5.000%, Matures 08/01/2028, Int Semi-Annually Feb/Aug 01, Callable \$100.00 on 08/01/19, Yield to Call 3.214%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 06/03/09								
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS R	7/9/10	500,000.00	112.219	561,095.00				
CUSIP 927781ST2	7/9/10	500,000.00	108.022	540,109.48	545,910.00	5,800.52 LT		
			112.219	561,095.00				
	5/19/11	600,000.00	108.022	540,109.48	545,910.00	5,800.52 LT		
			109.641	657,846.00				
	7/27/11	350,000.00	106.909	641,451.26	655,092.00	13,640.74 LT		
			109.701	383,953.50				
			107.087	374,803.43	382,137.00	7,333.57 LT		
Total		1,950,000.00		2,163,989.50 2,096,473.65	2,129,049.00	32,575.35 LT	97,500.00 32,499.99	4.57
Unit Price \$109.182, Coupon Rate 5.000%, Matures 09/01/2028, Int Semi-Annually Mar/Sep 01, Callable \$100.00 on 09/01/19, Yield to Call 3.214%, Federal Tax Exempt, Moody AA1 S&P AA, Issued 12/09/09								
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS REV-A	8/12/09	2,000,000.00	107.247	2,144,940.00				
CUSIP 927781PN8			104.236	2,084,715.32	2,175,000.00	90,284.68 LT	100,000.00 41,666.67	4.59
Unit Price \$108.750, Coupon Rate 5.000%, Matures 02/01/2029, Int Semi-Annually Feb/Aug 01, Callable \$100.00 on 02/01/19, Yield to Call 3.124%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 04/28/09								
VIRGINIA COLLEGE BLDG AUTH VA EDL FACS R	2/14/11	2,000,000.00	103.604	2,072,080.00				
CUSIP 927781SU9			102.540	2,050,800.48	2,171,800.00	120,999.52 LT	100,000.00 33,333.33	4.60
Unit Price \$108.590, Coupon Rate 5.000%, Matures 09/01/2029, Int Semi-Annually Mar/Sep 01, Callable \$100.00 on 09/01/19, Yield to Call 3.324%, Federal Tax Exempt, Moody AA1 S&P AA, Issued 12/09/09								
METRO WASH DC ARPT AUTH REV SYS SER-B	12/14/10	1,300,000.00	99.825	1,297,725.00				
CUSIP 592646J61			99.825	1,297,725.00	1,387,243.00	89,518.00 LT	65,000.00 16,250.00	4.68
Unit Price \$106.711, Coupon Rate 5.000%, Matures 10/01/2029, Int Semi-Annually Apr/Oct 01, Callable \$100.00 on 10/01/19, Yield to Call 3.693%, Federal Tax Exempt, Moody A1 S&P AA+, Issued 04/01/09								
VIRGINIA ST RES AUTH INFRASTRUCTURE REV SER-A	2/22/11	1,570,000.00	107.541	1,688,393.70				
CUSIP 92817QD33			105.615	1,658,162.50	1,700,796.70	42,634.20 LT	78,500.00 13,083.33	4.61
Unit Price \$108.331, Coupon Rate 5.000%, Matures 11/01/2030, Int Semi-Annually May/Nov 01, Callable \$100.00 on 11/01/20, Yield to Call 3.612%, Federal Tax Exempt, Moody AAA S&P AAA, Issued 06/16/10								

Morgan Stanley

Account Detail

D'ANIELLO FAMILY FOUNDATION INC
C/O DANIEL A D'ANIELLO

MUNICIPAL BONDS (CONTINUED)									
Security Description	Trade Date	Face Value	Orig. Unit Cost Adj.	Unit Cost	Orig. Total Cost Adj.	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
LEXINGTON VA IDA VMI DEV BOARD EDL FACS REV ID 7/13/06 CUSIP 52976TAB3	5/25/11	500,000 000	108 900		544,500.00	530,040.00	(1,479.03) LT		
	6/1/11	700,000 000	106 304		531,519.03	763,784.00			
			109.112		763,784.00				
			106 463		745,241.87	742,056.00	(3,185.87) LT		
Total		1,200,000.000			1,308,284.00	1,272,096.00	(4,664.90) LT	60,000.00	4.71
Unit Price \$106.008, Coupon Rate 5.000%, Matures 12/01/2030, Int. Semi-Annually Jun/Dec 01, Callable \$100.00 on 06/01/19, Yield to Call 3.763%, Federal Tax Exempt, Moody AA2, Issued 07/15/10									
HAMPTON ROADS SANITATION DIST VA WASTEWTR REV CUSIP 409327ET6	12/15/11	1,000,000 000	112.766		1,127,660.00				
			109.762		1,097,621.44	1,094,840.00	(2,781.44) LT		
	12/16/11	730,000 000	112.766		823,191.80				
			109.765		801,285.44	799,233.20	(2,052.24) LT		
Total		1,730,000 000			1,950,851.80	1,894,073.20	(4,833.68) LT	86,500.00	4.56
Unit Price \$109.484, Coupon Rate 5.000%, Matures 11/01/2031, Int. Semi-Annually May/Nov 01, Callable \$100.00 on 11/01/19, Yield to Call 3.204%, Federal Tax Exempt, Moody AA2 S&P AAA, Issued 10/20/11									
POWHDATAN CNTY VA GENL OBLIG SCH REF CUSIP 739372CP3	4/26/10	500,000 000	107.974		539,870.00				
			105.313		526,565.54	532,625.00	6,059.46 LT		
	2/23/11	1,000,000 000	102.788		1,027,880.00				
			102.016		1,020,161.16	1,065,250.00	45,088.84 LT		
Total		1,500,000.000			1,567,750.00	1,597,875.00	51,148.30 LT	75,000.00	4.69
Unit Price \$106.525, Coupon Rate 5.000%, Matures 01/15/2032, Int. Semi-Annually Jan/Jul 15, Callable \$100.00 on 01/15/20, Yield to Call 3.781%, Federal Tax Exempt, Moody AA2 S&P AA-, Issued 02/23/10									
UNIVERSITY VA UNIV REVS REF CUSIP 915217SX2	11/29/11	1,400,000 000	114.616		1,604,624.00			70,000.00	4.58
			111.866		1,566,127.63	1,527,092.00	(39,035.63) LT	23,333.33	
Unit Price \$109.078, Coupon Rate 5.000%, Matures 09/01/2032, Int. Semi-Annually Mar/Sep 01, Callable \$100.00 on 09/01/21, Yield to Call 3.632%, Federal Tax Exempt, Moody AAA S&P AAA, Issued 10/13/11									
VIRGINIA COMWLTN TRANSN BRD TRANSN REV CUSIP 927793UB3	7/8/11	1,500,000 000	106.565		1,598,475.00				
			105.160		1,577,398.49	1,584,930.00	7,531.51 LT		
	7/29/11	500,000 000	107.245		536,225.00				
			105.715		528,577.06	528,310.00	(267.06) LT		
Total		2,000,000 000			2,134,700.00	2,113,240.00	7,264.45 LT	100,000.00	4.73
Unit Price \$105.662, Coupon Rate 5.000%, Matures 05/15/2034, Int. Semi-Annually May/Nov 15, Callable \$100.00 on 05/15/21, Yield to Call 4.101%, Federal Tax Exempt, Moody AA1 S&P AA+, Issued 05/25/11									



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CLIENT STATEMENT | For the Period December 1-31, 2013

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DANIELLO FAMILY FOUNDATION INC.
C/O DANIEL A DANIELLO

Account Detail

MUNICIPAL BONDS (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost Adj. Unit Cost	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
METROPOLITAN WASHINGTON D C ARPTS AUTH ARPT SYS REV-A CUSIP 592646T86 Unit Price \$103.931, Coupon Rate 5.000%, Matures 10/01/2035, Int Semi-Annually Apr/Oct 01, Callable \$100.00 on 10/01/20, Yield to Call 4.321%, Federal Tax Exempt, Moody A1 S&P AA-, Issued 07/28/10	9/16/10	1,400,000.00	108.712 106.229	1,521,968.00 1,487,201.84	1,455,034.00	(32,167.84) LT	70,000.00 17,500.00	4.81
VIRGINIA ST RES AUTH INFRASTRUCTURE REV CUSIP 928170A51 Unit Price \$106.218, Coupon Rate 5.000%, Matures 11/01/2035, Int Semi-Annually May/Nov 01, Callable \$100.00 on 11/01/20, Yield to Call 3.952%, Federal Tax Exempt, Moody AAA S&P AAA, Issued 06/16/10	1/31/11	1,090,000.00	102.546 101.901	1,117,751.40 1,110,719.32	1,157,776.20	47,056.88 LT	54,500.00 9,083.33	4.70
FAIRFAX CO VA EDA TRANS DIST IMPT REV SILVER LINE I PROJ CUSIP 30383BAW9 Unit Price \$103.235, Coupon Rate 5.000%, Matures 04/01/2036, Int Semi-Annually Apr/Oct 01, Callable \$100.00 on 04/01/20, Yield to Call 4.401%, Federal Tax Exempt, Moody AA2 S&P AA, Issued 05/26/11	9/28/11	1,800,000.00	109.709 107.426	1,974,762.00 1,933,662.32	1,858,230.00	(75,432.32) LT	90,000.00 22,500.00	4.84
LEXINGTON VA IDA VMI DEV BOARD EDL FACS REV ID 7/13/06 CUSIP 52976TAC1 Unit Price \$104.318, Coupon Rate 5.000%, Matures 12/01/2036, Int Semi-Annually Jun/Dec 01, Callable \$100.00 on 06/01/19, Yield to Call 4.102%, Federal Tax Exempt, Moody AA2, Issued 07/15/10	3/30/11	1,500,000.00	100.583 100.412	1,508,745.00 1,506,181.39	1,564,770.00	58,588.61 LT	75,000.00 6,249.99	4.79
VIRGINIA ST RES AUTH INFRASTRUCTURE REV CUSIP 928170DC3 Unit Price \$105.314, Coupon Rate 5.000%, Matures 11/01/2037, Int Semi-Annually May/Nov 01, Callable \$100.00 on 11/01/17, Yield to Call 3.505%, Federal Tax Exempt, Moody AAA S&P AAA, Issued 12/13/07	2/14/11	1,335,000.00	101.125 100.686	1,350,018.75 1,344,160.62	1,405,941.90	61,781.28 LT	66,750.00 11,125.00	4.74
UPPER OCCOQUAN SEW AUTH VA REGL SEW REV SER-B CUSIP 916277J20 Unit Price \$104.782, Coupon Rate 5.000%, Matures 07/01/2041, Int Semi-Annually Jan/Jul 01, Callable \$100.00 on 07/01/17, Yield to Call 3.535%, Federal Tax Exempt, Moody AA1 S&P AAA, Issued 12/20/07	1/14/11	2,000,000.00	98.875 98.875	1,977,500.00 1,977,500.00	2,095,640.00	118,140.00 LT	100,000.00 50,000.00	4.77

Face Value Percentage of Assets %	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
37,365,000.00	\$39,957,748.32 \$38,228,527.51	\$39,955,339.55	\$726,812.04 LT	\$1,843,250.00 \$525,805.49	4.61%
		\$40,481,145.04			

TOTAL MUNICIPAL BONDS (incl accr.int)

Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

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Account Detail

D'ANIELLO FAMILY FOUNDATION INC.
C/O DANIEL A D'ANIELLO

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
100.0%	\$39,228,527.51	\$43,558,126.16	\$726,812.04 LT	\$1,845,052.00	4.18%
				\$525,805.49	

TOTAL MARKET VALUE

TOTAL VALUE (includes accrued interest)

\$44,083,931.65

Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not included.

ACTIVITY

CASH FLOW ACTIVITY BY DATE

Transaction Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
12/1	Tax Exempt Interest	Income LEXINGTON IDA BE 5000 *36DE01	CUSIP: 52976TAC1			\$37,500.00
12/1	Tax Exempt Interest	Income LEXINGTON IDA BE 5000 *30DE01	CUSIP: 52976TAB3			30,000.00
12/30	Interest Income	MORGAN STANLEY BANK N.A. (Period 11/28-12/30)				151.33
12/30	Interest Income	MORGAN STANLEY PRIVATE BANK NA (Period 11/28-12/30)				11.07
NET CREDITS/(DEBITS)						\$67,662.40

MONEY MARKET FUND (MMF) AND BANK DEPOSIT PROGRAM ACTIVITY

Date	Activity Type	Description	Credits/(Debits)
12/3	Automatic Investment	BANK DEPOSIT PROGRAM	\$67,500.00
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	151.33
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	11.07
NET ACTIVITY FOR PERIOD			\$67,662.40

MESSAGES

Notice Regarding Trade Processing Fees

Effective April 4, 2014, all retail brokerage fixed income trades will be charged a \$6.50 trade processing fee (\$6 for eDelivery clients) for both buys and sells. As a reminder, all trades in managed accounts, TRAK Fund Solution accounts, Choice Select accounts, and certain retirement accounts (e.g., SEP IRAs, SIMPLE IRAs, SAR-SEP IRAs, VIP accounts and RPM accounts) are exempt from the trade processing fee. For additional information, please contact the Client Service Center at 800-270-9878 or your Financial Advisor.

FINRA BrokerCheck

FINRA has established the public disclosure program, known as BrokerCheck, to provide certain information regarding the disciplinary history of FINRA members and their associated persons. The BrokerCheck Hotline Number is 1-800-289-9999. The FINRA web site address is www.finra.org. An investor brochure that includes information describing FINRA BrokerCheck may be obtained from FINRA.

ATTACHMENT 4FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNTADJUSTMENT FOR UNREALIZED ITEMS AT
CONTRIBUTION

304,671.

TOTAL

304,671.

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

ATTACHMENT 5

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DANIEL D'ANIELLO 1001 PENNSYLVANIA AVENUE, SUITE #22 WASHINGTON, DC 20004	CHAIRMAN AND TREASURER 1.00	0	0	0
GAYLE D'ANIELLO 1001 PENNSYLVANIA AVENUE, SUITE #22 WASHINGTON, DC 20004	PRESIDENT AND SECRETARY 1.00	0	0	0
GRAND TOTALS		0	0	0

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

ATTACHMENT 6

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRONX LEBANON NEW DIRECTIONS FUND 1276 FULTON AVENUE BRONX, NY 10456	NONE	PUBLIC CHARITY	GENERAL USE	25,000.
TOTAL CONTRIBUTIONS PAID				<u>25,000.</u>

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

D'ANIELLO FAMILY FOUNDATION INC.

46-1233894

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☒ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	JAMES CITY CNT BE 5000 *21JUN15	01/12/2007	10/25/2013	1,097,090.	1034628.			62,462.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				1,097,090.	1034628.			62,462.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.