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Return of Private Foundation

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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2013**

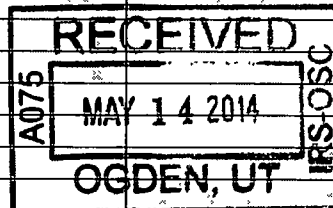
Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation GOOD SAMARITAN, INC		A Employer identification number 51-6000401
Number and street (or P O box number if mail is not delivered to street address) 600 CENTER MILL RD.	Room/suite	B Telephone number (302) 654-7558
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19807		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ 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) \$ 20,715,610.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		389,062.	389,062.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-179,741.			
b Gross sales price for all assets on line 6a 5,377,101.					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		209,321.	389,062.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		14,000.	7,000.		7,000.
c Other professional fees STMT 3		127,308.	117,308.		10,000.
17 Interest					
18 Taxes STMT 4		5,294.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		106.	53.		53.
24 Total operating and administrative expenses. Add lines 13 through 23		146,708.	124,361.		17,053.
25 Contributions, gifts, grants paid		1,666,500.			1,666,500.
26 Total expenses and disbursements. Add lines 24 and 25		1,813,208.	124,361.		1,683,553.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,603,887.			
b Net investment income (if negative, enter -0-)			264,701.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,352.	24,688.	24,688.
	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	1,105,427.		
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	497.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8		18,629,630.	20,690,922.	20,690,922.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		19,743,906.	20,715,610.	20,715,610.
17 Accounts payable and accrued expenses			4,797.	
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	4,797.		
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	18,638,479.	20,710,813.	
	25 Temporarily restricted	1,105,427.	0.	
	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			
30 Total net assets or fund balances	19,743,906.	20,710,813.		
31 Total liabilities and net assets/fund balances	19,743,906.	20,715,610.		

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	19,743,906.
2 Enter amount from Part I, line 27a	2	-1,603,887.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	2,598,098.
4 Add lines 1, 2, and 3	4	20,738,117.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	27,304.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,710,813.

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 ATTACHED DETAIL		P		
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 5,377,101.		5,556,842.	-179,741.
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-179,741.
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	-179,741.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	2,832,554.	18,738,652.	.151161
2011	1,823,761.	20,137,485.	.090565
2010	2,077,478.	21,359,035.	.097265
2009	913,050.	22,741,046.	.040150
2008	1,831,503.	28,907,266.	.063358

2 Total of line 1, column (d)	2	.442499
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	.088500
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	19,161,298.
5 Multiply line 4 by line 3	5	1,695,775.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,647.
7 Add lines 5 and 6	7	1,698,422.
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	1,683,553.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	5,294.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,294.
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	5,294.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	15,497.	
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	15,497.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,203.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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
4a 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?		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE		
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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>FOUNDATION OFFICES</u> Telephone no. ► <u>302-654-7558</u> Located at ► <u>600 CENTER MILL ROAD, WILMINGTON, DE</u> ZIP+4 ► <u>19807</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

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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)?

☐ 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)?

N/A

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

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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	19,436,574.
b	Average of monthly cash balances	1b	16,520.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,453,094.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	19,453,094.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	291,796.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,161,298.
6	Minimum investment return. Enter 5% of line 5	6	958,065.

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	958,065.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,294.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,294.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	952,771.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	952,771.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	952,771.

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	1,683,553.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,683,553.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,683,553.

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.

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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				952,771.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	393,615.			
b From 2009				
c From 2010	1,019,250.			
d From 2011	839,521.			
e From 2012	1,910,163.			
f Total of lines 3a through e	4,162,549.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	1,683,553.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				952,771.
e Remaining amount distributed out of corpus	730,782.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,893,331.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	393,615.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	4,499,716.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	1,019,250.			
c Excess from 2011	839,521.			
d Excess from 2012	1,910,163.			
e Excess from 2013	730,782.			

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

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

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(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

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.

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

- a "Assets" alternative test - enter:

- (1) Value of all assets

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

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

- c "Support" alternative test - enter:

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

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(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).)

NONE

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

NONE

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

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

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 10

- 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				
BOYS AND GIRLS CLUB OF DELAWARE C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	EDUCATION PROGRAM SUPPORT.	25,000.
ACADEMY OF ORTON - GILLINGHAM PRACTITIONERS C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	EXPANDED TRAINING PROGRAM.	100,000.
CLASSICS FOR KIDS FOUNDATION C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	STUDY ON THE IMPACT OF PROGRAMS.	50,000.
EASTSIDE LEARNING C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	VARIOUS PROGRAM SUPPORT.	100,000.
JEFFERSON AWARDS C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	YOUTH LEADERSHIP PROGRAM.	50,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,666,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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					
4 Dividends and interest from securities			14	389,062.	
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	-179,741.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		209,321.	0.
13 Total. Add line 12, columns (b), (d), and (e)				209,321.	209,321.

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

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

[illegible]

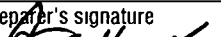
Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	 Signature of officer or trustee		Date 15/6/14		 PRESIDENT Title		
Paid Preparer Use Only	Print/Type preparer's name PETER KENNEDY		Preparer's signature  PETER KENNEDY		Date 05/05/14	Check ☐ if self-employed	PTIN P00571422
	Firm's name ▶ COVER & ROSSITER, P.A.					Firm's EIN ▶ 51-0232475	
	Firm's address ▶ 62 ROCKFORD ROAD, SUITE 200 WILMINGTON, DE 19806					Phone no. (302) 656-6632	

Form **990-PF** (2013)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KINFOLK C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	LAPTOP REPLACEMENTS FOR LOANING TO CHILDREN WITH MEDICAL CHALLENGES.	20,000.
THE STERN CENTER C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	EXPANSION OF PRE-SCHOOL DAYCARE.	200,000.
CANCER SUPPORT CO C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	TECHNOLOGY NEEDS.	5,000.
CHRISTIANA CARE HEALTH C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	SUPPORT OF CRITICAL CARE UNIT.	100,000.
NEW YORK PRESBYTERIAN C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	SUPPORT OF CHILD LIFE SERVICES PROGRAM.	200,000.
SEABURY WESTERN C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	SUPPORT FOR PROCESS OF MERGING WITH ANOTHER ORGANIZATION.	50,000.
MINISTRY OF CARING C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	CHILD CARE CENTER UPGRADES.	25,000.
NAVY SEAL FOUNDATION C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	WARRIOR SUPPORT AND FAMILY SERVICES.	200,000.
WEST END NEIGHBORHOOD C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	SUPPORT FOR LIFELINES PROGRAM.	50,000.
LIGHT UP THE QUEEN C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	CAPITAL CAMPAIGN.	50,000.
Total from continuation sheets				1,341,500.

Part XV · **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DELAWARE FIRST MEDIA C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	GENERATION VOICES PROGRAM.	50,000.
DELAWARE STATE UNI C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	FACILITIES MAINTENANCE.	25,000.
DYSLEXIA FOUNDATION C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	CONFERENCE FUNDING.	15,000.
HIGHLANDER INSTITUTE C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	TITAN TEACHER PROJECT.	150,000.
READING ASSIST C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	FUNDING FOR VOLUNTEER INSTRUCTIONAL MANUALS.	7,500.
ST. MICHAEL'S SCHOOL C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	K THROUGH 2ND GRADE EDUCATIONAL MATERIALS.	10,000.
TEACH FOR AMERICA C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	TRAINING COSTS FOR ONE TEACHER.	44,000.
BOSTON CHILDREN'S HOSPITAL C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	NURSE / PATIENT CORE TRAINING PROGRAM.	100,000.
GRANITE PATHWAYS C/O GOOD SAMARITAN, 600 CENTER MILL ROAD WILMINGTON, DE 19807	NONE	PUBLICLY SUPPORTED	OPERATIONAL SUPPORT AND STRATEGIC PLANNING.	40,000.
Total from continuation sheets				

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DIVIDENDS AND INTEREST	389,062.	0.	389,062.	389,062.		
TO PART I, LINE 4	389,062.	0.	389,062.	389,062.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	14,000.	7,000.		7,000.		
TO FORM 990-PF, PG 1, LN 16B	14,000.	7,000.		7,000.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT MANAGEMENT FEES	107,308.	107,308.		0.		
ADMINISTRATIVE EXPENSE	20,000.	10,000.		10,000.		
TO FORM 990-PF, PG 1, LN 16C	127,308.	117,308.		10,000.		

FORM 990-PF		TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
EXCISE TAXES	5,294.	0.		0.		
TO FORM 990-PF, PG 1, LN 18	5,294.	0.		0.		

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER MISC EXPENSES	106.	53.		53.
TO FORM 990-PF, PG 1, LN 23	106.	53.		53.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN (LOSS) ON INVESTMENTS	2,598,098.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,598,098.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
CHANGE IN VALUE OF SPLIT INTEREST TRUST	27,304.
TOTAL TO FORM 990-PF, PART III, LINE 5	27,304.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	FMV	20,690,922.	20,690,922.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,690,922.	20,690,922.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CARROLL M. CARPENTER C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	PRESIDENT 2.00	 0.	 0.	 0.
ELIZABETH A. DU P. NIELSEN C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	DIRECTOR 2.00	 0.	 0.	 0.
JEFFREY M. NIELSEN C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	SECRETARY-TREASURER 2.00	 0.	 0.	 0.
LEA CARPENTER BROKAW C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	VICE-PRESIDENT 2.00	 0.	 0.	 0.
H. SINCLAIR SHERRILL C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	DIRECTOR 2.00	 0.	 0.	 0.
REV. EDMUND K. SHERRILL, II C/O GOOD SAMARITAN, 600 CENTER MILL RD. WILMINGTON, DE 19807	DIRECTOR 2.00	 0.	 0.	 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MRS. CARROLL M. CARPENTER
600 CENTER MILL ROAD
WILMINGTON, DE 19807

TELEPHONE NUMBER

302-654-7558

FORM AND CONTENT OF APPLICATIONS

WRITTEN NARRATIVE REPORT

ANY SUBMISSION DEADLINES

APPLICATIONS MUST BE RECEIVED BY APRIL 1 FOR THE MAY MEETING AND BY OCTOBER 1 FOR THE NOVEMBER MTG.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE NOT NORMALLY PROVIDED TOWARD BUILDING FUNDS, OTHER CAPITAL ASSETS OR CONFERENCES.

Good Samaritan, Inc., EIN 51-6000401
Realized Gains & Losses - Detail for Part IV
Form 990-PF for Year Ended December 31, 2013

Position	Proceeds	Cost	Realized Gain / (Loss)
Good Samaritan Accounts:			
Goldman Sachs - Hedge Funds	321,873	277,236	44,637
Goldman Sachs - Equity and Fixed Income	169,125	163,650	5,475
Goldman Sachs - Lord Abbett	1,030,470	895,691	134,779
Goldman Sachs - Rothschild	967,854	779,012	188,842
Goldman Sachs - Shapiro	703,549	560,549	143,000
Goldman Sachs - Yacktman	340,968	223,088	117,880
Goldman Sachs - The London Company	81,061	58,852	22,209
Goldman Sachs - Wells Capital	716,036	657,509	58,527
Fairfield Sentry Fund - Write Off	-	1,000,000	(1,000,000)
Paredes Trust Accounts:			
Goldman Sachs - Paredes	515,935	516,994	(1,059)
Goldman Sachs - Equity & Fixed Income	205,498	199,409	6,089
			-
Trust Assets Liquidated	<u>324,732</u>	<u>224,852</u>	<u>99,880</u>
Totals	<u>5,377,101</u>	<u>5,556,842</u>	<u>(179,741)</u>