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

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation
▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

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

For calendar year 2013 or tax year beginning , and ending

Name of foundation: FAIR PLAY FOUNDATION

A Employer identification number: 51-6017779

Number and street (or P O box number if mail is not delivered to street address): SUITE 1010, 100 WEST 10TH STREET | Room/suite

B Telephone number: 302-777-4711

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, DE 19801

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,080,133.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	238,592.	238,592.		STATEMENT 1
	5a Gross rents	7,000.	7,000.		STATEMENT 2
	b Net rental income or (loss) 7,000.				
	6a Net gain or (loss) from sale of assets not on line 10	1,249,741.			
	b Gross sales price for all assets on line 6a 7,579,237.				
	7 Capital gain net income (from Part IV, line 2)		1,249,741.		
	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	35,393.	35,393.		STATEMENT 3
	12 **Total**. Add lines 1 through 11	1,530,726.	1,530,726.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	48,000.	0.		48,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	24,875.	24,875.		0.
	c Other professional fees STMT 5	71,656.	71,656.		0.
	17 Interest				
	18 Taxes STMT 6	63,109.	1,048.		3,672.
	19 Depreciation and depletion				
	20 Occupancy	14,335.	14,335.		0.
	21 Travel, conferences, and meetings	11,296.	11,296.		0.
	22 Printing and publications				
	23 Other expenses STMT 7	27,687.	27,687.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	260,958.	150,897.		51,672.
	25 Contributions, gifts, grants paid	547,500.			547,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	808,458.	150,897.		599,172.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	722,268.			
	b **Net investment income** (if negative, enter -0-)		1,379,829.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	206,557.	334,883.	334,883.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,938.	17,979.	17,979.
	10a Investments - U.S. and state government obligations STMT 8	134,978.	28,552.	31,610.
	b Investments - corporate stock STMT 9	7,758,887.	4,880,590.	7,366,225.
	c Investments - corporate bonds STMT 10	706,732.	304,498.	327,699.
	11 Investments - land, buildings, and equipment basis ▶ 33,697.			
	Less accumulated depreciation STMT 11▶	33,697.	33,697.	1,000,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	0.	3,953,527.	4,001,737.
	14 Land, buildings, and equipment: basis ▶ 109,422.			
	Less accumulated depreciation STMT 13▶ 109,422.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,846,789.	9,553,726.	13,080,133.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	36,293.	75,057.	
	23 **Total liabilities** (add lines 17 through 22)	36,293.	75,057.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	8,810,496.	9,478,669.	
	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			
	30 **Total net assets or fund balances**	8,810,496.	9,478,669.	
	31 **Total liabilities and net assets/fund balances**	8,846,789.	9,553,726.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,810,496.
2	Enter amount from Part I, line 27a	2	722,268.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,532,764.
5	Decreases not included in line 2 (itemize) ▶	5	54,095.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,478,669.

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	MORGAN STANLEY (SEE SCHEDULE NO. 4)	P	VARIOUS	12/31/13
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	7,579,237.		6,329,496.	1,249,741.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				1,249,741.
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** 1,249,741.

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	586,172.	11,553,485.	.050736
2011	575,995.	10,854,753.	.053064
2010	513,360.	10,728,463.	.047850
2009	595,020.	9,968,274.	.059691
2008	595,867.	12,953,886.	.045999

2	**Total** of line 1, column (d)	2	.257340
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	.051468
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,377,951.
5	Multiply line 4 by line 3	5	637,068.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,798.
7	Add lines 5 and 6	7	650,866.
8	Enter qualifying distributions from Part XII, line 4	8	599,172.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	27,597.
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	27,597.
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	27,597.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 11,360.		
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	11,360.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	19.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	16,256.
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
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MANAGEMENT Telephone no. ▶ 302-777-4711

Located at ▶ SUITE 1010, 100 W 10TH ST, WILIMINGTON, DE ZIP+4 ▶ 19801

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 N/A

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

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

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)?	N/A	1b		
	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.)	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

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 | 5b |

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? | 6b | | X |

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE NO. 5				

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	11,169,659.
b	Average of monthly cash balances		1b	396,789.
c	Fair market value of all other assets		1c	1,000,000.
d	**Total** (add lines 1a, b, and c)		1d	12,566,448.
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	12,566,448.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	188,497.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	12,377,951.
6	**Minimum investment return.** Enter 5% of line 5		6	618,898.

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	618,898.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 27,597.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	27,597.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	591,301.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	591,301.
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	591,301.

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	599,172.
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	599,172.
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	599,172.

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				591,301.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009 98,686.				
c From 2010				
d From 2011 38,403.				
e From 2012 19,830.				
f **Total** of lines 3a through e	156,919.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 599,172.				
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				591,301.
e Remaining amount distributed out of corpus	7,871.			
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	164,790.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	164,790.			
10 Analysis of line 9:				
a Excess from 2009 98,686.				
b Excess from 2010				
c Excess from 2011 38,403.				
d Excess from 2012 19,830.				
e Excess from 2013 7,871.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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:

BLAINE T. PHILLIPS, JR. EXECUTIVE DIRECTOR, 302-777-4711
STE 1010, 100 WEST 10TH ST., WILMINGTON, DE 19801

b The form in which applications should be submitted and information and materials they should include:

LETTER EXPLAINING NEEDS

c Any submission deadlines:

APPLICATIONS ACCEPTED AT ANY TIME

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE NO. 6				547,500.
Total			▶ 3a	547,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	238,592.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	7,000.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	35,393.	
8 Gain or (loss) from sales of assets other than inventory			18	1,249,741.	
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.		1,530,726.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,530,726.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Blaine T. Phillips — Signature of officer or trustee | 5/13/14 — Date | Chairman Em. — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CLIFFORD H. HUNTER	Clifford H. Hunter CPA	5/12/14		P00163860
Firm's name ▶ GUNNIP & COMPANY LLP			Firm's EIN ▶ 51-0076769	
Firm's address ▶ 2751 CENTERVILLE RD., STE. 300 WILMINGTON, DE 19808			Phone no. 302-225-5000	

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
MORGAN STANLEY SMITH BARNEY #010930	65,468.	0.	65,468.	65,468.	
MORGAN STANLEY SMITH BARNEY #075951	1,066.	0.	1,066.	1,066.	
MORGAN STANLEY SMITH BARNEY #081962	86,997.	0.	86,997.	86,997.	
MORGAN STANLEY SMITH BARNEY #095541	85,061.	0.	85,061.	85,061.	
TO PART I, LINE 4	238,592.	0.	238,592.	238,592.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME	2	7,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		7,000.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	35,393.	35,393.	
TOTAL TO FORM 990-PF, PART I, LINE 11	35,393.	35,393.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GUNNIP & COMPANY	24,875.	24,875.		0.
TO FORM 990-PF, PG 1, LN 16B	24,875.	24,875.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMISSIONS	71,656.	71,656.		0.
OTHER INVESTMENT EXPENSES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	71,656.	71,656.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	1,048.	1,048.		0.
PAYROLL TAXES	3,672.	0.		3,672.
FEDERAL EXCISE TAXES	58,389.	0.		0.
TO FORM 990-PF, PG 1, LN 18	63,109.	1,048.		3,672.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	20,844.	20,844.		0.
OFFICE	3,343.	3,343.		0.
DUES AND SUBSCRIPTIONS	3,500.	3,500.		0.
TO FORM 990-PF, PG 1, LN 23	27,687.	27,687.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE NO. 1	X		28,552.	31,610.
TOTAL U.S. GOVERNMENT OBLIGATIONS			28,552.	31,610.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			28,552.	31,610.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE NO. 1	4,880,590.	7,366,225.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,880,590.	7,366,225.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE NO. 1	304,498.	327,699.
TOTAL TO FORM 990-PF, PART II, LINE 10C	304,498.	327,699.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
SEE SCHEDULE NO. 2	33,697.	0.	33,697.
TOTAL TO FM 990-PF, PART II, LN 11	33,697.	0.	33,697.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE NO. 3	COST	3,953,527.	4,001,737.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,953,527.	4,001,737.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	108,122.	108,122.	0.
PICTURE LIGHTS	1,300.	1,300.	0.
TOTAL TO FM 990-PF, PART II, LN 14	109,422.	109,422.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED RENTAL INCOME	6,417.	6,417.
ACCRUED EXPENSE	1,826.	1,906.
EXCISE TAX PAYABLE	2,469.	15,532.
DEFERRED EXCISE TAX PAYABLE	25,581.	51,202.
TOTAL TO FORM 990-PF, PART II, LINE 22	36,293.	75,057.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	SEE SCHEDULE NO. 2		L			33,697.			33,697.			0.
2	FURNITURE & FIXTURES	033198	VAR	.000	16	108,122.			108,122.	108,122.		0.
3	PICTURE LIGHTS	040604	SL	7.00	16	1,300.			1,300.	1,300.		0.
	* TOTAL 990-PF PG 1 DEPR					143,119.		0.	143,119.	109,422.	0.	0.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FAIR PLAY FOUNDATION

SCHEDULE NO. 1
ID NO. 51-6017779
YEAR ENDED 12-31-13

PART II LINE 10 - INVESTMENTS

		Book Value	Fair Market Value
250,000	GNMA PL#468342 SF 6.000% Due 09-15-28	8,920	10,064
250,000	GNMA PL#518574 SF 7.000% Due 11-15-29	2,486	2,727
53,000	GNMA PL#628032 SF 5.000% Due 03-15-34	10,958	11,857
58,000	GNMA PL#658297 SF 5.500% Due 02-15-37	6,188	6,962
	Total Form 990-PF, Page 2, Line 10a	$ 28,552	$ 31,610
1,600	Abbott Laboratories	49,669	61,328
800	Abbvie Inc Com	23,136	42,248
2,000	Adobe Systems	75,896	119,758
800	Air Prod & Chem Inc	38,708	89,424
1,000	Allergan Inc.	94,629	111,080
1,200	American Campus Cmmtys Inc	30,987	38,652
1,500	American Express Co	107,442	136,095
1,800	Amerisourcebergen Corp	99,086	126,558
2,000	Analog Devices Inc	97,876	101,860
270	Apple Inc	38,109	151,476
1,000	Baxter Intl Inc	19,120	69,550
2,000	Canadian Natl Railway Co	43,015	114,040
700	Caterpillar Inc	25,405	63,567
800	Celgene Corp	96,829	135,174
5,000	Charles Schwab New	88,592	130,000
225	Chipotle Mexican Grill Inc Com	81,539	119,876
1,500	Citrix Systems Inc	94,569	94,875
1,940	Colgate Palmolive Co	61,474	126,507
2,650	Comcast Corp Class A	99,659	137,707
1,000	ConocoPhillips	22,369	70,650
800	Cummins Inc.	81,204	112,776
1,500	CVS Caremark Corp	48,548	107,355
500	Diageo PLC Spon ADR New	33,805	66,210
2,400	Dollar Tree Inc	99,788	135,408
2,000	Dow Chemical Co	65,621	88,800
1,000	Eaton Corp PLC	51,655	76,120
2,000	Ebay Inc.	94,596	109,730
1,000	Ensco Plc Class A	57,834	57,180
600	Eog Resources Inc	96,622	100,704
1,650	Estee Lauder Co Inc	102,255	124,278
1,100	Exxon Mobil Corp	65,923	111,320
2,000	Facebook	78,130	109,298
1,000	Family Dollar Stores	28,235	64,970
1,400	Fiserv Inc. Wisconsin	52,109	82,670
1,500	FMC Corp New	102,099	113,190
1,000	Freeport McMoran CP&GLD	33,623	37,740
3,000	General Electric Co	98,716	84,090
130	Google Inc-Cl A	79,865	145,692
1,200	HCP Incorporated	23,762	43,584
1,500	Home Depot	118,597	123,510

FAIR PLAY FOUNDATION

SCHEDULE NO. 1
ID NO. 51-6017779
YEAR ENDED 12-31-13

PART II LINE 10 - INVESTMENTS

		Book Value	Fair Market Value
1,300	Ill Tool Works Inc	99,316	109,304
550	Intercontinentialexchange Group	101,181	123,706
2,500	Intel Corp	57,107	64,888
300	Intl Business Machines Corp	38,351	56,271
1,200	Johnson & Johnson	80,712	109,908
1,000	JPMorgan Chase & Co	40,885	58,480
600	Kimberly Clark Corp	38,947	62,676
2,500	Kimco Realty Corp MD	51,053	49,375
600	McDonald's Corp	38,189	58,218
1,500	Metlife Incorporated	70,577	80,880
2,000	Microsoft Corp	59,251	74,820
3,600	Mondelez Intl. Inc. Com	76,943	127,080
1,050	Monsanto Co/New	81,087	122,378
1,700	Noble Energy Inc	101,724	115,787
2,000	Oracle Corp	46,894	76,520
1,287	Pentair Ltd	51,906	99,961
800	Perrigo Co.	83,392	122,768
900	Praxair Inc	26,109	117,027
450	Precision Castparts Corp	72,818	121,185
1,200	Prudential Financial Inc	57,280	110,664
1,600	Qualcomm Inc	77,151	118,800
1,200	Schlumberger Ltd	67,617	108,132
400	Simon PPTY Group Inc	14,908	60,864
1,000	Thermo Fisher Scientific Inc	31,306	111,350
2,000	TJX Cos Inc New	44,756	127,460
1,400	Travelers Companies Inc. Com	84,530	126,756
2,000	Tyco International Ltd New	38,027	82,080
800	United Parcel Service Inc Cl-B	60,997	84,064
800	United Technologies Corp	59,989	91,040
1,100	United Technologies Corp	51,124	125,180
800	UnitedHealth GP Inc	109,306	112,950
1,600	V F Corporation	22,075	99,744
550	Visa Inc Cl A	101,117	122,474
1,500	Walt Disney Co Hldg Co	102,122	114,600
500	Waste Mgmt Inc	14,941	22,435
1,000	WP Carey & Co LLC Com Shs Cl A	25,806	61,350
	Total Form 990-PF, Page 2, Line 10b	4,880,590	7,366,225

		Book Value	Fair Market Value
50,000	Merck & Co Inc, 4.750%, 03-01-15	50,151	52,479
50,000	Oracle Corp, 5.250%, 01-15-16	50,251	54,580
50,000	Cisco Systems Inc, 5 500%, 02-22-16	50,207	55,007
50,000	ConocoPhillips Canada, 5.625%, 10-15-16	50,802	55,944
50,000	General Electric Capital Corp, 6 000%, 08-07-19	50,571	58,666
50,000	El Du Pont DE Nemours & Co, 3.625%,01-15-21	52,516	51,025
	Total Form 990-PF, Page 2, Line 10c	304,498	327,699

FAIR PLAY FOUNDATION

SCHEDULE NO. 2
ID NO. 51-6017779
YEAR ENDED 12-31-13

PART II LINE 11 - INVESTMENTS	Book Value	Market Value
Land - 146.686 acres - Milford Hundred, Kent County	33,697	1,000,000
	33,697	1,000,000

FAIR PLAY FOUNDATION

SCHEDULE NO. 3
ID NO. 51-6017779
YEAR ENDED 12-31-13

PART II LINE 13 - INVESTMENTS

		Book Value	Fair Market Value
2,000	Ishares MSCI Emerging Mkts ETF	65,104	83,590
2,000	Ishares MSCI Pac Ex-Jpn ETF	93,709	93,460
2,500	Kayne Anderson MLP Invt Co	45,268	99,625
12,853	Aberdeen Emerg Mkts Inst A	201,834	185,858
49,251	Brown Adv Interm Inc Inv	545,983	518,618
15,606	Brown Adv Sm CP GW Inv	237,716	290,576
17,616	Doubleline Emerg Mkts FX Inc I	193,795	179,861
67,770	Metropolitan West Tot Ret BD I	736,403	714,970
9,524	Oakmark Internatl I	246,756	250,663
10,584	Oakmark Intl Small Cap I	155,661	182,886
22,139	Vanguard Sm Cap Val Idx Inv	503,619	516,492
66,456	Vanguard Total Bd Mkt Indx Inv	728,727	701,777
69,193	Wasatch Emerging Mkts Small CP	198,953	183,362
Total Form 990-PF, Page 2, Line 13		3,953,527	4,001,737

FAIR PLAY FOUNDATION

Realized Gains and Losses

SCHEDULE NO. 4
ID NO. 51-6017779
YEAR ENDED 12-31-13

Description	Date Sold	Proceeds	Cost	Gain/ (Loss)
Congress #1 - MS 095541				
500 Adobe Systems	11/21/2013	27,542.21	18,973.91	8,568.30
300 Adobe Systems	12/31/2013	17,571.06	11,384.35	6,186 71
2,500 Agilent Technologies	3/22/2013	101,935.51	100,527.35	1,408.16
1,880 Bed Bath & Beyond Inc	5/14/2013	128,095.57	125,908.59	2,186.98
200 Celgene Corp	11/21/2013	31,240.00	24,207 22	7,032.78
50 Chipotle Mexican Grill Inc Com	11/21/2013	26,730.53	18,119.70	8,610.83
1,200 Edward Lifesciences Corp	5/30/2013	77,189.62	99,690.24	(22,500.62)
2,000 Fastenal Co	8/21/2013	88,417.87	100,284.26	(11,866.39)
3,900 Microsoft Corp	6/21/2013	128,398.78	116,657.79	11,740.99
200 Perrigo Co	11/21/2013	30,574.46	20,848 05	9,726.41
800 Perrigo Co	12/19/2013	124,279.68	83,392.20	40,887.48
1,300 American Tower Reit Com	7/22/2013	95,118 48	70,760 41	24,358.07
3,500 BB & T Corp	5/14/2013	111,268.52	104,119.76	7,148.76
1,700 Capital One Financial Corp	3/5/2013	90,856 85	82,955.83	7,901.02
1,000 Caterpillar Inc	11/21/2013	81,164 49	101,267.29	(20,102.80)
1,700 Coach Inc	1/30/2013	86,835 97	102,977.17	(16,141 20)
200 Cummins Inc	12/23/2013	27,363 01	20,300 89	7,062.12
300 Dollar Tree Inc	11/21/2013	16,661 81	12,473 55	4,188.26
700 EMC Corp Mass	7/15/2013	17,550 04	16,399.39	1,150 65
20 Google Inc-Cl A	11/21/2013	20,403 14	12,286.88	8,116.26
250 Johnson & Johnson	11/21/2013	23,378.09	16,815.06	6,563.03
1,500 National Oilwell Varco Inc	5/20/2013	101,983 25	97,078.38	4,904.87
150 Precision Castparts Corp	11/21/2013	37,694.93	24,272 79	13,422.14
920 Roper Ind Inc	5/22/2013	112,783.04	92,214 97	20,568 07
680 V F Corporation	9/4/2013	129,503 08	100,931.75	28,571 33
1,500 Accenture Plc Ireland Cl A	7/23/2013	110,914 17	55,001 23	55,912.94
200 Canadian Natl Railway Co	12/14/2206	22,030.24	8,603.04	13,427 20
2,800 Coca Cola Co	9/20/2013	107,904.59	82,720 09	25,184 50
3,600 EMC Corp Mass	7/15/2013	90,257.34	63,096 81	27,160.53
50,000 FHLMC	11/15/2013	50,000.00	50,000.00	-
41.53 GNMA Pool 468342	2/15/2013	41 53	41.40	0.13
41 76 GNMA Pool 468342	3/15/2013	41.76	41.63	0.13
41.98 GNMA Pool 468342	4/15/2013	41.98	41.85	0.13
42 21 GNMA Pool 468342	5/15/2013	42 21	42.08	0.13
42.44 GNMA Pool 468342	6/15/2013	42.44	42.31	0.13
42.67 GNMA Pool 468342	7/15/2013	42.67	42.54	0.13
42.93 GNMA Pool 468342	8/15/2013	42.93	42.80	0.13
41 86 GNMA Pool 468342	9/15/2013	41.86	41.73	0.13
42 09 GNMA Pool 468342	10/15/2013	42.09	41.96	0.13
42.31 GNMA Pool 468342	11/15/2013	42.31	42.18	0.13
42.54 GNMA Pool 468342	12/15/2013	42.54	42.41	0.13
6.69 GNMA Pool 518574	2/15/2013	6.69	6.59	0.10
6 73 GNMA Pool 518574	3/15/2013	6.73	6.62	0 11
6.77 GNMA Pool 518574	4/15/2013	6.77	6 66	0.11
6.81 GNMA Pool 518574	5/15/2013	6.81	6.70	0.11
6.97 GNMA Pool 518574	6/15/2013	6.97	6 86	0.11
6 90 GNMA Pool 518574	7/15/2013	6.90	6.79	0.11
6.94 GNMA Pool 518574	8/15/2013	6.94	6.83	0.11
6 99 GNMA Pool 518574	9/15/2013	6.99	6.88	0 11
7 03 GNMA Pool 518574	10/15/2013	7.03	6.92	0.11
7.07 GNMA Pool 518574	11/15/2013	7.07	6.96	0.11
7.12 GNMA Pool 518574	12/15/2013	7.12	7.01	0.11
27.39 GNMA Pool 628032	2/15/2013	27 39	27.70	(0.31)
27.35 GNMA Pool 628032	3/15/2013	27 35	27.66	(0 31)

FAIR PLAY FOUNDATION

Realized Gains and Losses

SCHEDULE NO 4
ID NO. 51-6017779
YEAR ENDED 12-31-13

Description	Date Sold	Proceeds	Cost	Gain/ (Loss)
27 54 GNMA Pool 628032	4/15/2013	27.54	27.85	(0.31)
27 60 GNMA Pool 628032	5/15/2013	27 60	27.91	(0 31)
28.26 GNMA Pool 628032	6/15/2013	28.26	28.58	(0.32)
27.86 GNMA Pool 628032	7/15/2013	27.86	28.17	(0.31)
28 GNMA Pool 628032	8/15/2013	28.00	28.32	(0 32)
768.78 GNMA Pool 628032	9/15/2013	768.78	777 43	(8.65)
28 58 GNMA Pool 628032	10/15/2013	28.58	28 90	(0.32)
26 73 GNMA Pool 628032	11/15/2013	26.73	27.03	(0 30)
27 06 GNMA Pool 628032	12/15/2013	27 06	27.36	(0 30)
627.16 GNMA Pool 658297	2/15/2013	627.16	615 79	11.37
753.30 GNMA Pool 658297	3/15/2013	753.30	739.65	13.65
629.28 GNMA Pool 658297	4/15/2013	629.28	617.87	11.41
290.75 GNMA Pool 658297	5/15/2013	290 75	285.48	5 27
284.41 GNMA Pool 658297	6/15/2013	284.41	279 26	5 15
317.01 GNMA Pool 658297	7/15/2013	317 01	311.26	5 75
266.39 GNMA Pool 658297	8/15/2013	266.39	261.56	4.83
270.76 GNMA Pool 658297	9/15/2013	270.76	265.85	4.91
211 94 GNMA Pool 658297	10/15/2013	211.94	208.10	3 84
351 18 GNMA Pool 658297	11/15/2013	351.18	344.81	6 37
200 69 GNMA Pool 658297	12/15/2013	200 69	197.05	3.64
250 Intl Business Machines Corp	8/9/2013	46,169.98	25,589 65	20,580.33
300 Intl Business Machines Corp	11/21/2013	54,486.25	30,707.58	23,778.67
210 Intuitive Surgical Inc	5/28/2013	105,097.27	56,488.63	48,608 64
1,333 Kraft Foods Group Inc Com	5/13/2013	71,831 06	46,203.87	25,627 19
200 Mondelez Intl Inc Com	11/21/2013	6,579 47	4,274.58	2,304 89
250 Schlumberger Ltd	11/21/2013	22,247.36	13,760.39	8,486.97
300 TJX Cos Inc New	11/21/2013	18,803.37	6,713 42	12,089.95
1,300 United Parcel Service Inc Cl-B	5/20/2013	114,070.68	86,056.95	28,013 73
200 United Technologies Corp	11/21/2013	21,516.15	9,295.22	12,220 93
50,000 Wal-Mart Stores	5/1/2013	50,000.00	50,000.00	-
		2,632,236 28	2,169,080.54	463,155.74
Congress #2 - MS 010930				
500 Eaton Corp Plc shs	7/2/2013	32,477 22	25,692.70	6,784.52
700 Laboratory CP Amer Hldgs New	7/2/2013	68,580 24	35,087.96	33,492.28
1,000 Total S A Spon Adr	7/2/2013	47,378 12	65,851 89	(18,473 77)
100 V F Corporation	7/2/2013	19,134.62	5,518 80	13,615 82
400 W P Carey Inc Com	7/2/2013	26,414.75	10,319 49	16,095 26
		193,984.95	142,470 84	51,514 11
Congress #3 - MS 075951				
N/A		-	-	-
		-	-	-
Congress #4 - MS 081962				
1,700 Adobe Systems	2/13/2013	66,009.52	64,511.30	1,498.22
1,000 Agilent Technologies	2/13/2013	44,848.99	40,210 94	4,638.05
200 Allergan Inc	2/13/2013	21,343.52	18,925.82	2,417.70
2,595 564 American Europacific Grw F2	12/17/2013	123,808.40	109,999.98	13,808.42
120 Bed Bath & Beyond Inc	2/13/2013	7,079.84	8,036 72	(956.88)
9,590.861 Brown Adv Sm Cp Gw Inv	11/13/2013	180,500.00	144,917 81	35,582.19
500 Citrix Systems Inc	2/15/2013	36,166.08	31,523.14	4,642.94
350 Comcast Corp (New) Class A	2/13/2013	14,090 68	13,162.56	928.12
611 Eaton Corp Plc shs	2/15/2013	37,361 81	31,784.51	5,577.30
1,000 Ebay Inc	2/13/2013	57,118 72	47,297.99	9,820 73

FAIR PLAY FOUNDATION

Realized Gains and Losses

SCHEDULE NO 4
ID NO. 51-6017779
YEAR ENDED 12-31-13

Description	Date Sold	Proceeds	Cost	Gain/ (Loss)
350 Estee Lauder Co Inc Cl A	2/15/2013	22,277.00	21,690.53	586.47
200 Ingersoll-Rand Plc shs	2/13/2013	10,623.32	8,319 66	2,303 66
550 Johnson & Johnson	2/15/2013	41,689.06	36,993.14	4,695.92
1,100 Microsoft Corp	2/15/2013	30,909 30	32,903.48	(1,994.18)
450 Monsanto Co/New	2/15/2013	46,249 96	34,751.66	11,498.30
425 Rio Tinto Plc Spon ADR	2/13/2013	24,853.44	22,905.89	1,947 55
80 Roper Ind Inc	2/15/2013	9,597.58	8,018.69	1,578.89
30,179.445 Royce Pennsylvania Mutual Inv	11/13/2013	447,561.17	370,000 00	77,561.17
3,260 833 Scout International FD	12/17/2013	116,607 39	111,068.00	5,539.39
120 V F Corporation	2/13/2013	18,309 18	17,811.48	497.70
150,000 GECC	2/13/2013	181,566 00	181,866.00	(300 00)
50,000 Wal-Mart Stores	2/13/2013	50,407.50	51,090.00	(682 50)
1,200 American Tower Reit Com	2/15/2013	88,606.01	65,317.31	23,288.70
500 BB & T Corp	2/13/2013	15,227 65	14,874 25	353.40
300 Capital One Financial Corp	2/13/2013	16,646.62	14,639 26	2,007.36
100 Coach Inc	2/13/2013	4,897 89	6,057 49	(1,159.60)
300 Dollar Tree Inc	2/13/2013	11,934 72	12,473.55	(538 83)
50 Google Inc-Cl A	2/15/2013	39,560.61	30,717.20	8,843.41
500 National Oilwell Varco Inc	2/13/2013	34,442.22	32,359.46	2,082 76
600 Travelers Companies Inc Com	2/13/2013	47,884.92	36,227.09	11,657.83
450 Weatherford International Ltd	2/13/2013	5,827.46	5,549.54	277.92
500 Accenture Plc Ireland Cl A	2/13/2013	36,752 17	18,333 75	18,418.42
1,000 Accenture Plc Ireland Cl A	2/15/2013	73,538 35	36,667.49	36,870.86
595 Agrium Inc	2/15/2013	64,740.49	20,336.39	44,404.10
120 Apple Inc	2/13/2013	56,007.54	18,758.20	37,249 34
30 Apple Inc	2/15/2013	14,021.69	4,689.55	9,332 14
130 Apples Inc	2/15/2013	60,760.63	18,348.56	42,412.07
350 Axa Ads	2/13/2013	6,381.05	15,854.08	(9,473 03)
400 Basf Se Sp Adr	2/13/2013	39,047 92	27,390 00	11,657 92
875 BHP Billiton Ltd	2/13/2013	68,700.75	75,709.96	(7,009 21)
400 British Amer Tob Spon Adr	2/15/2013	41,595.06	29,726.95	11,868.11
375 Brookfield Asset Mgnt Cl A Ltd	2/13/2013	14,478.42	15,619.18	(1,140.76)
315 Bunge Ltd	2/13/2013	23,083.18	16,411.03	6,672.15
550 Canadian Natl Railway Co	2/13/2013	54,650.34	30,431.41	24,218.93
250 Canadian Natl Railway Co	2/13/2013	24,841.07	10,753.80	14,087.27
850 Canadian Natl Railway Co	2/15/2013	84,573.10	36,562.92	48,010.18
600 Canadian Natural Resources Ltd	2/15/2013	18,593 58	22,665.00	(4,071.42)
225 Cdn Pacific RY Ltd New	2/13/2013	26,560 65	16,407.75	10,152.90
25 Cdn Pacific RY Ltd New	2/13/2013	2,951 18	1,622.71	1,328.47
250 Cdn Pacific RY Ltd New	2/15/2013	29,785 83	16,227.10	13,558.73
100 Cdn Pacific RY Ltd New	2/15/2013	11,914 33	6,024 97	5,889.36
150 Cdn Pacific RY Ltd New	2/15/2013	17,871.50	9,992 60	7,878 90
50,000 Cisco Systems Inc	2/13/2013	56,893 00	50,284.81	6,608.19
200 Coca Cola Co	2/13/2013	7,427.83	5,908.58	1,519.25
530 Colgate Palmolive Co	2/15/2013	58,086 69	33,589 04	24,497.65
50,000 Conocophillips CA	2/13/2013	58,321 00	51,030 09	7,290.91
200 Core Laboratories N V	2/15/2013	26,443 40	13,874.00	12,569.40
425 Diageo Plc Spon Adr New	2/15/2013	50,936.12	38,957.96	11,978.16
700 EMC Corp Mass	2/13/2013	16,919 11	12,268.82	4,650.29
400 Exxon Mobil Corp	2/13/2013	35,343 20	23,971 87	11,371.33
500 Exxon Mobil Corp	2/15/2013	44,129.01	29,964.84	14,164.17
50,000 FHLMC	2/13/2013	51,769.50	50,115.01	1,654 49
134 Fibria Celulose Sa-Spon Adr	2/13/2013	1,611.98	2,020.22	(408.24)
100 Finning Intl Inc Com New	2/13/2013	2,646 34	2,701.82	(55 48)
660 Foster Wheeler Ag Com	2/13/2013	16,750.42	15,511.12	1,239.30

FAIR PLAY FOUNDATION

Realized Gains and Losses

SCHEDULE NO. 4
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YEAR ENDED 12-31-13

Description	Date Sold	Proceeds	Cost	Gain/ (Loss)
150,000 GECC	2/13/2013	181,566 00	151,932.96	29,633 04
700 Ingersoll-Rand Plc shs	2/13/2013	37,181 62	36,934.71	246 91
450 Intl Business Machines Corp	2/15/2013	90,093.47	46,061.37	44,032.10
90 Intuitive Surgical Inc	2/15/2013	51,351.04	24,209.42	27,141.62
350 Manulife Insurance Corp	2/13/2013	5,293.63	15,367 46	(10,073.83)
50,000 Merck & Co Inc	2/13/2013	54,203.00	50,258 23	3,944.77
200 Mondelez Intl Inc Com	2/13/2013	5,549.87	4,274 58	1,275.29
2,300 Nabors Industries Ltd New	2/13/2013	39,352.57	71,505 56	(32,152.99)
562 Nestle Spon Adr Rep Reg Shr	2/13/2013	39,601.00	24,922 40	14,678 60
500 Nestle Spon Adr Rep Reg Shr	2/15/2013	34,371.23	22,172.95	12,198.28
1,500 Noble Corp New	2/13/2013	59,038 67	76,987.53	(17,948 86)
550 Novartis Ag Adr	2/15/2013	38,125 14	29,836.70	8,288.44
50,000 Oracle Corp	2/13/2013	56,379 00	50,349.96	6,029 04
200 Partnerre Hldgs	2/13/2013	17,713.60	16,387 00	1,326.60
1,920 Potash CP of Saskatchewan Inc	2/15/2013	80,023.80	58,529.62	21,494.18
600 Praxair Inc	2/15/2013	66,496 51	17,406 00	49,090.51
900 Qualcomm Inc	2/13/2013	58,858.68	43,397 57	15,461.11
800 Qualcomm Inc	2/15/2013	52,454 82	38,575 62	13,879.20
800 Rio Tinto Plc Spon Adr	2/13/2013	46,782.95	75,126 00	(28,343 05)
350 Schlumberger Ltd	2/13/2013	27,461.54	19,264 54	8,197 00
100 Schlumberger Ltd	2/13/2013	7,846.15	11,258.14	(3,411 99)
600 Schlumberger Ltd	2/15/2013	48,022.92	67,548 84	(19,525 92)
1,400 Suncor Energy Inc New Com	2/13/2013	45,680 97	70,906 99	(25,226 02)
420 Syngenta Ag Adr	2/13/2013	36,341.57	16,182 31	20,159 26
750 Talisman Energy Inc	2/13/2013	9,427.28	15,652.50	(6,225 22)
550 Teck Resources Ltd	2/13/2013	18,529 08	29,541 65	(11,012 57)
1,100 Tenaris S.A.	2/13/2013	44,849 18	60,125 25	(15,276 07)
2,700 TJX Cos Inc New	2/13/2013	121,767.27	60,420.72	61,346 55
693 Transocean Ltd	2/13/2013	39,671.42	87,430.11	(47,758 69)
525 UBS Ag New	2/13/2013	8,893.30	29,110 23	(20,216 93)
925 Unilever NV NY SH New	2/15/2013	36,555.18	31,933.49	4,621 69
200 United Parcel Service Inc Cl-B	2/13/2013	16,503.63	13,239.53	3,264 10
800 United Technologies Corp	2/13/2013	71,443.43	37,180 90	34,262 53
400 United Technologies Corp	2/15/2013	36,123.19	18,590.45	17,532 74
1,600 Vale S A	2/13/2013	31,856 72	57,815 87	(25,959 15)
50,000 Wal-Mart Stores	2/13/2013	50,407.50	50,033.59	373.91
2,300 Weatherford International Ltd	2/13/2013	29,784.79	79,289.89	(49,505 10)
100 Yara Intl Asa Spons Adr	2/13/2013	5,281.28	3,448 38	1,832 90
		4,753,015 99	4,017,945.05	735,070 94
Total of Congress #1, #2, #3, and #4		7,579,237 22	6,329,496.43	1,249,740.79

FAIR PLAY FOUNDATION

SCHEDULE NO. 5
ID NO. 51-6017779
YEAR ENDED 12-31-13

PART VIII - INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES AND CONTRACTORS

NAME AND ADDRESS	TITLE	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS, EXPENSE ACCOUNTS, OTHER ALLOWANCES COMPENSATION
Blaine T Phillips, Jr. 848 Pheasant Run Road West Chester, PA 19382	Trustee Executive Director 30 Hrs. per week	$ 48,000
Blaine T Phillips 100 West 10th Street, Suite 1010 Wilmington, DE 19801	Trustee	-0-
James F. Burnett 155 Hickory Hill Road West Chester, PA 19382	Trustee	-0-
Thomas H. Fooks, V 5 The Commons 3510 Silverside Road Wilmington, DE 19810	Trustee	-0-
Gregory A Inskip 109 Marshall Bridge Rd. Kennett Square, PA 19348	Trustee Secretary	-0-
Milbrey R. Jacobs 900 Burnt Mill Road Wilmington, DE 19807	Trustee	-0-
W. Halsey Spruance, Jr. c/o Delaware Museum of Natural History P.O. Box 3937 Wilmington, DE 19807	Trustee Vice President	-0-
Richard L. Laird Jr 2301 Saymoure Road Wilmington, DE 19805	Trustee Treasurer	-0-

FAIR PLAY FOUNDATION

SCHEDULE NO 6
EIN 51-6017779
YEAR ENDED 12-31-13

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Amboselli Trust For Elephants 10 State Street Newburyport, MA 01950-0807	N/A	Public	Contribution to Cynthia Moss' internationally renowned research of the very large population of elephants at the foot of Mt Kilimanjaro	7,500
Atlantic Salmon Federation P O Box 807 Calais, ME 04619-0807	N/A	Public	Support for continued suspension of Greenland commercial fishery, which ruins Canada's recreational fishing	2,500
Boys & Girls Clubs of Delaware 669 S Union Street Wilmington, DE 19805	N/A	Public	Annual Fund One Campaign	5,000
Brandywine Conservancy P O Box 141 Chadds Ford, PA 19317	N/A	Public	To support covered bridges restoration in the Laurels Preserve	5,000
Canine Partners for Life P O Box 170 Cochranville, PA 19330-0170	N/A	Public	Support for providing trained service dogs to individuals with disabilities	2,500
Chadds Ford Historical Society P O Box 27 Chadds Ford, PA 19317	N/A	Public	For educational programming	7,500
Chesapeake Conservancy 410 Severn Avenue, Suite 405 Annapolis, MD 21403	N/A	Public	Support for protection efforts along the Nanticoke River	10,000
Chesapeake Media Service 619 Oakwood Drive Seven Valleys, PA 17360	N/A	Public	Continued support of "Bay Journal" publication	2,500
Conservation Fund 1655 North Fort Myer Drive, Suite 1300 Arlington, VA 22209	N/A	Public	Support for Mid-Atlantic land protection efforts	50,000
Delaware Center for Horticulture 1810 N DuPont Street Wilmington, DE 19806	N/A	Public	Program support	5,000
Delaware Community Foundation 100 W 10th Street, Suite 115 Wilmington, DE 19801	N/A	Public	Support for Delaware land protection and management projects	50,000
Delaware Historical Society 505 N Market Street Wilmington, DE 19801	N/A	Public	General operations	2,500
Delaware Museum of Natural History P O Box 3937 Wilmington, DE 19807	N/A	Public	Program support and operations	20,000
Delaware Nature Society P O Box 700 Hockessin, DE 19810	N/A	Public	Continued support of education and watershed stewardship programs	7,500
Delaware Tennis Foundation 2121 Valley Avenue Wilmington, DE 19810	N/A	Public	Promotion of the sport of tennis - Bunny Vosters Award	7,500
Delaware Wild Lands 315 Main Street Odessa, DE 19730	N/A	Public	Continued efforts to protect and restore the natural resources of the Sharp Farm	25,000

FAIR PLAY FOUNDATION

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PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Delmarva Nesting Foundation 6480 Locust Grove Road Easton, MD 21601	N/A	Public	Installation and maintenance of wood duck boxes and other avian shelters throughout Delmarva	7,500
Down Syndrome Association of Delaware P O Box 747 Middletown, DE 19807	N/A	Public	To support education programs and general operations	7,500
Ducks Unlimited - Brandywine Chapter c/o Timothy L Jones, Chairman 300 Water Street, Suite 300 Wilmington, DE 19801	N/A	Public	Continued restoration efforts in Delaware	7,500
Eastern National 470 Maryland Drive, Suite 1 Fort Washington, PA 19034	N/A	Public	Support for First State National Monument	30,000
Endangered Wolf Center P O Box 760 Eureka, MO 63025	N/A	Public	For endangered wolf protection	2,500
1103 Market Street Foundation P O Box 433 Wilmington, DE 19899	N/A	Public	To protect, preserve and enhance 140 year old mansion in downtown Wilmington on the National Register of Historical Places, which has housed Delaware's oldest club for more than a century	10,000
Fauna and Flora International P O Box 42575 Washington, DC 20015	N/A	Public	Protection of endangered mountain gorillas and threatened sea turtles Environmental projects and research	50,000
Hagley Museum & Library P O Box 3630 Wilmington, DE 19807	N/A	Public	Support for operations	15,000
Historic Odessa Foundation P O Box 697 Odessa, DE 19730	N/A	Public	Needed maintenance of historic trees and shrubs	5,000
Horn Point Laboratory University of Maryland Center for Environmental Science P O Box 775 Cambridge, MD 21613	N/A	Public	Support for video conferencing technology	10,000
Lower Sussex Little League, Inc P O Box 320 Ocean View, DE 19970	N/A	Public	Support for ball fields, batting cages, bleachers, etc	10,000
Miller Center of Public Affairs P O Box 400406 Charlottesville, VA 22904	N/A	Public	Continuation of support for acclaimed National Issues Forum	2,500
The Nature Conservancy, DE Chapter Attn Richard Jones, State Director 100 West 10th Street, Suite 1107 Wilmington, DE 19801	N/A	Public	For general support of Delaware Bay protection efforts	7,500
Ocean View Historical Society P O. Box 576 Ocean View, DE 19970	N/A	Public	Preservation and interpretation of the historical, social, and cultural heritage of Baltimore Hundred in Sussex County, Delaware	5,000
Pilot School 100 Garden of Eden Road Wilmington, DE 19803	N/A	Public	To support outdoor learning at new school location	20,000

FAIR PLAY FOUNDATION

SCHEDULE NO 6
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PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Rector and Visitors of the University of Virginia Rotunda Restoration PO Box 400807 Charlottesville, VA 22904	N/A	Public	For continued support of annual waterfowl festival	25,000
Robert Lockhart, Senior Editor University of Pennsylvania Press 3905 Spruce Street Philadelphia, PA 19104	N/A	Public	For broader distribution of *Bradywine. River of America* (Barksdale Maynard 2013)	5,000
Serviam Media, Inc 954 South Madison Street Wilmington, DE 19801	N/A	Public	Support to build on the statewide, community supported Media initiative	5,000
Southern Environmental Law Center 201 West Main Street, Suite 14 Charlottesville, VA 22902	N/A	Public	Environmental Law Fellow Program	10,000
Stratford Hall Attn Chandler Battaile 483 Great House Road Stratford, VA 22558	N/A	Public	To enhance the nature trail experience	7,500
Thomas Jefferson Foundation, Inc P O Box 217 Charlottesville, VA 22902	N/A	Public	Continued historical research at Monticello	5,000
Trout Unlimited 1300 North 17th Street, Suite 500 Arlington, VA 22209	N/A	Public	Coldwater Conservation Fund projects to protect wild trout and the streams they inhabit	10,000
Trust for the National Mall PO Box 96475 Washington, DE 20090-6475	N/A	Public	Support for restoration of the National Mall	10,000
University of Virginia Law School 580 Massie Road Charlottesville, VA 22903	N/A	Public	Environmental Law Program	25,000
University of Virginia - Historic Preservation P O Box 400807 Charlottesville, VA 22904	N/A	Public	Conservation and restoration of Thomas Jefferson's architectural masterpieces	5,000
U S Sportsmen's Alliance Foundation 801 Kingsmill Parkway Columbus, OH 43229	N/A	Public	Protecting American heritage of hunting and fishing against the aggressive and well financed efforts to curtail or destroy it by animal rights groups	15,000
Waterfowl Festival P O Box 929 Easton, MD 21601	N/A	Public	For continued support of annual waterfowl festival	10,000
Winterthur 5105 Kennett Pike Winterthur, DE 19735	N/A	Public	Program support	15,000
				$ 547,500