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Department of the Treasury
Internal Revenue ServiceReturn 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.

OMB No 1545-0052

2013

For calendar year 2013, or tax year beginning

, 2013, and ending

The Jacob and Hilda Blaustein
Foundation, Inc
One South Street #2950
Baltimore, MD 21202-3298

A Employer identification number
52-6038382

B Telephone number (see the instructions)
410-347-7201

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

▶ \$ 128,524,013.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)

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

Part I Analysis of Revenue and

Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc, received (att sch)

1,500,000.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

313.

313.

4 Dividends and interest from securities

1,795,411.

1,795,411.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

6,613,743.

b Gross sales price for all assets on line 6a

14,895,758.

7 Capital gain net income (from Part IV, line 2)

6,710,683.

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/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

6,156,361.

-614,294.

12 Total. Add lines 1 through 11

16,065,828.

7,892,113.

0.

13 Compensation of officers, directors, trustees, etc.

131,863.

131,863.

14 Other employee salaries and wages

268,771.

268,771.

15 Pension plans, employee benefits

88,967.

88,967.

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

See St 2

142,000.

71,000.

71,000.

Other professional fees (attach sch)

See St 3

129,768.

129,768.

17 Interest

18 Taxes (attach schedule) (see instructions)

See Stm 4

90,391.

50,391.

19 Depreciation (attach sch) and depletion

20 Occupancy

76,275.

76,275.

21 Travel, conferences, and meetings

23,989.

23,989.

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

63,962.

1,340.

62,622.

24 Total operating and administrative expenses. Add lines 13 through 23

1,015,986.

252,499.

723,487.

25 Contributions, gifts, grants paid Part XV

7,110,696.

7,110,696.

26 Total expenses and disbursements. Add lines 24 and 25

8,126,682.

252,499.

0.

7,834,183.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

7,939,146.

b Net investment income (if negative, enter -0-)

7,639,614.

c Adjusted net income (if negative, enter -0-)

0.

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
ASSETS	1 Cash — non-interest-bearing	47,135.		
	2 Savings and temporary cash investments	2,032,498.	3,131,322.	3,131,322.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	2,837.		
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 6	102,614,465.	109,520,068.	124,681,837.
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe See Statement 7)	726,727.	711,418.	710,854.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I.)	105,423,662.	113,362,808.	128,524,013.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
BALANCE SHEETS	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X			
	27 Capital stock, trust principal, or current funds	105,423,662.	113,362,808.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
OTHERS	30 Total net assets or fund balances (see instructions)	105,423,662.	113,362,808.	
	31 Total liabilities and net assets/fund balances (see instructions)	105,423,662.	113,362,808.	

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	105,423,662.
2 Enter amount from Part I, line 27a	2	7,939,146.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	113,362,808.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	113,362,808.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 8				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	— If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 —	2	6,710,683.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 —	3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	7,781,004.	110,527,535.	0.070399
2011	7,839,906.	112,066,016.	0.069958
2010	7,702,101.	106,090,070.	0.072600
2009	6,801,630.	93,545,009.	0.072710
2008	8,306,831.	120,829,192.	0.068749

2 Total of line 1, column (d)	2	0.354416
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.070883
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	119,091,156.
5 Multiply line 4 by line 3	5	8,441,538.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	76,396.
7 Add lines 5 and 6	7	8,517,934.
8 Enter qualifying distributions from Part XII, line 4	8	7,834,183.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ☐ and enter 1% of Part I, line 27b		1	152,792.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	152,792.
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	152,792.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	35,682.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	200,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	235,682.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	111.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	82,779.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 82,779. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) MD		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2013)

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>www.blaufund.org</u>	13	X	
14	The books are in care of <u>Sandra L. Glock, CPA</u> Telephone no <u>410-347-7114</u> Located at <u>One South St., Ste 2950 Baltimore MD</u> ZIP + 4 <u>21202-3298</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	15	N/A	N/A
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 <u>Cayman Islands</u>	16	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
1 a 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 ☐	1 b	N/A
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?	1 c	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	☐ 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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Form 990-PF (2013)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b 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?

6 b 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

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Michael J. Hirschhorn c/o AFS, One South St, #2950 Baltimore, MD 21202	President 30.00	105,980.	25,883.	0.
See schedule attached c/o AFS, One South St, #2950 Baltimore, MD 21202	Director 0	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Betsy Ringel One South Street, #2900 Baltimore, MD 21202	Exec. Director 15	78,009.	21,077.	0.
Brenda Zlatin One South Street, #2900 Baltimore, MD 21202	Program Offic 34	99,133.	38,371.	0.

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 (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Atapco Financial Services, Inc. One South Street, #2950 Baltimore, MD 21202-3298	Acct, Tax & Invest.	142,000.
Rockefeller & Company (via K-1) 30 Rockefeller Plaza, Suite 5425 New York, NY 10112	Investment Managemt	145,586.
Pavilion Advisory Group 500 West Madison St., #2740 Chicago, IL 60661	Inv Counsel/Mgmt Fee	74,902.
Neuberger Berman Income Plus Fd, LP (via K-1) 605 Third Avenue, 2nd Floor New York, NY 10158	Investment Managemt	70,990.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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Form 990-PF (2013)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	116,834,289.
b Average of monthly cash balances	1 b	4,070,438.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	120,904,727.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	120,904,727.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,813,571.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	119,091,156.
6 Minimum investment return. Enter 5% of line 5	6	5,954,558.

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	5,954,558.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	152,792.	
b Income tax for 2013. (This does not include the tax from Part VI.)	2 b		
c Add lines 2a and 2b	2 c		152,792.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		5,801,766.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		5,801,766.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7		5,801,766.

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	1 a	7,834,183.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,834,183.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,834,183.

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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Form 990-PF (2013)

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				5,801,766.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	2,302,929.			
b From 2009	2,152,602.			
c From 2010	2,478,837.			
d From 2011	2,334,043.			
e From 2012	2,338,137.			
f Total of lines 3a through e	11,606,548.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 7,834,183.				
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				5,801,766.
e Remaining amount distributed out of corpus	2,032,417.			
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	13,638,965.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	2,302,929.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	11,336,036.			
10 Analysis of line 9:				
a Excess from 2009	2,152,602.			
b Excess from 2010	2,478,837.			
c Excess from 2011	2,334,043.			
d Excess from 2012	2,338,137.			
e Excess from 2013	2,032,417.			

BAA

Form 990-PF (2013)

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 Attached, MD 21202	N/A	501c3	Based on grantees needs	7,110,696.
Total			▶ 3a	7,110,696.
b Approved for future payment See Schedule Attached, MD 21202	N/A	501c3	Based on grantees needs	3,388,150.
Total			▶ 3b	3,388,150.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization **The Jacob and Hilda Blaustein
Foundation, Inc**

Employer identification number
52-6038382

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)() (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

The Jacob and Hilda Blaustein

52-6038382

Part II Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	American Trading & Production One South Street, #2800 Baltimore, MD 21202	\$ 1,500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

The Jacob and Hilda Blaustein

52-6038382

Part III Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Employer identification number

52-6038382

organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Apollo Global Mgmt LLC	\$ -1.	\$ 1,751.	
BancBoston PEP III	-11,851.	329.	
Boulder Ventures IV	-56,839.	-6,847.	
CommonFund Intl VI	28,758.	-16,078.	
CommonFund PE V	-186,918.	-22,687.	
CommonFund PE VII	12,284.	-21,941.	
CommonFund Venture VI	-305,161.	-15,221.	
CS Strategic IV	6,433.	-11,359.	
CSFB II	-27,291.	-1,375.	
CSFB III	44,493.	-10,853.	
Discovery Equity Partners	490,877.	-24,746.	
FLAG Intl	38,510.	-16,287.	
FLAG Intl II	82,429.	-30,016.	
FLAG PE III	53,814.	-11,951.	
FLAG PE IV	64,626.	-21,691.	
FLAG Venture VI	219,820.	-22,563.	
Lipper Convertibles	43.	43.	
Neuberger Berman Inc Fd	1,823,518.	-82,737.	
Oaktree RE Ops Fd V	140,012.	-78,811.	
Oaktree Senior Loan	-12,180.	-12,383.	
OchZiff Capital Mgm Group	-1.	-885.	
OCM European II	30,840.	-11,964.	
OCM Mezzanine II	41,131.	-6,237.	
RCP Diversified Private	-19,506.	-11,040.	
Rockefeller Global Equity	3,633,123.	-186,643.	
Russell 1000 Growth	-643.	-643.	
Russell 1000 Value	-826.	-826.	
Siguler Guff Distrd Fd IV	64,890.	8,262.	
Siguler Guff Distrd III	26,324.	30,158.	
SPUR Ventures III	-6,580.	-27,712.	
The Baltimore Fund	-17,767.	-1,341.	
Total	\$ 6,156,361.	\$ -614,294.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Atapco Financial Services	\$ 142,000.	\$ 71,000.		\$ 71,000.
Total	\$ 142,000.	\$ 71,000.	\$ 0.	\$ 71,000.

2013

Federal Statements

Page 2

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CSB Partners Fund IV	\$ 11,980.	\$ 11,980.		
CSFB Strategic Partners	6,337.	6,337.		
Others	12,817.	12,817.		
Pavilion Advisory Group	74,902.	74,902.		
Russell Funds	8,434.	8,434.		
Time Square Management	15,298.	15,298.		
Total	\$ 129,768.	\$ 129,768.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal/MD Prior Year	\$ 40,000.			
Federal/State Taxes Withheld on NII	920.	\$ 920.		
Foreign Tax	49,471.	49,471.		
Total	\$ 90,391.	\$ 50,391.	\$ 0.	\$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank charges	\$ 926.			\$ 926.
Dues & subscriptions	879.			879.
Equipment Expense	9,662.			9,662.
Equipment Maintenance	1,575.			1,575.
Insurance	4,486.			4,486.
Meeting Expenses	3,195.	\$ 1,340.		1,855.
Miscellaneous	44.			44.
Reimbursement Expense	6,273.			6,273.
Renovations	17,943.			17,943.
Supplies	1,291.			1,291.
SVS Management Fees	10,363.			10,363.
SVS Pass Through Costs	5,441.			5,441.
Telephone	1,759.			1,759.
Web Site Support	125.			125.
Total	\$ 63,962.	\$ 1,340.	\$ 0.	\$ 62,622.

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
Investments	Cost	\$ 109520068.	\$124,681,837.
	Total	<u>\$ 109520068.</u>	<u>\$124,681,837.</u>

Statement 7
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Distribution Receivable - BF	\$ 4,507.	\$ 4,507.
Due from Foundations	6,347.	6,347.
Koret Israel Eco Dev-Program-Related	250,000.	250,000.
The Baltimore Fd-Program Related Invest.	564.	
The Shefa Fd-Program-Related Investment	450,000.	450,000.
Total	<u>\$ 711,418.</u>	<u>\$ 710,854.</u>

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	The Baltimore Fund-Dist excess basis	Purchased	Various	Various
2	65 Arca Biopharma, Inc.		5/13/2009	5/31/2013
3	763.57 Benchmark Plus Eqty	Purchased	7/02/2007	10/04/2013
4	11230.91 Cohen & Steers Inst Realty	Purchased	6/19/2011	2/20/2013
5	34356.59 Cohen & Steers Rlty	Purchased	8/01/2005	2/01/2013
6	1708.05 Highline Cap Intl LTD Class D	Purchased	10/01/2011	7/10/2013
7	4650.9 Karsch Capital LTD	Purchased	3/31/2010	9/30/2013
8	2058.95 Karsch Capital LTD	Purchased	2/26/2010	8/30/2013
9	9087.75 Lazard Emg Inc Ser I	Purchased	3/28/2005	7/31/2013
10	16425.76 Long Leaf Partners	Purchased	12/31/2004	5/29/2013
11	252.8974 MetWest Talf Fd 01	Purchased	6/01/2009	3/31/2013
12	387 Morgan Stanley	Donated	12/15/2012	2/12/2013
13	920 Procter & Gamble	Donated	12/15/2012	2/12/2013
14	63.35 Russell 1000 Growth Fd	Purchased	12/01/2009	2/25/2013
15	53.39 Russell 1000 Growth Fd	Purchased	12/01/2009	4/04/2013
16	27783.51 Russell 1000 Growth Fd	Purchased	12/01/2009	5/30/2013
17	51.17 Russell 1000 Growth Fd	Purchased	12/01/2009	7/08/2013
18	48.81 Russell 1000 Growth Fd	Purchased	12/01/2009	10/01/2013
19	44.33 Russell 1000 Growth Fd	Purchased	12/01/2009	12/05/2013
20	32.18 Russell 1000 Value Fd	Purchased	12/01/2009	2/25/2013
21	31.96 Russell 1000 Value Fd	Purchased	12/01/2009	4/04/2013
22	33.92 Russell 1000 Value Fd	Purchased	12/01/2009	7/08/2013
23	35.54 Russell 1000 Value Fd	Purchased	12/01/2009	10/01/2013
24	33.7 Russell 1000 Value Fd	Purchased	12/01/2009	12/05/2013
25	100 SOI 6thJUB	Purchased	9/16/2010	9/03/2013

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
26	207379.15 WesternAsset Mgmt	Purchased	12/31/2004	5/22/2013
27	BancBoston PEP3 LTCG	Purchased	Various	Various
28	BancBoston PEP3 STCG	Purchased	Various	Various
29	Cohen & Steers Inst Realty Inc LTCG 2	Purchased	Various	Various
30	DFA Emerging Small Cap LTCG	Purchased	Various	Various
31	DFA Emerging Value LTCG	Purchased	Various	Various
32	DFA Emerging Value STCG	Purchased	Various	Various
33	First Eagle Global LTCG	Purchased	Various	Various
34	ICM STCG	Purchased	Various	Various
35	ICM LTCG	Purchased	Various	Various
36	Long Leaf LT Cap Gains	Purchased	Various	Various
37	Pimco PAC LTCG	Purchased	Various	Various
38	Pimco LT Cap Gains	Purchased	Various	Various
39	JPMorgan TimesSquare LT Gains-see attach	Purchased	Various	Various
40	JPMorgan TimesSquare ST Gains-see attach	Purchased	Various	Various
41	Baltimore Fd STCG	Purchased	Various	Various
42	Russell 1000 Value STCG	Purchased	Various	Various
43	Russell 1000 Value LTCG	Purchased	Various	Various
44	Boulder Ven LTCG	Purchased	Various	Various
45	Boulder Ven STCG	Purchased	Various	Various
46	Commonfund Intl VI STCG	Purchased	Various	Various
47	Commonfund Intl VI LTCG	Purchased	Various	Various
48	Commonfund PE V LTCG	Purchased	Various	Various
49	Commonfund PE V STCG	Purchased	Various	Various
50	OCMEuroPrin LTCG	Purchased	Various	Various
51	OCMEuroPrin STCG	Purchased	Various	Various
52	Oaktree RE Ops Fd V STCG	Purchased	Various	Various
53	Oaktree RE Ops Fd V LTCG	Purchased	Various	Various
54	OakTree Senior Ln LTCG	Purchased	Various	Various
55	OakTree Senior Ln STCG	Purchased	Various	Various
56	RCP Diversified LTCG	Purchased	Various	Various
57	RCP Diversified STCG	Purchased	Various	Various
58	Rockefeller Global LTCG	Purchased	Various	Various
59	Rockefeller Global STCG	Purchased	Various	Various
60	Sigular Guff III STCG	Purchased	Various	Various
61	Sigular Gull III LTCG	Purchased	Various	Various
62	Spur Vntrs III LTCG	Purchased	Various	Various
63	Spur Vntrs III STCG	Purchased	Various	Various
64	Discovery Equity STCG	Purchased	Various	Various
65	Discovery Equity LTCG	Purchased	Various	Various
66	Siguler Guff IV STCG	Purchased	Various	Various
67	Siguler Guff IV LTCG	Purchased	Various	Various
68	Neuberger Berman LTCG	Purchased	Various	Various
69	Neuberger Berman STCG	Purchased	Various	Various
70	Russell 1000 Growth STCG	Purchased	Various	Various
71	Russell 1000 Growth LTCG	Purchased	Various	Various
72	CSFB Partners II LTCG	Purchased	Various	Various
73	CSFB Partners II STCG	Purchased	Various	Various
74	CSFB Str Prtnrs III STCG	Purchased	Various	Various
75	CSFB Str Prtnrs LTCG	Purchased	Various	Various
76	Flag Intl LTCG	Purchased	Various	Various
77	Flag Intl STCG	Purchased	Various	Various
78	Flag Private Eq III LTCG	Purchased	Various	Various
79	Flag Private Eq III STCG	Purchased	Various	Various
80	Flag Private Eq IV LTCG	Purchased	Various	Various
81	Flag Private Eq IV STCG	Purchased	Various	Various

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
82	Flag Venture Part VI LTCG	Purchased	Various	Various
83	Flag Venture Part VI STCG	Purchased	Various	Various
84	OCM Mezzanine Fd LTCG	Purchased	Various	Various
85	OCM Mezzanine Fd STCG	Purchased	Various	Various
86	Commonfund VI LTCG	Purchased	Various	Various
87	Commonfund VI STCG	Purchased	Various	Various
88	Commonfund VII LTCG	Purchased	Various	Various
89	Commonfund VII STCG	Purchased	Various	Various
90	CS Partners IV Fdr LTCG	Purchased	Various	Various
91	CS Partners IV Fdr STCG	Purchased	Various	Various
92	Flag Intl II LTCG	Purchased	Various	Various
93	Flag Intl II STCG	Purchased	Various	Various
94	Och-Ziff Capital	Purchased	Various	Various
95	Och-Ziff Capital	Purchased	Various	Various
96	Apollo Global	Purchased	Various	Various
97	Apollo Global	Purchased	Various	Various

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	0.		-19,894.	19,894.				\$ 19,894.
2	159.		2,837.	-2,678.				-2,678.
3	1000000.		763,570.	236,430.				236,430.
4	500,000.		397,027.	102,973.				102,973.
5	1218629.		1218629.	0.				0.
6	250,000.		209,867.	40,133.				40,133.
7	1122984.		1039717.	83,267.				83,267.
8	500,000.		460,282.	39,718.				39,718.
9	1400000.		1135257.	264,743.				264,743.
10	500,000.		372,748.	127,252.				127,252.
11	0.		19,862.	-19,862.				-19,862.
12	8,866.		140.	8,726.				8,726.
13	69,955.		1,065.	68,890.				68,890.
14	1,040.		802.	238.				238.
15	908.		676.	232.				232.
16	500,000.		377,288.	122,712.				122,712.
17	901.		695.	206.				206.
18	887.		663.	224.				224.
19	896.		602.	294.				294.
20	676.		530.	146.				146.
21	696.		526.	170.				170.
22	768.		602.	166.				166.
23	815.		631.	184.				184.
24	846.		598.	248.				248.
25	100,000.		100,000.	0.				0.
26	2413893.		2076752.	337,141.				337,141.
27	37,213.		0.	37,213.				37,213.
28	0.		67.	-67.				-67.
29	76,722.		0.	76,722.				76,722.
30	33,758.		0.	33,758.				33,758.
31	32,381.		0.	32,381.				32,381.
32	1,373.		0.	1,373.				1,373.
33	194,826.		0.	194,826.				194,826.
34	11,989.		0.	11,989.				11,989.
35	160,398.		0.	160,398.				160,398.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
36	82,818.		0.	82,818.			\$	82,818.
37	27,861.		0.	27,861.				27,861.
38	13,188.		0.	13,188.				13,188.
39	353,136.		0.	353,136.				353,136.
40	95,394.		0.	95,394.				95,394.
41	16,218.		0.	16,218.				16,218.
42	15,260.		0.	15,260.				15,260.
43	233,440.		0.	233,440.				233,440.
44	218,777.		0.	218,777.				218,777.
45	1,918.		0.	1,918.				1,918.
46	438.		0.	438.				438.
47	26,949.		0.	26,949.				26,949.
48	289,710.		0.	289,710.				289,710.
49	9,106.		0.	9,106.				9,106.
50	102,705.		0.	102,705.				102,705.
51	2,499.		0.	2,499.				2,499.
52	0.		3,342.	-3,342.				-3,342.
53	67,127.		0.	67,127.				67,127.
54	7,968.		0.	7,968.				7,968.
55	13,794.		0.	13,794.				13,794.
56	2,586.		0.	2,586.				2,586.
57	0.		441.	-441.				-441.
58	161,951.		0.	161,951.				161,951.
59	264,409.		0.	264,409.				264,409.
60	1,979.		0.	1,979.				1,979.
61	150,254.		0.	150,254.				150,254.
62	15,718.		0.	15,718.				15,718.
63	5,466.		0.	5,466.				5,466.
64	54,740.		0.	54,740.				54,740.
65	17,987.		0.	17,987.				17,987.
66	1,800.		0.	1,800.				1,800.
67	9,395.		0.	9,395.				9,395.
68	0.		5,469.	-5,469.				-5,469.
69	0.		279.	-279.				-279.
70	10,357.		0.	10,357.				10,357.
71	331,200.		0.	331,200.				331,200.
72	28,741.		0.	28,741.				28,741.
73	174.		0.	174.				174.
74	196.		0.	196.				196.
75	11,808.		0.	11,808.				11,808.
76	40,471.		0.	40,471.				40,471.
77	719.		0.	719.				719.
78	28,804.		0.	28,804.				28,804.
79	0.		313.	-313.				-313.
80	0.		1,582.	-1,582.				-1,582.
81	200.		0.	200.				200.
82	43,192.		0.	43,192.				43,192.
83	729.		0.	729.				729.
84	0.		19,895.	-19,895.				-19,895.
85	1.		0.	1.				1.
86	350,606.		0.	350,606.				350,606.
87	1,977.		0.	1,977.				1,977.
88	55,734.		0.	55,734.				55,734.

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06.15PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
89	314.		0.	314.				\$ 314.
90	74,326.		0.	74,326.				74,326.
91	178.		0.	178.				178.
92	45,850.		0.	45,850.				45,850.
93	6,452.		0.	6,452.				6,452.
94	0.		-2,519.	2,519.				2,519.
95	0.		-1,090.	1,090.				1,090.
96	0.		-4.	4.				4.
97	0.		-4,172.	4,172.				4,172.
Total								\$ 6710683.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Open to grantees needs
Name: Michael J. Hirschhorn
Care Of: Betsy Ringel
Street Address: BPG, One Sout St., #2900
City, State, Zip Code: Baltimore, MD 21202-3334
Telephone: 410-347-7201
E-Mail Address:
Form and Content: Letter
Submission Deadlines: None
Restrictions on Awards: This organization does not make gifts or contributions to individuals.

Statement 10
Form 990-PF, Part XVI-A, Line 11
Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
Apollo Global Mgmt LLC	900000	\$ 240.	18	\$ -241.	
BancBoston PEP III	900000	-406.	18	-11,445.	
Boulder Ventures IV	900000		18	-56,839.	
CommonFund Intl VI	900000	23.	18	28,735.	
CommonFund PE V	900000	3,239.	18	-190,157.	
CommonFund PE VII	900000	-200.	18	12,484.	
CommonFund Venture VI	900000	-374.	18	-304,787.	
CS Strategic IV	900000	7,083.	18	-650.	
CSFB II	900000	-714.	18	-26,577.	
CSFB III	900000	-996.	18	45,489.	
Discovery Equity Partners	900000	2,443.	18	488,434.	
FLAG Intl	900000		18	38,510.	

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Statement 10 (continued)
Form 990-PF, Part XVI-A, Line 11
Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
FLAG Intl II	900000		18	\$ 82,429.	
FLAG PE III	900000	\$ -1,101.	18	54,915.	
FLAG PE IV	900000	-7,454.	18	72,080.	
FLAG Venture VI	900000	668.	18	219,152.	
Lipper Convertibles	900000		18	43.	
Neuberger Berman Inc Fd	900000	354,316.	18	1,469,202.	
Oaktree RE Ops Fd V	900000	11,778.	18	128,234.	
Oaktree Senior Loan	900000		18	-12,180.	
OchZiff Capital Mgm Group	900000	152.	18	-153.	
OCM European II	900000		18	30,840.	
OCM Mezzanine II	900000		18	41,131.	
RCP Diversified Private	900000	1,915.	18	-21,421.	
Rockefeller Global Equity	900000		18	3,633,123.	
Russell 1000 Growth	900000		18	-643.	
Russell 1000 Value	900000		18	-826.	
Siguler Guff Distrd Fd IV	900000	63.	18	64,827.	
Siguler Guff Distrd III	900000	418.	18	25,906.	
SPUR Ventures III	900000		18	-6,580.	
The Baltimore Fund	900000		18	-17,767.	
The Boston Co (TBCAM)	900000		18		
Total		\$ 371,093.		\$ 5,785,268.	\$ 0.

11/14/14

06 15PM

Other Income Producing Activities
Dividends/interest from securities.

Aberdeen Fds Emerging Market Div	\$	56,867.
Cohen & Steers Inst Realty Income Div		47,542.
Cohen & Steers Inst Realty STCG Distrib		0.
DFA Intl Value Div		21,534.
DFA Emerging Small Cap Div		45,166.
DFA Emerging Value Div		52,940.
First Eagle-Global Div		149,959.
HarborCapital Div		51,753.
ICM-Small Cap Div		7,974.
Legg Mason Global Asset		47,902.
JPMorgan Int		63.
JPMorgan MMF Div		151.
Longleaf Partners Div		6,932.
Mogan Stanley Div		19.
MetWest TALF Fund Income		149.
Miscellaneous Int		279.
PIMCO Total Return Div		60,256.
PIMCO Total Return STCG Distrib		0.
PIMCO PAC Invt Mgmt Real Return		59,288.
Proctor & Gamble		517.
State of Israel Bond Int		5,149.
The Shefa Fund		4,500.
Koret Israel Economic Dev Interest		5,000.
JPM - TimeSquare Divs		13,784.
JPM - TimeSquare Int		8.
JPM - TimeSquare OCH-ZIFF		3,614.
JPM - TimeSquare Appollo Global		5,753.
JPM - TimeSquare GT Solar		0.
Vanguard Inflation-Protect Divs		0.
Western Asset Core Plus Divs		27,299.
Boulder Ventures IV Int and Div		55.
Commonfund Intl Partners VI Int and Div		11,506.
Commonfund PE Partners V Int and Div		54,872.
Commonfund PE Partners VII Int and Div		12,121.
Commonfund Venture Partners VI Int and Div		4,116.
CSFB Strategic Partners II Int and Div		1,519.
CSFB Strategic Partners III Int and Div		12,787.
CS Strategic Partners PB Feeder Fd Int and Div		13,926.
Discovery Equity Partners Int and Div		6,107.
Flag Intl Partners Int and Div		24,131.
Flag Intl Partners II Int and Div		10,943.
Flag PE III Int and Div		11,275.
Flag PE IV Int and Div		15,453.
Flag Venture Partners VI Int and Div		849.
Lipper & Co Div		0.
Neuberger Berman Inc Plus Fd Int and Div		33,871.
Oaktree Senior Loan Fund Int and Div		111,665.
OCM European Principal Opp Fd II Int and Div		31,223.
OCM Mezzanine Fd II Int and Div		21,672.
BancBoston Private Equity Portfolio III Int and Div		12,375.
RCP Diversified PE Fd Int and Div		4,411.
Rockefeller Global Equity Fd I Int and Div		409,962.
Russell 1000 Growth Fd B Int and Div		79,339.
Russell 1000 Value Fd B Int and Div		99,718.
Siguler Guff Distressed Opp Fd III Int and Div		27,144.
Siguler Guff Distressed Opp Fd IV Int and Div		11,944.
Spur Ventures III Int		976.
The Baltimore Fund Int and Div		12.
The Boston Co Emerging Equity Int and Div		0.
Oaktree Real Estate Opp Fund		97,041.

2013**Federal Supporting Detail****Page 2****Client 52603838****The Jacob and Hilda Blaustein
Foundation, Inc****52-6038382**

11/14/14

06:15PM

**Other Income Producing Activities (continued)
Dividends/interest from securities.**Total \$ 1,795,411.**Balance Sheet - Investments
End of year amount
Investments**

Benchmark Plus Equity	\$ 4,256,100.
Russell 1000 Growth	3,715,461.
Russell 1000 Value	3,565,130.
Rockefeller Global (45%)	10,234,273.
Rockefeller Global (55%)	12,508,560.
Time Square Mgmt (78%)	1,460,180.
Time Square Mgmt (22%)	411,846.
Long Leaf Partners	1,997,759.
Discovery Equity Partners LP	1,458,628.
ICM Small Company	1,484,524.
DFA Intl Value	909,378.
DFA Emerging Mkts Small Cap	2,249,295.
DFA Emerging Mkts Value	2,633,477.
Harbor Capital 86%	1,215,022.
Harbor Capital 14%	197,794.
Pointer Offshore	3,550,000.
Ironwood Intl	2,900,000.
Karsch Capital LTD	0.
SCP Ocean Fund	0.
Lipper Convertibles	0.
Mesirow Absolute Ret	0.
Neuberger Berman Income Plus	6,762,155.
Banc Boston PEP 3	193,143.
Boulder Venture IV	392,591.
Coller Intl	218,749.
CommonFund PE V	1,431,789.
CommonFund Venture VI	641,509.
CommonFund PE VII	687,923.
CommonFund Intl VI	755,114.
FLAG Intl	648,642.
FLAG Intl II	930,043.
FLAG PE III	566,903.
FLAG PE IV	600,592.
FLAG Ven VI	906,355.
CS Strategies IV	674,614.
CSFB II	111,446.
CSFB III	489,141.
OCM Mezz II	282,371.
RCP	277,526.
RCP VII Feeder LTD	740,495.
Sigular Guff III	1,597,842.
Sigular Guff IV	751,337.
SPUR Venture III	611,710.
OCM European	814,126.
Oaktree Senior Loan	2,444,108.
Lexington Cap VII	398,226.
First Eagle Global	5,456,555.
Cohen and Steers Realty	1,874,249.
Cohen and Steers Global	0.
Lazard Emerging Income	1,564,743.
Lazard Ser II	0.

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06.15PM

Balance Sheet - Investments (continued)
End of year amount
Investments

MetWest TALF	\$ 0.
PIMCO Total Return	2,347,908.
Vanguard Inflation Protected	0.
Western Asset	0.
SOI, 10th Libor Flt	300,000.
SOI 6h JUB 3 Year - New	0.
Highline Capital	1,771,267.
M. Kingdon Offshore	2,000,000.
Pimco Fds PAC	5,249,945.
AXA Secondary Fund V	506,026.
Oaktree RE Ops Fd V	2,257,739.
Thru TS MGT Alt. Assets	57,176.
Morgan Stanley	0.
Procter & Gamble	0.
Aberdeen Funds Emrgn Mkt	3,590,483.
Legg Mason Global	3,818,000.
Industry Ventures Secondary Fund VII	50,000.
ASF VI LP	100.
Total	\$ 109,520,068.

Balance Sheet - Investments
Fair market value at end of year (Form 990-PF)
Investments

Benchmark Plus Equity	\$ 6,174,040.
Russell 1000 Growth	5,063,521.
Russell 1000 Value	4,670,715.
Rockefeller Global (45%)	10,234,273.
Rockefeller Global (55%)	12,508,560.
Time Square Mgmt (78%)	2,358,531.
Time Square Mgmt (22%)	665,227.
Long Leaf Partners	2,931,558.
ICM Small Company	1,852,626.
Discovery Equity Partners	1,458,628.
DFA Intl Value	810,839.
DFA Emerging Markets Value	2,284,481.
DFA Emerging Markets Small Cap	2,142,582.
Harbor Capital 86%	2,048,505.
Harbor Capital 14%	333,478.
Pointer Offshore	5,057,816.
Ironwood Intl	4,577,749.
Lipper Convertibles	0.
Karsch Capital	0.
Neuberger Berman Income Plus	6,762,155.
Banc Boston PEP 3	182,683.
Boulder Venture IV	392,591.
Collier Intl	437,002.
CommonFund PE V	1,492,611.
CommonFund Venture VI	743,226.
CommonFund PE VII	774,797.
CommonFund Intl VI	848,161.
FLAG Intl	648,642.
FLAG Intl II	930,041.
FLAG PE III	566,894.
FLAG PE IV	600,594.
FLAG Ven VI	906,355.

Client 52603838

The Jacob and Hilda Blaustein
Foundation, Inc

52-6038382

11/14/14

06 15PM

Balance Sheet - Investments (continued)
Fair market value at end of year (Form 990-PF)
Investments

CS Strategies IV	\$ 674,614.
CSFB II	111,446.
CSFB III	489,141.
OCM Mezz II	282,371.
RCP	292,220.
RCP VII Feeder, LTD	721,177.
Siguler Guff III	1,579,255.
Siguler Guff IV	751,340.
SPUR Venture III	796,055.
OCM European	814,126.
Oaktree Senior Loan	2,444,108.
Lexington Cap VII	688,309.
First Eagle Global	7,607,090.
Cohen and Steers Realty	0.
Cohen and Steers Inst Rlty 2	1,943,284.
Lazard Income	1,942,247.
MetWest TALF	0.
PIMCO Total Return	2,370,063.
Western Asset	0.
SOI, 6th JUB, 3 Year, 1.14%	0.
SOI, 10th Libor, Flt Rte	300,000.
Thru TS Mgmt - Alt Invests	65,989.
Highline Capital Intl LTD	2,424,199.
M Kingdon Offshore	2,694,242.
PIMCO Fds PAC	4,918,784.
AXA Secondary	742,525.
Oaktree RE Ops Fd V	2,257,739.
Aberdeen Funds Emrgn Mkt	3,549,358.
Legg Mason Global	3,713,174.
Industry Ventures Secondary Fund VII	50,000.
ASF VI LP	100.
Total	\$ 124,681,837.

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 96

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/07/2013	1313.90					
ACQ	50.0000	01/11/2012	1313.90	1507.50	-193.60	LT	Y	F
100.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/08/2013	2636.54					
ACQ	50.0000	12/12/2011	1318.27	1495.94	-177.67	LT	Y	F
	50.0000	01/11/2012	1318.27	1507.50	-189.23	LT	Y	F
100.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/09/2013	2615.86					
ACQ	50.0000	08/17/2011	1307.93	1480.80	-172.87	LT	Y	F
	50.0000	12/12/2011	1307.93	1495.94	-188.00	LT	Y	F
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/13/2013	1322.33					
ACQ	50.0000	08/17/2011	1322.33	1480.79	-158.46	LT	Y	F
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/13/2013	1314.52					
ACQ	50.0000	12/13/2011	1314.52	1457.70	-143.18	LT	Y	F
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/14/2013	1322.23					
ACQ	50.0000	12/13/2011	1322.23	1457.70	-135.47	LT	Y	F
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/14/2013	1321.17					
ACQ	50.0000	05/20/2013	1321.17	1136.93	184.24	ST	Y	C
100.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/19/2013	2516.04					
ACQ	50.0000	08/23/2012	1258.02	1068.52	189.50	ST	Y	C
	50.0000	05/20/2013	1258.02	1136.93	121.09	ST	Y	C
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/20/2013	1247.07					
ACQ	50.0000	08/23/2012	1247.07	1068.52	178.55	ST	Y	C
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/20/2013	1248.25					
ACQ	50.0000	08/24/2012	1248.25	1050.65	197.60	ST	Y	C
50.0000 ADTRAN INC - 00738A106 - MINOR = 44								
SOLD		08/22/2013	1232.62					
ACQ	50.0000	08/24/2012	1232.62	1050.64	181.98	ST	Y	C
100.0000 ALIGN TECHNOLOGY INC COM - 016255101 - MINOR = 31000								
SOLD		05/21/2013	3798.74					
ACQ	100.0000	11/08/2012	3798.74	2583.15	1215.59	ST	Y	C
50.0000 ALIGN TECHNOLOGY INC COM - 016255101 - MINOR = 31000								
SOLD		07/30/2013	2120.77					
ACQ	50.0000	11/07/2012	2120.77	1286.75	834.02	ST	Y	C
50.0000 ALIGN TECHNOLOGY INC COM - 016255101 - MINOR = 31000								
SOLD		07/31/2013	2124.07					
ACQ	50.0000	11/07/2012	2124.07	1286.75	837.32	ST	Y	C
100.0000 ALIGN TECHNOLOGY INC COM - 016255101 - MINOR = 31000								
SOLD		10/18/2013	5859.56					
ACQ	100.0000	11/07/2012	5859.56	2571.24	3288.32	ST	Y	C
100.0000 ALLEGiant TRAVEL CO - 01748X102								
SOLD		03/19/2013	8809.10					
ACQ	100.0000	06/21/2010	8809.10	4495.96	4313.14	LT	Y	F
100.0000 ALLEGiant TRAVEL CO - 01748X102								
SOLD		12/05/2013	10762.07					
ACQ	100.0000	08/08/2013	10762.07	9802.00	960.07	ST	Y	C
100.0000 ALLIANCE DATA SYSTEMS CORP - 018581108 - MINOR = 31000								
SOLD		09/18/2013	20842.13					
ACQ	100.0000	06/22/2009	20842.13	4209.74	16632.39	LT	Y	F
100.0000 ALLIANCE DATA SYSTEMS CORP - 018581108 - MINOR = 31000								
SOLD		10/03/2013	21281.23					
ACQ	100.0000	01/23/2009	21281.23	3915.72	17365.51	LT	Y	F
100.0000 ALLIANCE DATA SYSTEMS CORP - 018581108 - MINOR = 31000								
SOLD		10/09/2013	21380.13					
ACQ	100.0000	02/19/2009	21380.13	2991.77	18388.36	LT	Y	F
100.0000 ANNIE'S INC - 03600T104								
SOLD		04/12/2013	3926.16					
ACQ	100.0000	03/13/2013	3926.16	3996.25	-70.09	ST	Y	C
100.0000 ANNIE'S INC - 03600T104								
SOLD		07/10/2013	4430.42					
ACQ	100.0000	10/25/2012	4430.42	3942.82	487.60	ST	Y	C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306								
SOLD		01/02/2013	1784.99					
ACQ	100.0000	06/25/2012	1784.99	1274.80	510.19	ST	Y	C
200.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306								
SOLD		04/24/2013	5012.02					
ACQ	100.0000	02/01/2013	2506.01	2301.90	204.11	ST	Y	C
	100.0000	03/08/2013	2506.01	2404.03	101.98	ST	Y	C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306								
SOLD		04/29/2013	2601.20					
ACQ	100.0000	04/15/2013	2601.20	2286.83	314.37	ST	Y	C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306								
SOLD		04/30/2013	2689.57					
ACQ	100.0000	04/15/2013	2689.57	2286.83	402.74	ST	Y	C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306								
SOLD		05/06/2013	2741.02					
ACQ	100.0000	01/31/2013	2741.02	2180.08	560.94	ST	Y	C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 97
RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		05/14/2013	2533.85				
ACQ	100.0000	01/29/2013	2533.85	2097.45	436.40	ST	Y C
50.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		08/08/2013	1423.21				
ACQ	50.0000	05/10/2013	1423.21	1239.32	183.89	ST	Y C
50.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		08/09/2013	1398.33				
ACQ	50.0000	05/10/2013	1398.33	1239.31	159.02	ST	Y C
50.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		08/19/2013	1456.07				
ACQ	50.0000	05/10/2013	1456.07	1239.32	216.75	ST	Y C
50.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		08/19/2013	1455.25				
ACQ	50.0000	05/10/2013	1455.25	1239.31	215.94	ST	Y C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		09/11/2013	2823.05				
ACQ	100.0000	06/20/2013	2823.05	2321.00	502.05	ST	Y C
100.0000 APOLLO GLOBAL MANAGEMENT LLC - 037612306							
SOLD		10/17/2013	3236.87				
ACQ	100.0000	06/25/2012	3236.87	1273.93	1962.94	LT	Y F
100.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		06/28/2013	1745.07				
ACQ	100.0000	09/14/2012	1745.07	2307.18	-562.11	ST	Y C
50.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		06/28/2013	875.27				
ACQ	50.0000	09/12/2012	875.27	1147.66	-272.39	ST	Y C
50.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/01/2013	981.69				
ACQ	50.0000	09/12/2012	981.69	1147.65	-165.96	ST	Y C
100.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/02/2013	1938.46				
ACQ	100.0000	09/11/2012	1938.46	2286.56	-348.10	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/02/2013	483.62				
ACQ	25.0000	09/11/2012	483.62	571.64	-88.02	ST	Y C
200.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/02/2013	3882.89				
ACQ	175.0000	09/11/2012	3397.53	4001.48	-603.95	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		03/07/2013	485.36	531.64	-46.28	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/03/2013	483.74				
ACQ	25.0000	03/07/2013	483.74	531.64	-47.90	ST	Y C
100.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/03/2013	1921.76				
ACQ	50.0000	03/04/2013	960.88	1050.75	-89.88	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		03/07/2013	960.88	1063.27	-102.39	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/03/2013	481.09				
ACQ	25.0000	03/04/2013	481.09	525.38	-44.29	ST	Y C
100.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/08/2013	1946.07				
ACQ	75.0000	01/22/2013	1459.55	1545.17	-85.62	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		03/04/2013	486.52	525.37	-38.85	ST	Y C
100.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/09/2013	1944.80				
ACQ	25.0000	01/22/2013	486.20	515.06	-28.86	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		05/08/2013	1458.60	1297.38	161.22	ST	Y C
25.0000 ARIAD PHARMACEUTICALS INC - 04033A100 - MINOR = 44							
SOLD		07/12/2013	497.63				
ACQ	25.0000	05/08/2013	497.63	432.46	65.17	ST	Y C
100.0000 ASPEN TECHNOLOGY INC - 045327103 - MINOR = 44							
SOLD		10/15/2013	3474.43				
ACQ	100.0000	07/23/2013	3474.43	3255.17	219.26	ST	Y C
100.0000 ASPEN TECHNOLOGY INC - 045327103 - MINOR = 44							
SOLD		10/31/2013	3825.04				
ACQ	50.0000	07/11/2013	1912.52	1563.10	349.42	ST	Y C
50.0000 AVIS BUDGET GROUP - 053774105 - MINOR = 44							
SOLD		07/16/2013	1912.52	1609.64	302.88	ST	Y C
100.0000 AVIS BUDGET GROUP - 053774105 - MINOR = 44							
SOLD		11/21/2013	3552.85				
ACQ	25.0000	05/30/2013	888.21	824.43	63.78	ST	Y C
75.0000 BALLY TECHNOLOGIES, INC. - 05874B107 - MINOR = 3101							
SOLD		06/03/2013	2664.64	2449.78	214.86	ST	Y C
100.0000 BALLY TECHNOLOGIES, INC. - 05874B107 - MINOR = 3101							
SOLD		03/14/2013	5133.35				
ACQ	100.0000	01/03/2013	5133.35	4615.03	518.32	ST	Y C
100.0000 BALLY TECHNOLOGIES, INC. - 05874B107 - MINOR = 3101							
SOLD		09/30/2013	7222.22				
ACQ	100.0000	06/15/2011	7222.22	3810.73	3411.49	LT	Y F
100.0000 BERKLEY W R CORP - 084423102 - MINOR = 44							
SOLD		05/09/2013	4246.88				
ACQ	100.0000	10/24/2011	4246.88	3349.71	897.17	LT	Y F
100.0000 BERKLEY W R CORP - 084423102 - MINOR = 44							
SOLD		05/10/2013	4245.00				
ACQ	100.0000	10/25/2011	4245.00	3344.50	900.50	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 98

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
25.0000 BERKLEY W R CORP - 084423102 - MINOR = 44							
SOLD		05/13/2013	1059.40				
ACQ	25.0000	10/21/2011	1059.40	816.72	242.68	LT	Y F
75.0000 BERKLEY W R CORP - 084423102 - MINOR = 44							
SOLD		05/22/2013	3107.99				
ACQ	75.0000	10/21/2011	3107.99	2450.14	657.85	LT	Y F
50.0000 BIO RAD LABS INC CL A - 090572207 - MINOR = 44							
SOLD		08/08/2013	5997.39				
ACQ	50.0000	01/10/2003	5997.39	1876.17	4121.22	LT	Y F
50.0000 BIO RAD LABS INC CL A - 090572207 - MINOR = 44							
SOLD		08/08/2013	5998.87				
ACQ	50.0000	01/10/2003	5998.87	1876.16	4122.71	LT	Y F
100.0000 BROOKDALE SENIOR LIVING INC - 112463104 - MINOR = 31000							
SOLD		02/12/2013	2807.84				
ACQ	100.0000	01/31/2013	2807.84	2685.84	122.00	ST	Y C
50.0000 BROOKDALE SENIOR LIVING INC - 112463104 - MINOR = 31000							
SOLD		06/12/2013	1344.54				
ACQ	50.0000	11/09/2009	1344.54	800.00	544.54	LT	Y F
50.0000 BROOKDALE SENIOR LIVING INC - 112463104 - MINOR = 31000							
SOLD		06/12/2013	1342.40				
ACQ	50.0000	11/09/2009	1342.40	800.00	542.40	LT	Y F
50.0000 BROOKDALE SENIOR LIVING INC - 112463104 - MINOR = 31000							
SOLD		06/13/2013	1337.38				
ACQ	50.0000	07/11/2012	1337.38	794.69	542.69	ST	Y C
50.0000 BROOKDALE SENIOR LIVING INC - 112463104 - MINOR = 31000							
SOLD		06/14/2013	1355.93				
ACQ	50.0000	07/11/2012	1355.93	794.68	561.25	ST	Y C
100.0000 CARPENTER TECHNOLOGY CORP - 144285103 - MINOR = 44							
SOLD		07/09/2013	4779.20				
ACQ	100.0000	03/21/2013	4779.20	4923.24	-144.04	ST	Y C
50.0000 CARPENTER TECHNOLOGY CORP - 144285103 - MINOR = 44							
SOLD		08/22/2013	2819.72				
ACQ	50.0000	03/15/2013	2819.72	2453.18	366.54	ST	Y C
50.0000 CARPENTER TECHNOLOGY CORP - 144285103 - MINOR = 44							
SOLD		08/23/2013	2797.88				
ACQ	50.0000	03/15/2013	2797.88	2453.17	344.71	ST	Y C
50.0000 CARPENTER TECHNOLOGY CORP - 144285103 - MINOR = 44							
SOLD		09/20/2013	2901.11				
ACQ	50.0000	07/25/2013	2901.11	2448.87	452.24	ST	Y C
50.0000 CARPENTER TECHNOLOGY CORP - 144285103 - MINOR = 44							
SOLD		09/23/2013	2903.59				
ACQ	50.0000	07/25/2013	2903.59	2448.87	454.72	ST	Y C
100.0000 CLARCOR INC - 179895107 - MINOR = 44							
SOLD		01/16/2013	4711.59				
ACQ	100.0000	04/10/2012	4711.59	4729.62	-18.03	ST	Y C
100.0000 CLARCOR INC - 179895107 - MINOR = 44							
SOLD		02/13/2013	5118.90				
ACQ	100.0000	11/19/2012	5118.90	4418.98	699.92	ST	Y C
100.0000 CLARCOR INC - 179895107 - MINOR = 44							
SOLD		06/03/2013	5518.15				
ACQ	100.0000	11/21/2008	5518.15	2678.85	2839.30	LT	Y F
100.0000 CLEAN HBRS INC - 184496107 - MINOR = 44							
SOLD		10/22/2013	6314.38				
ACQ	100.0000	06/01/2012	6314.38	5961.25	353.13	LT	Y F
100.0000 COMMVAULT SYSTEMS INC - 204166102							
SOLD		05/07/2013	8641.55				
ACQ	100.0000	04/19/2013	8641.55	6966.21	1675.34	ST	Y C
50.0000 COMMVAULT SYSTEMS INC - 204166102							
SOLD		07/30/2013	4266.52				
ACQ	50.0000	05/28/2013	4266.52	3543.80	722.72	ST	Y C
50.0000 COMMVAULT SYSTEMS INC - 204166102							
SOLD		08/01/2013	4291.11				
ACQ	50.0000	05/28/2013	4291.11	3543.80	747.31	ST	Y C
100.0000 CORPORATE EXECUTIVE BRD CO - 21988R102 - MINOR = 44							
SOLD		03/11/2013	5616.02				
ACQ	100.0000	12/21/2012	5616.02	4734.19	881.83	ST	Y C
50.0000 CORPORATE EXECUTIVE BRD CO - 21988R102 - MINOR = 44							
SOLD		05/02/2013	2951.03				
ACQ	50.0000	03/07/2011	2951.03	1911.77	1039.26	LT	Y F
25.0000 CORPORATE EXECUTIVE BRD CO - 21988R102 - MINOR = 44							
SOLD		05/03/2013	1451.75				
ACQ	25.0000	03/07/2011	1451.75	955.89	495.86	LT	Y F
25.0000 CORPORATE EXECUTIVE BRD CO - 21988R102 - MINOR = 44							
SOLD		05/06/2013	1429.58				
ACQ	25.0000	03/07/2011	1429.58	955.88	473.70	LT	Y F
100.0000 COSTAR GROUP INC - 22160N109 - MINOR = 44							
SOLD		03/01/2013	10202.10				
ACQ	100.0000	03/23/2005	10202.10	3793.50	6408.60	LT	Y F
100.0000 DAVITA INC - 23918K108 - MINOR = 44							
SOLD		01/02/2013	10851.54				
ACQ	100.0000	12/30/2002	10851.54	1608.00	9243.54	LT	Y F
100.0000 DAVITA INC - 23918K108 - MINOR = 44							
SOLD		01/16/2013	11124.55				
ACQ	100.0000	12/30/2002	11124.55	1608.00	9516.55	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 99

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 DAVITA INC - 23918K108 - MINOR = 44							
SOLD		01/28/2013	11369.73				
ACQ	100.0000	12/30/2002	11369.73	1608.00	9761.73	LT	Y F
100.0000 DIGITALGLOBE INC - 25389M877							
SOLD		07/25/2013	3295.95				
ACQ	100.0000	03/07/2013	3295.95	2870.00	425.95	ST	Y C
100.0000 DIGITALGLOBE INC - 25389M877							
SOLD		11/21/2013	3781.34				
ACQ	100.0000	08/08/2013	3781.34	3286.26	495.08	ST	Y C
100.0000 DRIL-QUIP INC - 262037104 - MINOR = 44							
SOLD		07/09/2013	9597.89				
ACQ	100.0000	09/25/2007	9597.89	4523.08	5074.81	LT	Y F
100.0000 DRIL-QUIP INC - 262037104 - MINOR = 44							
SOLD		08/02/2013	9826.75				
ACQ	100.0000	09/16/2008	9826.75	4434.43	5392.32	LT	Y F
100.0000 DUNKIN BRANDS GROUP INC - 265504100							
SOLD		01/07/2013	3414.26				
ACQ	100.0000	01/02/2013	3414.26	3368.34	45.92	ST	Y C
100.0000 DUNKIN BRANDS GROUP INC - 265504100							
SOLD		01/31/2013	3690.68				
ACQ	100.0000	11/17/2011	3690.68	2562.00	1128.68	LT	Y F
50.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		08/19/2013	2183.56				
ACQ	50.0000	06/11/2013	2183.56	1838.93	344.63	ST	Y C
50.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		08/20/2013	2181.19				
ACQ	50.0000	06/11/2013	2181.19	1838.93	342.26	ST	Y C
50.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		09/03/2013	2126.25				
ACQ	50.0000	01/28/2013	2126.25	1510.10	616.15	ST	Y C
50.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		09/04/2013	2139.20				
ACQ	50.0000	01/28/2013	2139.20	1510.10	629.10	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		09/20/2013	4633.85				
ACQ	100.0000	04/01/2013	4633.85	3010.00	1623.85	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		10/03/2013	4732.71				
ACQ	100.0000	01/30/2013	4732.71	3002.95	1729.76	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		10/15/2013	4917.65				
ACQ	100.0000	01/29/2013	4917.65	2996.76	1920.89	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		11/08/2013	4736.78				
ACQ	100.0000	01/29/2013	4736.78	2988.50	1748.28	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		11/20/2013	4608.35				
ACQ	100.0000	01/25/2013	4608.35	2925.17	1683.18	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		11/27/2013	4747.62				
ACQ	100.0000	01/25/2013	4747.62	2925.17	1822.45	ST	Y C
100.0000 ENCORE CAPITAL GROUP INC - 292554102							
SOLD		12/04/2013	4751.41				
ACQ	100.0000	05/01/2013	4751.41	2853.92	1897.49	ST	Y C
100.0000 FLEETCOR TECHNOLOGIES INC - 339041105							
SOLD		04/24/2013	7706.64				
ACQ	100.0000	12/14/2010	7706.64	2300.00	5406.64	LT	Y F
100.0000 FLEETCOR TECHNOLOGIES INC - 339041105							
SOLD		06/21/2013	8307.44				
ACQ	100.0000	12/14/2010	8307.44	2300.00	6007.44	LT	Y F
100.0000 FLEETCOR TECHNOLOGIES INC - 339041105							
SOLD		10/01/2013	11116.67				
ACQ	100.0000	12/14/2010	11116.67	2300.00	8816.67	LT	Y F
100.0000 FOOT LOCKER INC - 344849104 - MINOR = 44							
SOLD		08/06/2013	3662.93				
ACQ	100.0000	07/16/2013	3662.93	3702.00	-39.07	ST	Y C
100.0000 FOOT LOCKER INC - 344849104 - MINOR = 44							
SOLD		08/09/2013	3450.90				
ACQ	100.0000	08/06/2013	3450.90	3535.59	-84.69	ST	Y C
100.0000 FOOT LOCKER INC - 344849104 - MINOR = 44							
SOLD		08/20/2013	3499.93				
ACQ	100.0000	03/06/2013	3499.93	3503.14	-3.21	ST	Y C
100.0000 FOOT LOCKER INC - 344849104 - MINOR = 44							
SOLD		11/13/2013	3649.08				
ACQ	100.0000	10/18/2013	3649.08	3371.26	277.82	ST	Y C
100.0000 FORUM ENERGY TECHNOLOGIES - 34984V100							
SOLD		07/26/2013	2840.04				
ACQ	100.0000	07/08/2013	2840.04	3027.50	-187.46	ST	Y C
100.0000 GARDNER DENVER INC - 365558105 - MINOR = 44							
SOLD		03/08/2013	7469.83				
ACQ	100.0000	01/22/2013	7469.83	6990.84	478.99	ST	Y C
100.0000 GARDNER DENVER INC - 365558105 - MINOR = 44							
SOLD		03/08/2013	7465.55				
ACQ	100.0000	07/02/2009	7465.55	2498.19	4967.36	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 100

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 GARDNER DENVER INC - 365558105 - MINOR = 44							
SOLD		03/08/2013	7466.53				
ACQ	100.0000	07/06/2009	7466.53				
200.0000 GIGAMON INC - 37518B102				2437.22	5029.31	LT	Y F
SOLD		06/12/2013	4651.11				
ACQ	200.0000	06/12/2013	4651.11	3800.00	851.11	ST	Y C
100.0000 GLOBAL PMTS INC - 37940X102 - MINOR = 44							
SOLD		05/06/2013	4711.78				
ACQ	100.0000	12/12/2012	4711.78	4509.35	202.43	ST	Y C
100.0000 GRAND CANYON EDUCATION INC - 38526M106							
SOLD		05/08/2013	2938.65				
ACQ	100.0000	11/19/2008	2938.65	1200.00	1738.65	LT	Y F
100.0000 GRAND CANYON EDUCATION INC - 38526M106							
SOLD		05/21/2013	3289.92				
ACQ	100.0000	11/19/2008	3289.92	1200.00	2089.92	LT	Y F
50.0000 GRAND CANYON EDUCATION INC - 38526M106							
SOLD		07/24/2013	1805.27				
ACQ	50.0000	11/19/2008	1805.27	600.00	1205.27	LT	Y F
50.0000 GRAND CANYON EDUCATION INC - 38526M106							
SOLD		07/25/2013	1799.03				
ACQ	50.0000	11/19/2008	1799.03	600.00	1199.03	LT	Y F
100.0000 HMS HLDGS CORP - 40425J101 - MINOR = 31000							
SOLD		03/06/2013	3073.93				
ACQ	100.0000	01/28/2013	3073.93	2758.07	315.86	ST	Y C
25.0000 HMS HLDGS CORP - 40425J101 - MINOR = 31000							
SOLD		07/23/2013	646.89				
ACQ	25.0000	10/18/2012	646.89	684.10	-37.21	ST	Y C
75.0000 HMS HLDGS CORP - 40425J101 - MINOR = 31000							
SOLD		07/25/2013	1844.98				
ACQ	75.0000	10/18/2012	1844.98	2052.28	-207.30	ST	Y C
100.0000 HANESBRANDS INC - 410345102 - MINOR = 44							
SOLD		01/14/2013	3685.62				
ACQ	100.0000	01/09/2013	3685.62	3670.60	15.02	ST	Y C
100.0000 HANESBRANDS INC - 410345102 - MINOR = 44							
SOLD		05/07/2013	5011.40				
ACQ	100.0000	03/17/2011	5011.40	2582.25	2429.15	LT	Y F
75.0000 HANESBRANDS INC - 410345102 - MINOR = 44							
SOLD		07/24/2013	4355.36				
ACQ	75.0000	03/17/2011	4355.36	1936.69	2418.67	LT	Y F
25.0000 HANESBRANDS INC - 410345102 - MINOR = 44							
SOLD		07/25/2013	1457.09				
ACQ	25.0000	03/17/2011	1457.09	645.56	811.53	LT	Y F
100.0000 HEARTWARE INTERNATIONAL INC - 422368100							
SOLD		05/21/2013	9588.91				
ACQ	100.0000	03/05/2013	9588.91	8695.14	893.77	ST	Y C
50.0000 HOMEAWAY INC - 43739Q100							
SOLD		02/21/2013	1403.37				
ACQ	50.0000	03/12/2012	1403.37	1295.74	107.63	ST	Y C
50.0000 HOMEAWAY INC - 43739Q100							
SOLD		02/22/2013	1419.12				
ACQ	50.0000	03/12/2012	1419.12	1295.73	123.39	ST	Y C
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		03/07/2013	3083.93				
ACQ	100.0000	05/15/2012	3083.93	2504.00	579.93	ST	Y C
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		04/10/2013	3225.42				
ACQ	100.0000	08/08/2012	3225.42	2400.12	825.30	ST	Y C
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		04/24/2013	3193.92				
ACQ	100.0000	04/16/2012	3193.92	2390.66	803.26	LT	Y F
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		05/03/2013	3043.50				
ACQ	100.0000	04/03/2012	3043.50	2374.66	668.84	LT	Y F
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		05/10/2013	2916.77				
ACQ	100.0000	04/23/2012	2916.77	2356.80	559.97	LT	Y F
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		08/20/2013	2798.45				
ACQ	100.0000	07/19/2012	2798.45	2205.92	592.53	LT	Y F
50.0000 HOMEAWAY INC - 43739Q100							
SOLD		08/20/2013	1420.73				
ACQ	50.0000	07/24/2012	1420.73	1101.02	319.71	LT	Y F
50.0000 HOMEAWAY INC - 43739Q100							
SOLD		08/20/2013	1396.05				
ACQ	50.0000	07/24/2012	1396.05	1101.01	295.04	LT	Y F
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		08/21/2013	2908.39				
ACQ	100.0000	11/20/2012	2908.39	2102.98	805.41	ST	Y C
100.0000 HOMEAWAY INC - 43739Q100							
SOLD		08/21/2013	2888.17				
ACQ	100.0000	12/13/2012	2888.17	2098.65	789.52	ST	Y C
100.0000 HURON CONSULTING GROUP INC - 447462102 - MINOR = 44							
SOLD		04/11/2013	4123.67				
ACQ	100.0000	04/26/2012	4123.67	3530.13	593.54	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 101

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 IPG PHOTONICS CORPORATION - 44980X109							
SOLD		11/18/2013	7036.37				
ACQ	100.0000	09/16/2013	7036.37	6088.97	947.40	ST	Y C
100.0000 IHS INC - 451734107 - MINOR = 3101							
SOLD		03/06/2013	11142.37				
ACQ	100.0000	02/25/2013	11142.37	10377.00	765.37	ST	Y C
100.0000 IHS INC - 451734107 - MINOR = 3101							
SOLD		06/19/2013	10814.04				
ACQ	100.0000	03/21/2013	10814.04	10547.31	266.73	ST	Y C
100.0000 INFORMATICA CORP - 45666Q102 - MINOR = 44							
SOLD		01/11/2013	3339.92				
ACQ	100.0000	07/06/2012	3339.92	3030.50	309.42	ST	Y C
100.0000 INFORMATICA CORP - 45666Q102 - MINOR = 44							
SOLD		10/15/2013	3690.71				
ACQ	100.0000	07/06/2012	3690.71	3030.50	660.21	LT	Y F
100.0000 JARDEN CORP - 471109108							
SOLD		01/16/2013	5520.02				
ACQ	100.0000	01/08/2013	5520.02	5349.09	170.93	ST	Y C
100.0000 JARDEN CORP - 471109108							
SOLD		03/19/2013	4242.36				
ACQ	45.0000	06/03/2008	1909.06	543.85	1365.21	LT	Y F
	55.0000	07/01/2008	2333.30	657.57	1675.73	LT	Y F
100.0000 JARDEN CORP - 471109108							
SOLD		09/03/2013	4750.87				
ACQ	100.0000	07/01/2008	4750.87	1195.57	3555.30	LT	Y F
100.0000 JARDEN CORP - 471109108							
SOLD		10/23/2013	5263.40				
ACQ	100.0000	10/18/2013	5263.40	5064.76	198.64	ST	Y C
100.0000 JARDEN CORP - 471109108							
SOLD		10/24/2013	5198.70				
ACQ	100.0000	09/26/2013	5198.70	4827.86	370.84	ST	Y C
100.0000 JONES LANG LASALLE INC - 48020Q107 - MINOR = 44							
SOLD		04/25/2013	9624.18				
ACQ	100.0000	11/09/2011	9624.18	6203.94	3420.24	LT	Y F
25.0000 JONES LANG LASALLE INC - 48020Q107 - MINOR = 44							
SOLD		05/17/2013	2424.40				
ACQ	25.0000	09/14/2011	2424.40	1470.92	953.48	LT	Y F
25.0000 JONES LANG LASALLE INC - 48020Q107 - MINOR = 44							
SOLD		06/07/2013	2276.98				
ACQ	25.0000	09/14/2011	2276.98	1470.92	806.06	LT	Y F
50.0000 JONES LANG LASALLE INC - 48020Q107 - MINOR = 44							
SOLD		06/13/2013	4440.73				
ACQ	50.0000	09/14/2011	4440.73	2941.85	1498.88	LT	Y F
100.0000 JOS A BANK CLOTHIERS INC - 480838101 - MINOR = 44							
SOLD		01/28/2013	3848.34				
ACQ	100.0000	06/01/2011	3848.34	4955.56	-1107.22	LT	Y F
100.0000 JOS A BANK CLOTHIERS INC - 480838101 - MINOR = 44							
SOLD		02/26/2013	4151.90				
ACQ	100.0000	06/01/2011	4151.90	4955.56	-803.66	LT	Y F
100.0000 JOS A BANK CLOTHIERS INC - 480838101 - MINOR = 44							
SOLD		03/22/2013	4102.29				
ACQ	100.0000	06/21/2011	4102.29	4867.63	-765.34	LT	Y F
100.0000 JOS A BANK CLOTHIERS INC - 480838101 - MINOR = 44							
SOLD		03/22/2013	4035.30				
ACQ	100.0000	05/30/2012	4035.30	4473.41	-438.11	ST	Y C
100.0000 LAREDO PETROLEUM HOLDINGS IN - 516806106							
SOLD		08/26/2013	2539.71				
ACQ	100.0000	03/12/2013	2539.71	1890.64	649.07	ST	Y C
100.0000 LAREDO PETROLEUM HOLDINGS IN - 516806106							
SOLD		09/20/2013	2897.71				
ACQ	100.0000	01/10/2013	2897.71	1871.64	1026.07	ST	Y C
100.0000 LAREDO PETROLEUM HOLDINGS IN - 516806106							
SOLD		10/16/2013	3238.53				
ACQ	100.0000	01/09/2013	3238.53	1835.98	1402.55	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		02/28/2013	3094.50				
ACQ	100.0000	02/01/2013	3094.50	3109.38	-14.88	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		05/21/2013	3389.30				
ACQ	100.0000	03/07/2013	3389.30	2800.00	589.30	ST	Y C
25.0000 MRC GLOBAL INC - 55345K103							
SOLD		05/29/2013	770.24				
ACQ	25.0000	02/22/2013	770.24	699.25	70.99	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		08/01/2013	2721.25				
ACQ	25.0000	01/02/2013	680.31	683.91	-3.60	ST	Y C
	75.0000	02/22/2013	2040.94	2097.76	-56.82	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		08/27/2013	2547.45				
ACQ	25.0000	12/11/2012	636.86	678.73	-41.87	ST	Y C
	75.0000	01/02/2013	1910.59	2051.71	-141.12	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		10/07/2013	2748.97				
ACQ	75.0000	12/11/2012	2061.73	2036.20	25.53	ST	Y C
	25.0000	08/05/2013	687.24	622.76	64.48	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 102

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
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LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		10/18/2013	2892.14				
ACQ	25.0000	04/12/2012	723.03	525.00	198.03	LT	Y P
	75.0000	08/05/2013	2169.11	1868.28	300.82	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		11/07/2013	3043.78				
ACQ	100.0000	11/07/2013	3043.78	2890.00	153.78	ST	Y C
100.0000 MRC GLOBAL INC - 55345K103							
SOLD		11/08/2013	3127.19				
ACQ	100.0000	04/12/2012	3127.19	2100.00	1027.19	LT	Y F
50.0000 MAGELLAN HEALTH SERVICES INC - 559079207 - MINOR = 3101							
SOLD		04/09/2013	2500.58				
ACQ	50.0000	11/03/2005	2500.58	1415.00	1085.58	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		02/12/2013	1884.06				
ACQ	100.0000	05/19/2010	1884.06	1179.42	704.64	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		05/09/2013	1890.75				
ACQ	100.0000	04/15/2013	1890.75	1759.92	130.83	ST	Y C
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		05/30/2013	2088.57				
ACQ	100.0000	05/01/2013	2088.57	1696.22	392.35	ST	Y C
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		09/27/2013	1926.93				
ACQ	100.0000	10/13/2010	1926.93	1167.37	759.56	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		09/27/2013	1948.74				
ACQ	100.0000	10/13/2010	1948.74	1167.37	781.37	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		09/30/2013	1957.88				
ACQ	100.0000	12/01/2010	1957.88	1143.13	814.75	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		09/30/2013	1953.54				
ACQ	100.0000	11/12/2010	1953.54	1126.89	826.65	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		10/01/2013	1989.33				
ACQ	100.0000	06/04/2010	1989.33	1111.08	878.25	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		10/02/2013	1991.38				
ACQ	100.0000	05/20/2010	1991.38	1110.06	881.32	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		10/04/2013	2002.32				
ACQ	100.0000	08/12/2010	2002.32	968.98	1033.34	LT	Y F
100.0000 MANITOWOC INC - 563571108 - MINOR = 44							
SOLD		10/07/2013	1951.59				
ACQ	100.0000	06/29/2010	1951.59	941.28	1010.31	LT	Y F
100.0000 MARIN SOFTWARE INC - 56804T106							
SOLD		03/22/2013	1777.79				
ACQ	100.0000	03/22/2013	1777.79	1400.00	377.79	ST	Y C
100.0000 MARIN SOFTWARE INC - 56804T106							
SOLD		03/22/2013	1715.30				
ACQ	100.0000	03/22/2013	1715.30	1400.00	315.30	ST	Y C
100.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		03/01/2013	4191.89				
ACQ	100.0000	06/16/2011	4191.89	4632.47	-440.58	LT	Y F
100.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		03/08/2013	4204.90				
ACQ	100.0000	11/22/2011	4204.90	4446.11	-241.21	LT	Y F
25.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		04/15/2013	1101.98				
ACQ	25.0000	12/26/2012	1101.98	1057.75	44.23	ST	Y C
25.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		04/15/2013	1102.49				
ACQ	25.0000	12/26/2012	1102.49	1057.74	44.75	ST	Y C
100.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		06/12/2013	4191.02				
ACQ	50.0000	09/17/2010	2095.51	2048.24	47.27	LT	Y F
	50.0000	12/26/2012	2095.51	2115.49	-19.98	ST	Y C
100.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		06/13/2013	4197.22				
ACQ	50.0000	08/23/2010	2098.61	1801.13	297.48	LT	Y F
	50.0000	09/17/2010	2098.61	2048.24	50.37	LT	Y F
100.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		06/14/2013	4241.10				
ACQ	50.0000	08/23/2010	2120.55	1801.12	319.44	LT	Y F
	50.0000	08/25/2010	2120.55	1791.82	328.74	LT	Y F
50.0000 MICROS SYS INC - 594901100 - MINOR = 44							
SOLD		06/17/2013	2119.40				
ACQ	50.0000	08/25/2010	2119.40	1791.81	327.59	LT	Y F
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		04/09/2013	2069.27				
ACQ	100.0000	02/08/2012	2069.27	2158.25	-88.98	LT	Y F
200.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		04/10/2013	4155.34				
ACQ	100.0000	02/07/2012	2077.67	2125.67	-48.00	LT	Y F
	100.0000	03/20/2012	2077.67	2141.88	-64.21	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 103

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100 0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		04/11/2013	2080.45				
ACQ	100.0000	02/02/2012	2080.45	2069.23	11.22	LT	Y F
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		04/11/2013	2084.76				
ACQ	100.0000	05/10/2012	2084.76	2067.30	17.46	ST	Y C
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/10/2013	2178.45				
ACQ	100.0000	03/05/2012	2178.45	2056.50	121.95	LT	Y F
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/13/2013	2145.80				
ACQ	100.0000	04/16/2012	2145.80	2041.73	104.07	LT	Y F
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/14/2013	2125.99				
ACQ	100.0000	12/13/2012	2125.99	2038.11	87.88	ST	Y C
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/15/2013	2109.97				
ACQ	100.0000	02/01/2012	2109.97	2034.95	75.02	LT	Y F
50 0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/20/2013	1124.47				
ACQ	50.0000	04/13/2012	1124.47	1016.86	107.61	LT	Y F
50.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/20/2013	1124.31				
ACQ	50.0000	04/13/2012	1124.31	1016.86	107.45	LT	Y F
100.0000 MICROSEMI CORP COM - 595137100 - MINOR = 3101							
SOLD		05/21/2013	2236.27				
ACQ	100.0000	03/06/2012	2236.27	2011.73	224.54	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		02/15/2013	3106.44				
ACQ	100.0000	07/24/2012	3106.44	2192.55	913.89	ST	Y C
100 0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		02/27/2013	3145.80				
ACQ	100.0000	05/30/2012	3145.80	2189.13	956.67	ST	Y C
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		05/01/2013	2946.93				
ACQ	100.0000	04/02/2013	2946.93	2910.92	36.01	ST	Y C
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		05/06/2013	3039.61				
ACQ	100.0000	04/02/2013	3039.61	2848.03	191.58	ST	Y C
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		05/20/2013	3127.89				
ACQ	100.0000	05/23/2012	3127.89	2176.14	951.75	ST	Y C
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		06/10/2013	3277.13				
ACQ	100.0000	06/04/2010	3277.13	1851.78	1425.35	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		06/27/2013	3245.89				
ACQ	100.0000	06/04/2010	3245.89	1851.78	1394.11	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		07/25/2013	3301.24				
ACQ	100.0000	06/04/2010	3301.24	1851.78	1449.46	LT	Y F
100 0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/06/2013	3245.09				
ACQ	100.0000	06/09/2010	3245.09	1845.32	1399.77	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/09/2013	3216.61				
ACQ	100.0000	06/09/2010	3216.61	1845.32	1371.29	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/12/2013	3199.52				
ACQ	100.0000	06/09/2010	3199.52	1845.32	1354.20	LT	Y F
50.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/14/2013	1598.99				
ACQ	50.0000	06/29/2010	1598.99	913.24	685.75	LT	Y F
100.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/19/2013	3094.40				
ACQ	50.0000	06/08/2010	1547.20	910.66	636.54	LT	Y F
50.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		06/29/2010	1547.20	913.23	633.98	LT	Y F
50 0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/20/2013	1557.56				
ACQ	50.0000	06/08/2010	1557.56	910.66	646.90	LT	Y F
50 0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/22/2013	1505.50				
ACQ	50.0000	06/30/2010	1505.50	901.80	603.70	LT	Y F
50.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		08/26/2013	1540.66				
ACQ	50.0000	06/30/2010	1540.66	901.79	638.87	LT	Y F
50.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		09/03/2013	1507.85				
ACQ	50.0000	07/15/2010	1507.85	897.64	610.21	LT	Y F
50.0000 NASDAQ STOCK MARKET, INC. - 631103108 - MINOR = 44							
SOLD		09/10/2013	1546.51				
ACQ	50.0000	07/15/2010	1546.51	897.63	648.88	LT	Y F
100.0000 NEUSTAR INC-CLASS A - 64126X201 - MINOR = 44							
SOLD		07/22/2013	5288.32				
ACQ	100.0000	06/28/2005	5288.32	2200.27	3088.05	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 104

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

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LEGEND: F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 NICE SYSTEMS LTD - 653656108 - MINOR = 31000							
SOLD		06/20/2013	3686.00				
ACQ	100.0000	07/29/2008	3686.00	2980.43	705.57	LT	Y F
100.0000 NICE SYSTEMS LTD - 653656108 - MINOR = 31000							
SOLD		10/30/2013	4029.24				
ACQ	100.0000	08/05/2010	4029.24	2923.18	1106.06	LT	Y F
100.0000 OCEANEERING INTL INC - 675232102 - MINOR = 44							
SOLD		01/15/2013	5831.37				
ACQ	100.0000	04/13/2009	5831.37	2036.35	3795.02	LT	Y F
100.0000 OCEANEERING INTL INC - 675232102 - MINOR = 44							
SOLD		04/08/2013	6505.23				
ACQ	100.0000	04/13/2009	6505.23	2036.35	4468.88	LT	Y F
100.0000 OCEANEERING INTL INC - 675232102 - MINOR = 44							
SOLD		04/10/2013	6527.38				
ACQ	100.0000	04/13/2009	6527.38	2036.35	4491.03	LT	Y F
100.0000 OCH-ZIFF CAPITAL MANAGEMENT - 67551U105 - MINOR = 31000							
SOLD		05/06/2013	1133.88				
ACQ	100.0000	04/25/2013	1133.88	987.52	146.36	ST	Y C
100.0000 OCH-ZIFF CAPITAL MANAGEMENT - 67551U105 - MINOR = 31000							
SOLD		05/08/2013	1139.98				
ACQ	100.0000	03/15/2013	1139.98	973.86	166.12	ST	Y C
100.0000 OCH-ZIFF CAPITAL MANAGEMENT - 67551U105 - MINOR = 31000							
SOLD		05/15/2013	1140.23				
ACQ	100.0000	09/25/2012	1140.23	972.19	168.04	ST	Y C
100.0000 OCH-ZIFF CAPITAL MANAGEMENT - 67551U105 - MINOR = 31000							
SOLD		12/02/2013	1402.59				
ACQ	100.0000	06/04/2013	1402.59	1106.72	295.87	ST	Y C
100.0000 OCH-ZIFF CAPITAL MANAGEMENT - 67551U105 - MINOR = 31000							
SOLD		12/23/2013	1444.98				
ACQ	50.0000	08/20/2013	722.49	549.02	173.47	ST	Y C
	50.0000	08/21/2013	722.49	546.43	176.06	ST	Y C
100.0000 OIL STATES INTERNATIONAL - 678026105 - MINOR = 31000							
SOLD		01/29/2013	7772.85				
ACQ	100.0000	08/11/2010	7772.85	4359.80	3413.05	LT	Y F
100.0000 OIL STATES INTERNATIONAL - 678026105 - MINOR = 31000							
SOLD		02/07/2013	7663.81				
ACQ	100.0000	08/26/2010	7663.81	4004.98	3658.83	LT	Y F
100.0000 ONYX PHARMACEUTICALS INC - 683399109 - MINOR = 31000							
SOLD		05/31/2013	9541.83				
ACQ	100.0000	10/19/2009	9541.83	2593.05	6948.78	LT	Y F
200.0000 ONYX PHARMACEUTICALS INC - 683399109 - MINOR = 31000							
SOLD		09/13/2013	24720.56				
ACQ	100.0000	06/19/2013	12360.28	8654.35	3705.93	ST	Y C
	100.0000	07/26/2010	12360.28	2403.92	9956.36	LT	Y F
100.0000 ORBITAL SCIENCES CORP (DEL.) COMMON - 685564106 - MINOR = 31000							
SOLD		04/10/2013	1715.45				
ACQ	100.0000	04/29/2009	1715.45	1554.52	160.93	LT	Y F
100.0000 ORBITAL SCIENCES CORP (DEL.) COMMON - 685564106 - MINOR = 31000							
SOLD		10/17/2013	2241.08				
ACQ	100.0000	10/15/2013	2241.08	2216.43	24.65	ST	Y C
100.0000 PROASSURANCE CORP COM - 74267C106 - MINOR = 3101							
SOLD		06/10/2013	5096.91				
ACQ	100.0000	11/07/2011	5096.91	3830.75	1266.16	LT	Y F
25.0000 PROASSURANCE CORP COM - 74267C106 - MINOR = 3101							
SOLD		07/23/2013	1368.26				
ACQ	25.0000	11/07/2011	1368.26	957.69	410.57	LT	Y F
75.0000 PROASSURANCE CORP COM - 74267C106 - MINOR = 3101							
SOLD		07/31/2013	4045.98				
ACQ	75.0000	11/07/2011	4045.98	2873.06	1172.92	LT	Y F
100.0000 PROASSURANCE CORP COM - 74267C106 - MINOR = 3101							
SOLD		12/06/2013	4897.82				
ACQ	100.0000	08/06/2013	4897.82	5062.55	-164.73	ST	Y C
100.0000 QLIK TECHNOLOGIES INC - 74733T105							
SOLD		04/26/2013	2757.15				
ACQ	100.0000	04/15/2013	2757.15	2537.42	219.73	ST	Y C
100.0000 QLIK TECHNOLOGIES INC - 74733T105							
SOLD		08/01/2013	3252.44				
ACQ	100.0000	05/17/2012	3252.44	2377.82	874.62	LT	Y F
100.0000 QLIK TECHNOLOGIES INC - 74733T105							
SOLD		10/15/2013	3149.06				
ACQ	100.0000	10/03/2013	3149.06	3426.40	-277.34	ST	Y C
100.0000 QLIK TECHNOLOGIES INC - 74733T105							
SOLD		10/23/2013	3318.75				
ACQ	100.0000	09/27/2012	3318.75	2293.31	1025.44	LT	Y F
100.0000 RPM INC OHIO - 749685103 - MINOR = 44							
SOLD		01/07/2013	3037.59				
ACQ	100.0000	05/13/2011	3037.59	2319.81	717.78	LT	Y F
100.0000 RPM INC OHIO - 749685103 - MINOR = 44							
SOLD		05/07/2013	3305.79				
ACQ	100.0000	03/08/2013	3305.79	3090.75	215.04	ST	Y C
50.0000 RPM INC OHIO - 749685103 - MINOR = 44							
SOLD		05/20/2013	1681.08				
ACQ	50.0000	01/08/2013	1681.08	1501.60	179.48	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 105

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 RPM INC OHIO - 749685103 - MINOR = 44							
SOLD		07/22/2013	3482.52				
ACQ	50.0000	05/13/2011	1741.26	1156.49	584.76	LT	Y F
	50.0000	01/08/2013	1741.26	1501.60	239.66	ST	Y C
50.0000 REGAL BELOIT CORP - 758750103 - MINOR = 31000							
SOLD		04/30/2013	3912.18				
ACQ	50.0000	11/02/2010	3912.18	2702.56	1209.62	LT	Y F
100.0000 REGAL BELOIT CORP - 758750103 - MINOR = 31000							
SOLD		07/23/2013	7060.37				
ACQ	100.0000	11/02/2010	7060.37	5405.11	1655.26	LT	Y F
100.0000 REGAL BELOIT CORP - 758750103 - MINOR = 31000							
SOLD		07/30/2013	7055.88				
ACQ	50.0000	11/02/2010	3527.94	2702.55	825.39	LT	Y F
	50.0000	01/03/2012	3527.94	2638.81	889.13	LT	Y F
50.0000 REGAL BELOIT CORP - 758750103 - MINOR = 31000							
SOLD		07/31/2013	3256.29				
ACQ	50.0000	01/03/2012	3256.29	2638.81	617.48	LT	Y F
100.0000 REXNORD CORP - 76169B102							
SOLD		01/04/2013	2122.30				
ACQ	100.0000	10/16/2012	2122.30	1716.00	406.30	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		02/11/2013	1991.63				
ACQ	100.0000	10/08/2012	1991.63	1705.68	285.95	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		02/13/2013	2024.95				
ACQ	100.0000	10/19/2012	2024.95	1679.55	345.40	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		03/25/2013	2157.52				
ACQ	100.0000	09/10/2012	2157.52	1642.02	515.50	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		03/27/2013	2128.20				
ACQ	100.0000	09/10/2012	2128.20	1642.02	486.18	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		04/03/2013	2051.49				
ACQ	100.0000	09/10/2012	2051.49	1642.02	409.47	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		04/10/2013	1900.58				
ACQ	100.0000	09/10/2012	1900.58	1642.02	258.56	ST	Y C
100.0000 REXNORD CORP - 76169B102							
SOLD		04/11/2013	1895.03				
ACQ	100.0000	09/10/2012	1895.03	1629.74	265.29	ST	Y C
25.0000 REXNORD CORP - 76169B102							
SOLD		04/29/2013	453.68				
ACQ	25.0000	09/10/2012	453.68	407.44	46.24	ST	Y C
25.0000 REXNORD CORP - 76169B102							
SOLD		05/06/2013	434.97				
ACQ	25.0000	09/10/2012	434.97	407.43	27.54	ST	Y C
50.0000 REXNORD CORP - 76169B102							
SOLD		05/08/2013	854.96				
ACQ	50.0000	09/10/2012	854.96	814.87	40.09	ST	Y C
100.0000 ROBERT HALF INTL INC - 770323103 - MINOR = 44							
SOLD		01/23/2013	3390.21				
ACQ	100.0000	03/12/2012	3390.21	2957.06	433.15	ST	Y C
100.0000 ROBERT HALF INTL INC - 770323103 - MINOR = 44							
SOLD		04/02/2013	3731.06				
ACQ	100.0000	03/12/2012	3731.06	2957.06	774.00	LT	Y F
100.0000 ROBERT HALF INTL INC - 770323103 - MINOR = 44							
SOLD		07/30/2013	3635.90				
ACQ	100.0000	04/24/2013	3635.90	3271.21	364.69	ST	Y C
100.0000 ROBERT HALF INTL INC - 770323103 - MINOR = 44							
SOLD		10/16/2013	4035.42				
ACQ	100.0000	10/04/2013	4035.42	3976.00	59.42	ST	Y C
100.0000 ROCKET FUEL INC - 773111109							
SOLD		11/18/2013	5680.96				
ACQ	100.0000	09/20/2013	5680.96	5505.52	175.44	ST	Y C
100.0000 ROCKET FUEL INC - 773111109							
SOLD		11/20/2013	5297.88				
ACQ	100.0000	09/27/2013	5297.88	5137.49	160.39	ST	Y C
100.0000 ROCKET FUEL INC - 773111109							
SOLD		11/25/2013	4476.92				
ACQ	100.0000	09/20/2013	4476.92	2900.00	1576.92	ST	Y C
50.0000 ROSETTA RESOURCES INC - 777779307							
SOLD		09/16/2013	2514.23				
ACQ	50.0000	02/07/2013	2514.23	2586.22	-71.99	ST	Y C
50.0000 ROSETTA RESOURCES INC - 777779307							
SOLD		09/17/2013	2528.81				
ACQ	50.0000	02/07/2013	2528.81	2586.22	-57.41	ST	Y C
100.0000 ROSETTA RESOURCES INC - 777779307							
SOLD		09/20/2013	5298.82				
ACQ	100.0000	02/07/2013	5298.82	5163.87	134.95	ST	Y C
100.0000 ROSETTA RESOURCES INC - 777779307							
SOLD		10/30/2013	6435.89				
ACQ	100.0000	02/08/2013	6435.89	5154.86	1281.03	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 106

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		04/08/2013	7361.62				
ACQ	100.0000	01/07/2013	7361.62	6981.00	380.62	ST	Y C
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		05/03/2013	7925.05				
ACQ	100.0000	02/13/2013	7925.05	6719.34	1205.71	ST	Y C
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		09/06/2013	7716.83				
ACQ	100.0000	05/22/2013	7716.83	7828.28	-111.45	ST	Y C
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		09/26/2013	7940.36				
ACQ	50.0000	08/02/2013	3970.18	3683.77	286.41	ST	Y C
	25.0000	08/07/2013	1985.09	1845.42	139.67	ST	Y C
	25.0000	08/08/2013	1985.09	1836.26	148.83	ST	Y C
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		09/30/2013	8044.85				
ACQ	100.0000	10/03/2006	8044.85	2415.35	5629.50	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/03/2013	7786.21				
ACQ	100.0000	10/03/2006	7786.21	2415.35	5370.86	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/07/2013	7771.69				
ACQ	100.0000	10/03/2006	7771.69	2415.35	5356.34	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/09/2013	7700.40				
ACQ	100.0000	06/22/2009	7700.40	2259.85	5440.55	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/10/2013	7812.65				
ACQ	100.0000	01/26/2009	7812.65	1922.44	5890.21	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/17/2013	8243.33				
ACQ	100.0000	01/12/2009	8243.33	1804.78	6438.55	LT	Y F
100.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/21/2013	8505.60				
ACQ	100.0000	01/12/2009	8505.60	1804.78	6700.82	LT	Y F
200.0000 SBA COMMUNICATIONS CORP - 78388J106 - MINOR = 44							
SOLD		10/24/2013	17349.64				
ACQ	100.0000	10/15/2008	8674.82	1731.03	6943.78	LT	Y F
	100.0000	12/01/2008	8674.82	1435.29	7239.52	LT	Y F
100.0000 SALIX PHARMACEUTICALS LTD - 795435106 - MINOR = 44							
SOLD		06/10/2013	6224.72				
ACQ	100.0000	05/28/2013	6224.72	6071.11	153.61	ST	Y C
100.0000 SALIX PHARMACEUTICALS LTD - 795435106 - MINOR = 44							
SOLD		11/08/2013	8261.35				
ACQ	100.0000	04/12/2012	8261.35	4893.81	3367.54	LT	Y F
100.0000 SALLY BEAUTY HLDGS INC - 79546E104 - MINOR = 44							
SOLD		04/04/2013	2914.95				
ACQ	100.0000	02/07/2013	2914.95	2625.31	289.64	ST	Y C
100.0000 SEAWORLD ENTERTAINMENT INC - 81282V100							
SOLD		07/16/2013	3861.51				
ACQ	100.0000	04/19/2013	3861.51	3232.94	628.57	ST	Y C
100.0000 SEAWORLD ENTERTAINMENT INC - 81282V100							
SOLD		11/12/2013	3210.63				
ACQ	100.0000	08/20/2013	3210.63	3355.00	-144.37	ST	Y C
100.0000 SEMTECH CORP - 816850101 - MINOR = 31000							
SOLD		04/10/2013	3326.89				
ACQ	100.0000	03/19/2013	3326.89	3327.00	-0.11	ST	Y C
100.0000 SEMTECH CORP - 816850101 - MINOR = 31000							
SOLD		07/30/2013	3036.82				
ACQ	100.0000	06/12/2013	3036.82	3584.44	-547.62	ST	Y C
75.0000 SIRONA DENTAL SYSTEMS INC - 82966C103 - MINOR = 3101							
SOLD		05/03/2013	5526.99				
ACQ	75.0000	07/09/2009	5526.99	1538.61	3988.38	LT	Y F
25.0000 SIRONA DENTAL SYSTEMS INC - 82966C103 - MINOR = 3101							
SOLD		05/06/2013	1839.67				
ACQ	25.0000	07/09/2009	1839.67	512.87	1326.80	LT	Y F
100.0000 SIRONA DENTAL SYSTEMS INC - 82966C103 - MINOR = 3101							
SOLD		11/25/2013	6790.64				
ACQ	100.0000	10/16/2013	6790.64	6900.00	-109.36	ST	Y C
100.0000 SOLERA HOLDINGS INC - 83421A104							
SOLD		04/29/2013	5649.56				
ACQ	100.0000	04/28/2009	5649.56	2282.99	3366.57	LT	Y F
100.0000 SPROUTS FARMERS MARKETS LLC - 85208M102							
SOLD		09/26/2013	4455.69				
ACQ	100.0000	08/21/2013	4455.69	3800.03	655.66	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/01/2013	1375.42				
ACQ	100.0000	09/13/2012	1375.42	1187.12	188.30	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/08/2013	1392.67				
ACQ	100.0000	09/07/2012	1392.67	1140.00	252.67	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/11/2013	1381.42				
ACQ	100.0000	08/28/2012	1381.42	1092.69	288.73	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 107

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/12/2013	1407.44				
ACQ	100.0000	04/13/2012	1407.44	1090.99	316.45	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/15/2013	1371.46				
ACQ	100.0000	07/19/2012	1371.46	1087.79	283.67	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/15/2013	1369.59				
ACQ	100.0000	07/19/2012	1369.59	1086.19	283.40	ST	Y C
100.0000 TCF FINL CORP - 872275102 - MINOR = 44							
SOLD		02/19/2013	1371.92				
ACQ	100.0000	07/20/2012	1371.92	1008.20	363.72	ST	Y C
50.0000 TABLEAU SOFTWARE INC-CL A - 87336U105							
SOLD		08/20/2013	3195.28				
ACQ	50.0000	05/17/2013	3195.28	1550.00	1645.28	ST	Y C
50.0000 TABLEAU SOFTWARE INC-CL A - 87336U105							
SOLD		08/23/2013	3256.34				
ACQ	50.0000	05/17/2013	3256.34	1550.00	1706.34	ST	Y C
100.0000 TEAM HEALTH HOLDINGS INC - 87817A107							
SOLD		04/02/2013	3690.82				
ACQ	100.0000	12/26/2012	3690.82	2895.97	794.85	ST	Y C
100.0000 TEAM HEALTH HOLDINGS INC - 87817A107							
SOLD		12/09/2013	4812.10				
ACQ	100.0000	10/21/2013	4812.10	4535.37	276.73	ST	Y C
100.0000 TERADYNE INC - 880770102 - MINOR = 31001							
SOLD		01/03/2013	1718.73				
ACQ	100.0000	12/06/2010	1718.73	1327.61	391.12	LT	Y F
100.0000 TERADYNE INC - 880770102 - MINOR = 31001							
SOLD		02/07/2013	1690.19				
ACQ	100.0000	12/06/2010	1690.19	1327.61	362.58	LT	Y F
300.0000 TERADYNE INC - 880770102 - MINOR = 31001							
SOLD		02/07/2013	5074.38				
ACQ	300.0000	12/06/2010	5074.38	3982.83	1091.55	LT	Y F
100.0000 TERADYNE INC - 880770102 - MINOR = 31001							
SOLD		02/08/2013	1704.33				
ACQ	100.0000	12/06/2010	1704.33	1327.61	376.72	LT	Y F
100.0000 TERADYNE INC - 880770102 - MINOR = 31001							
SOLD		02/08/2013	1698.46				
ACQ	100.0000	12/06/2010	1698.46	1306.83	391.63	LT	Y F
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		05/14/2013	5007.48				
ACQ	100.0000	05/09/2013	5007.48	4323.08	684.40	ST	Y C
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		06/20/2013	4421.14				
ACQ	100.0000	05/07/2013	4421.14	4241.98	179.16	ST	Y C
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		07/29/2013	5008.51				
ACQ	100.0000	05/09/2013	5008.51	4000.00	1008.51	ST	Y C
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		08/29/2013	5298.92				
ACQ	100.0000	07/30/2013	5298.92	4587.10	711.82	ST	Y C
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		10/24/2013	5735.56				
ACQ	100.0000	05/09/2013	5735.56	4000.00	1735.56	ST	Y C
100.0000 3-D SYS CORP DEL - 88554D205 - MINOR = 44							
SOLD		11/05/2013	6882.72				
ACQ	100.0000	05/09/2013	6882.72	4000.00	2882.72	ST	Y C
50.0000 TRANSDIGM GROUP INC - 893641100							
SOLD		06/18/2013	8013.21				
ACQ	50.0000	07/18/2008	8013.21	1677.41	6335.80	LT	Y F
100.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		06/27/2013	2597.21				
ACQ	100.0000	05/14/2013	2597.21	2843.60	-246.39	ST	Y C
100.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		10/09/2013	2951.26				
ACQ	100.0000	10/31/2011	2951.26	2040.25	911.01	LT	Y F
200.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		10/10/2013	5995.18				
ACQ	100.0000	05/04/2011	2997.59	2020.44	977.15	LT	Y F
	100.0000	10/31/2011	2997.59	2040.25	957.35	LT	Y F
100.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		10/10/2013	2999.70				
ACQ	100.0000	05/04/2011	2999.70	2020.44	979.26	LT	Y F
100.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		10/11/2013	2991.49				
ACQ	100.0000	06/16/2011	2991.49	1893.47	1098.02	LT	Y F
100.0000 TRIMBLE NAV LTD - 896239100 - MINOR = 44							
SOLD		10/30/2013	2834.00				
ACQ	100.0000	06/16/2011	2834.00	1893.46	940.54	LT	Y F
100.0000 UNITED NAT FOODS INC - 911163103 - MINOR = 44							
SOLD		05/21/2013	5423.60				
ACQ	50.0000	02/08/2013	2711.80	2756.44	-44.65	ST	Y C
	50.0000	02/21/2013	2711.80	2690.61	21.18	ST	Y C

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

JPMORGAN CHASE BANK, NA
STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 108

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: AHF
TRUST ADMINISTRATOR:
INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		02/15/2013	1510.00				
ACQ	100.0000	06/22/2011	1510.00	1800.00	-290.00	LT	Y F
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		03/15/2013	1688.16				
ACQ	100.0000	06/22/2011	1688.16	1800.00	-111.84	LT	Y F
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		04/16/2013	1511.13				
ACQ	100.0000	07/26/2011	1511.13	1695.33	-184.20	LT	Y F
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		04/19/2013	1462.22				
ACQ	100.0000	07/26/2011	1462.22	1695.33	-233.11	LT	Y F
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		04/22/2013	1431.87				
ACQ	100.0000	12/17/2012	1431.87	1140.48	291.39	ST	Y C
25.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		04/24/2013	359.01				
ACQ	25.0000	08/08/2012	359.01	233.25	125.76	ST	Y C
25.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		04/29/2013	365.63				
ACQ	25.0000	08/08/2012	365.63	233.25	132.38	ST	Y C
50.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		05/01/2013	699.82				
ACQ	50.0000	08/08/2012	699.82	466.49	233.33	ST	Y C
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		05/07/2013	1309.58				
ACQ	100.0000	04/24/2012	1309.58	903.00	406.58	LT	Y F
100.0000 VANGUARD HEALTH SYSTEMS INC - 922036207							
SOLD		05/13/2013	1274.41				
ACQ	100.0000	07/19/2012	1274.41	886.52	387.89	ST	Y C
100.0000 VANTIV INC - CL A - 92210H105							
SOLD		05/28/2013	2654.48				
ACQ	50.0000	01/09/2013	1327.24	1060.00	267.25	ST	Y C
	50.0000	02/28/2013	1327.24	1089.39	237.85	ST	Y C
100.0000 VANTIV INC - CL A - 92210H105							
SOLD		06/19/2013	2715.94				
ACQ	50.0000	01/09/2013	1357.97	1060.00	297.98	ST	Y C
	50.0000	01/28/2013	1357.97	1047.79	310.19	ST	Y C
100.0000 VANTIV INC - CL A - 92210H105							
SOLD		10/10/2013	2625.95				
ACQ	100.0000	08/07/2013	2625.95	2781.30	-155.35	ST	Y C
50.0000 VOLCANO CORP - 928645100 - MINOR = 44							
SOLD		06/12/2013	949.63				
ACQ	50.0000	10/19/2011	949.63	1266.04	-316.41	LT	Y F
50.0000 VOLCANO CORP - 928645100 - MINOR = 44							
SOLD		06/13/2013	926.77				
ACQ	50.0000	10/19/2011	926.77	1266.04	-339.27	LT	Y F
100.0000 WABCO HOLDINGS INC - 92927K102 - MINOR = 44							
SOLD		02/12/2013	6854.48				
ACQ	100.0000	01/31/2013	6854.48	6267.00	587.48	ST	Y C
100.0000 WABCO HOLDINGS INC - 92927K102 - MINOR = 44							
SOLD		05/14/2013	7678.73				
ACQ	100.0000	04/05/2013	7678.73	6521.19	1157.54	ST	Y C
100.0000 WNS HOLDINGS LTD - 92932M101							
SOLD		08/08/2013	2036.96				
ACQ	100.0000	07/17/2013	2036.96	1723.00	313.96	ST	Y C
100.0000 WNS HOLDINGS LTD - 92932M101							
SOLD		10/08/2013	2000.18				
ACQ	100.0000	10/04/2013	2000.18	1939.53	60.65	ST	Y C
100.0000 WNS HOLDINGS LTD - 92932M101							
SOLD		10/29/2013	2184.92				
ACQ	100.0000	10/16/2013	2184.92	1929.22	255.70	ST	Y C
100.0000 WATSCO INC - 942622200 - MINOR = 31000							
SOLD		04/04/2013	8101.47				
ACQ	100.0000	10/26/2012	8101.47	6806.28	1295.19	ST	Y C
100.0000 WATSCO INC - 942622200 - MINOR = 31000							
SOLD		07/22/2013	9489.67				
ACQ	100.0000	10/25/2012	9489.67	6736.99	2752.68	ST	Y C
100.0000 WESCO INTERNATIONAL INC - 95082P105 - MINOR = 44							
SOLD		02/12/2013	7463.38				
ACQ	100.0000	11/28/2012	7463.38	6253.26	1210.12	ST	Y C
50.0000 WESCO INTERNATIONAL INC - 95082P105 - MINOR = 44							
SOLD		05/09/2013	3735.18				
ACQ	50.0000	04/12/2013	3735.18	3490.07	245.11	ST	Y C
50.0000 WESCO INTERNATIONAL INC - 95082P105 - MINOR = 44							
SOLD		09/20/2013	3903.44				
ACQ	50.0000	07/25/2013	3903.44	3483.12	420.32	ST	Y C
50.0000 WESCO INTERNATIONAL INC - 95082P105 - MINOR = 44							
SOLD		09/20/2013	3914.23				
ACQ	50.0000	07/25/2013	3914.23	3483.11	431.12	ST	Y C
40.0000 WEX INCORPORATION - 96208T104							
SOLD		01/31/2013	3146.48				
ACQ	40.0000	03/15/2005	3146.48	700.88	2445.60	LT	Y F

ACCT 501G Q37782002
FROM 01/01/2013
TO 12/31/2013

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STATEMENT OF CAPITAL GAINS AND LOSSES
JACOB & HILDA BLAUSTEIN FD-TS MGT

PAGE 109

RUN 07/21/2014
07:31:48 AM

TRUST YEAR ENDING 12/31/2013

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INVESTMENT OFFICER: CWF

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 WHITEWAVE FOODS CO - A - 966244105							
SOLD		07/02/2013	1718.24				
ACQ	100.0000	10/26/2012	1718.24	1888.72	-170.48	ST	Y C
100.0000 WHITEWAVE FOODS CO - A - 966244105							
SOLD		09/30/2013	1935.77				
ACQ	100.0000	10/26/2012	1935.77	1888.72	47.05	ST	Y C
100.0000 WHITEWAVE FOODS CO - A - 966244105							
SOLD		12/23/2013	2205.85				
ACQ	100.0000	10/21/2013	2205.85	1921.62	284.23	ST	Y C
100.0000 WHITING PETROLEUM CORP - 966387102 - MINOR = 31000							
SOLD		09/19/2013	5613.64				
ACQ	100.0000	06/17/2013	5613.64	4902.04	711.60	ST	Y C
100.0000 WHITING PETROLEUM CORP - 966387102 - MINOR = 31000							
SOLD		09/26/2013	5975.35				
ACQ	100.0000	09/23/2009	5975.35	2894.70	3080.65	LT	Y F
100.0000 WOODWARD GOVERNOR CO - 980745103 - MINOR = 31000							
SOLD		01/14/2013	3881.55				
ACQ	100.0000	12/18/2012	3881.55	3649.21	232.34	ST	Y C
100.0000 WOODWARD GOVERNOR CO - 980745103 - MINOR = 31000							
SOLD		06/17/2013	4072.04				
ACQ	50.0000	04/23/2013	2036.02	1749.27	286.75	ST	Y C
	50.0000	04/25/2013	2036.02	1798.49	237.53	ST	Y C
100.0000 WOODWARD GOVERNOR CO - 980745103 - MINOR = 31000							
SOLD		07/26/2013	4185.60				
ACQ	100.0000	10/15/2012	4185.60	3333.50	852.10	ST	Y C
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		02/07/2013	2394.29				
ACQ	100.0000	03/14/2012	2394.29	2097.61	296.68	ST	Y C
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		03/08/2013	2526.62				
ACQ	100.0000	03/14/2012	2526.62	2097.61	429.01	ST	Y C
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		03/12/2013	2545.12				
ACQ	100.0000	03/14/2012	2545.12	2097.61	447.51	ST	Y C
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		04/22/2013	2354.23				
ACQ	100.0000	03/14/2012	2354.23	2097.61	256.62	LT	Y F
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		04/24/2013	2439.93				
ACQ	100.0000	09/13/2012	2439.93	2058.09	381.84	ST	Y C
50.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		05/01/2013	1213.45				
ACQ	50.0000	05/11/2012	1213.45	1006.61	206.84	ST	Y C
100.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		05/02/2013	2423.62				
ACQ	50.0000	05/11/2012	1211.81	1006.60	205.21	ST	Y C
	50.0000	06/19/2012	1211.81	973.02	238.78	ST	Y C
250.0000 ZIONS BANCORP - 989701107 - MINOR = 44							
SOLD		05/03/2013	6281.98				
ACQ	100.0000	05/29/2012	2512.79	1906.72	606.07	ST	Y C
	100.0000	06/07/2012	2512.79	1843.34	669.45	ST	Y C
	50.0000	06/19/2012	1256.40	973.02	283.38	ST	Y C
100.0000 HERBALIFE LTD - G4412G101 - MINOR = 31000							
SOLD		01/03/2013	3567.92				
ACQ	100.0000	11/02/2012	3567.92	4900.44	-1332.52	ST	Y C
100.0000 HERBALIFE LTD - G4412G101 - MINOR = 31000							
SOLD		02/04/2013	3381.67				
ACQ	100.0000	05/17/2012	3381.67	4729.61	-1347.94	ST	Y C
100.0000 HERBALIFE LTD - G4412G101 - MINOR = 31000							
SOLD		02/04/2013	3178.08				
ACQ	100.0000	02/02/2009	3178.08	1036.64	2141.44	LT	Y F
100.0000 HERBALIFE LTD - G4412G101 - MINOR = 31000							
SOLD		02/05/2013	3586.34				
ACQ	100.0000	02/02/2009	3586.34	1036.64	2549.70	LT	Y F
100.0000 ROWAN COMPANIES PLC - G7665A101							
SOLD		09/05/2013	3712.43				
ACQ	100.0000	03/15/2013	3712.43	3615.84	96.59	ST	Y C
100.0000 UTI WORLDWIDE INC - G87210103 - MINOR = 31000							
SOLD		08/22/2013	1704.97				
ACQ	100.0000	08/24/2004	1704.97	1666.72	38.25	LT	Y F
100.0000 UTI WORLDWIDE INC - G87210103 - MINOR = 31000							
SOLD		12/05/2013	1713.51				
ACQ	100.0000	08/24/2004	1713.51	1666.72	46.79	LT	Y F
100.0000 AERCAP HOLDINGS NV - N00985106							
SOLD		05/30/2013	1719.96				
ACQ	100.0000	11/18/2009	1719.96	879.82	840.14	LT	Y F
100.0000 AERCAP HOLDINGS NV - N00985106							
SOLD		09/05/2013	1860.32				
ACQ	100.0000	07/24/2013	1860.32	1768.57	91.75	ST	Y C
100.0000 AERCAP HOLDINGS NV - N00985106							
SOLD		11/04/2013	2142.56				
ACQ	100.0000	10/07/2013	2142.56	1955.95	186.61	ST	Y C
100.0000 AERCAP HOLDINGS NV - N00985106							
SOLD		11/04/2013	2147.96				
ACQ	100.0000	02/01/2010	2147.96	860.00	1287.96	LT	Y F

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TO 12/31/2013

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PAGE 110

RUN 07/21/2014
07:31:48 AM

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
TOTALS			1454946.62	1006416.22			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28*	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	95394.11	0.00	353136.29	0.00	0.00	0.00*
COVERED FROM ABOVE	0.00	0.00	0.00	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	108.08			77.84
	95394.11	0.00	353244.37	0.00	0.00	77.84
STATE						
NONCOVERED FROM ABOVE	95394.11	0.00	353136.29	0.00	0.00	0.00*
COVERED FROM ABOVE	0.00	0.00	0.00	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	108.08			77.84
	95394.11	0.00	353244.37	0.00	0.00	77.84

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
NOT NEEDED	N/A	N/A

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A - CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Active Minds, Inc.	general support	Washington, DC	\$40,000
PC	Advocates for Children and Youth, Inc.	support to ensure that the needs of children in Maryland are addressed in the implementation of the Affordable Care Act	Baltimore, MD	35,000
PC	Alliance for Middle East Peace	general support	Washington, DC	25,000
PC	American Associates, Ben-Gurion University of the Negev, Inc.	support to establish the David Hirschhorn Graduate Studies Fellowship Fund at the Albert Katz School of International Studies of the Blaustein Institutes for Desert Research	New York, NY	250,000
PC	American Associates, Ben-Gurion University of the Negev, Inc.	support for scholarships for Bedouin undergraduates	New York, NY	150,000
PC	American Civil Liberties Union Foundation of Maryland	support for the ACLU Education Reform Project	Baltimore, MD	75,000
PC	American Friends of ELI	support for the Collaboration and Coexistence Program	Rydal, PA	25,000
PC	American Friends of Tel Aviv University	support for the Refugee Rights Clinic at Tel Aviv University in Israel	New York, NY	30,000
PC	American Friends of the Association for the Advancement of Community Centers in Israel	support for the Excellence program for Bedouin high school students in the Negev	Staten Island, NY	50,000
PC	American Friends of the Heschel Center, Inc.	general support	Jersey City, NJ	30,000
PC	The American Jewish Committee	annual support for 2013 and 2014	New York, NY	100,000
PC	The American Jewish Committee	general support (in honor of Professor Harold Shapiro)	New York, NY	1,000
PC	The American Jewish Joint Distribution Committee	support for the Inter-Agency Task Force on Israeli Arab Issues	New York, NY	25,000

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 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC American Jewish World Service	support for the Global Justice Fellowship Program	New York, NY	\$100,000
PC American Jewish World Service	support for relief efforts in response to Typhoon Haiyan	New York, NY	25,000
PC American Supporters of Yedid	general support	Teaneck, NJ	60,000
PC American Visionary Art Museum, Inc.	general support	Baltimore, MD	15,000
PC Arts Every Day, Inc.	general support	Baltimore, MD	25,000
PC The Associated Jewish Community Federation of Baltimore	general support for the 2013 annual campaign	Baltimore, MD	1,200,000
PC The Associated Jewish Community Federation of Baltimore	support for the 'Shofar Coalition', a collaborative, community-wide campaign to recognize and address the traumatic effects of abuse in the Jewish community	Baltimore, MD	35,000
PC The Associated Jewish Community Federation of Baltimore	support for the four Hillel campus programs in the Baltimore metropolitan area	Baltimore, MD	40,000
PC The Associated Jewish Community Federation of Baltimore	supplemental support for the Capital Campaign	Baltimore, MD	75,000
PC The Association of Baltimore Area Grantmakers	general support through membership in 2013	Baltimore, MD	8,250
PC The Association of Baltimore Area Grantmakers	tie-off support for the Baltimore Neighborhood Collaborative	Baltimore, MD	25,000
PC The Association of Baltimore Area Grantmakers	support for a part-time coordinator to staff the Education Funders Affinity Group	Baltimore, MD	5,000
PC The Association of Baltimore Area Grantmakers	general support for the Maryland Environmental Health Network	Baltimore, MD	50,000

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FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Asylum Access	support to assist refugees in accessing their rights	Oakland, CA	40,000
PC	AVODAH: The Jewish Service Corps	general support	New York, NY	75,000
PC	Baltimore Clayworks, Inc.	support for community arts programming for underserved youth, senior adults and families in Baltimore	Baltimore, MD	25,000
PC	Baltimore Educational Scholarship Trust	general support	Baltimore, MD	25,000
PC	The Baltimore Symphony Orchestra	support for education programming for school and family groups	Baltimore, MD	25,000
PC	Baltimore Urban Debate League	support for the 'It's Debatable' professional development program	Baltimore, MD	40,000
PC	Behavioral Health System Baltimore	support to provide the Expanded School Mental Health program in additional Baltimore City public schools	Baltimore, MD	75,000
PC	Bend the Arc: A Jewish Partnership for Justice	general support	New York, NY	100,000
PC	Beth Am Synagogue	matching gift	Baltimore, MD	1,400
PC	Bethesda-Chevy Chase High School Educational Foundation	matching gift	Bethesda, MD	200
PC	Beyond Pesticides	general support	Washington, DC	50,000
PC	Beyond Pesticides	general support	Washington, DC	45,000
PC	Birtheright Israel Foundation	matching gift	New York, NY	100
PC	B'More Clubhouse, Inc.	matching gift	Baltimore, MD	600
PC	The Breast Cancer Fund	support for the Campaign for Safe Cosmetics	San Francisco, CA	50,000
PC	Catholic Charities Steuben County	matching gift	Hornell, NY	200

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FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC Center for Economic and Social Rights	general support	Brooklyn, NY	\$40,000
PC Center for Reproductive Rights	support for the Global Legal Program	New York, NY	40,000
PC Center Stage Associates, Inc.	support for education and outreach programming targeted to young audiences	Baltimore, MD	15,000
PC Chesapeake Shakespeare Company	capital support for the renovation of the new theatre in downtown Baltimore	Ellicott City, MD	75,000
PC Children's Miracle Network of Greater St. Louis	matching gift	St. Louis, MO	100
PC City Neighbors Charter School, Inc.	support for the promotion of progressive education practices through conferences and teacher training	Baltimore, MD	15,000
PC Community Conferencing Center	matching gift	Baltimore, MD	150
PC Community Conferencing Center	support for the Daily Rap program and community conferencing model in Baltimore	Baltimore, MD	37,500
PC Confluence Philanthropy	City schools and support to work in partnership with the Urban Teachers Center to provide Daily Rap training to its teacher fellows	New York, NY	500
PC Creative Alliance	general support through membership in 2013	Baltimore, MD	15,000
PC Disability Rights International	general support	Washington, DC	50,000
PC Encounter Programs, Inc.	general support to promote the human rights of people with mental disabilities worldwide	New York, NY	40,000
PC Enoch Pratt Free Library of Baltimore City	general support	Baltimore, MD	200,000
PC Enoch Pratt Free Library of Baltimore City	capital support for the Campaign for Central Library Renovation	Baltimore, MD	
PC Enoch Pratt Free Library of Baltimore City	matching gift	Baltimore, MD	120

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 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Environmental Integrity Project	support for the South Baltimore Environmental Justice Campaign	Washington, DC	\$30,000
PC	Environmental Working Group	support for the Toxics and Human Health Program	Washington, DC	50,000
PC	The Everyman Theatre, Inc.	general support	Baltimore, MD	30,000
PC	Federation of Jewish Men's Clubs	support for the 'Keruv Initiative'	New York, NY	20,000
PC	Firelight Foundation	general support for the International Education Funders Group	Santa Cruz, CA	10,000
PC	Friends of Baltimore City Public Schools Great Kids Farm Foundation	general support	Catonsville, MD	15,000
PC	Friends of Israel's Environment	general support for environmental litigation and advocacy and support for a new project, Chemicals of Concern via Adam Teva V'Din-Israel Union for Environmental Defense	Studio City, CA	75,000
PC	Friends of the Arava Institute	matching gift	Boston, MA	100
PC	Friends of the Arava Institute	scholarship support for Jordanian and Palestinian graduate students in their preparatory year at the Arava Institute before continuing their studies at the Jacob Blaustein Institutes for Desert Research in Sde Boker, Israel	Boston, MA	30,000
PC	Fund for Educational Excellence	matching gift	Baltimore, MD	500
PC	Fund for Educational Excellence	support for the Leadership Pipeline and Development Project	Baltimore, MD	25,000
PC	Fund for Educational Excellence	general support	Baltimore, MD	40,000

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52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC Fund for Global Human Rights	general support to make grants to local and regional human rights groups around the world	Washington, DC	\$100,000
PC Funders Network on Population, Reproductive Health & Rights	general support through membership for 2013	Rockville, MD	1,000
PC Fusion Partnerships, Inc.	support for the Intercultural Counseling Connection	Baltimore, MD	20,000
PC Grantmakers Concerned with Immigrants and Refugees	general support through membership in 2013	Sebastopol, CA	1,000
PC Grantmakers for Education	general support through membership	Portland, OR	2,250
PC Grantmakers in Health	general support through membership	Washington, DC	2,750
PC Greater Baltimore Cultural Alliance	matching gift	Baltimore, MD	100
PC Greater Baltimore Cultural Alliance	matching gift	Baltimore, MD	100
PC Greater Baltimore Cultural Alliance	general support	Baltimore, MD	15,000
PC Hand in Hand American Friends of the Center for Jewish-Arab Education in Israel	matching gift	Portland, OR	200
PC Hazon, Inc.	general support and continued costs of the merger with the Isabella Freedman Retreat Center	New York, NY	70,000
PC Health Care Without Harm	general support	Jamaica Plain, MA	50,000
PC Hillel - The Foundation for Jewish Campus Life	general support	Washington, DC	75,000
PC Historic East Baltimore Community Action Coalition, Inc.	support for Healthy Minds at Work, a mental health program for young adults enrolled in the Youth Opportunity Center	Baltimore, MD	35,000
PC The Humane Society of the United States	matching gift	Washington, DC	456
PC InterfaithFamily.com	general support	Newton, MA	15,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Jewish Council for Public Affairs	support for the Campaign for Civility, an effort to promote nuanced discourse about Israel within the Jewish community	New York, NY	\$30,000
PC	Jewish Council for Public Affairs	general support	New York, NY	10,000
PC	Jewish Family & Children's Service of Greater Mercer County	matching gift	Princeton, NJ	360
PC	Jewish Funders Network	support for the Jewish Social Justice Matching Fund, a collaborative fund initiated by the Nathan Cummings Foundation	New York, NY	50,000
PC	Jewish Funders Network	general support through membership	New York, NY	8,000
PC	Jewish Primary Day School of the Nation's Capital	matching gift	Washington, DC	100
PC	JOFA: The Jewish Orthodox Feminist Alliance	support to bring Israeli women activists to the 2013 JOFA International Conference	New York, NY	10,000
PC	Johns Hopkins University-Peabody Institute	support for the Music Teacher Mentoring Program	Baltimore, MD	30,000
PC	JOIN for Justice	general support	Boston, MA	20,000
PC	Just Vision	general support	Washington, DC	40,000
PC	Let's Breakthrough, Inc.	support for its work to promote women's human rights	New York, NY	25,000
PC	LifeBridge Health	capital support to renovate and expand The Children's Hospital at Sinai incorporating environmentally sound design and operational practices	Baltimore, MD	100,000
PC	Maryland Association of Nonprofit Organizations	general support	Baltimore, MD	30,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Maryland Citizens' Health Initiative Education Fund, Inc.	support for outreach and education regarding Maryland's implementation of the Affordable Care Act	Baltimore, MD	\$50,000
PC	Maryland Citizens' Health Initiative Education Fund, Inc.	support for the Health Care for All coalition	Baltimore, MD	37,500
PC	Maryland Institute College of Art	support for the Master of Fine Arts in Community Arts program	Baltimore, MD	30,000
PC	Maryland League of Conservation Voters Education Fund	support for the Latino Outreach program and associated polling	Annapolis, MD	15,000
PC	Maryland Public Interest Research Foundation	support for the Toxics and Environmental Health advocacy program	Baltimore, MD	30,000
PC	MEET International Inc.	general support	Mountain View, CA	25,000
PC	Mental Health Association of Maryland, Inc.	support for the Older Adult Program	Lutherville, MD	50,000
PC	Mount Washington Elementary Parent Teachers Organization	matching gift	Baltimore, MD	100
PC	Mt. Washington Preservation Trust	matching gift	Baltimore, MD	100
PC	Mt. Washington Preservation Trust	matching gift	Baltimore, MD	100
PC	My Sister's Circle	matching gift	Timonium, MD	100
PC	National Alliance for the Mentally Ill Maryland	support for the Affordable Care Act Outreach and Enrollment Project	Columbia, MD	25,000
PC	National Caucus of Environmental Legislators	general support	Washington, DC	40,000
PC	National Caucus of Environmental Legislators	general support	Washington, DC	25,000
PC	National Center for Family Philanthropy	general support through the Friends of the Family program	Washington, DC	1,500

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	National Health Law Program	support for efforts to secure and protect equitable access to public health care programs for low-income people	Los Angeles, CA	\$50,000
PC	National Women's Health Network	support for the 'Raising Women's Voices for the Health Care We Need' project	Washington, DC	30,000
PC	New Israel Fund	support for legal aid and advocacy for women in the rabbinical court system through the Center for Women's Justice in Israel	Washington, DC	25,000
PC	New Israel Fund	support for advocacy programs for disadvantaged residents of Beersheva through Community Advocacy in Israel	Washington, DC	10,000
PC	New Israel Fund	support for public education, community work and advocacy to ensure the future of Jerusalem through Ir Amim in Israel	Washington, DC	25,000
PC	New Israel Fund	general support and support for Shutafut-Sharaka, a coalition of coexistence groups working on media portrayal of Arab society via Agenda: Israeli Center for Strategic Communications	Washington, DC	35,000
PC	New Israel Fund	support for the Hotline for Migrant Workers' work with asylum seekers and refugees in Israel	Washington, DC	30,000
PC	New Israel Fund	support for the Association for Civil Rights' work in the Negev in Israel	Washington, DC	25,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC New Israel Fund	support for the transition to a new data management system for Bizchut: The Israel Human Rights Center for People with Disabilities	Washington, DC	\$50,000
PC New Israel Fund	support for the Career Training Program for Bedouin high school students in the Negev via Kav Mashve – Employers' Coalition for Equality for Arab University Graduates in Israel	Washington, DC	50,000
PC New Israel Fund	general support for the Ahed Bedouin High School for Science and debt reduction for transportation expenses for Ahed – The Association of Academic Arabs in the Negev in Israel	Washington, DC	50,000
PC New Israel Fund	general support for activities to promote development in the Bedouin community and positive intergroup relations in the Negev via AJEEC-NISPED in Israel	Washington, DC	75,000
PC New Israel Fund	general support for Hagar: Jewish-Arab Education for Equality in Israel	Washington, DC	25,000
PC New Israel Fund	support for policy and budget analysis via the Adva Center in Israel	Washington, DC	20,000
PC New Israel Fund	general support for activities to empower Bedouin women via Ma'an: Forum of Bedouin Women's Organizations in Israel	Washington, DC	10,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC New Israel Fund	support for activities in the Negev via Bimkom – Planners for Planning Rights in Israel	Washington, DC	\$75,000
PC New Israel Fund	support for the Israel Family Planning Association's work in the Negev in Israel	Washington, DC	25,000
PC New Israel Fund	support for advocacy efforts on behalf of people with disabilities via Bizchut, the Israel Human Rights Center for People with Disabilities	Washington, DC	25,000
PC New Israel Fund	support for programs on diversity in Israel for English-speaking visitors to the country via Merchavim – The Institute for Shared Citizenship in Israel	Washington, DC	50,000
PC New Israel Fund	support for NIF/SHATIL activities in the Negev	Washington, DC	100,000
PC New Israel Fund	general support for the Israel Religious Action Center's activities promoting religious pluralism and the rule of law through advocacy, research, public education and litigation	Washington, DC	75,000
PC New Israel Fund	support for the Israel Center for Educational Innovation's work to promote literacy in elementary schools	Washington, DC	50,000
PC New Israel Fund	general support for Tevel B'Tzedek: An Israeli Nonprofit Organization for Social and Environmental Justice	Washington, DC	25,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A -- CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC New Israel Fund	support for the Legal Aid Center of Yad L'Isha and for ICAR, the International Coalition for Aguna Rights in Israel	Washington, DC	\$25,000
PC New Leaders	support for New Leaders-Baltimore, a program to recruit and train high caliber principals for Baltimore City public schools	New York, NY	65,000
PC P.E.F. Israel Endowment Funds, Inc.	general support for the Bedouin community initiative of Desert Stars: A Leadership and Social Entrepreneurship Incubator for Young Bedouins in the Negev in Israel	New York, NY	25,000
PC P.E.F. Israel Endowment Funds, Inc.	support for the Ma'ase Knowledge Center in Israel	New York, NY	25,000
PC P.E.F. Israel Endowment Funds, Inc.	general support for legal aid and litigation on behalf of Israeli women via Itach -- Maaki Women Lawyers for Social Justice in Israel	New York, NY	25,000
PC Park School Habitat	matching gift	Baltimore, MD	100
PC The Park School	matching gift	Baltimore, MD	1,200
PC Parks & People Foundation for Baltimore Recreation & Parks	matching gift	Baltimore, MD	200
PC People Lacking Ample Shelter & Employment	capital support for the renovation of Beacon House Square	Baltimore, MD	75,000
PC Physicians for Social Responsibility	general support to energize the Chesapeake Chapter	Washington, DC	25,000
PC Trustees of Princeton University	matching gift	Princeton, NJ	360

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Trustees of Princeton University	matching gift	Princeton, NJ	\$360
PC	The Pro Bono Counseling Project, Inc.	support for Caring for Caregivers, a project designed to link caregivers to mental health services	Baltimore, MD	25,000
PC	Proteus Fund	general support for the International Human Rights Funders Group	Amherst, MA	40,000
PC	Proteus Fund	general support through membership in the International Human Rights Funders Group	Amherst, MA	2,500
PC	Public Justice Center	support for the Access to Health and Public Benefits Project	Baltimore, MD	60,000
PC	Religious Action Center of Reform Judaism	general support	Washington, DC	70,000
PC	Single Carrot Theatre	capital support for the renovation of a former tire shop which will serve as the new venue	Baltimore, MD	50,000
PC	Tahirih Justice Center	general support	Falls Church, VA	50,000
PC	Teach For America, Inc.	general support	Baltimore, MD	45,000
PC	Temple Oheb Shalom	support for the Pathways endowment campaign	Baltimore, MD	30,000
PC	Trinity Episcopal Church	matching gift	Lewiston, ME	200
PC	Union for Reform Judaism	support for the Just Congregations Initiative to train Reform Jewish synagogues to address the root causes of economic and social injustice	New York, NY	25,000
PC	United Jewish Federation of Princeton Mercer Bucks	matching gift	Lawrenceville, NJ	3,000
PC	United Jewish Federation of Princeton Mercer Bucks	matching gift	Lawrenceville, NJ	400
PC	United Way of Central Maryland	general support for the 2013 Campaign	Baltimore, MD	5,640

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC University of California	support for the Center for Gender & Refugee Studies for its advocacy, litigation, research and educational programs to protect the rights of refugee women and children	San Francisco, CA	\$25,000
PC University of Maryland Baltimore Foundation, Inc.	general support for the Social Work Community Outreach Service	Baltimore, MD	37,500
PC University of Maryland Baltimore Foundation, Inc.	support for Maryland Hospitals for a Healthy Environment	Baltimore, MD	75,000
PC University of Richmond	matching gift	Richmond, VA	100
PC Urban Justice Center	general support for the Iraqi Refugee Assistance Project	New York, NY	40,000
PC Urban Teacher Center	support for the teacher training and certification program in Baltimore City	Baltimore, MD	40,000
PC Uri L'Tzedek	general support	New York, NY	25,000
PC Virginia Organizing	general support through membership in the Health and Environmental Funders Network	Charlottesville, VA	1,500
PC Volunteer Central	support for the PENCIL business-school partnership program	Baltimore, MD	35,000
PC WITNESS	general support	Brooklyn, NY	35,000
PC World Union for Progressive Judaism, Ltd.	support for the young leadership development program in the FSU	New York, NY	110,000
PC Young Audiences of Maryland, Inc.	matching gift	Baltimore, MD	500

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status Organization Name	Purpose	City, State	Amount
PC Young Audiences of Maryland, Inc.	general support of its programming in Baltimore City and support for the Access for All program	Baltimore, MD	\$50,000
PC Young Audiences of Maryland, Inc.	matching gift	Baltimore, MD	500
PC Your Health Network, Inc.	support for outreach and marketing to enroll members in this new nonprofit health cooperative	Towson, MD	50,000
PC Youth As Resources	matching gift	Baltimore, MD	200
TOTAL			----- \$7,110,696 =====

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2013
52-6038382

PAGE 11, PART XV, LINE 3B – GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS

Status Organization Name	Purpose	City, State	Amount
PC Active Minds, Inc.	general support	Washington, DC	\$35,000
PC American Civil Liberties Union Foundation of Maryland	support for the ACLU Education Reform Project	Baltimore, MD	75,000
PC American Committee for the Weizmann Institute for Science	support to establish a Scholarship Fund for Arab Israeli undergraduates studying engineering, computer science and business		300,000
PC American Friends of the Heschel Center, Inc.	general support	Jersey City, NJ	30,000
PC The American Jewish Committee	annual support for 2013 and 2014	New York, NY	100,000
PC American Jewish World Service	support for the Global Justice Fellowship Program	New York, NY	100,000
PC The Associated Jewish Community Federation of Baltimore	general support for the 2014 annual campaign	Baltimore, MD	1,250,000
PC The Association of Baltimore Area Grantmakers	general support for the Maryland Environmental Health Network	Baltimore, MD	50,000
PC AVODAH: The Jewish Service Corps	general support	New York, NY	75,000
PC Baltimore Educational Scholarship Trust	general support	Baltimore, MD	25,000
PC Bend the Arc: A Jewish Partnership for Justice	general support	New York, NY	100,000
PC Beyond Pesticides	general support for the Maryland Pesticide Network	Washington, DC	50,000
PC B'More Clubhouse, Inc.	matching gift	Baltimore, MD	300
PC Enoch Pratt Free Library of Baltimore City	capital support for the Campaign for Central Library Renovation	Baltimore, MD	100,000
PC Federation of Jewish Men's Clubs	support for the 'Keruv Initiative'	New York, NY	20,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3B -- GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS

Status	Organization Name	Purpose	City, State	Amount
PC	Friends of Israel's Environment	general support for environmental litigation and advocacy and support for a new project, Chemicals of Concern via Adam Teva V'Din-Israel Union for Environmental Defense	Studio City, CA	\$75,000
PC	Friends of the Arava Institute	scholarship support for Jordanian and Palestinian graduate students in their preparatory year at the Arava Institute before continuing their studies at the Jacob Blaustein Institutes for Desert Research in Israel	Boston, MA	30,000
PC	Greater Baltimore Cultural Alliance	general support	Baltimore, MD	15,000
PC	Hazon, Inc.	general support and continued costs of the merger with the Isabella Freedman Retreat Center	New York, NY	70,000
PC	Health Care Without Harm	general support	Jamaica Plain, MA	50,000
PC	Historic East Baltimore Community Action Coalition, Inc.	support for Healthy Minds at Work, a mental health program for young adults enrolled in the Youth Opportunity Center	Baltimore, MD	35,000
PC	Institute for Integrative Health	support for the Mindful Moment program at Patterson High School	Baltimore, MD	30,000
PC	InterfaithFamily.com	support for the 'Expansion of Interfaith Family/Your Community Jewish Educational Programming' initiative	Newton, MA	25,000
PC	InterfaithFamily.com	general support	Newton, MA	15,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3B – GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS

Status	Organization Name	Purpose	City, State	Amount
PC	Jewish Funders Network	support for the Jewish Social Justice Matching Fund, a collaborative fund initiated by the Nathan Cummings Foundation	New York, NY	\$50,000
PC	Lake Champlain Land Trust	matching gift	Burlington, VT	200
PC	Maryland Citizens' Health Initiative Education Fund, Inc.	support for the Health Care for All coalition	Baltimore, MD	37,500
PC	MEET International Inc.	general support	Mountain View, CA	25,000
PC	National Caucus of Environmental Legislators	general support	Washington, DC	40,000
PC	National Women's Health Network	support for the 'Raising Women's Voices for the Health Care We Need' project	Washington, DC	30,000
PC	New Israel Fund	general support for Tevel B'Tzedek: An Israeli Nonprofit Organization for Social and Environmental Justice	Washington, DC	25,000
PC	New Israel Fund	support for Ir Amim in Israel's public education, community work and advocacy to ensure the future of Jerusalem	Washington, DC	25,000
PC	New Israel Fund	support for the Center for Women's Justice's legal aid and advocacy for women in the rabbinical court system	Washington, DC	25,000
PC	New Israel Fund	support for the Yad L'Isha Legal Aid Center and for ICAR, the International Coalition for Aguna Rights in Israel	Washington, DC	25,000
PC	New Leaders	support for New Leaders-Baltimore, a program to recruit and train high caliber principals for Baltimore City public schools	New York, NY	50,000

THE JACOB AND HILDA BLAUSTEIN FOUNDATION, INC.
 1 SOUTH STREET, SUITE 2900, BALTIMORE, MD 21202
 FORM 990-PF FOR CALENDAR YEAR 2013
 52-6038382

PAGE 11, PART XV, LINE 3B – GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS

Status	Organization Name	Purpose	City, State	Amount
PC	P.E.F. Israel Endowment Funds, Inc.	general support for Itach-Maaki Women Lawyers for Social Justice's legal aid and litigation on behalf of Israeli women	New York, NY	\$15,000
PC	Parks & People Foundation for Baltimore Recreation & Parks	matching gift	Baltimore, MD	150
PC	Public Justice Center	support for the Access to Health and Public Benefits Project	Baltimore, MD	60,000
PC	Tahirih Justice Center	general support	Falls Church, VA	50,000
PC	University of California	support for the Center for Gender & Refugee Studies for its advocacy, litigation, research and educational programs to protect the rights of refugee women and children	San Francisco, CA	25,000
PC	University of Maryland Baltimore Foundation, Inc.	support for Maryland Hospitals for a Healthy Environment	Baltimore, MD	125,000
PC	Urban Teacher Center	support for the teacher training and certification program in Baltimore City	Baltimore, MD	40,000
PC	Volunteer Central	support for the PENCIL business-school partnership program	Baltimore, MD	35,000
PC	Your Health Network, Inc.	support for outreach and marketing to enroll members in this new nonprofit health cooperative	Towson, MD	50,000

TOTAL

 \$3,388,150
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The Jacob and Hilda Blaustein Foundation, Inc.

Form 990-PF

December 31, 2013

FEIN: 52-6038382

Page 6 - Part VIII, Line 1 - Information about Officers, Directors, Trustees, Managers,

<u>Name & Address</u>	<u>Title and Average Hours per Week</u>	<u>Compensation</u>	<u>Other Contrib.</u>	<u>Expense Acct.</u>
Michael J. Hirschhorn c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	President Average 30 hours weekly	96,063	35,800	None
Barbara B. Hirschhorn c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Trustee & Vice President Varies	None	None	None
Elizabeth B. Roswell c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Trustee & Vice President Varies	None	None	None
Arthur E. Roswell c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Trustee & Vice President Varies	None	None	None
Jill R. Robinson c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Secretary Varies	None	None	None
Anne Patterson c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Treasurer Varies	None	None	None
Anne Patterson c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Assistant Secretary Varies	None	None	None
Sandra L. Glock c/o AFS, One South Street, #2950 Baltimore, MD 21202-3298	Assistant Treasurer Varies	None	None	None

The Jacob and Hilda Blaustein Foundation, Inc

Form 990-PF

December 31, 2013

FEIN 52-6038382

Page 1, Part I, Line 11 - Other Income

Description

	(a) Revenue per books (note 1)	Column (b)				(b) Revenue per tax (note 2)	Foreign Taxes
		UBIT	Other Income reduce by UBIT	Interest & Dividends	ST cap Gain	LIT cap Gain	
PARTNERSHIP INCOME & LOSS							
Boulder Ventures IV Annex	163,911	-	(6,847)	55	1,918	218,777	213,903
Commonfund International Partners VI	67,651	23	(16,078)	11,506	438	26,949	22,641
Commonfund Private Equity Partners V	166,770	3,239	(22,687)	54,872	9,106	289,710	333,218
Commonfund Private Equity Partners VII	80,453	(200)	(21,941)	12,121	314	55,734	46,008
Commonfund Venture Partners VI	51,538	(374)	(15,221)	4,116	1,977	350,606	340,960
CSFB Strategic Partners II, LP	3,143	(714)	(1,375)	1519	174	28,741	28,966
CSFB Strategic Partners III, LP	69,284	(896)	(10,853)	12,787	196	11,808	13,769
CS Strategic Partners PB Feeder Fund IV	94,863	7,083	(11,359)	13,926	178	74,326	74,504
Discovery Equity Partners, L P	569,711	2,443	(24,746)	6,107	54,740	17,987	54,034
FLAG International Partners LP	103,831		(16,287)	24,131	719	40,471	49,034
FLAG International Partners II LP	145,674		(30,016)	10,943	6,452	45,850	33,229
FLAG Private Equity III LP	93,580	(1,101)	(11,951)	11,275	(313)	28,804	27,815
FLAG Private Equity IV LP	78,697	(7,454)	(21,691)	15,453	200	(1,582)	(7,620)
FLAG Venture Partners VI LP	264,590	668	(22,563)	849	729	43,192	22,207
Lazard Ltd							
Lipper & Co	43		43				43
Neuberger Berman Income Plus Fund	1,851,641	354,316	(82,737)	33,871	(279)	(5,469)	(64,614)
Oaktree Senior Loan Fund	121,247		(12,383)	111,665	13,794	7,968	121,044
OCM European Principal Opportunities Fd II	167,267		(11,964)	31,223	2,499	102,705	124,463
OCM Mezzanine Fund II	42,909		(6,237)	21,672	1	(19,895)	(4,459)
Private Equity Portfolio III	37,670	(406)	329	12,375	(67)	37,213	49,850
RCP Diversified Private Equity Fund	(12,950)	1,915	(11,040)	4,411	(441)	2,586	(2,569)
Rockefeller Global Equity Fund I	5,927,004		(186,643)	409,962	264,409	1,619,510	2,075,446
Russell 1000 Growth Fund B	420,253		(643)	79,339	10,357	331,200	420,253
Russell 1000 Value Fund B	347,592		(826)	99,718	15,260	233,440	347,592
Siguler Guff Distressed Opportunities Fd III	205,701	418	30,158	27,144	1,979	150,254	209,475
Siguler Guff Distressed Opportunities Fd IV	88,029	63	8,262	11,944	1,800	9,395	31,399
Spur Ventures III	15,580		(27,712)	976	5,466	15,718	(5,552)
The Baltimore Fund (TRF Urban Growth Partners, LP)	(1,537)		(1,341)	12	16,218		14,889
Oaktree Real Estate Opportunities Fund	300,838	11,778	(78,811)	97,041	(3,342)	67,127	81,653
Och-Ziff Capital Management Group, LLC	3,608	152	(885)		2,519	1,090	2,720
Apollo Global Management, LLC	4,175	240	1,751		4	4,172	5,927
Grand Total - Other Income	11,472,766	371,093	(614,294)	1,121,013	407,005	3,788,387	4,670,228
Included in Interest and dividends	(1,121,013)			1,121,013			
Included in STCGains	(407,005)			407,005			
Included in LTCGains	(3,788,387)			3,788,387			
Other Income for Tax Return - Cost Basis	6,156,361			5,316,405			(614,294)
							4,702,111

note 1 - Revenue per books does not include foreign taxes

note 2 - Revenue per tax equals K-1 (includes foreign tax expense and nondeductibles)