6/17/2014 10:44:31 AM - JSD - PGC - THE SEABREEZE FOUNDATION

ENVELOPE POSTMARK DATE JUL 1 0 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE SEABREEZE FOUNDATION

A Employer identification number: 80-0004702

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1501, NJ2-130-03-31 | Room/suite:

B Telephone number (see instructions): 609-274-6834

City or town: PENNINGTON | State: NJ | ZIP code: 08534-1501

Foreign country name | Foreign province/state/county | Foreign postal code

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, col (c), line 16)* ▶ $ 12,444,704

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 (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	258,452	257,683		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	346,873			
b	Gross sales price for all assets on line 6a 5,399,675				
7	Capital gain net income (from Part IV, line 2)		346,873		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	605,325	604,556	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	111,869	67,121		44,748
17	Interest				
18	Taxes (attach schedule) (see instructions)	11,219	3,506		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	300	300		
24	**Total operating and administrative expenses.** Add lines 13 through 23	123,388	70,927	0	44,748
25	Contributions, gifts, grants paid	132,000			132,000
26	**Total expenses and disbursements.** Add lines 24 and 25	255,388	70,927	0	176,748
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	349,937			
b	**Net investment income** (if negative, enter -0-)		533,629		
c	**Adjusted net income** (if negative, enter -0-)			0	

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SCANNED JUL 1 7 2014

For Paperwork Reduction Act Notice, see instructions.
HTA

Form **990-PF** (2013)

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Part II		**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		650	650
	2	Savings and temporary cash investments	2,771,472	519,088	519,088
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,178,015		
	b	Investments—corporate stock (attach schedule)	7,605,529		
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		10,851,651	11,924,966
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	11,555,016	11,371,389	12,444,704
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds		11,371,389	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,555,016		
	30	**Total net assets or fund balances** (see instructions)	11,555,016	11,371,389	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,555,016	11,371,389	

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	11,555,016
2	Enter amount from Part I, line 27a	2	349,937
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,904,953
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	533,564
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,371,389

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	VANGUARD MSCI EMERGING		9/30/2013	11/25/2013
b	TEAVANA HLDGS INC		12/17/2004	1/2/2013
c	SEE ATTACHED - 7EG02046		Various	Various
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	15		14	1
b	599,835		939,555	-339,720
c	4,598,422		4,113,233	485,189
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1
b				-339,720
c				485,189
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	346,873
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	153,051	3,600,189	0.042512
2011	618,291	1,710,782	0.361408
2010	587,178	486,177	1 207745
2009	972,557	1,151,174	0 844839
2008	383,030	2,276,769	0 168234

2	**Total** of line 1, column (d)	2	2 624738
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 524948
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	11,621,526
5	Multiply line 4 by line 3	5	6,100,697
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,336
7	Add lines 5 and 6	7	6,106,033
8	Enter qualifying distributions from Part XII, line 4	8	176,748

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: ____________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	10,673
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	10,673
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	10,673
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 7,200		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 25,360		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	32,560
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	21,887
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax ▶** **Refunded ▶**	11	21,887

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A Telephone no. ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	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. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** 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? **6b** No: 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? **7b** N/A

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
JOHN F MEGRUE 601 LEXINGTON AVE , 53RD FL NEW YORK, NY 10C	PRES/TRUSTEE 1 00	0		
LIZANNE G MEGRUE 601 LEXINGTON AVE , 53RD FL NEW YORK, NY 10C	TRUSTEE 1 00	0		

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

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

Total number of other employees paid over $50,000 ▶ 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
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	11,064,322
b	Average of monthly cash balances	1b	734,182
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,798,504
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,798,504
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	176,978
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,621,526
6	**Minimum investment return.** Enter 5% of line 5	6	581,076

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	581,076
2a	Tax on investment income for 2013 from Part VI, line 5	2a	10,673		
b	Income tax for 2013. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	10,673
3	Distributable amount before adjustments Subtract line 2c from line 1			3	570,403
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	570,403
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	570,403

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	176,748
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	176,748
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	176,748

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				570,403
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____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008 274,023				
b	From 2009 915,328				
c	From 2010 571,413				
d	From 2011 539,196				
e	From 2012				
f	**Total** of lines 3a through e	2,299,960			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 176,748				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				176,748
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	393,655			393,655
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,906,305			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			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)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	1,906,305			
10	Analysis of line 9				
a	Excess from 2009 795,696				
b	Excess from 2010 571,413				
c	Excess from 2011 539,196				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter. (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

JOHN F MEGRUE LIZANNE G MEGRUE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient 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 Attached Statement				
Total ▶ 3a				132,000
b *Approved for future payment*				
NONE				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	258,452	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	346,873	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		605,325	0
13 Total. Add line 12, columns (b), (d), and (e)				13	605,325

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date 7/8/14 | Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		6/17/2014		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
NEW CANAAN COUNTRY SCHOOL					
Street					
635 FROGTOWN RD, P O. BOX 997					
City		**State**	**Zip Code**	**Foreign Country**	
NEW CANAAN		CT	06840		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					26,000

Name					
ZELL/LURIE REAL ESTATE CENTER AT WHARTON					
Street					
3451 WALNUT ST					
City		**State**	**Zip Code**	**Foreign Country**	
PHILADELPHIA		PA	19104		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					15,000

Name					
NORWALK YOUTH TRAVEL BASKETBALL ASSOCIATION					
Street					
260 ROWAYTON AVE					
City		**State**	**Zip Code**	**Foreign Country**	
NORWALK		CT	06853		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					5,000

Name					
CHILDREN OF FALLEN PATRIOTS FOUNDATION					
Street					
419 THIRD STREET NORTH					
City		**State**	**Zip Code**	**Foreign Country**	
JACKSONVILLE BEACH		FL	32250		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,500

Name					
SHAKESPEARE ON THE SOUND					
Street					
P O BOX 15					
City		**State**	**Zip Code**	**Foreign Country**	
NORWALK		CT	06853		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					1,000

Name					
MARITIME AQUARIUM OF NORWALK					
Street					
10 N WATER STREET					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH NORWALK		CT	06854		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
JUMPSTART FOR YOUNG CHILDREN				
Street				
308 CONGRESS STREET, 6TH FLOOR				
City	**State**	**Zip Code**	**Foreign Country**	
BOSTON	MA	02210		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				2,500

Name				
DAN ELDON FOUNDATION - CREATIVE VISIONS				
Street				
18820 PACIFIC COAST HIGHWAY, SUITE 201				
City	**State**	**Zip Code**	**Foreign Country**	
MALIBU	CA	90265		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
ROBIN HOOD FOUNDATION				
Street				
826 BROADWAY, 9TH FLOOR				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10003		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				10,000

Name				
CORNELL UNIVERSITY				
Street				
130 E SENECA STREET, SUITE 400				
City	**State**	**Zip Code**	**Foreign Country**	
ITHACA	NY	14850		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
FRIENDS OF THE GLOBAL FIGHT AGAINST AIDS				
Street				
1730 RHODE ISLAND AVE NW, SUITE 912				
City	**State**	**Zip Code**	**Foreign Country**	
WASHINGTON	DC	20036		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
THE CT AUDOBON SOCIETY				
Street				
2325 BURR ST				
City	**State**	**Zip Code**	**Foreign Country**	
FAIRFIELD	CT	06824		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	201,403
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,399,675	5,052,802	346,873
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	VANGUARD MSCI EMERGING	922042858			9/30/2013		11/25/2013	15	14				0	1
2	X	TEAVANA HLDGS INC	87819P102			12/17/2004		1/2/2013	599,835	939,555					-339,720
3	X	SEE ATTACHED - 7EG02046				Various		Various	4,598,422	4,113,233					485,189

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		111,869	67,121	0	44,748
1	MERRILL LYNCH FEES AS AGENT	111,869	67,121		44,748

Part I, Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		11,219	3,506	0	0
	Description				
1	FOREIGN TAX WITHHELD	3,506	3,506		
2	PY EXCISE TAX DUE	513			
3	ESTIMATED EXCISE PAYMENTS	7,200			

Part I, Line 23 (990-PF) - Other Expenses

		300	300	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	300	300		

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	201,403
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						5,198,272	0	0	5,052,802	145,470	0	0	0	145,470
1	VANGUARD MSCI EMERGING	922042858		9/30/2013	11/25/2013	15		0	14	1	0	0	0	1
2	TEAVANA HLDGS INC	87819P102		12/17/2004	1/2/2013	599,835			939,555	-339,720	0	0	0	-339,720
3	SEE ATTACHED - 7EG02046			Various	Various	4,598,422			4,113,233	485,189	0	0	0	485,189

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	JOHN F MEGRUE		601 LEXINGTON AVE , 53RD FL	NEW YORK	NY	10022		PRES/TRUSTEE	1 00	0		
2	LIZANNE G MEGRUE		601 LEXINGTON AVE , 53RD FL	NEW YORK	NY	10022		TRUSTEE	1 00	0		
3												
4												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment	5/6/2013	2	7,200
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	7,200

SEABREEZE FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012 Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
VANGUARD MSCI EMERGING MARKETS ETF		*CUSIP Number*	*922042858*					
1.0000	Sale	12/28/12	10/01/13	40.70	42.69	0 00	(1.99)	
8.0000	Sale	12/28/12	10/01/13	325.67	349.54	0.00	(23.87)	
4100 0000	Sale	01/03/13	10/01/13	166,908.11	185,919.83	0.00	(19,011 72)	
1.0000	Sale	04/01/13	10/01/13	40 70	43.14	0.00	(2.44)	
6 0000	Sale	04/01/13	10/01/13	244 25	257.30	0.00	(13.05)	
64.0000	Sale	07/01/13	10/01/13	2,605.40	2,503.55	0.00	101 85	
43.0000	Sale	09/30/13	10/01/13	1,750 51	1,723.35	0.00	27.16	
	Security Subtotal			***171,915.34***	***190,839.40***	***0.00***	***(18,924.06)***	
FIRST EAGLE GLOBAL CLASS I		*CUSIP Number*	*32008F606*					
.5480	Sale	12/14/12	01/03/13	26.95	26 37	0.00	0 58	
.0040	Sale	12/14/12	10/18/13	0 22	0.19	0.00	0.03	
	Security Subtotal			***27.17***	***26.56***	***0.00***	***0.61***	

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SEABREEZE FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PIMCO COMMODITY REAL RETURN STRATEGY FD CL P		*CUSIP Number*	*72201M842*					
11047.0000	Sale	01/05/12	01/03/13	72,689.26	73,241.61	0.00	(552.35)	
2391.0000	Sale	02/03/12	01/03/13	15,732.78	16,497.90	0.00	(765.12)	
118.0000	Sale	03/22/12	01/03/13	776.44	791.78	0.00	(15.34)	
1.0000	Sale	06/21/12	01/03/13	6 57	6.42	0 00	0 15	
93.0000	Sale	06/21/12	01/03/13	611 94	562.65	0 00	49.29	
107.0000	Sale	09/20/12	01/03/13	704.06	750.07	0.00	(46.01)	
40.0000	Sale	12/12/12	01/03/13	263.20	270.80	0.00	(7 60)	
100 0000	Sale	12/12/12	01/03/13	658.00	676 99	0 00	(18.99)	
1.0000	Sale	12/27/12	01/03/13	6.58	6.77	0 00	(0 19)	
.8450	Sale	12/27/12	01/03/13	5.56	5 61	0.00	(0.05)	
36 0000	Sale	12/27/12	01/03/13	236 89	239.03	0.00	(2.14)	
	Security Subtotal			***91,691.28***	***93,049.63***	***0.00***	***(1,358.35)***	
PRUDENTIAL JENNISON NATURAL RESOURCES INC Z		*CUSIP Number*	*74441K503*					
6010	Sale	02/03/12	01/03/13	28 43	31.87	0.00	(3 44)	
575 0000	Sale	02/03/12	01/03/13	27,203 25	30,498.00	0.00	(3,294.75)	
	Security Subtotal			***27,231.68***	***30,529.87***	***0.00***	***(3,298.19)***	
NEUBERGER BERMAN INTRINSIC VALUE CL INST		*CUSIP Number*	*64122Q705*					
50.0000	Sale	12/17/12	10/14/13	692.99	525.49	0.00	167 50	
1 0000	Sale	01/03/13	10/14/13	13.85	11.10	0.00	2 75	
.2790	Sale	01/03/13	10/14/13	3 87	3.07	0.00	0.80	
17353.0000	Sale	01/03/13	10/14/13	240,512.63	190,883.00	0.00	49,629.63	
	Security Subtotal			***241,223.34***	***191,422.66***	***0.00***	***49,800.68***	
MFS UTILITIES FD CL I		*CUSIP Number*	*552986879*					
5702.0000	Sale	02/03/12	01/03/13	108,223.95	98,587.58	0 00	9,636.37	
1.0000	Sale	03/01/12	01/03/13	18 98	17.39	0.00	1.59	
14 0000	Sale	03/01/12	01/03/13	265.72	247.65	0 00	18 07	
14.0000	Sale	04/02/12	01/03/13	265.72	248.64	0 00	17.08	
14.0000	Sale	05/01/12	01/03/13	265.72	249.19	0.00	16.53	
1.0000	Sale	06/01/12	01/03/13	18.98	17 40	0.00	1.58	
15.0000	Sale	06/01/12	01/03/13	284.70	250 65	0.00	34 05	
14.0000	Sale	07/02/12	01/03/13	265.72	245.97	0.00	19.75	
14.0000	Sale	08/01/12	01/03/13	265.72	250.74	0.00	14.98	
1.0000	Sale	09/04/12	01/03/13	18.98	17.71	0.00	1.27	

Merrill Lynch
Bank of America Corporation

Account No.

Taxpayer No.
80-0004702

SEABREEZE FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MFS UTILITIES FD CL I		*CUSIP Number*	*552986879*					
14 0000	Sale	09/04/12	01/03/13	265.72	251 72	0.00	14.00	
1.0000	Sale	10/01/12	01/03/13	18.98	18.38	0 00	0.60	
13.0000	Sale	10/01/12	01/03/13	246.74	241.15	0.00	5.59	
1.0000	Sale	11/01/12	01/03/13	18.98	17.36	0.00	1.62	
13.0000	Sale	11/01/12	01/03/13	246.74	242.71	0 00	4 03	
17 0000	Sale	12/03/12	01/03/13	322.66	311 77	0.00	10 89	
~~1.0000~~	~~Sale~~	~~12/11/12~~	~~01/03/13~~	~~18.98~~	~~18 60~~	~~0.00~~	~~0.38~~	
2.0000	Sale	12/11/12	01/03/13	37.96	37.03	0 00	0 93	
.5090	Sale	12/31/12	01/03/13	9 66	9 48	0.00	0.18	
33.0000	Sale	12/31/12	01/03/13	626.35	616.10	0 00	10.25	
	Security Subtotal			***111,706.96***	***101,897.22***	***0.00***	***9,809.74***	
METRO WEST HIGH YIELD BOND FUND CL I		*CUSIP Number*	*592905848*					
13.0000	Sale	02/29/12	01/03/13	135.98	131.82	0.00	4.16	
~~.9480~~	~~Sale~~	~~12/31/12~~	~~01/03/13~~	~~9.92~~	~~9.62~~	~~0 00~~	~~0.30~~	
.0140	Sale	01/31/13	02/22/13	0.15	0.14	0 00	0.01	
	Security Subtotal			***146.05***	***141.58***	***0.00***	***4.47***	
CALAMOS GLOBAL EQUITY FUND CL I		*CUSIP Number*	*128119450*					
5775.0000	Sale	05/02/12	01/03/13	77,500.50	76,114 50	0.00	1,386.00	
1.0000	Sale	12/20/12	01/03/13	13.42	13.18	0.00	0 24	
.5510	Sale	12/20/12	01/03/13	7.39	7.35	0.00	0.04	
19 0000	Sale	12/20/12	01/03/13	254.98	253.46	0.00	1.52	
	Security Subtotal			***77,776.29***	***76,388.49***	***0.00***	***1,387.80***	
PIMCO ALL ASSET ALL AUTHORITY FUND CL P		*CUSIP Number*	*72201M438*					
50663.0000	Sale	01/03/13	10/01/13	521,828 90	561,852 67	0.00	(40,023.77)	
1 0000	Sale	03/21/13	10/01/13	10.30	11.01	0 00	(0 71)	
420.0000	Sale	03/21/13	10/01/13	4,326.00	4,590.59	0.00	(264 59)	
1 0000	Sale	06/20/13	10/01/13	10 30	10.39	0.00	(0.09)	
397 0000	Sale	06/20/13	10/01/13	4,089.10	4,061.31	0.00	27.79	
.4180	Sale	09/19/13	10/01/13	4.30	4.31	0.00	(0.01)	
416.0000	Sale	09/19/13	10/01/13	4,284.81	4,293.11	0.00	(8.30)	
	Security Subtotal			***534,553.71***	***574,823.39***	***0.00***	***(40,269.68)***	

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2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
INVESCO EUROPEAN SMALL COMPANY FUND CL Y		*CUSIP Number*	*00141L814*					
.2380	Sale	10/14/13	10/18/13	3 50	3.45	0.00	0 05	
PIMCO GLOBAL MULTI ASSET FUND CL P		*CUSIP Number*	*72201P605*					
1 0000	Sale	12/12/12	01/03/13	11.52	11.52	0.00	0.00	
~~42.0000~~	~~Sale~~	~~12/12/12~~	~~01/03/13~~	~~483 84~~	~~486.36~~	~~0 00~~	~~(2.52)~~	
166 0000	Sale	12/27/12	01/03/13	1,912.32	1,897.38	0.00	14.94	
1.0000	Sale	12/31/12	01/03/13	11.52	11.44	0.00	0.08	
7170	Sale	12/31/12	01/03/13	8.26	8.21	0 00	0.05	
49 0000	Sale	12/31/12	01/03/13	564.49	561.05	0.00	3 44	
	Security Subtotal			***2,991.95***	***2,975.96***	***0.00***	***15.99***	
WASATCH EMERGING MARKETS SMALL CAP FUND RETAIL CL		*CUSIP Number*	*936793884*					
~~.5140~~	~~Sale~~	~~12/27/12~~	~~10/14/13~~	~~1.43~~	~~1.38~~	~~0.00~~	~~0 05~~	
162.0000	Sale	12/27/12	10/14/13	451.98	453.60	0.00	(1.62)	
44211.0000	Sale	01/03/13	10/14/13	123,348.69	126,001.35	0 00	(2,652 66)	
	Security Subtotal			***123,802.10***	***126,456.33***	***0.00***	***(2,654.23)***	
TEMPLETON GLBL BOND FD ADV CL		*CUSIP Number*	*880208400*					
.5080	Sale	10/17/13	10/30/13	6.69	6 66	0.00	0.03	
112.0000	Sale	10/17/13	10/30/13	1,473 92	1,468.32	0.00	5.60	
	Security Subtotal			***1,480.61***	***1,474.98***	***0.00***	***5.63***	
Covered Short Term Capital Gains and Losses Subtotal				1,384,549.98	1,390,029.52	0.00	(5,479.54)	
NET SHORT TERM CAPITAL GAINS AND LOSSES				1,384,549.98	1,390,029.52	0.00	(5,479.54)	

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2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
VANGUARD MSCI EMERGING MARKETS ETF		*CUSIP Number*	*922042858*					
832 0000	Sale	02/03/12	10/01/13	33,870.13	36,791.04	0.00	(2,920 91)	
10.0000	Sale	02/03/12	10/01/13	407 09	446.78	0.00 (Y)	(39 69)	
	Security Subtotal			***34,277.22***	***37,237.82***	***0.00***	***(2,960.60)***	
NEUBERGER BERMAN INTRINSIC VALUE CL INST		*CUSIP Number*	*64122Q705*					
2671 0000	Sale	05/10/11	10/14/13	37,020 06	31,758.19	0.00 (Y)	5,261.87	
PIMCO GLOBAL MULTI ASSET FUND CL P		*CUSIP Number*	*72201P605*					
9243.0000	Sale	12/31/10	01/03/13	106,479.35	102,412 44	0 00 (Y)	4,066.91	
27 0000	Sale	12/31/10	01/03/13	311 04	315 35	0 00 (Y)	(4.31)	
	Security Subtotal			***106,790.39***	***102,727.79***	***0.00***	***4,062.60***	
WASATCH EMERGING MARKETS SMALL CAP FUND RETAIL CL		*CUSIP Number*	*936793884*					
9465.0000	Sale	05/10/11	10/14/13	26,407.35	21,674.85	0 00 (Y)	4,732.50	
6231.0000	Sale	01/05/12	10/14/13	17,384.49	13,895.13	0.00	3,489.36	
	Security Subtotal			***43,791.84***	***35,569.98***	***0.00***	***8,221.86***	
Covered Long Term Capital Gains and Losses Subtotal				221,879.51	207,293.78	0.00	14,585.73	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
FIRST EAGLE GLOBAL CLASS I		*CUSIP Number*	*32008F606*					
13108.0000	Sale	01/04/10	01/03/13	644,520 35	533,364.52	0.00	111,155.83	
1210.0000	Sale	01/19/10	01/03/13	59,495.70	49,960.89	0.00	9,534 81	
1247.0000	Sale	01/25/10	01/03/13	61,314.99	49,967.29	0 00	11,347.70	
1.0000	Sale	01/26/10	01/03/13	49 16	39.87	0.00	9.29	
1259.0000	Sale	02/01/10	01/03/13	61,905.03	49,982.30	0 00	11,922.73	
1.0000	Sale	02/02/10	01/03/13	49 16	40.14	0.00	9.02	
1287.0000	Sale	02/08/10	01/03/13	63,281 79	49,961.33	0.00	13,320.46	
1.0000	Sale	02/09/10	01/03/13	49.16	38.99	0.00	10 17	

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2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
FIRST EAGLE GLOBAL CLASS I		CUSIP Number	32008F606					
1262.0000	Sale	02/16/10	01/03/13	62,052.54	49,987 81	0.00	12,064.73	
1250.0000	Sale	02/22/10	01/03/13	61,462.50	50,000 00	0 00	11,462.50	
1242.0000	Sale	03/01/10	01/03/13	61,069.15	49,978.07	0.00	11,091.08	
1.0000	Sale	03/02/10	01/03/13	49.16	40.53	0.00	8.63	
1216.0000	Sale	03/08/10	01/03/13	59,790.73	49,965 44	0.00	9,825 29	
1210.0000	Sale	03/15/10	01/03/13	59,495.71	49,960.89	0.00	9,534 82	
1 0000	Sale	03/16/10	01/03/13	49 16	41.57	0.00	7 59	
1089.0000	Sale	03/22/10	01/03/13	53,546.16	45,356 84	0.00	8,189.32	
	Security Subtotal			***1,248,180.45***	***1,028,686.48***	***0.00***	***219,493.97***	
NEUBERGER BERMAN INTRINSIC VALUE CL INST		CUSIP Number	64122Q705					
8.0000	Sale	05/10/11	10/14/13	110.87	103.36	0.00	7.51	
1.0000	Sale	12/19/11	10/14/13	13.85	12.50	0.00	1.35	
335 0000	Sale	12/19/11	10/14/13	4,643.10	2,968 10	0.00	1,675.00	
12 0000	Sale	12/19/11	10/14/13	166.31	106 31	0.00	60.00	
	Security Subtotal			***4,934.13***	***3,190.27***	***0.00***	***1,743.86***	
NUVEEN HIGH YIELD MUNI BOND FD CL I		CUSIP Number	67065Q772					
68729 0000	Sale	05/17/11	01/03/13	1,178,015.06	1,000,006.95	0.00	178,008.11	
PIMCO GLOBAL MULTI ASSET FUND CL P		CUSIP Number	72201P605					
759.0000	Sale	12/31/10	01/03/13	8,743.68	8,819.58	0.00	(75 90)	
56.0000	Sale	03/17/11	01/03/13	645.12	656 32	0.00	(11.20)	
1 0000	Sale	06/16/11	01/03/13	11.52	11.78	0.00	(0.26)	
74 0000	Sale	06/16/11	01/03/13	852.48	879 11	0.00	(26 63)	
80.0000	Sale	09/15/11	01/03/13	921 60	929 59	0.00	(7.99)	
1.0000	Sale	12/07/11	01/03/13	11 52	11.63	0.00	(0.11)	
65.0000	Sale	12/07/11	01/03/13	748.80	740.99	0.00	7.81	
1.0000	Sale	12/07/11	01/03/13	11.51	11.40	0 00	0.11	
114.0000	Sale	12/07/11	01/03/13	1,313.28	1,299.59	0 00	13.69	
482.0000	Sale	12/28/11	01/03/13	5,552.65	5,142.93	0 00	409 72	
	Security Subtotal			***18,812.16***	***18,502.92***	***0.00***	***309.24***	

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2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
WASATCH EMERGING MARKETS SMALL CAP FUND RETAIL CL		*CUSIP Number*	*936793884*					
18668.0000	Sale	05/10/11	10/14/13	52,083.72	48,536.80	0.00	3,546.92	
Noncovered Long Term Capital Gains and Losses Subtotal				2,502,025.52	2,098,923.42	0.00	403,102.10	
NET LONG TERM CAPITAL GAINS AND LOSSES				2,723,905.03	2,306,217.20	0.00	417,687.83	

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ALLIANCEBERNSTEIN HIGH INCOME MUNI FUND CL ADV		*CUSIP Number*	*018642744*					
42495.0000	Sale	12/27/12	01/03/13	489,967.35	416,986	0.00	72,981.35	
Other Transactions Subtotal				489,967.35		0.00		

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES 4,598,422.36
TOTAL REPORTED SALES PROCEEDS 4,598,422.36

(Y) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales."

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
(5,479.54)	72,981.35	14,585.73	403,102.10

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ACCOUNT INVESTMENT OBJECTIVE

November 30, 2013 - December 31, 2013

TOTAL RETURN: Objective is to strike a balance between current income and growth Despite the relatively balanced nature of the portfolio, the investor should be willing to assume the risk of price volatility and principal loss

If you have changes to your investment objective, please contact your Private Wealth Advisor(s)

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.37	0 37		.37		
BIF MONEY FUND	517,367 00	517,367.00	1.0000	517,367.00	362	07
TOTAL		517,367.37		517,367.37	362	.07

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
COHEN & STEERS GLOBAL	10,850	487,829.24	45.2600	491,071.00	3,241.76	483,850	7,220	18,985	3.86
REALTY SHARES, INC. CL I									
SYMBOL: CSSPX Initial Purchase: 01/05/12									
Equity 100%									
.6330 Fractional Share		*27.75*	*45.2600*	*28.65*	*.90*			*2*	*3.86*
.4250 Fractional Share		*N/A*	*45.2600*	*19.24*				*1*	*3.86*
CULLEN INTERNATIONAL	44,977	459,775.10	11.4000	512,737.80	52,962.70	449,485	63,251	12,368	2.41
HIGH DIV FD CL I									
SYMBOL: CIHIX Initial Purchase: 01/03/13									
Equity 100%									
.7860 Fractional Share		*N/A*	*11.4000*	*8.96*				*1*	*2.41*
DOUBLELINE TOTAL RETURN	41,133	463,650.42	10.7800	443,413.74	(20,236.68)	440,211	3,201	22,788	5.13
BOND FUND CL I									

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL: DBLTX Initial Purchase: 02/03/12									
Fixed Income 100%									
.6330 Fractional Share		*6.92*	*10.7800*	***6.82***	*(0.10)*			***1***	*5.13*
FIDELITY ADVISOR NEW	27,251	649,032.65	26 7600	**729,236.76**	80,204.11	561,852	**167,384**		
INSIGHTS FD CL I									
SYMBOL: FINSX Initial Purchase: 01/03/13									
Equity 100%									
.6690 Fractional Share		*16.68*	*26.7600*	***17.90***	*1.22*				
FIRST EAGLE	11,713	514,602 92	53.8200	**630,393.66**	115,790 74	418,653	**211,740**		
GLOBAL CLASS I									
SYMBOL: SGIIX Initial Purchase: 03/22/10									
Equity 100%									
.6520 Fractional Share		*34.01*	*53.8200*	***35.09***	*1.08*				
INVESCO EUROPEAN SMALL	19,472	282,509.85	14 9000	**290,132.80**	7,622 95	282,509	**7,622**	**1,675**	.57
COMPANY FUND CL Y									
SYMBOL: ESMYX Initial Purchase: 10/01/13									
Equity 100%									
IVY ASSET STRATEGY	21,072	543,972.81	32.2800	**680,204.16**	136,231.35	538,183	**142,020**	**4,082**	.60
FUND CL I									
SYMBOL: IVAEX Initial Purchase: 12/29/10									
Alternative Investments 100%									
.1650 Fractional Share		*4.89*	*32.2800*	***5.33***	*.44*			***1***	*.60*
LOOMIS SAYLES STRATEGIC	37,411	574,367.22	16.3500	**611,669.85**	37,302 63	544,456	**67,213**	**26,824**	4.38
INC FD CL Y									

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL: NEZYX Initial Purchase: 11/15/11									
Fixed Income 100%									
.1350 Fractional Share		*2.18*	*16.3500*	***2.21***	*.03*			***1***	*4.38*
MAINSTAY HIGH YIELD	77,268	469,433.46	6 0500	**467,471.40**	(1,962.06)	436,220	**31,250**	**33,612**	7 19
CORPORATE BOND FD CL I									
SYMBOL: MHYIX Initial Purchase: 02/03/12									
Fixed Income 100%									
.3360 Fractional Share		*2 03*	*6.0500*	***2.03***				***1***	*7.19*
MAINSTAY MARKETFIELD	34,952	557,406.11	18.5200	**647,311.04**	89,904.93	557,406	**89,904**	**65**	.01
FUND CL I									
SYMBOL: MFLDX Initial Purchase: 10/10/12									
Alternative Investments 100%									
.9080 Fractional Share		*14.44*	*18.5200*	***16.82***	*2.38*				*.01*
.0980 Fractional Share		*N/A*	*18.5200*	***1.81***					*.01*
METROPOLITAN WEST TOTAL	42,696	459,263.54	10.5500	**450,442.80**	(8,820.74)	437,713	**12,729**	**14,771**	3.27
RETURN BOND FD CL I									
SYMBOL: MWTIX Initial Purchase: 02/03/12									
Fixed Income 100%									
.5320 Fractional Share		*5.67*	*10.5500*	***5.61***	*(0.06)*			***1***	*3.27*
NUVEEN SANTA BARBARA	20,760	574,292.38	33.1100	**687,363.60**	113,071.22	561,835	**125,527**	**11,789**	1.71
DIVIDEND GROWTH FD CL I									
SYMBOL: NSBRX Initial Purchase: 01/03/13									
Equity 100%									
.4530 Fractional Share		*14.44*	*33.1100*	***15.00***	*.56*			***1***	*1.71*
.3080 Fractional Share		*N/A*	*33.1100*	***10.20***				***1***	*1.71*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
OPPENHEIMER DEVELOPING	6,649	251,176.68	37.5600	**249,736.44**	(1,440.24)	249,990	**(253)**	**1,082**	.43
MARKETS FD CL Y									
SYMBOL: ODVYX Initial Purchase: 10/14/13									
Equity 100%									
.4360 Fractional Share		*16.16*	*37.5600*	***16.38***	*.22*			***1***	*.43*
POWERSHARS BUYBCK ACHVRS	6,775	266,914 68	43.0800	**291,867.00**	24,952 32	266,914	**24,952**	**1,803**	.61
SYMBOL: PKW Initial Purchase: 10/01/13									
Equity 100%									
POWERSHARES EXCHANGE	14,220	392,020 32	33.1600	**471,535.20**	79,514 88	379,176	**92,358**	**12,258**	2.59
TRADED FD TR II S&P 500									
LOW VOLATILITY PORT									
SYMBOL: SPLV Initial Purchase 02/03/12									
Equity 100%									
.4807 Fractional Share		*15.81*	*33.1600*	***15.94***	*13*			***1***	*2.59*
PRUDENTIAL JENNISON	41,857	599,496.43✦	17.0700	**714,498.99**	115,002.56	547,952	**166,546**	**16,491**	2 30
EQUITY INCOME FUND CL Z									
SYMBOL: JDEZX Initial Purchase: 05/10/11									
Equity 100%									
.5580 Fractional Share		*9.37*	*17.0700*	***9.53***	*.16*			***1***	*2.30*
RS GLOBAL NATURAL	6,181	232,527.40	35.7600	**221,032.56**	(11,494.84)	224,741	**(3,709)**		
RESOURCES FUND CL Y									
SYMBOL: RSNYX Initial Purchase: 01/03/13									
Equity 100%									
.5510 Fractional Share		*18.98*	*35.7600*	***19.70***	*.72*				

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
.0460 Fractional Share		*N/A*	*35 7600*	***1.64***					
SPDR GOLD TRUST	3,486	488,577.21	116 1200	**404,794.32**	(83,782.89)	488,577	**(83,782)**		
SYMBOL. GLD Initial Purchase. 12/14/10									
Alternative Investments 100%									
TEMPLETON GLBL BOND FD	34,470	460,379.34	13.0900	**451,212.30**	(9,167.04)	438,265	**12,947**	**17,683**	3.91
ADV CL									
SYMBOL: TGBAX Initial Purchase: 02/03/12									
Fixed Income 100%									
.6400 Fractional Share		*8.31*	*13.0900*	***8.38***	*.07*			***1***	*3.91*
TETON WESTWOOD MIGHTY	21,177	449,781.12	24.6800	**522,648.36**	72,867.24	419,953	**102,695**		
MITES FUND CL I									
SYMBOL: WEIMX Initial Purchase: 12/29/10									
Equity 100%									
.7460 Fractional Share		*18.01*	*24.6800*	***18.41***	*.40*				
UAM FPA CRESCENT PORT	20,664	590,649.76✦	32.9600	**681,085.44**	90,435.68	555,293	**125,791**	**5,373**	.78
SYMBOL: FPACX Initial Purchase 05/10/11									
Alternative Investments 100%									
.9790 Fractional Share		*31.66*	*32 9600*	***32.27***	*.61*			***1***	*.78*
VANGUARD HIGH DVD YIELD	11,374	565,753.68	62.3200	**708,827.68**	143,074 00	547,789	**161,037**	**19,894**	2.80
ETF									
SYMBOL: VYM Initial Purchase: 02/03/12									
Equity 100%									
.1371 Fractional Share		*8.52*	*62.3200*	***8.54***	*.02*			***1***	*2.80*

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Merrill Lynch Wealth Management
Bank of America Corporation
PRIVATE BANKING & INVESTMENT GROUP

SEABREEZE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
VANGUARD FTSE ALL WORLD EX US	9,926	456,331.72✦	50 7300	503,545.98	47,214.26	445,752	57,793	13,400	2.66
SYMBOL: VEU Initial Purchase: 02/03/12									
Equity 100%									
.2170 Fractional Share		*10.87*	*50.7300*	*11.01*	*.14*			*1*	*2.66*
Subtotal (Fixed Income)				*2,424,235.14*					
Subtotal (Equities)				*7,024,864.02*					
Subtotal (Alternative Investments)				*2,413,451 19*					
TOTAL		10,790,010 74		11,862,550.35	1,072,497 76		1,585,436	234,961	1.98
TOTAL PRINCIPAL INVESTMENTS		11,307,378.11		12,379,917.72	1,072,497 76			235,323	1.90

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions

Notes
Total values exclude N/A items
✦Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to include the holding period of the lot closed by that previous "Wash Sale".

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SEABREEZE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS November 30, 2013 - December 31, 2013

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	649.69	649 69		649.69		
BIF MONEY FUND	1,721.00	1,721.00	1.0000	1,721.00	1	.07
TOTAL		2,370.69		2,370.69	1	.07

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return($)	Estimated Annual Income	Current Yield%
COHEN & STEERS GLOBAL *REALTY SHARES, INC. CL I* *SYMBOL: CSSPX* *Initial Purchase:REINV* *Equity 100%*	110	4,822 39	45 2600	4,978.60	156 21	N/A	4,978	193	3 86
DOUBLELINE TOTAL RETURN *BOND FUND CL I* *SYMBOL: DBLTX* *Initial Purchase:REINV* *Fixed Income 100%*	363	3,973.56	10.7800	3,913.14	(60 42)	N/A	3,913	202	5 13
FIRST EAGLE *GLOBAL CLASS I* *SYMBOL: SGIIX* *Initial Purchase:REINV* *Equity 100%*	170	8,868 89	53.8200	9,149.40	280.51	N/A	9,149		
IVY ASSET STRATEGY *FUND CL I* *SYMBOL: IVAEX* *Initial Purchase:REINV* *Alternative Investments 100%*	131	4,084.58	32 2800	4,228.68	144 10	N/A	4,228	26	.60
LOOMIS SAYLES STRATEGIC *INC FD CL Y* *SYMBOL: NEZYX* *Initial Purchase:REINV*	513	8,345.08	16.3500	8,387.55	42.47	N/A	8,387	368	4.38

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
Fixed Income 100%									
MAINSTAY HIGH YIELD *CORPORATE BOND FD CL I* *SYMBOL: MHYIX Initial Purchase:REINV* *Fixed Income 100%*	1,395	8,453.54	6 0500	**8,439.75**	(13 79)	N/A	**8,439**	**607**	7.19
MAINSTAY MARKETFIELD *FUND CL I* *SYMBOL: MFLDX Initial Purchase:REINV* *Alternative Investments 100%*	4	72 16	18.5200	**74.08**	1 92	N/A	**74**	**1**	.01
METROPOLITAN WEST TOTAL *RETURN BOND FD CL I* *SYMBOL: MWTIX Initial Purchase:REINV* *Fixed Income 100%*	148	1,582 25	10.5500	**1,561.40**	(20.85)	N/A	**1,561**	**52**	3 27
OPPENHEIMER DEVELOPING *MARKETS FD CL Y* *SYMBOL: ODVYX Initial Purchase:REINV* *Equity 100%*	29	1,075.03	37.5600	**1,089.24**	14.21	N/A	**1,089**	**5**	.43
POWERSHARES EXCHANGE *TRADED FD TR II S&P 500 LOW VOLATILITY PORT* *SYMBOL: SPLV Initial Purchase:02/03/12* *Equity 100%*	64	2,088 18	33.1600	**2,122.24**	34.06	N/A	**2,096**	**56**	2.59
PRUDENTIAL JENNISON *EQUITY INCOME FUND CL Z* *SYMBOL: JDEZX Initial Purchase:REINV*	193	3,242.41	17.0700	**3,294.51**	52.10	N/A	**3,294**	**77**	2 30

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SEABREEZE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
Equity 100%									
TEMPLETON GLBL BOND FD	353	4,591.24	13 0900	4,620.77	29.53	N/A	4,620	182	3.91
ADV CL									
SYMBOL: TGBAX Initial Purchase:REINV									
Fixed Income 100%									
UAM FPA CRESCENT PORT	18	581.95	32.9600	593.28	11.33	N/A	593	5	78
SYMBOL: FPACX Initial Purchase:REINV									
Alternative Investments 100%									
VANGUARD HIGH DVD YIELD	97	6,027 19	62.3200	6,045.04	17.85	N/A	6,045	170	2 80
ETF									
	1	*N/A*	*62.3200*	*62.32*				*2*	*2.80*
SYMBOL: VYM Initial Purchase:REINV									
Equity 100%									
VANGUARD FTSE ALL WORLD	76	3,832.15	50.7300	3,855.48	23.33	N/A	3,855	103	2 66
EX US									
SYMBOL: VEU Initial Purchase:REINV									
Equity 100%									
Subtotal (Fixed Income)				*26,922.61*					
Subtotal (Equities)				*30,596.83*					
Subtotal (Alternative Investments)				*4,896.04*					

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SEABREEZE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
TOTAL		61,640.60		62,415.48	712 56		62,321	2,049	3.28
TOTAL INCOME INVESTMENTS		64,011 29		64,786.17	712.56			2,050	3 16

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment. Does not apply to income investments "denoted by "N/A"

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed

.**Unrealized Gain or (Loss):** Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts

Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	11,371,389 40	12,444,703.89	1,073,210.32		237,373	1.91

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Reinvestment	Income Cash	Principal Cash	Income Year To Date
12/02	Divd Reinv	31	POWERSHARES EXCHANGE TRADED FD TR II S&P 500 LOW VOLATILITY PORT DIVD REIN REINV AMOUNT $1013.29 REINV PRICE $32.89000 QUANTITY BOT 30.8085				
12/02	Dividend		DOUBLELINE TOTAL RETURN		1,903.30		

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Form **8868** (Rev January 2014)
Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file).* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE SEABREEZE FOUNDATION	80-0004702
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions P O BOX 1501, NJ2-130-03-31	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions PENNINGTON, NJ 08534-1501	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A

Telephone No ▶ 609-274-6834 Fax No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2014, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2013 or

▶ [ ] tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 32,560
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 7,200
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 25,360

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions