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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 EXELON FOUNDATION		A Employer identification number 83-0499473
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 5408	Room/suite	B Telephone number 312-394-4987
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60680-5408		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 75,602,985.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	18,000.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	552.	552.		STATEMENT 1
	4 Dividends and interest from securities	1,431,145.	1,431,145.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,348,240.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		2,348,240.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	360,430.	360,430.		STATEMENT 3	
12 Total. Add lines 1 through 11	4,158,367.	4,140,367.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,000.	9,000.		9,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	34,557.	0.		34,557.
	b Accounting fees STMT 5	18,900.	9,450.		9,450.
	c Other professional fees STMT 6	318,160.	318,160.		0.
	17 Interest	5.	5.		0.
	18 Taxes STMT 7	36,742.			25.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	142,388.	132,388.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	568,752.	469,003.		53,032.
	25 Contributions, gifts, grants paid	1,781,764.			3,308,323.
26 Total expenses and disbursements. Add lines 24 and 25	2,350,516.	469,003.		3,361,355.	
27 Subtract line 26 from line 12	1,807,851.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		3,671,364.			
c Adjusted net income (if negative, enter -0-)			N/A		

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

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5 C26

10500814 746960 EXELONFD

2013.03061 EXELON FOUNDATION

EXELONF1

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

Part II Balance Sheets		Beginning of year		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	5,510.	5,515.	5,515.		
	2 Savings and temporary cash investments	2,744,933.	8,224,184.	8,324,481.		
	3 Accounts receivable ▶ 57,130.					
	Less allowance for doubtful accounts ▶		57,130.	57,130.		
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U S and state government obligations					
	b Investments - corporate stock STMT 10	34,799,102.	33,038,817.	40,422,788.		
	c Investments - corporate bonds					
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 11		29,125,801.	25,580,643.	26,793,071.		
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶ STATEMENT 12)		19,355.	0.	0.		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		66,694,701.	66,906,289.	75,602,985.		
Net Assets or Fund Balances		17 Accounts payable and accrued expenses	136,789.	66,792.		
		18 Grants payable	3,537,500.	2,010,941.		
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶ STATEMENT 13)	0.	7,359.			
	23 Total liabilities (add lines 17 through 22)	3,674,289.	2,085,092.			
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	63,020,412.	64,821,197.			
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances	63,020,412.	64,821,197.			
31 Total liabilities and net assets/fund balances		66,694,701.	66,906,289.			

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	63,020,412.
2 Enter amount from Part I, line 27a	2	1,807,851.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	64,828,263.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	7,066.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	64,821,197.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a JP MORGAN US REAL ESTATE INC. & GROWTH			
b NEUBERGER BERMAN HIGH INC. FD LLC			
c NEUBERGER BERMAN HIGH INC. FD LLC			
d NORTHERN TRUST PUBLICLY TRADED SECURITIES			
e BPIF NON-TAXABLE FUND LP			

(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			-28,053.
b			13,020.
c			25,235.
d			2,289,591.
e			48,447.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-28,053.
b			13,020.
c			25,235.
d			2,289,591.
e			48,447.

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	2,348,240.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	3,269,726.	66,808,517.	.048942
2011	2,707,174.	67,154,574.	.040313
2010	1,915,980.	53,787,578.	.035621
2009	1,359,849.	39,617,847.	.034324
2008	948,209.	44,880,348.	.021127

2 Total of line 1, column (d)	2	.180327
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	.036065
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	71,874,457.
5 Multiply line 4 by line 3	5	2,592,152.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	36,714.
7 Add lines 5 and 6	7	2,628,866.
8 Enter qualifying distributions from Part XII, line 4	8	3,361,355.

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)		1	36,714.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	36,714.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	36,714.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 29,355.	7	59,355.
b Exempt foreign organizations - tax withheld at source	6b	8	91.
c Tax paid with application for extension of time to file (Form 8868)	6c 30,000.	9	
d Backup withholding erroneously withheld	6d	10	22,550.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be credited to 2014 estimated tax	22,550.	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► STEVEN SOLOMON Telephone no ► 312-394-4361 Located at ► P.O. BOX 5408, CHICAGO, IL ZIP+4 ► 60680-5408			
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			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		18,000.	0.	0.

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

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

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

0

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(continued)

[illegible]

0

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		

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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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	72,852,829.
b	Average of monthly cash balances	1b	116,163.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	72,968,992.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	72,968,992.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,094,535.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	71,874,457.
6	Minimum investment return. Enter 5% of line 5	6	3,593,723.

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	3,593,723.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	36,714.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	36,714.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,557,009.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,557,009.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,557,009.

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	3,361,355.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,361,355.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	36,714.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,324,641.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,557,009.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			3,290,039.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 3,361,355.				
a Applied to 2012, but not more than line 2a			3,290,039.	
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				71,316.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				3,485,693.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter
(1) Value of all assets

(2) Value of assets qualifying under section 4942(l)(3)(B)(i)

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

c "Support" alternative test - enter

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

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNITED WAY OF METROPOLITAN CHICAGO 560 WEST LAKE ST, SUITE 624 CHICAGO, IL 60661	N/A	PC	HURRICANE SANDY RELIEF PROGRAM	25,000.
NOBLE NETWORK OF CHARTER SCHOOL 1 N. STATE FLOOR 7L CHICAGO, IL 60602	N/A	PC	ROWE-CLARK MATH & SCIENCE ACADEMY GAP SCHOLARSHIPS	100,000.
AMERICAN RED CROSS 2025 E. STREET, N.W. WASHINGTON, DC 20006	N/A	PC	HURRICANE SANDY DISASTER RELIEF FUND	125,000.
ANN AND ROBERT H. LURIE CHILDREN'S HOSPITAL OF CHICAGO 225 EAST CHICAGO AVE CHICAGO, IL 60611	N/A	PC	EXELON FOUNDATION SUSTAINABILITY DASHBOARD	50,000.
ARCHDIOCESE OF PHILADELPHIA 105 ARGYLE ROAD ARDMORE, PA 19103	N/A	PC	\$40,000 FOR TUITION ASST LTD INC.; \$10,000 FOR TUITION	50,000.
Total			SEE CONTINUATION SHEET(S)	3a 3,308,323.
b Approved for future payment				
CITY YEAR, INC. 36 S. WABASH, SUITE 1500 CHICAGO, IL 60603	N/A	PC	CHICAGO TEAM SPONSOR	50,000.
ILLINOIS HOLOCAUST MUSEUM & EDUCATIONAL CENTER 9603 WOODS DRIVE SKOKIE, IL 60077	N/A	PC	STUDENT LEADERSHIP DAYS	100,000.
PHILADELPHIA MUSEUM OF ART P.O. BOX 7646 PHILADELPHIA, PA 19101	N/A	PC	THE LAST DYNASTY: ARTS AND CULTURE OF JOSEON KOREA, 1392-1910 EXHIBIT	125,000.
Total			SEE CONTINUATION SHEET(S)	3b 760,941.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVE CHICAGO, IL 60603	N/A	PC	EXHIBITION: MIGRATIONS: CHICAGO AND THE ART OF THE NEW AMERICAN EXPERIENCE	125,000.
ASPIRA INC. OF PENNSYLVANIA 4322 N. 5TH ST., 3RD FLOOR PHILADELPHIA, PA 19140	N/A	PC	STEM PROGRAM	150,000.
AURORA UNIVERSITY 347 S. GLADSTONE AVE. AURORA, IL 60506	N/A	PC	STEM PARTNERSHIP SCHOOL	150,000.
BIG SHOULDERS FUND 212 WEST VAN BUREN, STE 900 CHICAGO, IL 60607	N/A	PC	EXPLORERS STEM SCHOLARSHIP PROGRAM	100,000.
CHICAGO CHILDREN'S MUSEUM 700 EAST GRAND MUSEUM, SUITE 127 CHICAGO, IL 60611	N/A	PC	SCIENCE EXHIBITION	100,000.
NATIONAL FOREST FOUNDATION BLDG. 27, STE 3, FORT MISSOULA ROAD MISSOULA, MT 59804	N/A	PC	MIDWIN SUMMER YOUTH CORPS.	150,000.
CITY YEAR, INC. 36 S. WABASH, SUITE 1500 CHICAGO, IL 60603	N/A	PC	CHICAGO TEAM SPONSOR	50,000.
FRANKLIN INSTITUTE 21ST AND THE PARKWAY PHILADELPHIA, PA 19103	N/A	PC	PECO ENERGIZING EDUCATION PROGRAM	150,000.
KENNETT SQUARE YMCA 101 RACE STREET KENNETT SQUARE, PA 19348	N/A	PC	CENTER FOR EARLY LEARNING AND ENRICHMENT	50,000.
ILLINOIS HOLOCAUST MUSEUM & EDUCATIONAL CENTER 9603 WOODS DRIVE SKOKIE, IL 60077	N/A	PC	STUDENT LEADERSHIP DAYS	50,000.
Total from continuation sheets				2,958,323.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSEUM OF SCIENCE & INDUSTRY 57TH STREET AND LAKE SHORE DRIVE CHICAGO, IL 60637	N/A	PC	FUTUREENERGY EXHIBIT/ENERGY RELATED OUTREACH & ED	150,000.
NATIONAL MUSEUM OF MEXICAN ART 1852 WEST 19TH STREET CHICAGO, IL 60608	N/A	PC	MEXICANIDAD EXHIBITION	100,000.
NATIONAL ORGANIZATION ON DISABILITY 77 WATER ST STE 204 NEW YORK, NY 10005	N/A	PC	CONVEY MEETING AND DISABILITY BUSINESS CERTIFICATION	75,000.
NEW SCHOOLS FOR CHICAGO 21 S. CLARK ST., SUITE 3120 CHICAGO, IL 60603	N/A	PC	LAUNCH NEW VISION FOR CHICAGO PUBLIC SCHOOLS	250,000.
NEW SCHOOLS FOR CHICAGO 21 S. CLARK ST., SUITE 3120 CHICAGO, IL 60603	N/A	PC	RENAISSANCE SCHOOL FUND	150,000.
OPENLANDS 25 EAST WASHINGTON STREET CHICAGO, IL 60602	N/A	PC	ECO-EXPLORATIONS EDUCATION OUTREACH PROGRAM	37,500.
PHILADELPHIA MUSEUM OF ART P.O. BOX 7646 PHILADELPHIA, PA 19101	N/A	PC	THE LAST DYNASTY:ARTS AND CULTURE OF JOSEON KOREA, 1392-1910 EXHIBIT	125,000.
PROJECT H.O.M.E. 1515 FAIRMOUNT AVE PHILADELPHIA, PA 19103	N/A	PC	VETERANS TRAINING AND EMPLOYMENT PROGRAM	125,000.
STUDENT CONSERVATION ASSOCIATION 689 RIVER ROAD CHARLESTON, NH 03603	N/A	PC	COMMUNITY CONSERVATION PROGRAM IN CHICAGO AND PHILADELPHIA	150,000.
TEACH FOR AMERICA CHICAGO 300 W. ADAMS, STE 1000 CHICAGO, IL 60606	N/A	PC	CHICAGO'S STEM INITIATIVE	75,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEACH FOR AMERICA, MID-ATLANTIC 714 MARKET ST STE 420 PHILADELPHIA, PA 19106	N/A	PC	PHILADELPHIA'S STEM INITIATIVE	75,000.
THE MORTON ARBORETUM 4100 ILLINOIS ROUTE 53 LISLE, IL 60532	N/A	PC	STEM PATHWAYS EDUCATION PROGRAM	50,000.
WIDENER UNIVERSITY PARTNERSHIP CHARTER SCHOOL 1450 EDMONT AVE CHESTER, PA 19103	N/A	PC	STEM MIDDLE SCHOOL PROGRAM	125,000.
ARIAS MIGUEL 414 GLENWOOD DRIVE FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
MATT ARNAO 26 DRAKE WAY TOMS RIVER, NJ 08753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
SEAN FELTRI 11 TRINIDAD AVE. PELICAN ISLAND, NJ 08751	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
LAURIE BOYAN 192 BRIDGE AVE. BAY HEAD, NJ 08742	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
THOMAS CAPPUCINO 13 MOHAWK LANE MANALAPAN, NJ 07726	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
JOHN DEVENNEY 841 SANDPIPER DR. LANOKA HARBOR, NJ 08734	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
MARTIN FARRELL 129 13TH AVE. SEASIDE PARK, NJ 08752	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DEBRA FASCETTA 235 NEWARK RD. SOUTH BARNEGAT, NJ 08005	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
STEPHEN GOMULKA OYSTER CREEK GENERATING STATION FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	1,650.
THOMAS GRANATO 425 CEDAR DRIVE LANOKA HARBOR, NJ 08734	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	1,000.
SAM GRAZIANO 187 VILLAGE DRIVE BARNEGAT, NJ 08005	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
ROBERT HEMMANN 739 SOUTH RIVER DRIVE FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
FRANK HIMMELREICH 7 PRIVATEER COVE WARETOWN, NJ 08758	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
DANA IVAN 1108 MILL CREEK ROAD MANAHAWKIN, NJ 08050	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
WILLIAM KUNDER 8 W. MULLICA ROAD LITTLE EGG HARBOR, NJ 08087	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
DIANE MARRONE 1311 KAUAI DRIVE FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
JOHN MCDEVITT 1021 NEOSHO DRIVE FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOHN MCFADDEN 201 WEST 11TH ST. SHIPBOTTOM, NJ 08008	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
STEVE MIKOLAJCZAK 119 SOUTH COMMODORE DRIVE LITTLE EGG HARBOR, NJ 08087	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
THOMAS MILLER 220 NEWARK ROAD SOUTH BARNEGAT, NJ 08005	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
PEETER MUST 514 PARKSIDE AVE. TOMS RIVER, NJ 08753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
EDWIN O'BRIEN 44 OCEAN AVE. MANASQUAN, NJ 08736	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
JON OSENKO 22 SAND BAR DRIVE BAYVILLE, NJ 08721	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
RICHARD PARKER 8 N. BENTON PLACE NEPTUNE, NJ 07753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
GARY PISKO 11 RICO AVE. TOMS RIVER, NJ 08753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
FRED ROACH 546 GILFORD AVE. TOMS RIVER, NJ 08753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
DONALD SCHROETTER 321 W. 16TH ST. SHIPBOTTOM, NJ 08008	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCOTT SHINTON 339 TWINS LAKES BLVD. LITTLE EGG HARBOR, NJ 08087	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	1,000.
AMANDA SIDDON 349 HAYES AVE. BAYVILLE, NJ 08721	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
STUART SMITH 127 BONITA ROAD WARETOWN, NJ 08758	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
CALVIN TAYLOR 236 FERNWOOD DRIVE BAYVILLE, NJ 08721	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
JOHN VERMEYLEN 59B TOPSAIL RD. BRICK, NJ 08723	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
GEORGE VOISHNIS 131 MOLOKAI DRIVE FORK RIVER, NJ 08731	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
KATHRYN VOISHNIS 108 MONTCLAIR ROAD BARNEGAT, NJ 08005	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
SARAH WIDTH 1068 FATHOM AVE. MANAHAWKIN, NJ 08050	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,500.
JOCELYN WILLIAMS 919 SINCLAIR AVE. LANOKA HARBOR, NJ 08734	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	2,100.
ROBERT WOJCIK 2020 ADAMS AVE. TOMS RIVER, NJ 08753	EMPLOYEE OF SUBSTANTIAL CONTRIBUTOR OR AFFILIATE	NC	HURRICANE SANDY RELIEF PROGRAM	1,694.
Total from continuation sheets				

83-0499473

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

83-0499473

3 Grants and Contributions Approved for Future Payment (Continuation)**Total from continuation sheets**

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. | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

9-25-14
Date

President

May the IRS discuss this return with the preparer shown below (see instr)?

☒ X	Yes	☐	No
--	-----	--------------------------	----

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ self-employed

PTIN	
------	--

LINDA M. HARNER

Leah M. Hann

2/4/14

P01270853

Firm's name ► PEPPER HAMILTON LLP

Firm's EIN ► 23-1433012

Firm's address ► 3000 TWO LOGAN SQUARE
PHILADELPHIA, PA 19103-2799

Phone no 215-981-4377

Form 990-PF (2013)

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, or 990-PF) and
its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Name of the organization

EXELON FOUNDATION

Employer identification number

83-0499473

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

EXELON FOUNDATION

83-0499473

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EXELON CORPORATION 10 SOUTH DEARBORN STREET CHICAGO, IL 60680-5398	\$ 18,000.	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

EXELON FOUNDATION

83-0499473

Part II 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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization EXELON FOUNDATION	Employer identification number 83-0499473
--	---

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
URBANPARTNERSHIP BANK	552.	552.	
TOTAL TO PART I, LINE 3	552.	552.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JP MORGAN US REAL ESTATE INCOME & GROWTH DOMESTIC LP	65,904.	0.	65,904.	65,904.	
NEUBERGER BERMAN HIGH INCOME FUND LLC	194,295.	0.	194,295.	194,295.	
NORTHERN TRUST	1,170,946.	0.	1,170,946.	1,170,946.	
TO PART I, LINE 4	1,431,145.	0.	1,431,145.	1,431,145.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BPIF NON-TAXABLE FUND LP OTHER PORTFOLIO INCOME	360,430.	360,430.	
TOTAL TO FORM 990-PF, PART I, LINE 11	360,430.	360,430.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PEPPER HAMILTON LLP LEGAL FEES	34,557.	0.		34,557.	
TO FM 990-PF, PG 1, LN 16A	34,557.	0.		34,557.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WASHINGTON, PITTMAN & MCKEEVER- AUDITING FEES	18,900.	9,450.		9,450.	
TO FORM 990-PF, PG 1, LN 16B	18,900.	9,450.		9,450.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NEUBERGER BERMAN LLC	187,458.	187,458.		0.	
NORTHERN TRUST INVESTMENT FEE	57,497.	57,497.		0.	
JP MORGAN US REAL ESTATE INCOME & GROWTH DOMESTIC LP MANAGEMENT FEES	73,205.	73,205.		0.	
TO FORM 990-PF, PG 1, LN 16C	318,160.	318,160.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	36,714.	0.		0.	
STATE REGISTRATION FEES	28.	0.		25.	
TO FORM 990-PF, PG 1, LN 18	36,742.	0.		25.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS INVESTMENT FEES	48,806.	48,806.		0.	
JP MORGAN US REAL ESTATE INCOME & GROWTH DOMESTIC LP INVESTMENT FEES	5,374.	5,374.		0.	
NEUBERGER BERMAN HIGH INCOME FUND LLC	1,340.	1,340.		0.	
BPIF NON-TAXABLE FUND LP MANAGEMENT FEES	76,868.	76,868.		0.	
PRIVATE LETTER RULING FEE	10,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	142,388.	132,388.		0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
DESCRIPTION	AMOUNT		
DIFFERENCE DUE TO SALES AND PURCHASES NOT SETTLED UNTIL 2014	7,066.		
TOTAL TO FORM 990-PF, PART III, LINE 5	7,066.		

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST EQUITY SECURITIES	33,038,817.	40,422,788.
TOTAL TO FORM 990-PF, PART II, LINE 10B	33,038,817.	40,422,788.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST FIXED INCOME	COST	11,816,906.	11,553,813.
BPIF NON TAXABLE FUND LP	COST	7,473,425.	7,926,917.
NEUBERGER BERMAN HIGH INCOME FUND LLC	COST	2,887,786.	3,005,923.
J.P. MORGAN REAL ESTATE INCOME & GROWTH DOMESTIC LP	COST	3,402,526.	4,306,418.
TOTAL TO FORM 990-PF, PART II, LINE 13		25,580,643.	26,793,071.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX RECEIVABLE	19,355.	0.	0.
TO FORM 990-PF, PART II, LINE 15	19,355.	0.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	13
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	0.	7,359.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	7,359.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 14

NAME OF CONTRIBUTOR

ADDRESS

EXELON CORPORATION

10 SOUTH DEARBORN STREET 53RD FLOOR
CHICAGO, IL 606805398

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS

TITLE AND
AVRG HRS/WKCOMPEN-
SATIONEMPLOYEE
BEN PLAN EXPENSE
CONTRIB ACCOUNTCHRISTOPHER CRANE
P.O. BOX 5408
CHICAGO, IL 60680-5408CHAIRMAN & DIRECTOR
1.50

0. 0. 0.

STEVEN J. SOLOMON
P.O. BOX 5408
CHICAGO, IL 60680-5408PRESIDENT
10.00

0. 0. 0.

JAMES FIRTH
P.O. BOX 5408
CHICAGO, IL 60680-5408VICE PRESIDENT & DIRECTOR
0.25

0. 0. 0.

MICHELLE MCCONNELL
P.O. BOX 5408
CHICAGO, IL 60680-5408SECRETARY
10.00

0. 0. 0.

SCOTT N. PETERS
P.O. BOX 5408
CHICAGO, IL 60680-5408ASSISTANT SECRETARY
0.25

0. 0. 0.

BRUCE G. WILSON
P.O. BOX 5408
CHICAGO, IL 60680-5408DIRECTOR
0.25

0. 0. 0.

RUTH ANN GILLIS
P.O. BOX 5408
CHICAGO, IL 60680-5408DIRECTOR
0.25

0. 0. 0.

DENIS P.O'BRIEN
P.O. BOX 5408
CHICAGO, IL 60680-5408DIRECTOR
0.25

0. 0. 0.

WILLIAMSON C. RICHARDSON, PHD P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.50	6,000.	0.	0.
WILLIAM A. VON HOENE, JR P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	0.	0.	0.
ANNE PRAMAGGIORE P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	0.	0.	0.
JOSEPH DOMINQUEZ P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR/VICE PRESIDENT 0.25	0.	0.	0.
LAWRENCE C. BACHMAN P.O. BOX 5408 CHICAGO, IL 60680-5408	ASSISTANT SECRETARY 0.25	0.	0.	0.
DOUGLAS J. BROWN P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR/ASSISTANT TREASURER 0.25	0.	0.	0.
JACEE MARIE BURNES P.O. BOX 5408 CHICAGO, IL 60680-5408	ASSISTANT TREASURER 0.25	0.	0.	0.
CRAIG ADAMS P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	0.	0.	0.
KEN DEFONTES P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	0.	0.	0.
ROSEMARIE GRECO P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	6,000.	0.	0.
ROBERT J. LAWLESS P.O. BOX 5408 CHICAGO, IL 60680-5408	DIRECTOR 0.25	6,000.	0.	0.
JACK THAYER P.O. BOX 5408 CHICAGO, IL 60680-5408	TREASURER & DIRECTOR 0.25	0.	0.	0.
STACIE FRANK P.O. BOX 5408 CHICAGO, IL 60680-5408	ASSISTANT TREASURER 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		18,000.	0.	0.

Exelon Foundation
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<u>NAME OF ORGANIZATION</u>	<u>CITY</u>	<u>STATE</u>	<u>11/26/2013 CONTRIBUTION</u>	<u>12/12/2013 CONTRIBUTION</u>	<u>Total</u>
24 Hours of Booty	Charlotte	NC	\$ 150		\$ 150
A Womens Concern Inc.	Revere	MA		\$ 1,000	1,000
Abstinence and Marriage Partnership	Mount Prospect	IL	100	250	350
Academy of Notre Dame DeNamur	Villanova	PA		1,000	1,000
Academy of Vocal Arts	Philadelphia	PA	500		500
Accion International	Charlestown	MA		250	250
Active Minds Inc	Washington	DC		1,500	1,500
Acts Community Development Corporation	Oklahoma City	OK	1000		1,000
AIDS Foundation of Chicago	Chicago	IL	221		221
Aims India Foundation	Herndon	VA	450		450
Albion College	Albion	MI	2,000		2,000
Alliance for A Healthier Generation Inc.	Portland	OR		200	200
Alternatives, Inc	Chicago	IL		500	500
Alumni Assoc of the Bronx High School of Science	Bronx	NY		130	130
Alzheimers Disease and Related Disorders Association	Columbus	OH		25	25
Alzheimers Disease and Related Disorders Association	Fairfax	VA		50	50
Alzheimers Disease and Related Disorders Association	Rochester	NY	50		50
Alzheimers Disease and Related Disorders Association	Chicago	IL	535	150	685
American Brittany Rescue	Lahabra	CA	25		25
American Cancer Society Inc.	Atlanta	GA	360	50	410
American Cancer Society Inc.	Blue Bell	PA	1,528	25	1,553
American Cancer Society Inc	East Syracuse	NY	600		600
American Cancer Society Inc	Waukesha	WI	75	25	100
American Cancer Society Inc	White Plains	NY	135		135
American Cancer Society Inc.	Louisville	KY	225		225
American Diabetes Association	Bala Cynwyd	PA	26		26
American Diabetes Association	Alexandria	VA	78	26	104
American Diabetes Association	Syracuse	NY	26		26
American Foundation for Suicide Prevention	New York	NY	125		125
American Heart Association, Inc	Dallas	TX	75	100	175
American Heart Association, Inc	Dallas	TX	105		105
American Heart Association, Inc.	Chicago	IL	25		25
American Institute for Cancer Research	Washington	DC	25		25

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013		12/12/2013	
			CONTRIBUTION		CONTRIBUTION	Total
American Lung Association of Theupper Midwest	Chicago	IL	3,200			3,200
American National Red Cross	Des Moines	IA			450	450
American National Red Cross	Endicott	NY			100	100
American National Red Cross	Little Rock	AR	100			100
American National Red Cross	Houston	TX			67	67
American National Red Cross	Washington	DC	550		9,801	10,351
American National Red Cross	Rochester	NY			250	250
Amyotrophic Lateral Sclerosis Association-The ALS Assoc.	Johnston	IA	5,000		500	5,500
Andrew McDonough B Positive Foundation	Wilmington	DE	250			250
Angel Bears of Hope	Ottawa	IL			260	260
Animals Deserving of Proper Treatment	Naperville	IL			50	50
Ann & Robert H. Lurie Children's Hosp of Chicago Foundation	Chicago	IL	25		50	75
Anna Jaques Community Health Foundation Inc	Newburyport	MA	150			150
Aparecio Foundation	Chicago	IL			5,000	5,000
Appalachian Trail Conservancy - Appalachian Trail Conference	Harpers Ferry	WV	75			75
Arthritis Foundation, Inc.	Atlanta	GA	581			581
Arthritis Foundation, Inc.	Chicago	IL			50	50
Arthritis Foundation, Inc.	Philadelphia	PA			425	425
Arthritis Foundation, Inc - Arthritis Foundation Mid-Atlantic	Charlotte	NC			100	100
Association of Graduates of the U S Military Academy	West Point	NY			100	100
Aston Presbyterian Church Day Care Learning Center	Aston	PA			50	50
Autism Speaks Inc.	Princeton	NJ	50		300	350
Autism Speaks Inc. - New York - Princeton	Princeton	NJ			25	25
Back on My Feet	Philadelphia	PA	957		150	1,107
Back on My Feet Baltimore	Baltimore	MD	150			150
Baruch College Fund	New York	NY			500	500
Benedictine University	Lisle	IL			150	150
Best Friends Animal Society	Kanab	UT	25			25
Birthing of Ontario	Ontario	NY	1,600			1,600
Bishop Watterson High School	Columbus	OH			100	100
Boys & Girls Clubs of Chicago Inc.	Chicago	IL			5,000	5,000
Boys & Girls Home Residential Treatment Centers Inc	Sioux City	IA			250	250
Boys Scouts of America	St Charles	IL	200			200
Bradley University	Peoria	IL	50		25	75
Breakthrough Urban Ministries Inc.	Chicago	IL	2,500		400	2,900

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013 CONTRIBUTION	12/12/2013 CONTRIBUTION	Total
Bucknell University	Lewisburg	PA	55	525	580
Butler University	Indianapolis	IN	100	100	200
Cabrini-Green Legal Aid Clinic Inc.	Chicago	IL	1,000		1,000
Campbell Special School Inc.	Glenmoore	PA		8,000	8,000
Carter Center Inc.	Atlanta	GA		40	40
Center for Constitutional Rights Inc	New York	NY	100		100
Chestnut Hill College of the Sisters of St Joseph	Philadelphia	PA		100	100
Chester County Historical Society	West Chester	PA		830	830
Chester Township Cougars Youth Association	Chester	PA		250	250
Chicago Bar Foundation	Chicago	IL	3,150		3,150
Chicago Public Media Inc - WBEZ Alliance Inc	Chicago	IL	714	75	789
Chicago Theatre Group Inc	Chicago	IL		5,000	5,000
Chicago Zoological Society	Brookfield	IL		200	200
Childfund International USA	Richmond	VA	84	28	112
Childhood Cancer Family Alliance Inc.	Houston	TX	300		300
Childrens Hospital of Philadelphia Foundation	Philadelphia	PA		104	104
Christian Foundation for Children and Aging	Kansas City	KS	825		825
Church World Service Inc.	Elkhart	IN	50		50
City Year Inc	Boston	MA	2,500		2,500
Clarkson University	Potsdam	NY		50	50
Colgate University Treasurers Office	Hamilton	NY	1,313		1,313
College of the Holy Cross Trustees	Worcester	MA		1,000	1,000
College of William and Mary	Williamsburg	VA	250		250
Colleges of the Seneca Hobart & Wm Smith Colleges	Geneva	NY		250	250
Colon Cancer Coalition Foundation	Minneapolis	MN		215	215
Colorectal Cancer Coalition Inc.	Alexandria	VA		25	25
Compassion International Incorporated	Colorado Springs	CO		190	190
Connections for Abused Women and Their Children	Chicago	IL	3,000		3,000
Conquer Cancer Foundation of the American Society of Clinical Oncology	Alexandria	VA	250		250
Convoy of Hope	Springfield	MO		100	100
Cooperative for Assistance and Relief Everywhere (CARE)	Atlanta	GA	100		100
Corporation of the Fine Arts Museum	San Francisco	CA	60		60
Covenant Hospice Inc	Pensacola	FL		130	130
Crisis Pregnancy Services Inc	Rochester	NY		200	200

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013 CONTRIBUTION	12/12/2013 CONTRIBUTION	Total
Crohns & Colitis Foundation of America	New York	NY	125		125
Curators of the University of Missouri Science & Technology	Rolla	MO	350		350
Curtis Institute of Music	Philadelphia	PA		50	50
Cystic Fibrosis Foundation Headquarters	Chicago	IL		5,150	5,150
Cystic Fibrosis Foundation Headquarters	Washington	DC	50		50
Dana Farber Cancer Institute Inc Steven Connolly	Boston	MA		150	150
Danceworks Chicago	Chicago	IL	50		50
DARE To Care Inc - Dare to Care Food Bank	Louisville	KY		30	30
Davidson College	Davidson	NC		200	200
DaVinci Academy	Elgin	IL	3,000		3,000
Delaware County Christian School Society	Newtown Square	PA		2,000	2,000
Delta Zeta Foundation	Oxford	OH	250		250
DePaul University	Chicago	IL	3,000		3,000
Diabetes Action Research and Education Foundation Inc	Washington	DC	430		430
Doberman Rescue of the Triad	Greensboro	NC		100	100
Doctors Without Borders USA Inc	New York	NY		100	100
Donorschoose Org	New York	NY	150		150
Down Syndrome Association of Houston Inc.	Houston	TX	200		200
Drake University	Des Moines	IA	120		120
Dreaming Tree Foundation	Chicago	IL	500		500
Drexel Neumann Academy	Chester	PA		4,950	4,950
Drexel University	Philadelphia	PA	2550	4,460	7,010
Duke University	Durham	NC		200	200
East Central University Foundation Inc.	Ada	OK		500	500
El Valor Corporation	Chicago	IL		5,750	5,750
Elizabethtown College	Elizabethtown	PA	175		175
Evangelical Lutheran Church In America	Chicago	IL	100		100
Exodus World Service	Itasca	IL		75	75
Family Rescue	Chicago	IL	1,200	1,000	2,200
Food Allergy Initiative Inc	McLean	VA		25	25
Food Bank of Delaware Inc.	Newark	DE	26		26
Food for the Poor Inc	Coconut Creek	FL	1,300	25	1,325
Foundation for Economic Education Inc	Invington	NY		100	100
Foundation for the National Progress	San Francisco	CA	50		50
Foundation for Prader Willi Research	Los Angeles	CA		100	100

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013		12/12/2013	
			CONTRIBUTION		CONTRIBUTION	Total
Franklin Institute	Philadelphia	PA			4,500	4,500
Friedreichs Ataxia Research Alliance	Downingtown	PA			50	50
Friends for Therapeutic Equine Activities	Warrenville	IL	350			350
Friends of Auburn Heights Preserve Inc	Yorklyn	DE			200	200
Friends of Independence National Historical Park	Philadelphia	PA	100			100
Friends of the Griffin Free Public Library	Auburn	NH	250			250
Fund for Public Schools Inc	New York	NY			500	500
George Mason University Foundation Inc.	Fairfax	VA	5,000			5,000
George Washington University	Washington	DC			150	150
Georgia Tech Foundation Inc - GA Institute of Technology	Atlanta	GA	2,600		150	2,750
Girl Scouts of Greater Chicago & Northwest Indiana	Chicago	IL			250	250
Girls on the Run of Northwest Illinois	Crystal Lake	IL	500			500
Global Alliance for Africa	Chicago	IL	2,000			2,000
Graceland University	Lamoni	IA			50	50
Greater Chicago Food Depository	Chicago	IL	100		1,600	1,700
Greater Washington Educational Telecommunications Assoc	Washington	DC	150			150
Green Harvest Food Pantry Inc.	Plainfield	IL			5,000	5,000
Grove City College	Grove City	PA			100	100
Habitat for Humanity International	Americus	GA	2,335			2,335
Health Science Center Foundation at Syracuse Inc. - Upstate Medical University Foundation	Syracuse	NY	100			100
Heartland Alliance for Human Needs & Human Rights	Chicago	IL			1,000	1,000
Helping Hand for Relief & Development	Detroit	MI	30			30
Higher Achievement Program Inc.	Washington	DC	4,500			4,500
Hill School	Pottstown	PA			500	500
Hillsdale College	Hillsdale	MI			1,100	1,100
Holy Guardian Angels Regional School	Reading	PA			500	500
Home of Hope India - US	Wilmington	NC	100			100
Homeless Advocacy Project	Philadelphia	PA	100			100
Hope Life Center-Hope Crisis Pregnancy Center	Sterling	IL	500			500
House Rabbit Society of Chicago	Westchester	IL			25	25
Houston Zoo Inc.	Houston	TX	159			159
Humane Society of the United States	Washington	DC			30	30
Illinois Institute of Technology	Chicago	IL			250	250
Illinois Legal Aid Online	Chicago	IL			700	700

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<u>NAME OF ORGANIZATION</u>	<u>CITY</u>	<u>STATE</u>	<u>11/26/2013</u>	<u>12/12/2013</u>	<u>Total</u>
			<u>CONTRIBUTION</u>	<u>CONTRIBUTION</u>	
Illinois State University Foundation	Normal	IL	100		100
Imberman Angels	Chicago	IL	1,637		1,637
Indiana University Foundation	Bloomington	IN	550		550
Individual Advocacy Group Inc	Romeoville	IL		250	250
Interfaith Youth Core	Chicago	IL	2,500		2,500
International Rescue Committee Inc	New York	NY		200	200
Iowa State University Foundation	Ames	IA	250		250
JDRF International	New York	NY	600		600
JDRF International - JDRF	Chicago	IL	200	130	330
Jewish Federation of Greater Philadelphia	Philadelphia	PA		150	150
John J Tyler Arboretum	Media	PA		2,250	2,250
Judith Creed Homes for Adult Independence	Bryn Mawr	PA		25	25
Junior Achievement of Northern New England	Waltham	MA	200		200
Junior Achievement of the Midlands, Inc	Omaha	NE	200		200
Kansas State University Foundation	Manhattan	KS		500	500
Kindness Ranch Animal Sanctuary	Hartville	WY	25		25
Kiwanis Club Foundation of Oswego Inc.	Oswego	NY	50		50
Kutztown University Foundation	Kutztown	PA	100		100
La Salle University	Philadelphia	PA		1,000	1,000
Lakeview Village Foundation	Lenexa	KS		250	250
Latin School of Chicago	Chicago	IL		1,000	1,000
Lawrence University of Wisconsin	Appleton	WI	2,750		2,750
Lehigh University	Bethlehem	PA	500		500
Les Turner Amyotrophic Lateral Sclerosis Foundation	Skokie	IL		100	100
Leukemia & Lymphoma Society Inc.	Austin	TX		50	50
Leukemia & Lymphoma Society Inc	Conshohocken	PA		2,976	2,976
Leukemia & Lymphoma Society Inc - Central PA Chapter	Harrisburg	PA	50		50
Leukemia & Lymphoma Society Inc. - Illinois Chapter	Chicago	IL	220	1,000	1,220
Leukemia & Lymphoma Society Inc	White Plains	NY	180	350	530
Leukemia & Lymphoma Society Inc.	Amherst	NY	230		230
Leukemia & Lymphoma Society Inc - National Capital Area	Alexandria	VA	30		30
Lewis University	Romeoville	IL		125	125
Life Is Good Kids Foundation Inc	Boston	MA		100	100
Little City Foundation	Palatine	IL		50	50
Loras College	Dubuque	IA		125	125

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013		12/12/2013	
			CONTRIBUTION		CONTRIBUTION	Total
Lucky Dog Animal Rescue	Washington	DC	25			25
Lupus Foundation of America Phila Tri-State Chapter Inc	Jenkintown	PA			50	50
Macalester College	St Paul	MN	500			500
Make A Wish Foundation of Philadelphia & Susquehanna Valley	Blue Bell	PA	1,200			1,200
Mano A Mano Family Resource Center	Round Lake Park IL	IL			200	200
March of Dimes Foundation	Arlington	VA	100			100
Marines Helping Marines	Myrtle Beach	SC			50	50
Marsha Rivkin Center for Ovarian Cancer Research	Seattle	WA			250	250
Massachusetts Society for the Prevention of Cruelty To Animals	Boston	MA	60			60
Maywood Fine Arts Association	Maywood	IL			175	175
Medical Ministry US-Medical Ministry International	Allen	TX	1,495			1,495
Memorial Sloan-Kettering Cancer Center	New York	NY	126			126
Menil Foundation Inc	Houston	TX	100			100
Michael Rolfe Pancreatic Cancer Foundation	Chicago	IL	35			35
Michigan State University	East Lansing	MI	100			100
Michigan Tech Fund	Houghton	MI			25	25
Midnight Mission	Los Angeles	CA	100			100
Midwest Athletes Against Childhood Cancer Inc.	Milwaukee	WI			124	124
Midwest Rescue of Illinois Inc	Hoffman Estates	IL			50	50
Midwest Young Artists	Highwood	IL	1,250			1,250
Millikin University	Decatur	IL			500	500
Millersville University of Pennsylvania	Millersville	PA	50			50
Misericordia Home	Chicago	IL			25	25
Morning Star Mission Ministries	Joliet	IL			50	50
Morrisville College Foundation Inc - Morrisville State College	Morrisville	NY			50	50
Mulliganeers Inc.	Downers Grove	IL	300			300
Multiple Myeloma Research Foundation Inc.	Norwalk	CT			100	100
Multiple Sclerosis Association of America Inc	Cherry Hill	NJ			25	25
My Poor Feat Inc	Rockledge	PA			350	350
Nam Illinois Inc	Springfield	IL			25	25
Naperville Area Humane Society Inc.	Naperville	IL	250			250
National Brain Tumor Society Inc. and Foundation	Newton	MA	300			300
National Kidney Foundation Inc.	New York	NY	25			25
National Kidney Foundation Inc.	Washington	DC	100			100
National Lung Cancer Partnership	Madison	WI	125			125

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NAME OF ORGANIZATION	CITY	STATE	11/26/2013 CONTRIBUTION	12/12/2013 CONTRIBUTION	Total
National Multiple Sclerosis Society	Chicago	IL	225		225
National Multiple Sclerosis Society	Cincinnati	OH	50		50
National Multiple Sclerosis Society	Hartland	WI	60		60
National Multiple Sclerosis Society	Houston	TX	350		350
National Multiple Sclerosis Society	Philadelphia	PA	2,495	505	3,000
National Multiple Sclerosis Society	Washington	DC	120		120
National Parkinson Foundation Inc.	Rochester	NY	50		50
National Wildlife Federation	Reston	VA		100	100
Nature Conservancy	Arlington	VA		100	100
Navidad En El Barrio	Houston	TX		100	100
Neighborhood Boys & Girls Club	Chicago	IL		125	125
Network for Good Inc	Washington	DC	75		75
Northern Essex Community College Foundation Inc	Haverhill	MA		250	250
Northern Illinois Food Bank	Geneva	IL		300	300
Northern Illinois University Foundation	DeKalb	IL	1,200		1,800
Northwestern Pennsylvania Educational Television Association	Pittston	PA		145	145
Northwestern University	Evanston	IL	550	310	860
Oakland University	Rochester	MI	300		300
Ocean Conservancy Inc	Washington	DC	25	50	75
Olivet Nazarene University	Bourbonnais	IL	1,000	1,200	2,200
One Fund Boston, Inc.	Boston	MA	100	650	750
Ontario Food Pantry	Ontario	NY	400		400
Openlands	Chicago	IL		250	250
Opera Company of Philadelphia	Philadelphia	PA	100		100
Operation Migration-USA Inc.	Niagara Falls	NY		300	300
Oswego College Foundation, Inc.-Oswego St Univ of NY	Oswego	NY		250	250
Pan Massachusetts Challenge Trust	Needham	MA	50	25	75
Pancreatic Cancer Action Network, Inc.	Manhattan Beach	CA		65	65
Parent Project for Muscular Dystrophy Research, Inc.	Hackensack	NJ		1,000	1,000
Paws Chicago	Chicago	IL	35		35
Pennsylvania Ballet Association	Philadelphia	PA		100	100
Pennsylvania Society for the Prevention of Cruelty to Animals	Philadelphia	PA		50	50
Pennsylvania State University	University Park	PA	1,100		1,150
Philabundance	Philadelphia	PA		100	100
Philadelphia Ronald McDonald House, Inc	Philadelphia	PA		50	50

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Police Unity Tour Inc	Florham Park	NJ		250	250
Pomona College	Claremont	CA	1,250		1,250
Pottstown Regional Public Library	Pottstown	PA		25	25
PRX Inc.	Cambridge	MA		150	150
Purdue Alumni Association Inc. and Foundation	West Lafayette	IN	50		50
Purdue Foundation, Inc	West Lafayette	IN	1,035	50	1,085
Rabbi Israel Meyer Hacoheh Rabbinical Seminary of America	Flushing	NY	25		25
Rensselaer Polytechnic Institute	Boston	MA	1,500	900	2,400
Respiratory Health Association of Metropolitan Chicago	Chicago	IL		80	80
Rock the Earth	Denver	CO	25		25
Rockford Rescue Mission Ministries	Rockford	IL	75	100	175
Rockford Symphony Orchestras Inc.	Rockford	IL	1,500		1,500
Ronald McDonald House Charities Inc	Chicago	IL	300		300
Room to Read	San Francisco	CA		5,000	5,000
Rosary High School	Aurora	IL		58	58
Rose-Hulman Institute of Technology	Terre Haute	IN		300	300
Sacred Heart School	Oxford	PA		5,000	5,000
Saint Mary's College	Notre Dame	IN		100	100
Salvation Army	Oklahoma City	OK	2,050		2,050
Salvation Army National Corp.	Alexandria	VA		100	100
Samaritans Purse	Boone	NC		776	776
Save the Children Federation Inc.	Westport	CT		100	100
Shippensburg University Foundation	Shippensburg	PA	1,500		1,500
Spaulding Youth Center	Northfield	NH		100	100
Special Childrens Charities	Chicago	IL	1,425		1,425
Special Olympics Illinois	Normal	IL	2,455		2,455
St. Baldricks Foundation Inc	Monrovia	CA	2,204	600	2,804
St. Jude Childrens Research Hospital Inc	Memphis	TN	911	445	1,356
State University of Iowa Foundation	Iowa City	IA		400	400
Steel City Blues Society	Phoenixville	PA	500		500
Stray Cat Blue Inc.	Colmar	PA	250		250
Street-Level Youth Media	Chicago	IL		100	100
Sturge-Weber Foundation	Mount Freedom	NJ	100		100
Susan G Komen Breast Cancer Foundation	Chicago	IL	1,425	25	1,450
Susan G Komen Breast Cancer Foundation	Houston	TX	100		100

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Susan G Komen Breast Cancer Foundation	Columbia	MO		25	25
Swim Across America Inc	Darien	CT	325		325
Team Red, White & Blue - Upstate NY	Baldwinsville	NY	185		185
Temple University	Philadelphia	PA	50		50
Thomas More Society	Chicago	IL	250		250
Touched By an Animal	Chicago	IL		300	300
Tragedy to Triumph Foundation	Lemont	IL	2,350		2,350
Truman State University Foundation	Kirksville	MO		50	50
Trustees of Grinnell College	Grinnell	IA		250	250
Trustees of Purdue University	West Lafayette	IN	800		800
Trustees of Purdue University-Purdue University- Calumet	Hammond	IN		50	50
Trustees of the Univarsity of PA	Philadelphia	PA	375		375
Ummah Relief International	Elgin	IL		100	100
United Jewish Organization of Williamsburg	Brooklyn	NY		3,000	3,000
United States Fund for UNICEF	New York	NY	150		1,575
United States Hispanic Leadership Institute Inc	Chicago	IL		5,000	5,000
United States Merchant Marine Academy Alumni Foundation Inc.	Great Neck	NY		2,500	2,500
University of Central Arkansas Foundation Inc.	Conway	AR		1,000	1,000
University of Chicago	Chicago	IL	1,150		3,039
University of Delaware	Newark	DE	25		25
University of Detroit Mercy	Detroit	MI	750		750
University of Evansville	Evansville	IN		50	50
University of Florida Foundation Inc.	Gainesville	FL	50		550
University of Illinois Foundation	Urbana	IL	5,305	4,135	9,440
University of Kentucky	Lexington	KY	25		25
University of Notre Dame	Notre Dame	IN	200	1,500	1,700
University of Notre Dame Du Lac	Notre Dame	IN	100	250	350
University of Pittsburgh Office of the Comptroller	Pittsburgh	PA	40		40
University of Virginia Law School Foundation	Charlottesville	VA		1,997	1,997
University of Wisconsin Foundation	Madison	WI	1,000	100	1,100
University of Wisconsin La Crosse Foundation Inc.	LaCrosse	WI	75		75
University Y of the University of Missouri Columbia	Columbia	MO	50		50
Upaya Social Ventures	Seattle	WA	5,000		5,000
Up with Downs	Shreveport	LA		100	100
Urban Gateways	Chicago	IL		3,500	3,500

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