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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

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

OMB No 1545-0052








2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation TWIN TREES FOUNDATIONINC		A Employer identification number 91-2092293	
Number and street (or P O box number if mail is not delivered to street address) 5983 SE MOURNING DOVE WAY		B Telephone number (see instructions) (772) 546-3548	
City or town, state or province, country, and ZIP or foreign postal code HOBE SOUND, FL 33455		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 745,589	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,916	2,916		
	4 Dividends and interest from securities.	21,298	21,298		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	10,522			
	b Gross sales price for all assets on line 6a 101,707				
	7 Capital gain net income (from Part IV , line 2) . . .		7,795		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	34,736	32,009		
	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)	2,550			2,550
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	579	3		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,581	3,191		390
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	6,710	3,194		2,940
	25 Contributions, gifts, grants paid	35,088			35,088
	26 Total expenses and disbursements. Add lines 24 and 25	41,798	3,194		38,028
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,062			
	b Net investment income (if negative, enter -0-)		28,815		
	c Adjusted net income (if negative, enter -0-)				

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	438,220	42,456	42,456
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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)	94,104	 92,546	91,460
	b	Investments—corporate stock (attach schedule)	93,081	 98,379	145,875
	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)	73,599	 455,678	457,301
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	 6,580	 8,497	 8,497	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	705,584	697,556	745,589	
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 ▶ _____)	 966		
	23	Total liabilities (add lines 17 through 22)	966	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> 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	704,618	697,556	
	30	Total net assets or fund balances (see page 17 of the instructions)	704,618	697,556	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	705,584	697,556	

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	704,618
2	Enter amount from Part I, line 27a	2	-7,062
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	697,556
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	697,556

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	7,795
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	3,320

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 page 18 of 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	63,411	676,566	0 093725
2011	33,865	661,990	0 051156
2010	31,358	627,193	0 049997
2009	39,156	666,363	0 058761
2008	35,823	639,879	0 055984

2	Total of line 1, column (d).	2	0 309623
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 061925
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	747,359
5	Multiply line 4 by line 3.	5	46,280
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	288
7	Add lines 5 and 6.	7	46,568
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	38,028

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)					
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	576		
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 <input type="checkbox"/> and enter 1% of Part I, line 27b		2			
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	
3 Add lines 1 and 2.				3	576
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	576		
6 Credits/Payments		7	2,534		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a			2,534	
b Exempt foreign organizations—tax withheld at source	6b				
c Tax paid with application for extension of time to file (Form 8868)	6c				
d Backup withholding erroneously withheld	6d				
7 Total credits and payments Add lines 6a through 6d.		7	2,534		
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,958		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,958 Refunded		11			

Part VII-A Statements Regarding Activities				
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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) DE, FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of J BRADFORD SCHWALM Telephone no (772) 546-3548 Located at 5983 SE MOURNING DOVE WAY 5983 SE MOURNING DOVE WAY HOBE SOUND FL ZIP +4 33455			
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	Yes	No
See 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 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		
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?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

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?

☐ 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

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

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
JOANN F SCHWALM 5983 SE MOURNING DOVE WAY HOBE SOUND,FL 33455	PRESIDENT 1 00	0	0	0
J BRADFORD SCHWALM 2920 N COMMONWEALTH AVE APT 4B CHICAGO,IL 60657	TREAS/DIRECT 2 00	0	0	0
MATSON F SCHWALM 2620 N WAYNE AVE CHICAGO,IL 60614	DIRECTOR 2 00	0	0	0
DUGAN H SCHWALM 225 N COLUMBUS DRIVE APT 3809 CHICAGO,IL 60601	DIRECTOR 1 00	0	0	0

2

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

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

Total

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

Part VIII

(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

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	
2	
3	
4	

Part IX-B

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 page 24 of the instructions	
3	

Total. Add lines 1 through 3

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	571,879
b	Average of monthly cash balances.	1b	179,322
c	Fair market value of all other assets (see instructions).	1c	7,539
d	Total (add lines 1a, b, and c).	1d	758,740
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	758,740
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,381
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	747,359
6	Minimum investment return. Enter 5% of line 5.	6	37,368

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	37,368
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	576
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	576
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	36,792
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	36,792
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	36,792

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	38,028
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	38,028
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	38,028
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				36,792
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				4,445
b From 2009.				6,226
c From 2010.				526
d From 2011.				1,430
e From 2012.				33,741
f Total of lines 3a through e.	46,368			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 38,028				
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.				36,792
e Remaining amount distributed out of corpus	1,236			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	47,604			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
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). . .	4,445			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	43,159			
10 Analysis of line 9				
a Excess from 2009. . . .				6,226
b Excess from 2010. . . .				526
c Excess from 2011. . . .				1,430
d Excess from 2012. . . .				33,741
e Excess from 2013. . . .				1,236

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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))

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

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 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

Form 990-PF (2013)

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 See Additional Data Table				
Total			3a	35,088
b Approved for future payment SAVE THE RIVER 409 RIVERSIDE DRIVE CLAYTON, NY 13624	NONE	PUBLIC	GENERAL SUPPORT	500
Total			3b	500

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4 SH ALGERION PHARMACEUTICALS INC	P	2012-08-01	2013-05-02
3 SH AVAGO TECHNOLOGIES LTF	P	2012-11-21	2013-10-23
3 SH DANAHER CORP	P	2013-07-17	2013-12-04
13 SH MERCK & CO INC	P	2012-07-31	2013-01-28
6 SH RYDER SYSTEM INC	P	2012-07-31	2013-02-01
1000 US TREASURY NOTE 25%	P	2013-05-31	2013-10-31
4 SH ACORDIA THERAPEUTICS	P	2011-08-18	2013-03-04
12 SH AAGO TECHNOLOGIES LTD	P	2012-07-17	2013-10-23
10 SH COLGATE PALMOLIVE INC	P	2011-06-10	2013-07-25
1 SH GENL DYNAMICS CORP	P	2011-04-11	2013-05-08
1 666 SH KRAFT FOODS GROUP INC	P	2011-03-28	2013-07-25
2 SH MICRON TECHNOLOGY INC	P	2012-07-13	2013-12-04
3 SH TEVA PHARMACEUTICAL CORP	P	2011-06-24	2013-02-28
2000 US TREASURY NOTE 2 75%	P	2011-06-30	2013-02-28
4 SH WELLS FARGO & CO	P	2011-10-27	2013-01-25
4 LORD ABBOTT FLOATING	P	2010-10-29	2013-04-18
1 847 LORD ABBOTT FLOATING	P	2011-11-30	2013-04-18
1 SH ALLERGAN INC	P	2012-09-27	2013-07-31
2 SH BAXTER INTL INC	P	2013-05-03	2013-08-05
3 SH DOW CHEMICAL CORP	P	2013-09-10	2013-11-13
21 SH METROPCS COMMUNICATIONS INC	P	2012-06-20	2013-04-25
2 SH SALIX PHARMACEUTICALS INC	P	2013-02-28	2013-08-14
8000 US TREASURY NOTE 25%	P	2013-05-31	2013-11-29
1 SH ACORDA THERAPEUTICS	P	2012-01-23	2013-03-04
2 SH AVAGO TECHNOLOGIES LTD	P	2012-08-02	2013-10-23
1 SH COMCAST CORP	P	2008-01-11	2013-12-04
3 SH GENL DYNAMICS CORP	P	2011-04-11	2013-07-22
1 666 SH KRAFT FOODS GROUP INC	P	2011-03-29	2013-07-25
8 SH MICRON TECHNOLOGY INC	P	2012-11-20	2013-12-04
2 SH TEVA PHARMACEUTICAL CO	P	2011-06-24	2013-03-22

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2000 US TREASURY NOTE 2 75%	P	2011-06-30	2013-05-31
2 032 LORD ABBETT FLOATING	P	2012-04-30	2013-04-18
1 747 LORD ABBOTT FLOATING	P	2010-11-30	2013-04-18
2 03 LORD ABBOTT FLOATING	P	2011-12-30	2013-04-18
1 SH ALLERGAN INC	P	2013-05-03	2013-08-14
1 SH BOEING COMPANY	P	2013-09-12	2013-11-13
11 SH EQT CORP	P	2012-07-17	2013-03-05
55 SH METROPCS COMMUNICATIONS INC	P	2012-07-31	2013-04-25
2 SH SALIX PHARMACEUTICALS INC	P	2013-03-04	2013-06-26
6000 US TREASURY NOTE 1%	P	2012-11-02	2013-03-28
2 SH ADOBE SYSTEMS INC	P	2010-08-26	2013-08-01
10 SH BOEING COMPANY	P	2011-02-09	2013-07-12
3 SH COMCAST CORP	P	2008-01-23	2013-12-04
3 SH GENL DYNAMICS CORP	P	2011-05-09	2013-05-08
1 666 SH KRAFT FOODS GROUP INC	P	2011-03-31	2013-07-25
1 SH MORGAN STANLEY	P	2010-12-29	2013-07-02
2 SH TEVA PHARMACEUTICAL CO	P	2012-01-20	2013-08-01
1000 US TREASURY NOTE 4 125%	P	2007-08-31	2013-12-31
2 15 LORD ABBOTT FLOATING	P	2012-05-31	2013-04-18
1 705 LORD ABBOTT FLOATING	P	2010-12-17	2013-04-18
1 SH ALLERGAN INC	P	2013-06-04	2013-05-08
13 SH BRUKER CORP	P	2012-07-31	2013-02-21
4 SH EQT CORP	P	2012-07-31	2013-03-05
12 SH MICRON TECHNOLOGY	P	2012-05-14	2013-04-22
106 SH SIRIUS XM RADIO INC	P	2012-12-20	2013-07-25
1000 US TREASURY NOTE 2%	P	2013-02-28	2013-04-30
4 SH ADOBE SYSTEMS INC	P	2010-08-26	2013-12-06
2 SH BOEING COMPANY	P	2011-02-10	2013-05-08
5 SH COMCAST CORP	P	2011-11-03	2013-12-04
2 SH GENL DYNAMICS CORP	P	2011-06-09	2013-07-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1 666 SH KRAFT FOODS GROUP INC	P	2011-04-08	2013-07-25
5 SH MORGAN STANLEY	P	2011-01-04	2013-07-02
2 SH ULTRA PETROLEUM CORP	P	2009-01-12	2013-08-01
1000 US TREASURY NOTE 4 125%	P	2010-06-30	2013-12-31
1 995 LORD ABBOTT FLOATING	P	2012-06-29	2013-04-18
741 LORD ABBOTT FLOATING	P	2010-12-17	2013-04-18
5 SH ALNYLAM PHARMACEUTICALS INC	P	2012-07-31	2013-01-25
7 SH CABOT OIL & GAS	P	2012-07-16	2013-03-04
12 SH FREEPORT-MCMORAN COPPER & GOLD	P	2013-04-22	2013-08-30
6 SH MICRON TEHNOLOGY INC	P	2012-07-31	2013-05-30
4 SH SKYWORKS SOLUTIONS INC	P	2012-07-31	2013-02-07
2000 US TREASURY NOTE 2%	P	2013-02-28	2013-06-28
1 SH ADOBE SYSTEMS INC	P	2010-09-22	2013-12-06
1 SH BOEING COMPANY	P	2011-06-10	2013-05-08
3 SH DOW CHEMIC	P	2011-08-09	2013-11-13
1 SH GENL FYNAMICS CORP	P	2012-07-31	2013-10-03
1 666 SH KRAFT FOODS GROUP INC	P	2011-04-11	2013-07-25
5 SH MORGAN STANLEY	P	2011-01-06	2013-01-25
1 SH ULTRA PETROLEUM CORP	P	2009-02-05	2013-02-01
1000 US TREASURY NOTE 4 125%	P	2010-01-30	2013-12-31
1 989 LORD ABBOTT FLOATING	P	2012-07-31	2013-04-18
1 796 LORD ABBOTT FLOATING	P	2010-12-31	2013-04-18
5 SH AMERICAN CAPITAL AGENCY INC	P	2012-12-11	2013-11-08
5 SH CABOT OIL & GAS CORP	P	2012-09-25	2013-03-04
6 SH IMPAX LABORATORIES INC	P	2013-06-04	2013-08-14
6 SH MICRON TECHNOLOGY INC	P	2012-07-13	2013-06-27
7 SH SKYWORKS SOLUTIONS INC	P	2012-11-23	2013-11-13
2000 US TREASURY NOTE 2%	P	2013-03-28	2013-06-28
5 SH ADOBE SYSTEMS INC	P	2010-09-23	2013-12-06
1 SH BOEING COMPANY	P	2011-08-10	2013-07-12

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2 SH DOW CHEMICAL	P	2011-08-09	2013-12-04
2 SH GENL DYNAMICS CORP	P	2012-07-31	2013-12-04
666 KRAFT FOODS GROUP INC	P	2011-04-14	2013-07-25
2 SH MORGAN STANLEY	P	2011-01-07	2013-01-25
1 SH ULTRA PETROLEUM CORP	P	2009-02-05	2013-02-01
2000 US TREASURY NOTE 4 125%	P	2010-12-31	2013-12-31
2 079 LORD ABBOTT FLOATING	P	2012-08-31	2013-04-18
1 71 LORD ABBOTT FLOATING	P	2011-01-31	2013-04-18
5 SH AMERICAN CAPITAL AGENCY INC	P	2013-05-30	2013-11-08
3 SH CABOT OIL & GAS CORP	P	2012-10-11	2013-03-04
47 SH INTERPUBLIC GROUP OF COS INC	P	2012-12-21	2013-07-25
6 SH MORGAN STANLEY	P	2013-05-30	2013-07-02
11 SH SPIRIT AIRLINES INC	P	2013-03-04	2013-09-16
3 SH VIACOM INC	P	2012-12-20	2013-07-25
3 SH ADOBE SYSTEMS INC	P	2010-09-27	2013-12-06
2 SH BOEING COMPANY	P	2011-08-10	2013-11-13
1 SH DOW CHEMICAL	P	2011-08-29	2013-12-04
3 SH GILEAD SCIENCES INC	P	2011-11-21	2013-03-04
7 SH LIGAND PHARMACEUTICALS INC	P	2012-07-31	2013-09-20
1 SH MORGAN STANLEY	P	2011-01-07	2013-07-02
3 SH ULTRA PETROLEUM CORP	P	2009-02-09	2013-02-01
1000 US TREASURY NOTE 4 75%	P	2007-03-30	2000-04-03
2 028 LORD ABBOTT FLOATING	P	2012-09-28	2013-04-18
1 718 LORD ABOTT FLOATING	P	2011-02-28	2013-04-18
3 SH ARCHER DAMIELS MIDLAND CO	P	2012-11-13	2013-05-08
2 SH CARDINAL HEALTH INC	P	2013-06-03	2013-08-14
2 SH INTL PAPER CO	P	2012-12-20	2013-04-22
4 SH NEXTERA ENERGY INC	P	2013-03-04	2013-07-02
34 SH STEEL DYNAMICS INC	P	2012-07-31	2013-04-22
3 SH WASTE MNGMT INC	P	2013-02-28	2013-03-22

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2 SH AEGERION PHARMACEUTICALS INC	P	2012-08-01	2013-08-02
2 SH BOEING COMPANY	P	2012-07-31	2013-11-13
4 SH DOW CHEMICAL	P	2011-08-29	2013-12-20
3 SH GILEAD SCIENCES INC	P	2011-11-21	2013-08-02
3 SH MEDTRONIC INC	P	2008-12-18	2013-02-22
3 SH MORGAN STANLEY	P	2011-02-09	2013-01-25
6 SH ULTRA PETROLEUM CORP	P	2009-02-10	2013-02-01
2000 US TREASURY NOTE 4 75%	P	2009-09-30	2013-05-31
2 092 LORD ABBOTT FLOATING	P	2012-10-31	2013-04-18
1 772 LORD ABBOTT FLOATING	P	2011-03-31	2013-04-18
16 SH ARCHER DANIELS MIDLAND CO	P	2012-11-13	2013-07-16
2 SH CARDINAL HEALTH INC	P	2013-07-12	2013-08-14
2 SH INTL PAPER CO	P	2013-09-04	2013-12-04
3 SH NXP SEMICONDUCTORS NV	P	2012-10-31	2013-02-07
8 SH STEEL DYNAMICS INC	P	2013-03-04	2013-04-22
3 SH WASTE MNGMT INC	P	2013-02-28	2013-06-26
3 SH AEGERION PHARMACEUTICALS	P	2012-08-01	2013-08-02
1 SH CITIGROUP INC	P	2010-12-20	2013-05-30
1 SH DOW CHEMICAL	P	2011-08-30	2013-12-20
2 SH HOSPIRA INC	P	2011-12-19	2013-08-05
2 SH MEDTRONIC INC	P	2008-12-18	2013-03-04
5 SH MORGAN STANLEY	P	2011-02-10	2013-01-25
5 SH ULTRA PETROLEUM CORP	P	2010-10-06	2013-02-01
4000 US TREASURY NOTE 4 75%	P	2011-01-31	2013-05-31
2 058 LORD ABBOTT FLOATING	P	2012-11-30	2013-04-18
1 547 LORD ABBOTT	P	2011-04-29	2013-04-18
4 SH ARCHER DANIELS MIDLAND CO	P	2012-12-20	2013-04-22
2 SH CARDINAL HEALTH INC	P	2013-09-18	2013-11-06
13 SH HRAFT FOODS GROUP INC	P	2012-10-16	2013-07-25
3 SH PARKER HANNIFAN CORP	P	2013-05-08	2013-11-13

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1 SH TEVA PHARMACEUTICALS IND LTD	P	2012-07-31	2013-03-08
1 SH WASTE MANAGEMENT INC	P	2013-02-28	2013-08-01
2 SH ALNYNYLAM PHARMACEUTICALS INC	P	2012-07-31	2013-08-02
1 SH CITIGROUP INC	P	2011-02-09	2013-05-30
5 SH FIDELITY NATL INFORMATION SVCS	P	2012-01-31	2013-07-31
2 SH HOSPIRA INC	P	2011-12-21	2013-08-01
2 SH MEDTRONIC INC	P	2008-12-18	2013-05-01
2 SH NORFOLK STHN CORP	P	2012-02-28	2013-12-04
5 SH ULTRA PETROLEUM CORP	P	2011-10-26	2013-02-01
2000 US TREASURY NOTE 4 75%	P	2011-02-17	2013-05-31
2 244 LORD ABBOTT FLOATING	P	2012-12-31	2013-04-18
1 938 LORD ABBOTT FLOATING	P	2011-05-31	2013-04-18
2 SH ARCHER DANIELS MIDLAND CO	P	2012-12-20	2013-05-08
12 SH CHECKPOINT SOFTWARE	P	2013-04-25	2013-12-06
5 SH LIGAND PHARMACEUTICALS INC	P	2012-07-31	2013-06-27
2 SH PARKER HANNIFAN CORP	P	2013-05-08	2013-12-02
1 SH TEVA PHARMACEUTICALS IND LTD	P	2012-07-31	2013-03-22
2 SH WASTE MNGMT INC	P	2013-03-04	2013-08-01
10 SH AMERICAN CAPITAL AGENCY CORP	P	2012-02-10	2013-11-08
2 SH CITIGROUP INC	P	2011-02-10	2013-05-30
5 SH FIDELITY NATL INFORMATION SVCS	P	2012-02-01	2013-07-31
3 SH ILLINOIS TOOL WORKS INC	P	2003-02-13	2013-05-08
7 SH MEDTRONIC INC	P	2008-12-19	2013-05-01
13 SH SKYWORKS SOLUTIONS INC	P	2012-07-31	2013-11-13
1000 US TREASURY BOND 4 25%	P	2010-03-31	2013-02-28
3000 US TREASURY NOTE 4 75%	P	2012-01-31	2013-07-31
2 048 LORD ABBOTT FLOATING	P	2013-01-31	2013-04-18
1 822 LORD ABBOTT FLOATING	P	2011-06-30	2013-04-18
4 SH ARCHER DANIELS MIDLAND CO	P	2013-03-04	2013-04-22
8 SH COMMERCIAL METALS INC	P	2013-04-22	2013-08-02

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6 SH LIGAND PHARMACEUTICALS INC	P	2012-07-31	2013-07-15
2 SH PARKER HANNIFAN CORP	P	2013-05-08	2013-12-04
3 SH TEVA PHARMACEUTICALS IND LTD	P	2012-09-27	2013-03-08
7 SH WELLPOINT INC	P	2012-07-25	2013-02-28
3 SH AMERICAN CAPITAL AGENCY CORP	P	2012-02-13	2013-11-08
2 SH COACH INC	P	2011-11-04	2013-09-27
5 SH FIDELITY NATL INFORMATION SCS	P	2012-02-02	2013-07-31
4 SH ILLINOIS TOOL WORKS	P	2003-02-13	2013-07-22
10 SH METROPICS COMMUNICATIONS INC	P	2012-02-13	2013-04-25
3 SH SKYWORKS SOLUTIONS INC	P	2012-09-21	2013-11-13
1000 US TREASURY BOND 4 25%	P	2010-03-31	2013-03-28
4 SH WELLS FARGO & CO	P	2003-02-13	2013-10-16
1 907 LORD ABBOTT FLOATING	P	2013-02-28	2013-04-18
1 749 LORD ABBOTT FLOATING	P	2011-07-29	2013-04-18
8 SH ATMEL CORP	P	2012-01-25	2013-01-04
25 SH COMMERICAL METALS CO	P	2013-04-22	2013-10-10
5 SH LIGAND PHARMACEUTICALS CORP	P	2013-03-08	2013-05-03
7 SH PARKER HANNIFAN CORP	P	2013-05-08	2013-12-17
3 SH TEA PHARMACEUTICALS IND LTD	P	2013-10-09	2013-11-06
1 SH 3M CO	P	2013-07-22	2013-11-26
5 SH AMERICAN CAPITAL AGENCY CORP	P	2012-03-08	2013-11-08
4 SH COACH INC	P	2012-01-20	2013-09-27
2 SH FIDELITY NATL INFORMATION SCS	P	2012-02-03	2013-07-31
3 SH ILLINOIS TOOL WORKS	P	2011-06-08	2013-05-08
10 SH METROPICS COMMUNICATIONS INC	P	2012-02-14	2013-04-25
17 SH SPIRIT AIIRLINES INC	P	2012-08-01	2013-09-16
2 SH UNITEDHEALTH GROUP	P	2009-02-27	2013-07-31
1 SH WELLS FARGO & CO	P	2008-07-10	2013-01-25
1 999 LORD ABBOTT FLOATING	P	2013-03-28	2013-04-18
1 992 LORD ABBOTT FLOATING	P	2011-08-31	2013-04-18

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24 SH ATMEL CORP	P	2012-01-25	2013-01-04
3 SH CUBIST PHARMACEUTICALS INC	P	2012-07-31	2013-03-12
3 SH MELLANOX TECHNOLOGIES LTD	P	2013-11-15	2013-12-04
2 SH PARKER HANNIFAN CORP	P	2013-07-16	2013-10-01
1000 US TREASURY NOTE 25%	P	2012-11-02	2013-07-31
1 SH 3M CO	P	2013-07-22	2013-12-04
11 SH ATMEL CORP	P	2012-01-26	2013-10-10
1 SH COACH INC	P	2012-05-09	2013-09-27
3 SH FIDELITY NATL INFORMATION SVCS	P	2012-02-07	2013-07-31
5 SH ILLINOIS TOOL WORKS	P	2012-07-31	2013-10-02
29 SH METROPICS COMMUNICATIONS INC	P	2012-02-21	2013-04-25
10 SH STARBUCKS CORP	P	2012-03-27	2013-12-06
3 SH UNITED HEALTH GROUP	P	2012-09-19	2013-10-02
5 SH WELLS FARGO & CO	P	2008-07-11	2013-10-16
1 787 NUVEEN NWQ MULTI-CAP	P	2012-12-28	2013-01-08
1 913 LORD ABBOTT FLOATING	P	2011-09-30	2013-04-18
60 SH ATMEL CORP	P	2012-11-27	2013-10-10
8 SH CUBIST PHARMACEUTICALS INC	P	2012-07-31	2013-06-04
6 SH MERCK & CO INC	P	2012-07-31	2013-01-18
1 SH PARKER HANNIFAN CORP	P	2013-09-10	2013-10-01
1000 US TREASURY NOTE 25%	P	2012-11-02	2013-10-31
1 SH 3M CO	P	2013-09-12	2013-11-26
16 SH ATMEL CORP	P	2012-05-10	2013-10-10
4 SH COLGATE PALMOLIVE INC	P	2011-06-09	2013-07-25
1 SH GENL DYNAMICS CORP	P	2009-05-13	2013-07-22
2 SH ILLINOIS TOOL WORKS	P	2012-07-31	2013-12-04
6 SH MICRON TECHNOLOGY INC	P	2012-05-14	2013-05-30
10 SH SYMANTEC CORP	P	2012-01-20	2013-12-06
6 SH US BANCORP	P	2010-10-25	2013-07-02
5 SH WELLS FARGO & CO	P	2011-10-26	2013-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
429 185 LORD ABBOTT FLOATING	P	2010-10-22	2013-04-18
1 932 LORD ABBOTT FLOATING	P	2011-10-31	2013-04-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
176		61	115
136		98	38
222		205	17
560		577	-17
348		237	111
1,001		1,000	1
120		100	20
545		396	149
592		424	168
75		74	1
95		55	40
43		12	31
120		142	-22
2,034		2,101	-67
140		107	33
4		4	
18		17	1
111		92	19
142		141	1
118		119	-1
249		125	124
136		98	38
8,008		8,004	4
30		25	5
91		73	18
49		17	32
252		223	29
95		54	41
174		44	130
79		94	-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,022		2,101	-79
19		19	
17		16	1
19		18	1
92		104	-12
133		110	23
697		609	88
653		479	174
129		98	31
5,961		5,944	17
95		55	40
1,017		724	293
147		50	97
226		224	2
95		55	40
25		27	-2
79		92	-13
1,053		979	74
21		20	1
16		16	
91		99	-8
233		154	79
253		226	27
111		74	37
393		316	77
1,029		1,009	20
223		110	113
188		145	43
244		117	127
168		141	27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
95		55	40
123		141	-18
36		71	-35
1,053		1,033	20
19		18	1
7		7	
123		93	30
442		282	160
362		342	20
72		37	35
95		116	-21
1,921		2,018	-97
56		26	30
94		73	21
118		85	33
86		64	22
95		56	39
113		144	-31
18		38	-20
1,053		1,040	13
19		18	1
17		17	
157		159	-2
315		220	95
128		112	16
87		37	50
181		152	29
1,921		2,027	-106
278		133	145
102		59	43

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
78		57	21
180		127	53
38		23	15
45		57	-12
18		39	-21
2,107		2,067	40
20		19	1
16		16	
105		135	-30
189		133	56
738		534	204
148		153	-5
371		231	140
218		161	57
167		81	86
265		119	146
39		28	11
130		54	76
323		135	188
25		29	-4
54		123	-69
1,048		1,010	38
19		19	
16		16	
103		75	28
105		94	11
94		79	15
321		290	31
483		438	45
115		112	3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
185		30	155
265		148	117
175		113	62
185		54	131
134		97	37
68		90	-22
108		239	-131
2,087		2,230	-143
20		20	
17		17	
572		402	170
105		99	6
92		95	-3
90		72	18
114		120	-6
120		112	8
277		45	232
53		53	
44		28	16
83		58	25
90		65	25
113		149	-36
90		213	-123
4,174		4,477	-303
20		19	1
15		15	
129		112	17
123		106	17
738		611	127
349		279	70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40		41	-1
42		37	5
97		37	60
53		53	
216		143	73
84		58	26
94		65	29
176		140	36
90		156	-66
2,087		2,213	-126
21		21	
19		18	1
68		56	12
734		540	194
182		97	85
236		186	50
40		41	-1
85		74	11
210		302	-92
106		120	-14
216		143	73
202		85	117
329		224	105
336		378	-42
1,233		925	308
3,109		3,308	-199
20		19	1
17		17	
129		128	1
126		110	16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
267		116	151
233		186	47
120		123	-3
438		376	62
63		91	-28
109		129	-20
216		144	72
294		113	181
119		99	20
78		75	3
1,233		925	308
170		90	80
18		18	
17		16	1
56		78	-22
412		344	68
135		114	21
840		650	190
111		117	-6
132		116	16
105		147	-42
218		259	-41
86		59	27
202		166	36
119		99	20
574		343	231
146		52	94
35		24	11
19		19	
19		18	1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
167		232	-65
142		130	12
113		119	-6
219		200	19
1,001		999	2
127		116	11
81		106	-25
54		70	-16
129		87	42
377		273	104
344		299	45
798		563	235
217		165	52
212		115	97
41		34	7
18		17	1
439		311	128
417		346	71
257		266	-9
109		106	3
1,001		999	2
132		118	14
117		121	-4
237		170	67
84		55	29
156		109	47
72		37	35
236		167	69
218		142	76
175		128	47

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,099		4,000	99
18		18	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			115
			38
			17
			-17
			111
			1
			20
			149
			168
			1
			40
			31
			-22
			-67
			33
			1
			19
			1
			-1
			124
			38
			4
			5
			18
			32
			29
			41
			130
			-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-79
			1
			1
			-12
			23
			88
			174
			31
			17
			40
			293
			97
			2
			40
			-2
			-13
			74
			1
			-8
			79
			27
			37
			77
			20
			113
			43
			127
			27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			40
			-18
			-35
			20
			1
			30
			160
			20
			35
			-21
			-97
			30
			21
			33
			22
			39
			-31
			-20
			13
			1
			-2
			95
			16
			50
			29
			-106
			145
			43

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			21
			53
			15
			-12
			-21
			40
			1
			-30
			56
			204
			-5
			140
			57
			86
			146
			11
			76
			188
			-4
			-69
			38
			28
			11
			15
			31
			45
			3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			155
			117
			62
			131
			37
			-22
			-131
			-143
			170
			6
			-3
			18
			-6
			8
			232
			16
			25
			25
			-36
			-123
			-303
			1
			17
			17
			127
			70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1
			5
			60
			73
			26
			29
			36
			-66
			-126
			1
			12
			194
			85
			50
			-1
			11
			-92
			-14
			73
			117
			105
			-42
			308
			-199
			1
			1
			16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			151
			47
			-3
			62
			-28
			-20
			72
			181
			20
			3
			308
			80
			1
			-22
			68
			21
			190
			-6
			16
			-42
			-41
			27
			36
			20
			231
			94
			11
			1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-65
			12
			-6
			19
			2
			11
			-25
			-16
			42
			104
			45
			235
			52
			97
			7
			1
			128
			71
			-9
			3
			2
			14
			-4
			67
			29
			47
			35
			69
			76
			47


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			99


Form 990PF Part XV Line 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				
AI DUPONT INSTITUTE 1600 ROCKLAND ROAD WILMINGTON,DE 19803	N/A	PUBLIC	GENERAL SUPPORT	400
ANTIQUE BOAT MUSEUM 750 MARY STREET CLAYTON,NY 13624	N/A	PC	GENERAL SUPPORT	5,000
ANTIQUE BOAT MUSEUM 750 MARY STREET CLAYTON,NY 13624	NONE	PC	GENERAL SUPPORT	500
ANTIQUE BOAT MUSEUM 750 MARY STREET CLAYTON,NY 13624	NONE	PC	GENERAL SUPPORT	2,500
ANN & ROBERT H LURIE CHILDREN'S HOSPITAL OF CHICAGO 225 E CHICAGO AVENUE CHICAGO,IL 60611	NONE	501(C)(3)	GENERAL SUPPORT	1,000
ATLANTIC SALMON FEDERATION PO BOX 807 CALAIS,ME 046190807	NONE	PUBLIC	GENERAL SUPPORT	100
BOYS & GIRLS CLUB OF MARTIN COUNTY 11500 SE LARES AVE HOBE SOUND,FL 33455	NONE	501(C)(3)	GENERAL SUPPORT	250
BREAST CANCER ALLIANCE 48 MAPLE AVENUE GREENWICH,CT 06830	NONE	501(C)(3)	GENERAL SUPPORT	200
BRUNSWICK SCHOOL 100 MAHER AVENUE GREENWICH,CT 06830	N/A	501C3	GENERAL SUPPORT	500
CHICAGO CHILDREN'S CHARITIES 1235A N CLYBOURN AVE 163 CHICAGO,IL 60610	N/A	PUBLIC	GENERAL SUPPORT	500
CHRIST MEMORIAL CHAPEL 52 SOUTH BEACH ROAD HOBE SOUND,FL 33455	NONE	501(C)(3)	GENERAL SUPPORT	250
DENSMORE CHURCH PO BOX 571 WELLESLEY ISLAND,NY 13640	N/A	PUBLIC	GENERAL SUPPORT	100
EVERGLADES FOUNDATION 1800 OLD CUTLER ROAD SUITE 625 PALMETTO BAY,FL 33157	NONE	501(C)(3)	GENERAL SUPPORT	200
GLEN VIEW CLUB SCHOLARSHIP FUND 100 GOLF ROAD GOLF,IL 600290309	N/A	PUBLIC	GENERAL SUPPORT	500
HAMILTON COLLEGE 198 COLLEGE HILL ROAD CLINTON,NY 13323	N/A	PUBLIC	GENERAL SUPPORT	1,000
Total 3a				35,088

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LINCOLN PARK ZOO PO BOX 14903 CHICAGO,IL 60614	N/A	501(C)(3)	GENERAL SUPPORT	2,000
LOBLOLLYPOP FOUNDATION INC 7407 SE HILL TERRACE HOBE SOUND,FL 33455	NONE	509(A)(2)	GENERAL SUPPORT	2,000
MEMORIAL SLOAN KETTERING FOUNDATION 1275 YORK AVENUE NEW YORK,NY 10065	NONE	501(C)(3)	GENERAL SUPPORT	250
METROSQUASH 5655 S UNIVERSITY AVE CHICAGO,IL 60637	NONE	501(C)(3)	GENERAL SUPPORT	250
MOORE MEMORIAL LIBRARY 59 GENESEE STREET GREENE,NY 13778	NONE	501(C)(3)	GENERAL SUPPORT	100
NEXT STEP FITNESS 4447 REDONDO BEACH BLVD LAWNDALE,CA 90260	NONE	PUBLIC	GENERAL SUPPORT	500
REHAB INSTITUTE OF CHICAGO 345 E SUPERIOR ST CHICAGO,IL 60611	NONE	501(C)(3)	GENERAL SUPPORT	500
RIVER HOSPITAL FOUNDATION PO BOX 567 ALEXANDRIA BAY,NY 13607	N/A	PUBLIC	GENERAL SUPPORT	500
SACRED HEART SCHOOLS 6250 N SHERIDAN ROAD CHICAGO,IL 60660	NONE	501(C)(3)	GENERAL SUPPORT	500
SAMARITAN FOUNDATION 830 WASHINGTON STREET WATERTOWN,NY 13601	NONE	5019C)(3)	GENERAL SUPPORT	500
SAVE THE RIVER 409 RIVERSIDE DRIVE CLAYTON,NY 13624	N/A	PUBLIC	GENERAL SUPPORT	250
SHEDD AQUARIUM 1200 S LAKESHORE DRIVE CHICAGO,IL 60605	N/A	PUBLIC	GENERAL SUPPORT	250
SNOWY CITY ARTS 630 S HERMITAGE AVENUE 103K CHICAGO,IL 60612	NONE	501(C)(3)	GENERAL SUPPORT	250
ST CHRYSOSTOM'S DAY SCHOOL 1424 NORTH DEARBORN PKWY CHICAGO,IL 60610	NONE	PUBLIC	GENERAL SUPPORT	500
ST CHRYSOSTOM'S DAY SCHOOL 1424 NORTH DEARBORN PKWY CHICAGO,IL 60610	NONE	501(C)(3)	GENERAL SUPPORT	500
Total  3a				35,088

Form 990PF Part XV Line 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				
ST CHRYSOSTOM'S CHURCH 1424 NORTH DEARBORN PKWY CHICAGO,IL 60610	NONE	PUBLIC	GENERAL SUPPORT	1,000
ST CHRYSOSTOM'S CHURCH 1424 NORTH DEARBORN PKWY CHICAGO,IL 60610	NONE	PUBLIC	GENERAL SUPPORT	350
ST CHRYSOSTOM'S CHURCH 1424 NORTH DEARBORN PKWY CHICAGO IL,IL 60610	NONE	PUBLIC	GENERAL SUPPORT	150
THOUSAND ISLAND ART CENTER 314 JOHN STREET CLAYTON,NY 13624	NONE	501(C)(3)	GENERAL SUPPORT	250
THOUSAND ISLANDS LAND TRUST PO BOX 238 CLAYTON,NY 13624	NONE	PUBLIC	GENERAL SUPPORT	100
THOUSAND ISLANDS LAND TRUST PO BOX 238 CLAYTON,NY 13624	N/A	PUBLIC	GENERAL SUPPORT	1,100
UNITED WAY OF MARTIN COUNTY 10 SE CENTRAL PKWY 10 STUART,FL 34994	NONE	PC	GENERAL SUPPORT	500
UNIVERSITY OF CHICAGO BOOTH SCHOOL 1427 EAST 60TH STREET SUITE 120 CHICAGO,IL 60637	N/A	PUBLIC	GENERAL SUPPORT	2,000
VANDERBILT UNIVERSITY SCHOOL OF ARTS AND SCIENCES 2301 VANDERBILT PLACE NASHVILLE,TN 372357727	N/A	PUBLIC	GENERAL SUPPORT	1,000
VANDERBILT UNIVERSITY SCHOOL OF ENGINEERING 2301 VANDERBILT PLACE NASHVILLE,TN 372350511	N/A	PUBLIC	GENERAL SUPPORT	2,000
WELLESLEY ISLAND FIRE DEPT POBOX 589 THOUSAND ISLAND PARK,NY 13692	N/A	PUBLIC	GENERAL SUPPORT	500
WEST MINSTER PARK CHAPEL 47390 WESTMINSTER PARK RD WELLESLEY ISLAND,NY 13640	NONE		GENERAL SUPPORT	100
WOMEN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 541 NORTH FAIRBANKS COURT SUITE 800 CHICAGO,IL 60611	NONE	PUBLIC	GENERAL SUPPORT	2,000
WOMEN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 541 NORTH FAIRBANKS COURT SUITE 800 CHICAGO,IL 60611	N/A	PUBLIC	GENERAL SUPPORT	2,188
Total  3a				35,088

TY 2013 Accounting Fees Schedule

Name: TWIN TREES FOUNDATIONINC

EIN: 91-2092293

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	2,550			2,550

TY 2013 Compensation Explanation**Name:** TWIN TREES FOUNDATIONINC**EIN:** 91-2092293

Person Name	Explanation
JOANN F SCHWALM	
J BRADFORD SCHWALM	
MATSON F SCHWALM	
DUGAN H SCHWALM	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: TWIN TREES FOUNDATIONINC

EIN: 91-2092293

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
6 SH SPIRIT AIRLINES INC	2012-10	PURCHASE	2013-09		203	106			97	
4 SH AFOBE SYSTEMS INC	2010-08	PURCHASE	2013-08		190	110			80	
1 SH INVESCO LTD	2011-10	PURCHASE	2013-05		34	17			17	
5 SH INVESCO LTD	2011-10	PURCHASE	2013-05		172	85			87	
7 SH INVESCO LTD	2011-10	PURCHASE	2013-05		241	124			117	
2 LORD ABBOTT FLOATING	2012-01	PURCHASE	2013-04		19	18			1	
2 034 LORD ABBOTT FLOATING	2012-02	PURCHASE	2013-04		19	19				
2 174 LORD ABBOTT FLOATING	2012-03	PURCHASE	2013-04		21	20			1	
410 747 NUVEEN NWQ MULTI-CAP	2012-03	PURCHASE	2013-05		9,311	8,211			1,100	
112 WEINGARTEN REALTY INVESTORS	2002-09	PURCHASE	2013-05		3,868	2,871			997	
500 RTS BROOKFLD GLOBAL	2013-04	PURCHASE	2013-10		230				230	

TY 2013 Investments Corporate
Stock Schedule

Name: TWIN TREES FOUNDATIONINC
EIN: 91-2092293

Name of Stock	End of Year Book Value	End of Year Fair Market Value
91 SH SERVICE SOURCE INTL		
9 SH GILEAD SCIENCES INC		
9 SH AEGERION PHARMACEUTICALS INC		
88 SH MORGAN STANLEY		
81 SH MICRON TECHNOLOGY INC		
7 SH WELLPOINT INC		
7 SH COLGATE PALMOLIVE CO		
6 SH RYDER SYSTEM INC		
6 SH RALPH LAUREN CORP CL A	867	1,059
6 SH NEXTERA ENERGY INC	426	514
58 SH SYMANTEC CORP		
51 SH MCDERMOTT INTL INC		
5 SH EOG RESOURCES INC	545	839
4 SH EPIZYME INC	87	83
5 SH ALLERGAN INC		
4 SH ALLERGAN INC	328	444
47 SH INTERPUBLIC GROUP OF COS INC		
46 SH CITIGROUP INC		
45 SH CITIGRPOUP INC	1,901	2,345
4 SH DIGITAL REALTY TRUST INC REIT		
26 SH DIGITAL REALTY TRUST INC REIT	1,407	1,277
4 SH AMAZON INC		
6 SH AMAZON INC	1,734	2,393
10 SH AON PLC	784	839
38 SH HALLIBURTON CO	1,174	1,929
80 SH HERTZ GLOBAL HOLDINGS	1,308	2,290
26 SH HOSPIRA INC	793	1,073
18 SH ILLINOIS TOOLWORKS INC	599	1,513
21 SH IMPAX LABORATORIES INC	350	528
37 SH COMCAST CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
28 SH COMCAST CORP	440	1,455
23 SH DANAHER CORP	1,565	1,776
36 SH ADOBE SYSTEMS INC		
17 SH ADOBE SYSTEMS INC	441	1,018
5 SH ALEXION PHARMEUTICALS INC	584	664
34 SH STEEL DYNAMICS INC		
33 SH WELLS FARGO & CO		
33 SH ILLINOIS TOOL WORKS INC		
31 SH JP MORGAN CHASE		
3 SH BIO RAD LABORATORIES INC	333	371
3 SH BLUEBIRD BIO INC	77	63
29 SH INVESCO LTD		
27 SH SKYWORKS SOLUTIONS INC		
27 SH NOBLE CORP	784	
27 SH MONDELEZ INTL INC		1,012
26 SH GENERAL DYNAMICS CORP		
13 SH GENERAL DYNAMICS CORP	630	1,242
25 SH DOW CHEMICAL		
23 SH DOW CHEMICAL	688	1,021
25 SH BAKER HUGHES INC		
30 SH BAKER HUGHES	1,525	1,658
25 SH ARCHER DANIELS MIDLAND CO		
23 SH US BANCORP		
23 SH ULTRA PETROLEUM CORP (CANADA)		
23 SH SPIRIT AIRLINES INC		
23 SH AMERICAN CAPITAL AGENCY		
22 SH LINCOLN NATL CORP		
22 SH KRAFT FOODS GROUP INC		
22 SH ACORDA THERAPEUTICS INC		
17 SH ACORDA THERAPEUTICS INC	412	496

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6 SH APPLE INC	1,341	3,366
49 SH APPLIED MATERIALS	864	866
21 SH NXP SEMICONDUCTIRS NV COM EUR		
20 SH TEVA PHARMACEUTICAL		
20 SH FIDELITY NATL INFORMATION SVCS		
19 SH PHILIP MORRIS INTL INC	1,741	1,655
19 SH MERCK & CO INC		
19 SH MACYS INC	683	1,015
9 SH MALLINCKRODT PUB LTD CO	402	470
11 SH MARTIN MARIETTA MATERIALS INC	1,048	1,099
105 SH MCDERMOTT INTL INC	1,030	962
17 SH MELLANOX TECHNOLOGIES LTD	677	679
23 SH METLIFE INC	960	1,240
41 SH MICRON TECHNOLOGY INC	215	892
83 SH MONDELEZ INTL INC	2,250	2,929
10 SH MONSATO CO	1,105	1,166
66 SH MORGAN STANLEY	1,176	2,070
20 SH NETAPP INC	743	823
192 SH NII HOLDINGS INC	1,702	528
20 SH NORFOLK STHN CO	1,397	1,857
21 SH NXP SEMICONDUCTORS	503	965
13 SH OWENS CORNING NEW	507	529
49 SH J C PENNEY CO	785	448
27 SH PG&E CORP	1,232	1,088
8 SH SALIX PHARMACEUTICALS	378	720
102 SH SERVICE SOURCE INTL	845	855
48 SH SYMANTEC CORP	666	1,132
11 SH TEVA PHARMACEUTICALS	444	441
19 SH TIME WARNER INC	747	1,325
11 SH UNITED HEALTHGROUP	407	828

Name of Stock	End of Year Book Value	End of Year Fair Market Value
31 SH US BANCORP DEL	923	1,252
12 SH VIACOM	562	1,048
17 SH WALT DISNEY CO	1,213	1,299
20 SH WASTE MANAGEMENT	736	897
14 SH WELLS FARGO	315	636
16 SH YUM BRANDS INC	1,175	1,210
6 SH 3M CO	695	842
19 SH FREESCALE SEMICONDUCTOR		
26 SH FREESCALE SEMICONFUTOR	305	417
38 SH GENERAL MOTORS	1,357	1,553
15 SH GILEAD SCIENCES INC	373	1,127
18 SH LIGAND PHARMACEUTICALS INC		
18 SH BOEING COMPANY		
17 SH NETAPP INC		
17 SH INTL PAPER CO		
15 SH INTL PAPER CO	498	735
22 SH INVESCO LTD	534	801
49 SH JABIL CIRCUIT INC	1,022	855
38 SH JP MORGAN CHASE	1,437	2,222
174 SHG LEXICON PHARMEUTICALS	397	313
18 SH ELI LILY & CO	908	918
28 SH LINCOLN NATL CORP	768	1,445
17 SH HESS CORP	943	1,411
17 SH HERTZ GLOBAL HOLDINGS INC		
17 SH COACH INC		
10 SH COACH INC	616	561
17 SH AVAGO TECHNOLOGIES LTD		
16 SH UNITED HEALTH GROUP		
16 SH BROADCOM CORP CL A		
58 SH BROADCOM CORP	1,697	1,719

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11 SH CAPITAL ONE FINANCIAL	721	843
8 SH CARDINAL HEALTH	336	534
20 SH CHECK POINT SOFTWARE TECH	900	1,290
15 SH VIACOM INC CL B		
15 SH METLIFE INC		
15 SH EQT CORP		
15 SH CABOT OIL & GAS CORP		
14 SH MEDTRONIC INC		
14 SH ALNYLAM PHARMACEUTICALS INC		
7 SH ALNYLAM PHARMACEUTICALS	130	450
13 SH TIME WARNER INC		
13 SH PG&E CORP (HOLDING CORP)		
13 SH BRUKER CORP		
13 SH BAXTER INTL		
BAXTER INTL16 SH	833	1,113
125 SH METROPCS COMMUNICATIONS INC		
120 SH NII HOLDINGS INC CL B		
12 SH HOSPIRA INC		
119 SH ATMEL CORP		
112 SH WEINGARTEN REALTY INVESTORS		
11 SH NORFOLK STHN CORP		
11 SH EDISON INTL	509	509
19 SH ENVISION HEALTHCARE HLDGS	481	675
11 SH CUBIST PHARMACEUTICALS INC		
106 SH SIRIUS XM RADIO INC		
1000 SH WP CAREY REIT	34,365	61,350
10 SH STARBUCKS CORP		

**TY 2013 Investments Government
Obligations Schedule****Name:** TWIN TREES FOUNDATIONINC**EIN:** 91-2092293**US Government Securities - End of
Year Book Value:**

92,546

**US Government Securities - End of
Year Fair Market Value:**

91,460

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Other Schedule

Name: TWIN TREES FOUNDATIONINC
EIN: 91-2092293

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
750 SH CALAMOS CONV OP FD	AT COST	11,594	9,945
496.559 FIRST EAGLE OVERSEAS FUND CL	AT COST	10,982	11,475
235.008 FIRST EAGLE GLOBAL FUND CL A	AT COST		
399.099 FIRST EAGLE GLOBAL	AT COST	19,159	21,396
270.898 FRANKLIN TEMPLETON GLOBL A	AT COST		
743.625 FRANKLIN TEMPLETON GLOBAL	AT COST	10,011	9,771
770.548 INVESCO BALANCED RISK	AT COST		
1949.98 INVESCO BALANCED RISK	AT COST	24,016	22,971
351.651 LORD ABBETT FUNDAMENTAL EQ C	AT COST		
745.588 LORD ABBETT FUNDAMENTAL EQ C	AT COST	10,848	11,415
233.381 LORD ABBETT ALPHA STRATEGY F	AT COST	5,265	7,489
412.534 NUVEEN NWQ MULTI-CAP VALUE F	AT COST		
480.175 LORD ABBETT FLOATING RATE FD	AT COST		
866.362 LORD ABBETT BOND DEB FD CL A	AT COST	6,279	7,061
3238.617 LORD ABBETT SHORT DURATION	AT COST	14,988	14,736
500 BROOKFIELD GLOBAL LISTED	AT COST	11,460	9,885
1290 CBRE CLARION GLOBAL REAL EST	AT COST	10,890	10,217
1249.9 FMI LARGE CAP FUND	AT COST	25,000	26,073
2357.142 PIMCO REAL ESTATE REAL RETU	AT COST	11,373	8,486
1224.163 THOMAS WHITE EMERGING MARKE	AT COST	15,000	14,115
1042 JOHN HANCOCK PREFERRED INCOME F	AT COST	18,240	16,245
2249.498 JHANCOCK2 GLOBLA ABS	AT COST	25,011	24,879
2458.21 BLACKROCK STRATEGIC INCOME A	AT COST	25,005	24,975
1419.862 BLACKROCK EMRG MKTS19.862	AT COST	15,088	14,852
2351.834 BLACKROCK GLOBAL LONG/SHORT	AT COST	25,005	25,376
4500.487 BLACKROCK MULTI-ASSET	AT COST	50,104	50,856
2520.161 VIRTUS SENIOR FLOATING RATE	AT COST	25,011	24,899
1489.304 MAINSTAY MARKETFIELD FD	AT COST	25,021	27,582
2979.852 NEUBERGER BERMAN LONG SHORT	AT COST	35,158	37,695
2319.068 SANDALWOOD OPPORTUNITY	AT COST	25,170	24,907

TY 2013 Other Assets Schedule**Name:** TWIN TREES FOUNDATIONINC**EIN:** 91-2092293

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE- WP CAREY	6,580	870	870
DIVIDENDS RECEIVABLE- MUTUAL FUNDS		403	403
PREPAID EXCISE TAX		1,958	1,958
DEPOSIT IN TRANSIT-SALES PROCEEDS		5,266	5,266

TY 2013 Other Expenses Schedule**Name:** TWIN TREES FOUNDATIONINC**EIN:** 91-2092293

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT EXPENSES	3,191	3,191		
ANNUAL DELAWARE CORPORATION F	25			25
REGISTERED AGENT FEE	365			365

TY 2013 Other Liabilities Schedule

Name: TWIN TREES FOUNDATIONINC

EIN: 91-2092293

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	966	

TY 2013 Taxes Schedule

Name: TWIN TREES FOUNDATIONINC

EIN: 91-2092293

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	576			
FOREIGN TAXES PAID	3	3		