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Department of the Treasury
Internal Revenue Service

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

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

Open to Public Inspection

For calendar year 2013 or tax year beginning **APR 1, 2013**, and ending **MAR 31, 2014**

Name of foundation: **THE DALESSANDRO FOUNDATION #1019538**

Number and street (or P O box number if mail is not delivered to street address): **HEMENWAY & BARNES PO BOX 961209**

City or town, state or province, country, and ZIP or foreign postal code: **BOSTON, MA 02196-1209**

Room/suite: _____

A Employer identification number: **27-0210702**

B Telephone number: **617-227-7940**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 10,249,589.**

J Accounting method: Cash Accrual
 Other (specify) _____

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

Part I Analysis of Revenue and Expenses		(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	500,000.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	40.	40.		STATEMENT 2
4	Dividends and interest from securities	254,085.	254,085.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	25,027.			STATEMENT 1
b	Gross sales price for all assets on line 6a	1,532,599.			
7	Capital gain net income (from Part IV, line 2)		17,498.		
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	5,264.	5,454.		STATEMENT 4
12	Total. Add lines 1 through 11	784,416.	277,077.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	35,474.	35,474.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 5	14,987.	0.		0.
b	Accounting fees				
c	Other professional fees STMT 6	64,747.	64,747.		0.
17	Interest				
18	Taxes STMT 7	6,200.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 8	250.	30,893.		250.
24	Total operating and administrative expenses. Add lines 13 through 23	121,658.	131,114.		250.
25	Contributions, gifts, grants paid	432,500.			432,500.
26	Total expenses and disbursements. Add lines 24 and 25	554,158.	131,114.		432,750.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	230,258.			
b	Net investment income (if negative, enter -0-)		145,963.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		77.	43.	43.
	2	Savings and temporary cash investments		112,381.	217,909.	217,909.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 11		8,754,926.	8,871,394.	10,031,637.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		8,867,384.	9,089,346.	10,249,589.	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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		337,196.	340,599.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		8,530,188.	8,748,747.		
30	Total net assets or fund balances		8,867,384.	9,089,346.		
31	Total liabilities and net assets/fund balances		8,867,384.	9,089,346.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,867,384.
2	Enter amount from Part I, line 27a	2	230,258.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	3,403.
4	Add lines 1, 2, and 3	4	9,101,045.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	11,699.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,089,346.

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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,532,599.		1,519,745.	17,498.

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			
b			
c			
d			
e			17,498.

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	17,498.
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	442,772.	8,821,816.	.050191
2011	104,477.	8,845,485.	.011811
2010	36,653.	2,520,987.	.014539
2009	0.	219,477.	.000000
2008			

2 Total of line 1, column (d)	2	.076541
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	.019135
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,948,965.
5 Multiply line 4 by line 3	5	190,373.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,460.
7 Add lines 5 and 6	7	191,833.
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	432,750.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,460.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,460.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,460.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,200.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	6,200.
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	4,740.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 4,740. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>HEMENWAY & BARNES LLP</u> Telephone no. ► <u>(617) 227-7940</u> Located at ► <u>60 STATE STREET, BOSTON, MA</u> ZIP+4 ► <u>02109-1899</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <u>N/A</u> ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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? Yes No

N/A

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? Yes No

If "Yes" to 6b, file Form 8870

6b

X

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? Yes No

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
ARTHUR B PAGE HEMENWAY & BARNES, PO BOX 961209 BOSTON, MA 021961209	TRUSTEE 1.30	11,824.	0.	0.
TIMOTHY C WITHERS 200 CANAL STREET MARSHFIELD, MA 02050	TRUSTEE 1.30	11,825.	0.	0.
ROBERT MCCANN 82 PROSPECT STREET MADISON, NJ 07940	TRUSTEE 1.30	0.	0.	0.
WALTER D O'HEARN JR 242 HERRICK ROAD SOUTHAMPTON, NY 11968	TRUSTEE 1.30	11,825.	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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶ 0.

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,798,153.
b	Average of monthly cash balances	1b	302,319.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,100,472.
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	10,100,472.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	151,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,948,965.
6	Minimum investment return. Enter 5% of line 5	6	497,448.

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	497,448.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,460.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,460.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	495,988.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	495,988.
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	495,988.

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	432,750.
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	432,750.
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	1,460.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	431,290.

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				495,988.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			430,428.	
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: ▶ \$ 432,750.				
a Applied to 2012, but not more than line 2a			430,428.	
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				2,322.
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:				
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				493,666.
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(j)(3) or 4942(j)(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

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 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICA'S VET DOGS - VETERAN'S K9 CORP 371 EAST JERICHO TURNPIKE SMITHTOWN, NY 11787-2796	N/A	PUBLIC CHARITY	GENERAL PURPOSE	10,000.
CORNELL UNIVERSITY F/B/O WEILL CORNELL MEDICAL COLLEGE 1300 YORK AVENUE NEW YORK, NY 10065	N/A	PUBLIC CHARITY	GENERAL PURPOSE	35,000.
FIDELITY CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277-0053	N/A	PUBLIC CHARITY	GENERAL PURPOSE	55,000.
GEORGIAN COURT UNIVERSITY 900 LAKEWOOD AVENUE LAKEWOOD TOWNSHIP, NJ 08701	N/A	PUBLIC CHARITY	GENERAL PURPOSE	50,000.
HEART OF THE HAMPTONS DBA HUMAN RESOURCES OF THE HAMPTONS 168 HILL STREET SOUTHAMPTON, NY 11968	N/A	PUBLIC CHARITY	GENERAL PURPOSE	10,000.
Total			▶ 3a	432,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

SEE CONTINUATION SHEET(S)

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
VILLANOVA UNIVERSITY 800-E. LANCASTER AVENUE VILLANOVA, PA 19085	N/A	PUBLIC CHARITY	GENERAL PURPOSE	100,000.
OUR LADY OF THE HAMPTONS SCHOOL 160 NORTH MAIN STREET SOUTHAMPTON, NY 11968	N/A	PUBLIC CHARITY	GENERAL PURPOSE	75,000.
QUEEN OF PEACE RESIDENCE 11030 221ST STREET QUEENS VILLAGE, NY 11429	N/A	PUBLIC CHARITY	GENERAL PURPOSE	17,500.
SOUTHAMPTON ANIMAL SHELTER FOUNDATION INC 102 OLD RIVERHEAD ROAD HAMPTON BAYS, NY 11946	N/A	PUBLIC CHARITY	GENERAL PURPOSE	15,000.
SOUTHAMPTON FRESH AIR HOME 36 BARKERS ISLAND ROAD SOUTHAMPTON, NY 11968	N/A	PUBLIC CHARITY	GENERAL PURPOSE	45,000.
SOUTHAMPTON HOSPITAL FOUNDATION INC 240 MEETING HOUSE LANE SOUTHAMPTON, NY 11968	N/A	PUBLIC CHARITY	GENERAL PURPOSE	20,000.
Total from continuation sheets				272,500.

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

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... 1a(1) Cash X 1a(2) Other assets X 1b(1) Sales of assets to a noncharitable exempt organization X 1b(2) Purchases of assets from a noncharitable exempt organization X 1b(3) Rental of facilities, equipment, or other assets X 1b(4) Reimbursement arrangements X 1b(5) Loans or loan guarantees X 1b(6) Performance of services or membership or fundraising solicitations X 1c Sharing of facilities, equipment, mailing lists, other assets, or paid employees X

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content: N/A

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content: 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: [Signature] Date: 2/13/2015 Title: TRUSTEE

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: CRAIG D. DICKOPF Preparer's signature: [Signature] Date: 02/13/15 Check [] if self-employed PTIN: P00543131 Firm's name: HEMENWAY & BARNES LLP Firm's EIN: 04-1433295 Firm's address: 60 STATE STREET BOSTON, MA 02109-1899 Phone no.: (617) 227-7940

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

Employer identification number

THE DALESSANDRO FOUNDATION #1019538

27-0210702

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 foundationCheck 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

THE DALESSANDRO FOUNDATION #1019538

27-0210702

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	<p><u>ESTATE OF FRANCES C DALESSANDRO</u></p> <p><u>HEMENWAY & BARNES PO BOX 961209</u></p> <p><u>BOSTON, MA 02196-1209</u></p>	\$ <u>500,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE DALESSANDRO FOUNDATION #1019538	Employer identification number 27-0210702
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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	
(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	
(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	
(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	

The Dalessandro Foundation
EIN: 27-0210702
Form 990-PF, Part II, Line 10b

	<u>Book</u> <u>Value</u>	<u>Market</u> <u>Value</u>
<u>UBS #MW 90776 (The Booker Group)</u>		
170 shs Intercontinental Exchange Group	22,482	33,631
2,302 shs iShares Trust Russell 2000 Value Index Fund	162,538	232,134
1,800 shs iShares Trust Russell 2000 Growth Index Fund	164,013	244,908
1,999 shs iShares Cohen & Steers Realty Majors Index Fund	143,367	164,398
4,711 shs iShares MSCI EAFE Index Fund	257,687	316,579
2,344 shs iShares Trust S&P Developed Ex-US Ppty Index Fund ETF	76,606	85,368
6,399 shs Nuveen Energy MLP Total Return	112,335	122,861
1,212 shs Vanguard Sector Index Fund Vanguard Utilities ETF	91,083	109,710
6,420 shs Vanguard FTSE Emerging Markets ETF	292,897	260,524
2,261.731 shs Blackrock Natural Resources Trust A	145,242	157,371
13,191.992 shs Center Coast MLP Focus Fund Class A	139,764	145,640
17,018.721 shs Delaware Emerging Markets Fund Class A	252,983	271,278
67,781.084 shs FT Templeton Foreign A	479,155	565,972
19,836.998 shs Henderson Global Equity Income Class A	158,151	165,242
9,135.414 shs MFS Utilities Fund A	166,760	201,344
8,247.576 shs Prudential Global Real Estate Fund A	170,919	186,313
3,963.947 shs R S Global Natural Resources Fund Class A	149,309	143,178
14,136.749 shs Ridgeworth Small Cap Value Equity Fund Class A	195,050	248,948
19,000 units Discover Bk DE US CD 4.9% 8/29/13		
98,000 units Goldman Sachs Group Inc 5.125% 1/15/15	105,378	101,440
35,830.350 shs Blackrock Strategic Income A	354,869	367,978
15,764.809 shs Franklin/Templeton Global Bond Fund Class A	211,651	206,519
18,010.162 shs Pimco Total Return Fund Class A	198,777	194,149
10,287.991 shs UBS Fixed Income Opportunities Fund Class A	101,829	99,279
95,000 units Fed Home Loan Bank 5.25% 6/18/14	106,213	96,052
<u>UBS #MW 90776 (The Booker Group)</u>		
19,475.548 shs Blackrock Global Long/Short Credit Fund A	206,814	211,894
8,470.274 shs Mainstay Marketfield Fund Class I	150,018	153,990
2,729 shs iShares S&P GSCI Commodity Ind	94,676	89,975
4,747 shs Nuveen Diversified Commodity Fund	115,808	75,382
22,101.571 shs Blackrock Global Allocation Fund Inc A	437,582	474,079
19,498.486 shs Principal Global Diversified Income Fund Class A	265,735	284,093
<u>UBS #MW 90877 (The Booker Group)</u>		
4,282.197 shs Hatteras Core Alternatives Fund LP	400,000	442,394
301.297 shs O'Connor Fund of Funds Multi-Strategy	300,000	318,820
1,439.556 shs Abbey Capital Multi-Manager Fund Ltd	200,000	156,021

The Dalessandro Foundation
EIN: 27-0210702
Form 990-PF, Part II, Line 10b

	<u>Book</u> <u>Value</u>	<u>Market</u> <u>Value</u>
<u>Hemenway & Barnes LLP (KR Capital Advisors) #95-196290</u>		
1,675 shs ABB Ltd Spons ADR	39,128	43,198
860 shs Accenture PLC	45,288	68,559
755 shs ADT Corp	21,833	22,612
1,500 shs Agilent Technologies Inc	67,455	83,880
375 shs Air Products & Chemicals Inc		
1,305 shs Allegheny Technologies Inc		
275 shs Allegion PLC		
1,460 shs American Airlines Group Inc	53,486	53,436
350 shs Apache Corp	41,804	29,033
645 shs Ashland Inc	35,103	64,165
775 shs Automatic Data Processing	38,331	59,876
450 shs Baker Hughes inc	31,662	29,259
1,400 shs Bank of America Corp	20,594	24,080
765 shs Baxter Int'l Inc		
1,445 shs BB&T Corp	45,103	58,046
1,080 shs Bed Bath & Beyond Inc	62,407	74,304
2,065 shs Cameron International Corp	121,176	127,555
1,825 shs Carnival Corp Paired Certificate		
890 shs Coach Inc	43,820	44,197
2,840 shs Corning Inc	38,340	59,129
1,165 shs DuPont EI De Nemours & Co	57,248	78,171
935 shs Eaton Corp PLC	48,532	70,237
875 shs Express Scripts Holding Co	47,091	65,704
550 shs Goldman Sachs Group	91,417	90,117
2,835 shs Hertz Global Holdings Inc	61,526	75,524
605 shs Ingersoll Rand PLC	22,886	34,630
1,140 shs International Paper Co	34,432	52,303
975 shs Jacobs Engineering Group	50,632	61,913
375 shs Lockheed Martin Corp	30,690	61,215
1,300 shs Macy's Inc	31,772	77,077
1,350 shs Metlife Inc	61,534	71,280
1,375 shs Microsoft Corp	37,730	56,361
480 shs Monsanto Co New	36,005	54,610
910 shs Nike Inc Cl B	39,377	67,213
585 shs Pepsico Inc	36,989	48,847
1,550 shs Potash Corp of Saskatchewan Inc	47,392	56,141
875 shs Schlumberger Ltd	80,618	85,312
860 shs The Walt Disney Co	37,152	68,860

The Dalessandro Foundation
EIN: 27-0210702
Form 990-PF, Part II, Line 10b

	Book Value	Market Value
<u>Hemenway & Barnes LLP (KR Capital Advisors) #95-196290</u>		
850 shs Timken Co	45,774	49,963
625 shs 3M Co	58,018	84,788
1,300 shs USG Corp	24,141	42,536
435 shs Union Pacific Corp	42,924	81,632
625 shs United Parcel Service Cl B	46,868	60,863
750 shs United Technologies	62,671	87,630
910 shs Wabco Holdings Inc	57,409	96,060
1,600 shs Wells Fargo & Co New	53,152	79,584
4,725 shs Xerox Corp	51,266	53,393
 <u>TD Ameritrade (Hilton Capital Mgmt LLC) #926-012207</u>		
2,400 shs Powershares Senior Loan Portfolio	59,960	59,544
25,000 units HCI Group Inc Sr Note Conv 3.875% 3/15/19	25,010	22,172
1,900 shs Alpine Total Dynamic	15,358	15,941
450 shs American Midstream Partners LP	10,566	11,457
400 shs Apollo Residential Mortgage Pfd Perp/Call Ser A 8%	10,152	9,380
265 shs B&G Foods Inc	9,395	7,979
700 shs Bank of America Corp Non-Cum Pfd Ser 2	15,560	13,279
400 shs Boston Private Bancorp Inc Pfd Perp/Call 6.95%	10,218	9,320
350 shs Bryn Mawr Bank Corp	9,716	10,056
600 shs Citigroup Capital IX Pfd	14,986	15,186
145 shs Community Bank System Inc	4,984	5,658
400 shs CYS Investments Inc	10,170	9,664
400 shs Dynex Capital Inc Pfd Perp 7.875% Call	10,042	9,224
250 shs Enterprise Products Partners LP	14,950	17,340
280 shs Federated Investors Inc	7,775	8,551
600 shs HCI Group Inc Pfd 8% Call 1/30/20	16,201	16,188
445 shs Heritage Financial Corp	7,544	7,529
360 shs Home Loan Servicing Solutions LT	8,224	7,776
400 shs M/I Homes Inc New Pfd 9.75% Ser A	10,110	10,376
280 shs Magellan Midstream Partners	15,253	19,527
750 shs Medley Capital Corp	10,722	10,208
400 shs Medley Capital Corp Pfd Div 6.125% Call	10,018	9,764
225 shs Muenchener Rueckversiche ADR	4,715	4,936
385 shs New Media Investment Group Inc	5,388	5,783
1,850 shs Newcastle Investment Corp	11,059	8,695
90 shs Oaktree Capital Group LLC	4,964	5,234
250 shs Pfizer Inc	7,691	8,030

The Dalessandro Foundation
EIN: 27-0210702
Form 990-PF, Part II, Line 10b

	<u>Book Value</u>	<u>Market Value</u>
<u>TD Ameritrade (Hilton Capital Mgmt LLC) #926-012207</u>		
100 shs Philip Morris Intl	7,578	8,187
600 shs Plains GP Holdings LP	14,530	16,788
1,250 shs Rait Financial Trust	9,735	10,613
925 shs Sterling Bancorp	9,982	11,710
380 shs Tallgrass Energy Partners LP	10,002	13,836
150 shs Tootsie Roll Inds Inc	4,956	4,491
1,000 shs Two Harbors Investment Corp	10,304	10,250
250 shs Western Gas Partners LLP	14,902	16,548
100 shs Westwood Holdings Group Inc	5,568	6,269
330 shs Williams Cos Inc	12,639	13,391
	<u>8,871,394</u>	<u>10,031,637</u>
Total		

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 375 SHS AIR PRODUCTS & CHEMICALS INC	P	02/22/11	07/11/13
b 1825 SHS CARNIVAL CORP COM PAIRED STOCK	P	VARIOUS	09/27/13
c 765 SHS BAXTER INTERNATIONAL INC	P	02/11/11	10/24/13
d 220 SHS INGERSOLL RAND PLC	P	02/14/11	12/10/13
e 175 SHS ALLEGION PUBLIC LIMITED CO	P	02/14/11	12/23/13
f 100 SHS ALLEGION PUBLIC LIMITED CO	P	02/14/11	12/24/13
g 100 SHS LOCKHEED MARTIN CORP	P	02/11/11	01/07/14
h 1305 SHS ALLEGHANY TECHNOLOGIES INC	P	VARIOUS	01/22/14
i 195 SHS IBM CORP	P	VARIOUS	01/23/14
j 7824.726 SHS FRANKLIN/TEMPLETON GLOBAL BOND FUND	P	VARIOUS	06/21/13
k 3927.73 SHS FRANKLIN/TEMPLETON GLOBAL BOND FUND C	P	05/26/11	08/22/13
l .3 SHS INTERCONTINENTAL EXCHANGE GROUP INC (CASH	P	05/08/09	11/15/13
m 3000 SHS ISHARES MSCI EAFE INDEX FUND	P	VARIOUS	05/09/13
n 1000 SHS NYSE EURONEXT	P	05/08/09	11/13/13
o 9354.537 SHS PIMCO TOTAL RETURN FUND CL A	P	VARIOUS	06/21/13

(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 36,369.		34,832.	1,537.
b 59,947.		84,859.	<24,912.>
c 49,881.		39,281.	10,600.
d 12,520.		8,322.	4,198.
e 7,688.		5,062.	2,626.
f 4,472.		2,893.	1,579.
g 14,850.		8,184.	6,666.
h 42,464.		73,546.	<31,082.>
i 35,499.		34,447.	1,052.
j 100,000.		108,603.	<8,603.>
k 50,000.		54,517.	<4,517.>
l 61.		40.	21.
m 188,405.		181,730.	6,675.
n 11,270.		22,521.	<11,251.>
o 100,000.		103,223.	<3,223.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,537.
b			<24,912.>
c			10,600.
d			4,198.
e			2,626.
f			1,579.
g			6,666.
h			<31,082.>
i			1,052.
j			<8,603.>
k			<4,517.>
l			21.
m			6,675.
n			<11,251.>
o			<3,223.>

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
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

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 4716.981 SHS PIMCO TOTAL RETURN FUND CL A	P	05/26/11	08/22/13
b 19000 UNITS DISCOVER BK DE US CD 4.9% 8/29/13	P	08/18/08	08/29/13
c 900 SHS CYS INVESTMENTS INC	P	04/15/13	07/19/13
d 600 SHS DOUBLELINE INCOME SOLUTIONS CLSD END	P	VARIOUS	05/29/13
e 225 SHS DR PEPPER SNAPPLE GROUP INC	P	04/24/13	12/19/13
f 225 SHS ISHARES MBS ETF	P	04/15/13	06/28/13
g 240 SHS ISHARES MBS ETF	P	04/15/13	08/26/13
h 235 SHS ISHARES MBS ETF	P	04/15/13	09/26/13
i 575 SHS JP MORGAN CHASE PFD 5.5%	P	04/24/13	06/19/13
j 775 SHS LEXINGTON REALTY TRUST	P	VARIOUS	11/25/13
k 360 SHS PIMCO DYNAMIC INCOME FUND	P	04/15/13	08/29/13
l 340 SHS PIMCO DYNAMIC INCOME FUND	P	04/15/13	09/06/13
m 515 SHS SILVER BAY REALTY TRUST CORP	P	04/24/13	05/31/13
n 300 SHS SYSCO CORP	P	09/16/13	11/18/13
o 500 SHS TEEKAY OFFSHORE PARTNERS LP PFD 7.25%	P	04/23/13	07/05/13

(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 50,000.		52,075.	<2,075.>
b 19,000.		20,393.	<1,393.>
c 7,844.		10,720.	<2,876.>
d 14,952.		14,999.	<47.>
e 10,742.		11,085.	<343.>
f 23,615.		24,342.	<727.>
g 24,988.		25,964.	<976.>
h 24,792.		25,423.	<631.>
i 13,905.		14,770.	<865.>
j 8,079.		9,687.	<1,608.>
k 10,005.		10,982.	<977.>
l 9,416.		10,372.	<956.>
m 9,229.		10,062.	<833.>
n 10,080.		9,900.	180.
o 12,755.		12,510.	245.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<2,075.>
b			<1,393.>
c			<2,876.>
d			<47.>
e			<343.>
f			<727.>
g			<976.>
h			<631.>
i			<865.>
j			<1,608.>
k			<977.>
l			<956.>
m			<833.>
n			180.
o			245.

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	
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	

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 300 SHS CALUMET SPECIALTY PRODUCTS PTR	P	04/24/13	05/28/13
b 250 SHS WILLIAMS PARTNERS LTD	P	04/24/13	12/04/13
c 220 SHS VANGUARD SECTOR INDEX FUND VANGUARD UTILI	P	03/05/12	04/29/13
d 275 SHS PLAINS ALL AMERICAN PIPELINE LP	P	04/15/13	01/17/14
e 200 SHS GENERAL MILLS INC	P	04/24/13	01/28/14
f 145 SHS NESTLE SA SPON ADR REPSTG REG SH	P	10/11/13	01/28/14
g 365 SHS HOME LOAN SERVICING SOLUTIONS LTD	P	06/21/13	02/14/14
h 1200 SHS NEW RESIDENTIAL INVESTMENT CORP	P	05/16/13	03/25/14
i 325 SHS NEW RESIDENTIAL INVESTMENT CORP	P	07/30/13	03/25/14
j 5176.471 SHS BLACKROCK GLOBAL ALLOCATION FUND INC	P	09/25/07	03/25/14
k 2742.23 SHS CENTER COAST MLP FOCUS FUND CL A	P	03/05/12	03/25/14
l 3246.753 SHS DELAWARE EMERGING MARKETS FUND A	P	05/13/11	03/25/14
m 1000 SHS ISHARES MSCI EAFE INDEX FUND	P	05/26/11	03/25/14
n 4137.931 SHS PRINCIPAL GLOBAL DIVERSE INCOME CL A	P	05/13/11	03/25/14
o 9157.509 SHS FT TEMPLETON FOREIGN A	P	05/13/11	03/25/14

(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 10,669.		10,937.	<268.>
b 12,336.		11,388.	948.
c 19,610.		16,430.	3,180.
d 13,753.		15,245.	<1,492.>
e 9,760.		9,944.	<184.>
f 10,726.		9,861.	865.
g 7,325.		8,336.	<1,011.>
h 8,062.		8,205.	<143.>
i 2,184.		2,222.	<38.>
j 110,000.		102,487.	7,513.
k 30,000.		25,865.	4,135.
l 50,000.		52,143.	<2,143.>
m 66,043.		60,296.	5,747.
n 60,000.		56,814.	3,186.
o 75,000.		69,505.	5,495.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<268.>
b			948.
c			3,180.
d			<1,492.>
e			<184.>
f			865.
g			<1,011.>
h			<143.>
i			<38.>
j			7,513.
k			4,135.
l			<2,143.>
m			5,747.
n			3,186.
o			5,495.

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
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

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 UNRECAPTURED SECTION 1250 FROM K-1 HATTERAS CORE			
b FROM K-1 OAKTREE CAPITAL GROUP LLC			
c FROM K-1 OAKTREE CAPITAL GROUP LLC			
d FROM K-1 WESTERN GAS PARTNERS LP			
e 1000 SHS ISHARES TRUST S&P DEVELOPED EX-US PPTY I	P	VARIOUS	03/25/14
f SECTION 1231 FROM K-1 ENTERPRISE PRODUCTS PARTNER			
g SECTION 1231 FROM K-1 WILLIAMS PARTNERS LP			
h FROM K-1 WILLIAMS PARTNERS LP			
i SECTION 1231 FROM K-1 CALUMET SPECIALTY PRODUCTS			
j SECTION 1231 FROM K-1 PLAINS ALL AMERICAN PIPELIN			
k FROM K-1 NUVEEN DIVERSIFIED COMMODITY FUND			
l SECTION 1256 FROM K-1 NUVEEN DIVERSIFIED COMMODIT			
m SECTION 1256 FROM K-1 NUVEEN DIVERSIFIED COMMODIT			
n FROM K-1 ISHARES S&P GSCI COMMODITY-INDEXED TRUST			
o FROM K-1 ISHARES S&P GSCI COMMODITY-INDEXED TRUST			

(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)
			44.
			2.
			16.
			6.
35,739.		34,723.	1,016.
			<9.>
			<26.>
			1.
			<2.>
			10.
			<1,854.>
			<1,376.>
			<2,065.>
			<82.>
			<2,936.>

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
			44.
			2.
			16.
			6.
			1,016.
			<9.>
			<26.>
			1.
			<2.>
			10.
			<1,854.>
			<1,376.>
			<2,065.>
			<82.>
			<2,936.>

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
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

THE DALESSANDRO FOUNDATION #1019538

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 SECTION 1256 FROM K-1 ISHARES S&P GSCI COMMODITY-			
b SECTION 1256 FROM K-1 ISHARES S&P GSCI COMMODITY-			
c SECTION 1256 FROM K-1 HATTERAS CORE ALTERNATIVES			
d SECTION 1256 FROM K-1 HATTERAS CORE ALTERNATIVES			
e SECTION 1231 FROM K-1 HATTERAS CORE ALTERNATIVES			
f FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP			
g FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP			
h FROM K-1 ABBEY CAPITAL MULTI-MANAGER FUND LTD			
i FROM K-1 ABBEY CAPITAL MULTI-MANAGER FUND LTD			
j CAPITAL GAINS DIVIDENDS			
k			
l			
m			
n			
o			

(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			1,004.
b			1,507.
c			<172.>
d			<258.>
e			1,519.
f			677.
g			5,936.
h			4,110.
i			<1,408.>
j	48,564.		48,564.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,004.
b			1,507.
c			<172.>
d			<258.>
e			1,519.
f			677.
g			5,936.
h			4,110.
i			<1,408.>
j			48,564.
k			
l			
m			
n			
o			

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	17,498.
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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
375 SHS AIR PRODUCTS & CHEMICALS INC	PURCHASED	02/22/11	07/11/13
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
36,369.	34,832.	0.	0.
			1,537.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1825 SHS CARNIVAL CORP COM PAIRED STOCK	PURCHASED	VARIOUS	09/27/13
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
59,947.	84,859.	0.	0.
			<24,912.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
765 SHS BAXTER INTERNATIONAL INC	PURCHASED	02/11/11	10/24/13
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
49,881.	39,281.	0.	0.
			10,600.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
220 SHS INGERSOLL RAND PLC	12,520.	8,322.	0.	PURCHASED	02/14/11	12/10/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
175 SHS ALLEGION PUBLIC LIMITED CO	7,688.	5,062.	0.	PURCHASED	02/14/11	12/23/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
100 SHS ALLEGION PUBLIC LIMITED CO	4,472.	2,893.	0.	PURCHASED	02/14/11	12/24/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
100 SHS LOCKHEED MARTIN CORP	14,850.	8,184.	0.	PURCHASED	02/11/11	01/07/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1305 SHS ALLEGHANY TECHNOLOGIES INC	42,464.	73,546.	0.	0.	<31,082.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
195 SHS IBM CORP	35,499.	34,447.	0.	0.	1,052.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7824.726 SHS FRANKLIN/TEMPLETON GLOBAL BOND FUND CL A	100,000.	108,603.	0.	0.	<8,603.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3927.73 SHS FRANKLIN/TEMPLETON GLOBAL BOND FUND CL A	50,000.	54,517.	0.	0.	<4,517.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
.3 SHS INTERCONTINENTAL EXCHANGE GROUP INC (CASH IN LIEU)	PURCHASED	05/08/09	11/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61.	0.	0.	0.	61.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3000 SHS ISHARES MSCI EAFE INDEX FUND	PURCHASED	VARIOUS	05/09/13

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
188,405.	181,730.	0.	0.	6,675.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 SHS NYSE EURONEXT	PURCHASED	05/08/09	11/13/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,270.	7,270.	0.	0.	4,000.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
9354.537 SHS PIMCO TOTAL RETURN FUND CL A	PURCHASED	VARIOUS	06/21/13

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100,000.	103,223.	0.	0.	<3,223.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
4716.981 SHS PIMCO TOTAL RETURN FUND CL A	50,000.	52,075.	0.	PURCHASED	05/26/11	08/22/13
						<2,075.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
19000 UNITS DISCOVER BK DE US CD 4.9% 8/29/13	19,000.	20,393.	0.	PURCHASED	08/18/08	08/29/13
						<1,393.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
900 SHS CYS INVESTMENTS INC	7,844.	10,828.	0.	PURCHASED	04/15/13	07/19/13
						<2,984.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
600 SHS DOUBLELINE INCOME SOLUTIONS CLSD END	14,952.	14,999.	0.	PURCHASED	VARIOUS	05/29/13
						<47.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
225 SHS DR PEPPER SNAPPLE GROUP INC	10,742.	11,085.	0.	0.	<343.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
225 SHS ISHARES MBS ETF	23,615.	24,342.	0.	0.	<727.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
240 SHS ISHARES MBS ETF	24,988.	25,964.	0.	0.	<976.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
235 SHS ISHARES MBS ETF	24,792.	25,423.	0.	0.	<631.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
575 SHS JP MORGAN CHASE PFD 5.5%	13,905.	14,770.	0.	0.	<865.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
775 SHS LEXINGTON REALTY TRUST	8,079.	9,790.	0.	0.	<1,711.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
360 SHS PIMCO DYNAMIC INCOME FUND	10,005.	10,982.	0.	0.	<977.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
340 SHS PIMCO DYNAMIC INCOME FUND	9,416.	10,372.	0.	0.	<956.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
515 SHS SILVER BAY REALTY TRUST CORP	9,229.	10,062.	0.	PURCHASED	04/24/13	05/31/13
						<833.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
300 SHS SYSCO CORP	10,080.	9,900.	0.	PURCHASED	09/16/13	11/18/13
						180.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
500 SHS TEEKAY OFFSHORE PARTNERS LP PFD 7.25%	12,755.	12,510.	0.	PURCHASED	04/23/13	07/05/13
						245.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
300 SHS CALUMET SPECIALTY PRODUCTS PTR	10,669.	11,247.	0.	PURCHASED	04/24/13	05/28/13
						<578.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250 SHS WILLIAMS PARTNERS LTD	12,336.	13,431.	0.	0.	<1,095.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
220 SHS VANGUARD SECTOR INDEX FUND VANGUARD UTILITIES ETF	19,610.	16,430.	0.	0.	3,180.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
275 SHS PLAINS ALL AMERICAN PIPELINE LP	13,753.	15,245.	0.	0.	<1,492.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200 SHS GENERAL MILLS INC	9,760.	9,944.	0.	0.	<184.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
145 SHS NESTLE SA SPON ADR REPSTG REG SH	10,726.	9,861.	0.	PURCHASED	10/11/13	01/28/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
365 SHS HOME LOAN SERVICING SOLUTIONS LTD	7,325.	8,336.	0.	PURCHASED	06/21/13	02/14/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
1200 SHS NEW RESIDENTIAL INVESTMENT CORP	8,062.	2,326.	0.	PURCHASED	05/16/13	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
325 SHS NEW RESIDENTIAL INVESTMENT CORP	2,184.	0.	0.	PURCHASED	07/30/13	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
5176.471 SHS BLACKROCK GLOBAL ALLOCATION FUND INC A	110,000.	108,036.	0.	PURCHASED	09/25/07	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
2742.23 SHS CENTER COAST MLP FOCUS FUND CL A	30,000.	29,048.	0.	PURCHASED	03/05/12	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
3246.753 SHS DELAWARE EMERGING MARKETS FUND A	50,000.	52,143.	0.	PURCHASED	05/13/11	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
1000 SHS ISHARES MSCI EAFE INDEX FUND	66,043.	60,296.	0.	PURCHASED	05/26/11	03/25/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4137.931 SHS PRINCIPAL GLOBAL DIVERSE INCOME CL A	60,000.	56,814.	0.	0.	3,186.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9157.509 SHS FT TEMPLETON FOREIGN A	75,000.	69,505.	0.	0.	5,495.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS ISHARES TRUST S&P DEVELOPED EX-US PPTY INDEX FUND ETF	35,739.	34,646.	0.	0.	1,093.

CAPITAL GAINS DIVIDENDS FROM PART IV	48,564.
TOTAL TO FORM 990-PF, PART I, LINE 6A	25,027.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TD AMERITRADE INSURED DEPOSIT ACCOUNT	13.	13.	
UBS BANK USA DEPOSIT ACCOUNT	27.	27.	
TOTAL TO PART I, LINE 3	40.	40.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE INTEREST	11,652.	0.	11,652.	11,652.	
DOMESTIC DIVIDENDS	266,486.	45,699.	220,787.	220,787.	
FOREIGN DIVIDENDS	1,993.	0.	1,993.	1,993.	
FROM K-1 ABBEY CAPITAL MULTI-MANAGER FUND	69.	0.	69.	69.	
FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP	11,457.	0.	11,457.	11,457.	
FROM K-1 ISHARES S&P GSCI COMMODITY-INDEXED	49.	0.	49.	49.	
FROM K-1 NUVEEN DIVERSIFIED COMMODITY FUND	96.	0.	96.	96.	
FROM K-1 OAKTREE CAPITAL GROUP LLC	28.	0.	28.	28.	
FROM K-1 PLAINS ALL AMERICAN PIPELINE LP	2.	0.	2.	2.	
FROM K-1 WESTERN GAS PARTNERS LP	28.	0.	28.	28.	
O'CONNOR FUND OF FUNDS - MULTI-STRATEGY	10,789.	2,865.	7,924.	7,924.	
TO PART I, LINE 4	302,649.	48,564.	254,085.	254,085.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - FROM K-1 HATTERAS			
CORE ALTERNATIVES FUND LP	0.	7,463.	
ROYALTY INCOME - FROM K-1 HATTERAS			
CORE ALTERNATIVES FUND LP	0.	62.	
FEDERAL EXCISE TAX OVERPAYMENT			
F/Y/E 3/31/12	5,264.	0.	
OTHER INCOME - FROM K-1 ABBEY			
CAPITAL MULTI-MANAGER FUND LTD	0.	<283.>	
FROM K-1 ISHARES S&P GSCI			
COMMODITY-INDEXED TRUST	0.	2,511.	
OTHER INCOME - FROM K-1 ENTERPRISE			
PRODUCTS PARTNERS LP	0.	<1,272.>	
OTHER INCOME - FROM K-1 WILLIAMS			
PARTNERS LP	0.	<1,368.>	
OTHER INCOME - FROM K-1 WESTERN GAS			
PARTNERS LP	0.	<844.>	
OTHER INCOME - FROM K-1 CALUMET			
SPECIALTY PRODUCTS PARTNERS LP	0.	<103.>	
OTHER INCOME - FROM K-1 MAGELLAN			
MIDSTREAM PARTNERS LP	0.	<336.>	
OTHER INCOME - FROM K-1 PLAINS ALL			
AMERICAN PIPELINE LP	0.	<376.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,264.	5,454.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEMENWAY & BARNES LLP	14,987.	0.		0.
TO FM 990-PF, PG 1, LN 16A	14,987.	0.		0.

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
HEMENWAY & BARNES LLP - TAX PREPARATION	3,047.	3,047.		0.
KR CAPITAL ADVISORS INC - INVESTMENT MANAGEMENT FEES	16,997.	16,997.		0.
UBS ADVISORY ACCOUNT FEES	44,703.	44,703.		0.
HEMENWAY & BARNES LLP - BOOKKEEPING FEES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	64,747.	64,747.		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 OVERPAYMENT F/Y/E 3/31/13 APPLIED TO F/Y/E 3/31/14 BALANCE OF FEDERAL EXCISE TAX PAID WITH EXTENSION F/Y/E 3/31/13	1,200.	0.		0.
	5,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,200.	0.		0.

FORM 990-PF **OTHER EXPENSES** **STATEMENT** **8**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPARTMENT OF LAW - FILING FEES (FORM CHAR500 F/Y/E 3/31/13)	250.	0.		250.
PORTFOLIO DEDUCTIONS - FROM K-1 NUVEEN DIVERSIFIED COMMODITY FUND	0.	1,500.		0.
PORTFOLIO DEDUCTIONS - FROM K-1 ISHARES S&P GSCI COMMODITY-INDEXED TRUST	0.	666.		0.

PORTFOLIO DEDUCTIONS - FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP	0.	20,009.	0.
INVESTMENT INTEREST EXPENSE - FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP	0.	4,918.	0.
CHARITABLE CONTRIBUTIONS - FROM K-1 HATTERAS CORE ALTERNATIVES FUND LP	0.	3.	0.
OTHER DEDUCTIONS - FROM K-1 ABBAY CAPITAL MULTI-MANAGER FUND LTD	0.	3,795.	0.
CHARITABLE CONTRIBUTIONS - FROM K-1 WILLIAMS PARTNERS LP	0.	1.	0.
PORTFOLIO DEDUCTIONS - FROM K-1 OAKTREE CAPITAL GROUP LLC	0.	1.	0.
TO FORM 990-PF, PG 1, LN 23	250.	30,893.	250.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
MISCELLANEOUS TAXABLE ITEMS FROM PASS-THROUGHS	3,403.
TOTAL TO FORM 990-PF, PART III, LINE 3	3,403.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
MISCELLANEOUS NONTAXABLE ITEMS FROM PASS-THROUGHS	11,699.
TOTAL TO FORM 990-PF, PART III, LINE 5	11,699.

FORM 990-PF

CORPORATE STOCK

STATEMENT 11

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
SCHEDULE ATTACHED	8,871,394.	10,031,637.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,871,394.	10,031,637.