Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 05/01, 2013, and ending 04/30, 2014

Name of foundation: HARBOR LIGHTS FOUNDATION

A Employer identification number: 13-3052490

Number and street (or P O box number if mail is not delivered to street address): C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR

Room/suite:

B Telephone number (see instructions): (212) 440-0800

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10005

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: [X] 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) ▶ $ 18,182,497.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ________ (Part I, column (d) must be on cash basis)

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	681,664.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	197.	197.		ATCH 1
	4 Dividends and interest from securities	350,048.	349,912.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	721,466.			
	b Gross sales price for all assets on line 6a 4,539,697.				
	7 Capital gain net income (from Part IV, line 2)		720,051.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 3	19,480.	18,794.		
	12 **Total** Add lines 1 through 11	1,772,855.	1,088,954.	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	31,000.	15,500.		15,500.
	c Other professional fees (attach schedule) *	78,865.	78,865.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 6	30,000.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	83,768.	72,051.		8,833.
	24 **Total operating and administrative expenses** Add lines 13 through 23	223,633.	166,416.		24,333.
	25 Contributions, gifts, grants paid	751,871.			751,868.
	26 Total expenses and disbursements Add lines 24 and 25	975,504.	166,416.	0	776,201.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	797,351.			
	b **Net investment income** (if negative, enter -0-)		922,538.		
	c **Adjusted net income** (if negative, enter -0-)			0	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	600.	1,740.	1,740.
2	Savings and temporary cash investments	76,028.	118,580.	118,580.
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			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 8	6,175,637.	6,745,742.	8,404,260.
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)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 9)	7,841,411.	7,387,085.	9,657,917.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	14,093,676.	14,253,147.	18,182,497.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ [X] check here and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	14,093,676.	14,253,147.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	14,093,676.	14,253,147.	
31	**Total liabilities and net assets/fund balances** (see instructions)	14,093,676.	14,253,147.	

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	14,093,676.
2	Enter amount from Part I, line 27a	2	797,351.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10	3	20,000.
4	Add lines 1, 2, and 3	4	14,911,027.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	657,880.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,253,147.

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 PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) 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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	720,051.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	679,928.	15,110,735.	0.044996
2011	596,835.	14,377,610.	0.041511
2010	705,669.	13,820,312.	0.051060
2009	599,755.	12,563,578.	0.047738
2008	644,184.	11,848,744.	0.054367

2	**Total** of line 1, column (d)	2	0.239672
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	0.047934
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,063,193.
5	Multiply line 4 by line 3	5	817,907.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,225.
7	Add lines 5 and 6	7	827,132.
8	Enter qualifying distributions from Part XII, line 4	8	776,201.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	18,451.
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	18,451.
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	18,451.
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 3,958.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 12,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	15,958.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	2,618.*
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ Refunded ▶		11	

Part VII-A Statements Regarding Activities

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

Form **990-PF** (2013)

*** INCLUDES $38 INTEREST AND $87 LATE PAYMENT PENALTY**

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BCRS ASSOCIATES, LLC Telephone no ▶ 212-440-0800

Located at ▶ 77 WATER STREET, 9TH FLOOR NEW YORK, NY ZIP+4 ▶ 10005

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

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		N/A
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 ▶	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)		2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*		3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		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		0	0	0

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER SECTION	NONE
2 501(C)(3) OF THE INTERNAL REVENUE CODE.	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	NONE
2 N/A	
All other program-related investments See instructions 3 N/A	
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	4,835,233.
b	Average of monthly cash balances	1b	348,509.
c	Fair market value of all other assets (see instructions)	1c	12,139,297.
d	**Total** (add lines 1a, b, and c)	1d	17,323,039.
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	17,323,039.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	259,846.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,063,193.
6	**Minimum investment return.** Enter 5% of line 5	6	853,160.

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	853,160.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	18,451.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	18,451.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	834,709.
4	Recoveries of amounts treated as qualifying distributions			4	20,000.
5	Add lines 3 and 4			5	854,709.
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	854,709.

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	776,201.
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	776,201.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	776,201.

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				854,709.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			674,152.	
b	Total for prior years 20____,20____,20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008 ...... NONE				
b	From 2009 ...... NONE				
c	From 2010 ...... NONE				
d	From 2011 ...... NONE				
e	From 2012 ...... NONE				
f	Total of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 776,201.				
a	Applied to 2012, but not more than line 2a			674,152.	
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				102,049.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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			NONE	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				752,660.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2009 ... NONE				
b	Excess from 2010 ... NONE				
c	Excess from 2011 ... NONE				
d	Excess from 2012 ... NONE				
e	Excess from 2013 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

ATTACHMENT 13

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE LIST ATTACHED				751,871.
Total ▶ **3a**				751,871.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	197.	
4 Dividends and interest from securities	523000	136.	14	349,912.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	523000	1,415.	18	720,051.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 14		686.		18,794.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		2,237.		1,088,954.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 1,091,191.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		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 ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

J. Fred Weintz, Jr. | March 12, 2015 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOHN D COOK		3/11/15		P01450182
Firm's name ▶ BCRS ASSOCIATES, LLC			Firm's EIN ▶ 13-4078147	
Firm's address ▶ 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005			Phone no 212-440-0800	

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
HARBOR LIGHTS FOUNDATION

Employer identification number
13-3052490

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $______________

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

Name of organization HARBOR LIGHTS FOUNDATION

Employer identification number 13-3052490

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	J. FRED WEINTZ, JR. C/O BCRS ASSOC, LLC; 77 WATER ST-9TH FL NEW YORK, NY 10005	$ 681,664.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization HARBOR LIGHTS FOUNDATION

Employer identification number 13-3052490

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4,600 SHS QUALCOMM INCORPORATED	$ 339,664.	12/27/2013
1	9,000 SHARES ORACLE CORP	$ 342,000.	12/27/2013
		$	
		$	
		$	
		$	

Name of organization HARBOR LIGHTS FOUNDATION

Employer identification number 13-3052490

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. See instructions.) ▶ $

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

HARBOR LIGHTS FOUNDATION 13-3052490

SUPPLEMENTARY STATEMENT

PART: XV LINE: 2 SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON BDA	192.	192.	
INTEREST ON CREDIT BALANCE	5.	5.	
TOTAL	197.	197.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST THRU K-1'S	2,527.	2,527.	
INTERST THRU K-1'S - UBTI	51.		
DIVIDENDS THRU K-1'S	138,984.	138,984.	
DIVIDENDS THRU K-1'S - UBTI	85.		
DIVIDENDS THRU GOLDMAN SACHS & CO BKGE	50,409.	50,409.	
DIVIDENDS THRU STATE STREET BANK	12,985.	12,985.	
DIVIDENDS THRU CHARLES SCHWAB	13,153.	13,153.	
INTEREST ON BONDS	7,889.	7,889.	
PIMCO DIVIDENDS	120,882.	120,882.	
PIMCO STCG DIVIDENDS	3,083.	3,083.	
TOTAL	350,048.	349,912.	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME THRU K-1	1,070.	1,070.	
ORDINARY INCOME THRU K-1 - UBTI	605.		
ORDINARY PFIC INCOME THRU K-1	3,197.	3,197.	
SEC. 951 INCOME THRU K-1	290.	290.	
SEC. 951 INCOME THRU K-1 - UBTI	61.		
SEC. 988 INCOME THRU K-1	-737.	-737.	
SEC. 988 INCOME THRU K-1 - UBTI	3.		
SEC. 987 INCOME THRU K-1	45.	45.	
SEC. 1296 INCOME THRU K-1	14,625.	14,625.	
RRE THRU K-1	-43.	-43.	
RRE THRU K-1 - UBTI	-5.		
ROYALTIES THRU K-1	302.	302.	
ROYALTIES THRU K-1 - UBTI	21.		
SEC. 475F INCOME THRU K-1 - UBTI	1.		
LITIGATION SETTLEMENT INCOME	45.	45.	
TOTALS	19,480.	18,794.	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BCRS ASSOCIATES, LLC	31,000.	15,500.		15,500.
TOTALS	31,000.	15,500.		15,500.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADVISORY/MANAGEMENT FEES	36,734.	36,734.		
CAMBRIDGE ASSOCIATES, LLC	42,131.	42,131.		
TOTALS	78,865.	78,865.		

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL TAX PAID: -BAL DUE W/ EXT 990-PF 4/30/13	30,000.			
TOTALS	30,000.			

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PORTFOLIO DED THRU K-1	58,851.	58,851.		
PORTFOLIO DED THRU K-1 - UBTI	594.			
FOREIGN TAXES THRU K-1	12,885.	12,885.		
INTEREST EXPENSE THRU K-1	152.	152.		
INTEREST EXPENSE THRU K-1-UBTI	122.			
NON-DEDUCTIBLE EXP THRU K-1	68.			
RENT	8,833.			8,833.
SEC. 179 DED THRU K-1	1.	1.		
SEC. 179 DED THRU K-1 - UBTI	1.			
SEC. 59(E)(2) EXP THRU K-1	162.	162.		
SEC. 59(E)(2) EXP THRU K1-UBTI	2,099.			
TOTALS	83,768.	72,051.		8,833.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE LONG POSITION I ATTACHED	2,086,844.	2,110,629.	3,502,061.
LONG POSITION II (ACCT CLOSED)	2,864,850.	NONE	NONE
SEE LONG POSITION III ATTACHED	616,745.	685,685.	1,143,442.
SEE LONG POSITION IV ATTACHED	607,198.	923,225.	842,099.
PIMCO TOTAL RETURN INSTL FUND	NONE	3,026,203.	2,916,658.
TOTALS	6,175,637.	6,745,742.	8,404,260.

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FRONTIER SMALL CAP LP	629,810.	791,439.	1,031,196.
POWERSHARES DB COMMODITY FUND	279,333.	166,956.	171,665.
GENESIS EMERGING MARKETS, LP	1,451,319.	1,503,078.	1,698,966.
BRIDGE STREET R.E. FD 1998,L.P	1,602.	1,586.	745.
BRIDGE STREET R.E. FD 1999,L.P	309.	310.	1,137.
BS ASIA FUND 1999, L.P. (FULLY DISPOSED)	1,177.	NONE	NONE
SILCHESTER INT'L INV	1,855,409.	2,032,331.	2,629,988.
SSF 2000, L.P.	783.	1,039.	905.
SSREF 2000, L.P.	16,684.	15,160.	1,540.
SS PEP TECHNOLOGY FD 2000, L.P	17,336.	18,103.	17,695.
COMMONFUND CAPITAL PTRS III	330,028.	285,124.	454,874.
COMMONFUND CAPITAL PTRS IV	304,047.	299,690.	472,641.
COMMONFUND CAPITAL PTRS V	48,324.	91,733.	102,015.
WESTPORT SELECT SMALL CAP FD (FULLY DISPOSED)	768,643.	NONE	NONE
NYES LEDGE CAP OFFSHORE FD C1B	1,586,099.	1,586,099.	2,313,048.
NYES LEDGE CAP OFFSHORE FD C1A	300,000.	300,000.	398,737.
PURCHASED ACCRUED INTEREST	508.	NONE	NONE
THE OVERLOOK PARTNERS FUND, LP	250,000.	294,437.	362,765.
TOTALS	7,841,411.	7,387,085.	9,657,917.

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
RECOVERY OF FUNDS TREATED AS QUALIFYING DISTRIBUTION IN PRIOR YEAR		20,000.
	TOTAL	20,000.

ATTACHMENT 11

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
EXCESS OF FMV OVER DONOR'S COST BASIS OF SECURITIES GIFTED TO THE FOUNDATION	657,880.
TOTAL	657,880.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
J. FRED WEINTZ, JR. C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
H. FRED KRIMENDAHL II C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005 ***DECEASED 1/21/2014**	TRUSTEE/PART-TIME	0	0	0
ELIZABETH WEINTZ CERF C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
POLLY WEINTZ SANNA C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
ERIC CORTELYOU WEINTZ C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KARL FREDERICK WEINTZ C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 13

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

J. FRED WEINTZ, JR.; C/O BCRS ASSOCIATES, LLC
77 WATER STREET, 9TH FLOOR, NEW YORK, NY 10005

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
THRU K-1'S:					
-ORD INC	523000	605.	01	1,070.	
-ORD PFIC INCOME			01	3,197.	
-RRE	523000	-5.	01	-43.	
-SECTION 951	523000	61.	01	290.	
-SECTION 988	523000	3.	01	-737.	
-SECTION 987			01	45.	
-SECTION 1296			01	14,625.	
-SECTION 475F	523000	1.			
-ROYALTIES	523000	21.	01	302.	
-LITIGATION SETTLEMENT INCOME			01	45.	
TOTALS		686.		18,794.	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2013

Name of estate or trust: HARBOR LIGHTS FOUNDATION

Employer identification number: 13-3052490

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	3,017,901.	2,834,362.		183,539.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked				

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	183,539.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	1,496,847.	983,869.		512,978.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

LONG-TERM CAPITAL GAIN DIVIDENDS		24,949.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	537,927.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			183,539.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			537,927.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			721,466.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21	
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22	
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23	
24	Add lines 22 and 23	24	
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25	
26	Subtract line 25 from line 24 If zero or less, enter -0-	26	
27	Subtract line 26 from line 21 If zero or less, enter -0-	27	
28	Enter the **smaller** of the amount on line 21 or $2,450	28	
29	Enter the **smaller** of the amount on line 27 or line 28	29	
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶	30	
31	Enter the smaller of line 21 or line 26	31	
32	Subtract line 30 from line 26	32	
33	Enter the **smaller** of line 21 or $11,950	33	
34	Add lines 27 and 30	34	
35	Subtract line 34 from line 33 If zero or less, enter -0-	35	
36	Enter the **smaller** of line 32 or line 35	36	
37	Multiply line 36 by 15% ▶	37	
38	Enter the amount from line 31	38	
39	Add lines 30 and 36	39	
40	Subtract line 39 from line 38 If zero or less, enter -0-	40	
41	Multiply line 40 by 20% ▶	41	
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42	
43	Add lines 37, 41, and 42	43	
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44	
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45	

Form **8949**

Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No 12A

Name(s) shown on return: HARBOR LIGHTS FOUNDATION

Social security number or taxpayer identification number: 13-3052490

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [X] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [ ] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
SEE REALIZED GAIN/LOS REPORT I	VARIOUS	VARIOUS	1,745,936.	1,632,090.			113,846.
SEE REALIZED GAIN/LOS REPORT I	VARIOUS	VARIOUS	1,142,565.	1,184,124.			-41,559.
SEE REALIZED GAIN/LOS REPORT II	VARIOUS	VARIOUS	52,326.	18,141.			34,185.
STCG(L) THRU K-1'S	VARIOUS	VARIOUS	77,074.				77,074.
STCG(L) THRU K-1'S - UBTI	VARIOUS	VARIOUS		7.			-7.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			3,017,901.	2834362.			183,539.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
HARBOR LIGHTS FOUNDATION

Social security number or taxpayer identification number
13-3052490

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are **not** required to report these transactions on Form 8949 (see instructions)

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[X] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
[ ] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
GAIN ON FULL DISP BS ASIA FD, LP	VARIOUS	VARIOUS		300.			-300.
GAIN ON FULL DISP WESTPORT CAPITAL	VARIOUS	10/3/2013	926,515.	768,643.			157,872.
GAIN ON PARTIAL SALE POWERSHARES DB COMM	VARIOUS	4/8/2014	198,166.	195,210.			2,956.
SEE REALIZED GAIN/LOSS REPORT II	VARIOUS	VARIOUS	40,289.	19,716.			20,573.
LTCG(L) THRU K-1'S	VARIOUS	VARIOUS	329,417.				329,417.
LTCG(L) THRU K-1'S - UBTI	VARIOUS	VARIOUS	193.				193.
SEC 1231 15% G(L) THRU K-1'S	VARIOUS	VARIOUS	1,021.				1,021.
SEC 1231 15% G(L) THRU K-1'S - UBTI	VARIOUS	VARIOUS	1,125.				1,125.
SEC 1231 25% G(L) THRU K-1'S	VARIOUS	VARIOUS	17.				17.
SEC 1231 25% G(L) THRU K-1'S - UBTI	VARIOUS	VARIOUS	104.				104.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			1,496,847	983,869.			512,978.

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

HARBOR LIGHTS FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 4/30/2014
EIN: 13-3042490

DATE	CONTRIBUTION	CITY, STATE	AMOUNT
1-Oct-13	HARVARD SCHOOL OF PUBLIC HEALTH	BOSTON, MA	$25,000 00
15-Oct-13	STANFORD UNIVERSITY	STANFORD, CA	$25,000 00
20-Nov-13	AMERICARES FOUNDATION	STAMFORD, CT	$25,000 00
27-Mar-14	STANFORD MEDICAL FUND	STANFORD, CA	$1,000 00
27-Mar-14	STANFORD UNIVERSITY	STANFORD, CA	$3,000 00
31-Mar-14	HALO TRUST (USA) INC.	WASHINGTON, DC	$1,000 00
31-Mar-14	AMERICARES FOUNDATION	STAMFORD, CT	$4,000 00
1-Apr-14	PENINSULA COLLEGE FUND	REDWOOD CITY, CA	$500 00
1-Apr-14	CHARLES ARMSTRONG SCHOOL	BELMONT, CA	$1,360 00
1-Apr-14	MENLO PARK ATHERTON EDUCATION FOUNDATION	ATHERTON, CA	$3,000 00
2-Apr-14	ISLESBORO ISLANDS TRUST	ISLESBORO, ME	$500 00
2-Apr-14	SEQUOIA HOSPITAL FOUNDATION	REDWOOD CITY, CA	$1,000 00
7-Apr-14	ISLESBORO AMBULANCE ASSOCIATION	ISLESBORO, ME	$500 00
7-Apr-14	JUNIOR LEAGUE OF CHICAGO	CHICAGO, IL	$1,000 00
7-Apr-14	THE TAFT SCHOOL	WATERTOWN, CT	$1,000 00
7-Apr-14	JUNIOR LEAGUE OF SAN FRANCISCO	SAN FRANCISCO, CA	$1,000 00
7-Apr-14	CAPE ELEUTHERA FOUNDATION	PRINCETON, NJ	$4,000 00
8-Apr-14	PRESERVATION SOCIETY OF NEWPORT COUNTY	NEWPORT, RI	$1,000 00
9-Apr-14	INTERNATIONAL YACHT RESTORATION SCHOOL	NEWPORT, RI	$1,000 00
10-Apr-14	TRINITY CHURCH OF NEWPORT	NEWPORT, RI	$1,000 00
10-Apr-14	BRUNSWICK SCHOOL	GREENWICH, CT	$1,000.00
10-Apr-14	UC SAN DIEGO FOUNDATION	LA JOLLA, CA	$4,000.00
11-Apr-14	GREENWICH ACADEMY INC	GREENWICH, CT	$1,000.00
11-Apr-14	MILLS COLLEGE	OAKLAND, CA	$1,000.00
11-Apr-14	COLORADO COLLEGE	COLORADO SPRINGS, CO	$5,000 00
11-Apr-14	TIDES FOUNDATION	SAN FRANCISCO, CA	$5,000.00
11-Apr-14	HOSPITAL FOR SPECIAL SURGERY	NEW YORK, NY	$5,000 00
11-Apr-14	PACE UNIVERSITY	BRIARCLIFF MANOR, NY	$5,000 00
11-Apr-14	HALO TRUST (USA) INC	WASHINGTON, DC	$5,000 00
11-Apr-14	SIERRA CLUB FOUNDATION	SAN FRANCISCO, CA	$10,000 00
11-Apr-14	GREENWICH HOSPITAL ASSOCIATION	GREENWICH, CT	$10,000 00
11-Apr-14	FEDERATION OF PROTESTANT WELFARE AGENCIES	NEW YORK, NY	$15,000 00
11-Apr-14	UNIVERSITY OF DENVER	DENVER, CO	$20,000 00
11-Apr-14	BRUNSWICK SCHOOL	GREENWICH, CT	$25,000 00
11-Apr-14	CHRIST CHURCH	GREENWICH, CT	$30,000 00
11-Apr-14	NORWICH UNIVERSITY	NORTHFIELD, VT	$100,000 00
11-Apr-14	HARVARD BUSINESS SCHOOL	BOSTON, MA	$100,000 00
11-Apr-14	HARVARD SCHOOL OF PUBLIC HEALTH	BOSTON, MA	$100,000 00
11-Apr-14	STANFORD UNIVERSITY	STANFORD, CA	$150,000 00
15-Apr-14	NEWPORT ART MUSEUM	NEWPORT, RI	$1,000 00
15-Apr-14	LELAND STANFORD JUNIOR UNIVERSITY	STANFORD, CA	$4,000 00
16-Apr-14	ORLEANS CONSERVATION TRUST	EAST ORLEANS, MA	$1,000 00
16-Apr-14	EDUCATIONAL BROADCASTING CORP. (WNET 13)	NEW YORK, NY	$1,500 00
16-Apr-14	EDUCATIONAL BROADCASTING CORP (WLIW21)	NEW YORK, NY	$1,500 00
16-Apr-14	GREENWICH POINT CONSERVANCY INC	STAMFORD, CT	$2,000 00
16-Apr-14	POTTER LEAGUE FOR ANIMALS	NEWPORT, RI	$4,000 00
17-Apr-14	BRUNSWICK SCHOOL	GREENWICH, CT	$1,000 00
17-Apr-14	HARVARD BUSINESS SCHOOL	BOSTON, MA	$2,000 00
18-Apr-14	NEW YORK TIMES NEEDIEST CASES FUND	NEW YORK, NY	$1,500 00
21-Apr-14	HARVARD HUMANITARIAN INITATIVE	BOSTON, MA	$4,000 00
21-Apr-14	UNIVERSITY OF DENVER	DENVER, CO	$7,500 00
22-Apr-14	THE TAFT SCHOOL	WATERTOWN, CT	$1,000 00

HARBOR LIGHTS FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 4/30/2014
EIN: 13-3042490

DATE	CONTRIBUTION	CITY, STATE	AMOUNT
22-Apr-14	THE ASPEN INSTITUTE	QUEENSTOWN, MD	$2,500 00
23-Apr-14	KEYSTONE CONSERVATION	BOZEMAN, MT	$500 00
23-Apr-14	GREENWICH EMERGENCY MEDICAL SERVICE INC	GREENWICH, CT	$500 00
23-Apr-14	THE WILDERNESS SOCIETY	WASHINGTON, DC	$500.00
23-Apr-14	WORLD RESOURCES INSTITUTE	WASHINGTON, DC	$1,000 00
23-Apr-14	GREENWICH POINT CONSERVANCY	STAMFORD, CT	$1,000 00
23-Apr-14	EDUCATIONAL BROADCASTING CORP	NEW YORK, NY	$1,500 00
24-Apr-14	GREENWICH ROUNDTABLE	GREENWICH, CT	$500 00
24-Apr-14	PERROT MEMORIAL LIBRARY	OLD GREENWICH, CT	$500 00
24-Apr-14	GREENWICH ARTS COUNCIL	GREENWICH, CT	$500 00
24-Apr-14	GREENWICH LIBRARY	GREENWICH, CT	$1,000 00
24-Apr-14	PRESIDENT & FELLOWS OF HARVARD ART MUSEUM	BOSTON, MA	$3,500 00
25-Apr-14	THE BRUCE MUSEUM	GREENWICH, CT	$1,500 00
25-Apr-14	MUSEUM OF FINE ARTS BOSTON	BOSTON, MA	$3,500 00
28-Apr-14	HEARING HEALTH FOUNDATION	NEW YORK, NY	$500 00
28-Apr-14	THE BRUCE MUSEUM	GREENWICH, CT	$500 00
28-Apr-14	TRINITY CHURCH	GREENWICH, CT	$2,000 00
29-Apr-14	ISLESBORO AMBULANCE ASSOCIATION	ISLESBORO, ME	$250 00
29-Apr-14	SNOWMASS-WILDCAT FIRE PROTECTION DISTRICT	SNOWMASS WILLAGE, CO	$250 00
29-Apr-14	NATIONAL WILDLIFE FEDERATION	RESTON, VA	$500 00
29-Apr-14	ISLESBORO AMBULANCE SOCIETY	ISLESBORO, ME	$1,000 00
29-Apr-14	MENLO PARK ATHERTON EDUCATION FOUNDATION	ATHERTON, CA	$1,000 00
29-Apr-14	ISLESBORO AMBULANCE ASSOCIATION	ISLESBORO, ME	$2,500 00
			$ 751,860 00
	PAID THRU LIMITED PARTNERSHIPS		
	COMMONFUND CAPITAL PARTNERS III, LP		2 00
	COMMONFUND CAPITAL PARTNERS IV, LP		7 00
	COMMONFUND CAPITAL PARTNERS V, LP		2 00
		TOTAL CONTRIBUTIONS PAID (Column A)*	**751,871.00**
	LESS ATTRIBUTABLE TO UBTI THRU LIMITED PARTNERSHIPS		
	COMMONFUND CAPITAL PARTNERS III, LP		(2 00)
	COMMONFUND CAPITAL PARTNERS IV, LP		(1 00)
		TOTAL CONTRIBUTIONS PAID (Column D)*	**$751,868.00**

** ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE CLASSIFIED UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE*

HARBOR LIGHTS FOUNDATION
REALIZED GAINS AND LOSSES
FYE 4/30/2014

CHARLES SCHWAB

DATE ACQ	DATE SOLD	QTY	SECURITY	SALES PROCEEDS	COST OR OTHER BASIS	GAIN/LOSS	ST/LT
3/1/2012	6/12/2013	87,000	US TREAS NT 1 375% 2/28/19	87,380 62	86,592 19	788 43	Long-Term
9/17/2009	6/13/2013	0	FNMA PL 889579 6 00% 5/1/38	2,171 23	0 00	2,171 23	Long-Term
9/17/2009	6/13/2013	0	FNMA PL 889579 6 00% 5/1/38	2,220 94	0 00	2,220 94	Long-Term
VARIOUS	6/13/2013	251,000	FNMA PL 889579 6 00% 5/1/38	35,855 48	0 00	35,855 48	Long-Term
2/10/2011	6/13/2013	118,000	FNMA PL AB1389 4 5% 8/1/40	42,674 31	41,821 39	852 92	Long-Term
1/10/2012	6/13/2013	68,000	FNMA PL AB4297 3 5% 1/1/42	51,739 40	51,910 50	(171 10)	Long-Term
6/7/2012	6/13/2013	84,000	FNMA PL AB5468 3 5% 6/1/42	67,062 82	69,162 42	(2,099 60)	Long-Term
4/9/2012	6/13/2013	144,000	FNMA PL AH3645 4% 2/1/41	80,755 98	83,939 16	(3,183 18)	Long-Term
2/10/2011	6/13/2013	81,000	FNMA PL AH5583 4 5% 2/1/41	47,957 99	45,729 91	2,228 08	Long-Term
2/15/2011	6/13/2013	37,000	FHLMC A9-7047 4 5% 2/1/41	20,352 92	20,168 97	183 95	Long-Term
VARIOUS	6/10/2013	49,500 597	FIXED INCOME SHARES - SERIES C	656,872 92	653,687 00	3,185 92	Long-Term
VARIOUS	6/10/2013	59,064 558	FIXED INCOME SHARES - SERIES M	650,891 43	579,079 00	71,812 43	Long-Term
			TOTAL LONG-TERM CAPITAL GAINS	1,745,936.04	1,632,090.54	113,845.50	
VARIOUS	6/12/2013	193,000	US TREAS NT 0 75% 10/31/17	191,092 77	193,805 90	(2,713 13)	Short-Term
VARIOUS	6/12/2013	121,000	US TREAS NT 1 125% 12/31/19	118,149 97	119,991 96	(1,841 99)	Short-Term
VARIOUS	6/12/2013	148,000	US TREAS NT 2 00% 2/15/23	146,017 03	149,722 88	(3,705 85)	Short-Term
VARIOUS	6/12/2013	52,000	US TREAS NT 2 00% 11/15/21	52,274 25	53,164 46	(890 21)	Short-Term
VARIOUS	6/12/2013	62,000	UST INFL IDX 2 50% 1/15/29	85,567 03	95,068 56	(9,501 53)	Short-Term
VARIOUS	6/12/2013	223,000	UST INFL IDX 0 125% 7/15/22	229,084 36	244,782 32	(15,697 96)	Short-Term
1/22/2013	6/12/2013	13,000	UST INFL IDX 1 75% 1/15/28	16,731 01	18,481 20	(1,750 19)	Short-Term
2/20/2013	6/13/2013	17,000	FNMA PL 745275 5 00% 2/1/36	3,076 11	3,148 28	(72 17)	Short-Term
1/9/2013	6/13/2013	2,000	FNMA PL 835158 5 00% 8/1/35	424 11	437 85	(13 74)	Short-Term
11/7/2012	6/13/2013	79,000	FNMA PL AB6493 3 00% 10/1/42	76,747 53	80,933 69	(4,186 16)	Short-Term
11/7/2012	6/13/2013	8,000	FNMA PL AB7079 3 00% 11/1/42	7,859 37	8,278 99	(419 62)	Short-Term
8/7/2012	6/13/2013	150,000	FNMA PL AD8033 4 00% 8/1/40	73,417 27	76,946 78	(3,529 51)	Short-Term
2/13/2013	6/13/2013	7,000	FNMA PL AE0949 4 00% 2/1/41	4,373 00	4,462 60	(89 60)	Short-Term
3/13/2013	6/13/2013	26,000	FNMA PL AJ7689 4 00% 12/1/41	16,581 71	16,877 45	(295 74)	Short-Term

HARBOR LIGHTS FOUNDATION
REALIZED GAINS AND LOSSES
FYE 4/30/2014

CHARLES SCHWAB

DATE ACQ	DATE SOLD	QTY	SECURITY	SALES PROCEEDS	COST OR OTHER BASIS	GAIN/LOSS	ST/LT
3/13/2013	6/13/2013	3,000	FNMA PL AK9445 4 00% 3/1/42	2,237 02	2,276 63	(39 61)	Short-Term
4/12/2013	6/13/2013	215,000	FNMA PL AL0069 5.00% 11/1/40	83,610 01	85,107 53	(1,497 52)	Short-Term
10/5/2012	6/13/2013	4,000	FNMA PL AL0789 4 00% 9/1/41	3,158 94	3,305 54	(146 60)	Short-Term
3/11/2013	6/13/2013	3,000	FNMA PL AQ9330 3 5% 1/1/43	2,979 93	3,039 28	(59 35)	Short-Term
2/13/2013	6/13/2013	2,000	FNMA PL AR2583 3 5% 2/1/43	2,036.14	2,081 99	(45 85)	Short-Term
2/13/2013	6/13/2013	1,000	FNMA PL AR5265 3 00% 2/1/43	994 49	1,022 50	(28 01)	Short-Term
7/10/2012	6/13/2013	115,000	FHLMC G0-5326 5 00% 2/1/38	26,153 27	21,188 40	4,964 87	Short-Term
			TOTAL SHORT-TERM CAPITAL GAINS	1,142,565.32	1,184,124.79	(41,559.47)	
			GRAND TOTAL CAPITAL GAINS	2,888,501.36	2,816,215.33	72,286.03	

HARBOR LIGHTS FOUNDATION
REALIZED GAINS AND LOSSES
FYE 4/30/2014

STATE STREET BANK

DATE ACQ	DATE SOLD	QTY	SECURITY	SALES PROCEEDS	COST OR OTHER BASIS	GAIN/LOSS	ST/LT
VARIOUS	7/17/2013	100	APACHE CORP	8,223 74	4,896 97	3,326 77	Long-Term
VARIOUS	11/18/2013	50	MCDONALDS CORP	4,871 98	2,969 28	1,902 70	Long-Term
VARIOUS	2/3/2014	200	MORGAN STANLEY	6,030 79	2,607 00	3,423 79	Long-Term
VARIOUS	2/4/2014	50	ECOLAB INC	5,050 31	2,051 88	2,998 43	Long-Term
VARIOUS	3/13/2014	300	FIDELITY NATL INFORMATION SVCS INC	16,111 86	7,190 80	8,921 06	Long-Term
			TOTAL LONG-TERM CAPITAL GAINS	40,288.68	19,715.93	20,572.75	
VARIOUS	1/10/2014	1,400	TWENTY-FIRST CENTURY CL A	46,654 47	15,986 60	30,667.87	Short-Term
VARIOUS	2/4/2014	350	NEWS CORP	5,671 90	2,155 17	3,516 73	Short-Term
			TOTAL SHORT-TERM CAPITAL GAINS	52,326 37	18,141.77	34,184.60	
			GRAND TOTAL CAPITAL GAINS	92,615 05	37,857.70	54,757.35	

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US STOCKS								
ORACLE CORPORATION CMN (ORCL)	9,000 00	40 8800	367,920 00	2 6427	23,784 23		1 1742	4,320 00
QUALCOMM INC CMN (QCOM)	4,600 00	78 7100	362,066 00		No Cost		2 1344	7,728 00
TOTAL US STOCKS			729,986 00		23,784 23	284,123 93	1 6504	12,048 00
RUSSELL 1000 INDEX FUND (ISHARES)								
ISHARES RUSSELL 1000 ETF (IWB)	26,338 00	105 2500	2,772,074 50	79 2332	2,086,844 42	685,230 08	1 6825	46,639 33
TOTAL US EQUITY			**3,502,060.50**		**2,110,628.65**	**969,354.01**	**1.6758**	**58,687.33**

HARBOR LIGHTS FOUNDATION
LONG POSITION - STATE STREET
AS OF APRIL 30, 2014

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
ANADARKO PETROLEUM CORP	100	7,869 74		
	100	7,869.74	9,902 00	2,032 26
BERKSHIRE HATHAWAY INC	200	15,717 46		
	100	8,115.15		
	200	16,189.70		
	75	6,367.44		
	75	6,383.86		
	650	52,773.61	83,752.50	30,978 89
MONDELEZ INTERNATIONAL	700	13,762.64		
	250	6,562 03		
	950	20,324 67	33,867 50	13,542 83
COCA COLA CO.	1,000	24,101.61		
	1,000	24,101.61	40,790 00	16,688 39
PEPSICO	400	26,065 22		
	400	26,065 22	34,356 00	8,290.78
LOEWS CORP	500	18,157.59		

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
	500	18,157.59	21,985 00	3,827 41
UNITED HEALTHCARE GROUP	600	21,409 06		
	600	21,409 06	45,024.00	23,614 94
LIBERTY GLOBAL INC - A	363	3,297.20		
	363	3,297.20	14,454 66	11,157 46
LIBERTY GLOBAL INC - C	568	12,851 34		
	568	0 00		
	363	3,225 31		
	1,499	16,076 65	57,606 57	41,529 92
TWENTY-FIRST CENTURY CL A	1,200	39,363.36		
	100	3,128.33		
	1,300	42,491.69	40,716 00	(1,775.69)
ASCENT MEDIA CORP A	28	648 55		
	28	648 55	1,925.56	1,277 01
WAL-MART STORES	500	25,018 21		
	500	25,018.21	39,855.00	14,836.79
FIDELITY NATL INFORMATION SVCS	200	4,793.86		
	200	4,793.86	10,686 00	5,892 14

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
GOOGLE INC - CLASS A	30	4,927.76		
	10	5,867.86		
	40	10,795 62	21,395 20	10,599.58
GOOGLE INC - CLASS C	40	10,823 90		
	40	10,823 90	21,066.40	10,242.50
MICROSOFT CORP	1,200	32,873.28		
	400	12,079.24		
	1,600	44,952.52	64,640 00	19,687 48
COMCAST	700	12,559.12		
	700	12,559.12	35,728 00	23,168.88
3M CO	150	12,197 71		
	150	12,197 71	20,863.50	8,665 79
THERMO FISHER SCIENTIFIC	300	13,575 24		
	300	13,575.24	34,200.00	20,624.76
ALTERA CORP	400	8,801.62		
	400	8,801.62	13,008 00	4,206.38
NOBLE ENERGY INC.	200	17,218 62		

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
	200	18,763 46		
	400	0 00		
	800	35,982.08	57,424 00	21,441.92
PRAXAIR INC	300	20,537 26		
	300	20,537 26	39,165 00	18,627.74
GOLDMAN SACHS GROUP INC.	32	3,990 74		
	25	2,932 56		
	75	7,262 30		
	132	14,185.60	21,096.24	6,910.64
ECOLAB INC	450	18,466.87		
	450	18,466.87	47,088 00	28,621 13
AON PLC	700	34,333 25		
	700	34,333 25	59,416 00	25,082.75
WR BERKLEY	500	12,912 16		
	500	12,912 16	22,120.00	9,207 84
ORACLE CORP	300	7,684 20		
	200	5,388.98		
	300	8,349.12		
	300	9,360.00		
	600	19,633 62		

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
	400	12,898.24		
	100	3,478.43		
	2,200	66,792 59	89,936.00	23,143 41
NESTLE SA SPONSORED	350	16,885.90		
	350	16,885.90	27,013.00	10,127 10
MORGAN STANLEY	400	5,214.00		
	600	7,895 82		
	400	7,569 35		
	1,400	20,679 17	43,302.00	22,622 83
CONSTELLATION BRANDS INC-A	400	17,312 04		
	400	17,312 04	31,936 00	14,623 96
DISH NETWORK CORP-A	300	10,805.52		
	50	1,940.50		
	100	4,474.41		
	450	17,220 43	25,587 00	8,366 57
CITIGROUP INC	100	4,939 51		
	200	9,652 46		
	100	4,774 96		
	300	14,277.66		
	700	33,644.59	33,537 00	(107 59)

SECURITY	QTY	COST BASIS	FMV	UNREALIZED GAIN/LOSS
TOTAL PORTFOLIO		685,685.33	1,143,442 13	457,756 80

DUPLICATE STATEMENT

Schwab One® Trust Account of
J FRED WEINTZ JR TTEE
HARBOR LIGHTS FOUNDATION
U/A DTD 12/10/1980

Statement Period
April 1, 2014

Investment Detail - Mutual Funds

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD ENERGY FUND (M),◊ INVESTOR SHRS SYMBOL: VGENX	6,438.8900	68.78	442,866.85	54%	63.30	407,588.71	35,278.14

LONG POSITION IV

charles SCHWAB

Schwab One® Trust Account of
J FRED WEINTZ JR TTEE
HARBOR LIGHTS FOUNDATION
U/A DTD 12/10/1980

DUPLICATE STATEMENT

Statement Period
April 1, 2014

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD PRECIOUS METALS (M),◊ & MINING FD INV SYMBOL: VGPMX	36,031.7490	11.08	399,231.78	46%	14.31	515,635.99	(116,404.21)
Total Equity Funds	42,470.8390		842,098.63	100%		923,224.70	(81,126.07)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					24,949.	
		GAIN ON FULL DISP BS ASIA FD, LP					VARIOUS	VARIOUS
		300.					-300.	
		GAIN ON FULL DISP WESTPORT CAPITAL PROPERTY TYPE: SECURITIES				P	VARIOUS	10/3/2013
926,515.		768,643.					157,872.	
		GAIN ON PARTIAL SALE POWERSHARES DB COMM PROPERTY TYPE: SECURITIES				P	VARIOUS	4/8/2014
198,166.		195,210.					2,956.	
		SEE REALIZED GAIN/LOSS REPORT I PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,745,936.		1,632,090.					113,846.	
		SEE REALIZED GAIN/LOSS REPORT I PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,142,565.		1,184,124.					-41,559.	
		SEE REALIZED GAIN/LOSS REPORT II PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
40,289.		19,716.					20,573.	
		SEE REALIZED GAIN/LOSS REPORT II PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
52,326.		18,141.					34,185.	
		STCG(L) THRU K-1'S					VARIOUS	VARIOUS
77,074.							77,074.	
		LTCG(L) THRU K-1'S					VARIOUS	VARIOUS
329,417.							329,417.	
		SEC 1231 15% G(L) THRU K-1'S					VARIOUS	VARIOUS
1,021.							1,021.	
		SEC 1231 25% G(L) THRU K-1'S					VARIOUS	VARIOUS
17.							17.	
TOTAL GAIN(LOSS)							720,051.	

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).
Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions HARBOR LIGHTS FOUNDATION	Employer identification number (EIN) or 13-3052490
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions C/O BCRS ASSOCIATES, LLC; 77 WATER ST - 9TH FL	Social security number (SSN) N/A
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10005	

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

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

• The books are in the care of ▶ BCRS ASSOCIATES, LLC

Telephone No. ▶ 212-440-0811 Fax No. ▶ N/A

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until DECEMBER 15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☐ calendar year 20 ____ or
▶ ☒ tax year beginning MAY 1 , 20 13 , and ending APRIL 30 , 20 14 .

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 16,394.00
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 4,394.00
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 12,000.00

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

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions HARBOR LIGHTS FOUNDATION	Employer identification number (EIN) or 13-3052490
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O box, see instructions C/O BCRS ASSOCIATES, LLC; 77 WATER ST - 9TH FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10005	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ BCRS ASSOCIATES, LLC

Telephone No. ▶ 212-440-0811 Fax No. ▶ N/A

• If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until MARCH 16 , 20 15

5 For calendar year _____, or other tax year beginning MAY 1 , 20 13 , and ending APRIL 30 , 20 14

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 16,394.00
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 16,394.00
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ CPA Date ▶ 12/11/2014