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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2013 or tax year beginning

05/01, 2013, and ending

04/30, 2014

Name of foundation MIDDLE ROAD FOUNDATION		A Employer identification number 13-3202345						
C/O MICHAEL A. VARET								
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (212) 891-4054						
P.O. BOX 287440								
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10128-7440								
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 20,106,680.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	117,845.	83,846.		ATCH 1
	4 Dividends and interest from securities	350,481.	350,481.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	150,524.			
	b Gross sales price for all assets on line 6a 172,266.				
	7 Capital gain net income (from Part IV, line 2)		127,658.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	-19,489.	31,650.			
12 Total. Add lines 1 through 11	599,361.	593,635.			
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	104,510.	52,255.		52,255.
	c Other professional fees (attach schedule)				
	17 Interest ATCH 5	538.	538.		
	18 Taxes (attach schedule) (see instructions) ATCH 6	12,812.	1,991.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	80,054.	74,818.		940.
	24 Total operating and administrative expenses. Add lines 13 through 23	197,914.	129,602.		53,195.
	25 Contributions, gifts, grants paid	724,000.			724,000.
26 Total expenses and disbursements. Add lines 24 and 25	921,914.	129,602.	0	777,195.	
27 Subtract line 26 from line 12	-322,553.				
a Excess of revenue over expenses and disbursements		464,033.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		27,651.	93,169.	93,169.
	2	Savings and temporary cash investments		819,823.	893,833.	893,833.
	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). **	618,240.	618,240.	1,247,650.	
	b	Investments - corporate stock (attach schedule) ATCH 9	8,521,066.	8,257,591.	12,275,869.	
	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) ATCH 10	4,625,104.	5,062,224.	5,596,159.		
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,611,884.	14,925,057.	20,106,680.		
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 . ▶ <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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	14,537,232.	14,850,405.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	74,652.	74,652.		
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	14,611,884.	14,925,057.		
	31	Total liabilities and net assets/fund balances (see instructions)	14,611,884.	14,925,057.		

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	14,611,884.
2	Enter amount from Part I, line 27a	2	-322,553.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	635,726.
4	Add lines 1, 2, and 3	4	14,925,057.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,925,057.

**ATCH 8

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a 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	127,658.	
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	1,039,820.	20,208,387.	0.051455
2011	473,160.	11,362,593.	0.041642
2010	230,568.	8,962,047.	0.025727
2009	373,159.	8,019,768.	0.046530
2008	69,230.	8,036,233.	0.008615
2 Total of line 1, column (d)			2 0.173969
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 0.034794
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 19,006,098.
5 Multiply line 4 by line 3			5 661,298.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,640.
7 Add lines 5 and 6			7 665,938.
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			8 777,195.

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)		1	4,640.
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			
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	4,640.
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	4,640.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,966.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	6,966.	
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	2,326.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 2,326. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA, NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address <input type="text"/> N/A				
14	The books are in care of <input type="text"/> EISNERAMPER LLP Telephone no <input type="text"/> 212-891-4054			
Located at <input type="text"/> C/O J. ZBAR, 750 THIRD AVENUE NEW YORK, NY ZIP+4 <input type="text"/> 10017				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <input type="text"/> 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="text"/>				

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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/>	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 <input type="text"/>		
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.) <input type="checkbox"/>	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 <input type="text"/>		
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.) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 ☒ Nob 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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob 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

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

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

NONE

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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
ATCH 13		104,510.

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 N/A	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,063,264.
b	Average of monthly cash balances	1b	822,719.
c	Fair market value of all other assets (see instructions)	1c	5,409,548.
d	Total (add lines 1a, b, and c)	1d	19,295,531.
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	19,295,531.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	289,433.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,006,098.
6	Minimum investment return. Enter 5% of line 5	6	950,305.

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	950,305.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,640.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	945,665.
4	Recoveries of amounts treated as qualifying distributions	4	3,500.
5	Add lines 3 and 4	5	949,165.
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	949,165.

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	777,195.
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	777,195.
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	4,640.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	772,555.

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

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Page **9****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				949,165.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008 407,015.				
b From 2009 38,929.				
c From 2010				
d From 2011 64,455.				
e From 2012 49,480.				
f Total of lines 3a through e	559,879.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>777,195.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				777,195.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013	171,970.			171,970.
<i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	387,909.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
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)	235,045.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	152,864.			
10 Analysis of line 9				
a Excess from 2009 38,929.				
b Excess from 2010				
c Excess from 2011 64,455.				
d Excess from 2012 49,480.				
e Excess from 2013				

Form **990-PF** (2013)

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			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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))

ELIZABETH R VARET

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:

N/A

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

N/A

c Any submission deadlines.

N/A

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

N/A

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

Grants and Contributions Paid During the Year		Approved for Future Payment			
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE SCHEDULE - A ATTACHED		NONE	PC	PUBLIC SUPPORT	724,000.
Total				3a	724,000.
b Approved for future payment					
Total				3b	NONE

Form 990-PF (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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		900099	68.	14	117,777.	
4 Dividends and interest from securities				14	350,481.	
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		900099	-51,697.	01	31,642.	
8 Gain or (loss) from sales of assets other than inventory		900099	22,866.	18	127,658.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 14					566.	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			-28,763.		628,124.	
13 Total. Add line 12, columns (b), (d), and (e)						599,361.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

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

b If "Yes," complete the following schedule:

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

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.

**Sign
Here**

Signature of officer or trustee

12-12-14
Date

► President
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
MARIE ARRIGO

Preparer's signature Michael J. O'Connell

Date	12/12/2014
------	------------

4 Check ☐ self-employed

PTIN	P00058583
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Firm's name	▶ EISNERAMPER LLP
Firm's address	▶ 750 THIRD AVENUE NEW YORK, NY

Firm's EIN ▶ 13-1639826

10017-2703

Phone no 212-8914232

Form **990-PF** (2013)

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)	
		LOSS ON PUBLICLY TRADED SECURITIES				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
		4,765.					-4,765.	
		LONG TERM CAPITAL GAIN DISTRIBUTION				P		
90,059.							90,059.	
		THRU. PARTNERSHIPS				P	VAR	VAR
		PROPERTY TYPE: OTHER						
48,253.							48,253.	
		THRU. PARTNERSHIPS-SEC. 1231 GAIN				P	VAR	VAR
		PROPERTY TYPE: REAL ESTATE						
16,977.							16,977.	
		LESS: THRU. PARTNERSHIPS-SEC. 1231 (UBTI)				P		
		PROPERTY TYPE: REAL ESTATE						
		21,192.					-21,192.	
		LESS: THUR. PARTNERSHP-UBTI				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		1,674.					-1,674.	
TOTAL GAIN (LOSS)							<u>127,658.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANK/BROKERS	1,401.	1,401.
US TREASURY BOND INTEREST	32,692.	32,692.
THRU PARTNERSHIPS	49,819.	49,751.
THRU PARTNERSHIPS (T/E INTEREST)	33,931.	
INTERNAL REVENUE SERVICE	2.	2.
TOTAL	<u>117,845.</u>	<u>83,846.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANK/BROKERS THRU PARTNERSHIPS	289,799. 60,682.	289,799. 60,682.
TOTAL	<u>350,481.</u>	<u>350,481.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THRU PARTNERSHIPS (NOT UBIT)	31,642.	31,642.
THRU PARTNERSHIPS (SUBJECT TO UBIT)	-51,697.	
OTHER MISCELLANEOUS INCOME	566.	8.
TOTALS	-19,489.	31,650.

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX & ACCOUNTING FEES	104,510.	52,255.		52,255.
TOTALS	<u>104,510.</u>	<u>52,255.</u>		<u>52,255.</u>

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST EXPENSE	538.	538.
TOTALS	<u>538.</u>	<u>538.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	1,991.	1,991.
FEDERAL EXCISE TAX	9,646.	
STATE UBTI/EXCISE TAX	1,175.	
TOTALS	<u>12,812.</u>	<u>1,991.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CUSTODY FEES	14,945.	14,945.	
THRU PARTNERSHIPS	52,201.	52,201.	
FILING FEE	940.		940.
LATE FILING PENALTIES	240.		
THRU. PARTNERSHIPS-UBTI	4,056.		
STATE INCOME TAX WITHHELD			
THRU. PARTNERSHIPS	7,672.	7,672.	
TOTALS	<u>80,054.</u>	<u>74,818.</u>	<u>940.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ATTACHMENT 8</u>	
		<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
UST INFLATION INDEX	618,240.	618,240.	1,247,650.
US OBLIGATIONS TOTAL	<u>618,240.</u>	<u>618,240.</u>	<u>1,247,650.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AMETEK	159,854.	159,854.	3,827,472.
PIMCO	2,254,731.	1,121,310.	1,116,065.
JP MORGAN SHORT DURATION BOND	1,819,290.	1,279,306.	1,269,050.
CHEVRONTXACO CORP COM	11,078.	11,078.	107,320.
STRALEM EQUITY FUND	516,303.	1,061,893.	1,158,862.
JP MORGAN HIGH YIELD	1,817,324.	1,982,923.	2,013,183.
JP MORGAN SECURITIES	1,570,196.	1,640,168.	1,673,050.
JP MORGAN SELECT	372,290.	1,001,059.	1,110,867.
TOTALS	<u>8,521,066.</u>	<u>8,257,591.</u>	<u>12,275,869.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
2400 RHO PARTNERS (1999) LLC	85,234.	108,082.	95,072.
2800 ACI-II ASSOCIATES LLC	1,269.	1,064.	246.
2800 ACI-II INVESTORS LLC	34,651.	18,652.	20,952.
2800 ASA IV, LLC	-49,952.	-90,641.	-92,722.
2800 ASCP CHINA INVESTORS LLC	617,317.	622,054.	591,131.
2800 ASCP CHINA ASSOCIATES LLC	1,939.	4,344.	2,517.
2800 ASDP ASSOCIATES LLC	3,846.	1,207.	651.
2800 ASDP INVESTORS LLC	59,662.	10,826.	10,446.
2800 ICV-II ASSOCIATES LLC	92,484.	102,986.	116,991.
2800 ICV-II INVESTORS LLC	380,692.	424,235.	421,435.
2800 LBO III INVESTORS LLC	387,729.	435,654.	390,049.
2800 LBO IV INVESTORS LLC	446,914.	451,894.	348,628.
2800 LBO V ASSOCIATES	382,023.	386,528.	442,032.
2800 LBO V INVESTORS LLC	1,128,237.	1,030,013.	1,119,916.
2800 SAP IV INVESTORS LLC	143,521.	137,080.	251,769.
2800 SAP V ASSOCIATES	3,560.	3,302.	11.
2800 SAP V INVESTORS LLC	265,341.	260,443.	595,490.
AMERICAN GOTHAM PARTNERS	2,604.		
AMERICAN MCAP II LLC	89,367.	62,400.	152,611.
AMERICAN MCAP III LLC	330,930.	335,819.	360,158.
AMERICAN SAP IV ASSOCIATES LP	7,002.	6,940.	7,002.
2800 JR INVESTORS LLC	83,376.	99,395.	94,391.
AMERICAN SAP II ASSOCIATES LP	738.	772.	738.
AMERICAN SAP III ASSOCIATES LP	1,093.	607.	395.
ASOF II (B) LP	126,510.	108,204.	108,577.
SUITE 2400 INVESTORS II LP	-983.	857.	
ROBOTTI GLOBAL FUND		539,507.	557,673.
TOTALS	<u>4,625,104.</u>	<u>5,062,224.</u>	<u>5,596,159.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PRIOR YEAR ADJUSTMENT	3,500.
BOOK/TAX DIFFERENCE	632,226.
TOTAL	<u>635,726.</u>

MIDDLE ROAD FOUNDATION

13-3202345

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ELIZABETH R VARET P.O. BOX 287440 NEW YORK, NY 10128-7440	CHAIRMAN&DIRECTOR&ASST.SEC 1.00	0	0	0
MICHAEL A VARET P.O. BOX 287440 NEW YORK, NY 10128-7440	PRESIDENT, DIRECTOR, TREASURER 1.00	0	0	0
SARAH R. VARET P.O. BOX 287440 NEW YORK, NY 10128-7440	VICE PRESIDENT & SECRETARY .25	0	0	0
DAVID R. VARET P.O. BOX 287440 NEW YORK, NY 10128-7440	VP & ASST SECRETARY .25	0	0	0
JOSEPH R. VARET P.O. BOX 287440 NEW YORK, NY 10128-7440	VP & ASST TREASURER .25	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EISNERAMPER LLP 750 THIRD AVENUE NEW YORK, NY 10017	TAX & ACCOUNTING	104,510.
TOTAL COMPENSATION		<u>104,510.</u>

MIDDLE ROAD FOUNDATION

13-3202345

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

ATTACHMENT 14

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>	
				<u>AMOUNT</u>	<u>INCOME</u>
MISCELLANEOUS INCOME			01	566.	
TOTALS				<u>566.</u>	

MIDDLE ROAD FOUNDATION
FOR YEAR ENDED APRIL 30, 2014
EIN 13-3202345

PART XV-Grants and Contributions paid during the year

Name	Address	Recipient Status	Purpose	Amount
American Constitution Society	1333 H Street NW 11th Floor Washington DC 20005	PC	General Support	4,000 00
American Friends of Livnot U Lehanot	P O Box 811715 Boca Raton FL 33481	PC	General Support	10,000 00
AMERICAN FRIENDS OF THE OPEN UNIVERSITY O	OPEN UNIVERSITY OF ISRAEL 120 East 56th Street Suite 900	PC	General Support	5,000 00
American Jewish Joint Distribution Commit	711 Third Ave New York, NY 10017	PC	General Support	2,500 00
American Jewish Joint Distribution Commit	711 Third Ave New York, NY 10017	PC	General Support	25,000 00
ASSOCIATION POUR LE RETABLISSEMENT DES	INSTITUTIONS ET OEUVRES ISRAELITES EN FRANCE	PC	General Support	1,000 00
Bellroom Cultural Arts Foundation	Fairfax Dorn 108 East San Antonio Street Marfa TX 79843	PC	General Support	1,000 00
BILL MEMORIAL FOUNDATION	PO Box 5202 Beverly Hills CA 90209	PC	General Support	500 00
BILL MEMORIAL FOUNDATION	PO Box 5202 Beverly Hills CA 90209	PC	General Support	1,000 00
Boys and Girls Club of Venice Inc	2232 Lincoln Blvd Venice CA 90291	PC	General Support	500 00
BROWN UNIVERSITY	P O BOX 1877 PROVIDENCE RI 02912	PC	General Support	2,750 00
Canopy Canopy Canopy Inc	155 Freeman Street Brooklyn NY 11222	PC	General Support	500 00
Canopy Canopy Canopy Inc	155 Freeman Street Brooklyn NY 11222	PC	General Support	500 00
Center for Constitutional Rights	666 Broadway 7th Floor New York, NY 10012	PC	General Support	750 00
CENTER FOR REPRODUCTIVE RIGHTS INC	120 WALL STREET 14TH FLOOR NEW YORK NY 10005	PC	General Support	1,000 00
CENTRAL PARK CONSERVANCY INC	14 EAST 60TH STREET 8TH FLOOR NEW YORK NY 10022	PC	General Support	25,000 00
CENTRAL PARK CONSERVANCY INC	14 EAST 60TH STREET 8TH FLOOR NEW YORK NY 10022	PC	General Support	25,000 00
Chicago Public Media Inc	848 East Grand Ave Chicago IL 60611	PC	General Support	500 00
Child Mind Institute	162 West 56th Street Ste 405 New York, NY 10019	PC	General Support	500 00
CHORE SERVICE INC	PO BOX 123 SHARON CT 06069	PC	General Support	350 00
CITY HARVEST	575 EIGHTH AVENUE 4TH FLOOR NEW YORK NY 10018	PC	General Support	500 00
CIVITAS CITIZENS INC	1457 LEXINGTON AVE New York NY 10128	PC	General Support	500 00
COMMITTEE FOR ACCURACY IN MIDDLE EAST RE	PO Box 35040 Boston MA 02135-0001	PC	General Support	5,000 00
Community Partners	6435 Wilshire Blvd Los Angeles CA 90048	PC	General Support	2,000 00
Community Partners	6435 Wilshire Blvd Los Angeles CA 90048	PC	General Support	500 00
CONSERVATIVE SYNAGOGUE ADATH ISRAEL OF RI	475 WEST 250TH STREET RIVERDALE NY 10471	PC	General Support	250 00
Cornell University	Starr Pavilion Room 651 New York NY 10021	PC	General Support	5,000 00
DAILY PENNSYLVANIAN Alumni Society	4015 Walnut Street Philadelphia PA 19104-6198	PC	General Support	250 00
Doctors Without Borders	333 Seventh Ave 2nd Floor New York NY 10001	PC	General Support	2,500 00
Doctors Without Borders	333 Seventh Ave 2nd Floor New York NY 10001	PC	General Support	2,000 00
EAST HARLEM SCHOOL AT EXODUS HOUSE	340 East 104th Street New York NY 10029	PC	General Support	1,750 00
EQUAL JUSTICE WORKS	Helping Lawyers Help Community 1730 M Street NW Suite 1010	PC	General Support	1,000 00
ETHICAL CULTURE FIELDSTON SCHOOLS	33 CENTRAL PARK WEST NEW YORK NY 10023-6001	PC	General Support	2,250 00
ExtrasExtended Time Rac Act in Salisbury	PO Box 103 Salisbury CT 06068-0103	PC	General Support	300 00
Florida State University	425 W Jefferson Street Tallahassee FL 32306-1601	PC	General Support	40,000 00
Florida State University	425 W Jefferson Street Tallahassee FL 32306-1601	PC	General Support	30,000 00
Fountain House	425 West 47th Street New York NY 10036	PC	General Support	2,000 00
Friends of the High Line	529 W 20th Street Suite 8W New York NY 10011	PC	General Support	10,000 00
Girls Inc	120 Wall Street New York NY 10005-3902	PC	General Support	1,000 00
GiveWell - Clear Fund	182 Howard Street San Francisco CA 94105	PC	General Support	1,500 00
HANCOCK SHAKER VILLAGE INC	P O BOX 927 PITTSFIELD MA 01202-9971	PC	General Support	350 00
Hand in Hand	7832 SW Capitol Highway # C Portland OR 97219	PC	General Support	5,000 00
Henry Street Settlement	265 Henry Street New York, NY 10002	PC	General Support	1,000 00
HIAS	333 Seventh Ave Room 1600 New York, NY 10001-5019	PC	General Support	2,500 00
HILLEL OF NEW YORK	25 Broadway Suite 1700 New York NY 10004	PC	General Support	1,000 00
HOSPITAL FOR SPECIAL SURGERY	535 East 70th Street 8th Floor New York NY 10021	PC	General Support	10,000 00
HOUSATONIC CHILD CARE CENTER INC	308 SALMON KILL ROAD SALISBURY CT 06068	PC	General Support	350 00
HOUSATONIC VALLEY ASSOCIATION INC	P O BOX 28 CORNWALL BRIDGE CT 06754-0028	PC	General Support	350 00
Inner City Arts	720 Kohler Street Los Angeles CA 90021	PC	General Support	1,000 00
INTERNATIONAL RESCUE COMMITTEE, INC	122 E 42ND ST FLR 12 NEW YORK NY 10168	PC	General Support	1,250 00
JCC Rockland	450 West Nyack Road West Nyack NY 10994	PC	General Support	6,000 00
Jewish Telegraphic Agency	24 West 30th Street 4th Floor New York, NY 10001	PC	General Support	1,000 00
LAKE WONONSCOPOMIC ASSOCIATION INC	P O BOX 442 SALISBURY CT 06068-0442	PC	General Support	350 00
LAXART	2640 South La Cienega Blvd Los Angeles CA 90034-2604	PC	General Support	2,000 00
LAXART	2640 South La Cienega Blvd Los Angeles CA 90034-2604	PC	General Support	1,500 00
LAXART	2640 South La Cienega Blvd Los Angeles CA 90034-2604	PC	General Support	3,500 00
LAXART	2640 South La Cienega Blvd Los Angeles CA 90034 2604	PC	General Support	5,000 00
Maine Cancer Foundation	170 US Route 1 Suite 250 Falmouth ME 04105	PC	General Support	1,000 00
Maine Cancer Foundation	170 US Route 1 Suite 250 Falmouth ME 04105	PC	General Support	1,000 00
MAK Center for Art and Architecture	835 North Kings Road Los Angeles CA 90069	PC	General Support	5,000 00
MAK Center for Art and Architecture	835 North Kings Road, Los Angeles CA 90069	PC	General Support	1,500 00
MAK Center for Art and Architecture	835 North Kings Road Los Angeles CA 90069	PC	General Support	2,000 00
MANHATTAN SCHOOL OF MUSIC	120 CLAREMONT AVENUE NEW YORK NY 10027	PC	General Support	1,000 00
Morys Preservation Inc	306 York Street New Haven CT 06511-3627	PC	General Support	600 00
MOTHERS AGAINST DRUNK DRIVING	511 EAST JOHN CARPENTERS FRWY SUITE 700 IRVING TX 75062	PC	General Support	600 00
MOUNT SINAI HOSPITAL	Development Office 1190 Fifth Avenue New York, NY 10029	PC	General Support	1,000 00
Muse Film and Television	1 East 53rd Street 10th Floor New York NY 10022-4201	PC	General Support	1,000 00
Museum Associates	5905 Wilshire Blvd Los Angeles CA 90036	PC	General Support	1,000 00
Museum Associates	5905 Wilshire Blvd Los Angeles CA 90036	PC	General Support	6,000 00
Museum Associates	5905 Wilshire Blvd Los Angeles CA 90036	PC	General Support	1,000 00
Museum of Contemporary Art	250 S Grand Ave Los Angeles CA 90012	PC	General Support	5,000 00
National Senior Citizens Law Center	1444 Eye Street NW Suite 1100 Washington DC 20005	PC	General Support	2,000 00
Nati Center for Law and Economic Justice	275 Seventh Ave Suite 1506 New York NY 10001-6708	PC	General Support	3,500 00
NEW ISRAEL FUND	330 Seventh Ave 11th Floor New York, NY 10001	PC	General Support	10,000 00
NEW YORK PUBLIC LIBRARY	OFFICE OF DEVELOPMENT FIFTH AVE/42ND STREET ROOM 73 NEW YORK NY 10018	PC	General Support	600 00
NEW YORK UNIVERSITY	100 WASHINGTON SQ - ROOM 910 NEW YORK NY 10003-6688	PC	General Support	10,000 00
NEW YORK UNIVERSITY	100 WASHINGTON SQ - ROOM 910 NEW YORK NY 10003-6688	PC	General Support	10,000 00
NEW YORK WEILL CORNELL MEDICAL CENTER	525 EAST 68TH STREET NEW YORK NY 10131-0051	PC	General Support	5,000 00
NEW YORK-PRESBYTERIAN HOSPITAL	525 EAST 68TH STREET BOX 39 BAKER PAVILLION 14TH FLOOR NEW YORK NY 10021	PC	General Support	10,000 00
NORTHSIDE CENTER FOR CHILD DEVELOPMENT I	Fund Development Thelma Dye 1301 Fifth Ave	PC	General Support	1,000 00
NORTHSIDE CENTER FOR CHILD DEVELOPMENT I	Fund Development Thelma Dye 1301 Fifth Ave	PC	General Support	3,500 00
NORTHWEST CENTER FOR FAMILY SERVICE AND	P O BOX 153 LAKEVILLE,CT 06039-0153	PC	General Support	350 00
OLDER WOMEN S LEAGUE	P O BOX 705 LAKEVILLE, CT 06039-0153	PC	General Support	600 00
PARK AVENUE SYNAGOGUE	50 EAST 87TH STREET NEW YORK NY 10128	PC	General Support	15,000 00
PARK AVENUE SYNAGOGUE	50 EAST 87TH STREET NEW YORK NY 10128	PC	General Support	500 00

**MIDDLE ROAD FOUNDATION
FOR YEAR ENDED APRIL 30, 2014
EIN. 13-3202345**

PART XV-Grants and Contributions paid during the year

Partnership in Learning & Creative Exp	2781 Dunwell Ave Suite 201-202	PC	General Support	1,000 00
PERFORMA	100 West 23rd Street 5th Floor New York NY 10011-0028	PC	General Support	1 000 00
Planned Parenthood	434 West 33rd Street New York NY 10001	PC	General Support	1 500 00
SALISBURY ASSOCIATION INC	P O BOX 553 SALISBURY,CT 06068-0553	PC	General Support	350 00
SALISBURY VISITING NURSE ASSOCIATION	30A SALMON KILL RD SALISBURY CT 06068-0582	PC	General Support	350 00
SALISBURY VOLUNTEER AMBULANCE SERVICE IN	P O BOX 582 SALISBURY CT 06068-0582	PC	General Support	2 750 00
SCOVILLE MEMORIAL LIBRARY ASSOCIATION IN	MAIN STREET SALISBURY CT 06068	PC	General Support	500 00
SEA SHEPHERD CONSERVATION SOCIETY	PO Box 2616 Friday Harbor WA 98250	PC	General Support	1 000 00
SEA SHEPHERD CONSERVATION SOCIETY	PO Box 2616 Friday Harbor WA 98250	PC	General Support	1 000 00
Seeds of Peace	370 Lexington Ave Suite 1201 New York NY 10017	PC	General Support	1,000 00
Solomon Schechter School of Manhattan	50 East 87th Street New York, NY 10128	PC	General Support	1 000 00
Southern Poverty Law Center	400 Washington Ave Montgomery AL 36104	PC	General Support	1 500 00
Stone Barns Ctr for Food and Agriculture	Development Office 630 Bedford Road Pocantico Hills NY 10591	PC	General Support	1 000 00
StoryCorps	80 Hanson Place 2nd Floor Brooklyn NY 11217	PC	General Support	500 00
Storyville Center for the Spoken Word	481 Broadway 3rd Floor New York NY 10013	PC	General Support	500 00
The Center for Discovery	P O Box 840 Harris NY 12742	PC	General Support	1 000 00
The Children's Health Fund	215 West 125th Street Suite 301 New York NY 10027	PC	General Support	1 500 00
The Ciesla Foundation	5005 Linnean Ave NW Washington DC 20008	PC	General Support	50 000 00
The Innocence Project	Attn Development Department 40 Worth Street Suite 701 New York NY 10013	PC	General Support	2 500 00
The Kitchen	512 West 19th Street New York NY 10011	PC	General Support	1 000 00
THE PIATIGORSKY FOUNDATION	225 WEST 34TH STREET SUITE 1513 NEW YORK NY 10122	PC	General Support	3 000 00
TIME AND SPACE LIMITED THEATRE CO	PO BOX 343 HUDSON NY 12534	PC	General Support	5 000 00
TIME AND SPACE LIMITED THEATRE CO	PO BOX 343 HUDSON NY 12534	PC	General Support	5 000 00
Town of Salisbury Connecticut	27 Main Street Salisbury CT 06068	PC	General Support	2 000 00
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA	ONE COLLEGE HALL PHILADELPHIA PA 19104	PC	General Support	300 00
UJA Federation of Jewish Phil of NY	130 East 59th Street New York NY 10022	PC	General Support	125 000 00
UJA Federation of Jewish Phil of NY	130 East 59th Street New York NY 10022	PC	General Support	2 000 00
UJA Federation of Jewish Phil of NY	130 East 59th Street New York NY 10022	PC	General Support	10 000 00
Unicef	125 Maiden Lane New York, NY 10038	PC	General Support	500 00
WHITNEY MUSEUM OF AMERICAN ART	945 Madison Ave New York, NY 10021	PC	General Support	20 000 00
WHITNEY MUSEUM OF AMERICAN ART	945 Madison Ave New York NY 10021	PC	General Support	20 000 00
WHITNEY MUSEUM OF AMERICAN ART	945 Madison Ave New York NY 10021	PC	General Support	20 000 00
Wikimedia Foundation	P O Box 98204 Washington DC 20090-8204	PC	General Support	1 000 00
WOMEN MAKE MOVIES	115 W 29th St Suite 1200 New York NY 10001	PC	General Support	10 000 00
WOMEN'S SUPPORT SERVICES INC	P O BOX 341 SHARON CT 06069	PC	General Support	600 00
Yale Hillel Joseph Sifka Center for Jew	PO Box 209077 New Haven CT 06520-9077	PC	General Support	6 000 00
YALE LAW SCHOOL	PO Box 208341 New Haven CT 06520-8341	PC	General Support	5 000 00
YALE LAW SCHOOL	PO Box 208341 New Haven CT 06520-8341	PC	General Support	50 000 00
YALE LAW SCHOOL	PO Box 208341 New Haven CT 06520-8341	PC	General Support	5 000 00
YALE LAW SCHOOL	PO Box 208341 New Haven CT 06520-8341	PC	General Support	1 500 00
YOUNG ISRAEL OF GREAT NECK	236 MIDDLE NECK ROAD GREAT NECK NY 11021	PC	General Support	3 600 00

TOTAL CONTRIBUTIONS PAID

724,000 00

**Application for Extension of Time To File an
Exempt Organization Return**

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

OMB No 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or
	MIDDLE ROAD FOUNDATION C/O MICHAEL A. VARET		13-3202345
	Number, street, and room or suite no. If a P.O. box, see instructions		Social security number (SSN)
	P.O. BOX 287440		
City, town or post office, state, and ZIP code. For a foreign address, see instructions			
NEW YORK, NY 10128-7440			

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

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 ► EISNERAMPER LLP, C/O J. ZBAR, 750 THIRD AVENUE NEW YORK, NY 10017

Telephone No. ► 212 891-4054

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 12/15, 2014, 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 05/01, 2013, and ending 04/30, 2014.

- 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	6,966.
b If this application is for Form 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 \$	6,966.
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 \$	0

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.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)