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 06/01, 2013, and ending 05/31, 2014

Name of foundation: THE OPATRNY FAMILY FOUNDATION

A Employer identification number: 13-3502411

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

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 ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,199,428.

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

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

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)	1,429,139.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	50.	50.		ATCH 1
	4 Dividends and interest from securities	12,690.	12,690.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	906,415.			
	b Gross sales price for all assets on line 6a 1,587,405.				
	7 Capital gain net income (from Part IV, line 2)		906,415.		
	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)				
	12 **Total** Add lines 1 through 11	2,348,294.	919,155.	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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 3	5,500.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	390.			390.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	5,890.			390.
	25 Contributions, gifts, grants paid	1,469,690.			1,469,690.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,475,580.	0	0	1,470,080.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	872,714.			
	b **Net investment income** (if negative, enter -0-)		919,155.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	61,432.	215,910.	215,910.
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)			
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 5	1,027,971.	918,881.	983,518.
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)	1,089,403.	1,134,791.	1,199,428.
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	
	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, ▶ ☒ check here and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,089,403.	1,134,791.	
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)	1,089,403.	1,134,791.	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,089,403.	1,134,791.	

Assets: lines 1–16; Liabilities: lines 17–23; Net Assets or Fund Balances: lines 24–31

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	1,089,403.
2	Enter amount from Part I, line 27a	2	872,714.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,962,117.
5	Decreases not included in line 2 (itemize) ▶ ATCH 6	5	827,326.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,134,791.

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	906,415.
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	1,194,912.	1,320,639.	0.904798
2011	2,178,691.	2,000,369.	1.089145
2010	1,603,678.	3,253,502.	0.492908
2009	1,909,314.	4,653,564.	0.410291
2008	1,821,485.	6,872,570.	0.265037

2 **Total** of line 1, column (d)	2	3.162179
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	0.632436
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,151,297.
5 Multiply line 4 by line 3	5	728,122.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,192.
7 Add lines 5 and 6	7	737,314.
8 Enter qualifying distributions from Part XII, line 4	8	1,470,080.

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 ▶ [X] and enter 1% of Part I, line 27b	1	9,192.
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	9,192.
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	9,192.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 5,355.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 8,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	13,355.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,163.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax ▶** 4,163. **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?	2		X
	If "Yes," attach a detailed description of the activities			
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		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
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) ▶ 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.*	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

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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)		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** No: 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 7		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	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 INTERNAL	NONE
2 REVENUE CODE SECTION 501(C)(3).	
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 . . . ▶	

Form **990-PF** (2013)

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	51.
b	Average of monthly cash balances	1b	183,150.
c	Fair market value of all other assets (see instructions)	1c	985,628.
d	**Total** (add lines 1a, b, and c)	1d	1,168,829.
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	1,168,829.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,532.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,151,297.
6	**Minimum investment return.** Enter 5% of line 5	6	57,565.

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	57,565.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,192.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	9,192.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	48,373.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	48,373.
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	48,373.

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	1,470,080.
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	1,470,080.
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	9,192.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,460,888.

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				48,373.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008 ...... 1,478,916.				
b From 2009 ...... 1,696,458.				
c From 2010 ...... 1,449,997.				
d From 2011 ...... 2,081,817.				
e From 2012 ...... 1,131,276.				
f Total of lines 3a through e	7,838,464.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,470,080.				
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				48,373.
e Remaining amount distributed out of corpus	1,421,707.			
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	9,260,171.			
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				NONE
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)	1,478,916.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	7,781,255.			
10 Analysis of line 9				
a Excess from 2009 ... 1,696,458.				
b Excess from 2010 ... 1,449,997.				
c Excess from 2011 ... 2,081,817.				
d Excess from 2012 ... 1,131,276.				
e Excess from 2013 ... 1,421,707.				

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))

ATTACHMENT 8

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				1,469,690.
Total . . . . ▶ **3a**				1,469,690.
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	50.	
4 Dividends and interest from securities			14	12,690.	
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			18	906,415.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				919,155.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 919,155.

(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)
N/A	

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

Signature of officer or trustee | Date 3/21/15 | Title TRUSTEE

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		3/16/15		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
THE OPATRNY FAMILY FOUNDATION

Employer identification number
13-3502411

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 THE OPATRNY FAMILY FOUNDATION

Employer identification number 13-3502411

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	DONALD C. OPATRNY, JR. C/O BCRS ASSOC LLC, 77 WATER ST-9TH FL NEW YORK, NY 10005	$ 1,429,139.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE OPATRNY FAMILY FOUNDATION

Employer identification number 13-3502411

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	SEE ATTACHED LIST	$ 1,429,139.	VARIOUS

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE OPATRNY FAMILY FOUNDATION

Employer identification number 13-3502411

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

THE OPATRNY FAMILY FOUNDATION
EIN: 13-3502411

ATTACHMENT TO SCHEDULE B, PT II, LN b: LIST OF STOCKS RECEIVED FROM DONOR

Security Name	Shares	FMV @ 12/13/13
A.O. SMITH CORP (DEL)	60	3,148
ACCO BRANDS CORPORATION	180	1,109
ADVENT SOFTWARE	40	1,363
AGILENT TECHNOLOGIES, INC.	60	3,324
ALASKA AIR GROUP INC(DEL HLDG)	40	2,895
ALEXION PHARMACEUTICALS INC	40	4,934
ALLIANT TECHSYSTEMS INC	57	6,857
ALNYLAM PHARMACEUTICALS, INC.	60	3,581
ALTRIA GROUP, INC.	280	10,378
AMAZON.COM INC	60	23,197
AMERICAN EXPRESS CO.	120	10,029
AMERIPRISE FINANCIAL, INC.	160	17,090
AMERISOURCEBERGEN CORPORATION	120	8,202
AMPHENOL CORP CLA (NEW)	60	5,102
AOL INC.	20	885
APACHE CORP.	50	4,295
APPLE, INC.	140	78,159
AVON PRODUCTS INC.	80	1,344
B/E AEROSPACE INC	60	5,112
BANK OF AMERICA CORP	720	10,966
BELDEN INC	40	2,724
BIOGEN IDEC INC	60	16,530
BIOMARIN PHARMACEUTICAL INC	20	1,377
BORGWARNER INC.	20	2,152
CABOT OIL & GAS CORPORATION	80	2,898
CAMERON INTERNATIONAL CORP	60	3,350
CAPITAL ONE FINANCIAL CORP	100	7,145
CARMAX, INC.	20	1,021
CBS CORPORATION	280	16,351
CELANESE CORPORATION	20	1,101
CELGENE CORPORATION	83	13,730
CIGNA CORPORATION	20	1,684
CIMAREX ENERGY Co.	20	1,944
COCA COLA ENTERPRISES.INC	20	817
COGNIZANT TECHNOLOGY	60	5,625

Security Name	Shares	FMV @ 12/13/13
CONSOL ENERGY INC.	30	1,109
CONSTELLATION BRANDS INC.	20	1,395
CONTINENTAL RESOURCES INC.	20	2,082
CORRECTIONS CORP OF AMERICA	40	1,323
CST BRANDS, INC.	8	269
CUMMINS INC	40	5,196
CVS CAREMARK CORPORATION	132	8,903
DELTA AIR LINES, INC.	80	2,281
DEVON ENERGY CORPORATION (NEW)	64	3,804
DEXCOM, INC.	40	1,381
DILLARDS INC CL-A	140	12,851
DIRECTV	20	1,343
DISCOVER FINANCIAL SERVICES	80	4,240
DOW CHEMICAL CO	140	5,765
EBAY INC.	160	8,287
EDWARDS LIFESCIENCES CORP	40	2,452
ELLIE MAE, INC	40	1,047
ENERGIZER HOLDINGS, INC.	30	3,268
EXPRESS SCRIPTS HOLDINGS	138	9,245
FASTENAL CO	160	7,401
FBL FINL GROUP INC CL A	100	4,327
FIFTH THIRD BANCORP	220	4,436
FISERV INC	40	4,486
FORD MOTOR COMPANY	360	5,985
FORTUNE BRANDS HOME & SECURITY	20	850
FOSSIL GROUP INC.	40	4,868
GARTNER, INC.	20	1,326
GENWORTH FINANCIAL INC	220	3,278
GILEAD SCIENCES	280	19,845
GOOGLE, INC.	40	42,684
GREENBRIER COMPANIES INC	100	3,124
HALLIBURTON COMPANY	76	3,751
HARLEY- DAVIDSON INC	40	2,715
HARTFORD FINANCIAL SRVCS GROUP	40	1,407
HEADWATERS INC	100	959
HEALTH MANAGEMENT ASSOC. CL A	60	778
HOST HOTELS & RESORTS INC	200	3,609
INCYTE CORPORATION	80	3,903
INTERNATIONAL CORP	40	650
INTERNATIONAL PAPER CO.	20	945
JARDEN CORPORATION	30	1,712
JOHNSON CONTROLS INC	100	5,014

Security Name	Shares	FMV @ 12/13/13
KANSAS CITY SOUTHERN	40	4,711
KAPSTONE PAPER AND PACKAGING	20	1,085
KBR, INC.	28	867
KRAFT FOODS GROUP, INC.	43	2,273
KULICKE & SOFFA INDS INC	340	4,218
LAS VEGAS SANDS CORP.	40	3,056
LIBERTY GLOBAL, PLC	66	5,591
LIBERTY GLOBAL, PLC.	34	2,880
LIBERTY MEDIA CORPORATION	3	443
LORILLARD, INC.	162	8,144
LOWES COMPANIES INC	60	2,828
MACY'S INC	300	15,558
MARATHON PETROLEUM CORPORATIO	40	3,391
MASTERCARD INCORPORATED	20	15,753
MAXIMUS INC	80	3,476
MCKESSON CORPORATION	40	6,280
MEDICINES CO (THE)	40	1,479
MEDIDATA SOLUTIONS, INC.	20	2,272
MERCADOLIBRE INC.	20	2,070
MERCK & CO., INC.	34	1,648
METTLER -TOLEDO INTL	40	9,651
MICRON TECHNOLOGY, INC.	320	7,336
MID-AMERICA APT CMNTYS	21	1,272
MONDELEZ INTERNATIONAL, INC.	130	4,416
MONSANTO COMPANY	70	7,754
MOTOROLA SOLUTIONS INC	40	2,597
MOVADO GROUP INC	40	1,700
NETAPP, INC.	120	4,753
NETSUITE INC	20	1,877
NEWS CORPORATION	175	3,064
NIKE INC CLASS-B	80	6,121
NOBLE ENERGY INC	80	5,455
NORDSON CORP	40	2,883
NORDSTROM INC	20	1,209
NU SKIN ENTERPRISES INC	20	2,583
OSHKOSH CORPORATION	100	4,866
PEPSICO INC	6	488
PHILIP MORRIS INTL INC	280	23,867
POLARIS INDS INC	40	5,381
POLYPORE INTERNATIONAL, INC.	40	1,469
POST PROPERTIES INC	20	899
PRAXAIR, INC	60	7,475

Security Name	Shares	FMV @ 12/13/13
PRECISION CASTPARTS CORP.	20	5,071
PRICE T ROWE GROUP INC	20	1,565
PRINCIPAL FINANCIAL GROUP	120	5,788
PROGRESSIVE CORPORATION (THE)	40	1,057
PROTECTIVE LIFE CORP	120	5,805
QUALCOMM INC	240	17,519
QUEST DIAGNOSTICS INCORPORATED	60	3,249
QUIKSILVER INC	200	1,659
REGENERON PHARMACEUTICAL INC	40	10,817
REYNOLDS AMERICAN INC.	120	5,879
RF MICRO DEVICES INC	300	1,503
ROCKWELL AUTOMATION INC	20	2,215
ROYAL CARIBBEAN CRUISES LTD	100	4,342
RYMAN HOSPITALITY PPTYS INC	80	3,316
SALESFORCE.COM, INC	80	4,102
SALLY BEAUTY HOLDINGS, INC.	40	1,108
SCHLUMBERGER LTD	20	1,734
SEATTLE GENETICS, INC.	40	1,589
SEMPRA ENERGY	40	3,464
SHERWIN -WILLIAMS CO	20	3,577
SKYWORKS SOLUTIONS INC	40	1,101
SL GREEN REALTY CORP	20	1,811
SM ENERGY COMPANY	20	1,606
SONIC AUTOMOTIVE INC CLASS A	180	4,293
STARBUCKS CORP.	60	4,591
STEIN MART INC	360	4,734
SUNSTONE HOTEL INVESTORS INC.	80	1,016
SUNTRUST BANKS INC	80	2,802
SYMANTEC CORP	100	2,224
TE CONNECTIVITY LTD	80	4,175
TEMPUR SEALY INTERNATIONAL INC	20	996
THERMO FISHER SCIENTIFIC INC	65	6,567
TIME WARNER CABLE INC.	85	11,301
TJX COMPANIES INC (NEW)	80	4,906
TRIMBLE NAVIGATION LTD	40	1,274
TRINITY INDUSTRIES INC (DEL)	100	5,115
TWENTY FIRST CENTURY FOX, INC	700	22,957
TYSON FOODS INC CLA	20	668
UNION PACIFIC CORP.	40	6,456
USG CORP (NEW)	60	1,535
VALERO ENERGY CORPORATION	80	3,657
VF CORP	20	4,661

Security Name	Shares	FMV @ 12/13/13
VIACOM INC	60	4,875
VIROPHARMA INCORPORATED	20	994
VIRTUSA CORPORATION	60	2,078
WABCO HOLDINGS INC.	20	1,787
WALT DISNEY COMPANY (THE)	400	27,882
WESTERN DIGITAL CORPORATION	20	1,582
WESTLAKE CHEMICAL CORPORATION	20	2,258
WEX INC	20	1,933
WHITING PETROLEUM CORPORATION	40	2,332
WORTHINGTON INDUSTRIES	40	1,608
WYNDHAM WORLDWIDE CORP.	240	16,931
XL GROUP PLC	120	3,578
YUM BRANDS, INC.	70	5,050
NEUBERGER BERMAN EQUITY	40,410	492,599
		1,429,139

THE OPATRNY FAMILY FOUNDATION **EIN: 13-3502411**

SUPPLEMENTARY STATEMENTS

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 CREDIT BALANCE	11.	11.	
INTEREST ON BDA	39.	39.	
TOTAL	50.	50.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS	696.	696.	
SHORT TERM INTEREST THRU GS PEP 2005	2,082.	2,082.	
PORTFOLIO INCOME THRU GS PEP 2005	9,912.	9,912.	
TOTAL	12,690.	12,690.	

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FED TAX - BAL DUE W/ EXT FYE 5.31.2013	5,500.			
TOTALS	5,500.			

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NEW YORK STATE FILING FEE	250.			250.
PUBLIC NOTICE FEES	140.			140.
TOTALS	390.			390.

ATTACHMENT 5

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ETON PARK OVERSEAS FD CLASS A	428,584.	349,707.	525,085.
GS PVT EQTY PTRS 2005 OFFSHORE	599,387.	569,174.	458,433.
TOTALS	1,027,971.	918,881.	983,518.

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)	
		PARTIAL REDEMPTION FROM ETON PARK OVERSE					VAR	VAR
114,695.		79,176.					35,519.	
		LTCG THRU GS PEP 2005					VAR	VAR
41,125.							41,125.	
		LTCG THRU GS ACCT # 8512					VAR	VAR
8,891.		1,263.					7,628.	
		LTCG THRU GS ACCT # 8512					VAR	VAR
930,129.		130,395.					799,734.	
		STCG THRU FIDELITY # 8579					VAR	12/13/2013
260,131.		259,693.					438.	
		LTCG THRU FIDELITY # 8579					VAR	12/13/2013
5,944.		5,648.					296.	
		LTCG THRU FIDELITY # 8579					VAR	12/13/2013
226,490.		204,815.					21,675.	
TOTAL GAIN(LOSS)							906,415.	

ATTACHMENT 6

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	827,326.
TOTAL	827,326.

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DONALD C. OPATRNY, JR. C/O BCRS ASSOCIATES, LLC 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
JUDITH T. OPATRNY 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 8

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

DONALD C. OPATRNY, JR.; C/O BCRS ASSOCIATES, LLC
77 WATER STREET - 9TH FLOOR, NEW YORK, NY 10005

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	Employer identification number
THE OPATRNY FAMILY FOUNDATION	13-3502411

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	260,131.	259,693.		438.
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	438.

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	14,835.	6,911.		7,924.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	1,156,619.	335,210.		821,409.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	155,820.	79,176.		76,644.

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	905,977.

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			438.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			905,977.
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			906,415.

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	Social security number or taxpayer identification number
THE OPATRNY FAMILY FOUNDATION	13-3502411

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)
STCG THRU FIDELITY # 8579	VAR	12/13/2013	260,131.	259,693.			438.
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) ▶			260,131.	259,693.			438.

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): THE OPATRNY FAMILY FOUNDATION

Social security number or taxpayer identification number: 13-3502411

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)
LTCG THRU GS ACCT # 8512	VAR	VAR	8,891.	1,263.			7,628.
LTCG THRU FIDELITY # 8579	VAR	12/13/2013	5,944.	5,648.			296.
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) ▶			14,835	6,911.			7,924.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE OPATRNY FAMILY FOUNDATION	13-3502411

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

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [X] **(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)
LTCG THRU GS ACCT # 8512	VAR	VAR	930,129.	130,395.			799,734.
LTCG THRU FIDELITY # 8579	VAR	12/13/2013	226,490.	204,815.			21,675.
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) ▶			1,156,619.	335,210.			821,409.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE OPATRNY FAMILY FOUNDATION	13-3502411

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

- [ ] **(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
- [X] **(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)
PARTIAL REDEMPTION FRO ETON PARK OVERSEAS	VAR	VAR	114,695.	79,176.			35,519.
LTCG THRU GS PEP 2005	VAR	VAR	41,125.				41,125.
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) ▶			155,820.	79,176.			76,644.

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

THE OPATRNY FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 5/31/2014
EIN: 13-3502411

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
6/5/2013	DANCER'S WORKSHOP AUSTIN, TX	10,000 00
7/9/2013	CENTER FOR THE ARTS URBANA, IL	4,051 76
7/22/2013	JACKSON HOLE COMMUNITY RADIO (KHOL, JACKSON HOLE) JACKSON, WY	1,000 00
8/26/2013	DANCER'S WORKSHOP AUSTIN, TX	1,000 00
8/26/2013	ART ASSOCIATION OF JACKSON HOLE JACKSON, WY	10,000 00
8/28/2013	CORNELL UNIVERSITY ITHACA, NY	6,600 00
12/16/2013	CORNELL UNIVERSITY ITHACA, NY	250 00
12/16/2013	CORNELL UNIVERSITY ITHACA, NY	1,000 00
12/16/2013	NANTUCKET ATHENEUM NANTUCKET, MA	1,500 00
12/16/2013	OFF SQUARE THEATER COMPANY JACKSON, WY	2,000 00
12/16/2013	CORNELL UNIVERSITY ITHACA, NY	2,500 00
12/16/2013	THE UNIVERSITY OF CHICAGO CHICAGO, IL	2,500 00

THE OPATRNY FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 5/31/2014
EIN: 13-3502411

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
12/16/2013	ART INSTITUTE OF CHICAGO CHICAGO, IL	5,000 00
12/16/2013	TETON COUNTY LIBRARY JACKSON, WY	10,000.00
12/16/2013	JACKSON HOLE PUBLIC ART JACKSON, WY	10,000 00
12/16/2013	DANCER'S WORKSHOP AUSTIN, TX	15,000 00
12/16/2013	UNIVERSITY SCHOOL PITTSBURGH, PA	15,000.00
12/16/2013	GRAND TETON NATIONAL PARK MOOSE, WY	15,000 00
12/16/2013	COMMUNITY FOUNDATION OF JACKSON HOLE JACKSON, WY	20,000 00
12/16/2013	CORNELL UNIVERSITY ITHACA, NY	25,000 00
12/16/2013	CONNECTICUT COLLEGE NEW LONDON, CT	25,000.00
12/16/2013	CORNELL UNIVERSITY ITHACA, NY	35,000 00
12/16/2013	NANTUCKET ATHENEUM NANTUCKET, MA	50,000 00
12/20/2013	THE NATURE CONSERVANCY NEW YORK, NY	150,000 00

THE OPATRNY FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 5/31/2014
EIN: 13-3502411

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
12/20/2013	COMMUNITY CENTER FOR THE ARTS URBANA, IL	200,000 00
12/20/2013	CONNECTICUT COLLEGE NEW LONDON, CT	200,000 00
12/20/2013	UNIVERSITY SCHOOL PITTSBURGH, PA	220,388 40
12/20/2013	CORNELL UNIVERSITY ITHACA, NY	400,000 00
3/18/2014	OFF SQUARE THEATER COMPANY JACKSON, WY	10,000 00
5/7/2014	TETON COUNTY LIBRARY JACKSON, WY	900 00
5/27/2014	JACKSON HOLE COMMUNITY RADIO (KHOL, JACKSON HOLE) JACKSON, WY	1,000 00
5/27/2014	DANCER'S WORKSHOP AUSTIN, TX	20,000 00
	TOTAL CONTRIBUTIONS PAID *	**$1,469,690.16**

** 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*

THE OPATRNY FAMILY FOUNDATION
REALIZED GAINS AND LOSSES - FIDELITY
FYE 5/31/2014

Description	Trade Date	Date Sold	Qty	Sales Proceeds	Cost or Other Basis	Gain/Loss	Gain Type
Neuberger Berman Equity Income Institutional	VARIOUS	12/13/2013	21341 181	260,130 51	259,692 42	438 09	ST
	TOTAL SHORT-TERM CAPITAL GAINS			260,130.51	259,692 42	438 09	
Neuberger Berman Equity Income Instl	VARIOUS	12/13/2013	487 642	5,943 93	5,648 26	295 67	LT
Neuberger Berman Equity Income Instl	VARIOUS	12/13/2013	18,581 259	226,489 46	204,814 52	21,674 94	LT
	TOTAL LONG-TERM CAPITAL GAINS			232,433.39	210,462 78	21,970.61	
	TOTAL GAINS			492,563 90	470,155.20	22,408.70	

REALIZED GAINS AND LOSSES

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ALNYLAM PHARMACEUTICALS, INC CMN (02043Q107)	11/15/2011	12/17/2013	60 00 [9]	3,615 53	0 00	416 75	3,198 78
AOL INC CMN (00184X105)	10/13/2011	12/17/2013	20 00 [9]	890 98	0 00	166 83	724 15
ELLIE MAE, INC CMN (28849P100)	10/13/2011	12/17/2013	40 00 [9]	1,091 02	0 00	208 86	882 16
HEADWATERS INC CMN (42210P102)	10/13/2011	12/17/2013	100 00 [9]	950 98	0 00	143 15	807 83
MEDIDATA SOLUTIONS, INC CMN (58471A105)	09/08/2011	12/17/2013	20 00 [9]	1,162 58	0 00	164 02	998 56
MEDIDATA SOLUTIONS, INC CMN (58471A105)	09/08/2011	12/20/2013	20 00 [9]	1,180 38	0 00	164 02	1,016 36
Net Covered Long-Term Gains (Losses)				**8,891.47**	**0.00**	**1,263.63**	**7,627.84**
NonCovered Long-Term Gains (Losses)							
A O SMITH CORP (DEL) CMN (831865209)	03/17/2009	12/17/2013	60 00 [9]	3,179 34	0 00	459 23	2,720 11
ACCO BRANDS CORPORATION CMN (00081T108)	02/20/2009	12/17/2013	180 00 [9]	1,136 57	0 00	210 87	925 70
ADVENT SOFTWARE INC CMN (007974108)	10/04/2002	12/17/2013	40 00 [9]	1,371 97	0 00	217 40	1,154 57
AGILENT TECHNOLOGIES, INC CMN (00846U101)	10/04/2002	12/17/2013	60 00 [9]	3,358 74	0 00	697 61	2,661 13
ALASKA AIR GROUP INC(DEL HLDG) CMN (011659109)	05/27/2009	12/17/2013	40 00 [9]	2,883 54	0 00	311 96	2,571 58
ALEXION PHARMACEUTICALS INC CMN (015351109)	07/01/2009	12/17/2013	40 00 [9]	4,887 91	0 00	811 03	4,076 88
ALLIANT TECHSYSTEMS INC CMN (018804104)	08/07/2000	12/17/2013	57 00 [9]	7,011 44	0 00	1,196 11	5,815 33

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ALTRIA GROUP, INC CMN (02209S103)	02/09/2000	12/17/2013	280 00 [9]	10,425 22	0 00	1,286 50	9,138 72
AMAZON COM INC CMN (023135106)	05/27/2009	12/17/2013	20 00 [9]	7,751 06	0 00	1,561 79	6,189 27
AMAZON COM INC CMN (023135106)	01/09/2007	12/17/2013	40 00 [9]	15,502 13	0 00	1,515 00	13,987 13
AMERICAN EXPRESS CO CMN (025816109)	02/20/2009	12/17/2013	120 00 [9]	10,144 22	0 00	1,512 66	8,631 56
AMERIPRISE FINANCIAL, INC CMN (03076C106)	02/20/2009	12/17/2013	160 00 [9]	17,399 69	0 00	2,666 75	14,732 94
AMERISOURCEBERGEN CORPORATION CMN (03073E105)	07/08/2004	12/17/2013	120 00 [9]	8,200 25	0 00	1,564 22	6,636 03
AMPHENOL CORP CL-A (NEW) CMN CLASS A (032095101)	10/04/2002	12/17/2013	60 00 [9]	5,156 31	0 00	454 80	4,701 51
APACHE CORP CMN (037411105)	02/09/2000	12/17/2013	50 00 [9]	4,279 92	0 00	794 13	3,485 79
APPLE, INC CMN (037833100)	05/25/2005	12/17/2013	140 00 [9]	78,121 59	0 00	5,565 70	72,555 89
AVON PRODUCTS INC CMN (054303102)	03/16/2000	12/17/2013	80 00 [9]	1,356 77	0 00	268 04	1,088 73
B/E AEROSPACE INC CMN (073302101)	11/10/2008	12/17/2013	20 00 [9]	1,716 37	0 00	212 18	1,504 19
B/E AEROSPACE INC CMN (073302101)	02/20/2009	12/17/2013	40 00 [9]	3,432 74	0 00	360 06	3,072 68
BANK OF AMERICA CORP CMN (060505104)	02/20/2009	12/17/2013	720 00 [9]	10,922 20	0 00	2,437 06	8,485 14
BELDEN INC CMN (077454106)	02/20/2009	12/17/2013	40 00 [9]	2,771 15	0 00	488 46	2,282 69
BIOGEN IDEC INC CMN (09062X103)	02/21/2003	12/17/2013	60 00 [9]	16,394 71	0 00	1,740 48	14,654 23
BIOMARIN PHARMACEUTICAL INC CMN (09061G101)	04/22/2009	12/17/2013	20 00 [9]	1,372 37	0 00	251 03	1,121 34
BORGWARNER INC CMN (099724106)	09/26/2001	12/17/2013	20 00 [9]	1,097 99	0 00	96 73	1,001 26
CABOT OIL & GAS CORPORATION CMN (127097103)	03/17/2009	12/17/2013	80 00 [9]	2,839 95	0 00	484 83	2,355 12
CAMERON INTERNATIONAL CORP CMN (13342B105)	09/26/2001	12/17/2013	60 00 [9]	3,466 73	0 00	456 60	3,010 13
CAPITAL ONE FINANCIAL CORP CMN (14040H105)	02/20/2009	12/17/2013	100 00 [9]	7,266 87	0 00	906 65	6,360 22
CARMAX, INC CMN (143130102)	02/20/2009	12/17/2013	20 00 [9]	1,030 38	0 00	169 23	861 15
CBS CORPORATION CMN CLASS B (124857202)	02/20/2009	12/17/2013	280 00 [9]	16,348 91	0 00	1,389 61	14,959 30
CELANESE CORPORATION CMN SERIES A (150870103)	02/20/2009	12/17/2013	20 00 [9]	1,097 78	0 00	194 83	902 95
CELGENE CORPORATION CMN (151020104)	11/09/2005	12/17/2013	83 00 [9]	13,547 02	0 00	2,447 46	11,099 56

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CIGNA CORPORATION CMN (125509109)	11/10/2008	12/17/2013	20 00 [9]	1,675 97	0 00	301 92	1,374 05
CIMAREX ENERGY CO CMN (171798101)	03/17/2009	12/17/2013	20 00 [9]	1,965 96	0 00	381 83	1,584 13
COCA-COLA ENTERPRISES, INC CMN (19122T109)	03/17/2009	12/17/2013	20 00 [9]	826 78	0 00	38 23	788 55
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/10/2008	12/17/2013	60 00 [9]	5,648 80	0 00	1,139 31	4,509 49
CONSOL ENERGY INC CMN (20854P109)	07/25/2002	12/17/2013	30 00 [9]	1,117 78	0 00	177 25	940 53
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	08/06/2009	12/17/2013	20 00 [9]	1,408 37	0 00	280 83	1,127 54
CONTINENTAL RESOURCES, INC CMN (212015101)	02/20/2009	12/17/2013	20 00 [9]	2,107 56	0 00	334 83	1,772 73
CORRECTIONS CORP OF AMERICA CMN (22025Y407)	02/21/2003	12/17/2013	40 00 [9]	1,280 37	0 00	202 49	1,077 88
CST BRANDS, INC CMN (12646R105)	02/09/2000	12/17/2013	8 00 [9]	277 91	0 00	38 21	239 70
CUMMINS INC COMMON STOCK (231021106)	10/04/2002	12/17/2013	40 00 [9]	5,309 50	0 00	189 44	5,120 06
CVS CAREMARK CORPORATION CMN (126650100)	11/05/2003	12/17/2013	132 00 [9]	8,896 64	0 00	1,990 57	6,906 07
DELTA AIR LINES, INC CMN (247361702)	07/01/2009	12/17/2013	80 00 [9]	2,212 76	0 00	478 52	1,734 24
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	02/09/2000	12/17/2013	64 00 [9]	3,842 17	0 00	690 08	3,152 09
DEXCOM, INC CMN (252131107)	04/22/2009	12/17/2013	40 00 [9]	1,373 97	0 00	190 06	1,183 91
DILLARDS INC CL-A CMN CLASS A (254067101)	11/10/2008	12/17/2013	40 00 [9]	3,684 33	0 00	177 08	3,507 25
DILLARDS INC CL-A CMN CLASS A (254067101)	02/20/2009	12/17/2013	100 00 [9]	9,210 84	0 00	401 15	8,809 69
DIRECTV CMN (25490A309)	10/04/2002	12/17/2013	20 00 [9]	1,310 77	0 00	157 66	1,153 11
DISCOVER FINANCIAL SERVICES CMN (254709108)	05/27/2009	12/17/2013	80 00 [9]	4,300 72	0 00	698 52	3,602 20
DOW CHEMICAL CO CMN (260543103)	02/20/2009	12/17/2013	140 00 [9]	5,818 29	0 00	1,127 98	4,690 31
EBAY INC CMN (278642103)	03/12/2001	12/17/2013	160 00 [9]	8,375 85	0 00	1,307 50	7,068 35
EDWARDS LIFESCIENCES CORP CMN (28176E108)	03/16/2000	12/17/2013	40 00 [9]	2,499 55	0 00	252 87	2,246 68
ENERGIZER HOLDINGS, INC CMN (29266R108)	11/19/2001	12/17/2013	30 00 [9]	3,243 54	0 00	577 80	2,665 74
EXPRESS SCRIPTS HOLDINGS CMN (30219G108)	07/25/2002	12/17/2013	58 00 [9]	3,865 05	0 00	709 25	3,155 80
EXPRESS SCRIPTS HOLDINGS CMN (30219G108)	08/07/2000	12/17/2013	80 00 [9]	5,331 10	0 00	348 59	4,982 51

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
FASTENAL CO CMN (311900104)	09/26/2001	12/17/2013	160 00 [9]	7,507 06	0 00	1,113 80	6,393 26
FBL FINL GROUP INC CL A CMN CLASS A (30239F106)	02/20/2009	12/17/2013	100 00 [9]	4,335 92	0 00	478 15	3,857 77
FIFTH THIRD BANCORP CMN (316773100)	02/20/2009	12/17/2013	220 00 [9]	4,450 52	0 00	247 61	4,202 91
FISERV INC CMN (337738108)	10/04/2002	12/17/2013	40 00 [9]	2,253 56	0 00	484 80	1,768 76
FORD MOTOR COMPANY CMN (345370860)	02/20/2009	12/17/2013	160 00 [9]	2,702 35	0 00	250 02	2,452 33
FORD MOTOR COMPANY CMN (345370860)	03/17/2009	12/17/2013	200 00 [9]	3,377 94	0 00	456 26	2,921 68
FORTUNE BRANDS HOME & SECURITY CMN (34964C106)	03/17/2009	12/17/2013	20 00 [9]	846 28	0 00	98 00	748 28
FOSSIL GROUP INC CMN (34988V106)	02/21/2003	12/17/2013	40 00 [9]	4,813 11	0 00	463 95	4,349 16
GARTNER, INC CMN (366651107)	03/17/2009	12/17/2013	20 00 [9]	1,333 97	0 00	192 83	1,141 14
GENWORTH FINANCIAL INC CMN CLASS A (37247D106)	02/20/2009	12/17/2013	220 00 [9]	3,272 33	0 00	316 32	2,956 01
GILEAD SCIENCES CMN (375558103)	07/08/2004	12/17/2013	280 00 [9]	19,893 65	0 00	2,310 28	17,583 37
GOOGLE, INC CMN CLASS A (38259P508)	09/23/2004	12/17/2013	40 00 [9]	42,910 05	0 00	4,772 69	38,137 36
GREENBRIER COMPANIES INC CMN (393657101)	02/20/2009	12/17/2013	100 00 [9]	3,139 94	0 00	469 15	2,670 79
HALLIBURTON COMPANY CMN (406216101)	07/25/2002	12/17/2013	76 00 [9]	3,809 81	0 00	488 27	3,321 54
HARLEY-DAVIDSON INC CMN (412822108)	03/17/2009	12/17/2013	40 00 [9]	2,691 55	0 00	454 26	2,237 29
HARTFORD FINANCIAL SRVCS GROUP CMN (416515104)	02/20/2009	12/17/2013	40 00 [9]	1,401 97	0 00	277 01	1,124 96
HEALTH MANAGEMENT ASSOC CL A CMN CLASS A (421933102)	03/17/2009	12/17/2013	60 00 [9]	772 18	0 00	114 09	658 09
HOST HOTELS & RESORTS INC CMN (44107P104)	02/20/2009	12/17/2013	200 00 [9]	3,643 93	0 00	758 30	2,885 63
INCYTE CORPORATION CMN (45337C102)	04/22/2009	12/17/2013	80 00 [9]	3,949 53	0 00	176 92	3,772 61
INTERNATIONAL CORP CMN CLASS A (91829F104)	02/20/2009	12/17/2013	40 00 [9]	647 14	0 00	144 46	502 68
INTERNATIONAL PAPER CO CMN (460146103)	04/22/2009	12/17/2013	20 00 [9]	963 18	0 00	191 23	771 95
JARDEN CORPORATION CMN (471109108)	03/17/2009	12/17/2013	30 00 [9]	1,755 87	0 00	235 03	1,520 84
JOHNSON CONTROLS INC CMN (478366107)	08/07/2000	12/17/2013	20 00 [9]	1,024 18	0 00	185 93	838 25
JOHNSON CONTROLS INC CMN (478366107)	03/17/2009	12/17/2013	80 00 [9]	4,096 73	0 00	784 41	3,312 32

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
KANSAS CITY SOUTHERN CMN (485170302)	05/27/2009	12/17/2013	40 00 [9]	4,718 71	0 00	624 86	4,093 85
KAPSTONE PAPER AND PACKAGING CORPORATION CMN (48562P103)	08/31/2010	12/17/2013	20 00 [9]	1,108 98	0 00	221 43	887 55
KBR, INC CMN (48242W106)	07/25/2002	12/17/2013	28 00 [9]	843 34	0 00	113 13	730 21
KRAFT FOODS GROUP, INC CMN (50076Q106)	02/09/2000	12/17/2013	43 00 [9]	2,257 56	0 00	311 13	1,946 43
KULICKE & SOFFA INDS INC CMN (501242101)	11/10/2008	12/17/2013	80 00 [9]	985 58	0 00	204 86	780 72
KULICKE & SOFFA INDS INC CMN (501242101)	02/20/2009	12/17/2013	260 00 [9]	3,203 14	0 00	361 19	2,841 95
LAS VEGAS SANDS CORP CMN (517834107)	08/06/2009	12/17/2013	40 00 [9]	3,093 14	0 00	445 66	2,647 48
LIBERTY GLOBAL, PLC CMN CLASS A (G5480U104)	05/27/2009	12/17/2013	20 00 [9]	1,694 97	0 00	283 63	1,411 34
LIBERTY GLOBAL, PLC CMN CLASS A (G5480U104)	02/20/2009	12/17/2013	46 00 [9]	3,898 43	0 00	421 52	3,476 91
LIBERTY GLOBAL, PLC CMN CLASS C (G5480U120)	02/20/2009	12/17/2013	34 00 [9]	2,704 65	0 00	294 78	2,409 87
LIBERTY MEDIA CORPORATION CMN SERIES A CLASS A (531229102)	10/04/2002	12/17/2013	1 00 [9]	145 36	0 00	23 97	121 39
LIBERTY MEDIA CORPORATION CMN SERIES A CLASS A (531229102)	03/17/2009	12/17/2013	2 00 [9]	290 71	0 00	47 42	243 29
LORILLARD, INC CMN (544147101)	08/07/2000	12/17/2013	162 00 [9]	8,029 58	0 00	865 21	7,164 37
LOWES COMPANIES INC CMN (548661107)	10/10/2000	12/17/2013	60 00 [9]	2,820 55	0 00	632 33	2,188 22
MACY'S INC CMN (55616P104)	11/10/2008	12/17/2013	140 00 [9]	7,204 74	0 00	1,423 06	5,781 68
MACY'S INC CMN (55616P104)	02/20/2009	12/17/2013	160 00 [9]	8,233 98	0 00	1,226 35	7,007 63
MARATHON PETROLEUM CORPORATION CMN (56585A102)	02/20/2009	12/17/2013	40 00 [9]	3,450 73	0 00	756 47	2,694 26
MASTERCARD INCORPORATED CMN CLASS A (57636Q104)	03/17/2009	12/17/2013	20 00 [9]	16,007 72	0 00	3,236 23	12,771 49
MAXIMUS INC CMN (577933104)	03/12/2009	12/17/2013	80 00 [9]	3,471 13	0 00	686 63	2,784 50
MCKESSON CORPORATION CMN (58155Q103)	03/17/2009	12/17/2013	40 00 [9]	6,299 89	0 00	1,420 06	4,879 83
MEDICINES CO (THE) CMN (584688105)	05/21/2010	12/17/2013	40 00 [9]	1,482 77	0 00	283 25	1,199 52
MERCADOLIBRE INC CMN (58733R102)	03/17/2009	12/17/2013	20 00 [9]	1,987 16	0 00	338 03	1,649 13
MERCK & CO , INC CMN (58933Y105)	11/10/2008	12/17/2013	34 00 [9]	1,624 15	0 00	284 85	1,339 30
METTLER-TOLEDO INTL CMN (592688105)	07/25/2002	12/17/2013	40 00 [9]	9,654 23	0 00	1,058 12	8,596 11

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
MICRON TECHNOLOGY, INC CMN (595112103)	11/10/2008	12/17/2013	100 00 [9]	2,264 96	0 00	403 99	1,860 97
MICRON TECHNOLOGY, INC CMN (595112103)	02/20/2009	12/17/2013	220 00 [9]	4,982 91	0 00	613 95	4,368 96
MID-AMERICA APT CMNTYS INC CMN (59522J103)	02/20/2009	12/17/2013	21 00 [9]	1,255 56	0 00	249 55	1,006 01
MONDELEZ INTERNATIONAL, INC CMN (609207105)	02/09/2000	12/17/2013	130 00 [9]	4,413 42	0 00	575 53	3,837 89
MONSANTO COMPANY CMN (61166W101)	07/25/2002	12/17/2013	70 00 [9]	7,802 06	0 00	482 80	7,319 26
MOTOROLA SOLUTIONS INC CMN (620076307)	02/20/2009	12/17/2013	40 00 [9]	2,595 95	0 00	580 07	2,015 88
MOVADO GROUP INC CMN (624580106)	12/10/2009	12/17/2013	40 00 [9]	1,740 76	0 00	372 86	1,367 90
NETAPP, INC CMN (64110D104)	10/04/2002	12/17/2013	120 00 [9]	4,796 31	0 00	780 00	4,016 31
NETSUITE INC CMN (64118Q107)	06/25/2010	12/17/2013	20 00 [9]	1,851 96	0 00	271 82	1,580 14
NEWS CORPORATION CMN SERIES CLASS A (65249B109)	02/20/2009	12/17/2013	65 00 [9]	1,129 03	0 00	178 63	950 40
NEWS CORPORATION CMN SERIES CLASS A (65249B109)	11/10/2008	12/17/2013	110 00 [9]	1,910 66	0 00	408 52	1,502 14
NIKE CLASS-B CMN CLASS B (654106103)	10/10/2000	12/17/2013	80 00 [9]	6,134 29	0 00	794 35	5,339 94
NOBLE ENERGY INC CMN (655044105)	02/09/2000	12/17/2013	80 00 [9]	5,539 90	0 00	429 35	5,110 55
NORDSON CORP CMN (655663102)	03/17/2009	12/17/2013	40 00 [9]	2,875 54	0 00	491 23	2,384 31
NORDSTROM INC CMN (655664100)	02/20/2009	12/17/2013	20 00 [9]	1,209 97	0 00	242 47	967 50
NU SKIN ENTERPRISES INC CMN CLASS A (67018T105)	03/12/2009	12/17/2013	20 00 [9]	2,634 55	0 00	181 83	2,452 72
OSHKOSH CORPORATION CMN (688239201)	02/20/2009	12/17/2013	40 00 [9]	1,963 96	0 00	286 86	1,677 10
OSHKOSH CORPORATION CMN (688239201)	11/10/2008	12/17/2013	60 00 [9]	2,945 95	0 00	385 51	2,560 44
PEPSICO INC CMN (713448108)	03/17/2009	12/17/2013	6 00 [9]	486 89	0 00	27 66	459 23
PHILIP MORRIS INTL INC CMN (718172109)	02/09/2000	12/17/2013	280 00 [9]	23,725 58	0 00	2,931 54	20,794 04
POLARIS INDS INC CMN (731068102)	05/27/2009	12/17/2013	40 00 [9]	5,414 71	0 00	584 02	4,830 69
POLYPORE INTERNATIONAL, INC CMN (73179V103)	02/20/2009	12/17/2013	40 00 [9]	1,463 97	0 00	217 26	1,246 71
POST PROPERTIES INC CMN (737464107)	02/20/2009	12/17/2013	20 00 [9]	892 38	0 00	202 87	689 51
PRAXAIR, INC CMN SERIES (74005P104)	10/10/2000	12/17/2013	60 00 [9]	7,496 26	0 00	1,146 53	6,349 73

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
PRECISION CASTPARTS CORP CMN (740189105)	11/10/2008	12/17/2013	20 00 [9]	5,173 94	0 00	1,100 20	4,073 74
PRICE T ROWE GROUP INC CMN (74144T108)	02/21/2003	12/17/2013	20 00 [9]	1,598 77	0 00	258 58	1,340 19
PRINCIPAL FINANCIAL GROUP, INC CMN (74251V102)	02/20/2009	12/17/2013	120 00 [9]	5,759 89	0 00	1,193 78	4,566 11
PROGRESSIVE CORPORATION (THE) CMN (743315103)	08/07/2000	12/17/2013	40 00 [9]	1,050 78	0 00	240 31	810 47
PROTECTIVE LIFE CORP CMN (743674103)	02/20/2009	12/17/2013	120 00 [9]	5,802 29	0 00	576 18	5,226 11
QUALCOMM INC CMN (747525103)	08/01/2002	12/17/2013	240 00 [9]	17,411 69	0 00	3,026 98	14,384 71
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	02/09/2000	12/17/2013	60 00 [9]	3,230 34	0 00	540 45	2,689 89
QUIKSILVER INC CMN (74838C106)	02/20/2009	12/17/2013	200 00 [9]	1,663 97	0 00	283 30	1,380 67
REGENERON PHARMACEUTICAL INC CMN (75886F107)	05/27/2009	12/17/2013	40 00 [9]	10,788 65	0 00	592 51	10,196 14
REYNOLDS AMERICAN INC CMN (761713106)	04/17/2000	12/17/2013	120 00 [9]	5,826 03	0 00	550 28	5,275 75
RF MICRO DEVICES INC CMN (749941100)	02/20/2009	12/17/2013	300 00 [9]	1,483 48	0 00	270 45	1,213 03
ROCKWELL AUTOMATION INC CMN (773903109)	03/17/2009	12/17/2013	20 00 [9]	2,216 56	0 00	460 63	1,755 93
ROYAL CARIBBEAN CRUISES LTD ISIN LR0008862868 (V7780T103)	02/20/2009	12/17/2013	100 00 [9]	4,403 92	0 00	568 86	3,835 06
RYMAN HOSPITALITY PPTYS INC CMN (78377T107)	02/20/2009	12/17/2013	80 00 [9]	3,312 74	0 00	566 52	2,746 22
SALESFORCE COM, INC CMN (79466L302)	07/11/2006	12/17/2013	80 00 [9]	4,071 12	0 00	484 10	3,587 02
SALLY BEAUTY HOLDINGS, INC CMN (79546E104)	02/20/2009	12/17/2013	20 00 [9]	557 19	0 00	85 83	471 36
SALLY BEAUTY HOLDINGS, INC CMN (79546E104)	03/17/2009	12/17/2013	20 00 [9]	557 19	0 00	102 83	454 36
SCHLUMBERGER LTD CMN (806857108)	09/26/2001	12/17/2013	20 00 [9]	1,744 16	0 00	253 50	1,490 66
SEATTLE GENETICS, INC CMN (812578102)	03/17/2009	12/17/2013	20 00 [9]	801 19	0 00	180 23	620 96
SEATTLE GENETICS, INC CMN (812578102)	04/22/2009	12/17/2013	20 00 [9]	801 19	0 00	171 83	629 36
SEMPRA ENERGY CMN (816851109)	07/25/2002	12/17/2013	40 00 [9]	3,481 93	0 00	733 26	2,748 67
SHERWIN-WILLIAMS CO CMN (824348106)	02/09/2000	12/17/2013	20 00 [9]	3,440 34	0 00	386 85	3,053 49
SKYWORKS SOLUTIONS INC CMN (83088M102)	03/23/2007	12/17/2013	40 00 [9]	1,107 18	0 00	237 14	870 04
SL GREEN REALTY CORP CMN (78440X101)	02/20/2009	12/17/2013	20 00 [9]	1,792 76	0 00	242 03	1,550 73

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
SM ENERGY COMPANY CMN (78454L100)	03/17/2009	12/17/2013	20 00 [9]	1,596 57	0 00	249 83	1,346 74
SONIC AUTOMOTIVE INC CLASS A CMN CLASS A (83545G102)	02/20/2009	12/17/2013	180 00 [9]	4,287 68	0 00	243 27	4,044 41
STARBUCKS CORP CMN (855244109)	05/27/2009	12/17/2013	20 00 [9]	1,519 17	0 00	267 83	1,251 34
STARBUCKS CORP CMN (855244109)	03/17/2009	12/17/2013	40 00 [9]	3,038 35	0 00	444 06	2,594 29
STEIN MART INC CMN (858375108)	02/20/2009	12/17/2013	360 00 [9]	4,610 83	0 00	416 74	4,194 09
SUNSTONE HOTEL INVESTORS INC CMN (867892101)	02/20/2009	12/17/2013	80 00 [9]	1,028 78	0 00	208 12	820 66
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	02/20/2009	12/17/2013	80 00 [9]	2,827 15	0 00	544 32	2,282 83
SYMANTEC CORP CMN (871503108)	12/04/2000	12/17/2013	100 00 [9]	2,251 96	0 00	453 50	1,798 46
TE CONNECTIVITY LTD CMN (H84989104)	02/20/2009	12/17/2013	80 00 [9]	4,169 52	0 00	866 52	3,303 00
TEMPUR SEALY INTERNATIONAL INC CMN (88023U101)	03/17/2009	12/17/2013	20 00 [9]	1,025 39	0 00	124 83	900 56
THERMO FISHER SCIENTIFIC INC CMN (883556102)	02/09/2000	12/17/2013	65 00 [9]	6,640 93	0 00	944 31	5,696 62
TIME WARNER CABLE INC CMN (88732J207)	02/20/2009	12/17/2013	8 00 [9]	1,057 50	0 00	183 80	873 70
TIME WARNER CABLE INC CMN (88732J207)	07/25/2002	12/17/2013	77 00 [9]	10,178 45	0 00	2,285 45	7,893 00
TJX COMPANIES INC (NEW) CMN (872540109)	02/09/2000	12/17/2013	80 00 [9]	4,932 80	0 00	348 10	4,584 70
TRIMBLE NAVIGATION LTD CMN (896239100)	03/17/2009	12/17/2013	40 00 [9]	1,300 77	0 00	289 03	1,011 74
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	02/20/2009	12/17/2013	100 00 [9]	5,242 85	0 00	861 15	4,381 70
TWENTY-FIRST CENTURY FOX, INC CMN CLASS A (90130A101)	02/20/2009	12/17/2013	260 00 [9]	8,504 45	0 00	1,381 45	7,123 00
TWENTY-FIRST CENTURY FOX, INC CMN CLASS A (90130A101)	11/10/2008	12/17/2013	440 00 [9]	14,392 15	0 00	3,159 33	11,232 82
TYSON FOODS INC CL-A CMN CLASS A (902494103)	11/10/2008	12/17/2013	20 00 [9]	668 18	0 00	132 34	535 84
UNION PACIFIC CORP CMN (907818108)	09/06/2005	12/17/2013	40 00 [9]	6,452 68	0 00	1,385 70	5,066 98
USG CORP (NEW) CMN (903293405)	02/20/2009	12/17/2013	60 00 [9]	1,513 77	0 00	346 29	1,167 48
VALERO ENERGY CORPORATION CMN (91913Y100)	02/09/2000	12/17/2013	80 00 [9]	3,719 93	0 00	424 89	3,295 04
VF CORP CMN (918204108)	03/16/2000	12/17/2013	20 00 [9]	4,701 71	0 00	480 60	4,221 11
VIACOM INC CMN CLASS B (92553P201)	02/20/2009	12/17/2013	60 00 [9]	4,894 71	0 00	909 69	3,985 02

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VIROPHARMA INCORPORATED CMN (928241108)	02/11/2010	12/17/2013	20 00 [9]	993 58	0 00	195 83	797 75
VIRTUSA CORPORATION CMN (92827P102)	11/10/2008	12/17/2013	60 00 [9]	2,164 76	0 00	328 85	1,835 91
WABCO HOLDINGS INC CMN (92927K102)	03/17/2009	12/17/2013	20 00 [9]	1,823 18	0 00	214 03	1,609 15
WALT DISNEY COMPANY (THE) CMN (254687106)	10/04/2002	12/17/2013	400 00 [9]	28,167 50	0 00	6,343 27	21,824 23
WESTERN DIGITAL CORPORATION CMN (958102105)	03/17/2009	12/17/2013	20 00 [9]	1,647 87	0 00	340 03	1,307 84
WESTLAKE CHEMICAL CORPORATION CMN (960413102)	03/17/2009	12/17/2013	20 00 [9]	2,286 46	0 00	272 63	2,013 83
WEX INC CMN (96208T104)	11/10/2008	12/17/2013	20 00 [9]	1,930 76	0 00	302 02	1,628 74
WHITING PETROLEUM CORPORATION CMN (966387102)	03/17/2009	12/17/2013	40 00 [9]	2,405 95	0 00	502 63	1,903 32
WORTHINGTON INDUSTRIES CMN USD0 6000 (981811102)	03/17/2009	12/17/2013	40 00 [9]	1,657 97	0 00	300 26	1,357 71
WYNDHAM WORLDWIDE CORP CMN (98310W108)	11/10/2008	12/17/2013	120 00 [9]	8,476 65	0 00	826 63	7,650 02
WYNDHAM WORLDWIDE CORP CMN (98310W108)	02/20/2009	12/17/2013	120 00 [9]	8,476 65	0 00	451 38	8,025 27
XL GROUP PLC CMN (G98290102)	02/20/2009	12/17/2013	120 00 [9]	3,590 33	0 00	404 03	3,186 30
YUM BRANDS, INC CMN (988498101)	03/16/2000	12/17/2013	70 00 [9]	5,097 31	0 00	486 15	4,611 16
BORGWARNER INC CMN (099724106)	09/26/2001	12/20/2013	20 00 [9]	1,092 39	0 00	96 73	995 66
FISERV INC CMN (337738108)	10/04/2002	12/20/2013	40 00 [9]	2,296 36	0 00	484 80	1,811 56
Net NonCovered Long-Term Gains (Losses)				**930,129.20**	**0.00**	**130,395.17**	**799,734.03**

Form **8868**

(Rev January 2014)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

• 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 OPATRNY FAMILY FOUNDATION	Employer identification number (EIN) or 13-3502411
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-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 JANUARY 15 , 20 15 , 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 JUNE 1 , 20 13 , and ending MAY 31 , 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**	$ 13,355.00
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**	$ 5,355.00
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**	$ 8,000.00

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 OPATRNY FAMILY FOUNDATION	Employer identification number (EIN) or 13-3502411
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 APRIL 15 , 20 15

5 For calendar year ____ , or other tax year beginning JUNE 1 , 20 13 , and ending MAY 31 , 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	$ 13,355.00
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	$ 13,355.00
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 ▶ 01/13/2015