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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

▶ 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.

Open to Public Inspection

For calendar year 2013 or tax year beginning November 1, 2013, and ending October 31, 2014

Name of foundation

THE CREW FAMILY FOUNDATION INC

A Employer identification number

06-1191170

Number and street (or P.O. box number if mail is not delivered to street address)

100 EAST MAIN STREET

Room/suite

B Telephone number (see instructions)

(860) 793-6955 x 235

City or town, state or province, country, and ZIP or foreign postal code

PLAINVILLE, CT 06062C 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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c),

line 16) ▶ \$2,204,008J Accounting method: ☒ 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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

376,4732 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

11

4 Dividends and interest from securities

73,785

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

69,339b Gross sales price for all assets on line 6a 324,772

7 Capital gain net income (from Part IV, line 2)

69,339

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

519,608143,135

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) 2,205

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

11,13711,137

17 Interest

18 Taxes (attach schedule) (see instructions)

1,3571,357

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

1,3981,398

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

13,89212,49413,892

25 Contributions, gifts, grants paid

560,774560,774

26 Total expenses and disbursements. Add lines 24 and 25

574,66612,494562,172

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements

(55,058)

b Net investment income (if negative, enter -0-)

130,641

c Adjusted net income (if negative, enter -0-)

SCANNED 11/26/2013

Revenue

Operating and Administrative Expenses

19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		- 0 -	- 0 -	- 0 -
	2	Savings and temporary cash investments		100,669	41,609	41,609
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
Liabilities	11	Investments—land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		1,873,147	1,877,149	2,162,399
	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)		1,973,816	1,918,758	2,204,008
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	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)				
		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.				
Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		231,587	231,587	
	29	Retained earnings, accumulated income, endowment, or other funds		1,742,229	1,687,171	
	30	Total net assets or fund balances (see instructions)		1,973,816	1,918,758	
	31	Total liabilities and net assets/fund balances (see instructions)		1,973,816	1,918,758	

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	1,973,816
2	Enter amount from Part I, line 27a	2	(55,058)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,918,758
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,918,758

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 ATTACHED STATEMENT			
b			
c "Publicly Traded Securities"			
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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

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	69,339
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	

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	374,980	2,180,543	.1720
2011	363,746	1,692,957	.2149
2010	179,242	1,649,757	.1086
2009	303,092	1,292,141	.2346
2008	174,303	1,190,139	.1465

2 Total of line 1, column (d)	2	.8766
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	.1753
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,197,987
5 Multiply line 4 by line 3	5	385,307
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,306
7 Add lines 5 and 6	7	386,613
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	562,172

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,306	
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	1,306	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,306	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
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	1,306	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		☒
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		☒
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	☒	
14	The books are in care of ▶ <u>THE CREW FAMILY FOUNDATION INC</u> Telephone no. ▶ <u>(860) 793-6955</u> Located at ▶ <u>100 EAST MAIN STREET, PLAINVILLE CT</u> ZIP+4 ▶ <u>06062</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No ☒

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ Yes ☒ No	1b	<u>N/A</u>
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? ☐ Yes ☒ No	1c	☒
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ☐ Yes ☒ No	2b	<u>N/A</u>
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.) ☐ Yes ☒ No	3b	<u>N/A</u>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	☒
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	☒

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)?Organizations relying on a current notice regarding disaster assistance check here ☒ N/A**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Ted J. Crew 80 Knollwood Lane, Avon CT 06001	President Director	-0-	-0-	-0-
Peggy K. Crew 80 Knollwood Lane, Avon CT 06001	Secretary Director	-0-	-0-	-0-
Kimberly Crew 93 Montevideo Rd Avon CT 06001	Director	-0-	-0-	-0-
Pamela Baker 106 Kendal Rd Lexington MA 02173	Director	-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	N/A	N/A	N/A	N/A

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	N/A	N/A

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

Part IX-A Summary of Direct Charitable Activities

N/A

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

Expenses

1	NONE	N/A
2		
3		
4		

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

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

Amount

1	NONE	N/A
2		
3		

All other program-related investments See instructions

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 2,121,991
b	Average of monthly cash balances	1b 109,468
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 2,231,459
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 2,231,459
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 33,472
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 2,197,987
6	Minimum investment return. Enter 5% of line 5	6 109,899

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	1 109,899
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,306
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 1,306
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 108,593
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 108,593
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	7 108,593

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 562,172
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	4 562,172
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 1,306
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 560,866

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				108,593
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	115,690			
b From 2009	239,301			
c From 2010	97,565			
d From 2011	280,558			
e From 2012	267,310			
f Total of lines 3a through e	1,000,424			
4 Qualifying distributions for 2013 from Part XII, line 4. ▶ \$ 562,172				
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				108,593
e Remaining amount distributed out of corpus	453,579			
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	1454,003			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	115,690			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1338,313			
10 Analysis of line 9:				
a Excess from 2009	239,301			
b Excess from 2010	97,565			
c Excess from 2011	280,558			
d Excess from 2012	267,310			
e Excess from 2013	453,579			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . N/A
- 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))

TED J + PEGGY L. CREW

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
(860) 793-6955
THE CREW FAMILY FOUNDATION INC 100 EAST MAIN ST. PLAINVILLE CT 06062
- b The form in which applications should be submitted and information and materials they should include

NONF

- c** Any submission deadlines:

NONE

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

NonF

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE ATTACHED STATEMENT		N/A	Public	SEE ATTACHED	\$560,774
Total					3a 560,774
b Approved for future payment					
Total					3b 0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	11	
4	Dividends and interest from securities			14	73,785	
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	69,339	
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)				143,135	
13	Total. Add line 12, columns (b), (d), and (e)				13	143,135

(See worksheet in line 13 instructions to verify calculations.)

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

N/A

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?				Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:					
(1) Cash				1a(1)	☒
(2) Other assets				1a(2)	☒
b Other transactions:					
(1) Sales of assets to a noncharitable exempt organization				1b(1)	☒
(2) Purchases of assets from a noncharitable exempt organization				1b(2)	☒
(3) Rental of facilities, equipment, or other assets				1b(3)	☒
(4) Reimbursement arrangements				1b(4)	☒
(5) Loans or loan guarantees				1b(5)	☒
(6) Performance of services or membership or fundraising solicitations				1b(6)	☒
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees				1c	☒
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
		NONE	

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? N/A ☐ Yes ☐ No

b If "Yes," complete the following schedule.

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

Sign Here

Signature of officer or trustee

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.

Date

PRESIDENT

Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

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 CREW FAMILY FOUNDATION, INC

Employer identification number

06-1191170

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization

Employer identification number

THE CREW FAMILY FOUNDATION, INC06-1191170**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	TED + PEGGY CREW 80 KNOLLWOOD LANE AVON CT 06001	\$ 376,423	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE CREW FAMILY FOUNDATION, INC.06-1191170**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
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP +4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP +4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP +4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP +4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP +4		Relationship of transferor to transferee

The Crew Family Foundation
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Part I	Line 1 - Contributions	<u>\$376,473</u>
	Ted & Peggy Crew	
	80 Knollwood Lane	
	Avon, CT 06001	
Part I	Line 16 (c) - Other Professional Fees	<u>\$11,137</u>
	Investment Advisor Fees	
Part I	Line 18 - Taxes	<u>\$1,357</u>
	Internal Revenue Service	

Part II, Line 13 - Investments		Beginning Book Value	Ending Book Value	Ending Fair Market Value
1,000	CHEVRON CORPORATION	107,736	107,736	119,950
7,387	DUNKIN' BRANDS INC	145,805	259,951	335,961
77	GUGGENHEIM ETF S&P 500 EQUAL WEIGHT	46,505	46,505	60,122
550	I SHARES TR RUSSELL 3000 INDEX	63,515	46,578	65,973
1,146	I SHARES S&P U.S. PREFERRED STOCK	46,536	46,536	45,554
1,455	I SHARES TR ETF INTL SELECT DIV INDEX	50,003	50,003	52,496
607	I SHARES COHEN & STEERS ETF REALTY M	62,305	48,578	56,852
400	I SHARES CORE TOTAL ETF US BOND MARK	44,451	44,451	44,032
500	MCDONALDS CORP	34,773	34,773	46,865
300	SPDR GOLD TRUST ETF	49,285	49,285	33,798
0	VODAFONE GROUP PLC	52,568	0	0
400	WISDOMTREE MIDCAP DIV FD	25,001	25,001	32,732
500	WISDOMTREE SIC DVD FD	27,596	27,596	35,000
0	VERIZON COMMUNICATIONS	0	0	0
45,000	JP MORGAN CHASE 6 3% 4/23/19	45,593	45,593	52,392
54,000	GOODYEAR RO FA 8 75 8/15/20	49,945	49,945	63,653
2,502	AMERICAN MUTUAL FUND INC CL A	71,849	51,609	94,664
28	FIDELITY SECS FUND FID ADV R E INC	294	315	331
2,092	FIDELITY ADV SER I SMALL CAP CL A	69,424	53,344	65,999
37	FIDELITY ADV TOTAL BOND CL A	388	400	392
448	FIDELITY ADV MATERIAL CL A	27,259	23,776	36,856
1,869	FRANKLIN SMALL MID CAP GRWTH CL A	92,820	73,181	85,189
594	FRANKLIN CUST DYNA TECH CL A	17,372	18,402	28,905
2,286	FRANKLIN GLOBAL TR GLOBAL REAL ESTA	15,595	15,934	20,368
605	FRANKLIN GOLD & PREC METALS CLA	24,845	24,845	8,956
7,838	FRANKLIN INV SEC TTL RET BOND CL A	123,066	80,440	79,943
539	FRANKLIN STRATEGIC SER INC FD ADV	0	5,722	5,643
3,615	LOOMIS SAYLES INVT TR BOND CLASS I	51,994	54,549	56,067
2,374	MFS EMERGING MKTS DEBT FD	94,798	37,974	35,895
2,406	FRANKLIN MUTUAL GLOBAL DISCOVERY F	65,697	70,763	84,056
5,283	NEUBERGER BERMAN HIGH INC BOND FD	47,651	51,492	49,080
1,006	EUROPACIFIC GRWTH FD CL A	45,242	45,679	49,072
1,697	OPPENHEIMER DEV MKTS CL Y	64,000	64,576	66,391
8,092	OPPENHEIMER INTL BD FD CL Y	51,160	52,830	48,716
1,557	PRUDENTIAL GLOBAL REAL ESTATE CL A	19,977	20,517	38,717
4,096	STEELPATH MLP OPPEN STEELPATH		51,384	54,472
4,233	TEMPLETON GLOBAL BOND FUND CLA	54,556	56,603	56,126
2,607	TEMPLETON GLO INV EMER MKT SMLL CA	25,270	25,578	33,600
1,479	TETON WESTWOOD EQ MIGHTY MITES	35,000	36,935	36,147
934	CAPITAL INCOME BUILDER CL FI		54,486	56,728
548	VAN ECKS FD GLOBAL HARD ASSETS FD	23,273	23,281	24,706
	TOTALS	1,873,147	1,877,149	2,162,399

Part IV

Shares	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Basis	Gain or (Loss)
Short Term						
200	IShares Russell 3000	12/17/2012	11/12/2013	21,167	16,937	4,230
1034.48	MFS Emerging MKTS Debt	2/20/2013	11/12/2013	15,000	16,603	(1,603)
1000	VodaFone Grp PLC	1/14/2013	11/12/2013	36,642	26,284	10,358
0.45455	VodaFone Grp PLC	2/24/2014	2/24/2014	19	-	19
598.654	MFS Emerging MKTS Debt	5/1/2013	4/25/2014	8,884	9,692	(808)
263	Verizon Communications	2/24/2014	4/25/2014	12,083	12,654	(571)
						11,625
Capital Gain Distribution - Mutual Funds						2,113
Long Term						
729.714	Amer Mutual FD Inc	11/14/2008	11/12/2013	25,000	13,658	11,342
317.662	Fidelity Adv SERI Small Cap	2/15/2012	11/12/2013	10,000	7,936	2,064
324.114	Franklin Strategic Small Mid Cap	2/15/2012	11/12/2013	15,000	12,769	2,231
2507.323	Franklin Inv SECS TRS	2/15/2012	11/12/2013	25,000	25,756	(756)
570.125	Amer Mutual FD Inc	11/14/2008	4/25/2014	20,000	10,671	9,329
679.117	Fid Adv SER 1 Small Cap	2/15/2012	4/25/2014	20,000	16,966	3,034
119.417	Fid Adv Ado Materials	10/7/2009	4/25/2014	10,000	5,930	4,070
473.304	Franklin Strat Small Mid Growth	2/15/2012	4/25/2014	20,000	18,765	1,235
1988.072	Franklin Invs SEC TR	2/15/2012	4/25/2014	20,000	20,420	(420)
177	Ishares Cohen & Steers	VAR	4/25/2014	14,950	13,727	1,223
2096	MFS Emerging MKTS Debt	VAR	4/25/2014	31,116	33,651	(2,535)
545	VodaFone Grp PLC	1/14/2013	4/25/2014	19,911	26,284	(6,373)
Subtotal						24,444
Capital Gain Distribution - Mutual Funds						31,157
Total Capital Gain						\$ 69,339

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Part XV

Date	To	Address	Description	Amount
11/13/2013	MAP International	2201 Glyngo Parkway PO Box 215000 Brunswick, GA 31521	Gift Mission Support	\$100,000.00
11/13/2013	Kids Alive	PO Box 2117 Valparaiso, IN 46384-2117	Donation	\$150,000.00
11/18/2013	Salvation Army	74 Central Avenue Waterbury, CT 06702	Donation	\$5,000.00
11/18/2013	SIM	14830 Choate Circle P.O. Box 7900 Charlotte, NC 28241-7900	Support of Vicki Beattie	\$2,500.00
11/18/2013	CURE International	Mr. Tim Erickson CURE International 701 Bosler Avenue Lemoyne, PA 17043	Donation	\$50,000.00
11/18/2013	Faith's Lodge	Ms. Kelly McDyre 4080 West Broadway, Suite 212 Minneapolis, MN 55422	Donation	\$5,000.00
1/6/2014	Hope for the Children of Haiti	21 Cummings Park, Suite 278 Woburn, MA 01801	Donation	\$5,000.00
1/6/2014	Kids Alive	PO Box 2117 Valparaiso, IN 46384-2117	Donation	\$5,000.00
4/9/2014	Wesley United Methodist Church	350 South Barfield Drive Marco Island, FL 34145	Donation	\$5,000.00
4/21/2014	New England Patriots Charitable Foundation		Donation	\$500.00
4/25/2014	Crohn's & Colitis Foundation of America	National Processing Center P.O. Box 1245 Albert Lea, MN 56007- 9976	Donation	\$200.00
4/25/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$200.00
5/9/2014	CURE International	Mr. Tim Erickson CURE International 701 Bosler Avenue Lemoyne, PA 17043	Donation	\$50,000.00
6/2/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$100.00
6/2/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$200.00
6/18/2014	Kids Alive	PO Box 2117 Valparaiso, IN 46384-2117	Donation	\$75,000.00

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Part XV

6/18/2014	CURE International	Mr. Tim Erickson CURE International 701 Bosler Avenue Lemoyne, PA 17043	Donation	\$75,000.00
6/20/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$100.00
7/8/2014	Kids Alive	PO Box 2117 Valparaiso, IN 46384-2117	Donation	\$15,000.00
7/9/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$500.00
7/9/2014	Valley Community Baptist Church	590 West Avon Road, Avon, CT 06001	Donation	\$500.00
8/1/2014	Dana-Farber Cancer Institute	Stephen Fabry 156 Waverley Avenue Newton, MA 02458	Pan-Mass Challenge	\$1,000.00
8/1/2014	Mary's Place	Lisa Pelusa Mary's Place 6 Poquonock Avenue Windsor, CT 06095- 2507	Donation	\$5,000.00
8/13/2014	CoLink	PO Box 82188 Kenmore, WA 98028	Donation	\$1,000.00
8/25/2014	National Multiple Sclerosis Society, Gateway Area Chapter, Trotter Clinic	1867 Lackland Hill Parkway St. Louis, MO 63146	In Honor of Linda Suppelsa	\$2,500.00
8/29/2014	CURE International	Mr. Tim Erickson CURE International 701 Bosler Avenue Lemoyne, PA 17043	Donation	\$5,474.00
9/1/2014	CoLink	PO Box 82188 Kenmore, WA 98028	Donation	\$1,000.00
				<u>\$560,774.00</u>