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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 12-01-2013 , and ending 11-30-2014

Name of foundation THE STARE FUND		A Employer identification number 04-6026648
Number and street (or P O box number if mail is not delivered to street address) Room/suite ROPES GRAY 800 BOYLSTON ST		B Telephone number (see instructions) (617) 951-7000
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 021993600		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 10,162,081	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7	7		
	4 Dividends and interest from securities.	169,245	165,592		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	652,858			
	b Gross sales price for all assets on line 6a 3,333,173				
	7 Capital gain net income (from Part IV, line 2) . . .		642,719		
	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	822,110	808,318			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	209	125		84
	b Accounting fees (attach schedule)	8,935	5,361		3,574
	c Other professional fees (attach schedule)	43,322	39,823		3,499
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	55,650	1,262		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	70	971		70
	24 Total operating and administrative expenses. Add lines 13 through 23	108,186	47,542		7,227
	25 Contributions, gifts, grants paid	475,634			475,634
26 Total expenses and disbursements. Add lines 24 and 25	583,820	47,542		482,861	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	238,290				
b Net investment income (if negative, enter -0-)		760,776			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		29,266	29,266	
	2 Savings and temporary cash investments	20,398	2,420	2,420	
	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)	3,863,305	3,448,879	4,183,894	
	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)	4,292,938	5,004,563	5,946,501	
	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)	8,246,263	8,485,128	10,162,081		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ _____)				
	23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	8,246,263	8,485,128		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
	29 Retained earnings, accumulated income, endowment, or other funds	0	0		
	30 Total net assets or fund balances (see page 17 of the instructions)	8,246,263	8,485,128		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,246,263	8,485,128			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,246,263
2	Enter amount from Part I, line 27a	2	238,290
3	Other increases not included in line 2 (itemize) ▶ _____	3	575
4	Add lines 1, 2, and 3	4	8,485,128
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,485,128

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	See Additional Data Table			
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	642,719
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 page 18 of 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	445,410	9,125,170	0.048811
2011	424,824	8,546,730	0.049706
2010	406,729	8,852,616	0.045944
2009	340,783	8,070,266	0.042227
2008	413,428	7,023,090	0.058867
2	Total of line 1, column (d).		2 0.245555
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 0.049111
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 9,870,793
5	Multiply line 4 by line 3.		5 484,765
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 7,608
7	Add lines 5 and 6.		7 492,373
8	Enter qualifying distributions from Part XII, line 4.		8 482,861

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 page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, and Credits/Payments. Total tax due is 13,519.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political expenditures, and reporting requirements. Includes a section for states where the foundation reports.

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of ROPES GRAY LLP EDWARD J JOYCE E Telephone no (617) 951-7000 Located at 800 BOYLSTON ST 36TH FL BOSTON MA ZIP +4 021993600			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1b	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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
1c	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
FREDRICK A STARE C/O ROPES GRAY LLP 800 BOYLSTON ST BOSTON, MA 021993600	TRUSTEE 0 10	0	0	0
MARY S WILKINSON C/O ROPES GRAY LLP 800 BOYLSTON ST BOSTON, MA 021993600	TRUSTEE 0 10	0	0	0
DAVID S STARE C/O ROPES GRAY LLP 800 BOYLSTON ST BOSTON, MA 021993600	TRUSTEE 0 10	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000. 0

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

3 Five highest-paid independent contractors for professional services (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		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE STARE FUND MAKES GRANTS TO VARIOUS CHARITABLE ENTITIES THAT HAVE BEEN PRE-SELECTED BY THE TRUSTEES	0
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	9,945,301
b	Average of monthly cash balances.	1b	75,809
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,021,110
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,021,110
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	150,317
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,870,793
6	Minimum investment return. Enter 5% of line 5.	6	493,540

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	493,540
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	15,216
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	15,216
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	478,324
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	478,324
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	478,324

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	482,861
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	482,861
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	482,861

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				478,324
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			400,220	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>482,861</u>				
a Applied to 2012, but not more than line 2a			400,220	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				82,641
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				395,683
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.				

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 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 <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 475,634
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
630 SHS GENERAL ELECTRIC CO		2013-07-31	2013-12-12
25 SHS MASTERCARD INC - A		2013-07-31	2013-12-12
10 SHS UGI CORP		2013-08-01	2013-12-12
470 SHS UGI CORP		2013-07-31	2013-12-12
250 SHS WAL MART STORES INC		2013-07-31	2013-12-12
185 SHS WYNN RESORTS LTD		2013-07-31	2013-12-12
500 SHS SEAGATE TECHNOLOGY PLC		2013-07-31	2013-12-12
210 SHS SYCO INTERNATIONAL LTD		2013-07-31	2013-12-12
330 SHS SYCO INTERNATIONAL LTD		2013-10-18	2013-12-12
1040 SHS GENERAL ELECTRIC CO		2013-07-31	2014-01-15
790 SHS HILLSHIRE BRANDS COMPANY		2013-07-31	2014-01-15
150 SHS LAM RESEARCH CORP		2013-08-27	2014-01-15
62 SHS MCKESSON CORP		2013-09-27	2014-01-15
71 SHS MONSANTO CO NEW		2013-07-31	2014-01-15
60 SHS MONSANTO CO NEW		2013-08-27	2014-01-15
540 SHS PHILLIPS 66		2013-07-31	2014-01-15
690 SHS PULLTE HOMES INC		2013-07-31	2014-01-15
100 SHS SIRONA DENTAL SYSTEMS		2013-07-31	2014-01-15
100 SHS STARWOOD HOTELS & RESORTS		2013-07-31	2014-01-15
400 SHS STRYKER CORP		2013-07-31	2014-01-15
190 SHS URBAN OUTFITTERS INC		2013-09-27	2014-01-15
52 SHS VALMONT INDUSTRIES		2013-08-27	2014-01-15
131 SHS VALMONT INDUSTRIES		2013-09-27	2014-01-15
17 SHS VALMONT INDUSTRIES		2013-10-18	2014-01-15
6 SHS VALMONT INDUSTRIES		2013-09-28	2014-01-15
170 SHS SEAGATE TECHNOLOGY PLC		2013-07-31	2014-01-15
470 SHS COMCAST CORP - CL A		2013-07-31	2014-02-20
150 SHS FLUOR CORP		2013-07-31	2014-02-20
670 SHS GAP INC		2013-07-31	2014-02-20
110 SHS GAP INC		2013-10-18	2014-02-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
10 SHS GAP INC		2013-08-01	2014-02-20
7 SHS GOOGLE INC - CL A		2013-04-19	2014-02-20
141 SHS GREEN MTN COFFEE ROASTERS INC		2013-07-31	2014-02-20
710 PULTE HOMES INC		2013-07-31	2014-02-20
200 SHS UGI CORP		2013-07-31	2014-02-20
30 SHS UGI CORP		2013-10-18	2014-02-20
670 SHS TE CONNECTIVITY LIMITED		2013-07-31	2014-02-20
66 SHS ALLERGAN INC		2013-07-31	2014-03-24
124 SHS BERKSHIRE HATHAWAY INC - CL B		2013-07-31	2014-03-24
310 SHS CSX CORP		2013-07-31	2014-03-24
52 SHS CHEVRON CORP		2013-07-31	2014-03-24
140 SHS CITIGROUP INC		2013-07-31	2014-03-24
70 SHS CITIGROUP INC		2013-11-19	2014-03-24
620 SHS EDISON INTERNATIONAL		2013-07-31	2014-03-24
130 SHS GAMESTOP CORP CL A		2014-01-15	2014-03-24
520 SHS PACKAGING CORP OF AMERICA		2013-07-31	2014-03-24
380 SHS WELLS FARGO & CO		2013-10-18	2014-03-24
120 SHS ENSCO PLC CL A		2013-08-27	2014-03-24
40 SHS LYONDELLBASELL INDUSTRIES NV		2013-09-27	2014-03-24
20 SHS LYONDELLBASELL INDUSTRIES NV		2013-07-31	2014-03-24
238 SHS ALLERGAN INC		2013-07-31	2014-04-24
640 SHS CISCO SYSTEMS INC		2013-10-18	2014-04-24
282 SHS INTERNATIONAL BUSINESS MACHINES CORP		2013-07-31	2014-04-24
229 SHS KEURIG GREEN MOUNTAIN INC		2013-07-31	2014-04-14
1 SH KEURIG GREEN MOUNTAIN INC		2013-08-01	2014-04-14
190 SHS SIMON PROPERTY GROUP INC		2013-07-31	2014-04-14
2845 SHS ISHARES S&P GSCI COMMODITY TRUST		2009-06-15	2014-05-06
610 SHS ABBOTT LABS		2013-07-31	2014-05-28
850 SHS BEST BUY COMPANY INC		2014-01-15	2014-05-28
110 SHS CROWN CASTLE INTL CORP REIT		2014-02-20	2014-05-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
110 SHS HANESBRANDS INC		2013-07-31	2014-05-28
20 SH KEURIG GREEN MOUNTAIN INC		2013-10-18	2014-05-28
29 SH KEURIG GREEN MOUNTAIN INC		2013-08-01	2014-05-28
880 SHS NAVIENT CORP		2013-07-31	2014-05-28
270 SHS SANDISK CORP		2013-07-17	2014-05-28
960 SHS SYMANTEC CORPORATION		2013-11-19	2014-05-28
500 SHS SYMANTEC CORPORATION		2013-12-12	2014-05-28
20 SHS TARGET CORP		2013-07-11	2014-05-28
450 SHS TARGET CORP		2013-07-31	2014-05-28
5 SH WASHINGTON PRIME GROUP REIT		2013-07-31	2014-06-12
420 SHS ANADARKO PETE CORP		2013-07-31	2014-06-18
350 SHS AQUA AMERICA INC		2014-01-15	2014-06-18
1500 SHS CISCO SYSTEMS INC		2013-10-18	2014-06-18
440 SHS DENBURY RES INC		2013-10-18	2014-06-18
208 SHS FACTSET RESEARCH SYSTEM INC		2014-02-20	2014-06-18
230 SHS GAMESTOP CORP CL A		2014-01-15	2014-06-18
250 SHS GENERAL ELECTRIC CO		2013-07-31	2014-06-18
80 SHS INTERNATIONAL FLAVORS & FRAGRANCES		2014-01-15	2014-06-18
125 SHS NOW INC/DE		2014-03-24	2014-06-18
80 SHS TARGET CORP		2013-07-31	2014-06-18
30 SHS TARGET CORP		2013-09-27	2014-06-18
5 SH TIME INC		2013-08-27	2014-06-18
12 SHS TIME INC		2013-08-27	2014-06-18
23 SHS WASHINGTON PRIME GROUP REIT		2013-07-11	2014-06-18
100 SHS ENERGIZER HLDGS INC		2013-09-27	2014-07-24
190 SHS ENERGIZER HLDGS INC		2013-10-18	2014-07-24
240 SHS INTUIT		2013-07-31	2014-07-24
640 SHS LILLY ELI & CO		2013-07-31	2014-07-24
320 SHS NATIONAL-OILWELL INC		2014-03-24	2014-07-24
350 SHS NEUSTAR INC CL A		2013-11-19	2014-07-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
160 SHS PEPSICO INC		2012-06-01	2014-07-24
80 SHS SEVENTY SEVEN ENERGY INC		2013-07-31	2014-07-24
90 SHS UNITED THERAPEUTICS CORP DEL		2014-03-24	2014-07-24
90 SHS LYONDELLBASELL INDUSTRIES NV		2013-07-31	2014-07-24
252 0234 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2013-01-02	2014-08-13
141 3126 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2013-01-02	2014-08-13
315 778 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-02-28	2014-08-13
364 284 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-04-30	2014-08-13
369 054 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-05-30	2014-08-13
352 879 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-06-30	2014-08-13
315 177 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-07-31	2014-08-13
36 9510 SHS DREYFUS INTERMEDIATE PRM INC FD CL I		2014-03-31	2014-08-13
21 6570 SHS DREYFUS MIDCAP IDX FD		2014-03-18	2014-08-13
500 6730 SHS DREYFUS MIDCAP IDX FD		2013-12-27	2014-08-13
146 2230 SHS DREYFUS U S EQUITY FD I		2013-12-31	2014-08-13
2362 558 SHS DREYFUS U S EQUITY FD I		2011-10-26	2014-08-13
120 SHS AGCO CORP		2013-08-27	2014-08-20
149 SHS BOEING CO		2013-12-12	2014-08-20
229 SHS BOEING CO		2014-01-15	2014-08-20
588 SHS CELGENE CORP		2013-07-31	2014-08-20
558 SHS UNION PAC CORP		2013-07-31	2014-08-20
4 SHS UNION PAC CORP		2013-07-11	2014-08-20
8 SHS UNION PAC CORP		2013-08-01	2014-08-20
100 SHS AT&T INC		2013-07-31	2014-09-12
20 SHS ABBOTT LABS		2013-07-31	2014-09-12
50 SHS AECOM		2013-07-31	2014-09-12
7 SHS AFFILIATED MANAGERS GROUP INC		2014-02-20	2014-09-12
3 SHS ALLERGAN INC		2013-07-31	2014-09-12
60 SHS ALTRIA GROUP INC		2013-07-31	2014-09-12
10 SHS AMEREN CORP		2014-04-24	2014-09-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
23 SHS AMGEN INC		2013-07-31	2014-09-12
49 SHS APPLE INC		2009-06-22	2014-09-12
30 SHS ARCHER DANIELS MIDLAND CO		2013-11-19	2014-09-12
240 SHS BANK OF AMERICA CORP		2013-07-31	2014-09-12
7 SHS BARD CR INC		2014-06-18	2014-09-12
30 SHS BED BATH & BEYOND INC	P	2014-01-15	2014-09-12
26 SHS BERKSHIRE HATHAWAY INC-CL B	P	2013-07-31	2014-09-12
2 SHS BIOGEN INC	P	2014-07-24	2014-09-12
140 SHS BOSTON SCIENTIFIC CORP	P	2014-05-28	2014-09-12
40 SHS CBS CORP CL B	P	2013-07-31	2014-09-12
10 SHS CIGNA CORP	P	2014-05-28	2014-09-12
30 SHS CVS HEALTH CORP	P	2013-07-31	2014-09-12
10 SHS CABOT CORP	P	2014-07-24	2014-09-12
5 SHS CATERPILLAR INC	P	2014-05-28	2014-09-12
30 SHS CENTURYLINK INC	P	2013-09-27	2014-09-12
30 SHS CHESAPEAKE ENERGY CORP	P	2013-07-13	2014-09-12
6 SHS CHEVRON CORP	P	2013-07-31	2014-09-12
40 SHS CITIGROUP INC	P	2013-11-19	2014-09-12
40 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP	P	2014-06-18	2014-09-12
40 SHS COMCAST CORP - CL A	P	2013-07-31	2014-09-12
40 SHS CONOCOPHILLIPS	P	2013-07-31	2014-09-12
70 SHS CORNING INC	P	2014-08-20	2014-09-12
50 SHS CORRECTIONS CORP OF AMERICA REIT	P	2013-07-31	2014-09-12
50 SHS DISNEY WALT CO NEW	P	2009-09-24	2014-09-12
10 SHS DOW CHEMICAL CO	P	2014-04-24	2014-09-12
20 SHS DUKE ENERGY CORP	P	2014-03-14	2014-09-12
19 SHS EOG RES INC	P	2014-06-18	2014-09-12
10 SHS EQT CORPORATION	P	2013-11-19	2014-09-12
20 SHS ENTERGY CORP	P	2014-06-18	2014-09-12
70 SHS EXXON MOBIL CORP	P	2013-07-31	2014-09-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
40 SHS FACEBOOK INC-A	P	2014-08-20	2014-09-12
30 SHS FRANKLIN RESOURCES INC	P	2013-07-31	2014-09-12
60 SHS GENERAL ELECTRIC CO	P	2013-07-31	2014-09-12
35 SHS GILEAD SCIENCES INC	P	2014-07-24	2014-09-12
4 SHS GOOGLE INC - CL A	P	2013-04-19	2014-09-12
4 SHS GOOGLE INC - CL C	P	2013-04-19	2014-09-12
21 SHS HANESBRANDS INC	P	2013-07-31	2014-09-12
20 SHS HERSHEY CO	P	2013-07-31	2014-09-12
90 SHS HEWLETT PACKARD CO	P	2013-07-31	2014-09-12
40 SHS HOME DEPOT INC	P	2013-07-31	2014-09-12
30 SHS INTEL CORP	P	2013-12-12	2014-09-12
5 SHS INTERNATIONAL BUSINESS MACHINES CORP	P	2013-07-31	2014-09-12
10 SHS INTUIT	P	2013-07-31	2014-09-12
47 SHS JOHNSON & JOHNSON	P	2013-07-31	2014-09-12
16 SHS KIRBY CORP	P	2014-01-15	2014-09-12
50 SHS KROGER CO	P	2013-07-31	2014-09-12
20 SHS LAS VEGAS SANDS CORP	P	2014-06-18	2014-09-12
11 SHS LOCKHEED MARTIN CORP	P	2014-07-24	2014-09-12
30 SHS LOWES COS INC	P	2013-09-27	2014-09-12
10 SHS LOWES COS INC	P	2013-08-27	2014-09-12
20 SHS MARATHON PETROLEUM CORPORATION	P	2013-07-31	2014-09-12
70 SHS MASCO CORP	P	2013-12-12	2014-09-12
30 SHS MASTERCARD INC - A	P	2013-07-31	2014-09-12
30 SHS MEDTRONIC INC	P	2013-07-31	2014-09-12
30 SHS MERCK & CO INC	P	2014-08-20	2014-09-12
4 SHS METTLER-TOLEDO INTERNATIONAL INC	P	2013-07-31	2014-09-12
50 SHS MICROSOFT CORP	P	2013-07-31	2014-09-12
90 SHS MICRON TECHNOLOGY INC	P	2014-01-15	2014-09-12
50 SHS MONDELEZ INTERNATIONAL INC	P	2014-04-24	2014-09-12
10 SHS MONSTER BEVERAGE CORPORATION	P	2014-07-24	2014-09-12

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(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)
10 SHS NATIONAL-OILWELL INC	P	2014-03-24	2014-09-12
20 SHS NAVIENT CORP	P	2013-07-31	2014-09-12
20 SHS NETAPP INC	P	2013-09-28	2014-09-12
10 SHS NETAPP INC	P	2013-09-27	2014-09-12
15 SHS NORTHROP GRUMAN CORPORATION	P	2013-07-31	2014-09-12
20 SHS OCCIDENTAL PETE CORP	P	2014-01-15	2014-09-12
70 SHS ORACLE CORPORATION	P	2013-07-31	2014-09-12
40 SHS OSHKOSH CORP	P	2013-09-27	2014-09-12
3 SHS PPG INDUSTRIES INC	P	2013-07-31	2014-09-12
477 643 SHS DREYFUS MIDCAP IDX FD	P	2013-12-27	2014-09-12
3350 8410 SHS DREYFUS MIDCAP IDX FD	P	2013-07-30	2014-09-12
30 SHS PEPSICO INC	P	2012-06-01	2014-09-12
140 SHS PFIZER INC	P	2013-07-31	2014-09-12
10 SHS T ROWE PRICE GROUP INC	P	2014-07-24	2014-09-12
50 SHS PROCTER & GAMBLE CO	P	2012-06-27	2014-09-12
11 SHS PUBLIC STORAGE INC REIT	P	2013-07-31	2014-09-12
40 SHS QUALCOMM INC	P	2014-08-20	2014-09-12
10 SHS RAYTHEON COMPANY	P	2014-08-20	2014-09-12
3 SHS ROCKWELL AUTOMATION INC	P	2013-07-31	2014-09-12
50 SHS SLM CORP	P	2013-07-31	2014-09-12
10 SHS SANDISK CORP	P	2013-07-17	2014-09-12
20 SHS SCOTTS MIRACLE-GRO COMPANY CL A COM	P	2013-11-19	2014-09-12
1 SH SIMON PROPERTY GROUP INC	P	2013-07-31	2014-09-12
60 SHS SOUTHWEST AIRLINES CO	P	2014-05-28	2014-09-12
20 SHS STATE STREET CORP	P	2013-07-31	2014-09-12
33,686 4690 SHS DREYFUS U S EQUITY FD I	P	2011-10-26	2014-09-12
20 SHS TIME WARNER INC	P	2014-08-20	2014-09-12
30 SHS TRAVELERS COMPANIES INC	P	2013-07-31	2014-09-12
30 SHS TYSON FOODS INC CL A	P	2014-07-24	2014-09-12
20 SHS VALERO ENERGY CORP	P	2014-07-24	2014-09-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
90 SHS VERIZON COMMUNICATIONS	P	2013-07-31	2014-09-12
11 SHS VISA INC-CLASS A	P	2014-04-24	2014-09-12
20 SHS WADDELL & REED FINL INC	P	2014-05-28	2014-09-12
20 SHS WALMART STORES INC	P	2013-07-31	2014-09-12
31 SHS WELLPOINT INC	P	2013-11-19	2014-09-12
60 SHS WELLS FARGO & CO	P	2013-10-18	2014-09-12
11 SHS WHIRLPOOL CORPORATION	P	2014-03-24	2014-09-12
20 SHS WYNDHAM WORLDWIDE CORP	P	2013-07-31	2014-09-12
40 SHS ACCENTURE PLC CL A	P	2013-07-31	2014-09-12
50 SHS XL GROUP PUBLIC LIMITED COMPANY	P	2013-07-31	2014-09-12
9 SHS COPA HOLDINGS SA	P	2014-02-20	2014-09-12
30 SHS ROYAL CARIBBEAN CRUISES LTD	P	2014-06-18	2014-09-12
130 SHS AECOM	P	2013-07-31	2014-09-16
64 SHS HANESBRANDS INC	P	2013-07-31	2014-09-16
190 SHS PROCTER & GAMBLE CO	P	2012-06-27	2014-09-16
520 SH SSLM CORP	P	2013-07-31	2014-09-16
51 SHS SCOTTS MIRACLE-GRO COMPANY	P	2013-11-19	2014-09-16
370 SHS STATE STREET CORP	P	2013-07-31	2014-09-16
72 SHS WHIRLPOOL CORPORATION	P	2014-03-24	2014-09-16
200 SHS XL GROUP PUBLIC LIMITED COMPANY	P	2013-07-31	2014-09-16
500 SHS AECOM	P	2013-07-31	2014-09-17
700 SHS SLM CORP	P	2013-07-31	2014-09-17
163 SHS SCOTTS MIRACLE-GRO COMPANY CL A COM	P	2013-11-19	2014-09-17
110 SHS STATE STREET CORP	P	2013-07-31	2014-09-17
58 SHS WHIRLPOOL CORPORATION	P	2013-07-31	2014-09-17
85 SHS WHIRLPOOL CORPORATION	P	2014-03-24	2014-09-17
120 SHS XL GROUP PUBLIC LIMITED COMPANY	P	2013-07-31	2014-09-17
150 SHS AECOM	P	2013-07-31	2014-09-18
136 SHS SCOTTS MIRACLE-GRO COMPANY CL A COM	P	2013-11-19	2014-09-18
1090 SHS CHESAPEAKE ENERGY CORP	P	2013-07-31	2014-10-17

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305 SHS HANESBRANDS INC	P	2013-07-31	2014-10-17
160 SHS KROGER CO	P	2013-07-31	2014-10-17
30 SHS KROGER CO	P	2014-01-15	2014-10-17
160 SHS OSHKOSH CORP	P	2013-08-27	2014-10-17
320 SHS OSHKOSH CORP	P	2013-09-27	2014-10-17
570 SHS PROCTER & GAMBLE CO	P	2012-06-27	2014-10-17
550 SHS XL GROUP PUBLIC LIMITED COMPANY	P	2013-07-31	2014-10-17
290 SHS CBS CORP CL B	P	2013-07-31	2014-11-24
60 SHS STRYKER CORP	P	2013-07-31	2014-11-24
10 SHS STRYKER CORP	P	2014-09-12	2014-11-24
130 SHS RATHEON COMPANY	P	2014-08-20	2014-11-25
130 SHS SCOTTS MIRACLE-GRO COMPANY CL A COM	P	2013-11-19	2014-11-25
160 SHS TYSON FOODS INC CL A	P	2013-10-18	2014-11-25
640 SHS TYSON FOODS INC CL A	P	2014-07-24	2014-11-25
165 SHS COPA HOLDINGS SA	P	2014-02-20	2014-11-25
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,722		15,509	1,213
19,638		15,546	4,092
397		431	-34
18,660		19,633	-973
19,658		19,479	179
33,336		24,852	8,484
24,762		20,542	4,220
7,934		7,295	639
12,467		11,847	620
28,410		25,603	2,807
27,227		27,770	-543
8,412		7,064	1,348
10,289		8,006	2,283
8,042		7,088	954
6,796		5,879	917
40,959		31,830	9,129
13,451		11,322	2,129
6,882		6,978	-96
7,843		6,711	1,132
31,180		28,231	2,949
7,088		7,038	50
7,948		7,253	695
20,023		18,742	1,281
2,598		2,253	345
917		864	53
10,367		6,984	3,383
24,400		21,088	3,312
12,032		9,446	2,586
28,307		31,077	-2,770
4,647		4,075	572

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
422		466	-44
8,431		5,511	2,920
17,427		10,772	6,655
14,043		11,650	2,393
8,778		8,354	424
1,317		1,203	114
38,427		33,840	4,587
8,217		6,098	2,119
15,437		14,440	997
8,878		7,709	1,169
6,027		6,550	-523
7,012		7,288	-276
3,506		3,585	-79
33,655		30,726	2,929
4,947		4,744	203
36,887		27,991	8,896
18,608		16,209	2,399
6,082		6,845	-763
3,590		2,959	631
1,795		1,378	417
39,406		21,988	17,418
14,932		14,772	160
53,730		55,387	-1,657
21,482		17,495	3,987
94		75	19
32,412		30,402	2,010
94,177		98,850	-4,673
24,164		22,561	1,603
22,826		31,498	-8,672
8,405		8,384	21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,265		6,954	2,311
2,288		1,282	1,006
3,317		2,189	1,128
13,830		13,870	-40
25,864		16,830	9,034
21,139		22,928	-1,789
11,010		11,205	-195
1,105		1,439	-334
24,868		32,242	-7,374
10		9	1
45,890		37,576	8,314
8,940		7,982	958
36,901		34,621	2,280
7,939		8,345	-406
23,731		21,914	1,817
9,184		8,394	790
6,706		6,154	552
8,212		6,889	1,323
4,255		3,637	618
4,693		5,732	-1,039
1,760		1,926	-166
11		10	1
274		244	30
454		436	18
11,914		9,291	2,623
22,637		17,744	4,893
19,827		15,307	4,520
41,082		34,283	6,799
27,280		21,405	5,875
10,112		17,169	-7,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,707		10,808	3,899
1,939		1,444	495
8,331		8,489	-158
9,231		6,201	3,030
3,521		3,521	0
1,974		2,007	-33
4,411		4,355	56
5,089		5,045	44
5,156		5,159	-3
4,930		4,940	-10
4,403		4,390	13
516		508	8
829		824	5
19,171		18,315	856
2,914		2,913	1
47,086		32,769	14,317
5,858		6,924	-1,066
18,996		19,868	-872
29,195		32,253	-3,058
54,265		42,953	11,312
58,959		44,617	14,342
423		325	98
845		634	211
3,455		3,455	0
856		740	116
1,865		1,686	179
1,437		1,323	114
505		277	228
2,583		2,126	457
386		412	-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,176		2,475	701
4,990		986	4,004
1,519		1,240	279
4,018		3,520	498
1,041		969	72
1,955		2,017	-62
3,577		3,028	549
648		675	-27
1,750		1,845	-95
2,279		2,112	167
926		899	27
2,423		1,828	595
542		542	0
524		518	6
1,199		957	242
748		658	90
737		756	-19
2,101		2,048	53
1,798		1,798	0
2,282		1,795	487
3,143		2,617	526
1,450		1,455	-5
1,779		1,666	113
4,486		1,397	3,089
533		491	42
1,472		1,388	84
1,939		2,150	-211
953		845	108
1,520		1,598	-78
6,726		6,577	149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,110		2,989	121
1,670		1,465	205
1,552		1,477	75
3,674		3,180	494
2,351		1,573	778
2,312		1,577	735
2,261		1,328	933
1,847		1,891	-44
3,308		2,340	968
3,554		3,161	393
1,042		738	304
956		982	-26
844		638	206
4,908		4,394	514
1,969		1,596	373
2,579		1,984	595
1,267		1,267	0
1,922		1,866	56
1,587		1,438	149
529		464	65
1,757		1,462	295
1,668		1,510	158
2,265		1,866	399
1,966		1,661	305
1,790		1,787	3
1,075		889	186
2,339		1,594	745
2,883		2,132	751
1,769		1,768	1
904		667	237

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
804		669	135
351		315	36
848		887	-39
424		430	-6
1,951		1,377	574
1,955		1,848	107
2,835		2,259	576
1,909		1,961	-52
603		482	121
18,714		17,472	1,242
131,286		117,112	14,174
2,729		2,026	703
4,125		4,125	0
798		805	-7
4,159		2,994	1,165
1,849		1,751	98
3,022		3,062	-40
1,005		967	38
346		288	58
450		439	11
994		623	371
1,132		1,178	-46
166		150	16
2,050		1,586	464
1,470		1,389	81
682,151		467,231	214,920
1,531		1,542	-11
2,783		2,514	269
1,157		1,191	-34
984		974	10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,371		4,513	-142
2,359		2,299	60
1,082		1,230	-148
1,516		1,558	-42
3,677		2,845	832
3,110		2,559	551
1,686		1,574	112
1,616		1,246	370
3,242		2,949	293
1,678		1,578	100
1,137		1,257	-120
2,023		1,662	361
4,831		4,384	447
6,846		4,046	2,800
15,986		11,377	4,609
4,588		4,564	24
2,896		3,005	-109
27,496		25,703	1,793
10,995		10,304	691
6,713		6,311	402
18,625		16,862	1,763
6,160		6,144	16
9,200		9,603	-403
8,172		7,641	531
8,927		7,694	1,233
13,083		12,164	919
4,034		3,786	248
5,609		5,059	550
7,641		8,012	-371
21,857		23,922	-2,065

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
31,863		19,282	12,581
8,219		6,348	1,871
1,541		1,189	352
6,856		7,292	-436
13,713		15,687	-1,974
47,252		34,132	13,120
17,654		17,354	300
15,525		15,311	214
5,457		4,235	1,222
909		839	70
13,823		12,573	1,250
7,847		7,659	188
6,618		4,610	2,008
26,472		25,415	1,057
18,144		23,042	-4,898
166,811			166,811

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,213
			4,092
			-34
			-973
			179
			8,484
			4,220
			639
			620
			2,807
			-543
			1,348
			2,283
			954
			917
			9,129
			2,129
			-96
			1,132
			2,949
			50
			695
			1,281
			345
			53
			3,383
			3,312
			2,586
			-2,770
			572

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-44
			2,920
			6,655
			2,393
			424
			114
			4,587
			2,119
			997
			1,169
			-523
			-276
			-79
			2,929
			203
			8,896
			2,399
			-763
			631
			417
			17,418
			160
			-1,657
			3,987
			19
			2,010
			-4,673
			1,603
			-8,672
			21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,311
			1,006
			1,128
			-40
			9,034
			-1,789
			-195
			-334
			-7,374
			1
			8,314
			958
			2,280
			-406
			1,817
			790
			552
			1,323
			618
			-1,039
			-166
			1
			30
			18
			2,623
			4,893
			4,520
			6,799
			5,875
			-7,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,899
			495
			-158
			3,030
			0
			-33
			56
			44
			-3
			-10
			13
			8
			5
			856
			1
			14,317
			-1,066
			-872
			-3,058
			11,312
			14,342
			98
			211
			0
			116
			179
			114
			228
			457
			-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			701
			4,004
			279
			498
			72
			-62
			549
			-27
			-95
			167
			27
			595
			0
			6
			242
			90
			-19
			53
			0
			487
			526
			-5
			113
			3,089
			42
			84
			-211
			108
			-78
			149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			121
			205
			75
			494
			778
			735
			933
			-44
			968
			393
			304
			-26
			206
			514
			373
			595
			0
			56
			149
			65
			295
			158
			399
			305
			3
			186
			745
			751
			1
			237

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			135
			36
			-39
			-6
			574
			107
			576
			-52
			121
			1,242
			14,174
			703
			0
			-7
			1,165
			98
			-40
			38
			58
			11
			371
			-46
			16
			464
			81
			214,920
			-11
			269
			-34
			10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-142
			60
			-148
			-42
			832
			551
			112
			370
			293
			100
			-120
			361
			447
			2,800
			4,609
			24
			-109
			1,793
			691
			402
			1,763
			16
			-403
			531
			1,233
			919
			248
			550
			-371
			-2,065

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12,581
			1,871
			352
			-436
			-1,974
			13,120
			300
			214
			1,222
			70
			1,250
			188
			2,008
			1,057
			-4,898
			166,811

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
6TH STREET PLAYHOUSE 52 W 6TH STREET SANTA ROSA, CA 95401	NONE	PC	UNRESTRICTED	4,000
ALOHA FOUNDATION INC 2968 LAKE MOREY ROAD FAIRLEE, VT 050459400	NONE	PC	UNRESTRICTED	3,000
AMERICAN CANCER SOCIETY 1451 GUERNEVILLE RD SUITE 220 SANTA ROSA, CA 95403	NONE	PC	UNRESTRICTED	10,000
AMERICAN PHILHARMONIC ORCHESTRA OF SONOMA COUNTY P O BOX 7438 COTATI, CA 949317438	NONE	PC	UNRESTRICTED	5,000
BLUE HILL SOCIETY FOR AID TO CHILDREN INC P O BOX 472 BLUE HILL, ME 04614	NONE	PC	NICHOLS DEVELOPMENT FUND	8,000
CHICAGO JAZZ ORCHESTRA ASSOCIATION 6051 NORTH MOZART STREET 3 CHICAGO, IL 606592593	NONE	PC	UNRESTRICTED	78,500
CTEF - CAREER TECHNICAL EDUCATION FOUNDATION INC 2901 RIGSBY LANE SAFETY HARBOR, FL 34695	NONE	PC	UNRESTRICTED	10,000
DUKE DIVINITY SCHOOL DUKE UNIVERSITY 407 CHAPEL DRIVE PO BOX 90968 DURHAM, NC 277080968	NONE	PC	WILLIAM KELLON QUICK SCHOLARSHIP ENDOWMENT FD	2,000
DURHAM PUBLIC LIBRARY 7 MAPLE AVENUE DURHAM, CT 064222112	NONE	PC	UNRESTRICTED	4,000
FRIEND MEMORIAL PUBLIC LIBRARY 1 REACH ROAD BROOKLIN, ME 04616	NONE	PC	UNRESTRICTED	4,000
GLOBAL PARTNERS FOR DEVELOPMENT 320 PROFESSIONAL CENTER DRIVE SUITE 120 ROHNERT PARK, CA 94928	NONE	PC	UNRESTRICTED	24,334
HARVARD SCHOOL OF PUBLIC HEALTH DEPT OF NUTRITION 677 HUNTINGTON AVENUE BOSTON, MA 021156018	NONE	PC	I M & F J STARE SCHOLARSHIP FUND	25,000
HEALDSBURG EDUCATION FOUNDATION 1028 PRINCE AVENUE HEALDSBURG, CA 95448	NONE	PC	UNRESTRICTED	10,000
HEALDSBURG JAZZ P O BOX 261 HEALDSBURG, CA 95448	NONE	PC	ANNUAL JAZZ FESTIVAL	6,000
HEALTH HORIZONS INTERNATIONAL FOUNDATION INC 314 MAIN ST OAKVILLE, CT 06779	NONE	PC	UNRESTRICTED	32,000
Total			3a	475,634

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KISMET ROCK FOUNDATION P O BOX 1744 NORTH CONWAY,NH 03860	NONE	PC	UNRESTRICTED	6,000
KRCB PUBLIC RADIO 5850 LABATH AVE ROHNERT PARK,CA 94928	NONE	PC	UNRESTRICTED	5,000
LOWN CARDIOVASCULAR RESEARCH FOUNDATION INC 21 LONGWOOD AVENUE BROOKLINE,MA 02446	NONE	PC	UNRESTRICTED	78,500
MALTA HOUSE OF CARE FOUNDATION INC 19 WOODLAND ST SUITE 37 HARTFORD,CT 06105	NONE	PC	UNRESTRICTED	15,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DRIVE CAMBRIDGE,MA 021394822	NONE	PC	UNRESTRICTED	10,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY NORTHERN CALIFORNIA CHAPTER 1700 OWENS ST SUITE 190 SAN FRANCISCO,CA 94158	NONE	PC	UNRESTRICTED	10,000
NORTHERN MIDDLESEX YMCA 99 UNION ST MIDDLETOWN,CT 06457	NONE	PC	UNRESTRICTED	10,000
NORTHWESTERN UNIVERSITY KELLOGG SCHOOL OF MANAGEMENT 2001 SHERIDAN RD EVANSTON,IL 60208	NONE	PC	UNRESTRICTED	4,000
ODD FELLOWS PLAYHOUSE WASHINGTON ST MIDDLETOWN,CT 06457	NONE	PC	UNRESTRICTED	12,000
PHILLIPS ACADEMY 180 MAIN ST ANDOVER,MA 01810	NONE	PC	STARE NURSING SCHOLARSHIP FUND	4,000
RAVEN PERFORMING ARTS THEATRE 115 NORTH ST HEALDSBURG,CA 95448	NONE	PC	HEALDSBURG SENIOR CENTER	5,000
SANTA ROSA JUNIOR COLLEGE FOUNDATION 1501 MENDOCINO AVENUE SANTA ROSA,CA 95401	NONE	PC	AG FUND	2,000
SANTA ROSA SYMPHONY ORCHESTRA ASSOCIATION DEVELOPMENT OFFICE 50 SANTA ROSA AVE SANTA ROSA,CA 95404	NONE	PC	UNRESTRICTED	25,000
SOUTH PARK INN 75 MAIN ST HARTFORD,CT 06106	NONE	PC	UNRESTRICTED	8,000
ST VINCENT DE PAUL PLACE 615 MAIN ST MIDDLETOWN,CT 06457	NONE	PC	AMAZING FOOD PANTRY	10,000
Total				475,634

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THE NATURE CONSERVANCY 4245 N FAIRFAX DRIVE SUITE 100 ARLINGTON,VA 222031606	NONE	PC	UNRESTRICTED	5,000
TRAD JASS - TRADITIONAL RAGTIME & DIXIELAND JAZZ APPREC & STRUTTERS SOC P O BOX 2861 SANTA ROSA,CA 95405	NONE	PC	UNRESTICTED	1,000
UNIVERSITY OF COLORADO FOUNDATION 1800 GRANT ST SUITE 725 DENVER,CO 80203	NONE	PC	COLLEGIATE RECOVERY CENTER	14,300
WINN PARISH LIBRARY 205 WEST MAIN ST WINNFIELD,LA 714832718	NONE	PC	JOYCE LOVE ALLEN STARE CHILDREN'S ROOM	20,000
WOODSTOCK CHRISTIAN LIFE SERVICES - HEARTHSTONE VILLAGE P O BOX 62956 CINCINNATI,OH 452620956	NONE	PC	UNRESTRICTED	5,000
Total			3a	475,634

TY 2013 Accounting Fees Schedule

Name: THE STARE FUND

EIN: 04-6026648

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROPES & GRAY - TAX PREPARATION SERVICES	8,935	5,361		3,574

TY 2013 Investments Corporate Stock Schedule

Name: THE STARE FUND

EIN: 04-6026648

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC (AAPL)	19,576	115,719
DISNEY WALT CO NEW (DIS)	21,797	72,158
LAS VEGAS SANDS CORP (LVS)	29,144	29,297
WELLS FARCO & CO (WFC)	36,187	57,749
COMCAST CORP - CL A (CMCSA)	32,304	41,069
INTERNATIONAL BUSINESS MACHINES CORP (IBM)	30,527	26,596
LOWES COS INC (LOW)	41,252	56,809
PEPSICO INC (PEP)	35,125	52,052
PROCTER & GAMBLE CO (PG)	10,180	15,373
SCHLUMBERGER LTD (SLB)	8,805	9,111
ABBOTT LABS (ABT)	19,916	24,035
ABBVIE INC (ABBV)	14,901	22,836
ACCENTURE PLC CL A (ACN)	36,859	43,165
ALLERGAN INC (AGN)	5,820	13,475
ALTRIA GROUP INC (MO)	41,453	58,804
AMGEN INC (AMGN)	45,083	69,265
ARCHER DANIELS MIDLAND CO (ADM)	29,604	37,930
AT&T INC (T)	74,677	74,652
BANK OF AMERICA CORP (BAC)	62,486	72,590
BERKSHIRE HATHAWAY INC - CL B (BRK/B)	60,669	77,467
CBS CORP CL B (CBS)	17,951	18,659
CENTURYLINK INC (CTL)	11,802	15,085
CHEVRON CORP (CVX)	14,989	12,956
CITIGROUP INC (C)	48,932	51,811
COCA COLA CO (KO)	8,059	8,966
CONOCOPHILLIPS (COP)	42,521	42,945
COVANCE INC (CVD)	17,854	21,550
CVS HEALTH CORP (FORMERLY CVS CAREMARK CORP)(CVS)	42,648	63,952
DOW CHEMICAL CO (DOW)	15,090	17,034
EMERSON ELEC CO (EMR)	7,325	7,650

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQT CORPORATION (EQT)	23,651	25,474
EXXON MOBIL CORP (XOM)	116,508	112,270
FRANKLIN RESOURCES INC (BEN)	30,772	35,822
GENERAL ELECTIC CO (GE)	33,727	36,291
GOOGLE INC CL A (GOOG)	34,204	47,770
HERSHEY CO (HSY)	25,531	27,076
HEWLETT PACKARD CO (HPQ)	36,375	60,934
HOME DEPOT INC (HD)	52,814	66,598
HONEYWELL INTERNATIONAL INC (HON)	10,940	12,879
INTEL CORP (INTC)	14,124	21,977
INTUIT (INTU)	10,842	15,958
JOHNSON & JOHNSON (JNJ)	85,354	98,832
JP MORGAN CHASE & CO (JPM)	12,822	13,837
KROGER CO (KR)	22,589	34,109
LILLY, ELI & CO (LLY)	5,892	7,493
LYONDELLBASELL INDUSTRIES NV (LYB)	9,958	8,675
MACY'S INC (M)	8,118	11,035
MARATHON PETROLEUM (MPC)	34,669	43,243
MASCO CORP (MAS)	28,998	32,670
MASTERCARD INC-A (MA)	23,008	32,297
MEDTRONIC INC (MDT)	39,865	53,186
METTLER-TOLEDO INTERNATIONAL INC (MTD)	22,217	29,326
MICROSOFT CORP (MSFT)	30,914	42,551
MOODYS CORP (MCO)	7,647	11,111
NETAPP INC (NTAP)	30,484	30,636
NORTHROP GRUMMAN CORPORATION (NOC)	30,749	47,212
ORACLE CORPORATION (ORCL)	55,511	72,945
PFIZER INC (PFE)	75,493	79,744
PHILLIPS 66 (PSX)	11,359	12,413
PPG INDUSTRIES INC (PPG)	6,903	9,409

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROCKWELL AUTOMATION INC (ROK)	5,659	6,809
SANDISK CORP (SNDK)	13,714	22,761
T ROWE PRICE GROUP INC (TROW)	36,647	40,066
TIME WARNER INC (TWX)	28,266	33,197
TRAVELERS COMPANIES INC (TRV)	32,677	40,736
VERIZON COMMUNICATIONS (VZ)	73,231	74,873
WAL MART STORES INC (WMT)	37,400	42,019
WELLPOINT INC (WLP)	33,074	47,199
WYNDHAM WORLDWIDE CORP (WYN)	29,903	40,013
AETNA INC (AET)	7,858	7,852
AFFILIATED MANAGERS GROUP INC (AMG)	26,513	28,706
AMEREN CORP (AEE)	8,249	8,622
AMERICAN EXPRESS CO (AXP)	7,880	8,318
ANSYS INC (ANSS)	8,150	9,187
BAKER HUGHES INC (BHI)	34,072	28,500
BARD CR INC (BCR)	26,176	31,462
BED BATH & BEYOND INC (BBBY)	34,673	39,620
BIOGEN INC (BIIB)	21,256	19,385
BOSTON SCIENTIFIC CORP (BSX)	34,399	33,591
CABOT CORP (CBT)	31,696	24,125
CATERPILLAR INC (CAT)	40,364	41,749
CIGNA CORP (CI)	15,276	17,491
COGNIZANT TECHNOLOGY SOLUTIONS CORP (CTSH)	35,126	39,953
CORNING INC (GLW)	37,680	39,518
DST SYS INC DEL (DST)	8,201	8,932
DUKE ENERGY CORP (DUK)	28,458	33,169
ENTERGY CORP (ETR)	37,963	40,272
EOG RES INC (EOG)	41,751	33,908
FACEBOOK INC-A (FB)	52,370	62,160
GILEAD SCIENCES INC (GILD)	54,952	69,722

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOOGLE INC - CL C (GOOG)	34,294	47,139
IHS IND CL A (IHS)	32,334	30,737
KIRBY CORP (KEX)	25,329	24,420
LAUDER ESTEE COS CL-A (EL)	36,818	37,070
LOCKHEED MARTIN CORP (LMT)	39,810	47,507
MERCK & CO INC (MRK)	49,436	50,132
MICRON TECHNOLOGY INC (MU)	33,874	51,408
MONDELEZ INTERNATIONAL INC (MDLZ)	45,206	50,960
MONSTER BEVERAGE CORPORATION (MNST)	18,680	31,402
NATIONAL-OILWELL INC (NOV)	11,371	11,397
NAVIENT CORP (NAVI)	5,832	7,755
NEXTRA ENERGY INC (NEE)	20,131	25,054
OCCIDENTAL PETE CORP (OXY)	34,181	29,515
PILGRIM'S PRIDE (PPC)	13,743	15,827
PRUDENTIAL FINL INC (PRU)	13,724	14,447
QUALCOMM INC (QCOM)	60,813	58,320
ROYAL CARIBBEAN CRUISES LTD (RCL)	29,918	39,820
SOUTHWEST AIRLINES CO (LUV)	34,367	54,366
SPX CORP (SPW)	24,075	21,167
TESORO CORPORATION (TSO)	13,223	16,856
TEXTRON INC (TXT)	28,866	33,790
VALERO ENERGY CORP (VLO)	34,088	34,027
VISA INC - CLASS A (V)	53,083	65,580
WADDELL & REED FINL INC (WDR)	26,451	20,674
WESTLAKE CHEMICAL CORP (WLK)	30,024	26,076

TY 2013 Investments - Other Schedule**Name:** THE STARE FUND**EIN:** 04-6026648

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES S&P GSCI COMMODITY-INDEXED TRUST (GSG)SOLD 5/2014	AT COST	0	0
BNY MELLON INTERNATIONAL FD (MPITX)	AT COST	237,270	251,926
STRATEGIC GLOBAL STOCK FUND /DREYFUS PREM (DGLRX)	AT COST	354,985	588,885
DREYFUS/THE BOSTON COMPANY SMALL CAP GROWTH FD (SSETX)	AT COST	205,781	342,335
DREYFUS/THE BOSTON COMPANY SMALL CAP VALUE FD (STSVX)	AT COST	143,997	236,305
VIRTUS EMERGING MKTS OPPOR-I (HIEMX)	AT COST	202,671	225,611
DREYFUS INTERMEDIATE TRM INC FD CL I (DITIX)	AT COST	2,034,873	2,323,611
DFA EMG MKTS CORE EQUITY FD (DFCEX)	AT COST	300,000	318,259
CORRECTIONS CORP OF AMERICA REIT (CXW)	AT COST	25,324	27,550
DREYFUS MIDCAP IDX FD (PESPX)	AT COST	817,888	932,556
PUBLIC STOREAGE INC REIT (PSA)	AT COST	30,721	36,213
SIMON PROPERTY GROUP INC (SPG)	AT COST	6,924	8,317
BNY MELLON FOCUSED EQS OPP M (MFOMX)	AT COST	580,000	587,054
HOST HOTELS & RESORTS, INC REIT (HST)	AT COST	32,026	33,698
TAUBMAN CTRS INC REIT (TCO)	AT COST	32,103	34,181

TY 2013 Legal Fees Schedule

Name: THE STARE FUND

EIN: 04-6026648

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROPES & GRAY - ADMIN TAX MATTERS	209	125		84

TY 2013 Other Expenses Schedule

Name: THE STARE FUND

EIN: 04-6026648

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MA PC FILING FEES	70	0		70
ISHARES S&P GSCI COMMODITY-INDEXED TR K-1	0	971		0

TY 2013 Other Increases Schedule

Name: THE STARE FUND

EIN: 04-6026648

Description	Amount
TAX VS BOOK ADJUSTMENT FOR WASH SALES	575

TY 2013 Other Professional Fees Schedule

Name: THE STARE FUND

EIN: 04-6026648

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BNY MELLON - INVESTMENT MANAGEMENT FEES	34,575	34,575		0
ROPES & GRAY - ACCOUNTING/BOOKKEEPING	8,747	5,248		3,499

TY 2013 Taxes Schedule

Name: THE STARE FUND

EIN: 04-6026648

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX W/H	0	1,262		0
PRIOR YR EXISE TAX & EXTENSION PYMTS	34,090	0		0
CURRENT F/Y EXCISE TAX PAYMENTS	21,560	0		0