EXTENDED TO AUGUST 17, 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , **and ending**

Name of foundation: THE DAYDREAMS FOUNDATION, INC.

A Employer identification number: 20-8119196

Number and street (or P O box number if mail is not delivered to street address): 8511 RAPLEY PRESERVE CIRCLE

Room/suite:

B Telephone number: 301-469-6195

City or town, state or province, country, and ZIP or foreign postal code: POTOMAC, MD 20854

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,660,667.

J 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))

			(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	3,500.		N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	66,706.	66,706.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	150,234.			
	b	Gross sales price for all assets on line 6a 854,456.				
	7	Capital gain net income (from Part IV, line 2)		150,234.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	220,440.	216,940.		
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				
	b	Accounting fees STMT 2	3,500.	0.		0.
	c	Other professional fees STMT 3	9,391.	9,391.		0.
	17	Interest				
	18	Taxes STMT 4	2,062.	46.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,953.	9,437.		0.
	25	Contributions, gifts, grants paid	125,000.			125,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	139,953.	9,437.		125,000.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	80,487.			
	b	**Net investment income** (if negative, enter -0-)		207,503.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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11-24-14 LHA **For Paperwork Reduction Act Notice, see instructions.**

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	254,086.	470,008.	470,008.
	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			
	7	Other notes and loans receivable ▶ 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 STMT 5	35,892.	20,061.	20,000.
	b	Investments - corporate stock STMT 6	1,513,131.	1,613,144.	1,909,895.
	c	Investments - corporate bonds STMT 7	475,779.	258,983.	245,858.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	12,993.	10,172.	10,786.
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)	0.	0.	4,120.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,291,881.	2,372,368.	2,660,667.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	2,291,881.	2,372,368.	
	30	**Total net assets or fund balances**	2,291,881.	2,372,368.	
	31	**Total liabilities and net assets/fund balances**	2,291,881.	2,372,368.	

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	2,291,881.
2	Enter amount from Part I, line 27a	2	80,487.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,372,368.
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	2,372,368.

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				
b	CAPITAL GAINS DIVIDENDS			
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	837,357.		704,222.	133,135.
b	17,099.			17,099.
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) 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	
a				133,135.
b				17,099.
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 } 2 150,234.

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).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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))
2013	120,000.	2,464,500.	.048691
2012	140,000.	2,264,453.	.061825
2011	100,000.	2,307,435.	.043338
2010	116,500.	2,396,251.	.048618
2009	115,987.	1,948,272.	.059533

2	**Total** of line 1, column (d)	2	.262005
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	.052401
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,650,798.
5	Multiply line 4 by line 3	5	138,904.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,075.
7	Add lines 5 and 6	7	140,979.
8	Enter qualifying distributions from Part XII, line 4	8	125,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	4,150.
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	0.
3 Add lines 1 and 2			3	4,150.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	4,150.
6 Credits/Payments:				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,122.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	7,203.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	8,325.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	15.
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,160.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶		4,160. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD, FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 301-469-6195

Located at ▶ 8511 RAPLEY PRESERVE CIRCLE, POTOMAC, MD ZIP+4 ▶ 20854

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

				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)?	N/A	1b		
	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 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ _____, _____, _____, _____				
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 2014 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 2014.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (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)? N/A 5b

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X (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? N/A 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.

(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
MARY GRACE DAY 231 11TH AVENUE SOUTH NAPLES, FL 34102	PRESIDENT 2.00	0.	0.	0.
LYNN MARIE BROWN 8511 RAPLEY PRESERVE CIRCLE POTOMAC, MD 20854	VICE-PRESIDENT 1.00	0.	0.	0.
GARY WAYNE DAY 8511 RAPLEY PRESERVE CIRCLE POTOMAC, MD 20854	VICE-PRESIDENT 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See 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	2,309,527.
b	Average of monthly cash balances		1b	381,638.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,691,165.
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	2,691,165.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	40,367.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,650,798.
6	**Minimum investment return.** Enter 5% of line 5		6	132,540.

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	132,540.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 4,150.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	4,150.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	128,390.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	128,390.
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	128,390.

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	125,000.
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	125,000.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	125,000.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7					128,390.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				0.	
b Total for prior years. ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2014:					
a From 2009	14,664.				
b From 2010					
c From 2011					
d From 2012	27,959.				
e From 2013					
f **Total** of lines 3a through e		42,623.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $	125,000.				
a Applied to 2013, but not more than line 2a				0.	
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 2014 distributable amount					125,000.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)		3,390.			3,390.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		39,233.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7		11,274.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		27,959.			
10 Analysis of line 9:					
a Excess from 2010					
b Excess from 2011					
c Excess from 2012	27,959.				
d Excess from 2013					
e Excess from 2014					

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a 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).)

NONE

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:

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BARNESVILLE SCHOOL 21830 PEACH TREE ROAD BARNESBILLE, MD 20838		CHARITABLE	EDUCATIONAL	25,000.
JOHNS HOPKINS UNIVERSITY 3400 N. CHARLES STREET BALTIMORE, MD 21218		CHARITABLE	MEDICAL RESEARCH	100,000.
Total			▶ 3a	125,000.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2014)

423611
11-24-14

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	66,706.	
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	150,234.	
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)		0.		216,940.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 216,940.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Signature of officer or trustee | 5/27/15 Date | ▶ PRESIDENT Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
ERIC COHEN, CPA		5/26/15		P00501016

Firm's name ▶ E. COHEN AND COMPANY, CPAS

Firm's EIN ▶ 52-1754364

Firm's address ▶ ONE RESEARCH COURT, SUITE 101
ROCKVILLE, MD 20850

Phone no. 301-917-6200

Form **990-PF** (2014)

423622
11-24-14

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON	83,805.	17,099.	66,706.	66,706.	
TO PART I, LINE 4	83,805.	17,099.	66,706.	66,706.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	9,391.	9,391.		0.
TO FORM 990-PF, PG 1, LN 16C	9,391.	9,391.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	46.	46.		0.
FEDERAL INCOME TAXES	2,000.	0.		0.
FEDERAL INTEREST EXPENSE	16.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,062.	46.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME SECURITIES		X	20,061.	20,000.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			20,061.	20,000.
TOTAL TO FORM 990-PF, PART II, LINE 10A			20,061.	20,000.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	1,613,144.	1,909,895.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,613,144.	1,909,895.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME SECURITIES	258,983.	245,858.
TOTAL TO FORM 990-PF, PART II, LINE 10C	258,983.	245,858.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	10,172.	10,786.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,172.	10,786.

Account summary
January 1, 2014 - December 31, 2014

Investment Manager For The Daydreams
Foundation, Inc. Under Agreement
Dated February 8, 2010
Account number 10525796000

Account activity

Market value

Market value as of January 1, 2014:	$ 2,640,416 45
Additions	0 00
Withdrawals	-127,030 82
Change in investment value (Net of fees, includes income)	143,160 12
Market value as of December 31, 2014·	$ 2,656,545 75
Accrued income as of December 31, 2014:	4,120 33
Total market value plus accrued income	$ 2,660,666 08

Cash and money market activity

Cash/money market balance as of January 1, 2014:			$ 254,086 13
Income	64,528.30		
Receipts	19,332.90	Disbursements	-138,686 23
Sales/Maturities	837,357 14	Purchases	-566,610 28
Cash/money market balance as of December 31, 2014:			$ 470,007 96

Income summary	This period	Year to date
Interest tax exempt	$ 0.00	$ 0.00
Interest taxable	8,947.95	8,947.95
Dividends	55,507 82	55,507 82
Other asset income	72.53	72 53
Total income	$ 64,528 30	$ 64,528.30

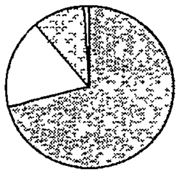
	Short term	Long term
Year to date realized net gain/loss	$27,011.10	$123,223 41

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth & income

Asset allocation



☐	18%	Cash and cash equivalents
▨	10%	Fixed income
▩	72%	Equities
■	1%	Alternatives investments

Asset summary

	Market value
Cash and cash equivalents (Includes income cash of $ 262,564 16)	$ 470,007 96
Fixed income	265,857 59
Equities	1,909,894 60
Alternatives investments	10,785.60
Other assets	0 00
Liabilities	0 00
Total assets	$ 2,656,545 75

Bond maturities

Less than 1 year	1 to 5 years	5 to 10 years	over 10 years	
$ 80,000 00	$ 20,000 00	$ 0 00	$ 0 00	Par value
80 0%	20 0%	0.0%	0 0%	% of par value

Estimated annual income $ 59,674 29

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
470,007.96	CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	$ 470,007 96	$ 470,007 96		$ 0 00	0 0%	17 7%
	Principal Cash	-262,564 16					
	Income Cash	262,564 16					
Total cash and cash equivalents		$ 470,007 96	$ 470,007 96	$ 0 00	$ 0.00		17 7%

Fixed income

Taxable

Individual securities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
20,000	Illinois ST DTD 1/15/2010 4 421% 1/1/2015 Taxable Moody's. A3 S&P· A-	$ 100.0000	$ 20,000 00	$ 20,061 40	$ -61 40	$ 884 20	4.4%	0 8%
20,000	Shell International Fin DTD 6/28/2010 3 1% 6/28/2015 Moody's: AA1 S&P AA	101 2670	20,253 40	20,891 00	-637 60	620 00	3 1	0 8
20,000	American Express Credit Co DTD 9/13/2010 2.75% 9/15/2015 Moody's. A2 S&P· A-	101 5430	20,308 60	20,006 40	302.20	550 00	2 7	0 8
20,000	Rabobank Nederland DTD 10/13/2010 2.125% 10/13/2015 Moody's: AA2 S&P· A+	101 2000	20,240 00	19,355 00	885.00	425 00	2 1	0 8
20,000	Metlife Inc DTD 5/29/2009 6 75% 6/1/2016 Moody's. A3 S&P· A-	107.8100	21,562 00	23,730 80	-2,168 80	1,350 00	6 3	0 8
Total taxable individual securities			$ 102,364 00	$ 104,044 60	$ -1,680 60	$ 3,829 20		3 8%

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
5,995.204	Dreyfus Inflation Adjusted Securities Fund	$ 12.4300	$ 74,520.39	$ 75,000 00	$ -479 61	$ 1,606 71	2 2%	2 8%
Total taxable pooled vehicle			$ 74,520 39	$ 75,000.00	$ -479 61	$ 1,606 71		2 8%
Total taxable fixed income			$ 176,884 39	$ 179,044.60	$ -2,160 21	$ 5,435 91		6.7%

Emerging markets

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
11,038 859	Tcw Emerging Markets Income Fund-I	$ 8 0600	$ 88,973 20	$ 100,000 00	$ -11,026 80	$ 4,636 32	5.2%	3 4%
Total emerging markets pooled vehicle			$ 88,973.20	$ 100,000 00	$ -11,026 80	$ 4,636 32		3 4%
Total emerging markets fixed income			$ 88,973 20	$ 100,000.00	$ -11,026 80	$ 4,636 32		3 4%
Total fixed income			$ 265,857 59	$ 279,044 60	$ -13,187 01	$ 10,072 23		10 0%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
14	Actavis PLC (ACT)	$ 257 4100	$ 3,603 74	$ 2,016.14	$ 1,587 60	$ 0 00	0 0%	0 1%
130	Accenture PLC (ACN)	89 3100	11,610.30	10,293.78	1,316 52	265 20	2 3	0 4
332	Eaton Corp PLC (ETN)	67.9600	22,562 72	17,261 87	5,300 85	650 72	2.9	0 9
60	Ingersoll-Rand PLC (IR)	63 3900	3,803 40	1,947.70	1,855 70	60 00	1 6	0 1
120	Invesco Limited (IVZ)	39.5200	4,742 40	2,649 83	2,092 57	120 00	2 5	0 2
20	Mallinckrodt PLC (MNK)	99 0300	1,980 60	1,641.94	338.66	0 00	0 0	0 1
330	Seagate Technology (STX)	66 5000	21,945 00	13,734 75	8,210 25	712 80	3 3	0 8
30	T E Connectivity Limited (TEL)	63 2500	1,897 50	1,811 36	86 14	34 80	1 8	0 1
40	Avago Technologies (AVGO)	100.5900	4,023 60	1,924 83	2,098 77	56 00	1 4	0 2

Equities

U.S. large cap

continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
40	Aflac Inc (AFL)	61.0900	2,443 60	2,530.28	-86 68	62.40	2 6	0 1
20	AT&T Inc (T)	33.5900	671 80	517.06	154 74	37.60	5 6	0 0
350	Abbott Laboratories (ABT)	45.0200	15,757 00	13,385.68	2,371 32	336 00	2 1	0 6
260	Abbvie Inc (ABBV)	65 4400	17,014.40	14,062 46	2,951 94	509 60	3.0	0 6
30	Adobe Systems Inc (ADBE)	72.7000	2,181 00	1,147 66	1,033 34	0 00	0 0	0 1
2	Alexion Pharmaceuticals Inc (ALXN)	185.0300	370 06	313 64	56.42	0 00	0 0	0 0
10	Amazon Com Inc (AMZN)	310.3500	3,103 50	1,959 72	1,143 78	0 00	0 0	0 1
13	Amgen Inc (AMGN)	159 2900	2,070 77	1,518 83	551.94	41 08	2 0	0.1
75	Apple Inc (AAPL)	110 3800	8,278 50	602 20	7,676 30	141 00	1 7	0 3
1,090	Ares Capital Corporation (ARCC)	15.6050	17,009 45	19,500 79	-2,491 34	1,656 80	9 7	0 6
2	Biogen Idec Inc (BIIB)	339 4500	678 90	615 18	63 72	0 00	0 0	0 0
420	Bristol-Myers Squibb Company (BMY)	59 0300	24,792 60	20,162 51	4,630 09	621 60	2 5	0 9
30	Capital One Financial Corporation (COF)	82 5500	2,476 50	1,613 82	862 68	36 00	1 5	0 1
190	Cardinal Health Inc (CAH)	80 7300	15,338 70	13,478 42	1,860 28	260 30	1 7	0 6
206	Caterpillar Inc (CAT)	91 5300	18,855.18	19,570 97	-715 79	576 80	3 1	0.7
50	Celanese Corp (CE) Series A	59.9600	2,998 00	1,707 87	1,290 13	50 00	1 7	0 1
14	Celgene Corp (CELG)	111.8600	1,566 04	1,439 51	126 53	0 00	0.0	0 1
870	Centerpoint Energy Inc (CNP)	23.4300	20,384 10	15,035 97	5,348 13	826 50	4 1	0 8
590	Centurytel Inc (CTL)	39 5800	23,352 20	22,323.40	1,028 80	1,274 40	5 5	0 9
320	The Cheesecake Factory (CAKE)	50 3100	16,099.20	15,007 49	1,091 71	211 20	1 3	0 6
168	Chevron Corporation (CVX)	112 1800	18,846 24	15,049.53	3,796.71	719 04	3 8	0 7
320	Comcast Corp Cl A (CMCSA)	58 0100	18,563 20	13,431 20	5,132.00	288 00	1 6	0.7
20	Costco Whsl Corp New (COST)	141.7500	2,835.00	1,224.11	1,610 89	28.40	1 0	0 1
20	The Walt Disney Company (DIS)	94 1900	1,883 80	708.67	1,175.13	23 00	1.2	0 1
40	Dover Corp (DOV)	71.7200	2,868.80	2,063.34	805 46	64 00	2 2	0 1
380	Dow Chemical Co (DOW)	45.6100	17,331.80	14,079.73	3,252 07	638 40	3 7	0.7

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
230	DU Pont (E I) De Nemours And (DD) Company	73 9400	17,006 20	11,585.96	5,420.24	432 40	2 5	0 6
120	Duke Energy Corporation (DUK)	83 5400	10,024 80	6,382 80	3,642 00	381 60	3 8	0 4
40	Electronic Arts Inc (EA)	47 0150	1,880 60	1,497.09	383 51	0 00	0 0	0 1
31	Exxon Mobil Corp (XOM)	92.4500	2,865 95	1,811 96	1,053.99	85 56	3 0	0 1
30	Facebook Inc (FB)	78.0200	2,340.60	1,556 94	783 66	0 00	0 0	0 1
60	F N F V Group (FNF)	34.4500	2,067 00	1,501 04	565 96	45 60	2.2	0 1
440	Gallagher Arthur J & Co (AJG)	47 0800	20,715 20	17,245.65	3,469 55	633 60	3 1	0 8
760	General Electric Company (GE)	25 2700	19,205 20	12,846.99	6,358.21	699 20	3 6	0 7
40	Gilead Sciences Inc (GILD)	94 2600	3,770 40	813.98	2,956.42	0 00	0 0	0 1
4	Google Inc - Cl A (GOOGL)	530.6600	2,122.64	1,568.79	553 85	0 00	0 0	0 1
3	Google Inc-Cl C (GOOG)	526 4000	1,579 20	1,178.71	400 49	0.00	0 0	0 1
30	H C A Holdings Inc (HCA)	73.3900	2,201 70	1,621.31	580.39	0 00	0 0	0 1
50	Halliburton Co (HAL)	39 3300	1,966 50	1,594 48	372 02	36.00	1 8	0.1
280	Harley Davidson Inc (HOG)	65.9100	18,454.80	17,343 90	1,110 90	308.00	1 7	0 7
60	Hartford Finl Svcs Group Inc (HIG)	41.6900	2,501.40	2,188 78	312.62	43 20	1 7	0 1
142	Hershey Co (HSY)	103.9300	14,758 06	14,826 19	-68 13	303 88	2 1	0 6
30	Home Depot Inc (HD)	104 9700	3,149 10	978 50	2,170 60	56.40	1 8	0.1
40	Honeywell Intl Inc (HON)	99.9200	3,996 80	1,808 77	2,188 03	82 80	2 1	0 2
30	Illinois Tool Wks Inc (ITW)	94 7000	2,841 00	2,603 80	237 20	58 20	2 1	0 1
760	Intel Corp (INTC)	36 2900	27,580 40	24,810 28	2,770 12	684 00	2 5	1 0
19	Intercontinentalexchange Group, Inc.(ICE)	219 2900	4,166.51	2,490 02	1,676 49	49.40	1 2	0 2
290	JP Morgan Chase & Co (JPM)	62.5800	18,148 20	16,005.17	2,143 03	464 00	2.6	0 7
60	Johnson Controls Inc (JCI)	48.3400	2,900 40	1,906.21	994 19	62 40	2 2	0.1
204	Kimberly Clark Corp (KMB)	115 5400	23,570.16	15,440 30	8,129 86	685 44	2 9	0 9
370	Kinder Morgan Inc (KMI)	42 3100	15,654 70	11,682 27	3,972 43	651 20	4 2	0 6

Equities

U.S. large cap

continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
20	Lam Resh Corp (LRCX)	79 3400	1,586.80	1,494 63	92 17	14 40	0 9	0 1
40	Las Vegas Sands Corp (LVS)	58.1600	2,326 40	1,762 91	563 49	80 00	3 4	0 1
176	Lockheed Martin Corp (LMT)	192.5700	33,892 32	13,080.33	20,811 99	1,056 00	3 1	1 3
309	Lorillard Inc (LO)	62.9400	19,448.46	11,837 38	7,611 08	760.14	3.9	0.7
300	Lowe's Companies Inc (LOW)	68 8000	20,640 00	9,435 89	11,204 11	276 00	1 3	0 8
410	Marathon Oil Corp (MRO)	28 2900	11,598 90	14,252 49	-2,653.59	344 40	3 0	0 4
20	Mead Johnson Nutrition Company (MJN)	100 5400	2,010 80	1,840 90	169 90	30.00	1 5	0 1
440	Merck & Co Inc (MRK)	56.7900	24,987 60	23,689 25	1,298.35	792 00	3 2	0 9
18	Monster Beverage Corporation (MNST)	108.3500	1,950 30	1,571 61	378 69	0 00	0 0	0 1
250	National Grid PLC-SP ADR (NGG)	70 6600	17,665 00	11,860 33	5,804 67	1,153 00	6 5	0 7
780	Navient Corporation (NAVI)	21 6100	16,855 80	12,777 12	4,078 68	468 00	2 8	0 6
310	Nucor Corp (NUE)	49 0500	15,205 50	14,448 42	757 08	461 90	3 0	0 6
30	PNC Financial Services Group (PNC)	91 2300	2,736 90	1,729 18	1,007 72	57 60	2 1	0 1
379	Ppl Corp (PPL)	36 3300	13,769.07	12,524 64	1,244 43	564.71	4 1	0 5
18	P V H Corp (PVH)	128.1700	2,307.06	2,187.25	119 81	2 70	0 1	0 1
290	Pepsico Inc (PEP)	94.5600	27,422 40	20,568.98	6,853.42	759 80	2 8	1 0
540	Pfizer Inc (PFE)	31 1500	16,821.00	15,933 89	887 11	604 80	3 6	0 6
370	Philip Morris International Inc (PM)	81.4500	30,136 50	25,940 30	4,196 20	1,480 00	4.9	1 1
180	Phillips 66 (PSX)	71 7000	12,906 00	14,079 24	-1,173 24	360 00	2 8	0 5
280	The Procter & Gamble Company (PG)	91.0900	25,505 20	17,987 56	7,517 64	720 72	2 8	1 0
56	Salesforce Com Inc (CRM)	59.3100	3,321 36	1,512.17	1,809.19	0 00	0 0	0.1
30	Schlumberger Ltd (SLB)	85.4100	2,562 30	1,990.87	571.43	48 00	1 9	0.1
14	Sempra Energy (SRE)	111 3600	1,559 04	704 69	854 35	36 96	2.4	0 1
30	Servicenow, Inc. (NOW)	67 8500	2,035 50	1,300.31	735.19	0.00	0 0	0 1
60	Southwestern Energy Co (SWN)	27.2900	1,637.40	2,032 24	-394 84	0.00	0.0	0.1
60	State Street Corp (STT)	78.5000	4,710.00	2,501.51	2,208 49	72.00	1 5	0 2
270	Texas Instruments Inc (TXN)	53 4650	14,435 55	12,904.85	1,530.70	367 20	2 5	0 5

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
19	Thermo Fisher Scientific Inc. (TMO)	125 2900	2,380 51	2,011 62	368.89	11 40	0.5	0 1
360	Time Warner Inc (TWX)	85.4200	30,751 20	27,290.09	3,461 11	457 20	1.5	1 2
30	Twitter, Inc (TWTR)	35.8700	1,076.10	1,462.93	-386 83	0.00	0 0	0 0
21	Union Pac Corp (UNP)	119 1300	2,501 73	847 22	1,654.51	42 00	1 7	0 1
200	United Parcel Service Cl B (UPS)	111 1700	22,234.00	14,792 24	7,441.76	536 00	2 4	0 8
30	United Technologies Corp (UTX)	115 0000	3,450.00	2,206 50	1,243 50	70 80	2 1	0 1
280	Valero Energy Corp New (VLO)	49 5000	13,860.00	12,128.34	1,731 66	308.00	2 2	0 5
110	Verizon Communications Inc (VZ)	46.7800	5,145 80	3,490 72	1,655 08	242 00	4.7	0 2
70	Wells Fargo & Company (WFC)	54.8200	3,837 40	2,203 59	1,633 81	98 00	2 6	0 1
240	Williams Cos Inc (WMB)	44 9400	10,785.60	8,400 60	2,385.00	547 20	5 1	0 4
30	Yum! Brands Inc (YUM)	72 8500	2,185 50	1,197 07	988 43	49.20	2 3	0 1
Total U.S. large cap			$ 987,648 12	$ 767,601.99	$ 220,046 13	$ 28,936 65		37 2%

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
11,045 741	The BNY Mellon Mid Cap (MPMCX) Multi-Strategy Fund	$ 15 0000	$ 165,686 12	$ 130,000 00	$ 35,686 12	$ 453 98	0 3%	6 2%
Total U S mid cap			$ 165,686 12	$ 130,000 00	$ 35,686 12	$ 453 98		6 2%

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,471 102	Dreyfus Select Managers Small Cap (DSGYX) Growth Fund	$ 23 9300	$ 59,133 47	$ 50,000 00	$ 9,133.47	$ 0 00	0 0%	2 2%

U.S. small cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
641 273	Dreyfus Select Managers Small Cap (DMVYX) Value Fund	22 7400	14,582 55	12,000 00	2,582 55	93.63	0 6	0 6
Total U S. small cap			$ 73,716 02	$ 62,000 00	$ 11,716 02	$ 93 63		2 8%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
23	Anheuser Busch Inbev Spn (BUD)	$ 112 3200	$ 2,583.36	$ 2,484 92	$ 98 44	$ 61 50	2 4%	0 1%
5,015.045	Dreyfus Diversified International (DFPIX) Fund	10 9500	54,914 74	50,000 00	4,914 74	877 63	1 6	2 1
12,949 494	Dreyfus International Stock Fund (DISYX)	14 5100	187,897 16	175,000 00	12,897 16	2,978 38	1 6	7 1.
Total developed international			$ 245,395 26	$ 227,484 92	$ 17,910 34	$ 3,917 51		9 2%

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
15,069.206	BNY Mellon Emerging Markets Fund (MEMKX)	$ 9.3500	$ 140,897 08	$ 170,000.00	$ -29,102 92	$ 1,974 07	1 4%	5 3%
Total emerging markets			$ 140,897 08	$ 170,000.00	$ -29,102 92	$ 1,974 07		5 3%

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
13,927.576	Dreyfus Global Real Estate (DRLYX) Securities Fund	$ 9.0500	$ 126,044 56	$ 100,000 00	$ 26,044 56	$ 3,286 91	2 6%	4 7%
1,230	New Residential Investment Corp (NRZ)	12.7700	15,707 10	16,276.94	-569 84	1,869 60	11.9	0 6
550.9508	Outfront Media Inc. (OUT)	26 8400	14,787.52	17,824.19	-3,036 67	815.40	5 5	0 6
900	Starwood Property Trust Inc (STWD)	23.2400	20,916 00	19,633 81	1,282.19	1,728 00	8.3	0 8
Total equity reits			$ 177,455 18	$ 153,734 94	$ 23,720 24	$ 7,699.91		6 7%

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
113	American Tower Corp Preferred Convertible Until 5/15/2017	$ 114.9600	$ 12,990.48	$ 12,200 12	$ 790 36	$ 593 25	4 6%	0 5%
320	Dominion Res Inc VA Preferred	60.1200	19,238 40	16,769 24	2,469 16	960.00	5 0	0 7
130	Dynegy Inc	101 0300	13,133 90	13,924.95	-791 05	698.75	5 3	0 5
260	Exelon Corppreferred Convertible Until 6/1/2017	52 5000	13,650.00	13,588.12	61 88	845.00	6 2	0 5
400	Nextera Energy Inc Preferred Convertible Until 9/1/2015	66.9400	26,776 00	20,297 80	6,478 20	1,177 60	4 4	1 0
111	Stanley Black & Decker I Preferred Convertible Until 11/17/2016	117 7400	13,069 14	11,564 83	1,504 31	693 75	5 3	0 5
330	United Technologies Corp Preferred Convertible Until 8/1/2015	61.3300	20,238 90	17,637.34	2,601.56	1,237 50	6 1	0 8
Total other equity			$ 119,096 82	$ 105,982 40	$ 13,114 42	$ 6,205 85		4 5%
Total equities			$ 1,909,894 60	$ 1,616,804.25	$ 293,090 35	$ 49,281.60		71 9%

Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
420	Plains Gp Holdings LP	$ 25 6800	$ 10,785 60	$ 10,171 56	$ 614 04	$ 320 46	3 0%	0 4%
Total alternative investments			$ 10,785.60	$ 10,171 56	$ 614 04	$ 320 46		0 4%
Total assets			$ 2,656,545.75	$ 2,376,028 37	$ 280,517.38	$ 59,674 29		100 0%

Form **8868**
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

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

OMB No 1545-1709

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

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

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

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

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

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

Enter filer's identifying number

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
THE DAYDREAMS FOUNDATION, INC.

Employer identification number (EIN) or
20-8119196

Number, street, and room or suite no If a P O box, see instructions.
8511 RAPLEY PRESERVE CIRCLE

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions
POTOMAC, MD 20854

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

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

- The books are in the care of ▶ THE FOUNDATION 8511 RAPLEY PRESERVE CIRCLE - POTOMAC, MD 20854

  Telephone No ▶ 301-469-6195 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2015 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 2014 or

▶ ☐ tax year beginning ______________, and ending ______________

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 8,325.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 1,122.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 7,203.

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