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Extended to August 17, 2015

Form **990-PF**

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.		A Employer identification number 22-2478755
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 206	Room/suite	B Telephone number 203-246-2793
City or town, state or province, country, and ZIP or foreign postal code NORWALK, CT 06852-0206		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 17572775.	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 (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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		30.	30.		Statement 1
4 Dividends and interest from securities		712179.	712179.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		584997.			
b Gross sales price for all assets on line 6a		1804305.			
7 Capital gain net income (from Part IV, line 2)			584997.		
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		1297206.	1297206.		
13 Compensation of officers, directors, trustees, etc.		50000.	0.		50000.
14 Other employee salaries and wages		60000.	0.		60000.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 3		14230.	0.		14230.
c Other professional fees					
17 Interest					
18 Taxes Stmt 4		21894.	17145.		4749.
19 Depreciation and depletion		790.	318.		
20 Occupancy		14400.	0.		14400.
21 Travel, conferences, and meetings		4870.	0.		4870.
22 Printing and publications					
23 Other expenses Stmt 5		117800.	38283.		79517.
24 Total operating and administrative expenses. Add lines 13 through 23		283984.	55746.		227766.
25 Contributions, gifts, grants paid		1100200.			1100200.
26 Total expenses and disbursements. Add lines 24 and 25		1384184.	55746.		1327966.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-86978.			
b Net investment income (if negative, enter -0-)			1241460.		
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.

1

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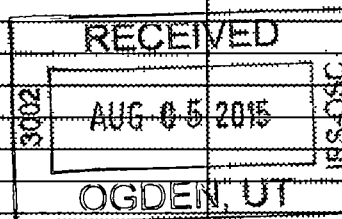
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2014.04000 THE DAPHNE SEYBOLT CULPEPER DAPHNE1

SCANNED AUG 07 2015

Revenue

Operating and Administrative Expenses



**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.**

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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	242963.	324216.	324216.
	2 Savings and temporary cash investments			
	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 6	73600.	50663.	58262.
	b Investments - corporate stock Stmt 7	8133148.	8309013.	16125680.
	c Investments - corporate bonds Stmt 8	1171620.	866881.	887723.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	121860.	119839.	114075.
	14 Land, buildings, and equipment basis ▶ 10343.			
	Less accumulated depreciation Stmt 10 ▶ 9630.	1503.	713.	983.
	15 Other assets (describe ▶ OTHER ASSETS)	62407.	61836.	61836.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	9807101.	9733161.	17572775.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 11)	0.	13038.	
	23 Total liabilities (add lines 17 through 22)	0.	13038.	
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	7586315.	7586315.	
	29 Retained earnings, accumulated income, endowment, or other funds	2220786.	2133808.	
	30 Total net assets or fund balances	9807101.	9720123.	
	31 Total liabilities and net assets/fund balances	9807101.	9733161.	

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	9807101.
2 Enter amount from Part I, line 27a	2	-86978.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9720123.
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	9720123.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	KIMCO REALTY-6000 UNITS	P	08/29/13	03/05/14
b	TIME WARNER CABLE NOTE	P	07/17/13	03/18/14
c	ROYAL DUTCH SHELL-1000 UNITS	P	08/27/12	07/23/14
d	SEADRILL LIMITED	P	05/27/11	12/31/14
e	CITIGROUP NOTE	P	Various	12/03/14
f	EXXON-3000 SHS	P	06/01/85	05/01/14
g	EXXON-2000 SHS	P	06/01/85	05/07/14
h	GOLDMAN SACHS-NOTE	P	04/01/10	04/03/14
i	ILLINOIS STATE BDS	P	08/06/10	12/05/14
j	IBM-1500 SHS	P	02/24/93	04/15/14
k	NOKIA CORP-NOTE	P	07/26/11	01/24/14
l	NOKIA CORP-NOTE	P	07/26/11	07/22/14
m	NUVEEN QUALITY PRE-5350 SHS	P	06/25/02	02/13/14
n	NUVEEN QUALITY PRE-11300 SHS	P	06/25/02	02/13/14
o	SAEHAN BANK-NOTE	P	03/25/10	03/27/14

(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 134465.		120909.	13556.
b 103882.		99388.	4494.
c 86635.		72934.	13701.
d 59013.		179713.	-120700.
e 102635.		97131.	5504.
f 305513.		9286.	296227.
g 206030.		6191.	199839.
h 109750.		103935.	5815.
i 106614.		104418.	2196.
j 295541.		19397.	276144.
k 51493.		49723.	1770.
l 52829.		49723.	3106.
m 41867.		79323.	-37456.
n 88411.		167542.	-79131.
o 50000.		50749.	-749.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			13556.
b			4494.
c			13701.
d			-120700.
e			5504.
f			296227.
g			199839.
h			5815.
i			2196.
j			276144.
k			1770.
l			3106.
m			-37456.
n			-79131.
o			-749.

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

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

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	VODAFONE-FRAC	P		03/06/14
b	VERIZON-CASH IN LIEU	P		03/12/14
c	PENNYMAC LOAN SERVICE-RETURN OF PRINCIPAL	P		Various
d	Capital Gains Dividends			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 33.			33.
b 1.			1.
c 8946.		8946.	0.
d 647.			647.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			33.
b			1.
c			0.
d			647.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

584997.

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 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 See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1804305.		1219308.	584997.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			584997.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	584997.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	1352830.	17416370.	.077676
2012	1324284.	16999324.	.077902
2011	1231899.	16432539.	.074967
2010	1175697.	15209989.	.077298
2009	1213307.	14002439.	.086650

2 Total of line 1, column (d)	2	.394493
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	.078899
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	17776953.
5 Multiply line 4 by line 3	5	1402584.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12415.
7 Add lines 5 and 6	7	1414999.
8 Enter qualifying distributions from Part XII, line 4	8	1327966.

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.

**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.**

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

<p>1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p>	1	24829.
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	24829.
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	24829.
6 Credits/Payments		
<p>a 2014 estimated tax payments and 2013 overpayment credited to 2014</p> <p>b Exempt foreign organizations - tax withheld at source</p> <p>c Tax paid with application for extension of time to file (Form 8868)</p> <p>d Backup withholding erroneously withheld</p>	6a 6b 6c 6d	 31250. 1428.
7 Total credits and payments. Add lines 6a through 6d	7	32678.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	304.
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	7545.
11 Enter the amount of line 10 to be credited to 2015 estimated tax	11	0.

7545. Refunded

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		X
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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE, CT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► The Foundation Located at ► PO BOX 206, NORWALK, CT Telephone no ► 203-246-2793 ZIP+4 ► 06852-0206			
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			
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? 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 ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	1b
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
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? If "Yes," list the years ►	<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)	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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

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
RODNEY S. EIELSON 4770 SO LAKE DR BOYNTON BEACH, FL 33476	PRESIDENT 5.00	0.	0.	0.
AMY BLOOM 11 ALDEN AVENUE NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	0.	0.	0.
LORI G. BRAYTON 9 FIRST STREET NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	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

Form 990-PF (2014)

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.

Form 990-PF (2014)

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	17250789.
b	Average of monthly cash balances	1b	796879.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18047668.
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	18047668.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	270715.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17776953.
6	Minimum investment return. Enter 5% of line 5	6	888848.

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	888848.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	24829.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	24829.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	864019.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	864019.
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	864019.

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	1327966.
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	1327966.
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	1327966.

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				864019.
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	525045.			
b From 2010	468166.			
c From 2011	486954.			
d From 2012	501626.			
e From 2013	496998.			
f Total of lines 3a through e	2478789.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$	1327966.			
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				864019.
e Remaining amount distributed out of corpus	463947.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2942736.			
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	525045.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2417691.			
10 Analysis of line 9				
a Excess from 2010	468166.			
b Excess from 2011	486954.			
c Excess from 2012	501626.			
d Excess from 2013	496998.			
e Excess from 2014	463947.			

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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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

AMY BLOOM, 203-246-2793

PO BOX 206, NORWALK, CT 06852-0206

b

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

SEE ATTACHMENT "GUIDELINES FOR APPLICANTS"

c

Any submission deadlines

NONE

d

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

SEE ATTACHMENT "GUIDELINES FOR APPLICANTS"

Part XV
Supplementary Information
(continued)

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

<div> <div>Recipient</div> <div>Name and address (home or business)</div> </div>	<div> If recipient is an individual, show any relationship to any foundation manager or substantial contributor </div>	<div> Foundation status of recipient </div>	<div> Purpose of grant or contribution </div>	<div> Amount </div>
<div> <div> a <i>Paid during the year</i> </div> <div>SEE SCHEDULE ATTACHED</div> </div>		PF	TO ASSIST THE ORGANIZATIONS WITH THEIR CHARITABLE PURPOSES.	1100200.
Total			▶ 3a	1100200.
<div> <div> b <i>Approved for future payment</i> </div> <div>None</div> </div>				
Total			▶ 3b	0.

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

- b** If "Yes," complete the following schedule

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

► Amydorm

Date _____

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 ☐ self-employed

PTIN

ANGELO D. BRUNO

Yaduo

07/14/15

P00580572

Firm's name ▶ TUCCI AND BRUNO TAX SERVICES

Firm's EIN ▶	06-1363057
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Firm's address ► 2 ROCKLEDGE GARDENS
NORWALK, CT 06851

Phone no 203-858-2702

Form **990-PF** (2014)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
INTEREST INCOME	30.	30.	
Total to Part I, line 3	30.	30.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
DIVIDENDS & INTEREST FROM SECURITIES	712826.	647.	712179.	712179.	
To Part I, line 4	712826.	647.	712179.	712179.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	14230.	0.		14230.
To Form 990-PF, Pg 1, ln 16b	14230.	0.		14230.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL TAXES	4590.	0.		4590.
FILING FEES	159.	0.		159.
FEDERAL INCOME TAXES - PRIOR YEAR	11771.	11771.		0.
FOREIGN TAXES-DIVIDENDS	2296.	2296.		0.

INTEREST/PENALTIES	1650.	1650.	0.
FEDERAL INCOME TAX			
WITHHOLDING	1428.	1428.	0.
To Form 990-PF, Pg 1, ln 18	21894.	17145.	4749.

Form 990-PF	Other Expenses	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OUTSIDE SERVICES/MANAGEMENT FEES	68105.	0.		68105.
OTHER OPERATING COSTS	30123.	27108.		3015.
OFFICE EXPENSES	3622.	0.		3622.
TELEPHONE	3525.	0.		3525.
INVESTMENT CUSTODY FEES	10853.	10853.		0.
BANK SERVICE CHARGES	1250.	0.		1250.
INVESTMENT MANAGEMENT FEES	322.	322.		0.
To Form 990-PF, Pg 1, ln 23	117800.	38283.		79517.

Form 990-PF	U.S. and State/City Government Obligations	Statement	6
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US GOVERNMENT OBLIGATIONS	X		50663.	58262.
Total U.S. Government Obligations			50663.	58262.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			50663.	58262.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
CORPORATE STOCK (SEE ATTACHED)	8309013.	16125680.
Total to Form 990-PF, Part II, line 10b	8309013.	16125680.

Form 990-PF	Corporate Bonds	Statement	8
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Description	Book Value	Fair Market Value
CORPORATE BONDS (SEE ATTACHED)	866881.	887723.
Total to Form 990-PF, Part II, line 10c	866881.	887723.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
ALTERNATIVE ASSETS (SEE ATTACHED)	COST	119839.	114075.
Total to Form 990-PF, Part II, line 13		119839.	114075.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	10
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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
FURNITURE & FIXTURES	1910.	1910.	0.
COMPUTER & EQUIPMENT	1680.	1512.	168.
COMPUTER & EQUIPMENT	2935.	2935.	0.
FURNITURE	2004.	1769.	235.
EQUIPMENT	1814.	1504.	310.
Total To Fm 990-PF, Part II, ln 14	10343.	9630.	713.

Form 990-PF	Other Liabilities	Statement	11
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Description	BOY Amount	EOY Amount
PAYROLL TAX LIABILITIES	0.	13038.
Total to Form 990-PF, Part II, line 22	0.	13038.

2014 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	1021109200	DB5.00	17	17	1910.		955.	955.	864.		91.
2	COMPUTER & EQUIPMENT	062711051	5.00	16	16	1680.			1680.	1176.		336.
3	COMPUTER & EQUIPMENT	092511200	DB5.00	17	17	2935.		2935.				0.
4	FURNITURE	010612200	DB5.00	17	17	2004.		1002.	1002.	611.		156.
5	EQUIPMENT	113012200	DB5.00	17	17	1814.		907.	907.	390.		207.
	* Total 990-PF Pg 1 Depr					10343.		5799.	4544.	3041.	0.	790.

428102
06-01-14

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.

PO BOX 206, NORWALK, CT 06852-0206

TELEPHONE 203-762-3984

GUIDELINES FOR APPLICANTS

The Daphne Seybolt Culpeper Memorial Foundation Inc, is a not-for-profit private foundation incorporated in 1983 under the laws of the state of Delaware. It makes grants to assist qualified not-for-profit organizations headquartered in Fairfield County, Connecticut, Palm Beach County, Florida, or San Diego County, California for programs to be carried out in these counties. This location limitation does not apply to organizations previously funded by the foundation.

THE FOUNDATION DOES NOT:

- 1. Make loans.**
- 2. Make grants to individuals.**
- 3. Provide support for endowments, conferences, forums, seminars, gratuities, honorariums, travel, meals and lodging.**
- 4. Administer programs it supports;**
- 5. Make payment of more than one grant to the same organization within a twelve month period.**
- 6. Provide further support to an organization which has not acknowledged receipt of a previous grant from the foundation.**

The foundation does not have a grant application form. An applicant seeking grant assistance should write a letter describing the proposed program. The letter should be accompanied with:

- 1. Copy of the requesting organization's Section 501(c)(3) nonprofit status exemption letter from the Internal Revenue Service.**
- 2. Provide a statement outlining what percentage of your organization's income goes directly toward your organization's mission, and what percentage is used for administrative costs.**
- 3. Provide a copy of the organization's audited annual financial statements**
- 4. A budget for the program and the proposed starting and completion dates.**
- 5. A list of names, residences, and business address of the organization's governing board and whether the board members are volunteer or compensated.**

When an application for a grant is complete, it will be considered by our foundation and the applicant will be advised as to the disposition of its proposal.

Interviews with applicant or site visits will be arranged if the foundation deems it necessary or desirable, but only after an application for financial aid has been received.

Unfortunately, many worthy requests for support are denied either because of our foundation's limited resources, the number of requests received, or because the proposal does not fall within our program guidelines.

INVESTMENTS

LINE 10a	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
U S GOVERNMENT OBLIGATIONS	73,599 78	50,663 00	58,262 00

LINE 10b
CORPORATE STOCKS

SHARES	SECURITY DESCRIPTION	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
4,000	ALLIANZGI EQUITY & CONVERTIBLE INC FD	100,000 00	100,000 00	82,720 00
5,000	AMERICAN ELECTRIC POWER	195,889 00	195,889 00	303,600 00
12,000	AT&T, INC	321,920 80	321,920 80	403,080 00
4,000	BANK OF NEW YORK MELLON	102,802 64	102,802 64	92,120 00
5,000	BLACKSTONE GROUP LP	112,278 00	112,278 00	169,150 00
20,000	BRISTOL MYERS SQUIBB CO	289,078 00	289,078 00	1,180,600 00
16,795	CALAMOS GLOBAL DYNAMIC INCOME FUND	237,065 40	234,880 00	155,018 00
2,000	CATERPILLAR INC	168,759 20	168,759 20	183,060 00
10,000	CENTERPOINT ENERGY INC	158,179 42	158,179 42	234,300 00
10,000	CHEVRON CORP	60,640 00	60,640 00	1,121,800 00
16,650	CLARION GLOBAL REAL ESTATE INC FD	246,284 67	243,927 00	149,684 00
12,000	COCA-COLA CO	317,967 00	317,967 00	506,640 00
2,000	DEUTSCHE BANK CAP FUND IX	50,000 00	50,000 00	51,100 00
7,500	EATON VANCE	-	116,571 00	104,175 00
20,000	EXXON MOBILE CORP	61,909 00	-	-
15,000	EXXON MOBILE CORP	-	46,432 00	1,386,750 00
55,000	GENERAL ELECTRIC CO	113,469 00	113,469 00	1,389,850 00
7,000	HEWLETT-PACKARD CO	122,249 30	122,249 30	280,910 00
2,500	HONDA MOTOR LTD	101,874 50	101,874 50	73,800 00
4,000	HSBC HOLDING PLC	100,000 00	100,000 00	106,280 00
12,500	ING GLOBAL EQUITY DIVIDEND & PREM OPPTY FD	-	-	-
14,000	INTEL CORP	291,366 00	291,366 00	508,060 00
10,000	INT'L BUSINESS MACHINES CORP	115,438 00	-	-
8,500	INT'L BUSINESS MACHINES CORP	-	96,041 00	1,363,740 00
50,000	JPMORGAN CHASE & CO	51,964 03	-	-
150,000	JPMORGAN CHASE & CO	-	150,441 00	141,914 00
2,000	JPMORGAN CHASE & CO	-	112,016 00	125,160 00
8,000	KRAFT FOODS GROUP INC	384,372 07	384,372 07	501,280 00
11,000	MERCK & CO, INC	184,661 00	184,661 00	624,690 00
18,000	MICROSOFT CORP	478,843 00	478,843 00	836,100 00
4,000	MORGAN STANLEY CAP TRUST	100,000 00	100,000 00	101,320 00
2,000	MORGAN STANLEY CAP TRUST VI	50,000 00	50,000 00	51,200 00
2,000	NEXTERA ENERGY INC	168,451 20	168,451 20	212,580 00
16,650	NUVEEN PFD INCOME OPPRTNY FD	249,297 72	249,297 72	159,174 00
16,650	NUVEEN QUALITY PFD INCOME FD	246,865 14	-	-
15,000	PENN WEST PETROLEUM LTD	279,036 50	279,036 50	31,200 00
2,000	PHILIP MORRIS INTERNATIONAL	137,563 90	137,563 90	162,900 00
4,000	PITNEY BOWES INC	103,200 00	103,200 00	104,400 00
4,000	PNC FINANCIAL SERVICES	102,077 74	102,077 74	95,640 00
2,000	POWERSHARES SENIOR LOAN PORT	-	49,992 00	48,060 00
11,500	PROCTOR & GAMBLE CO	579,652 00	579,652 00	1,047,535 00
6,000	QUALCOM INC	283,965 40	283,965 40	445,980 00
6,000	ROYAL DUTCH SHELL PLC	437,604 00	-	-
5,000	ROYAL DUTCH SHELL PLC	-	364,670 00	347,800 00
7,000	SEADRILL LIMITED	251,597 50	-	-
2,000	SEADRILL LIMITED	-	71,885 00	23,880 00
4,000	STIFEL FINL CORP	-	105,197 00	102,800 00
8,333	UIL HOLDINGS CORP	197,573 00	197,573 00	362,818 00
2,181	VODAFONE GROUP PLC	101,860 40	101,860 40	74,525 00
5,000	WELLS FARGO & CO	179,945 50	179,945 50	274,100 00
5,000	WESTERN ASSET EMERG MKT DEBT FD	100,000 00	100,000 00	78,800 00
1,500	VANGUARD FTSE EUROPE	-	88,675 00	78,615 00
3,052	VERIZON COMMUNICATIONS	-	148,327 00	142,772 00
12,500	VOYA GLBL EQTY DIV & PREM OPPTY	197,447 00	192,987 00	104,000 00
TOTAL CORPORATE STOCKS		8,133,147 03	8,309,013 29	16,125,680 00

LINE 10c
CORPORATE BONDS

SHARES	SECURITY DESCRIPTION	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
100,000	CITIGROUP INC 4 050% 7/30/22	97,130 50	-	-
100,000	COUNTRYWIDE ALTERNATIVE LOAN TR 5 70% 2/25/35	100,000 00	100,000 00	87,181 00
100,000	GOLDMAN SACHS GROUP INC 5 63% 1/15/17	103,935 00	-	-
100,000	GOLDMAN SACHS GROUP INC 4 00% 3/03/24	-	101,395 00	104,051 00
200,000	HEWLETT PACKARD CO NOTES 9/15/2021	204,350 05	204,350 05	210,252 00
250,000	ILLINOIS STATE BUILD AMER BDS 6 2%	261,045 00	-	-
150,000	ILLINOIS STATE BUILD AMER BDS 6 2%	-	156,627 00	163,596 00
100,000	IEA FL ELECT SYS BUILD AMER BDS 5 582% 10/21/10	104,264 00	104,264 00	113,481 00
50,000	NASDAQ OMX 5 55% 01/15/20	51,313 00	51,313 00	55,063 00
100,000	NOKIA CORP 5 3/8% 5/15/19	99,445 00	-	-
50,000	SAEHAN BANK CO	50,749 00	-	-
100,000	TIME WARNER CABLE INC 4 1/8% 2/15/21	99,388 00	-	-
50,000	TIME WARNER CABLE INC 4 1/8% 2/15/21	-	48,417 00	53,147 00
100,000	JPMORGAN CHASE & CO 3 25%	-	100,515 00	100,952 00
TOTAL CORPORATE BONDS		1,171,619 55	866,881 05	887,723 00

LINE 13
OTHER INVESTMENTS

SHARES	SECURITY DESCRIPTION	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
4,500	COLUMBIA PPTY TR INC	-	119,839 00	114,075 00
6,000	KIMCO REALTY CORP	121,860 00	-	-
				114,075 00

TOTAL INVESTMENTS	9,500,226 36	9,226,557 34	17,185,740 00
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Accrual Basis

THE DAPHNE SEYBOLT CULPEPPER MEMORIAL FOUNDATION INC

Transactions by Account

As of December 31, 2014

Type	Date	Num	Name	Memo	Clr	Split	Amount	Balance
Grants								
Check	01/18/2014	5862	Jewish Family Service of Greenwich			Cash - JPM C	1,000 00	1,000 00
Check	01/19/2014	5863	AIDS Project New Haven			Cash - JPM C	20,000 00	21,000 00
Check	02/01/2014	5864	Autism Society of San Diego			Cash - JPM C	3,500 00	24,500 00
Check	02/04/2014	5865	Kids Needs Foundation			Cash - JPM C	1,000 00	25,500 00
Check	02/04/2014	5867	The Soup Kitchen Inc			Cash - JPM C	2,500 00	28,000 00
Check	02/04/2014	5868	Palm Beach County Food Bank			Cash - JPM C	1,000 00	29,000 00
Check	02/04/2014	5869	PROPEL - People Reaching Out to			Cash - JPM C	1,000 00	30,000 00
Check	02/04/2014	5870	Meals on Wheels of the Palm Beac			Cash - JPM C	2,500 00	32,500 00
Check	02/08/2014	5871	Capital Classics Theatre Company			Cash - JPM C	1,000 00	33,500 00
Check	02/17/2014	5603	Women's Circle Inc			Cash - JPM C	800 00	34,300 00
Check	02/20/2014	5866	Lupus Foundation of America South			Cash - JPM C	7,500 00	41,800 00
Check	02/22/2014	5874	Senior Community Centers of San			Cash - JPM C	1,500 00	43,300 00
Check	02/22/2014	5873	The San Diego River Park Lakeside			Cash - JPM C	5,000 00	48,300 00
Check	02/22/2014	5885	Stem Cell Cancer and Regenerative			Cash - JPM C	40,000 00	88,300 00
Check	02/23/2014	5875	Sacred Heart Catholic School			Cash - JPM C	15,000 00	103,300 00
Check	02/24/2014	5876	Wakeman Boys & Girls Club			Cash - JPM C	4,000 00	107,300 00
Check	02/27/2014	5877	Farmworkers Childrens Council Inc			Cash - JPM C	1,000 00	108,300 00
Check	02/28/2014	5872	Long Wharf Theatre			Cash - JPM C	1,000 00	109,300 00
Check	03/01/2014	5878	Connecticut Ballet			Cash - JPM C	1,000 00	110,300 00
Check	03/01/2014	5879	Teri, Inc			Cash - JPM C	2,500 00	112,800 00
Check	03/13/2014	5964	East Catholic High School			Cash - JPM C	1,000 00	113,800 00
Check	03/15/2014	5880	HARC, Inc			Cash - JPM C	2,500 00	116,300 00
Check	03/15/2014	5881	Mishkan Israel Day Camp			Cash - JPM C	1,000 00	117,300 00
Check	03/20/2014	5882	Hartford's Camp Courant			Cash - JPM C	1,000 00	118,300 00
Check	03/21/2014	5883	Women's Mentoring Network Inc			Cash - JPM C	2,000 00	120,300 00
Check	04/01/2014	5884	Norwalk Seaport Association			Cash - JPM C	10,000 00	130,300 00
Check	04/30/2014	5886	Birch Aquarium & UC San Diego			Cash - JPM C	5,000 00	135,300 00
Check	04/30/2014	5890	Photo Charity			Cash - JPM C	10,000 00	145,300 00
Check	05/02/2014	5891	A Reason to Survive			Cash - JPM C	2,500 00	147,800 00
Check	05/02/2014	5892	Center for World Music			Cash - JPM C	5,000 00	152,800 00
Check	05/02/2014	5893	Hands United for Children			Cash - JPM C	6,000 00	158,800 00
Check	05/08/2014	5844	Parent to Parent			Cash - JPM C	1,000 00	159,800 00
Check	05/12/2014	5894	San Diego Youth Services			Cash - JPM C	7,500 00	167,300 00
Check	05/16/2014	5860	Norwalk 2 0			Cash - JPM C	10,000 00	177,300 00
Check	05/18/2014	5954	Norwalk Symphony Orchestra			Cash - JPM C	10,000 00	187,300 00
Check	05/19/2014	5896	American Cancer Society			Cash - JPM C	50,000 00	237,300 00
Check	05/28/2014	5987	Norwalk Housing Foundation			Cash - JPM C	10,000 00	247,300 00
Check	06/01/2014	5895	Insight Vision Center			Cash - JPM C	10,000 00	257,300 00
Check	06/01/2014	5909	Wishes for Horses Inc			Cash - JPM C	6,500 00	263,800 00
Check	06/05/2014	5897	Living Coast Discovery Center			Cash - JPM C	5,000 00	268,800 00
Check	06/15/2014	5898	Generatehope Inc			Cash - JPM C	3,000 00	271,800 00
Check	06/16/2014	5899	Courage to Speak Foundation			Cash - JPM C	5,000 00	276,800 00
Check	06/19/2014	5900	Silvermine Arts Center			Cash - JPM C	10,000 00	286,800 00
Check	06/19/2014	5972	George Washington Carver Founda			Cash - JPM C	5,000 00	291,800 00
Check	07/01/2014	5941	Junior Achievement			Cash - JPM C	2,400 00	294,200 00
Check	07/01/2014	5950	The Bridge Family Center			Cash - JPM C	1,500 00	295,700 00
Check	07/01/2014	5991	St Vincent DePaul Place			Cash - JPM C	1,000 00	296,700 00
Check	07/11/2014	5902	Clover Hill School			Cash - JPM C	30,000 00	326,700 00
Check	07/11/2014	5911	Stepping Stone Museum for Children			Cash - JPM C	10,000 00	336,700 00
Check	07/27/2014	5948	The Human Services Council			Cash - JPM C	3,000 00	339,700 00
Check	08/01/2014	5904	Casa De Amparo			Cash - JPM C	1,500 00	341,200 00
Check	08/02/2014	5956	Mercy Learning Center of Bridgeport			Cash - JPM C	4,000 00	345,200 00
Check	08/08/2014	5903	The Meditation Initiative			Cash - JPM C	2,000 00	347,200 00
Check	08/12/2014	5955	Horizons Student Enrichment Progr			Cash - JPM C	2,000 00	349,200 00
Check	08/14/2014	5959	Homes with Hope			Cash - JPM C	2,500 00	351,700 00
Check	08/19/2014	5951	The Center for Family Justice			Cash - JPM C	5,000 00	356,700 00
Check	08/31/2014	5978	Earthplace The Nature Discovery Ctr			Cash - JPM C	6,000 00	362,700 00
Check	09/05/2014	5983	S A V E			Cash - JPM C	3,000 00	365,700 00
Check	09/07/2014	5912	The Covenant Shelter of New London			Cash - JPM C	6,000 00	371,700 00
Check	09/15/2014	5953	Visiting Nurse & Hospice Care			Cash - JPM C	5,000 00	376,700 00
Check	09/17/2014	5905	Mama's Kitchen			Cash - JPM C	5,000 00	381,700 00
Check	09/18/2014	5907	YWCA of San Diego County			Cash - JPM C	3,000 00	384,700 00
Check	09/20/2014	5931	Inspirica Inc			Cash - JPM C	3,000 00	387,700 00
Check	09/26/2014	5910	Beardsley Zoo			Cash - JPM C	19,000 00	406,700 00
Check	09/27/2014	5928	Saint George Church			Cash - JPM C	10,000 00	416,700 00
Check	09/28/2014	5961	Habitat for Humanity of South Palm			Cash - JPM C	5,000 00	421,700 00
Check	09/28/2014	5989	Henry Morrison Flagler Museum			Cash - JPM C	2,000 00	423,700 00
Check	10/01/2014	5908	Encore Youth Company			Cash - JPM C	10,000 00	433,700 00
Check	10/01/2014	5921	Women's Resource Center			Cash - JPM C	5,000 00	438,700 00
Check	10/12/2014	5913	Boca Raton Historical Society			Cash - JPM C	20,000 00	458,700 00
Check	10/15/2014	5922	Maritime Museum Assoc of San Die			Cash - JPM C	15,000 00	473,700 00
Check	10/15/2014	5949	The Salvation Army Norwalk			Cash - JPM C	2,500 00	476,200 00
Check	10/21/2014	5914	Schepens Eye Research Institute			Cash - JPM C	15,000 00	491,200 00
Check	10/21/2014	5918	Caridad Center			Cash - JPM C	12,000 00	503,200 00
Check	10/26/2014	5967	Lockwood-Mathews Mansion			Cash - JPM C	10,000 00	513,200 00
Check	10/30/2014	5981	Connecticut Radio Information Syst			Cash - JPM C	1,500 00	514,700 00
Check	11/11/2014	5915	Women's Circle Inc			Cash - JPM C	25,000 00	539,700 00

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Accrual Basis

THE DAPHNE SEYBOLT CULPEPPER MEMORIAL FOUNDATION INC

Transactions by Account

As of December 31, 2014

Type	Date	Num	Name	Memo	Clr	Split	Amount	Balance
Check	11/13/2014	5937	Malta House Inc			Cash - JPM C	5,000 00	544,700 00
Check	11/17/2014	5971	Trinity Evangelical Free Church			Cash - JPM C	25,000 00	569,700 00
Check	11/24/2014	5923	Zoological Society of San Diego			Cash - JPM C	15,000 00	584,700 00
Check	11/24/2014	5980	Amencares Free Clinic			Cash - JPM C	25,000 00	609,700 00
Check	11/26/2014	5930	Assoc of Waldorf Education San Di			Cash - JPM C	30,000 00	639,700 00
Check	11/27/2014	5916	Achievement Centers for Children &			Cash - JPM C	10,000 00	649,700 00
Check	11/29/2014	5926	Saint Philip Church			Cash - JPM C	30,000 00	679,700 00
Check	11/29/2014	5929	San Dieog Junior Theatre			Cash - JPM C	5,000 00	684,700 00
Check	11/30/2014	5927	The Maritime Aquanum at Norwalk			Cash - JPM C	25,000 00	709,700 00
Check	12/01/2014	5933	Women's Business Development C			Cash - JPM C	10,000 00	719,700 00
Check	12/01/2014	5945	Westport Country Playhouse			Cash - JPM C	7,500 00	727,200 00
Check	12/03/2014	5988	Elder House Adult Day Center			Cash - JPM C	5,000 00	732,200 00
Check	12/04/2014	5952	Sarah Foundation			Cash - JPM C	4,000 00	736,200 00
Check	12/07/2014	5924	Museum School Collaborative			Cash - JPM C	5,000 00	741,200 00
Check	12/12/2014	5977	Family & Children's Agency			Cash - JPM C	10,000 00	751,200 00
Check	12/12/2014	5965	FCIAC			Cash - JPM C	10,000 00	761,200 00
Check	12/14/2014	5986	Cystic Fibrosis Foundation			Cash - JPM C	15,000 00	776,200 00
Check	12/17/2014	5920	The Salvation Army of San Diego			Cash - JPM C	5,000 00	781,200 00
Check	12/17/2014	5974	Child Guidance Center			Cash - JPM C	10,000 00	791,200 00
Check	12/19/2014	5944	Bethesda Hospital Foundation			Cash - JPM C	100,000 00	891,200 00
Check	12/20/2014	5925	So Others May Eat Inc			Cash - JPM C	4,000 00	895,200 00
Check	12/20/2014	5901	Whispering Meadows Equine Ranch			Cash - JPM C	7,500 00	902,700 00
Check	12/21/2014	5940	Norwalk Community College			Cash - JPM C	30,000 00	932,700 00
Check	12/23/2014	5958	Stamford Hospital Foundation			Cash - JPM C	15,000 00	947,700 00
Check	12/23/2014	5963	LVA School of Danbury			Cash - JPM C	1,000 00	948,700 00
Check	12/23/2014	5970	Saint Jerome Church			Cash - JPM C	23,000 00	971,700 00
Check	12/26/2014	5969	Norwalk Education Foundation			Cash - JPM C	20,000 00	991,700 00
Check	12/28/2014	5942	Music Theatre of CT			Cash - JPM C	2,000 00	993,700 00
Check	12/31/2014	5943	Curtain Call Inc			Cash - JPM C	1,500 00	995,200 00
Check	12/31/2014	5947	Connecticut Friends School			Cash - JPM C	30,000 00	1,025,200 00
Check	12/31/2014	5966	Norwalk High School Alumni Assoc			Cash - JPM C	15,000 00	1,040,200 00
Check	12/31/2014	5975	Chrst Episcopal Church			Cash - JPM C	25,000 00	1,065,200 00
Check	12/31/2014	5985	Bethany Covenat Church			Cash - JPM C	20,000 00	1,085,200 00
Check	12/31/2014	5976	Norwalk 2 0			Cash - JPM C	10,000 00	1,095,200 00
Check	12/31/2014	5992	Our Saviors Lutheran Church			Cash - JPM C	5,000 00	1,100,200 00
Total Grants							1,100,200 00	1,100,200 00
TOTAL							1,100,200.00	1,100,200.00

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

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

OMB No. 1545-1709

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
File by the due date for filing your return. See instructions.	THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.	Employer identification number (EIN) or 22-2478755
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 206	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORWALK, CT 06852-0206	

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 Foundation

- The books are in the care of ► **PO BOX 206 - NORWALK, CT 06852-0206**

Telephone No. ► **203-246-2793**

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	\$	32678.
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	\$	1428.
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	\$	31250.

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.