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 ATLANTIC FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
14 FAIRGROUNDS ROAD

City or town — State — ZIP code
HAMILTON — NJ — 08619

Foreign country name — Foreign province/state/county — Foreign postal code

A Employer identification number
22-6054882

B Telephone number (see instructions)
(609) 689-1040

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 101,091,179

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	6,785,979			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	328,608	328,608		
	4	Dividends and interest from securities	1,652,457	1,652,457		
	5a	Gross rents	44,971	44,971		
	b	Net rental income or (loss) 44,971				
	6a	Net gain or (loss) from sale of assets not on line 10	46,653,506			
	b	Gross sales price for all assets on line 6a 64,045,671				
	7	Capital gain net income (from Part IV, line 2)		46,653,506		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	603	603		
	12	**Total.** Add lines 1 through 11	55,466,124	48,680,145	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,595	12,798		12,798
	14	Other employee salaries and wages	679,520	271,808		407,712
	15	Pension plans, employee benefits	196,167	78,467		117,700
	16a	Legal fees (attach schedule)	333,177	138,251		194,926
	b	Accounting fees (attach schedule)	30,000	18,000		12,000
	c	Other professional fees (attach schedule)	52,026	42,789		9,237
	17	Interest	5,145	4,277		868
	18	Taxes (attach schedule) (see instructions)	463,861	463,861		
	19	Depreciation (attach schedule) and depletion	432,779	212,513		
	20	Occupancy	423,461	169,384		254,076
	21	Travel, conferences, and meetings	34,817	13,927		20,890
	22	Printing and publications				
	23	Other expenses (attach schedule)	532,105	55,185		476,920
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,208,653	1,481,260	0	1,507,127
	25	Contributions, gifts, grants paid	13,347,151			13,347,151
	26	**Total expenses and disbursements.** Add lines 24 and 25	16,555,804	1,481,260	0	14,854,278
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	38,910,320			
	b	**Net investment income** (if negative, enter -0-)		47,198,885		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,219,837	2,283,136	2,283,136
	2	Savings and temporary cash investments	8,513,767	4,565,196	4,565,196
	3	Accounts receivable ▶ 83,473			
		Less· allowance for doubtful accounts ▶	122,393	83,473	83,473
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	36,982,043	73,748,427	73,748,427
	c	Investments—corporate bonds (attach schedule)	7,202,798	11,513,418	11,513,418
	11	Investments—land, buildings, and equipment. basis ▶ 7,964,009			
		Less. accumulated depreciation (attach schedule) ▶	4,586,627	4,441,159	4,441,159
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶ 8,023,748			
		Less accumulated depreciation (attach schedule) ▶ 3,568,706	11,938,330	4,455,042	4,455,042
	15	Other assets (describe ▶ See Attached Statement)	443,625	1,328	1,328
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	73,009,420	101,091,179	101,091,179
Liabilities	17	Accounts payable and accrued expenses	431,522	387,018	
	18	Grants payable			
	19	Deferred revenue		2,000,000	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	6,885,000		
	22	Other liabilities (describe ▶ See Attached Statement)	3,099,145	473,140	
	23	**Total liabilities** (add lines 17 through 22)	10,415,667	2,860,158	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	62,593,753	98,231,021	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	62,593,753	98,231,021	
	31	**Total liabilities and net assets/fund balances** (see instructions)	73,009,420	101,091,179	

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	62,593,753
2	Enter amount from Part I, line 27a	2	38,910,320
3	Other increases not included in line 2 (itemize) ▶ RETAINED EARNINGS MERGED FROM THE PACIF	3	392,682
4	Add lines 1, 2, and 3	4	101,896,755
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED DEPRECIATION- INVESTMENTS	5	3,665,734
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	98,231,021

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
b				0
c				0
d				0
e				0

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	46,653,506
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	67,705

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	7,313,459	32,296,667	0 226446
2012	5,767,408	31,767,172	0 181552
2011	1,896,529	34,718,385	0 054626
2010	1,896,529	34,718,385	0 054626
2009	1,919,957	29,785,340	0 064460

2	**Total** of line 1, column (d)	2	0 581710
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 116342
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	92,034,350
5	Multiply line 4 by line 3	5	10,707,460
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	471,989
7	Add lines 5 and 6	7	11,179,449
8	Enter qualifying distributions from Part XII, line 4	8	14,989,047

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	471,989
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	471,989
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	471,989
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	1,207
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	473,196
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶	**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 ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	4b	N/A	
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) ▶ NJ			
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 ▶			
14	The books are in care of ▶ THE ATLANTIC FOUNDATION Telephone no. ▶ (609) 689-1040			
	Located at ▶ 14 FAIRGROUNDS RD HAMILTON NJ ZIP+4 ▶ 08619			
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			
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)?	1b		X
	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 ▶ 20_____ , 20_____ , 20_____ , 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20_____ , 20_____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)? **5b** X

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? ☒ 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? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement		25,595		

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Michael Unger 14 Fairgrounds Rd, Hamilton, NJ 08619	Chief Administrative 40 00	195,346		
Craig Ingwer 14 Fairgrounds Rd, Hamilton, NJ 08619	Chief Financial Offic 40 00	116,398		
Janet Appleton 14 Fairgrounds Rd, Hamilton, NJ 08619	Executive Secretary 40 00	71,479		
Carmella Arnold 14 Fairgrounds Rd, Hamilton, NJ 08619	Accountant 40 00	59,525		
Suzanne Brunnengraber 14 Fairgrounds Rd, Hamilton, NJ 08619	Benefits Administrat 40 00	56,360		
Total number of other employees paid over $50,000 ▶				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Laura N Solomon, P C 300 E Lancaster Ave , Suite 106A, Wynnewood, PA 19096	Legal	309,772
Matthews & Co 270 Madison Ave , 16th Floor, New York, NY 10016	Accounting and Consulting	80,000
Mercadien Technologies 3625 Quakerbridge Rd, Hamilton, NJ 08619	Computer Network	50,942
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Support of Grounds For Sculpture relating to the operations of a sculpture park open to the public Activities include public tours, membership and admissions programs, various sculpture related events, children's programs, artists' lectures and viewing of artwork	480,164
2 Support of The Sculpture Foundation, Inc , a nonprofit organization formed for the purpose of enhancing public awareness pertaining to the appreciation of sculpture through the production of several exhibitions throughout the world and the acquisition of sculpture to display and educate the general public in the arts	343,205
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See 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	90,464,386
b	Average of monthly cash balances	1b	2,971,502
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	93,435,888
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	93,435,888
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	1,401,538
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	92,034,350
6	**Minimum investment return.** Enter 5% of line 5	6	4,601,718

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	4,601,718
2a	Tax on investment income for 2014 from Part VI, line 5	2a	471,989		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	471,989
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,129,729
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,129,729
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	4,129,729

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	14,854,278
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	134,769
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	14,989,047
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	471,989
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	14,517,058

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					4,129,729
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				0	
b Total for prior years 20 ___, 20 ___, 20 ___					
3 Excess distributions carryover, if any, to 2014					
a From 2009	436,898				
b From 2010	1,277,104				
c From 2011	169,561				
d From 2012	4,182,813				
e From 2013	5,827,578				
f **Total** of lines 3a through e		11,893,954			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 14,989,047					
a Applied to 2013, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions)					
c Treated as distributions out of corpus (Election required—see instructions)					
d Applied to 2014 distributable amount					4,129,729
e Remaining amount distributed out of corpus		10,859,318			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		22,753,272			
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					
d Subtract line 6c from line 6b Taxable amount—see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				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)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		436,898			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		22,316,374			
10 Analysis of line 9.					
a Excess from 2010	1,277,104				
b Excess from 2011	169,561				
c Excess from 2012	4,182,813				
d Excess from 2013	5,827,578				
e Excess from 2014	10,859,318				

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

1a 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 (a) 2014	Prior 3 years (b) 2013	(c) 2012	(d) 2011	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter. (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

c Any submission deadlines·

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JOHNSON ART AND EDUCATION FOUNDATION 14 FAIRGROUNDS RD HAMILTON, NJ 08619		PF	GENERAL OPERATING SUPPORT	5,500,000
THE SCULPTURE FOUNDATION, INC 14 FAIRGROUNDS RD HAMILTON, NJ 08619		POF	GENERAL OPERATING SUPPORT	4,750,000
EYEBEAM ATELIER 34 35TH ST BROOKLYN, NY 11232		PC	GENERAL OPERATING SUPPORT	1,396,000
HARMONY INSTITUTE 40 ELIZABETH STREET #400 NEW YORK, NY 10013		PC	GENERAL OPERATING SUPPORT	875,000
ORIGINAL MUSIC WORKSHOP 467 KEAP STREET, SUITE 7A BROOKLYN, NY 11211		PC	CAPITAL SUPPORT	250,000
ST JOHN'S COLLEGE PO BOX 2800 ANNAPOLIS, MD 21404		PC	SCHOLARSHIP FUND	2,000
BROOKLYN WALDORF SCHOOL 11 JEFFERSON AVENUE BROOKLYN, NY 11238		PC	ANNUAL FUND, OUTDOOR SPACE	30,000
PLOUGHSHARES FUND 1808 WEDEMEYER ST, 2ND FLOOR SAN FRANCISCO, CA 94129		PC	GENERAL OPERATING SUPPORT	50,000
MEDIA IMPACT FUNDERS, INC 200 WEST WASHINGTON SQUARE, SUITE 220 PHILADELPHIA, PA 19106		PC	GENERAL OPERATING SUPPORT	15,000
DO SOMETHING, INC 19 WEST 21ST STREET, 8TH FLOOR NEW YORK, NY 10010		PC	GENERAL OPERATING SUPPORT	5,560
CHARITIES AID FOUNDATION AMERICA 90 PARK AVE, STE 1600 NEW YORK, NY 10016		PC	ELIMINATE DENGUE FUND	25,000
Total . . . See Attached Statement . . . ▶ 3a				13,347,151
b *Approved for future payment*				
Total . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	328,608	
4 Dividends and interest from securities			14	16,525,457	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	44,971	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
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		16,899,036	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 16,899,036

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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] 11/13/15 ▶ CFO

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
SCREENWRITERS COLONY INC
Street
417 CANAL STREET

City	State	Zip Code	Foreign Country
NEW YORK	NY	10013	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
GENERAL OPERATING SUPPORT	12,000

Name
NANTUCKET DREAMLAND FOUNDATION
Street
PO BOX 989

City	State	Zip Code	Foreign Country
NANTUCKET	MA	02554	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
GENERAL OPERATING AND STRATEGIC PLANNING	100,000

Name
COMMUNITY FOUNDATION FOR NANTUCKET
Street
53 MILK ST

City	State	Zip Code	Foreign Country
NANTUCKET	MA	02554	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
SUPPORT ALMANAC ARTS COLONY	10,000

Name
BANG ON A CAN, INC
Street
80 HANSON PL, #701

City	State	Zip Code	Foreign Country
BROOKLYN	NY	11217	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
GENERAL OPERATING SUPPORT	15,000

Name
DEVOTED TO CHILDREN FOUNDATION
Street
835 EAST BROADWAY

City	State	Zip Code	Foreign Country
BOSTON	MA	02127	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
GENERAL OPERATING SUPPORT	1,000

Name
MCCARTER THEATER COMPANY
Street
91 UNIVERSITY PLACE

City	State	Zip Code	Foreign Country
PRINCETON	NJ	08540	

Relationship	Foundation Status
	PC

Purpose of grant/contribution	Amount
ENDOWMENT CAMPAIGN	50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
UNITED REPUBLIC EDUCATION FUND	PO BOX 60008	FLORENCE	MA	01062			PC	GENERAL OPERATING SUPPORT	100,000
THE NATION INSTITUTE	116 EAST 16TH ST, 8TH FLOOR	NEW YORK	NY	10003			PC	THE INVESTIGATIVE FUND	20,000
COUNCIL OF NEW JERSEY GRANTMAKERS, INC	101 WEST STATE STREET	TRENTON	NJ	08608			PC	GENERAL OPERATING SUPPORT	5,200
KHARME CHOLING	369 PATNEAUDE LANE	BARNET	VT	05821			PC	GENERAL OPERATING SUPPORT	25,000
GROUNDS FOR SCULPTURE	80 SCULPTORS WAY	HAMILTON	NJ	08619			PC	CAPITAL EQUIPMENT AND RETROSPECTIVE	110,391

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990.***

OMB No 1545-0047

2014

Name of the organization	**Employer identification number**
THE ATLANTIC FOUNDATION	22-6054882

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 331/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
THE ATLANTIC FOUNDATION	22-6054882

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	The J Seward Johnson 1963 Charitable Trust 443 Northfield Avenue West Orange NJ 07052 Foreign State or Province Foreign Country	$ 6,711,837	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	Johnson 1998 Charitable Trust #1 PO Box 369 Hopewell NJ 08525 Foreign State or Province Foreign Country	$ 74,142	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province. Foreign Country.	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province. Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE ATLANTIC FOUNDATION	22-6054882

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

Name of organization	Employer identification number
THE ATLANTIC FOUNDATION	22-6054882

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ▶ $ 0

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	340,784
Short Term CG Distributions	67,705

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	64,045,671	17,392,165	46,653,506
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	BUILDING				9/1/2000	P	12/31/2014	45,995,803	7,371,135					38,624,668
2	X	VANGUARD PRIMECAP FUND				VARIOUS	P	12/5/2014	12,874,155	6,003,223					6,870,932
3	X	VANGAURD LONG TERM BON				VARIOUS	P	12/5/2014	1,791,007	1,342,839					448,168
4	X	VANGUARD SHORT TERM BC				VARIOUS	P	12/5/2014	2,601,512	2,384,693					216,819
5	X	RECOVERY STOCKS							627						627
6	X	APPLE INC				VARIOUS	P	12/10/2014	237,610	176,873					60,737
7	X	JOHNSON AND JOHNSON				VARIOUS	P	12/10/2014	136,468	113,402					23,066

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		603	603	0
1	Equipment Rental	603	603	
2			0	

Part I, Line 16a (990-PF) - Legal Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		333,177	138,251	0	194,926
1	Laura Solomon P C	309,772	123,909		185,863
2	Smith, Gambrell & Russell P C	3,246	3,246		
3	Powley & Gibson	708	708		
4	McCausland, Keen & Buckland	10,388	10,388		
5	Steven K Urice	18,510			18,510
6	Hartman & Craven	-9447			-9,447

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		30,000	18,000	0	12,000
1	Matthews & Co	30,000	18,000		12,000

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		52,026	42,789	0	9,237
1	Delaware Valley Payroll	1,694	678		1,016
2	Investment Fees	676	676		
3	Quatt Associates	10,442	5,221		5,221
4	James E. Rocco Associates	6,000	3,000		3,000
5	Bahamas Realty	9,820	9,820		
6	Graham Thompson	9,546	9,546		
7	V J Scozzari	9,580	9,580		
8	VISA	4,268	4,268		

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		463,861	463,861	0	0
1	Real estate tax not included in line 20				
2	Tax on investment income	463,861	463,861		

Part I, Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
							432,779	212,513	0
1	See Attached Schedule					1,511,739	432,779	212,513	

Part I, Line 23 (990-PF) - Other Expenses

		532,105	55,185	0	476,920
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Auto Expense	1,280	640		640
2	Books, Dues & Subscriptions	6,019	3,009		3,010
3	Office Expense	21,239	10,619		10,620
4	Bank Fees	6,488	6,488		
5	Licenses & Permits	230	115		115
6	Bond Fees	-11,903			-11,903
7	Computer Network	61,135	30,567		30,568
8	Directors Fees	-1,000	-500		-500
9	D & O Insurance	3,242	1,621		1,621
10	Bond Carrying Costs	429,921			429,921
11	Education and Seminars	2,949	1,475		1,474
12	Gifts & Donations	7,108			7,108
13	Bad Debts Expense	3,096			3,096
14	Miscellaneous Exp	2,301	1,151		1,150

Part II, Line 7 (990-PF) - Other Notes

	Borrower's Name	Check "X" if Business	Check "X" if 501(c)3 Org	Original Amount	Net Balance Due Beginning of Year	Balance Due End of Year	Allowance for Doubtful Accts End of Year	FMV of Other Notes	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Consideration FMV	Relationship
				3,006,135	0	0	0	0									
1	GFSL, INC	X		1,106,135	0				ALL ASSETS	9/30/1999	DEMAND		3 25%	WORKING CAPITAL		775,000	
2	SCULPTURE FOUNDATION, INC	X	X	1,900,000	0				ALL ASSETS	12/31/1995	DEMAND			CAPITAL EXPENDITURES		0	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			36,982,043	73,748,427	36,982,043	73,748,427
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	ZONE VENTURE FUND II		100,529	123,445	100,529	123,445
2	VANGUARD PRIME CAP ADMIRAL		10,664,961		10,664,961	
3	VANGUARD EMERGING MARKETS STK IDX		2,969,206	6,396,954	2,969,206	6,396,954
4	VANGUARD ENERGY FUND		2,264,236	4,333,631	2,264,236	4,333,631
5	VANGUARD EUROPEAN STOCK IDX		4,368,813	8,682,079	4,368,813	8,682,079
6	VANGUARD INST IDX		7,107,259	17,029,552	7,107,259	17,029,552
7	VANGUARD PACIFIC STOCK IDX		3,487,581	7,115,366	3,487,581	7,115,366
8	VANGUARD VALUE IDX		6,019,458	14,411,921	6,019,458	14,411,921
9	VANGUARD MORGAN GROWTH FD			1,570,440		1,570,440
10	VANGUARD MID CAP GROWTH FD			678,198		678,198
11	VANGUARD WINDSOR II FD			1,572,688		1,572,688
12	VANGUARD STRATEGIC EQUITY FD			681,807		681,807
13	VANGUARD TOTAL STOCK MARKET FD			4,514,593		4,514,593
14	VANGUARD REIT INDEX FD			1,031,681		1,031,681
15	VANGUARD TOTAL INTERNATIONAL STOCI			2,817,130		2,817,130
16	VANGUARD INTERNATIONAL GROWTH FD			1,396,726		1,396,726
17	VANGUARD INTERNATIONAL VALUE FD			1,392,216		1,392,216

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
				7,202,798	11,513,418	7,202,798	11,513,418
1	VANGUARD LONG TERM BOND			1,549,867		1,549,867	
2	VANGUARD SHORT TERM BOND			2,549,083	1,227,299	2,549,083	1,227,299
3	VANGUARD INTERMED TERM BOND IDX			3,103,848	8,229,252	3,103,848	8,229,252
4	VANGUARD TOTAL BOND MARKET INDEX F				1,231,756		1,231,756
5	TOTAL INTERNATIONAL BOND FD				825,111		825,111

Part II, Line 11 (990-PF) - Investments - Land, Buildings, and Equipment

		Cost or Other Basis	Accumulated Depreciation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		7,964,009	0	4,586,627	4,441,159	4,441,159
1	SEE ATTACHED SCHEDULE	7,964,009		4,586,627	4,441,159	4,441,159

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		8,023,748	3,881,955	3,568,706	4,141,793	4,455,042	4,455,042
	Asset Description						
1	SEE ATTACHED SCHEDULE	8,023,748	3,881,955	3,568,706	4,141,793	4,455,042	4,455,042

Part II, Line 15 (990-PF) - Other Assets

	Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		443,625	1,328	1,328
1	BOND ISSUANCE COSTS	429,921		
2	PREPAID EXP	1,492		
3	PREPAID EXCISE TAX			
4	CANVASSES	1,328	1,328	1,328
5	CAPITAL LEASE RECEIVABLE	6,858		
6	LOANS AND EXCHANGE	2,406		
7	ACCRUED INTEREST RECEIVABLE	1,620		

Part II, Line 21 (990-PF) - Mortgages and Other Notes Payable

	Name of Lender	Title	Check "X" if Business	Original Amount	Balance Due Beg of Year	Balance Due End of Year	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Description	Fair Market Value of Consideration	Relationship
				27,675,000	6,885,000	0								0	
1	MERCER COUNTY IMPROVEMENT AUTHO			21,545,000	5,740,000	0	COLLATERAL	9/30/2008	9/30/2028	AMORTIZATION	VARIABLE	REFUND PREVIOUS BONI			
2	BANK OF AMERICA		X	6,130,000	1,145,000	0	COLLATERAL	9/30/2008	11/30/2014	AMORTIZATION	VARIABLE	COLLATERAL LOAN			

Part II, Line 22 (990-PF) - Other Liabilities

		3,099,145	473,140
	Description	Beginning Balance	Ending Balance
1	PAYROLL LIABILITIES	2,745	3,208
2	UNEARNED INTEREST- CAPITAL LEASE	60	
3	NY BUILDING SALE EXCHANGE	3,040,411	
4	ACCRUED EXCISE TAX	55,929	464,281
5	OTHER CURRENT LIABILITIES		5,651

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	340,784
Short Term CG Distributions	67,705

#	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						63,637,182	0	0	17,392,165	46 245,017	0	0	0	46,245,017
1	BUILDING		P	9/1/2000	12/31/2014	45,995,803			7,371,135	38,624,668	0	0	0	38,624,668
2	VANGUARD PRIMECAP FUND		P	VARIOUS	12/5/2014	12,874,155			6,003,223	6,870,932	0	0	0	6,870,932
3	VANGAURD LONG TERM BOND FD		P	VARIOUS	12/5/2014	1,791,007			1,342,839	448,168	0	0	0	448,168
4	VANGUARD SHORT TERM BOND FD		P	VARIOUS	12/5/2014	2,601,512			2,384,693	216,819	0	0	0	216,819
5	RECOVERY STOCKS					627			0	627	0	0	0	627
6	APPLE INC		P	VARIOUS	12/10/2014	237,610			176,873	60,737	0	0	0	60,737
7	JOHNSON AND JOHNSON		P	VARIOUS	12/10/2014	136,468			113,402	23,066	0	0	0	23,066

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

									25,595	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	See Attached Statement									25,595		-

ATLANTIC FOUNDATION
INVESTMENT v CHARITABLE EXPENSES
2013

Part I Line #			Percent Income	Percent Exempt	Dollars Income	Dollars Exempt	Sculpture Park %	Sculpture Park $	Sculpture Found %	Sculpture Found $	Other %	Other $	total	difference
13	Compensation of Officers	25,595	50 0%	50 0%	12,798	12,798	25 0%	3,199	50 0%	6,399	25 0%	3,199	12,798	-
14	Other Salaries	679,520	40 0%	60 0%	271,808	407,712	5 0%	20,386	40 0%	163,085	55 0%	224,242	407,712	-
15	Employee Benefits	196,167	40 0%	60 0%	78,467	117,700	5 0%	5,885	40 0%	47,080	55 0%	64,735	117,700	-
16a	Legal	333,177			138,251	194,926		48,731		38,985		107,209	194,926	-
16b	Accounting	30,000	60 0%	40 0%	18,000	12,000	0 0%		0 0%		100 0%	12,000	12,000	-
16c	Other Professional	52,027			42,789	9,238		0		0		9,238	9,238	-
17	Interest	5,145			4,277	868	70 0%	608	10 0%	87	20 0%	174	868	-
18	Taxes	463,861	100 0%	0 0%	463,861	-							0	-
19	Depreciation	432,779			212,513									-
20	Occupancy	423,461			169,384	254,076		101,630		38,111		114,334	254,076	-
21	Travel	34,817	40 0%	60 0%	13,927	20,890	0 0%		0 0%		100 0%	20,890	20,890	-
22	Publications				-	-								-
23	Other	532,104			55,185	476,919		302,924		49,458		120,291	472,673	(4,246)
24	TOTAL:	3,208,652	46 2%	47 0%	1,481,259	1,507,127	31 9%	480,164	#DIV/0!	343,205	44 9%	676,312	1,502,881	(4,246)

Reimbursed Expenses	
Grants	15,047,151
Bad Debts	
	18,255,804

ATLANTIC FOUNDATION
INVESTMENT v CHARITABLE EXPENSES
2013

Part I		Percent		Dollars		Sculpture Park		Sculpture Found		Other		total	difference
Line #		Income	Exempt	Income	Exempt	%	$	%	$	%	$		-
Legal Expense													-
Laura Solomon	309,772	40 0%	60 0%	123,909	185,863	25 0%	46,466	20 0%	37,173	55 0%	102,224	185,863	-
Smith Gambrell & Russell P C	3,246	100 0%	0 0%	3,246	(0)	25 0%	(0)	20 0%	(0)	55 0%	(0)	(0)	
Powley & Gibson	708	100 0%	0 0%	708	(0)	25 0%	(0)	20 0%	(0)	55 0%	(0)	(0)	
McCausland, Keen & Buckland	10,388	100 0%	0 0%	10,388	(1)	25 0%	(0)	20 0%	(0)	55 0%	(0)	(1)	
Hartman & Craven	(9,446)	0 0%	100 0%	-	(9,446)	25 0%	(2,361)	20 0%	(1,889)	55 0%	(5,195)	(9,446)	
Steven K Urice	18,510	0 0%	100 0%	-	18,510	25 0%	4,627	20 0%	3,702	55 0%	10,180	18,510	
Total Legal	333,177	41 5%	58 5%	138,251	194,926		48,731		38,985		107,209	194,926	-
Occupancy Expenses													
Insurance	50,096	40%	60%	20,038	30,057	40 0%	12,023	15 0%	4,509	45 0%	13,526	30,057	-
Utilities	100,937	40%	60%	40,375	60,562	40 0%	24,225	15 0%	9,084	45 0%	27,253	60,562	-
R&M	253,386	40%	60%	101,354	152,032	40 0%	60,813	15 0%	22,805	45 0%	68,414	152,032	-
Telephone	19,042	40%	60%	7,617	11,425	40 0%	4,570	15 0%	1,714	45 0%	5,141	11,425	-
				-	-		0		0	100 0%	0	0	-
	423,461			169,384	254,076		101,630		38,111		114,334	254,076	-

The allocation of occupancy expenses is based on the use by the employees location and amount of time spent on the various charitable activities For purposes of allocating salaries and applying the percentage to the charitable portion of each of the expenses, only the other employee salaries were used, excluding officers This would provide a fairer basis for the allocation

ATLANTIC FOUNDATION
INVESTMENT v CHARITABLE EXPENSES
2013

Part I		Percent		Dollars		Sculpture Park		Sculpture Found		Other		total	difference
Line #		Income	Exempt	Income	Exempt	%	$	%	$	%	$		-
Other Expenses													-
Bank Fees	6,488	100%	0%	6,488	(0)	0 0%	0	0 0%	0	100 0%	(0)	(0)	-
Licenses & Permits	230	50%	50%	115	115	0 0%	0	0 0%	0	100 0%	115	115	-
Computer Network	61,135	50%	50%	30,567	30,568	20 0%	6,114	20 0%	6,114	60 0%	18,341	30,568	-
Office Expense	21,239	50%	50%	10,619	10,620	40 0%	4,248	15 0%	1,593	45 0%	4,779	10,620	-
Books, Dues & Subscriptions	6,019	50%	50%	3,009	3,010	0 0%	0	0 0%	0	100 0%	3,010	3,010	-
Bond Fees	(11,903)	0%	100%	-	(11,903)	70 0%	(8,332)	10 0%	(1,190)	20 0%	(2,381)	(11,903)	-
Bond Carrying Costs	429,921	0%	100%	-	429,921	70 0%	300,945	10 0%	42,992	20 0%	85,984	429,921	-
Director Fees	(1,000)	50%	50%	(500)	(500)	10 0%	(50)	10 0%	(50)	80 0%	(400)	(500)	-
D & O Insurance	3,242	50%	50%	1,621	1,621	0 0%	0	0 0%	0	100 0%	1,621	1,621	-
Auto Expense	1,280	50%	50%	640	640	0 0%	0	0 0%	0	100 0%	640	640	-
Education & Seminars	2,949	50%	50%	1,475	1,474	0 0%	0	0 0%	0	100 0%	1,474	1,474	-
Gifts & Donations	7,108	0%	100%	-	7,108	0 0%	0	0 0%	0	100 0%	7,108	7,108	
Bad Debts Expense	3,096	0%	100%	-	3,096								
Miscellaneous Exp	2,301	50%	50%	1,151	1,150								
				-	-							0	-
Total	532,104			55,185	476,919		302,924		49,458		120,291	472,673	-
Other Professional Fees													
Investment Fees	676	100%	0%	676	-	0 0%	0	0 0%	0	100 0%	0	0	-
Quatt Associates	10,442	50%	50%	5,221	5,221	0 0%	0	0 0%	0	100 0%	5,221	5,221	
James E Rocco Associates	6,000	50%	50%	3,000	3,000	0 0%	0	0 0%	0	100 0%	3,000	3,000	
Bahamas Realty	9,820	100%	0%	9,820	-	0 0%	0	0 0%	0	100 0%	0	0	
Graham Thompson	9,546	100%	0%	9,546	0	0 0%	0	0 0%	0	100 0%	0	0	
V. J Scozzari	9,580	100%	0%	9,580	(0)	0 0%	0	0 0%	0	100 0%	(0)	(0)	
VISA	4,268	100%	0%	4,268	0	0 0%	0	0 0%	0	100 0%	0	0	
Payroll	1,694	40%	60%	678	1,016	0 0%	0	0 0%	0	100 0%	1,016	1,016	-
	52,027			42,789	9,238		0		-		9,238	9,238	-

FORM 990-PF 2012
THE ATLANTIC FOUNDATION- INVESTMENT
EIN 22-6054882

Part II, Line 11 Investments-land, buildings and equipment basis

Description of Property	Date Acquired	Cost or Other Basis	Prior years' Depreciation	Depreciat Method	Years or %	Depreciation Expense	Accumulated Depreciation	Book Value	FMV
Building -14 Fairgrounds Road									
ENGINEERING/CONSULTING	6/30/1994	6,797	2,464	SL	40	170	2,634	4,163	4,163
LANDSCAPING/IRRIGATION	6/30/1994	12,273	5,932	SL	30	409	6,341	5,932	5,932
LANDSCAPING/IRRIGATION	6/30/1995	26,472	12,804	SL	30	883	13,687	12,785	12,785
ENGINEERING/CONSULTING	6/30/1995	132,291	47,965	SL	40	3,308	51,273	81,018	81,018
Recy Wall	6/30/1995	13,269	6,418	SL	40	443	6,861	6,408	6,408
Lanning engineering	6/30/1996	568	204	SL	40	14	218	350	350
ARCHITECT, PERMITS, DRAWINGS/PLANS	6/30/1996	56,317	20,416	SL	40	1,408	21,824	34,493	34,493
PERMITS	6/30/1997	2,851	1,039	SL	40	72	1,111	1,740	1,740
CONSTRUCTION	6/30/1997	328,401	119,045	SL	40	8,210	127,255	201,146	201,146
DRAWINGS	6/30/1997	2,756	1,000	SL	40	69	1,069	1,687	1,687
PRE-CONSTRUCTION SERVICES - EA REEVES	6/30/1997	7,246	2,625	SL	40	181	2,806	4,440	4,440
CONSTRUCTION	6/30/1998	2,043,569	740,791	SL	40	51,089	791,880	1,251,689	1,251,689
ARCHITECT	6/30/1998	51,329	18,604	SL	40	1,283	19,887	31,442	31,442
painting of AF offices	6/30/1998	796	388	SL	30	27	415	381	381
landscaping/improvements	6/30/1999	67,971	49,281	SL	20	3,399	52,680	15,291	15,291
CONSTRUCTION	6/30/1999	1,838,962	666,623	SL	40	45,974	712,597	1,126,365	1,126,365
landscaping/improvements	6/30/2000	16,573	11,188	SL	20	829	12,017	4,556	4,556
Pavillion	6/30/2000	440,576	297,391	SL	20	22,029	319,420	121,156	121,156
CONSTRUCTION	6/30/2000	366,057	126,711	SL	39	9,386	136,097	229,960	229,960
HVAC	12/28/2012	95,000	2,375	SL	20	4,750	7,125	87,875	87,875
Heat Pump	3/14/2013	2,725	273	SL	5	545	818	1,908	1,908
Surge Suppressors	5/10/2013	1,812	181	SL	5	362	544	1,269	1,269
HVAC	7/31/2013	2,700	68	SL	20	135	203	2,498	2,498
HVAC	9/30/2013	2,938	73	SL	20	147	220	2,717	2,717
Parking Lot Island	12/13/2013	3,657	91	SL	20	183	274	3,383	3,383
Fire Alarm	9/30/2014	1,890		SL	5	189	189	1,701	1,701
HVAC	10/17/2014	1,988		SL	5	199	199	1,789	1,789
Heat Pump	10/31/2014	2,938		SL	5	294	294	2,644	2,644
HVAC	12/31/2014	625		SL	5	63	63	563	563
Snow Melt System	1/1/2015	6,935		SL	1		-	6,935	6,935
		5,538,281	2,133,950			156,049	2,289,999	3,248,281	3,248,281
Furniture & Fixtures									
receptionists desk	12/29/1998	1,251	1,251	SL	7	-	1,251	-	-
wood blinds	3/31/1999	4,070	4,070	SL	7	-	4,070	-	-
multi-trainer equipment	3/31/1999	1,751	1,751	SL	7	-	1,751	-	-
reception desk	3/31/1999	7,259	7,259	SL	7	-	7,259	-	-
copier	4/15/1999	4,044	4,044	SL	7	-	4,044	-	-

FORM 990-PF 2012
THE ATLANTIC FOUNDATION- INVESTMENT
EIN 22-6054882

Part II, Line 11 Investments-land, buildings and equipment basis

Description of Property	Date Acquired	Cost or Other Basis	Prior years' Depreciation	Depreciat Method	Years or %	Depreciation Expense	Accumulated Depreciation	Book Value	FMV
4 Olive Urns and 4 Sconces	4/21/1999	3,801	3,801	SL	7	-	3,801	-	-
file cabinets	4/30/1999	925	925	SL	7	-	925	-	-
Oriental rug and pillows	6/5/1999	3,957	3,957	SL	7	-	3,957	-	-
misc. office furnishings	6/30/1999	2,585	2,585	SL	7	-	2,585	-	-
reupholster chairs/couches	6/30/1999	2,554	2,554	SL	7	-	2,554	-	-
cell phones	8/3/1999	428	428	SL	7	-	428	-	-
3 defibrillators	10/14/1999	4,801	4,801	SL	7	-	4,801	-	-
lighting	3/17/2000	1,377	1,377	SL	7	-	1,377	-	-
furniture - Atlantic Foundation lobby	3/28/2000	7,380	7,380	SL	7	-	7,380	-	-
chandelier - studio	4/19/2000	823	823	SL	7	-	823	-	-
Articulated Desk circa 1820-30	5/31/2000	9,000	9,000	SL	7	-	9,000	-	-
feeder for copier	6/30/2000	538	538	SL	7	-	538	-	-
sofa and chairs	7/5/2000	1,050	1,050	SL	7	-	1,050	-	-
Piano - JSJ Studio	7/6/2000	2,500	2,500	SL	7	-	2,500	-	-
security cameras	7/10/2000	698	698	SL	7	-	698	-	-
gym equipment - weights	8/14/2000	553	553	SL	7	-	553	-	-
file cabinets	9/8/2000	310	310	SL	7	-	310	-	-
Oriental Rugs	12/7/2000	15,000	15,000	SL	7	-	15,000	-	-
lobby furnishings	12/18/2000	4,666	4,666	SL	7	-	4,666	-	-
Attic Shelving	1/26/2001	395	395	SL	7		395	-	-
AF reception furniture	4/10/2001	223	223	SL	7		223	-	-
bathroom rugs	5/1/2001	3,400	3,400	SL	7		3,400	-	-
Aquarium	5/18/2001	24,584	24,584	SL	7		24,584	-	-
AF reception area	6/30/2001	2,404	2,404	SL	7		2,404	-	-
32" TV for conference room	10/11/2001	402	402	SL	7		402	-	-
AF Bathrooms	11/14/2001	4,901	4,901	SL	7		4,901	-	-
Canon Copier	12/20/2001	4,750	4,751	SL	7	-	4,751	(1)	(1)
fitness equipment	3/7/2002	959	959	SL	7	-	959	-	-
Office Furniture	11/25/2002	1,649	1,649	SL	7	-	1,649	-	-
Table	8/30/2006	5,000	5,003	SL	7		5,003	(3)	(3)
File Cabinets	5/29/2007	520	520	SL	7		520	0	0
File Cabinets	7/27/2007	600	600	SL	7		600	(0)	(0)
Canmera & Printer	10/15/2007	1,335	1,335	SL	7		1,335	(0)	(0)
File Cabinets	10/15/2007	435	435	SL	7		435	0	0
Fax Machine	12/18/2007	495	495	SL	7		495	-	-
Phone System	12/8/2011	6,910	2,073	SL	5	1,382	3,455	3,455	3,455
		140,283	**135,448**			**1,382**	**136,830**	**3,453**	**3,453**
Software & Hardware									
Microsoft Exchange	1/3/2002	320	320	SL	3		320	-	-
Carmie's PC	1/27/2002	830	830	SL	3		830	-	-

FORM 990-PF 2012
THE ATLANTIC FOUNDATION- INVESTMENT
EIN 22-6054882

Part II, Line 11 Investments-land, buildings and equipment basis

Description of Property	Date Acquired	Cost or Other Basis	Prior years' Depreciation	Depreciat Method	Years or %	Depreciation Expense	Accumulated Depreciation	Book Value	FMV
3com switch	4/15/2002	354	354	SL	3		354	-	-
Norton Antivirus - Corporate	5/21/2002	604	604	SL	3		604	-	-
Lois & Janet's PC's	7/24/2002	1,630	1,630	SL	3		1,630	-	-
LRH PC	7/25/2002	809	809	SL	3		809	-	-
ARC Serve Backup software	9/6/2002	278	278	SL	3		278	-	-
Cisco Router- Wireless System	10/15/2002	4,374	4,374	SL	3		4,374	-	-
Flat Screen Monitor-HR	10/23/2002	175	175	SL	3		175	-	-
HP Printer	11/25/2002	424	424	SL	3	-	424	-	-
PC for HR from NJBS	3/19/2003	375	375	SL	3	-	375	-	-
Quickbooks 2003	4/29/2003	360	360	SL	3	-	360	-	-
Dell Server and related software	7/15/2003	2,875	2,875	SL	3	-	2,875	-	-
Toshiba Notebook PC	4/9/2004	1,262	1,262	SL	3	-	1,262	-	-
Network equipment	5/10/2004	581	581	SL	3	-	581	-	-
Dell Inspiron	5/27/2004	1,380	1,380	SL	3	-	1,380	-	-
Brightstor backup	5/28/2004	944	944	SL	3	-	944	-	-
Norton Antivirus	6/1/2004	251	251	SL	3	-	251	-	-
Fujitsu Notebook	12/22/2004	1,132	1,132	SL	3	-	1,132	-	-
HP PC File room	1/21/2005	390	390	SL	3		390	-	-
Dell Notebook	5/4/2005	1,008	1,008	SL	3		1,008	-	-
Backup Drive	3/15/2006	1,274	1,274	SL	3	-	1,274	0	0
Dell Laptop	5/16/2006	887	887	SL	3	-	887	(0)	(0)
PC for HR from NJBS	7/11/2007	215	214	SL	3	-	214	2	2
HP Color Printers	9/14/2007	391	390	SL	3	-	390	1	1
Printer	9/27/2007	537	537	SL	3	-	537	(1)	(1)
Server	1/28/2008	647	648	SL	3	-	648	(1)	(1)
External Hard Drive	3/11/2008	98	96	SL	3	-	96	2	2
Dell Service Contract	5/6/2008	660	660	SL	1	-	660	(0)	(0)
Anti Virus Contract	5/19/2008	318	318	SL	1	-	318	(0)	(0)
Memory Upgrade	8/11/2008	61	60	SL	3	-	60	1	1
Windows Server- Terminal Services	8/31/2008	407	408	SL	3	-	408	(1)	(1)
Wireless Adapter	8/31/2008	80	78	SL	3	-	78	2	2
Compaq Computer	9/4/2009	783	783	SL	3		783	-	-
Server Rack	12/31/2009	3,748	3,750	SL	3		3,750	(2)	(2)
Server Rack & Workstation Upgrades	2/28/2010	14,671	14,671	SL	3		14,671	(0)	(0)
Network Upgrade	3/31/2010	8,515	8,515	SL	3		8,515	-	-
Firewall Package, Dell Optiplex	4/30/2010	3,097	3,097	SL	3		3,097	(0)	(0)
SSL Certificate and Battery	5/19/2010	583	583	SL	3		583	-	-
ATF	7/20/2010	3,002	3,002	SL	3		3,002	-	-
Cisco	7/28/2010	3,636	3,636	SL	3		3,636	0	0
Engineering	7/31/2010	1,313	1,313	SL	3		1,313	-	-
Engineering	8/31/2010	553	553	SL	3		553	-	-

FORM 990-PF 2012
THE ATLANTIC FOUNDATION- INVESTMENT
EIN 22-6054882

Part II, Line 11 Investments-land, buildings and equipment basis

Description of Property	Date Acquired	Cost or Other Basis	Prior years' Depreciation	Depreciat Method	Years or %	Depreciation Expense	Accumulated Depreciation	Book Value	FMV
ProSupport	10/6/2010	1,111	1,111	SL	3		1,111	-	-
Dell Optiplex	10/31/2010	375	375	SL	3		375	-	-
Quickbooks Pro 2011	12/31/2010	300	300	SL	3		300	-	-
Laptop	1/31/2011	512	427	SL	3	85	512	-	-
Cisco	2/17/2011	11,375	9,479	SL	3	1,896	11,375	-	-
Sonic Wall	2/28/2011	1,893	1,578	SL	3	316	1,893	-	-
Intuit QB	8/25/2011	650	542	SL	3	108	650	-	-
Adobe Suite	8/25/2011	368	306	SL	3	61	368	-	-
Phone System	10/31/2011	5,176	4,314	SL	3	863	5,176	-	-
Fiber Network	12/1/2011	78,744	65,620	SL	3	13,124	78,744	-	-
Sonic Wall 2400	2/2/2012	1,133	566	SL	3	378	944	189	189
Dell Computers (2)	5/31/2012	1,363	682	SL	3	454	1,136	227	227
OSP Fiber	10/9/2012	2,337	1,169	SL	3	779	1,948	390	390
LCD/LED TV	10/19/2012	900	450	SL	3	300	750	150	150
Cable Lines	10/1/2013	377	38	SL	5	75	113	264	264
Computer	4/11/2014	806		SL	3	134	134	672	672
Computer	5/13/2014	501		SL	3	84	84	418	418
Quickbooks Support	12/31/2014	1,537		SL	1	768	768	768	768
		175,285	**152,780**			**19,425**	**172,206**	**3,079**	**3,079**
Lexus	4/1/2004	**19,501**	**19,500**	SL	**5**	**-**	**19,500**	**1**	**1**
60 Sculptors' Way									
Land	1/1/2005	166,050	-			-	-	166,050	166,050
Building	1/1/2005	1,183,950	251,592	SL	40	29,599	281,191	902,759	902,759
Equipment	1/1/2005	614,837	614,837	SL	5		614,837	1	1
Defibulator	12/1/2011	659	82	SL	20	33	115	544	544
Roof Top Unit	3/29/2013	3,925	98	SL	20	196	294	3,631	3,631
Paint Ceiling	4/2/2013	657	66	SL	5	131	197	460	460
Surge Suppressors	5/10/2013	1,463	146	SL	5	293	439	1,024	1,024
Surge Suppressors	5/24/2013	1,524	152	SL	5	305	457	1,067	1,067
Lunchroom	6/10/2013	1,960	49	SL	20	98	147	1,813	1,813
Lunchroom	7/11/2013	869	22	SL	20	43	65	804	804
Lunchroom	7/19/2013	2,575	64	SL	20	129	193	2,382	2,382
Lunchroom	7/31/2013	3,094	77	SL	20	155	232	2,862	2,862
Asphalt Repair	8/31/2013	712	18	SL	20	36	53	659	659
Asphalt Repair	11/15/2013	816	20	SL	20	41	61	754	754
Planting	11/15/2013	725	18	SL	20	36	54	671	671
Asphalt Repair	12/13/2013	55,580	1,389	SL	20	2,779	4,168	51,411	51,411
Trees & Shrubs	12/13/2013	1,099	110	SL	5	220	330	769	769

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Part II, Line 11 Investments-land, buildings and equipment basis

Description of Property	Date Acquired	Cost or Other Basis	Prior years' Depreciation	Depreciat Method	Years or %	Depreciation Expense	Accumulated Depreciation	Book Value	FMV
Repaving	3/25/2014	44,459		SL	20	1,111	1,111	43,347	43,347
Landscape Screen	9/25/2014	1,401		SL	5	140	140	1,261	1,261
HVAC	10/8/2014	2,725		SL	5	273	273	2,453	2,453
Curb Replacement	11/26/2014	1,582		SL	20	40	40	1,542	1,542
		2,090,660	**868,741**			**35,657**	**904,398**	**1,186,262**	**1,186,262**
Totals		**7,964,009**	**3,310,419**			**212,513**	**3,522,850**	**4,441,120**	**4,441,120**

FORM 990-PF 2012
THE ATLANTIC FOUNDATION- EXEMPT
EIN 22-6054882

990, Line 14 Part II - Land Buildings and Equipment

Description of Property	Date Acquired		Cost or Other Basis	Prior years' Depreciation	Deprec. Method	Years or %		Depreciation Expense	Accumulated Depreciation	Retired Assets	Book Value	FMV
Building -14 Fairgrounds Road												
ENGINEERING/CONSULTING	6/30/1994	13,592	6,796	2,464	SL	40	340	170	2,634		4,162	4,162
LANDSCAPING/IRRIGATION	6/30/1994	24,548	12,274	5,932	SL	30	818	409	6,341		5,933	5,933
LANDSCAPING/IRRIGATION	6/30/1995	52,944	26,472	12,805	SL	30	1,766	883	13,688		12,784	12,784
ENGINEERING/CONSULTING	6/30/1995	264,582	132,291	47,966	SL	40	6,616	3,308	51,274		81,017	81,017
Recy Wall	6/30/1995	26,540	13,270	6,424	SL	40	886	443	6,867		6,403	6,403
Lanning engineering	6/30/1996	1,136	568	204	SL	40	28	14	218		350	350
ARCHITECT, PERMITS, DRAWINGS/PLANS	6/30/1996	112,634	56,317	20,416	SL	40	2,816	1,408	21,824		34,493	34,493
PERMITS	6/30/1997	5,702	2,851	1,041	SL	40	144	72	1,113		1,738	1,738
CONSTRUCTION	6/30/1997	656,802	328,401	119,045	SL	40	16,420	8,210	127,255		201,146	201,146
DRAWINGS	6/30/1997	5,514	2,757	1,000	SL	40	138	69	1,069		1,688	1,688
PRE-CONSTRUCTION SERVICES - EA REEVES	6/30/1997	14,492	7,246	2,625	SL	40	362	181	2,806		4,440	4,440
CONSTRUCTION	6/30/1998	4,087,138	2,043,569	740,792	SL	40	102,178	51,089	791,881		1,251,688	1,251,688
ARCHITECT	6/30/1998	102,660	51,330	18,605	SL	40	2,566	1,283	19,888		31,442	31,442
painting of AF offices	6/30/1998	1,592	796	389	SL	30	54	27	416		380	380
landscaping/improvements	6/30/1999	135,942	67,971	49,283	SL	20	6,798	3,399	52,682		15,289	15,289
CONSTRUCTION	6/30/1999	3,677,924	1,838,962	666,623	SL	40	91,948	45,974	712,597		1,126,365	1,126,365
landscaping/improvements	6/30/2000	33,146	16,573	11,190	SL	20	1,658	829	12,019		4,554	4,554
Pavillion	6/30/2000	881,152	440,576	297,391	SL	20	44,058	22,029	319,420		121,156	121,156
CONSTRUCTION	6/30/2000	732,114	366,057	126,712	SL	39	18,772	9,386	136,098		229,959	229,959
HVAC	12/28/2012	190,000	95,000	2,375	SL	20	9,500	4,750	7,125		87,875	87,875
Heat Pump	3/14/2013	5,450	2,725	273	SL	5	1,090	545	818		1,908	1,908
Surge Suppressors	5/10/2013	3,624	1,812	181	SL	5	725	362	544		1,269	1,269
HVAC	7/31/2013	5,400	2,700	68	SL	20	270	135	203		2,498	2,498
HVAC	9/30/2013	5,875	2,938	73	SL	20	294	147	220		2,717	2,717
Parking Lot Island	12/13/2013	7,314	3,657	91	SL	20	366	183	274		3,383	3,383
Fire Alarm	9/30/2014	3,780	1,890		SL	5	378	189	189		1,701	1,701
HVAC	10/17/2014	3,975	1,988		SL	5	398	199	199		1,789	1,789
Heat Pump	10/31/2014	5,875	2,938		SL	5	588	294	294		2,644	2,644
HVAC	12/31/2014	1,250	625		SL	5	125	63	63		563	563
Snow Melt System	1/1/2015	13,870	6,935		SL	1	-		-		6,935	6,935
		11,076,567	5,538,284	2,133,968				156,049	2,290,017		3,248,266	3,248,266
Furniture & Fixtures												
retired assets												
receptionists desk	12/29/1998	2,490	1,245	1,245	SL	7		-	1,245		-	-
wood blinds	3/31/1999	8,138	4,069	4,067	SL	7		-	4,067		2	2
multi-trainer equipment	3/31/1999	3,500	1,750	1,750	SL	7		-	1,750		-	-
reception desk	3/31/1999	14,516	7,258	7,258	SL	7		-	7,258		-	-
copier	4/15/1999	8,086	4,043	4,042	SL	7		-	4,042		1	1
4 Olive Urns and 4 Sconces	4/21/1999	7,600	3,800	3,800	SL	7		-	3,800		-	-
file cabinets	4/30/1999	1,850	925	924	SL	7		-	924		1	1
Oriental rug and pillows	6/5/1999	7,914	3,957	3,957	SL	7		-	3,957		-	-
misc. office furnishings	6/30/1999	5,170	2,585	2,585	SL	7		-	2,585		-	-
reupholster chairs/couches	6/30/1999	5,108	2,554	2,554	SL	7		-	2,554		-	-
cell phones	8/3/1999	856	428	428	SL	7		-	428		-	-
3 defibrillators	10/14/1999	9,602	4,801	4,801	SL	7		-	4,801		-	-
lighting	3/17/2000	2,754	1,377	1,377	SL	7		-	1,377		-	-
furniture - Atlantic Foundation lobby	3/28/2000	14,760	7,380	7,380	SL	7		-	7,380		-	

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990, Line 14 Part II - Land Buildings and Equipment

Description of Property	Date Acquired		Cost or Other Basis	Prior years' Depreciation	Deprec. Method	Years or %		Depreciation Expense	Accumulated Depreciation	Retired Assets	Book Value	FMV
chandelier - studio	4/19/2000	1,646	823	823	SL	7		-	823		-	-
Articulated Desk circa 1820-30	5/31/2000	18,000	9,000	9,000	SL	7		-	9,000		-	-
feeder for copier	6/30/2000	1,076	538	538	SL	7		-	538		-	-
sofa and chairs	7/5/2000	2,100	1,050	1,050	SL	7		-	1,050		-	-
Piano - JSJ Studio	7/6/2000	5,000	2,500	2,500	SL	7		-	2,500		-	-
security cameras	7/10/2000	1,396	698	698	SL	7		-	698		-	-
gym equipment - weights	8/14/2000	1,106	553	553	SL	7		-	553		-	-
file cabinets	9/8/2000	620	310	310	SL	7		-	310		-	-
Oriental Rugs	12/7/2000	30,000	15,000	15,000	SL	7		-	15,000		-	-
lobby furnishings	12/18/2000	9,332	4,666	4,666	SL	7		-	4,666		-	-
Attic Shelving	1/26/2001	790	395	395	SL	7			395		-	-
AF reception furniture	4/10/2001	446	223	223	SL	7			223		-	-
bathroom rugs	5/1/2001	6,800	3,400	3,400	SL	7			3,400		-	-
Aquarium	5/18/2001	49,168	24,584	24,584	SL	7			24,584		-	-
AF reception area	6/30/2001	4,808	2,404	2,404	SL	7			2,404		-	-
32" TV for conference room	10/11/2001	804	402	402	SL	7			402		-	-
AF Bathrooms	11/14/2001	9,802	4,901	4,901	SL	7			4,901		-	-
Canon Copier	12/20/2001	9,500	4,750	4,750	SL	7			4,750		-	-
fitness equipment	3/7/2002	1,918	959	959	SL	7		-	959		-	-
Office Furniture	11/25/2002	3,304	1,652	1,652	SL	7		-	1,652		-	-
Table	8/30/2006	10,000	5,000	4,997	SL	7			4,997		3	3
File Cabinets	5/29/2007	1,041	520	520	SL	7		-	520		0	0
File Cabinets	7/27/2007	1,200	600	600	SL	7		-	600		(0)	(0)
Canmera & Printer	10/15/2007	2,670	1,335	1,335	SL	7		-	1,335		(0)	(0)
File Cabinets	10/15/2007	870	435	435	SL	7		-	435		0	0
Fax Machine	12/18/2007	989	495	495	SL	7		-	495		-	-
Phone System	12/8/2011	13,820	6,910	2,073	SL	5		1,382	3,455		3,455	3,455
		280,550	140,275	135,430				1,382	136,812		3,463	3,463
Furniture and Fixtures Pacific NJ			15,684	12,325	SL	7		2,241	14,566		1,119	1,119
Furniture and Fixtures Pacific NY												
Pacific NY Office Furniture	7/1/2008		24,345	19,334	SL	7		3,478	22,812		1,533	1,533
Pacific Furniture NY	7/1/2009		3,444	2,214	SL	7		492	2,706		738	738
Pacific Furniture NY	7/1/2011		1,063	532	SL	5		213	745		318	318
Pacific Furniture NY	7/1/2011		1,046	523	SL	5		209	732		314	314
Pacific Furniture NY	7/1/2012		1,585	476	SL	5		317	793		792	792
Pacific Furniture NY	7/1/2012		1,186	254	SL	7		169	423		763	763
Pacific Furniture NY	7/1/2013		1,561	156	SL	5		312	468		1,093	1,093
			34,230	23,489				5,190	28,679	-	5,551	5,551
Pacific NJ Office Improvements	7/1/2008		9,060	1,464	SL	28		329	1,793		7,267	7,267
Software & Hardware												
Microsoft Exchange	1/3/2002	638	319	319	SL	3			319		-	-
Carmie's PC	1/27/2002	1,658	829	830	SL	3		-	830		(1)	(1)
3com switch	4/15/2002	706	353	354	SL	3		-	354		(1)	(1)

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Description of Property	Date Acquired		Cost or Other Basis	Prior years' Depreciation	Deprec. Method	Years or %		Depreciation Expense	Accumulated Depreciation	Retired Assets	Book Value	FMV
Norton Antivirus - Corporate	5/21/2002	1,206	603	604	SL	3		-	604		(1)	(1)
Lois & Janet's PC's	7/24/2002	3,258	1,629	1,630	SL	3		-	1,630		(1)	(1)
LRH PC	7/25/2002	1,618	809	809	SL	3			809		-	-
ARC Serve Backup software	9/6/2002	556	278	277	SL	3		-	277		1	1
Cisco Router- Wireless System	10/15/2002	8,748	4,374	4,373	SL	3		-	4,373		1	1
Flat Screen Monitor-HR	10/23/2002	350	175	174	SL	3		-	174		1	1
HP Printer	11/25/2002	848	424	424	SL	3		-	424		-	-
PC for HR from NJBS	3/19/2003	750	375	375	SL	3		-	375		-	-
Quickbooks 2003	4/29/2003	720	360	360	SL	3		-	360		-	-
Dell Server and related software	7/15/2003	5,750	2,875	2,875	SL	3		-	2,875		-	-
Toshiba Notebook PC	4/9/2004	2,524	1,262	1,262	SL	3		-	1,262		-	-
Network equipment	5/10/2004	1,162	581	581	SL	3		-	581		-	-
Dell Inspiron	5/27/2004	2,760	1,380	1,380	SL	3		-	1,380		-	-
Brightstor backup	5/28/2004	1,888	944	944	SL	3		-	944		-	-
Norton Antivirus	6/1/2004	502	251	251	SL	3		-	251		-	-
Fujitsu Notebook	12/22/2004	2,264	1,132	1,132	SL	3		-	1,132		-	-
HP PC File room	1/21/2005	780	390	390	SL	3			390		-	-
Dell Notebook	5/4/2005	2,016	1,008	1,008	SL	3			1,008		-	-
Dell PC - CB	11/25/2005	774	774	774	SL	3			774		-	-
Backup Drive	3/15/2006	2,549	1,274	1,274	SL	3		-	1,274		0	0
Dell Laptop	5/16/2006	1,774	887	887	SL	3		-	887		(0)	(0)
PC for HR from NJBS	7/11/2007	431	215	216	SL	3		-	216		(1)	(1)
HP Color Printers	9/14/2007	782	391	390	SL	3		-	390		1	1
Printer	9/27/2007	1,073	537	537	SL	3		-	537		(1)	(1)
Server	1/28/2008	1,295	647	648	SL	3		-	648		(1)	(1)
External Hard Drive	3/11/2008	196	98	96	SL	3		-	96		2	2
Dell Service Contract	5/6/2008	1,320	660	660	SL	1		-	660		-	-
Anti Virus Contract	5/19/2008	635	318	318	SL	1		-	318		(0)	(0)
Memory Upgrade	8/11/2008	122	61	60	SL	3		-	60		1	1
Windows Server- Terminal Services	8/31/2008	814	407	408	SL	3		-	408		(1)	(1)
Wireless Adapter	8/31/2008	159	80	81	SL	3		-	81		(1)	(1)
Compaq Computer	9/4/2009	1,566	783	786	SL	3		-	786		(3)	(3)
Server Rack	12/31/2009	7,496	3,748	3,750	SL	3		-	3,750		(2)	(2)
Server Rack & Workstation Upgrades	2/28/2010	29,341	14,671	14,671	SL	3			14,671		(0)	(0)
Network Upgrade	3/31/2010	17,030	8,515	8,515	SL	3			8,515		-	-
Firewall Package, Dell Optiplex	4/30/2010	6,193	3,097	3,097	SL	3			3,097		(0)	(0)
SSL Certificate and Battery	5/19/2010	1,165	583	583	SL	3			583		-	-
ATF	7/20/2010	6,004	3,002	3,002	SL	3			3,002		-	-
Cisco	7/28/2010	7,271	3,636	3,636	SL	3			3,636		0	0
Engineering	7/31/2010	2,625	1,313	1,313	SL	3			1,313		-	-
Engineering	8/31/2010	1,105	553	553	SL	3			553		-	-
ProSupport	10/6/2010	2,222	1,111	1,111	SL	3			1,111		-	-
Dell Optiplex	10/31/2010	750	375	375	SL	3			375		-	-
Quickbooks Pro 2011	12/31/2010	600	300	300	SL	3			300		-	-
Laptop	1/31/2011	1,024	512	427	SL	3		85	512		-	-
Cisco	2/17/2011	22,750	11,375	9,479	SL	3		1,896	11,375		-	-
Sonic Wall	2/28/2011	3,786	1,893	1,578	SL	3		316	1,893		-	-
Intuit QB	8/25/2011	1,300	650	542	SL	3		108	650		-	-
Adobe Suite	8/25/2011	735	368	306	SL	3		61	368		-	

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990, Line 14 Part II - Land Buildings and Equipment

Description of Property	Date Acquired		Cost or Other Basis	Prior years' Depreciation	Deprec. Method	Years or %		Depreciation Expense	Accumulated Depreciation	Retired Assets	Book Value	FMV
Phone System	10/31/2011	10,352	5,176	4,314	SL	3		863	5,176		-	-
Fiber Network	12/1/2011	157,488	78,744	65,620	SL	3		13,124	78,744		-	-
Sonic Wall 2400	2/2/2012	2,265	1,133	566	SL	3		378	944		189	189
Dell Computers (2)	5/31/2012	2,727	1,363	682	SL	3		454	1,136		227	227
OSP Fiber	10/9/2012	4,674	2,337	1,169	SL	3		779	1,948		390	390
LCD/LED TV	10/19/2012	1,800	900	450	SL	3		300	750		150	150
Cable Lines	10/1/2013	753	377	38	SL	5		75	113		264	264
Computer	4/11/2014	1,612	806		SL	3		134	134		672	672
Computer	5/13/2014	1,002	501		SL	3		84	84		418	418
Quickbooks Support	12/31/2014	3,073	1,537		SL	1		768	768		768	768
		351,334	176,054	153,558				19,425	172,984	-	3,070	3,070
Lexus	4/1/2004	39002	19,501	19,501	SL	5		-	19,501		-	-
540 West 21st Street Property												
Land - 540 W 21st Street	1/1/2004		5,928,694	-				-	-	(5,928,694)	-	-
Building & Improvements - 540 W. 21st	1/1/2004		1,482,173	361,038	SL	40			361,038	(1,121,135)	-	-
New Roof	8/25/2005		179,527	101,728	SL	40			101,728	(77,799)	-	-
Roof Construction	2/7/2006		58,929	15,712	SL	40			15,712	(43,217)	-	-
Roof Construction	1/1/2008		40,073	11,033	SL	20			11,033	(29,040)	-	-
New Construction	10/15/2008		9,900	2,717	SL	20			2,717	(7,183)	-	-
Party Wall	12/16/2010		107,091	13,386	SL	20			13,386	(93,704)	-	-
Party Wall	11/21/2011		34,954	4,369	SL	20			4,369	(30,585)	-	-
Architecture	1/20/2012		2,362	177	SL	20			177	(2,185)	-	-
Engineering	6/14/2013		840	21	SL	20			21	(819)	-	-
Engineering	6/27/2013		15,504	388	SL	20			388	(15,116)	-	-
Improvements	8/5/2013		2,565	64	SL	20			64	(2,501)	-	-
ECB Violation	9/19/2013		375	188	SL	1			188	(188)	-	-
ECB Violation	9/25/2013		525	262	SL	1			262	(264)	-	-
			7,863,512	511,082				-	511,082	(7,352,430)	-	-
Furniture & Fixtures - NY												
Waldner's	5/4/1999		8,896	8,896	SL	7		-	8,896	-	-	-
lighting design	8/19/1999		33,422	33,422	SL	7		-	33,422	-	-	-
Furniture	12/30/1999		17,441	17,439	SL	7		-	17,439	(2)	2	2
			59,759	59,757				-	59,757	(2)	2	2
60 Sculptors' Way												
Land	1/1/2005	332,100	166,050	-				-	-		166,050	166,050
Building	1/1/2005	2,367,900	1,183,950	251,591	SL	40		29,599	281,190		902,760	902,760
Equipment	1/1/2005	1,229,674	614,837	614,840	SL	5		-	614,840		(3)	(3)
Defibulator	12/1/2011	1,318	659	82	SL	20		33	115		544	544
Roof Top Unit	3/29/2013	7,850	3,925	98	SL	20		196	294		3,631	3,631
Paint Ceiling	4/2/2013	1,313	657	66	SL	5		131	197		460	460
Surge Suppressors	5/10/2013	2,926	1,463	146	SL	5		293	439		1,024	1,024
Surge Suppressors	5/24/2013	3,048	1,524	152	SL	5		305	457		1,067	1,067
Lunchroom	6/10/2013	3,920	1,960	49	SL	20		98	147		1,813	1,813
Lunchroom	7/11/2013	1,738	869	22	SL	20		43	65		804	804

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Description of Property	Date Acquired		Cost or Other Basis	Prior years' Depreciation	Deprec. Method	Years or %		Depreciation Expense	Accumulated Depreciation	Retired Assets	Book Value	FMV
Lunchroom	7/19/2013	5,150	2,575	64	SL	20		129	193		2,382	2,382
Lunchroom	7/31/2013	6,189	3,094	77	SL	20		155	232		2,862	2,862
Asphalt Repair	8/31/2013	1,424	712	18	SL	20		36	53		659	659
Asphalt Repair	11/15/2013	1,631	816	20	SL	20		41	61		754	754
Planting	11/15/2013	1,451	725	18	SL	20		36	54		671	671
Asphalt Repair	12/13/2013	111,159	55,580	1,389	SL	20		2,779	4,168		51,411	51,411
Trees & Shrubs	12/13/2013	2,198	1,099	110	SL	5		220	330		769	769
Repaving	3/25/2014	88,918	44,459		SL	20		1,111	1,111		43,347	43,347
Landscape Screen	9/25/2014	2,801	1,401		SL	5		140	140		1,261	1,261
HVAC	10/8/2014	5,450	2,725		SL	5		273	273		2,453	2,453
Curb Replacement	11/26/2014	3,163	1,582		SL	20		40	40		1,542	1,542
		4,181,320	2,090,660	868,744				35,657	904,400	-	1,186,260	1,186,260
			15,947,019	3,919,319				220,274	4,139,545	(7,352,432)	4,454,997	4,454,997