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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation THE TUTTLEMAN FOUNDATION		A Employer identification number 23-7715836
Number and street (or P O box number if mail is not delivered to street address) 23 TETTEMER ROAD	Room/suite	B Telephone number (see instructions) 610-667-2520
City or town, state or province, country, and ZIP or foreign postal code ERWINNA PA 18920		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 checked="" 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) ► \$ 6,605,115	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(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))		(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)	1,771,478			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities	134,223	134,223		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	280,591			
	b Gross sales price for all assets on line 6a 673,009				
	7 Capital gain net income (from Part IV, line 2)		280,591		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	2,186,295	414,817	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	4,784			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 2	16,667	5,567		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (att sch) STMT 3	18,492	18,186			
24 Total operating and administrative expenses. Add lines 13 through 23	39,943	23,753	0	0	
25 Contributions, gifts, grants paid	237,100			237,100	
26 Total expenses and disbursements. Add lines 24 and 25	277,043	23,753	0	237,100	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,909,252				
b Net investment income (if negative, enter -0-)		391,064			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing					
	2 Savings and temporary cash investments			69,508	1,885,047	1,885,047
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (att schedule) ▶					
	Less allowance for doubtful accounts ▶	0				
	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) SEE STMT 4			2,637,420	2,798,995	3,575,878
	c Investments – corporate bonds (attach schedule) SEE STMT 5			1,202,842	1,134,980	1,144,190
	11 Investments – land, buildings, and equipment basis ▶					
Liabilities	Less accumulated depreciation (attach sch) ▶					
	12 Investments – mortgage loans					
	13 Investments – other (attach schedule)					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)			3,909,770	5,819,022	6,605,115
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			3,909,770	5,819,022	
	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)			3,909,770	5,819,022	
	31 Total liabilities and net assets/fund balances (see instructions)			3,909,770	5,819,022	

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	3,909,770
2 Enter amount from Part I, line 27a	2	1,909,252
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,819,022
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,819,022

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 PUBLICLY TRADED SECURITIES		P	05/01/13	02/05/14
b PUBLICLY TRADED SECURITIES		P	09/29/09	02/05/14
c DEUTSCHE BANK				
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 76,317		79,648	-3,331
b 441,704		312,770	128,934
c 154,988			154,988
d			
e			

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			-3,331
b			128,934
c			154,988
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	280,591
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	191,500	4,751,607	0.040302
2012	246,500	4,363,424	0.056492
2011	288,425	4,422,350	0.065220
2010	230,000	4,261,680	0.053969
2009	226,450	3,875,027	0.058438

2 Total of line 1, column (d)	2	0.274421
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	0.054884
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,043,083
5 Multiply line 4 by line 3	5	276,785
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,911
7 Add lines 5 and 6	7	280,696
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	237,100

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	7,821
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	7,821
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	7,821
6	Credits/Payments.		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	7,628
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	8,750
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	16,378
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,557
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 8,557 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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		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	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) PA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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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 ► NONE	13	X	

14 The books are in care of ► **THE FOUNDATION'S OFFICERS**
23 TETTEMER RD

Telephone no ► **610-294-9440**

Located at ► **ERWINNA**

PA

ZIP+4 ► **18920-9259**

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	Yes	No
		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?	<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	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?	N/A	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 ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	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. ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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?		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?		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A** ☐ **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **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 (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
STEVEN M. TUTTLEMAN 23 TETTEMER RD ERWINNA PA 18920	TRUSTEE 1.00	0	0	0
DAVID Z. TUTTLEMAN 23 TETTEMER RD ERWINNA PA 18920	TRUSTEE 1.00	0	0	0

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

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

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

0

Form 990-PF (2014) **THE TUTTLEMAN FOUNDATION****23-7715836**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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 (see instructions)

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 ▶	

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	4,802,002
b	Average of monthly cash balances	1b	317,879
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,119,881
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	5,119,881
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	76,798
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,043,083
6	Minimum investment return. Enter 5% of line 5	6	252,154

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	252,154
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,821
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,821
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	244,333
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	244,333
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	244,333

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	237,100
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	237,100
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	237,100

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				244,333
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009	34,387			
b From 2010	19,539			
c From 2011	70,457			
d From 2012	32,145			
e From 2013				
f Total of lines 3a through e	156,528			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 237,100				
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				237,100
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	7,233			7,233
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	149,295			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
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)	27,154			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	122,141			
10 Analysis of line 9.				
a Excess from 2010	19,539			
b Excess from 2011	70,457			
c Excess from 2012	32,145			
d Excess from 2013				
e Excess from 2014				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))
N/A

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
N/A

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
N/A

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

c Any submission deadlines:
N/A

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<div>a Paid during the year</div> <div>SEE STATEMENT 7</div>				<div>237,100</div>
Total			▶ 3a	237,100
<div>b Approved for future payment</div> <div>N/A</div>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	3	
4	Dividends and interest from securities			14	134,223	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			14	280,591	
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		414,817	0
13	Total. Add line 12, columns (b), (d), and (e)				414,817	414,817

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	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.		

[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

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

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.

Sign Here

Signature of officer or trustee: [Signature]

Date: 7/8/05

TRUSTEE

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 <input type="checkbox"/> if self-employed
	ROBERT W. DOWNEY, CPA		<i>B. Downey CPA</i>		7/7/15	
	Firm's name ▶	DOWNEY SPEVAK & ASSOCIATES, LTD.			PTIN	P00198966
	Firm's address ▶	2 PENN CENTER PLAZA, SUITE 803 PHILADELPHIA, PA 19102			Firm's EIN ▶	23-2438473
					Phone no	215-564-1300

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

OMB No 1545-0047

2014

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

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

Name of the organization

Employer identification number

THE TUTTLEMAN FOUNDATION**23-7715836**

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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 33 $\frac{1}{3}$ % 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).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

THE TUTTLEMAN FOUNDATION

Employer identification number

23-7715836**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 TUTTLEMAN ART TRUST DTD 3/21/03 STEVEN M. TUTTLEMAN, TRUSTEE 23 TETTEMER ROAD ERWINNA PA 18920-9259	\$ 1,771,478	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 4,784	\$	\$	\$
TOTAL	\$ 4,784	\$ 0	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 5,567	\$ 5,567	\$	\$
FORM 990-PF EXCISE TAX	11,100			
TOTAL	\$ 16,667	\$ 5,567	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
INVEST. COMMISSIONS/BROKER FE	18,186	18,186		
ADMINISTRATIVE/OFFICE	139			
BANK FEES	155			
POSTAGE AND SHIPPING	12			
TOTAL	\$ 18,492	\$ 18,186	\$ 0	\$ 0

Federal Statements

7/6/2015

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DEUTSCHE BANK-SEE STATEMENT #8	\$ 2,637,417	\$ 2,798,992	COST	\$ 3,575,878
JP MORGAN-40 SHS NORTEL NETWORKS CRP	3	3	COST	
TOTAL	\$ 2,637,420	\$ 2,798,995		\$ 3,575,878

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DEUTSCHE BANK - SEE STATEMENT #8	\$ 1,202,842	\$ 1,134,980	COST	\$ 1,144,190
TOTAL	\$ 1,202,842	\$ 1,134,980		\$ 1,144,190

Statement 6 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
TUTTLEMAN ART TRUST DTD 3/21/2003	23 TETTEMER ROAD	ERWINNA PA 18920

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
PENNSYLVANIA ACADEMY OF FINE ARTS	128 N. BROAD STREET				
PHILADELPHIA PA 19102	NONE	501(C) (3)		CHARITABLE, ETC.	5,000
UNITED SYNAGOGUE OF CONS. JUDAISM	820 SECOND AVE, 10TH FLOOR				
NEW YORK NY 10017	NONE	501(C) (3)		CHARITABLE, ETC.	20,000
TREE HOUSE BOOKS	1430 W. SUSQUEHANNA AVE				
PHILADELPHIA PA 19121	NONE	501(C) (3)		CHARITABLE, ETC.	5,000

Federal Statements

7/6/2015

23-7715836

FYE: 12/31/2014

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
INSIGHT MEDITATION SOCIETY		1230 PLEASANT STREET					
BARRE MA 01005	NONE	501 (C) (3)				CHARITABLE, ETC.	65,500
FRIENDS SEMINARY		222 EAST 16TH STREET					
NEW YORK NY 10003	NONE	501 (C) (3)				CHARITABLE, ETC.	20,000
HOPE NORTH		155 WATER STREET					
BROOKLYN NY 11201	NONE	501 (C) (3)				CHARITABLE, ETC.	26,500
PUNDARIKA FOUNDATION		PO BOX 57					
CRESTONE CO 81131	NONE	501 (C) (3)				CHARITABLE, ETC.	5,000
DHARMA FOUNDATION		1230 PLEASANT STREET					
BARRE MA 01005	NONE	501 (C) (3)				CHARITABLE, ETC.	5,000
MIND & LIFE INSTITUTE		4 BAY ROAD					
HADLEY MA 01035	NONE	501 (C) (3)				CHARITABLE, ETC.	30,000
PERIDANCE CAPEZIO CENTER		126 EAST 13TH STREET					
NEW YORK NY 10003	NONE	501 (C) (3)				CHARITABLE, ETC.	2,500
NEW YORK INSIGHT MEDITATION CENTER		28 WEST 27TH ST, 10TH FL.					
NEW YORK NY 10001	NONE	501 (C) (3)				CHARITABLE, ETC.	2,500
NEVADA SPCA		4800 W. DEWEY DRIVE					
LAS VEGAS NV 89118	NONE	501 (C) (3)				CHARITABLE, ETC.	2,500
MAGEE REHABILITATION HOSPITAL		1513 RACE STREET					
PHILADELPHIA PA 19102	NONE	501 (C) (3)				CHARITABLE, ETC.	15,000
COMMUNITY ACTION AGEN. OF DELAWARE		201 W. FRONT STREET					
MEDIA PA 19063	NONE	501 (C) (3)				CHARITABLE, ETC.	2,000
CONGREGATION BETH SHALOM		1801 BAYNARD BLVD.					
WILMINGTON DE 19802	NONE	501 (C) (3)				CHARITABLE, ETC.	1,000
COMPREHENSIVE DEVELOPMENT INC		240 SECOND AVE					
NEW YORK NY 10003	NONE	501 (C) (3)				CHARITABLE, ETC.	2,500
SPECIAL OLYMPICS DELAWARE		619 S. COLLEGE AVE					
NEWARK DE 19716	NONE	501 (C) (3)				CHARITABLE, ETC.	1,000
HOLY TERRORS STARS		3302 VISTA ST.					
PHILADELPHIA PA 19136	NONE	501 (C) (3)				CHARITABLE, ETC.	1,000
WECAN		7915 CADENZA LANE					
LAS VEGAS NV 89123	NONE	501 (C) (3)				CHARITABLE, ETC.	3,500
FRACTURED ATLAS		248 W. 35TH ST., 10TH FL					
NEW YORK NY 10001	NONE	501 (C) (3)				CHARITABLE, ETC.	2,500

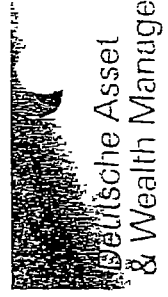
Federal Statements

23-7715836

FYE: 12/31/2014

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship		Status	Purpose	Amount
LINCOLN FINANCIAL MURAL ARTS		CNTR		1729 MOUNT VERNON ST.		501(C)(3)	CHARITABLE, ETC.	1,000
PHILADELPHIA PA 19130		NONE		110 W. 3RD ST, 2ND FL		501(C)(3)	CHARITABLE, ETC.	5,000
THE NYU WEINFELD FUND		NONE		3733 SPRUCE STREET		501(C)(3)	CHARITABLE, ETC.	7,500
NEW YORK NY 10012		NONE		90 W. BROADWAY, 4TH FLOOR		501(C)(3)	CHARITABLE, ETC.	500
THE WHARTON FUND		NONE		721 BROADWAY, 12TH FLOOR		501(C)(3)	CHARITABLE, ETC.	5,000
PHILADELPHIA PA 19104		NONE		965 RIVER ROAD		501(C)(3)	CHARITABLE, ETC.	100
FRIENDS OF BOGARDUS GARDEN		NONE		501(C)(3)		501(C)(3)	CHARITABLE, ETC.	237,100
NEW YORK NY 10007		NONE		TOTAL				
NYU TISCH SCHOOL OF THE ARTS		NONE						
NEW YORK NY 10003		NONE						
TINICUM CONSERVANCY		NONE						
UPPER BLACK EDDY PA 18972		NONE						



Tuttleman Foundation EIN: 23-7715836
Investments - Corporate Stocks - Form 990-PF
Part II, Line 10b

Deutsche Asset
& Wealth Management

Detailed Portfolio Information

As of December 31, 2014

Account Name TF FDN
Account Number 247313
Base Currency USD

List of Holdings - Equities (Stocks)

Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value In USD	Accrued Income In USD	Estimated Annual Income In USD	Annual Yield %
Equity Investment Funds									
37,829.17	HC CAPITAL TRUST COMMODITY RELATED SECURITIES PORTFOLIO Ticker HCCSX Q-1	9.63%	USD 10,730	9.010	405,969.59 M	340,840.80		3,654.30	1.07%
30,051.67	HC CAPITAL TRUST EMERGING MKTS PORTFOLIO Ticker HCEMX S/	14.50%	USD 18,480	17.250	555,387.96 M	510,391.36			
39,206.26	HC CAPITAL TRUST GROWTH PORTFOLIO Ticker HCCEX S/	23.67%	USD 10,000	21.590	392,256.10 M	846,463.17		7,213.95	0.85%
110,205.36	HC CAPITAL TRUST INTERNATIONAL EQUITY PORTFOLIO Ticker HICEX S/	33.35%	USD 9,060	10.020	998,191.84 M	1,192,421.97		69,539.58	5.83%
28,060.74	HC CAPITAL TRUST REAL ESTATE SECURITIES Ticker HICREX S/	2.64%	USD 2,890	3.360	81,010.31 M	94,284.08		950.42	1.01%
31,505.20	HC CAPITAL TRUST VALUE EQUITY PORTFOLIO Ticker HICVEX S/	16.32%	USD 11,620	18.520	366,175.70 M	583,476.34		12,948.64	2.22%
Total Equity Investment Funds		100.00%			2,798,991.60	3,575,877.72		94,308.89	2.64%
Total Equities					2,798,991.60	3,575,877.72		94,308.89	2.64%
Total Accrued Income									
Total Equities including Accrued Income									
					BS-1	BS-1			

A "M" following the amount displayed in the Adjusted Cost Basis column indicates multiple lots a "U" indicates undetermined cost

Tuttleman Foundation EIN: 23-7715836

Investments - Corporate Bonds - Form 990-PF

Part II, Line 10C

Deutsche Asset
& Wealth Management

Detailed Portfolio Information

As of December 31, 2014

Account Name TF FDN
Account Number 247313
Base Currency USD

List of Holdings - Fixed Income (Bonds)

"FY" = Prior Year

Quantity	Security Description Security ID	Moody's/S&P Rating	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Yield to Maturity %
Investment Funds										
46,711.19	HC CAPITAL TRUST FIXED INCOME OPPORTUNITY PORTFOLIO Ticker: HCHYX FY-1		28.78%	USD 6.953	7.050	324,772.66 M	329,313.90		17,890.39	5.43%
23,607.37	HC CAPITAL TRUST US CORPORATE FIXED INCOME SECURITIES PORTFOLIO Ticker: HCKSX FY-1		20.84%	USD 9.971	10.100	235,394.39 M	238,434.45		6,987.78	2.93%
30,763.61	HC CAPITAL TRUST US GOVERNMENT FIXED INCOME SECURITIES PORTFOLIO Ticker: HCUSX FY-1		27.08%	USD 9.956	10.070	306,266.56 M	309,789.58		3,783.92	1.22%
26,934.51	HC CAPITAL TRUST US MORTGAGE/ASSET BACKED FIXED INCOME SECURITIES PORTFOLIO Ticker: HICASX FY-1		23.30%	USD 9.978	9.900	268,760.34 M	266,651.64		7,649.40	2.87%
Total Investment Funds							1,144,189.57		36,311.49	3.17%
Total Fixed Income							1,144,189.57		36,311.49	3.17%
Total Accrued Income							1,135,183.95			
Total Fixed Income Including Accrued Income							1,134,997.82			
							85-1			

A: M* following the amount displayed in the Adjusted Cost Basis column indicates multiple lots; a U* indicates undetermined cost
For Investment Funds, Annual Yield is reported in the Yield to Maturity column

THE TUTTLEMAN FAMILY FOUNDATION

TRUST AMENDMENT

1. STANLEY C. TUTTLEMAN and EDNA S. TUTTLEMAN, as Settlers, entered into a Trust Agreement with EDNA S. TUTTLEMAN, JAN S. TUTTLEMAN, STEVEN M. TUTTLEMAN, and DAVID Z. TUTTLEMAN, as Trustees, on January 11, 1993 (the "Trust") known as The Tuttleman Family Foundation.

2. JAN S. TUTTLEMAN died on October 29, 2012 and EDNA S. TUTTLEMAN died on December 18, 2013

3. As a result, STEVEN M. TUTTLEMAN and DAVID Z. TUTTLEMAN are the only Trustees currently serving.

4. Subsection (A) of Section SIXTH of the Trust, in relevant part reserves to Trustees the right to amend said Foundation at any time and from time to time, provided that no such amendment shall cause the Trust to cease to be an organization described in Section 501(c)(3) of the Internal Revenue Code, and that Subparagraph B of Section SECOND may not be amended.

5. STEVEN M. TUTTLEMAN and DAVID Z. TUTTLEMAN now desire to amend the Trust in a manner that will not violate Subsection (A) of Section SIXTH, as follows.

A. Trustees hereby amend the Trust by revoking Section FIRST thereof and by substituting the following Section FIRST in its place:

"SECTION FIRST

Name

The trust established under this Agreement shall be known as THE TUTTLEMAN FOUNDATION (hereinafter called the "Foundation").

B. Trustees hereby amend the Trust by revoking Section FIFTH thereof and by substituting the following Section FIFTH in its place:

SECTION FIFTH

Authority to Incorporate

Trustees shall have the power and authority, to be exercised in their discretion, to incorporate and organize a corporation for the purposes provided by this Trust, such corporation to be organized under the laws of the Commonwealth of Pennsylvania, any other state, or the United States; provided, however, that such corporation shall be organized and operated so as to qualify for exemption under Section 501(c)(3) of the Code and the Regulations thereunder. Such corporation, when incorporated and organized

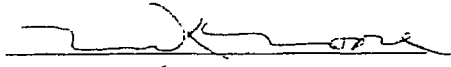
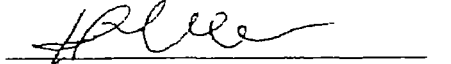
* PART VII-A, Line 3 Attachment

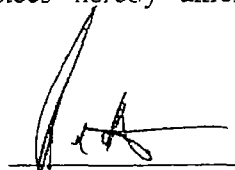
shall: take the place of the Trustees of this Foundation; have the same power and authority (subject to the same limitations and restrictions) as is vested in the Trustees under this Trust; have the power to administer and control the affairs and property of the Foundation and to carry out the purposes of this Trust, and shall be named THE TUTTLEMAN FOUNDATION, INC. Upon the incorporation and organization of such corporation, the assets of the Foundation shall be transferred to such corporation; provided, however, that prior to such transfer of assets, such corporation has obtained the determination of Internal Revenue Service that such corporation qualifies as an exempt organization under Section 501(c)(3) of the Code. Trustees shall act as the first Board of Directors of such corporation."

NOW, THEREFORE, pursuant to authority set forth in the Trust, Trustees amend the Trust in part as stated above, and as amended, hereby restate the rest of the Trust in its entirety.


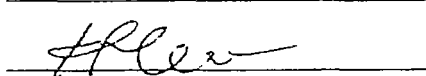
IN WITNESS WHEREOF, Trustees hereby amend the Trust this
day of _____, 2014.

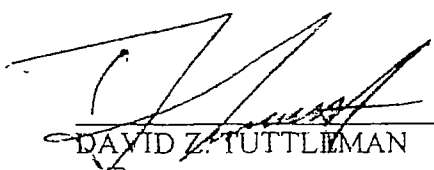
WITNESS


STEVEN M. TUTTLEMAN
Trustee

WITNESS:






DAVID Z. TUTTLEMAN
Trustee

STATE OF New York
COUNTY OF New York SS

On this, the 16th day of January, 2015, before me, the subscriber, a Notary Public for the State of New York, personally appeared the above-named STEVEN M. TUTTLEMAN, Trustee, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged the above Trust Agreement to be his act and deed, and his desire that the same might be recorded as such.

WITNESS my hand and notarial seal.



Notary Public

MARK A. MOORE
NOTARY PUBLIC-STATE OF NEW YORK
No 01MO6174880
Qualified In New York County
My Commission Expires October 01, 2015

STATE OF New York :
 : SS
COUNTY OF New York :

On this, the 16th day of January, 2015, before me, the subscriber, a Notary Public for the State of New York, personally appeared the above-named DAVID Z. TUTTLEMAN, Trustee, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged the above Trust Agreement to be his act and deed, and his desire that the same might be recorded as such.

WITNESS my hand and notarial seal.



Notary Public

MARK A. MOORE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01MO6174880
Qualified in New York County
My Commission Expires October 01, 2015

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

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

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

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

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

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

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

Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE TUTTLEMAN FOUNDATION	23-7715836
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
File by the due date for filing your return. See instructions	23 TETTEMER ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ERWINNA PA 18920	

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

04

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'S OFFICERS
23 TETTEMER RD**

- The books are in the care of ► **ERWINNA**

PA 18920

Telephone No ► **610-294-9440**

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

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/15**, 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 _____

- 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	\$	16,378
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	\$	7,628
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	\$	8,750

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