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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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service ► Do not enter social security numbers on this form as it may be made public. ► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

| r Oi Cale            | endar year 2014, or tax year beginning                                     |                          | and ending         | <u> </u>  |
|----------------------|--|--------------------------|--------------------|---|
| מממגע                | AND ECTIED DOOLN CHADITANT   | г                        |                    | A Employer identification number  |
| FOUND                | Y AND ESTHER BROWN CHARITABL<br>DATION<br>HOMESTEAD RD                     | ı.C.                     |                    | 25-6724854  B Telephone number (see instructions) 215-887-5300                  |
|                      | INTOWN, PA 19046   |                          |                    |   |
|                      |  |                          |                    | C If exemption application is pending, check here                               |
| <b>G</b> Che         | ck all that apply Initial return   | Initial return of a form | ner public charity | D 1 Foreign organizations, check here .   |
|                      | Final return   | Amended return           |                    |   |
|                      | Address change   | Name change              |                    | 2 Foreign organizations meeting the 85% test, check here and attach computation |
| <b>H</b> Ch <u>e</u> | ck type of organization X Section 50                                       | 1(c)(3) exempt private f |                    | There and attach computation .  |
|                      | Section 4947(a)(1) nonexempt charitable                                    |                          | orivate foundation | E If private foundation status was terminated                                   |
|                      |  | counting method. X C     | ash Accrual        | under section 507(b)(1)(A), check here.   |
| •                    | n Part II, column (c), line 16)  | Other (specify)          |                    | F If the foundation is in a 60-month termination                                |
| <b>≻</b> \$          |  | , column (d) must be or  | r cash basis )     | under section 507(b)(1)(B), check here  |
| Part I               | Analysis of Revenue and  | (a) Revenue and          | (b) Net investme   | nt (c) Adjusted net (d) Disbursements   |
|                      | Expenses (The total of amounts in columns (b), (c), and (d) may not neces- | expenses per books       | income             | income for charitable   |
|                      | sarily equal the amounts in column (a)                                     |                          |                    | purposes<br>(cash basis only)   |
|                      | (see instructions) )   |                          |                    | (eas.: sacio siny)  |
|                      | 1 Contributions, gifts, grants, etc, received (attach schedule)            |                          |                    |   |
|                      | 2 Ck ► X if the foundn is not required to attach Sch B                     |                          |                    |   |
| Ì                    | 3 Interest on savings and temporary cash investments                       |                          |                    |   |
|                      | 4 Dividends and interest from securities                                   | 8,914.                   | 8,91               | 4.  |
|                      | 5 a Gross rents  |                          | 3,733              |   |
|                      | b Net rental income or (loss).   |                          |                    |   |
| R                    | 6 a Net gain or (loss) from sale of assets not on line 10                  | 13,490.                  |                    |   |
| R<br>E<br>V          | b Gross sales price for all assets on line 6a 140, 838.                    |                          |                    |   |
| Ε                    | 7 Capital gain net income (from Part IV, line 2)                           |                          | 13,49              | 90.   |
| N<br>TO III          | Net short-term capital gain.     Income modifications                      |                          |                    |   |
| DE<br>DE             | 10 a Gross sales less  |                          |                    |   |
| ₹                    | returns and allowances.  |                          |                    |   |
| $\mathcal{I}$        | b Less Cost of goods sold  | <del></del>              |                    |   |
| )<br>(i)             | C Gross profit or (loss) (attach schedule)                                 |                          |                    |   |
| MEN                  | 11 Other income (attach schedule)  |                          |                    |   |
|                      | See Statement 1  | -779.                    | -75                | 79  |
| 6                    | 12 Total. Add lines 1 through 11   | 21,625.                  | 21,62              |   |
| SOP SOP              | 13 Compensation of officers, directors, trustees, etc                      | 0.                       |                    |   |
| 1                    | 14 Other employee salaries and wages                                       |                          |                    |   |
| 6                    | 15 Pension plans, employee benefits.                                       |                          |                    |   |
| C A                  | 16a Legal fees (attach schedule) See St 2                                  | 1,000.                   |                    |   |
| <b>୯</b> ୍ଲ          | b Accounting fees (attach sch) See St 3                                    | 3,100.                   |                    |   |
| Ň                    | c Other prof fees (attach sch) See St 4                                    | 4,163.                   |                    |   |
| O I P S T            | 17   Interest   18   Taxes (attach schedule X see Instrs)   See Stm 5      | 750                      | RE                 |   |
| RR                   | 18 Taxes (attach schedule)(see instrs) うらら うて肌 う 19 Depreciation (attach   | 753.                     |                    | U U   |
| A A                  | sch) and depletion   |                          | MA S               | Y 0 4 2015 9  |
| Z   -                | 20 Occupancy   |                          | 69                 | gi<br>gr  |
| GÉ                   | 21 Travel, conferences, and meetings                                       |                          | السيال             |   |
| A E<br>N P           | 22 Printing and publications 23 Other expenses (attach schedule)           |                          | 17 30 1161         |   |
| E                    | Other expenses (attach schedule)   |                          |                    |   |
| N<br>S               | 24 Total operating and administrative                                      |                          |                    |   |
| Ē                    | expenses. Add lines 13 through 23  | 9,016.                   | ļ                  |   |
| -                    | 25 Contributions, gifts, grants paid Part XV                               | 90,000.                  |                    | 90,000.   |
|                      | 26 Total expenses and disbursements.                                       |                          |                    |   |
|                      | Add lines 24 and 25  | 99,016.                  |                    | 0. 90,000.  |
|                      | 27 Subtract line 26 from line 12: a Excess of revenue over expenses        |                          |                    | <b> </b>  |
|                      | and disbursements  | -77,391.                 |                    |   |
|                      | b Net investment income (if negative, enter -0-)                           |                          | 21,62              | 25.   |
|                      | C Adjusted net income (if negative, enter -0-)                             |                          |                    | 0.  |
|                      |  |                          |                    |   |

| Part              | 11    | Balance Sheets Attached shield be for end-of-year amounts only                                     | Beginning of year          | <del></del>                           | or year               |
|-------------------|-------|--|----------------------------|---------------------------------------|-----------------------|
|                   | 1     | (See instructions )  Cash — non-interest-bearing   | (a) Book Value             | (b) Book Value                        | (c) Fair Market Value |
|                   |       | Savings and temporary cash investments   | 23,523.                    | 19,337                                | . 19,337.             |
|                   |       | Accounts receivable  |                            | <del></del>                           | <del> </del>          |
|                   | 3     | Less allowance for doubtful accounts   | <u> </u>                   |                                       |                       |
|                   | 4     | Pledges receivable   | <del> </del>               | · · · · · · · · · · · · · · · · · · · | <del> </del>          |
|                   | 7     | Less. allowance for doubtful accounts  | <b>-</b>                   |                                       | <del> </del>          |
|                   | 5     | Grants receivable  | <del> </del>               |                                       | <del> </del>          |
|                   | 6     | Receivables due from officers, directors, trustees, and other                                      |                            |                                       | <del> </del>          |
|                   | Ū     | disqualified persons (attach schedule) (see instructions)  |                            |                                       |                       |
|                   | 7     | Other notes and loans receivable (attach sch)  |                            |                                       |                       |
| A                 |       | Less allowance for doubtful accounts ▶   |                            |                                       |                       |
| Š                 | 8     | Inventories for sale or use  |                            |                                       |                       |
| ASSET             | 9     | Prepaid expenses and deferred charges  |                            |                                       |                       |
| S                 | 10 a  | a Investments — U.S. and state government obligations (attach schedule)                            |                            |                                       |                       |
|                   |       | b Investments — corporate stock (attach schedule)  |                            |                                       |                       |
|                   | •     | c Investments — corporate bonds (attach schedule)  |                            |                                       |                       |
|                   | 11    | Investments — land, buildings, and equipment basis   |                            |                                       |                       |
|                   |       | Less accumulated depreciation (attach schedule)  |                            |                                       |                       |
|                   | 12    | Investments – mortgage loans   |                            | _                                     |                       |
|                   | 13    | ,  | 361,270.                   | 288,065                               | . 334,574.            |
|                   | 14    | Land, buildings, and equipment basis   |                            |                                       |                       |
|                   |       | Less accumulated depreciation (attach schedule)  |                            |                                       |                       |
|                   |       | Other assets (describe ►  Total assets (to be completed by all filers —                            | )                          |                                       |                       |
|                   |       | see the instructions Also, see page 1, item I)   | 384,793.                   | 307,402                               | . 353,911.            |
| Ļ                 | 17    | Accounts payable and accrued expenses  |                            |                                       |                       |
| Å<br>B            | 18    | . ,  |                            | <del></del>                           |                       |
| B                 | 19    |  |                            |                                       |                       |
| Ļ                 | 20    | ,  |                            | ·                                     | _                     |
| ŧ                 | 21    | Mortgages and other notes payable (attach schedule)  |                            | <del> </del>                          |                       |
| ı                 | 22    | Other liabilities (describe  | )                          |                                       | _                     |
| E<br>S            | 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. |                            |                                       | 7                     |
| N F               | 24    | Unrestricted   |                            |                                       |                       |
| E U<br>T N        | 25    | Temporarily restricted   |                            |                                       | <b>-</b>              |
| D                 | 26    | Permanently restricted.  |                            |                                       |                       |
| A B S A L A       |       | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.              | x                          |                                       |                       |
| E L<br>T A<br>S N | 27    | Capital stock, trust principal, or current funds   | 384,793.                   | 307,402                               | .]                    |
| SN                | 28    | Paid-in or capital surplus, or land, bldg, and equipment fund.                                     |                            |                                       |                       |
| OE                | 29    | , ,  |                            |                                       |                       |
| RS                | 30    |  | 384,793.                   | 307,402                               | .]                    |
|                   | 31    | Total liabilities and net assets/fund balances (see instructions)                                  | 384,793.                   | 307,402                               |                       |
| Par               | t III | Analysis of Changes in Net Assets or Fund Balan  |                            | 307,402                               | ·1                    |
|                   |       | al net assets or fund balances at beginning of year – Part II, co                                  |                            | aree with                             | 1                     |
| •                 | end   | of-year figure reported on prior year's return)  |                            | . 1                                   | 00.7.30.              |
| 2                 |       | er amount from Part I, line 27a  |                            | 2                                     | 170521                |
| 3                 |       | r increases not included in line 2 (itemize)   |                            | 3                                     | <del></del>           |
| 4                 |       | • •  |                            | 4                                     | 001/1021              |
| 5                 |       | eases not included in line 2 (itemize)   | 5) Dort II column (b)      | ine 30   <b>5</b>                     | <del></del>           |
| 6                 | ı ota | al net assets or fund balances at end of year (line 4 minus line                                   | o) — Farcii, column (b), 1 | iiie Ju   6                           | 307,402.              |

|                      | (a) List and describe<br>2-story brick warehouse   | the kınd(s) of property sold (e g , r e, or common stock, 200 shares ML   | eal estate.   | (b) How ac<br>P — Purch<br>D — Dona                              | nase (month, day, year)                        | (d) Date sold<br>(month, day, year)   |
|----------------------|--|---|---|--|--|---|
| 1 a                  | WELLS FARGO  |   |   | P  | Various  | Various   |
|                      | POWESHARES -K-1  |   |   | P  | Various  | Various   |
| С                    |  |   |   |  |  |   |
| d                    |  |   |   |  |  |   |
| e                    |  |   |   |  |  |   |
|                      | (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other ba<br>plus expense of sa  |  | (h) Gain or<br>(e) plus (f) n                  |   |
| а                    | 140,838.   |   | 12  | 7,301.   |  | 13,537.   |
| ь                    |  |   |   | 47.  |  | -47.  |
| C                    |  |   |   |  |  |   |
| d                    |  |   |   |  |  |   |
| e                    |  |   |   |  |  |   |
|                      | Complete only for assets show  | ring gain in column (h) and owned b   | by the foundation on 12/31  | /69  | (I) Gains (Co                                  | lumn (h)  |
|                      | (i) Fair Market Value<br>as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69  | (k) Excess of column<br>over column (j), if a   | n (ı)  | gain minus column (<br>than -0-) or Losses (   | k), but not less  |
| a                    |  |   |   |  |  | 13,537.   |
| b                    |  |   | · · · · · · · · · · · · · · · · · · ·   |  |  | -47.  |
| c                    |  |   | ·   |  |  | <u></u>   |
| d                    |  |   |   |  | ·  | <del></del>   |
| е                    | ,  |   | *-  | -  |  | <del></del>   |
| 2                    | Capital gain net income or (ne   | t capital loss). If gain, also  | enter in Part I, line 7<br>ter -0- in Part I, line 7  |  | 2  | 13,490.   |
| 3                    | Net short-term capital gain or   | (loss) as defined in sections 1222(5  | i) and (6)  |  |  |   |
|                      |  | e 8, column (c) (see instructions) I  | · · · · · ¬   |  | 3  | 0.  |
| Par                  | t-V Qualification Under  | r Section 4940(e) for Reduce  | ed Tax on Net Investr   | nent Inc   | ome  |   |
|                      | ,  | obligations subject to the section 4540   | O(a) tax on net investment in   | come )   |  |   |
| Was<br>If 'Ye        | ction 4940(d)(2) applies, leave the foundation liable for the sees, the foundation does not qua  | this part blank<br>ction 4942 tax on the distributable a<br>alify under section 4940(e) Do not o  | amount of any year in the loomplete this part   | base perio   | d? . []Yes                                     | X No  |
| Was<br>If 'Ye        | ction 4940(d)(2) applies, leave the foundation liable for the sees, the foundation does not qua  | this part blank<br>ction 4942 tax on the distributable a  | amount of any year in the loomplete this part   | base perio   | d? . Yes  (d)  Distributio (column (b) divideo | n ratio   |
| Was<br>If 'Ye        | ction 4940(d)(2) applies, leave the foundation liable for the seces, the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)   | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in  (b)  Adjusted qualifying distributions  | amount of any year in the scomplete this part structions before making any (c) Net value of noncharitable-use as  | base perio<br>y entries.   | (d) Distributio                                | n ratio<br>I by column (c))   |
| Was<br>If 'Ye        | ction 4940(d)(2) applies, leave to the foundation liable for the series, the foundation does not quate the appropriate amount in  (a)  Base period years Calendar year (or tax year beginning in)  | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions 64,476.  | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as   | y entries.   | (d) Distributio                                | n ratio<br>I by column (c))   |
| Was<br>If 'Ye        | ction 4940(d)(2) applies, leave to the foundation liable for the series, the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013  2012   | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692.   | amount of any year in the complete this part instructions before making any (c)  Net value of noncharitable-use as 43   | base perio<br>y entries.<br>ssets<br>67,701 .<br>8,246 .         | (d) Distributio                                | n ratio<br>I by column (c))<br>0.147306<br>0.152284   |
| Was<br>If 'Ye        | the foundation liable for the seces, the foundation does not quaterity the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013 2012 2011   | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692. 59,064.   | amount of any year in the complete this part instructions before making any (c)  Net value of noncharitable-use as 43   | entries.  ssets  37,701.  8,246.                                 | (d) Distributio                                | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595   |
| Was<br>If 'Ye        | the foundation liable for the seces, the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013 2012 2011 2010  | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476.   | amount of any year in the scomplete this part structions before making any (c)  Net value of noncharitable-use as 43  41  47  | base perio<br>y entries.<br>ssets<br>37,701.<br>8,246.<br>4,049. | (d) Distributio                                | n ratio<br>I by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719                                     |
| Was If 'Ye           | the foundation liable for the seces, the foundation does not quaterity the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013 2012 2011   | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692. 59,064.   | amount of any year in the scomplete this part structions before making any (c)  Net value of noncharitable-use as 43  41  47  | entries.  ssets  37,701.  8,246.                                 | (d) Distributio                                | n ratio<br>I by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719                                     |
| Was If 'Ye 1         | the foundation liable for the seces, the foundation does not quater the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013 2012 2011 2010 2009  | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476.   | amount of any year in the scomplete this part structions before making any (c)  Net value of noncharitable-use as 43  41  47  | y entries.  57,701.  8,246.  4,049.  31,253.                     | (d) Distributio (column (b) divided            | n ratio<br>1 by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325                         |
| Was If 'Ye 1         | ction 4940(d)(2) applies, leave to the foundation liable for the series, the foundation does not quate the appropriate amount in Base period years Calendar year (or tax year beginning in)  2013 2012 2011 2010 2009  Total of line 1, column (d) Average distribution ratio for the series of the seri | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476.   | amount of any year in the scomplete this part structions before making any (c) Net value of noncharitable-use as 43 41 47 53 52   | y entries.  57,701.  8,246.  4,049.  31,253.                     | (d) Distributio                                | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325                         |
| Was If 'Ye 1         | the foundation liable for the seres, the foundation does not quate the appropriate amount in  (a) Base period years Calendar year (or tax year beginning in)  2013 2012 2011 2010 2009  Total of line 1, column (d) Average distribution ratio for the seres of the series o | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year, see the in  (b) Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476. 49,475.  | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as 43  41  47  53  52  total on line 2 by 5, or by 5 years                 | y entries.  ssets  67,701.  8,246.  4,049.  61,253.  24,514.     | (d) Distributio (column (b) divided            | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325                         |
| Was  If 'Ye  1  2 3  | the foundation liable for the seres, the foundation does not quate the appropriate amount in  (a) Base period years Calendar year (or tax year beginning in)  2013 2012 2011 2010 2009  Total of line 1, column (d) Average distribution ratio for the seres of the series o | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year, see the in  (b) Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476. 49,475.  the 5-year base period — divide the in has been in existence if less than   | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as 43  41  47  53  52  total on line 2 by 5, or by 5 years                 | y entries.  ssets  67,701.  8,246.  44,049.  81,253.  44,514.    | (d) Distributio (column (b) divideo            | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325                         |
| Was  If 'Ye  1  2 3  | ction 4940(d)(2) applies, leave to the foundation liable for the set es,' the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column (d)  Average distribution ratio for the number of years the foundation  | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in  (b) Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476. 49,475.  he 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Pa                                      | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as 43  41  47  53  52  total on line 2 by 5, or by 5 years                 | y entries.  ssets  37,701.  8,246.  4,049.  31,253.  44,514.     | (d) Distributio (column (b) divided            | n ratio<br>I by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325<br>0.698229<br>0.139646 |
| Was If 'Ye 1         | ction 4940(d)(2) applies, leave to the foundation liable for the see es,' the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column (d)  Average distribution ratio for the number of years the foundation  Enter the net value of nonchair   | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not o each column for each year, see the in  (b) Adjusted qualifying distributions  64,476. 63,692. 59,064. 95,476. 49,475.  he 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Pa                                      | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as 43  41  47  53  52  total on line 2 by 5, or by 5 years                 | y entries.  ssets  37,701.  8,246.  4,049.  31,253.  44,514.     | Column (b) divided                             | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595   |
| Was If 'Ye 1 2 3 4 5 | the foundation liable for the seres, the foundation does not quate the appropriate amount in  Base period years Calendar year (or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column (d) Average distribution ratio for the number of years the foundation  Enter the net value of nonchain Multiply line 4 by line 3  Enter 1% of net investment in Add lines 5 and 6  Enter qualifying distributions for the series of  | this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year, see the in  (b) Adjusted qualifying distributions  64, 476. 63, 692. 59, 064. 95, 476. 49, 475.  the 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Pa  come (1% of Part I, line 27b) | amount of any year in the scomplete this part instructions before making any (c)  Net value of noncharitable-use as 43  41  47  53  52  Itotal on line 2 by 5, or by 15 years  rt X, line 5 | y entries.  ssets  67,701.  8,246.  14,049.  11,253.  14,514.    | 2 3 4 5 6 7 8                                  | n ratio<br>i by column (c))<br>0.147306<br>0.152284<br>0.124595<br>0.179719<br>0.094325<br>0.698229<br>0.139646 |

|     | 990-PF (2014) HARRY AND ESTHER BROWN CHARITABLE 25-6724854  |             | Р  | age 4          |
|-----|---|-------------|--|----------------|
|     | t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction  | <u>s)</u>   |  |                |
| 1 a | a Exempt operating foundations described in section 4940(d)(2), check here  |             |  |                |
|     | Date of ruling or determination letter (attach copy of letter if necessary – see instrs)  |             |  |                |
| t   | Domestic foundations that meet the section 4940(e) requirements in Part V,  |             | 2  | <u> 216.</u>   |
|     | check here. ► X and enter 1% of Part I, line 27b  |             |  | Ì              |
| •   | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)  |             |  | }              |
| 2   | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable   |             |  |                |
|     | foundations only Others enter -0-)  |             |  | 0.             |
| 3   | Add lines 1 and 2 3   |             | 2  | 216.           |
| 4   | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   |             |  | 0.             |
| 5   | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-   |             | 2  | <u> 216.</u>   |
| 6   | Credits/Payments Credits/Payments   |             |  |                |
| ä   | a 2014 estimated tax pmts and 2013 overpayment credited to 2014 6a 550.   |             |  |                |
| ı   | b Exempt foreign organizations — tax withheld at source 6b  |             |  |                |
| •   | c Tax paid with application for extension of time to file (Form 8868)   |             |  |                |
| (   | d Backup withholding erroneously withheld . 6d  |             |  |                |
| 7   | Total credits and payments. Add lines 6a through 6d   |             |  | <u>550.</u>    |
| 8   | Enter any <b>penalty</b> for underpayment of estimated tax. Check here  |             |  |                |
| 9   | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .   |             |  | 0.             |
| 10  | Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  |             | 3  | 334.           |
| _11 | Enter the amount of line 10 to be Credited to 2015 estimated tax 334. Refunded 11   |             |  | 0.             |
| Pa  | rt VII-A Statements Regarding Activities  | <del></del> |  |                |
| 1 : | a 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?  | 1 a         | Yes  | No<br>X        |
| 1   | b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes   |             |  | <u> </u>       |
|     | (see Instructions for the definition)?  | 1ь          |  | X              |
|     | If the answer is 'Yes' to <b>1a</b> or <b>1b</b> , 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?  | 1 c         |  | 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   (3) On the foundation (1) (2) On foundation managers   (4) On the foundation (1) (2) (3) (4) (4) (5) (6) (6) (6) (6) (6) (6) (6) (6) (6) (6 |             |  |                |
|     | (1) On the foundation  \$\ 0\ (2) On foundation managers  \$\ 0\ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on   | -           |  |                |
|     | foundation managers. •\$ 0.   |             |  |                |
| 2   | Has the foundation engaged in any activities that have not previously been reported to the IRS?   | 2           |  | X              |
|     | If 'Yes,' attach a detailed description of the activities   |             |  |                |
| 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              |
| 4   | a Did the foundation have unrelated business gross income of \$1,000 or more during the year?   | 4a          |  | Х              |
|     | <b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?  | 4 b         | N  | /A             |
| 5   | Was there a liquidation, termination, dissolution, or substantial contraction during the year?  | 5           |  | X              |
|     | If 'Yes,' attach the statement required by General Instruction T.   | [           |  |                |
| 6   | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.   |             |  | 1              |
|     | By language in the governing instrument, or   |             | ļ  |                |
|     | By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict   |             |  | ļ              |
|     | with the state law remain in the governing instrument?  | 6           | X  | <u> </u>       |
| 7   | Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV   | 7           | Х  | <b></b>        |
| 8   | a Enter the states to which the foundation reports or with which it is registered (see instructions)  |             |  |                |
|     | N/A   |             |  |                |
|     | 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  | 8 b         | <u> </u>   | <del> </del> - |
| _   |   |             | <del>                                     </del> | †              |
| 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              |

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Form 990-PF (2014)

| Form 990-PF (2014) HARRY AND ESTHER BROWN CHARITABLE  | 25-6724   | 854            | Page 5             |
|---|---|----------------|--------------------|
| Part VII-A Statements Regarding Activities (continued)  |   |                |                    |
| 11 At any time during the year, did the foundation, directly or indirectly, own a within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see ins  | controlled entity tructions)                                  | 11             | X                  |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation privileges? If 'Yes,' attach statement (see instructions).  | undation or a disqualified person had                         | . 12           | x                  |
| 13 Did the foundation comply with the public inspection requirements for its ar   | nnual returns and exemption application?                      | 13             | X                  |
|   |   |                |                    |
| 14 The books are in care of ► FELDMAN & FELDMAN Located at ► 820 HOMESTEAD RD JENKINTOWN PA   | Telephone no ► <u>215</u><br>ZIP + 4 ► 19046                  | <u>-887530</u> | 70                 |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu o  |   | N/Ā            |                    |
| and enter the amount of tax-exempt interest received or accrued during the  |   | , ,,,,,,,      | N/A                |
| 16 At any time during calendar year 2014, did the foundation have an interest in or bank, securities, or other financial account in a foreign country?  | a signature or other authority over a                         | 16             | Yes No X           |
| See the instructions for exceptions and filing requirements for FinCEN Form enter the name of the foreign country   | m 114, (formerly TD F 90-22.1) If 'Yes,'                      |                |                    |
| Part VII-B Statements Regarding Activities for Which Form 47  | 20 May Be Required  |                |                    |
| File Form 4720 if any item is checked in the 'Yes' column, unless an exce   | <del></del>   | $\neg$         | Yes No             |
| 1 a During the year did the foundation (either directly or indirectly)  |   |                |                    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualifi  | ied person? . $\square$ Yes $[\![X]$ $lackbr{	ext{r}}$        | lo             |                    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or a disqualified person?  | Yes XI  |                |                    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqual   |   |                |                    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualif   | ried person? Yes X  | 10             |                    |
| (5) Transfer any income or assets to a disqualified person (or make any of for the benefit or use of a disqualified person)?  | f either available  | lo             |                    |
| (6) Agree to pay money or property to a government official? (Exception, foundation agreed to make a grant to or to employ the official for a period at of government service, if terminating within 90 days).  | Check 'No' if the fter termination Yes X                      | lo             |                    |
| <b>b</b> If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under Regulations section 53 4941(d)-3 or in a current notice regarding disaster a Organizations relying on a current notice regarding disaster assistance che   |   | . 1 b          | N/A                |
|   |   | j              |                    |
| c Did the foundation engage in a prior year in any of the acts described in 1 that were not corrected before the first day of the tax year beginning in 20  |   | . 1c           | X                  |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for year private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).  | ars the foundation was a                                      |                |                    |
| a At the end of tax year 2014, did the foundation have any undistributed inco<br>and 6e, Part XIII) for tax year(s) beginning before 2014?<br>If 'Yes,' list the years ► 20, 20, 20, 20   | ome (lines 6d . Yes XI  | lo             |                    |
| <b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the (relating to incorrect valuation of assets) to the year's undistributed income all years listed, answer 'No' and attach statement — see instructions.)  |   | 2 b            | N/A                |
| c If the provisions of section 4942(a)(2) are being applied to any of the year.  ▶ 20 , 20 , 20 , 20  | s listed in 2a, list the years here.                          |                |                    |
| 3 a Did the foundation hold more than a 2% direct or indirect interest in any be enterprise at any time during the year?  | usiness Yes X   | No             |                    |
| b If 'Yes,' did it have excess business holdings in 2014 as a result of (1) any or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Sindertemine if the foundation had excess business holdings in 2014.) | od (or longer period approved<br>uired by gift or beguest, or | 3 ь            | N/A                |
| 4 a Did the foundation invest during the year any amount in a manner that wo charitable purposes?   | uld jeopardize its  | . 4a           | х                  |
| b Did the foundation make any investment in a prior year (but after December jeopardize its charitable purpose that had not been removed from jeopardy before the tax year beginning in 2014?   | er 31, 1969) that could re the first day of                   | . 4b           | <u> </u>           |
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| orm <b>990-PF</b> (2014) HARRY AND ESTHER B  |   |  |               | 25-6  |               | 54             | <u>P</u> | age 6 |
|--|---|--|---------------|---|---------------|----------------|----------|-------|
| Part VII-B   Statements Regarding Activiti   |   | 4720 May Be Requ                                 | uired (d      | continued)  | )             |                |          |       |
| 5 a During the year did the foundation pay or incur  |   |  |               | m., c   | <b></b>       | 1 1            | l        |       |
| (1) Carry on propaganda, or otherwise attemp   | _   |  |               | ∐ Yes [   | X No          |                |          |       |
| (2) Influence the outcome of any specific publ<br>on, directly or indirectly, any voter registra                                       | tion drive?   | 4955), or to carry                               |               | Yes   | X No          |                | 1        |       |
| (3) Provide a grant to an individual for travel,   | study, or other similar p                                 | purposes?  |               | Yes   | X No          |                |          |       |
| (4) Provide a grant to an organization other the in section 4945(d)(4)(A)? (see instructions   | an a charitable, etc, org                                 | ganization described<br>· · ·                    |               | Yes [   | X No          |                |          |       |
| (5) Provide for any purpose other than religious<br>educational purposes, or for the prevention  | us, charitable, scientific<br>in of cruelty to children ( | , literary, or<br>or animals? .                  |               | Yes [   | X No          |                |          |       |
| <b>b</b> If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> of the described in Regulations section 53.4945 or in (see instructions)? | he transactions fail to c<br>a current notice regard      | qualify under the exceptions disaster assistance | tions         |   |               | 5 b            | N        | /A    |
| Organizations relying on a current notice regains  | rding disaster assistanc                                  | ce check here                                    |               | •   |               |                |          |       |
| c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response                                     | sibility for the grant?                                   | ·  | N/A           | Yes   | No            |                |          |       |
| If 'Yes,' attach the statement required by Regu  | ılatıons section 53 4945                                  | 5-5(d)   |               |   |               | 1 1            | 1        |       |
| 6a Did the foundation, during the year, receive ar on a personal benefit contract?   |   | •  |               |   | XNo           |                |          | 37    |
| <b>b</b> Did the foundation, during the year, pay premile of 'Yes' to 6b, file Form 8870.  | ums, directly or indirect                                 | ily, on a personal bene                          | iii Coritra   | ctr   |               | 6ь             | +        | X     |
| <b>7 a</b> At any time during the tax year, was the found  | dation a party to a prohi                                 | ibited tax shelter transa                        | ction?        | Yes   | XNo           |                |          |       |
| b If 'Yes,' did the foundation receive any procee  |   |  |               | on <sup>5</sup>   | N/A           | 7 b            |          |       |
| Part VIII Information About Officers, D  | rectors, Trustees,  | Foundation Manag                                 | gers, H       | ighly Paic  | l Emp         | loyees         | 5,       |       |
| and Contractors  |   |  |               | <del></del>   |               |                |          |       |
| 1 List all officers, directors, trustees, foundation   |   |  |               |   |               |                |          |       |
| (a) Name and address   | (b) Title, and average hours per week devoted to position | (c) Compensation<br>(If not paid,<br>enter -0-)  | empl<br>plans | itributions to<br>loyee benefi<br>and deferre<br>npensation | t   ``        | Expens other a |          |       |
| PAUL FELDMAN, ESQ  | Trustee   | 0.   |               | 0   | $\neg \vdash$ |                |          | 0     |
| 820 HOMESTEAD RD   | 1.00  |  |               |   |               |                |          |       |
| JENKINTOWN, PA 19046   |   |  | _             |   |               |                |          |       |
| STEPHEN FELDMAN, ESQ   | Trustee   | 0.   |               | 0   | -             |                |          | 0     |
| 820 HOMESTEAD RD   | 1.00  |  |               |   | -             |                |          |       |
| JENKINTOWN, PA 19046   |   |  | _             |   |               |                |          |       |
|  |   |  |               |   |               |                |          |       |
|  |   |  |               |   | +-            |                |          |       |
|  |   |  |               |   |               |                |          |       |
| 2 Compensation of five highest-paid employees (of  | than than those included                                  | on line 1  | > 16          | an ambau INO  | <u> </u>      |                |          |       |
| (a) Name and address of each employee  | (b) Title, and average                                    | (c) Compensation                                 | ,             | tributions to   |               | Expens         | e acc    | ount  |
| paid more than \$50,000  | hours per week devoted to position                        | (s) compensation                                 | emp<br>plans  | loyee benefi<br>and deferre                                 | t l'          | other a        |          |       |
| None   |   |  |               |   | $\top$        |                |          |       |
|  |   |  |               |   |               |                |          |       |
|  |   |  |               |   |               |                |          |       |
|  |   |  | <del> </del>  |   | +             |                |          |       |
|  |   |  |               |   |               |                |          |       |
|  |   |  |               |   |               |                |          |       |
|  |   |  |               |   | -             |                |          |       |
|  |   |  |               |   |               |                |          |       |
| Total number of other employees paid over \$50,000   | <u> </u>  |  | <u> </u>      |   | •             |                |          | (     |

| Form 990-PF (2014) HARRY AND ESTHER BROWN CHARITABLE  | 5-6724854 Page 1 |
|---|------------------|
| Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly F and Contractors (continued)  | aid Employees,   |
| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NON   | E.'              |
| (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 .  | <b>•</b> (       |
| Part IX-A Summary of Direct Charitable Activities   |                  |
| List the foundation's four largest direct charitable activities during the tay year. Include relevant statistical unformation such as the number of   |                  |
| 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   |                  |
|   | · <b></b>        |
| 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           |
| N/A   |                  |
| N/A   | · <b></b>        |
| 2   |                  |
|   | . –              |
|   | · <b></b>        |
| All other program-related investments See instructions  |                  |
| 3   |                  |
| ···   |                  |

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Total. Add lines 1 through 3

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|----------------|--|---|------------|------------|---------|
| Part X         | Minimum Investment Return (All domestic foundations see instructions.)   | s must complete this                            | part. Fore | ign founda | ations, |
| 1 Fai          | r market value of assets not used (or held for use) directly in carrying erage monthly fair market value of securities | out charitable, etc. purpos                     |            | 1 a        |         |
| b Ave          | erage of monthly cash balances   |   |            | 1 b        |         |
| c Fai          | r market value of all other assets (see instructions)  |   |            | 1 c        |         |
| d To           | tal (add lines 1a, b, and c)   | •••   |            | 1 d        | 0.      |
| e Re           | duction claimed for blockage or other factors reported on lines 1a and   | 1c  |            |            | -       |
| (at            | tach detailed explanation).  | 1 e   |            |            |         |
| <b>2</b> Acc   | quisition indebtedness applicable to line 1 assets   |   |            | 2          |         |
| <b>3</b> Su    | btract line 2 from line 1d   |   |            | 3          |         |
|                | sh deemed held for charitable activities. Enter 1-1/2% of line 3 r greater amount, see instructions)                   |   |            | 4          |         |
| 5 Ne           | t value of noncharitable-use assets. Subtract line 4 from line 3 Enter   | here and on Part V, line 4                      |            | 5          | 0.      |
| 6 Mii          | nimum investment return. Enter 5% of line 5.   |   |            | 6          | 0.      |
| Part X         | Distributable Amount (see instructions) (Section 4942 and certain foreign organizations check here ► and               | (j)(3) and (j)(5) privated do not complete this |            | ng foundat |         |
| 1 Mir          | nimum investment return from Part X, line 6.   |   |            | 1          |         |
| <b>2 a</b> Ta: | x on investment income for 2014 from Part VI, line 5   | 2 a   | 216.       |            |         |
| <b>b</b> Inc   | ome tax for 2014 (This does not include the tax from Part VI.)   | 2 b   |            |            |         |
| <b>c</b> Ad    | d lines 2a and 2b  |   |            | 2 c        | 216.    |
| 3 Dis          | stributable amount before adjustments. Subtract line 2c from line 1  |   |            | 3          | -216.   |
| <b>4</b> Re    | coveries of amounts treated as qualifying distributions  | •   |            | 4          |         |
| <b>5</b> Ad    | d lines 3 and 4  |   |            | 5          | -216.   |
| <b>6</b> De    | duction from distributable amount (see instructions)   |   |            | 6          |         |
| 7 Dis          | stributable amount as adjusted Subtract line 6 from line 5 Enter here  | and on Part XIII, line 1                        | Γ          | 7          | 0.      |

Part XII Qualifying Distributions (see instructions)

| The state of the s |     |         |
|--|-----|---------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes. a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26   | 1 a | 90,000. |
| <b>b</b> Program-related investments — total from Part IX-B  | 1 b |         |
| 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)   | 3 a |         |
| <b>b</b> Cash distribution test (attach the required schedule).  | 3 b |         |
| 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4  | 4   | 90,000. |
| 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   | 216.    |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4   | 6   | 89,784. |

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

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Part XIII Undistributed Income (see instructions)

|  | (a)<br>Corpus | (b)<br>Years prior to 2013 | <b>(c)</b><br>2013 | <b>(d)</b><br>2014        |
|--|---------------|----------------------------|--------------------|---------------------------|
| Distributable amount for 2014 from Part XI, line 7   |               |                            |                    |                           |
| 2 Undistributed income, if any, as of the end of 2014  |               |                            |                    | 0.                        |
| a Enter amount for 2013 only   |               |                            | 0.                 |                           |
| <b>b</b> Total for prior years: 20 , 20 , 20   |               | 0.                         |                    |                           |
| 3 Excess distributions carryover, if any, to 2014  | <u> </u>      | <u> </u>                   |                    |                           |
| a From 2009 26, 14   | n             |                            |                    | -                         |
| <b>b</b> From 2010 69, 96  |               |                            |                    |                           |
| c From 2011 36, 23   |               |                            |                    |                           |
| d From 2012 43, 39   |               |                            |                    | ,                         |
| e From 2013 . 43, 63   |               |                            |                    |                           |
| f Total of lines 3a through e.   | 219,370.      |                            |                    | 1                         |
| 4 Qualifying distributions for 2014 from Part  | 217,370.      |                            |                    | <del></del>               |
| XII, line 4 ► \$ 90,000.   |               | 1                          |                    | ;                         |
| a Applied to 2013, but not more than line 2a   |               |                            |                    |                           |
|  |               |                            | <u> </u>           |                           |
| <ul> <li>Applied to undistributed income of prior ye<br/>(Election required — see instructions)</li> </ul> | ars           | 0.                         |                    | i                         |
| •  |               | ļ                          |                    |                           |
| <ul> <li>Treated as distributions out of corpus<br/>(Election required — see instructions)</li> </ul>      | 0.            | }                          |                    |                           |
| d Applied to 2014 distributable amount   |               |                            |                    | 0.                        |
| e Remaining amount distributed out of corpu  | s 90,000.     |                            |                    |                           |
| 5 Excess distributions carryover applied to 2014   | 0.            |                            |                    | 0.                        |
| (If an amount appears in column (d), the   |               |                            |                    | 0.                        |
| 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  | 309,370.      |                            |                    |                           |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b                                  |               | 0.                         |                    |                           |
| c Enter the amount of prior years' undistribu  | ted           |                            |                    |                           |
| income for which a notice of deficiency has been issued, or on which the section 4942                      | (a)           |                            |                    |                           |
| tax has been previously assessed   | (4)           | 0.                         |                    | i                         |
| d Subtract line 6c from line 6b. Taxable   |               |                            |                    |                           |
| amount — see instructions.   |               | 0.                         |                    |                           |
| e Undistributed income for 2013 Subtract line 4a from  |               |                            |                    |                           |
| line 2a Taxable amount — see instructions  |               |                            | 0.                 |                           |
| f Undistributed income for 2014 Subtract lin   | 05            |                            |                    |                           |
| 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(q)(3) (Election   |               |                            |                    |                           |
| may be required - see instructions).   | 0.            |                            |                    |                           |
| 8 Excess distributions carryover from 2009 n applied on line 5 or line 7 (see instructions                 | ot 26,140.    |                            |                    |                           |
| 9 Excess distributions carryover to 2015.<br>Subtract lines 7 and 8 from line 6a                           | 283,230.      |                            |                    |                           |
| 10 Analysis of line 9  |               |                            |                    |                           |
| a Excess from 2010 69, 96  |               |                            |                    | 1                         |
| <b>b</b> Excess from 2011 36, 23   |               |                            |                    |                           |
| <b>c</b> Excess from 2012 43, 39   | <del></del>   |                            |                    |                           |
| <b>d</b> Excess from 2013 43, 63   |               |                            |                    |                           |
| e Excess from 2014 90,00   | 0.            |                            |                    |                           |
| BAA  |               |                            |                    | Form <b>990-PF</b> (2014) |

| orm <b>990-PF</b> (2014) HARRY AND ESTHER   | BROWN CHARI                           | <u> </u>                                    |  | 25-6724854                                   | Page <b>10</b>           |
|---|---------------------------------------|---|--|--|--------------------------|
| Part XIV   Private Operating Foundat  |                                       |   |  |  | N/A                      |
| 1 a If the foundation has received a ruling or dete is effective for 2014, enter the date of the  | ruling                                | , ,   | •••  | _ ` •[                                       |                          |
| <b>b</b> Check box to indicate whether the foundat  |                                       | rating foundation d                         |  | 4942(j)(3) or                                | 4942(j)(5)               |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum   | Tax year                              |   | Prior 3 years                                  |  |                          |
| investment return from Part X for each year listed  | (a) 2014                              | <b>(b)</b> 2013                             | <b>(c)</b> 2012                                | <b>(d)</b> 2011                              | (e) Total                |
| <b>b</b> 85% of line 2a   |                                       |   |  |  |                          |
| <ul> <li>Qualifying distributions from Part XII,<br/>line 4 for each year listed</li> </ul>   | · · · · · · · · · · · · · · · · · · · |   |  |  |                          |
| d Amounts included in line 2c not used directly for active conduct of exempt activities   |                                       |   |  |  |                          |
| e Qualifying distributions made directly<br>for active conduct of exempt activities<br>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  |                                       |   |  |  |                          |
| <ol> <li>Total support other than gross<br/>investment income (interest,<br/>dividends, rents, payments<br/>on securities loans (section<br/>512(a)(5)), or royalties)</li> </ol> |                                       |   |  |  |                          |
| (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   |                                       |   |  |  |                          |
| PartiXVX Supplementary Information  | (Complete this                        | part only if the                            | foundation had                                 | \$5,000 or more                              | in                       |
| assets at any time during th  |                                       | structions.)                                | ····   |  |                          |
| Information Regarding Foundation Manage a List any managers of the foundation who have close of any tax year (but only if they have None  | contributed more the                  | nan 2% of the total c<br>than \$5,000) (See | ontributions received b<br>section 507(d)(2).) | by the foundation befo                       | ore the                  |
| <b>b</b> List any managers of the foundation who own  | 10% or more of the                    | stock of a corporation                      | on (or an equally large                        | portion of the owner                         | chin of                  |
| a partnership or other entity) of which the<br>None   | foundation has a 1                    | 0% or greater inter                         | est  | portion of the owner                         | stilb of                 |
| 2 Information Regarding Contribution, Gra   | ot Citt Loop Sales                    | Janahin eta Duann                           |  |  |                          |
| Check here ► X if the foundation only marequests for funds if the foundation make complete items 2a, b, c, and d  | kes contributions to                  | preselected charitab                        | le organizations and d                         | oes not accept unsol<br>nizations under othe | icited<br>er conditions, |
| a The name, address, and telephone number of  | r e-mail address of t                 | he person to whom a                         | unnications should be                          | addressed                                    | <del>.</del>             |
| a me name, decrease, and terepreside names of   | o man address or c                    | ne person to whom e                         | ppiications silvaid be                         | addicased                                    |                          |
|   |                                       |   |  |  |                          |
| b The form in which applications should be  | submitted and info                    | mation and materi                           | als they should include                        |  | <del></del>              |
| 5 The form in which applications should be  | submitted and into                    | mation and materia                          | ais triey should includ                        | Je   |                          |
| c Any submission deadlines  |                                       | <del></del>                                 | <del></del>                                    |  |                          |
|   |                                       |   |  |  |                          |
| d Any restrictions or limitations on awards,  | such as by geograp                    | phical areas, charita                       | able fields, kinds of it                       | nstitutions, or other                        | factors:                 |
|   |                                       |   |  |  | <del></del>              |

Part Supplementary Information (continued)

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

| Recipient                                      | if recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation status of | Purpose of grant or contribution | Amount  |
|--|--|----------------------|----------------------------------|---------|
| Name and address (home or business)            | substantial contributor  | recipient            | Contribution                     |         |
| a Paid during the year ALZHEIMER'S ASSOCIATION |  | PF                   | GENERAL                          | 40,000. |
| ,  |  |                      |                                  |         |
| COMMUNITY LEGAL SERVICES                       |  | NFP                  | GENERAL                          | 6,500.  |
| SENIOR LAW CENTER                              |  | NFP                  | GENERAL                          | 30,000. |
| ELIE WIESEL FOUNDATION                         |  | NFP                  | GENERAL                          | 5,000.  |
| ,  |  |                      |                                  |         |
| FEDERATION HOUSING                             |  | NFP                  | GENERAL                          | 5,000.  |
| CARIE  |  | NFP                  | GENERAL                          | 3,500.  |
| ,  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
| Total  |  |                      | ► 3a                             | 90,000. |
| <b>b</b> Approved for future payment           |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      |                                  |         |
|  |  |                      | <u></u>                          |         |
| Total .  |  |                      | ► 3b                             |         |

| Enter gross amounts unless otherwise indicated  | Unrelated t                                      | ousiness income      | Excluded by s                                    | ection 512, 513, or 514 | <b>(</b> e)   |
|---|--|----------------------|--|-------------------------|---|
| Program service revenue   | (a)<br>Business<br>code                          | <b>(b)</b><br>Amount | (c)<br>Exclu-<br>sion<br>code                    | <b>(d)</b><br>Amount    | Related or exempt function income (See instructions.) |
| a   |  | <del> </del>         |  |                         |   |
| b   |  |                      |  |                         |   |
| c   |  |                      | ļ  |                         |   |
| d   |  |                      |  |                         |   |
| e   |  |                      |  |                         |   |
| f   |  |                      | <del>- </del>                                    |                         |   |
| g Fees and contracts from government agencies   |  |                      |  |                         |   |
| 2 Membership dues and assessments   |  |                      |  |                         |   |
| 3 Interest on savings and temporary cash investments  |  |                      | 1  | 0.014                   |   |
| 4 Dividends and interest from securities  |  |                      | 14   | 8,914.                  | 74 . 87 . 3   |
| 5 Net rental income or (loss) from real estate:   |  |                      |  |                         |   |
| a Debt-financed property  |  |                      |  |                         |   |
| b Not debt-financed property  |  |                      |  |                         | <del></del>   |
| 6 Net rental income or (loss) from personal property  |  |                      | <del></del>                                      |                         |   |
| 7 Other investment income   |  |                      | 1.0  | 12 527                  | -47   |
| Gain or (loss) from sales of assets other than inventory     Net income or (loss) from special events | -  |                      | 18   | 13,537.                 | -4/   |
|   |  |                      |  |                         |   |
| <ul><li>10 Gross profit or (loss) from sales of inventory</li><li>11 Other revenue</li></ul>          |  |                      |  | 3                       | 28 16 . P 4 W   |
| ,,  |  |                      | 14   | -779.                   | V · · ·   |
| a SEC 1256 CONTRACTS  | <del>                                     </del> |                      | 14   | -113.                   |   |
|   |  |                      |  |                         |   |
| d   |  | <del></del>          | <del>                                     </del> |                         |   |
| e   |  |                      |  |                         |   |
| 12 Subtotal Add columns (b), (d), and (e)   |  |                      |  | 21,672.                 | -47   |
| 13 Total. Add line 12, columns (b), (d), and (e)  | <u> </u>   |                      |  | 13                      | 21,625  |
| (See worksheet in line 13 instructions to verify calcul   | ations)  |                      |  |                         |   |
| Part XVI-B Relationship of Activities to  | the Accomplic                                    | hmont of Ever        | nt Durnes  |                         |   |

| Line No.<br>▼ | 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.) |
|---------------|---|
| N/A           |   |
|               |   |
|               |   |
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|               |   |
|               |   |

# Form 990-PF (2014) · HARRY AND ESTHER BROWN CHARITABLE 25-6724854 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

|  |                      |  |                                       |                                   |  |                             |                             |   |                           | ł                      | 1                                     | Yes         | No          |
|--|----------------------|--|---------------------------------------|-----------------------------------|--|-----------------------------|-----------------------------|---|---------------------------|------------------------|---------------------------------------|-------------|-------------|
| 1 Di   | d the or<br>escribed | rganization directly<br>I in section 501(c) c                          | or indirectly e<br>of the Code (of    | ngage in an<br>ther than se       | y of the foll<br>ction 501(c                 | lowing wit<br>)(3) organ    | th any ot<br>nizations`     | her organizatıo<br>or ın section !          | n<br>527.                 | ]                      | **                                    | İ           |             |
| re   | lating to            | o political organizat  | ions?                                 |                                   |  |                             |                             |   | ,                         |                        | 14.7                                  | .           | , -         |
|  |                      | from the reporting   | foundation to                         | a noncharit                       | able exemp                                   | ot organiza                 | ation of:                   |   |                           | Ŀ                      | 三英                                    |             |             |
|  | ) Cash               |  |                                       |                                   |  |                             |                             | •   |                           | <u> </u>               | 1 a (1)                               |             | <u>X</u>    |
|  | •                    | r assets   |                                       |                                   |  |                             |                             |   |                           | L                      | 1 a (2)                               |             | <u>X</u>    |
|  |                      | nsactions.   |                                       |                                   |  |                             |                             |   |                           | Ŀ                      | 22.5                                  |             | الـــا      |
|  | •                    | of assets to a non   |                                       |                                   |  |                             |                             | • •   |                           | <u>_</u>               | 1 b (1)                               |             | <u>X</u>    |
|  | -                    | nases of assets from   |                                       | •                                 | organizatio                                  | on.                         |                             |   |                           | F                      | 1 b (2)                               |             | <u>X</u>    |
|  | •                    | al of facilities, equip  | -                                     | rassets                           |  |                             |                             | • •   |                           | - ⊢                    | 1 b (3)                               |             | X           |
|  | •                    | bursement arranger   |                                       |                                   |  |                             |                             |   |                           | <u> </u>               | 1 b (4)                               |             | X           |
| <ul><li>(5) Loans or loan guarantees</li><li></li><li>(6) Performance of services or membership or fundraising solicitations</li></ul> |                      |  |                                       |                                   |  | <b>-</b> -                  | 1 b (5)<br>1 b (6)          | $\overline{}$                               | <u>X</u>                  |                        |                                       |             |             |
| -  | -                    | of facilities, equipme   |                                       | -                                 | -  |                             | ees                         | •   |                           | <del> -</del>          | 1c                                    |             | X           |
|  |                      |  | o,ag                                  | ,                                 | кој о. рак                                   | .a op.oy                    | 000                         | ••  |                           | Г                      |                                       |             |             |
| <b>d</b> If<br>th  | the ans<br>e goods   | swer to any of the a<br>, other assets, or ser<br>saction or sharing a | bove is 'Yes,' vices given by         | complete the reporting            | ne following<br>i foundation<br>mn (d) the i | schedule<br>If the four     | Column                      | n <b>(b)</b> should alveceived less than    | vays show the fair market | he fair ma<br>value in | rket valu                             | ie of       |             |
| a) Line  |                      | (b) Amount involved  | 1                                     | of noncharitable                  |  |                             |                             | Description of tran                         |                           |                        | arıno arran                           | gement      | <u> </u>    |
| I/A  |                      | <b>(-)</b>   | (0)                                   |                                   | n-mpr er ger                                 |                             | (-)                         |   |                           |                        |                                       | 90.110.110  |             |
|  |                      |  |                                       |                                   |  |                             | l                           |   |                           |                        |                                       |             |             |
|  |                      | _  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
| -  |                      |  |                                       |                                   |  |                             |                             |   | -                         |                        |                                       |             |             |
| ·  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             | <del></del>                                 |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        | <del></del>                           |             |             |
|  |                      |  |                                       | _                                 | <del></del>                                  |                             |                             |   |                           |                        |                                       |             |             |
|  | +                    |  | <del></del>                           |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  | <del></del>                           |                                   |  |                             | <del> </del>                |   |                           |                        |                                       |             |             |
|  | -                    |  | -                                     |                                   |  |                             | <u> </u>                    |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      | · · · · · · · · · · · · · · · · · · ·                                  |                                       |                                   | <del></del>                                  |                             | L                           |   |                           |                        |                                       |             | <del></del> |
| 2 a is   | the fou<br>escribed  | ndation directly or inc<br>d in section 501(c) o                       | directly affiliated<br>of the Code (o | d with, or rela<br>ther than se   | ated to, one<br>ection 501(c                 | or more to<br>(3) or in     | ax-exemp<br>n section       | t organizations<br>527?                     |                           |                        | ∏Yes                                  | X           | No          |
|  |                      | complete the follow  |                                       |                                   |  | .,,,                        |                             |   |                           |                        | ٠.٠٠                                  | T.          |             |
|  | (a)                  | Name of organizati   | ion                                   | (b)                               | Type of org                                  | ganization                  | 1                           | (0  | ) Descriptio              | n of relat             | onship                                |             |             |
| I/A  |                      |  |                                       |                                   |  | _                           |                             |   | <u> </u>                  |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
|  |                      |  |                                       | <u> </u>                          |  |                             |                             |   |                           |                        |                                       |             |             |
|  | correct,             | enalties of perjury. I declar<br>and complete "Qeclaration             | re that I have exam                   | ined this return<br>man taxpayer) | , including acco<br>is based on all          | ompanying so<br>information | chedules an<br>of which pre | d statements, and to<br>eparer has any know | the best of my<br>ledge   | knowledge a            | and belief, if                        | t is true,  |             |
| ign  |                      |  |                                       |                                   |  |                             |                             | .//-  | _ /                       |                        | May the I                             | RS disc     | uss         |
| lere   | }                    |  | M                                     |                                   | 1  |                             |                             | 4/2   | 7/15                      |                        | this return<br>preparer<br>(see instr | shown t     | elow        |
|  | Signat               | ure of officer or trustee  |                                       |                                   | Date   |                             |                             | tle   | 7                         |                        |                                       | Yes         | No          |
| -  |                      | Print/Type pregarer's na   | me                                    | Prep                              | arer's signature                             | - J                         | -                           | Date /                                      | Check                     | ıf F                   | TIN                                   |             |             |
| aid  |                      | JIMMIE EDELN   | MAN CPA                               | JII                               | MMIE ED                                      | ELMAN                       | CPA                         | 14/2)/15                                    | self-empl                 | oyed                   | 200000                                | <u> 518</u> |             |
| repa   | rer                  | Firm's name  | BRONSON EI                            |                                   |  |                             | 's                          |   | Firm's EIN                |                        |                                       |             |             |
| Jse C  |                      | _  | l15 E Glei                            |                                   |  |                             |                             |   |                           |                        |                                       |             |             |
| _  |                      | <u> </u>   | Slenside,                             | PA 1903                           | 38   | $-(/\!\!\!\!/$              |                             |   | Phone no                  | (215)                  | 277-                                  | 9400        |             |
| AA   |                      |  |                                       |                                   |  | _                           |                             |   |                           |                        | Form 99                               | N-PF        | 2014)       |

| Federal Statements HARRY AND ESTHER BROWN CHARITABLE   | Page 1  |
|--|---|
| FOUNDATION   | 25-6724854  |
|  | 09:57AM   |
| (a) (b) Net Revenue Investment per Books Income  \$ -779. Total \$ -779. \$ 0.   | (c) Adjusted Net Income   |
| a  |   |
| (a)       (b) Net       (c)         Expenses       Investment       Adjusted         Per Books       Income       Net Income         \$ 1,000.       \$ 0.       \$ 0  | (d) Charitable Purposes . \$ 0.   |
| b  |   |
| (a)       (b)       Net       (c)         Expenses       Investment       Adjusted         per Books       Income       Net Income         \$ 3,100.       \$       0.         Total       \$ 3,100.       \$       0. | (d) Charitable Purposes . \$ 0.   |
| c  |   |
| (a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income  \$ 4,163. \$ 4,163. \$ 0.  | (d) Charitable Purposes  \$ 0.  |
|  | Columbia   Columbia |

| 2014   | Federal Statements HARRY AND ESTHER BROWN CHARITABLE FOUNDATION |                            |                             |                             | Page 2    |                              |              |                               |
|--|---|----------------------------|-----------------------------|-----------------------------|-----------|------------------------------|--------------|-------------------------------|
| Client 24854   |   |                            |                             |                             | 25-672485 |                              |              |                               |
| 1/23/15  |   |                            |                             |                             |           | · ·                          |              | 09:57A                        |
| Statement 5<br>Form 990-PF, Part I, Line 18<br>Taxes |   |                            |                             |                             |           |                              |              |                               |
|  |   | (a)<br>Expense<br>per Bool | s In                        | (b) Net<br>vestme<br>Income | nt        | (c)<br>Adjusted<br>Net Incom |              | (d)<br>Charitable<br>Purposes |
| ESTIMATED TAX<br>FOREIGN TAXES<br>TAX -2013          | Total   | 1                          | 50.<br>71.<br>32.<br>53. \$ |                             | 0.        | \$ (                         | <u>).</u> \$ | 0.                            |
| Form 990-PF, Part II, Line 13<br>Investments - Other |   |                            |                             | ation<br>thod _             |           | Book<br>Value                | Fa           | ir Market<br>Value            |
| Other Investments                                    | <del></del>   | <del></del>                | <u>we</u>                   | LIIOQ                       |           | value                        |              | _value                        |
|  |   |                            | Cost                        |                             | \$        | 288,065.                     | \$           | 334,574.                      |
|  |   |                            |                             | Total                       | ~         | 288,065.                     | <del>_</del> | 334,574.                      |

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## HARRY & ESTHER BROWN CHARITABLE FOUNDATION

| 12/31/14   |              |        | GAIN   |
|------------|--------------|--------|--------|
| SHORT TERM | <u>SALES</u> | COST   | (LOSS) |
| 9627       | 23,111       | 23,082 | 29     |
| 9627       | 8,620        | 9,528  | (908)  |
|            |              |        |        |
|            | 31,731       | 32,610 | (879)  |
|            |              |        |        |
|            |              |        |        |
|            |              |        |        |

### LONG TERM

| 9627        | 76,943  | 63,687  | 13,256 |
|-------------|---------|---------|--------|
| 9800        | 30,000  | 28,461  | 1,539  |
| 9627        | 2,164   | 2,544   | (380)  |
|             | 109,107 | 94,692  | 14,415 |
| GRAND TOTAL | 140,838 | 127,302 | 13,536 |

## HARRY & ESTHER BROWN CHARITABLE FOUNDATION INVESTMENTS HELD

#### 31-Dec-14

## **ACCOUNT - 9627**

| ACCOUNT - 9627               |         |               |
|------------------------------|---------|---------------|
|                              | COST    | <u>MARKET</u> |
| EGSHAES EMERGING MKTS        | 4,694   | 4,460         |
| ENERGY SELECT SECTOR SPDR    | 8,657   | 8,549         |
| FINANCIAL SELECT SECTOR SPDR | 11,682  | 14,170        |
| INDUSTR. SELECT SECTOR SPDR  | 10,647  | 13,466        |
| ISHARES NORTH AMER TECH      | 2,516   | 3,121         |
| ISHARES CORE S&P MIDCAP      | 38,778  | 50,246        |
| ISHARES CORE S&P SMALLCAP    | 39,398  | 52,696        |
| ISHARES MSCI S. KOREA        | 3,313   | 2,986         |
| ISHARES MSCI MALAYSIA        |         |               |
| ISHARES MSCI UNITED KING.    | 6,026   | 6,004         |
| ISHARES MSCI EAFE            | 2,014   | 2,069         |
| ISHARES MSCI GERMANY         | 13,594  | 13,129        |
| ISHARES MSCI JAPAN           |         |               |
| ISHARES MSCI MEXICO          | 6,716   | 5,701         |
| POWERSHARES DB COMMOD        | 4,391   | 3,690         |
| SELECT SECTOR SPDR -CONSUM.  | 4,199   | 5,285         |
| SELECT SECTOR SPDR - MATER   | 2,473   | 3,061         |
| SELECT SECTOR -HEALTH CARE   | 6,125   | 9,436         |
| SELECT SECT. CONSUMER DIS    | 7,158   | 9,957         |
| SPDR EURO STOXX50            | 19,340  | 17,398        |
| SPDR S&P 500 TRUST           | 5,377   | 5,344         |
| SPDR S&P RETAIL              | 3,840   | 5,377         |
| VANGUARD - TELECOMM.         | 1,234   | 1,440         |
| VANGUARD - FTSE DEVELOPED    | 7,173   | 7,386         |
| VANGUARD - INFO TECH         | 13,874  | 20,060        |
| VANGUARD INTL EQUITY         | 11,704  | 11,286        |
| VANGUARD - REIT              | 4,474   | 5,184         |
|                              | 239,397 | 281,501       |
| ACCOUNT - 9800               |         |               |
| DELAWARE POOLED TR           | 14,338  | 14,370        |
| LOOMIS SAYLES                | 12,598  | 15,444        |
| VIRTUS OPPORTUNITIES         | 11,075  | 11,712        |
| SUNAMERICA BD FD             | 10,657  | 11,547        |
|                              | 48,668  | 53,073        |
| TOTAL OF ALL ACCOUNTS        | 288,065 | 334,574       |