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Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

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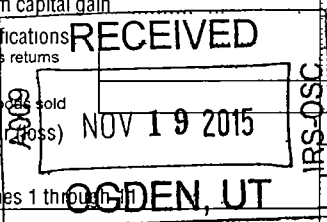
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning , and ending

Name of foundation: BENEDICT SILVERMAN FOUNDATION
Employer identification number: 26-1441980
Telephone number: (860) 619-5030
City or town, state or province, country, and ZIP or foreign postal code: WASHINGTON DEPOT, CT 06794
Fair market value of all assets at end of year: \$19,800,835
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

SCANNED NOV 20 2015



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

		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	218,953.	243,460.	243,460.
	2	Savings and temporary cash investments	323,168.	378,393.	378,393.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations STMT 8	1,469,079.	1,867,139.	1,872,842.
	b	Investments - corporate stock STMT 9	5,009,706.	4,809,611.	5,809,168.
	c	Investments - corporate bonds STMT 10	3,506,644.	2,995,560.	2,926,774.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 11	8,670,146.	8,729,313.	8,570,198.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	19,197,696.	19,023,476.	19,800,835.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	19,197,696.	19,023,476.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances	19,197,696.	19,023,476.		
31	Total liabilities and net assets/fund balances	19,197,696.	19,023,476.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	19,197,696.
2	Enter amount from Part I, line 27a	2	<174,220.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	19,023,476.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,023,476.

2

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,053,131.		3,848,844.	204,287.
b 73,271.			73,271.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			204,287.
b			73,271.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	277,558.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	369,718.	19,021,118.	.019437
2012	132,101.	9,571,829.	.013801
2011	150.	113.	1.327434
2010	0.	95.	.000000
2009	0.	119.	.000000

2 Total of line 1, column (d)	2	1.360672
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.272134
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	19,901,087.
5 Multiply line 4 by line 3	5	5,415,762.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,220.
7 Add lines 5 and 6	7	5,421,982.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	699,688.

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

Table with 11 rows for excise tax calculation. Line 1: 12,439. Line 2: 0. Line 3: 12,439. Line 4: 0. Line 5: 12,439. Line 6a: 5,222. Line 6c: 20,000. Line 7: 25,222. Line 8: 129. Line 10: 12,654. Line 11: 0.

Part VII-A Statements Regarding Activities

Table with 11 rows for activity statements. Columns: Question, Yes, No. Row 1a: No. Row 1b: No. Row 1c: No. Row 2: No. Row 3: No. Row 4a: No. Row 4b: No. Row 5: No. Row 6: No. Row 7: No. Row 8a: DE. Row 8b: No. Row 9: No. Row 10: No.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STATEMENT 12 STMT 13
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JAYNE BENTZEN Telephone no (860) 619-5030 Located at 4 TITUS ROAD, WASHINGTON DEPOT, CT ZIP+4 06794
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No 16 X

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes No X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X No
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) N/A 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. 6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAYNE BENTZEN C/O THE FOUNDATION, 4 TITUS ROAD WASHINGTON DEPOT, CT 06794	PRESIDENT 20.00	0.	0.	0.
BENEDICT SILVERMAN C/O THE FOUNDATION, 4 TITUS ROAD WASHINGTON DEPOT, CT 06794	TREASURER 2.00	0.	0.	0.
DIANE ARCHER C/O THE FOUNDATION, 4 TITUS ROAD WASHINGTON DEPOT, CT 06794	SECRETARY 2.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NORA LEE HOOVER 4630 SW 95TH TERRACE, GAINESVILLE, FL 32608	PROJECT CONSULTANT	108,000.
MILBURN MEDIA ARTS, LLC P.O. BOX 71, WASHINGTON DEPOT, CT 06794	VIDEO PRODUCTION	102,811.
WELLS FARGO PRIVATE BANK - 50 MAIN STREET, 15TH FLOOR, WHITE PLAINS, NY 10606	INVESTMENT MANAGEMENT	82,725.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 HELPING CHILDREN ACHIEVE LITERACY BY DISSEMINATING HIGH-QUALITY, COST-EFFECTIVE PROGRAMS FOR SCHOOLS AND FAMILIES - SEE ATTACHMENT B	478,765.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	19,690,305.
b	Average of monthly cash balances	1b	513,844.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,204,149.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	20,204,149.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	303,062.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,901,087.
6	Minimum investment return. Enter 5% of line 5	6	995,054.

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	995,054.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	12,439.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	12,439.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	982,615.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	982,615.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	982,615.

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	699,688.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	699,688.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	699,688.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				982,615.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			604,921.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 699,688.				
a Applied to 2013, but not more than line 2a			604,921.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				94,767.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				887,848.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

BENEDICT SILVERMAN

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
- b The form in which applications should be submitted and information and materials they should include
- c Any submission deadlines
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CONSUMER'S UNION OF US 101 TRUMAN AVENUE YONKERS, NY 10703	N/A	PC	GENERAL OPERATING	10,000.
GREENWOODS COUNSELING REFERRALS 25 SOUTH STREET, PO BOX 1549 LITCHFIELD, CT 06759	N/A	PC	GENERAL OPERATING	5,000.
GUNN MEMORIAL LIBRARY 5 WYKEHAM ROAD WASHINGTON, CT 06793	N/A	PC	GENERAL OPERATING	5,000.
LILLY AWARDS FOUNDATION, INC. 1501 BROADWAY, #701 NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING	2,500.
MEDICARE RIGHTS CENTER 520 EIGHTH AVE. NORTH WING, 3RD FL. NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING	9,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				166,453.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Dividends and interest from securities, and Total.

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

Table for Part XVI-B with columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

Table with columns for questions (1-6) and Yes/No responses. Questions cover transfers of cash, other assets, sales/purchases, rental, reimbursement, loans, and sharing of facilities.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All entries are N/A.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 11.12.15 Title: President

Print/Type preparer's name: CHRISTOPHER PETERMANN. Preparer's signature: [Signature]. Date: 11/12/15. Check self-employed: [] PTIN: P00097440. Firm's name: O'CONNOR DAVIES, LLP. Firm's EIN: 27-1728945. Firm's address: 665 FIFTH AVENUE, NEW YORK, NY 10022. Phone no: (212) 286-2600.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW MILFORD VNA & HOSPICE 68 PARK LANE ROAD NEW MILFORD , CT 06776	N/A	PC	TEA FOR TWO HUNDRED	1,000.
PLAN INTERNATIONAL USA 155 PLAN WAY WARWICK, RI 02886-1099	N/A	PC	GENERAL OPERATING	5,000.
PUBLICOLOR 149 MADISON AVENUE STE. 1201 NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING	5,000.
STEEP ROCK ASSOCIATION 2 GREEN HILL ROAD WASHINGTON DEPOT, CT 06794	N/A	PC	GENERAL OPERATING	6,000.
SUSAN B. ANTHONY PROJECT 179 WATER STREET TORRINGTON, CT 06790	N/A	PC	GENERAL OPERATING	1,000.
TEACHERS COLLEGE, COLUMBIA UNIVERSITY BOX 306, 525 W. 120TH ST. NEW YORK, NY 10027-6696	N/A	PC	READING RESCUE	98,453.
WASHINGTON ENVIRONMENTAL COUNCIL 1402 THIRD AVENUE SEATTLE, WA 98101	N/A	PC	GENERAL OPERATING	2,500.
WASHINGTON PARK FOUNDATION 18 TITUS ROAD WASHINGTON DEPOT, CT 06794	N/A	PC	GENERAL OPERATING	15,000.
WASHINGTON SCHOLARSHIP FUND PO BOX 243 WASHINGTON DEPOT, CT 06794	N/A	PC	GENERAL OPERATING	1,000.
Total from continuation sheets				134,953.

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
THRU WELLS FARGO	503,996.	73,271.	430,725.	430,725.	430,725.	
TO PART I, LINE 4	503,996.	73,271.	430,725.	430,725.	430,725.	

FORM 990-PF		OTHER INCOME			STATEMENT	2
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME		
PARTNERS GROUP PRIVATE EQUITY (TEI), LLC		0.	24,226.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11		0.	24,226.	0.		

FORM 990-PF		LEGAL FEES			STATEMENT	3
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES		23,949.	0.	0.	23,949.	
TO FM 990-PF, PG 1, LN 16A		23,949.	0.	0.	23,949.	

FORM 990-PF		ACCOUNTING FEES			STATEMENT	4
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES		1,349.	0.	0.	1,349.	
TO FORM 990-PF, PG 1, LN 16B		1,349.	0.	0.	1,349.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER CONSULTING FEES	2,476.	0.	0.	2,476.	
INVESTMENT MANAGEMENT AND CUSTODIAL FEES	100,208.	100,208.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	102,684.	100,208.	0.	2,476.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	25,807.	0.	0.	0.	
FOREIGN DIVIDEND TAX	5,820.	5,820.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	31,627.	5,820.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	25.	0.	0.	25.	
OFFICE EXPENSES	5,979.	0.	0.	5,979.	
DUES AND MEMBERSHIPS	1,902.	0.	0.	1,902.	
ADR FEES	980.	980.	0.	0.	
WEB DESIGN FEES	7,250.	0.	0.	7,250.	
INSURANCE	500.	0.	0.	500.	
DIRECT CHARITABLE ACTIVITIES - SEE ATTACHMENT B	478,765.	0.	0.	478,765.	
OTHER PORTFOLIO DEDUCTIONS THRU K-1	0.	3,534.	0.	0.	
OTHER CHARITABLE EXPENDITURES	50,000.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	545,401.	4,514.	0.	494,421.	

FORM 990-PF		U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHMENT A PAGE 3 OF 62	X		1,867,139.	1,872,842.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,867,139.	1,872,842.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,867,139.	1,872,842.	

FORM 990-PF		CORPORATE STOCK		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHMENT A PAGE 56 OF 62			4,809,611.	5,809,168.	
TOTAL TO FORM 990-PF, PART II, LINE 10B			4,809,611.	5,809,168.	

FORM 990-PF		CORPORATE BONDS		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHMENT A PAGE 22 OF 62			2,995,560.	2,926,774.	
TOTAL TO FORM 990-PF, PART II, LINE 10C			2,995,560.	2,926,774.	

FORM 990-PF		OTHER INVESTMENTS		STATEMENT	11
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
MUTUAL FUNDS - ATTACHMENT A PAGE 23 OF 62		COST	196,300.	190,253.	
MUTUAL FUNDS - ATTACHMENT A PAGE 23 OF 62		COST	1,854,500.	1,703,887.	
MUTUAL FUNDS - ATTACHMENT A PAGE 56 OF 62		COST	2,445,570.	2,445,002.	
HEDGE AND OTHER - ATTACHMENT A PAGE 57 OF 62		COST	2,065,194.	2,153,743.	

BENEDICT SILVERMAN FOUNDATION

26-1441980

REITS - ATTACHMENT A PAGE 61 OF 62
REAL ASSET FUNDS - ATTACHMENT A
PAGE 62 OF 62

COST
COST

720,152.

834,396.

1,447,597.

1,242,917.

TOTAL TO FORM 990-PF, PART II, LINE 13

8,729,313.

8,570,198.

FORM 990-PF

TRANSFERS TO CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 12

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

LITERACY TRUST INC

59-3551080

ADDRESS3324 W. UNIVERSITY AVE.
GAINESVILLE, FL 32607DESCRIPTION OF TRANSFER

GRANT TO SUPPORT READING RESCUE

AMOUNT
OF TRANSFER

50,000.

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

LITERACY TRUST INC

59-3551080

ADDRESS3324 W. UNIVERSITY AVE.
GAINESVILLE, FL 32607DESCRIPTION OF TRANSFERDIRECT PAYMENT OF EXPENSES ON BEHALF OF LITERACY TRUST INC. SEE PART IX-A
AND ATTACHMENT B.AMOUNT
OF TRANSFER

478,765.

TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES

528,765.

FORM 990-PF

LIST OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 13

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

LITERACY TRUST INC

59-3551080

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

3324 W. UNIVERSITY AVE.
GAINESVILLE, FL 32607

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

LITERACY TRUST INC

59-3551080

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

3324 W. UNIVERSITY AVE.
GAINESVILLE, FL 32607