

**AMERICAN WATER CHARITABLE
FOUNDATION**

Exempt Organization Tax Returns

For the period ended December 31, 2013

Public Inspection Copy

AMENDED

For calendar year 2013 or tax year beginning

, and ending

Name of foundation AMERICAN WATER CHARITABLE FOUNDATION, INC		A Employer identification number 27-4241172
Number and street (or P.O. box number if mail is not delivered to street address) 1025 LAUREL OAK ROAD	Room/suite	B Telephone number 856-309-4572
City or town, state or province, country, and ZIP or foreign postal code VOORHEES, NJ 08043		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 13,139,644. (Part I, column (d) must be on cash basis.)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	114.	114.		
	4 Dividends and interest from securities	253,914.	253,914.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	432,750.			
	b Gross sales price for all assets on line 6a	3,898,380.			
	7 Capital gain net income (from Part IV, line 2)		432,750.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	686,778.	686,778.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 1	22,467.	0.	29,967.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 2	13,738.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings	483.	0.		483.	
22 Printing and publications					
23 Other expenses	STMT 3	11,033.	0.	11,800.	
24 Total operating and administrative expenses. Add lines 13 through 23	47,721.	0.		42,250.	
25 Contributions, gifts, grants paid	310,520.			306,365.	
26 Total expenses and disbursements. Add lines 24 and 25	358,241.	0.		348,615.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	328,537.				
b Net investment income (if negative, enter -0-)		686,778.			
c Adjusted net income (if negative, enter -0-)			N/A		

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	11,612,972.	474,071.	474,071.
	2 Savings and temporary cash investments	25,000.	25,062.	25,062.
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 4	0.	12,640,511.	12,640,511.
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 1)		11,637,972.	13,139,644.	13,139,644.
Liabilities	17 Accounts payable and accrued expenses	8,963.	20,082.	
	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)		8,963.	20,082.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here	<input type="checkbox"/>		
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here	<input checked="" type="checkbox"/>		
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		11,629,009.	13,119,562.	
30 Total net assets or fund balances		11,629,009.	13,119,562.	
31 Total liabilities and net assets/fund balances		11,637,972.	13,139,644.	

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	11,629,009.
2 Enter amount from Part I, line 27a	2	328,537.
3 Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENT	3	1,162,016.
4 Add lines 1, 2, and 3	4	13,119,562.
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	13,119,562.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS	P		
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 3,891,573.		3,465,630.	425,943.
b 6,807.			6,807.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			425,943.
b			6,807.
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	432,750.
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))
2012	331,300.	5,112,373.	.064804
2011	29,464.	4,911,414.	.005999
2010	0.	2,462,493.	.000000
2009			
2008			

2 Total of line 1, column (d)	2	.070803
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	.023601
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,106,564.
5 Multiply line 4 by line 3	5	285,727.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,868.
7 Add lines 5 and 6	7	292,595.
8 Enter qualifying distributions from Part XII, line 4	8	348,615.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,868.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,868.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,868.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d SEE STATEMENT 5	7	6,868.	6,868.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

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)
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 WILLIAM D. ROGERS Telephone no. 856-309-4572 Located at 1025 LAUREL OAK ROAD, VOORHEES, NJ ZIP+4 08043
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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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 2013?
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? 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.)
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?
b If "Yes," did it have excess business holdings in 2013 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 2013.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2013?

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 509(a)(1), (2), or (3), or section 4940(d)(2)? 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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
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
SEE STATEMENT 6		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 Yes No 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
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 7	107,920.
2 SEE STATEMENT 8	202,600.
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	
3 All other program-related investments. See instructions.	
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	10,261,382.
b	Average of monthly cash balances	1b	2,029,546.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,290,928.
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	12,290,928.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	184,364.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,106,564.
6	Minimum investment return. Enter 5% of line 5	6	605,328.

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	605,328.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,868.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,868.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	598,460.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	598,460.
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	598,460.

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	348,615.
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	348,615.
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	6,868.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	341,747.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				598,460.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			146,830.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 348,615.				
a Applied to 2012, but not more than line 2a			146,830.	
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 2013 distributable amount				201,785.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				396,675.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 2013, 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				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

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

NONE

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
WILLIAM D. ROGERS, 856-309-4572
1025 LAUREL OAK ROAD, VOORHEES, NJ 08043

b The form in which applications should be submitted and information and materials they should include:
SEE APPLICATION FORMS ON INTERNAL COMPANY WEB SITE

c Any submission deadlines:
QUARTERLY ON MAR 1, JUNE 1, SEPT 1 AND DEC 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
MUST BE 501(C)(3) CHARITABLE ORGANIZATION THAT FURTHERS THE CHARITABLE PURPOSES OF THE FOUNDATION.

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				
THE OWASP FOUNDATION 1200-C AGORA DRIVE, #232 BEL AIR, MD 21012	NONE	PUBLIC CHARITY	GENERAL PURPOSE	520.
MAKE A WISH FOUNDATION NJ SAMUEL & JOSEPHINE PLUMERI WISHING PLACE, 1347 PARRINEVILLE ROAD MONROE TOWNSHIP, NJ 08831	NONE	PUBLIC CHARITY	GENERAL PURPOSE	525.
CHERRY HILL H. SCH WEST PTA 1750 KRESSON ROAD CHERRY HILL, NJ 08003	NONE	PUBLIC CHARITY	GENERAL PURPOSE	820.
RIVER CITY HABITAT FOR HUMANITY 1420 CREEK TRAIL DRIVE JEFFERSON CITY, MO 65109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	600.
NAT'L FIRE SAFETY COUNCIL PO BOX 378 MICHIGAN CENTER, MI 49254	NONE	PUBLIC CHARITY	GENERAL PURPOSE	650.
Total SEE CONTINUATION SHEET(S) ▶ 3a				304,869.
b Approved for future payment				
VARIOUS - AMOUNTS UNDER \$500 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,651.
Total ▶ 3b				5,651.

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 Program service revenue, Membership dues, Interest on investments, Dividends, Net rental income, Other investment income, Gain from sales, and Subtotal.

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

Table with 2 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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains '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... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains '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, Date, Title: TREASURER/BOARD MEMBER

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name: JULIUS GREEN, CPA; Preparer's signature; Date; Check [] if self-employed; PTIN: P00350393; Firm's name: BAKER TILLY VIRCHOW KRAUSE, LLP; Firm's address: 1650 MARKET STREET, SUITE 4500 PHILADELPHIA, PA 19103; Firm's EIN: 39-0859910; Phone no.: (215) 972-0701

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
PHILA ANIMAL WELFARE 100 N 2ND ST PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	672.
ALICIA ROSE VICTORIOUS FOUNDATION 2465 VOORHEES TOWN CENTER VOORHEES, NJ 08043	NONE	PUBLIC CHARITY	GENERAL PURPOSE	675.
BIG BROTHERS BIG SISTERS 4 MIDDLEBURY BLVD, SUITES 4&5 RANDOLPH, NJ 07869	NONE	PUBLIC CHARITY	GENERAL PURPOSE	700.
MEDORA ELEMENTARY SCHOOL 124 N ELM ST MEDORA, IL 62063	NONE	PUBLIC CHARITY	GENERAL PURPOSE	740.
GREATER ST. LOUIS HONOR FLIGHT 36 FOUR SEASONS BOX 272 CHESTERFIELD, MO 63017	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,250.
RANOCAS CONSERVANCY PO BOX 2188 VINCENTOWN, NJ 08088	NONE	PUBLIC CHARITY	GENERAL PURPOSE	750.
CHRISTIAN FOUND FOR CHILDREN & AGING 1 ELMWOOD AVE KANSAS CITY, KS 66103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	760.
HILLSBOROUGH RAIDERS JR SPORTS 466 RAIDER BLVD HILLSBOROUGH, NJ 08844	NONE	PUBLIC CHARITY	GENERAL PURPOSE	760.
CLAY CITY USA 504 MAIN ST CLAY CITY, IN 47841	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,180.
FRIENDS OF PARENTS' PLACE 1025 LIGHTHOUSE AVENUE PACIFIC GROVE, CA 93950	NONE	PUBLIC CHARITY	GENERAL PURPOSE	810.
Total from continuation sheets				301,754.

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
AMERICAN HEART ASSOC. 1617 JOHN F KENNEDY BLVD PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	825.
UNITED WAY OF HUNTERDON CO. 4 WALTER E FORAN BLVD FLEMINGTON, NJ 08822	NONE	PUBLIC CHARITY	GENERAL PURPOSE	830.
HOWELL AYFC PO BOX 25 HOWELL, NJ 07731	NONE	PUBLIC CHARITY	GENERAL PURPOSE	900.
WESTFIELD YOUTH SOCCER ASSOC. PO BOX 346 WESTFIELD, IN 46074	NONE	PUBLIC CHARITY	GENERAL PURPOSE	900.
WHYY INDEPENDENCE MALL WEST, 150 N. 6TH STREET PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	940.
CENTER FOR AUTISM ED 105 SHERIFF DIERKER CT O'FALLON, MO 63366	NONE	PUBLIC CHARITY	GENERAL PURPOSE	950.
HOME AT LAST DOG'S RESCUE PO BOX 1341 NORTH WALES, PA 19454	NONE	PUBLIC CHARITY	GENERAL PURPOSE	970.
SAN DIEGO LGBT COMM. CO 3909 CENTRE STREET SAN DIEGO, CA 92103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ST BALDRICKS FOUNDATION 1333 S MAYFLOWER AVE SUITE 400 MONROVIA, CA 91016	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
WESTCHESTER HUMANE SOC. 70 PORTMAN RD NEW ROCHELLE, NY 10801	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
Total from continuation sheets				

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
AMERICAN RED CROSS CAMDEN & BURLINGTON COUNTIES 5425 RT. 70 WEST PENNSAUKEN, NJ 08109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
RILEY CHILDRENS FOUNDATION 30 SOUTH MERIDIAN STREET SUITE 200 INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
AUTISM COALITION OF LUZERNE CO. PO BOX 100 LUZERNE, PA 18709	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
MARCH OF DIMES 790 PARKVIEW ROAD GREEN BAY, WI 54304	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
AUTISM PENSACOLA INC. PO BOX 30213 PENSACOLA, FL 32503	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
VOORHEES ANIMAL ORPHANAGE 421 COOPER RD VOORHEES TOWNSHIP, NJ 08043	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,733.
DIAMOND R-IV PTSD 401 S MAIN DIAMOND, MO 64840	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
BREMONTOWNE YOUTH ATHLETIC PO BOX 488 TINLEY PARK, IL 60477	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
GIRLS ON THE RUN OF ST. LOUIS 3155 SUTTON BLVD #101 MAPLEWOOD, MO 63143	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ALZHEIMER'S ASSOC. DE. VALLEY CHAPTER 399 MARKET STREET SUITE 102 PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
Total from continuation sheets				

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
MT. LEBANON SCH. DIST 7 HORSMAN DR MT. LEBANON, PA 15228	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
VETS ROLL 1777 GARDNER ST SOUTH BELOIT, IL 61080	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
FRIENDSHIP ENG & HOSE CO INC 15 EAST BIG SPRING AVE NEWVILLE, PA 17241	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
EAST ROCKWAY FIRE DEPT 473 ATLANTIC AVE EAST ROCKAWAY, NY 11518	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
VOL. & EXEMPT FIREMENS BENEVALENT ASSN. OF MALVERN 30 BROADWAY MALVERNE, NY 11565	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
WANTAGH FIRE DEPT 2045 WANTAGH AVE WANTAGH, NY 11793	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
SEA CLIFF AMBULANCE FUND 11 GROVE ST SEA CLIFF, NY 11579	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
NORTH BELLMORE EXEMPT VOL. FIREMENS BENEVOLENT PO BOX 557 N BELLMORE, NY 11710	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
LAKE HILLS SOCCER CLUB PO BOX 6744 BELLEVUE, WA 98008	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
HUMANE SOC OF CAROLINE CO. 407 WEST BELL STREET RIDGELY, MD 21660	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500.
Total from continuation sheets				

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
CALUMET H.S. 57070 MINE STREET CALUMET, MI 49913	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
COMMUNITY FOUNDATION OF NJ PO BOX 338 MORRISTOWN, NJ 07963	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
THE COUPLE TO COUPLE LEAGUE 4290 DELHI AVE CINCINNATI, OH 45238	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ENGRS W/O BORDERS UIUC CHAPTER 330 ILLINI UNION BOOKSTORE, 807 SOUTH WRIGHT STREET, MC-319 CHAMPAIGN, IL 61820	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
LEVITA VOL FIRE DEPT 4310 CO RD 107 RD GATESVILLE, TX 76528	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ANGEL 34 FOUNDATION 750 BUSHKILL CENTER RD NAZARETH, PA 18064	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
KAU LITTLE LEAGUE PMB 472, 873 EAST BALTIMORE PIKE KENNETT SQUARE, PA 19348	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
MT. EPHRAIM FIRE DEPT 200 BELL RD MT. EPHRAIM, NJ 08059	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
YMCA CENTRAL KY 239 E HIGH STREET LEXINGTON, KY 40507	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
BOONTON TWP. VOL. FIRE DEPT 2 OLD DENVILLE RD BOONTON TOWNSHIP, NJ 07005	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
Total from continuation sheets				

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
USO OF PA & S. JERSEY 8500 ESSINGTON AVE PHILADELPHIA, PA 19153	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ISAAC'S RAYS OF HOPE 23817 HOLLOW AVE JERSEYVILLE, IL 62052	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ENGRS W/O BORDER PENN ST. HARRISBURG CHAPTER 777 WEST HARRISBURG PIKE MIDDLETOWN, PA 17057	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
MAKE A WISH FOUNDATION GREATER BAY AREA 55 HAWTHORNE STREET #800 SAN FRANCISCO, CA 94105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
FAYETTE CO. AGRICULTURAL IMPROVEMENT ASSN 132 PECHIN ROAD DUNBAR, PA 15431	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
ELKS NAT'L FOUNDATION 2750 N LAKEVIEW AVE CHICAGO, IL 60614	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
NESHANNOCK TWP. VOL FIRE CO 3135 MERCER RD NEW CASTLE, PA 16105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
NEWBURY PARK HS BOOSTER CLUB 456 N REINO RD NEWBURY PARK, CA 91320	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
MEDFORD EMERGENCY MED SVCS 20 JACKSON RD MEDFORD, NJ 08055	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
CHESTERFIELD MONTESSORI SCH 14000 LADUE RD CHESTERFIELD, MO 63017	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
Total from continuation sheets				

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
COPE ENVIRONMENTAL CTR 4901 SHOEMAKER ROAD CENTERVILLE, PA 47330	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
KY ENGINEERING FOUNDATION 160 DEMOCRAT DRIVE FRANKFORT, KY 40601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
EVESHAM CELEBRATIONS FOUNDATION PO BOX 876 MARLTON, NJ 08053	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000.
FOUNDATION FOR CHILDREN IN NEED 3600 S. CONGRESS BLVD BOYNTON BEACH, FL 33426	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,220.
SUSAN G KOMEN BREAST CANCER FOUNDATION 125 SOUTH 9TH STREET, SUITE 202 PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,250.
JDFR SO. JERSEY CHAPTER 1415 ROUTE 70 EAST, SUITE 311 CHERRY HILL, NJ 08034	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,977.
NAT'L MS SOCIETY 30 SOUTH 17TH STREET, SUITE 800 PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,510.
YWCA OF ALTON 304 EAST 3RD STREET ALTON, IL 62002	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,600.
WOODLAND COMM. DEV. CORP. MORGAN VILLAGE 2300 S 8TH ST CAMDEN, NJ 08104	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
DOVERBRICK BEACH FIRST AID SQUAD 123 2ND AVE NORMANDY BEACH, NJ 08739	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
Total from continuation sheets				

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
BAY HEAD FIRE CO.#1 PO BOX 111 BAY HEAD, NJ 08742	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
ORTLEY BEACH FIRST AID SQUAD 61 J STREET SEASIDE PARK, NJ 08752	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
SEABRIGHT FIRST AID INC 1167 OCEAN AVENUE SEA BRIGHT, NJ 07760	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
COOPER FOUNDATION 200 FEDERAL STREET, SUITE 146 CAMDEN, NJ 08103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
CHAMPAIGN CO. TRIAD SALT COUNCIL C/O NANCY MERZ, 1907 GOLFVIEW URBANA, IL 61801	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
NAPERVILLE & LISLE TWP TRIAD C/O BRIAN FOSTER, 13145 LAKE MARY DRIVE PLAINFIELD, IL 60585	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
PEORIA COUNTY TRIAD C/O AMY SHINALL, 301 N. MAXWELL ROAD PEORIA, IL 61604	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
TAZEWELL COUNTY TRIAD C/O GINA BARTELMAY, 201 VETERANS DRIVE EAST PEORIA, IL 61550	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
WHITESIDE COUNTY SENIOR CENTER 1207 W. 9TH STREET STERLING, IL 61081	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
DUPAGE COUNTY TRIAD C/O DIANA TAYLOR, 1492 N. MAIN ST WHEATON, IL 60187	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
Total from continuation sheets				

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
MEXICO 21ST CENTURY FUND 300 N COAL ST MEXICO, MO 65265	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
CHILDRENS TUMOR FOUNDATION 120 WALL STREET NEW YORK, NY 10005	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,735.
ST. JOSEPH'S YOUTH ALLIANCE 5223 MITCHELL AVE ST JOSEPH, MO 64507	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,850.
TRAILNET 411 NORTH 10TH STREET, SUITE 202 ST. LOUIS, MO 63101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,900.
URBAN LEAGUE OF LEXINGTON 405 ROSE STREET LEXINGTON, KY 40508	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000.
HABITAT FOR HUMANITY 700 E LOUDON AVE LEXINGTON, KY 40505	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000.
SW MISSOURI COMM ALLIANCE 2914 EAST 32ND STREET JOPLIN, MO 64804	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000.
VOL FIRE CO MT LEBANON 1030 COCHRANS MILL ROAD SOUTH PARK TOWNSHIP, PA 15236	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
HANCOCK FIRE CO 820 W. AIRY ST NORRISTOWN, PA 19401	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
SCRANTON AREA FOUNDATION 615 JEFFERSON AVE SUITE 102 SCRANTON, PA 18510	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
Total from continuation sheets				

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
TRISTATE FIRE ACADEMY 4200 OHIO RIVER RD HUNINGTON, WV 25702	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
PRINCETON RESCUE SQUAD 237 NORTH HARRISON STREET PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
KANAWHA PUTNAM EMERG PLNG COMM. 113 LAKEVIEW DRIVE CHARLESTON, WV 25313	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000.
COMMUNITY FOUNDATION OF NJ 35 KNOX HILL RD MORRISTOWN, NJ 07960	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,100.
AMERICAN RED CROSS MIDWEST TORNADO RELIEF PO BOX 4002018 DES MOINES, IA 50340	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000.
CAPITAL CITY CASA 513 SPLIT ROCK DRIVE JEFFERSON CITY, MO 65109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000.
HONOLULU FIREFIGHTERS FOUNDATION 1018 PALM DRIVE HONOLULU, HI 96814	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
YWCA CLINTON 317 7TH AVE CLINTON, IA 52732	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
BELAIR VOL. FIRE CO 109 SOUTH HICKORY AVE BEL AIR, MD 21014	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
ALEXANDRIA VOL FIRE CO 302 HARTSLOG STREET ALEXANDRIA, PA 16611	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
Total from continuation sheets				

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
CLINTON FIREMANS ASSOC. 344 3RD AVE SOUTH CLINTON, IA 52733	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
SHELBY SENIOR SVCS. 1594 SOUTH HARRISON STREET SHELBYVILLE, IN 46176	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
NEWBURGH VOLUNTEER FIRE DEPT 540 STATE STREET NEWBURGH, IN 47630	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
PUBLIC SCHS. CALUMET LAURIUM & KEWEENAW FOUNDATION 57070 MINE STREET CALUMET TOWNSHIP, MI 49913	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000.
AMERICAN CANCER SOCIETY 1626 LOCUST STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	13,375.
MONTEREY FIRE TRAINING PO BOX 771 PACIFIC GROVE, CA 93950	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,000.
FRUIT TREE PLANTING FOUNDATION PO BOX 81881 PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL PURPOSE	50,000.
VARIOUS - AMOUNTS UNDER \$500 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	NONE	PUBLIC CHARITY	GENERAL PURPOSE	28,392.
Total from continuation sheets				

FORM 990-PF	ACCOUNTING FEES			STATEMENT	1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	22,467.	0.		29,967.	
TO FORM 990-PF, PG 1, LN 16B	22,467.	0.		29,967.	

FORM 990-PF	TAXES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	13,738.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	13,738.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK/CHECKING FEES	848.	0.		848.	
MAILING/ADMINISTRATIVE EXPENSES	10,185.	0.		10,952.	
TO FORM 990-PF, PG 1, LN 23	11,033.	0.		11,800.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	4
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
	COST	12,640,511.	12,640,511.	
TOTAL TO FORM 990-PF, PART II, LINE 13		12,640,511.	12,640,511.	

DESCRIPTION	AMOUNT
TAX PAID W/ O.R. O.R. OVERPAYMENT	14,000. -7,132.
TOTAL INCLUDED ON PART VI, LINE 7	6,868.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN CONTRIB	PLAN EXPENSE ACCOUNT
NICK ROWE 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	CHAIR 0.40	0.	0.	0.
WILLIAM D. ROGERS 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	TREASURER, BOARD MEMBER 2.80	0.	0.	0.
DEBRA D. VERNON 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	PRESIDENT 12.00	0.	0.	0.
NATALIE CUTLER 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	ASSISTANT TREASURER 1.00	0.	0.	0.
PRAVEEN KUMAR 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	ASSISTANT TREASURER 0.30	0.	0.	0.
CARRIE NECKY 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	SECRETARY 12.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 7

ACTIVITY ONE

THE FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES BASED ON MATCHING EMPLOYEE CONTRIBUTIONS, UP TO ANNUAL MAXIMUMS DEFINED IN THE PROGRAM. THE FOUNDATION ALSO MAKES GRANTS TO THESE PUBLIC CHARITIES BASED ON THE NUMBER OF HOURS THE EMPLOYEE VOLUNTEERS TO THE CHARITY.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

107,920.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 8

ACTIVITY TWO

THE FOUNDATION ALSO MAKES UNSOLICITED GRANTS TO PUBLIC CHARITIES SELECTED BY THE BOARD CONSISTENT WITH THEIR CHARITABLE GOALS, TYPICALLY IN THE AREAS OF DISASTER RELIEF, PRESERVING THE WATER & LAND, ETC.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

202,600.

GENERAL EXPLANATION

STATEMENT 9

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990-PF, ITEM G - AMENDED RETURN

EXPLANATION:

THE RETURN WAS AMENDED TO CORRECTLY REPORT THE DISBURSEMENTS FOR CHARITABLE PURPOSES ON THE CASH BASIS IN PART I, COLUMN (D). THE AMENDED RETURN INCLUDES AMOUNTS PAID IN 2013 FOR REASONABLE AND NECESSARY ADMINISTRATIVE EXPENSES INCURRED IN IMPLEMENTING AND ACCOMPLISHING THE ORGANIZATION'S CHARITABLE PURPOSE. THESE EXPENSES INCLUDE:

- 1) \$29,967 OF ACCOUNTING/AUDITING FEES (PART I, LINE 16B)
- 2) \$483 OF TRAVEL EXPENSES (PART I, LINE 21)
- 3) \$848 OF BANK/CHECKING FEES (PART I, LINE 23)
- 4) \$10,952 OF MAILING AND ADMINISTRATIVE EXPENSES (PART I, LINE 23).

THE AMENDED RETURN ALSO CORRECTLY REPORTS GRANTS PAID ON THE CASH BASIS IN 2013 AS \$306,365 (PART I, LINE 25, COLUMN (D)). THIS IS COMPRISED OF THE FOLLOWING:

- 1) \$304,869 GRANTS APPROVED AND PAID IN 2013 (PART XV, LINE 3A)
- 2) \$1,496 GRANTS APPROVED IN 2012 BUT PAID IN 2013 (AS REPORTED ON THE AMENDED 2012 FORM 990-PF, PART XV, LINE 3B).

THE AMENDED RETURN ALSO REPORTS \$5,651 OF GRANTS APPROVED FOR FUTURE PAYMENT (PAID IN 2014) IN PART XV, LINE 3B.

THE ORIGINAL RETURN REPORTED \$13,817 OF OTHER PROFESSIONAL FEES ON PART I, LINE 16C, COLUMN (A). THE AMENDED RETURN CORRECTLY REPORTS THESE AMOUNTS AS FOLLOWS:

- 1) \$13,738 OF EXCISE TAXES ON PART I, LINE 18
- 2) \$79 OF ADDITIONAL BANK/CHECKING FEES ON PART I, LINE 23. THE ORIGINAL RETURN REPORTED \$769 OF BANKING FEES ON THIS LINE. THE AMENDED RETURN REPORTS \$848 AS THE TOTAL BANK/CHECKING FEES.

THESE CHANGES HAD THE FOLLOWING EFFECTS ON FORM 990-PF:

- 1) PART XII: INCREASED THE TOTAL AMOUNT OF QUALIFYING DISTRIBUTIONS TO \$348,615.
- 2) PART XIII: DECREASED THE UNDISTRIBUTED INCOME FOR 2013 TO \$396,675.