



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2012

Open to public inspection

For calendar year 2012 or tax year beginning APR 3, 2012, and ending DEC 31, 2012

Name of foundation THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST		A Employer identification number 45-6882905
Number and street (or P.O. box number if mail is not delivered to street address) 306 WEST FRANCIS STREET		B Telephone number 303-839-1204
City or town, state, and ZIP code ASPEN, CO 81611		C If exemption application is pending, check here <input checked="" type="checkbox"/> X
G Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input 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) \$ 504,700.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		626,647.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		156.	156.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		437,704.			
b Gross sales price for all assets on line 6a	624,664.				
7 Capital gain net income (from Part IV, line 2)			437,704.		
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		1,064,507.	437,860.		
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					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 2	44.	44.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		44.	44.		0.
25 Contributions, gifts, grants paid		123,076.			123,076.
26 Total expenses and disbursements. Add lines 24 and 25		123,120.	44.		123,076.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		941,387.			
b Net investment income (if negative, enter -0-)			437,816.		
c Adjusted net income (if negative, enter -0-)				N/A	

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

Form 990-PF (2012)

45-6882905

Page 2

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				
	2 Savings and temporary cash investments		504,700.	504,700.	
	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				
	14 Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	0.	504,700.	504,700.	
	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"/>				
	24 Unrestricted	0.	504,700.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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	0.	504,700.			
31 Total liabilities and net assets/fund balances	0.	504,700.			

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	0.
2 Enter amount from Part I, line 27a	2	941,387.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	941,387.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 3	5	436,687.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	504,700.

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

45-6882905

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 12,400 SHS AMERICAN VANGUARD	D	05/02/12	05/07/12
b 6,000 SHS VALSPAR CORP	D	05/02/12	05/07/12
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 316,701.		87,274.	229,427.
b 307,963.		99,686.	208,277.
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) 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			229,427.
b			208,277.
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	437,704.
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.)

N/A

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))
2011			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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	

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

45-6882905 Page 4

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)		1	8,756.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	8,756.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	8,756.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		159.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		8,915.
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 2013 estimated tax <input type="checkbox"/> Refunded <input 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CO</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 4

Form 990-PF (2012)

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

Form 990-PF (2012)

45-6882905

Page 5

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14 The books are in care of JOHN B FULLERTON, CO-TRUSTEE Telephone no. 970-920-1145 Located at 306 WEST FRANCIS STREET, ASPEN, CO ZIP+4 81611			
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 2012, 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 N/A	16	Yes X	No 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.

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/>	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A			
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. N/A			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2012 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 2012.) 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 2012?	4b		X

Form **990-PF** (2012)

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

45-6882905

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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

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
JOHN B FULLERTON 306 WEST FRANCIS STREET ASPEN, CO 81611	TRUSTEE 13.00	0.	0.	0.
JESSICA M FULLERTON 306 WEST FRANCIS STREET ASPEN, CO 81611	TRUSTEE 9.00	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

Form 990-PF (2012)

THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**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 N/A	
	0.
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	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

45-6882905

Page 8

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	0.
b Average of monthly cash balances	1b	104,600.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	104,600.
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	104,600.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,569.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	103,031.
6 Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	3,853.

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	3,853.
2a Tax on investment income for 2012 from Part VI, line 5	2a	8,756.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	8,756.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	0.
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	0.

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	123,076.
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	123,076.
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	123,076.

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.

Form 990-PF (2012)

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

45-6882905

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 123,076.				
a Applied to 2011, but not more than line 2a			0.	
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 2012 distributable amount				0.
e Remaining amount distributed out of corpus	123,076.			
5 Excess distributions carryover applied to 2012 (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:	123,076.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	123,076.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
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 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	123,076.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	123,076.			

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

	4942(i)(3) or		4942(i)(5)
--	---------------	--	------------

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

1 Information Regarding Foundation Managers:

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

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

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

Check here ☐ 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 of the person to whom applications should be addressed:

JOHN B FULLERTON, TRUSTEE
306 WEST FRANCIS STREET, ASPEN, CO 81611

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

SUBMITTED IN WRITING STATING PURPOSE OF REQUEST

c Any submission deadlines:

NONE

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

GENERALLY LIMITED TO THE STATE OF COLORADO FOR CHARITABLE AND EDUCATIONAL PURPOSES

**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**

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				
FREDERICK MORENO 250 COUNTY ROAD 127 #14 GLENWOOD SPRINGS, CO 81601	NONE	N/A	TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN ACCORDANCE WITH THE FOUNDATION'S	28,562.
CATHERINE SCHMITZ 3697 VALLEY VIEW ROAD GLENWOOD SPRINGS, CO 81601	NONE	N/A	TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN ACCORDANCE WITH THE FOUNDATION'S	14,722.
HECTOR MORALES 0101 EMMA ROAD #1 BASALT, CO 81621	NONE	N/A	TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN ACCORDANCE WITH THE FOUNDATION'S	2,224.
MONICA GRIJALVA RUIZ 120 VILLAGE LANE CARBONDALE, CO 81623	NONE	N/A	TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN ACCORDANCE WITH THE FOUNDATION'S	12,568.
COLORADO MOUNTAIN COLLEGE SCHOLARSHIP FUND 802 GRAND AVENUE GLENWOOD SPRINGS, CO 81601	NONE	N/A	TO ESTABLISH A SCHOLARSHIP FUND AT SUCH EDUCATIONAL INSTITUTE.	65,000.
Total			► 3a	123,076.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - FREDERICK MORENO

TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN
ACCORDANCE WITH THE FOUNDATION'S SCHOLARSHIP PROGRAM.

NAME OF RECIPIENT - CATHERINE SCHMITZ

TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN
ACCORDANCE WITH THE FOUNDATION'S SCHOLARSHIP PROGRAM.

NAME OF RECIPIENT - HECTOR MORALES

TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN
ACCORDANCE WITH THE FOUNDATION'S SCHOLARSHIP PROGRAM.

NAME OF RECIPIENT - MONICA GRIJALVA RUIZ

TO PROVIDE FUNDS TO QUALIFIED RECIPIENT FOR EDUCATIONAL EXPENSES IN
ACCORDANCE WITH THE FOUNDATION'S SCHOLARSHIP PROGRAM.

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

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

OMB No 1545-0047

2012**Name of the organization**THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST**Employer identification number**

45-6882905

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST	Employer identification number 45-6882905
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	JOHN B FULLERTON 306 WEST FRANCIS STREET ASPEN, CO 81611	\$ 311,824.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	JESSICA M FULLERTON 306 WEST FRANCIS STREET ASPEN, CO 81611	\$ 311,824.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST

Employer identification number

45-6882905

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	12,400 SHARES OF AMERICAN VANGUARD CORP	\$ 316,237.	05/02/12
2	6,000 SHARES OF VALSPAR CORP	\$ 307,410.	05/02/12
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE JOHN AND JESSICA FULLERTON
CHARITABLE TRUST

45-6882905

Part III

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST

THIS TRUST AGREEMENT is made as of the date set forth below by and between JOHN B. FULLERTON and JESSICA M. FULLERTON as Donors and as Trustees.

WHEREAS, it is desired to establish this Trust for the charitable purposes hereinafter set forth; and

WHEREAS, the Donors have contributed the sum listed on Schedule A attached hereto contemporaneously with the execution of this Trust Agreement; and

WHEREAS, it is desired and intended that a charitable fund be established to which any person or public or private entity may contribute in order to further the charitable purposes of this Trust;

NOW, THEREFORE, the Trustees shall administer, use and dispose of contributions to the charitable trust established hereby, and any additions to it, exclusively for the uses and purposes, and subject to the provisions, set forth herein.

ARTICLE FIRST

Name and Office

A. Name. This Trust shall be called "THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST".

B. Principal Office. The principal office of the Trust shall be 306 West Francis Street, Aspen, Colorado 81611 or such other place or places as the Trustees may designate from time to time.

ARTICLE SECOND

Contributions

A. Contributions. The Trustees may receive and accept property -- whether real, personal, or mixed -- by way of gift, bequest or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to the provisions of this Trust Agreement. However, no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner (i) as to require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" (within the meaning of such terms as defined in Article Third); or (ii) as shall, in the opinion of the Trustees, jeopardize the federal income tax exemption of this Trust pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code (hereinafter referred to as "the Code").

B. Schedule A. Upon receipt by the Trustees of a contribution of property, the donor's name and a description of the property contributed shall be listed on Schedule A.

ARTICLE THIRD

Distributions

A. Charitable Intent. The purpose of the Trust will be to administer and distribute its principal and income exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the equivalent section of any future internal revenue law (the "Code"), and to carry on any activity in connection with or incidental to these purposes, including, without limitation:

1. Distributions for Charitable Purposes. The Trustees may make payments or distributions from income and principal, or both, directly for charitable purposes including, but not limited to, providing scholarships and educational grants for undergraduate study to individuals from the Roaring Fork Valley in Western Colorado based on merit and financial need. For purposes of this Trust, "charitable purposes" shall be limited to and shall include only charitable, religious, scientific, testing for public safety, literary, or educational purposes within the meaning of those terms as used in Section 501(c)(3) of the Code, but only such purposes as also constitute public charitable purposes under the law of trusts of the State of Colorado.

2. Distributions to Charitable Organizations. The Trustees may make payments or distributions from income or principal, or both, to or for the benefit of such one or more charitable organizations (as defined herein) in such amounts and for such charitable purposes (as defined in Paragraph A.1 of this Article Third) of the Trust as shall be selected and determined by the Trustees. For purposes of this Trust, "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable, educational, religious or scientific purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual; no part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation; and which do not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. An organization described in this Paragraph 2 shall be a "charitable organization" only if it qualifies for exemption from federal income tax under Section 501(c)(3) of the Code, and is actually exempt from federal income tax pursuant to such qualification.

3. Distribution to Governmental Units. The Trustees may also make payments or distributions of all or any part of the income or principal to states, territories, or possessions of the United States, any political subdivision of any of the foregoing, or to the United States or the District of Columbia, but only for charitable purposes (as defined in Paragraph A.1 of this Article Third).

B. Restrictions. Notwithstanding the foregoing or anything to the contrary stated or implied elsewhere herein: (i) Income or principal derived from contributions by corporations shall be distributed by the Trustees for use solely within the United States or its possessions; (ii) No part of the net earnings of this Trust shall inure or be payable to or for the benefit of any private shareholder or individual, and no part of the activities of this Trust shall be the carrying on of propaganda, or otherwise attempting to influence legislation; (iii) No part of the activities of this Trust shall be the participation in, or intervention in (including the publishing or participation distributing of statements) any political campaign on behalf of any candidate for public office; (iv) This Trust shall not engage in any activity which is not permitted to be engaged in by an organization exempt from federal income tax under Section 501(c)(3) of the Code or contributions to which are deductible under Section 170(c)(2) of the Code.

C. Overriding Requirements. Any other provisions of this instrument notwithstanding: (i) The Trustees shall distribute the income of the Trust for each tax year at such time and in such manner as not to become subject to the tax on the undistributed income imposed by Section 4942 of the Code; (ii) The Trustees shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code; (iii) The Trustees shall not retain any excess business holdings as defined in Section 4943(c) of the Code; (iv) The Trustees shall not make any investments in such manner as to incur tax liability under Section 4944 of the Code; (v) The Trustees shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

D. Irrevocable Dedication/Dissolution. All of the properties, monies, assets and contributions to this Trust are irrevocably dedicated to charitable purposes (as defined in Section A.1). The Trust shall continue until and unless the Trustees terminate it and distribute all of the principal and income of the Trust. In that event, all the properties, monies and assets of the Trust (remaining after provision has been made for payment of its known debts and liabilities as provided by law) shall be transferred exclusively to and become the property of one or more charitable organizations (as defined in Paragraph A.2 above) as are selected and designated by the Trustees.

E. Amounts of Distributions. The total amount distributed from the Trust in each year shall not substantially exceed the minimum distributions required to prevent the accrual of any tax on the undistributed income imposed by Section 4942 of the Code and otherwise to conform with the requirements of the Code; provided, that the Trustees may distribute greater amounts with the unanimous consent of all Trustees then serving (regardless of the number of Trustees then serving and notwithstanding subparagraph E.5. of Article Fifth).

F. Incorporation. The Trustees are expressly authorized and empowered, but not required, to form and organize a nonprofit corporation limited to the uses and purposes provided for in this Trust Agreement, such corporation to be organized under the laws of any state or under the laws of the United States as may be determined by the Trustees. Such corporation when organized shall have power to administer and control the affairs and property and to carry out the uses, objects, and purposes of this Trust. Upon the creation and organization of such corporation, the Trustees are authorized and empowered to convey, transfer, and deliver to such corporation all the property and assets to which this Trust may be or become entitled. The articles, bylaws,

and other provisions for the organization and management of such corporation and its affairs and property shall be such as the Trustees shall determine, consistent with the provisions of this paragraph.

ARTICLE FOURTH

Amendment and Termination

This Trust Agreement may be amended at any time or times by written instrument or instruments signed and acknowledged by all the Trustees; provided, however, that no amendment shall authorize the Trustees to conduct the affairs of this Trust in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Code. An amendment of the provisions of this Article Fourth (or any amendment to it) shall be valid only if, and to the extent that, such amendment continues the restriction of this paragraph on the Trustees' amending power. All instruments amending this Trust Agreement shall be kept with or attached to the executed original of this Trust Agreement held by the Trustee. The Trust created under this Trust Agreement may be terminated at any time or times by written instrument or instruments signed and acknowledged by all the Trustees then serving; provided that, upon termination, the assets of the Trust shall in all events be distributed in accordance with Paragraph D. of Article Third.

ARTICLE FIFTH

Trusteeship

A. Successor Trustees. It is provided as follows with respect to successor Trustees:

1. In the event that either JOHN B. FULLERTON or JESSICA M. FULLERTON shall for any reason fail to serve or cease to act as Trustee, the other of them shall continue as Trustee, and the Donors' son, RICHARD B. FULLERTON, and the Donors' daughter, KIMBERLY FULLERTON NELSON, shall also serve as Trustees.

2. In the event that both JOHN FULLERTON and JESSICA FULLERTON shall for any reason fail to serve or cease to act as Trustees, RICHARD FULLERTON and KIMBERLY FULLERTON NELSON shall serve as Trustees, or shall continue as Trustees if they are already serving.

3. In the event that neither JOHN FULLERTON nor JESSICA FULLERTON is serving as Trustee and either RICHARD FULLERTON or KIMBERLY FULLERTON NELSON shall for any reason fail to serve or cease to act as Trustee as provided in Subparagraph A.2. above, the other of them shall serve (or continue serving) as Trustee, and shall appoint one or more persons or institutions to serve as Co-Trustees. The Donors request that the Trustees then serving seek the advice of competent tax and legal advisors regarding the identity of the Co-Trustee or Co-Trustees to be appointed.

4. In the event that all of JOHN FULLERTON, JESSICA FULLERTON, RICHARD FULLERTON and KIMBERLY FULLERTON NELSON shall for any reason fail to serve or cease to act as Trustee, a successor Trustee may be appointed as provided in Subparagraph A.6. below; however, it is expressly provided that the Trustee so appointed may, but shall not be required to, terminate the Trust and wind up its affairs in accordance with the provisions of Article Fourth and Paragraph F. of Article Third.

5. In addition to the foregoing provisions, the Trustees then serving may at any time appoint one or more additional Trustees.

6. If no Trustee is serving and none is appointed pursuant to the foregoing provisions, then the following persons shall have the power, alternatively and successively in the order named, to designate an individual or individuals (including himself, herself or themselves), or an institution or institutions, to serve as successor Trustees: (1) JOHN B. FULLERTON and JESSICA M. FULLERTON, acting jointly; (2) Either. JOHN FULLERTON or JESSICA FULLERTON individually; (3) RICHARD B. FULLERTON and KIMBERLY FULLERTON NELSON, acting jointly; (4) Either RICHARD FULLERTON or KIMBERLY FULLERTON NELSON individually; and (5) an attorney (preferably that practices in the area of tax law) with the law firm of Pendleton, Friedberg, Wilson & Hennessey, P.C. located in Denver, Colorado (or its successor-in-interest). The term "alternatively and successively" as used herein shall mean that each of said persons shall hold the power conferred exclusively, unless or until the said person(s) shall be unable to exercise, or shall release, the power.

7. All appointments of Trustees shall be made by written instrument. Succeeding or additional Trustees shall accept their appointment by written instrument.

8. Except as otherwise expressly provided in this Trust Agreement, any successor or additional Trustee shall, upon his, her or its acceptance of the office by written instrument, have the same powers, rights and duties, and the same title to the trust estate jointly with the surviving or remaining Trustee or Trustees as if originally appointed.

B. Exculpation. No Trustee shall be required to furnish any bond or surety. No Trustee shall be responsible or liable for the acts or omissions of any other Trustee or of any predecessor or of a custodian, agent, depository or counsel selected with reasonable care.

C. Delegation. Except as otherwise expressly provided in this Trust Agreement, one or more Trustees, whether original or successor, for the time being in office, shall have full authority to act even though one or more vacancies may exist. A Trustee may, by appropriate written instrument, delegate all or any part of the Trustee's powers to another or others of the Trustees for such periods, and subject to such conditions, as such delegating Trustee may determine.

D. Compensation. The Trustees serving under this Trust Agreement are authorized to pay to themselves amounts for reasonable expenses incurred, and as reasonable compensation for services rendered, in the administration of this Trust; however, in no event shall any Trustee who has made a contribution to this Trust, or any family member of such Trustee, ever receive

any compensation thereafter. The Donors expressly waive any right to, and shall not receive, compensation for services rendered as Trustees in the administration of this Trust.

E. Division of Authority. It is provided as follows with regard to the Trustees' division of authority:

1. Whenever JOHN FULLERTON is serving as Trustee, he shall be the sole Trustee with authority regarding the administration and management of the Trust assets, including without limitation the making of investment decisions.
2. Whenever RICHARD FULLERTON is serving as Trustee and JOHN FULLERTON is not serving as Trustee, RICHARD FULLERTON shall be the sole Trustee with authority regarding the administration and management of the Trust assets, including without limitation the making of investment decisions.
3. Whenever only one of the Donors is serving as Trustee along with RICHARD FULLERTON and KIMBERLY FULLERTON NELSON, then in all matters regarding the manner and beneficiaries of distributions, and regarding the allocation of the total amount available for distribution among the various beneficiaries, the said Donor shall have two (2) votes, and RICHARD FULLERTON and KIMBERLY FULLERTON NELSON shall each have one (1) vote.
4. Except as otherwise expressly provided in this Trust Agreement, each Trustee shall have equal authority regarding the manner and beneficiaries of distributions, and regarding the allocation of the total amount available for distribution among the various beneficiaries.
5. Except as otherwise expressly provided in this Trust Agreement, all decisions regarding the Trust shall require the unanimous consent of the Trustees; provided, that if the number of Trustees serving is three (3) or greater, a decision may be made by a majority of the Trustees serving unless otherwise expressly provided in this Trust Agreement.

F. Resignation of Trustees. Any Trustee may resign at any time, without stating or giving a reason for resigning, by executing a signed writing and delivering it to any other Trustee then serving, and to the successor Trustee or Trustees designated as provided in Paragraph A. of this Article. A resignation shall be effective upon a successor Trustee's written acceptance of his, her or its appointment, or upon the receipt of said resignation by all of the other Trustees then serving, if no successor Trustee is to be appointed.

G. Removal of Trustees. In the event neither of the Donors is serving as Trustee, then the following persons, alternatively and successively in the order named, shall have the power to remove, in his, her or their sole discretion, any or all of the Trustees then serving: (1) JOHN FULLERTON and JESSICA FULLERTON acting jointly; (2) JOHN FULLERTON individually; (3) JESSICA FULLERTON individually. Such removal shall be effected by delivering written notice of removal specifying the effective date of such removal to the Trustee to be removed, to the Donors, and to each other Trustee then in office, or if none, to the next successor Trustee. The term "alternatively and successively" as used herein shall mean that each

said person or persons shall hold the power conferred exclusively, unless or until the said person or persons shall be unable to exercise, or shall release, the power. In the event the power of removal provided by this Paragraph is exercised, a successor Trustee may be appointed as provided in this Article Fifth.

H. Number. In this Trust Agreement and in any amendment to it, references to "Trustees" or "Trustee" mean the one or more Trustees (each being read to include the other, depending on the context), whether original or successor, for the time being in office.

ARTICLE SIXTH

Administrative Powers

In extension and not in limitation of the common law and statutory powers of Trustees and other powers granted in this Trust Agreement, the Trustees shall have the following administrative powers:

A. Investment. To invest and reinvest the principal and income of the trust in such property (real, personal, or mixed) and in such manner as they shall deem proper, and from time to time to change investments as they shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interests in obligations of any corporation, association, business trust, investment trust, or common trust fund). No principal or income, however, shall be loaned directly or indirectly to any Trustee or to anyone, corporate or otherwise, who has at any time made a contribution to this Trust, or to any family member of such person. Principal or income may be loaned to anyone else only on the basis of an adequate interest charge and with adequate security.

B. Sale. To sell, lease, or exchange any personal, mixed or real property, at public auction or private sale, for such consideration and such terms as to credit or otherwise, and to make such contracts and enter into such undertakings relating to the Trust property as the Trustees consider advisable, whether or not such leases or contracts may extend beyond the duration of the Trust.

C. Borrow. To borrow money for such periods, at such rates of interest, and upon such terms as the Trustees consider advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale; to acquire or hold any real or personal property, subject to any mortgage or pledge of property acquired or held by this Trust.

D. Execution of Documents. To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments incident to any transaction in which they engage.

E. Vote. To vote, to give proxies, to participate in the reorganization, merger or consolidation of any concern, or in the sale, lease, disposition or distribution of its assets; to join with other security holders in acting through a committee depositary, voting trustees, or otherwise, and, in this connection, to delegate authority to such committee, depositary, or trustees

and to deposit securities with them or transfer securities to them; to pay assessments levied on securities or to exercise subscription rights in respect of securities.

F. **Agents.** To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate; to hold trust property without indication of fiduciary capacity but only in the name of registered nominee, provided the Trust property is at all times identified as such on the books of the Trust; to keep any or all of the trust property or funds in any place or places in the United States of America; to employ clerks, accountants, attorneys, investment counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services.

G. **Fiduciary Capacity.** The Trustees' powers are exercisable solely in the fiduciary capacity consistent with and in furtherance of the charitable purposes of this Trust as specified in Article Third, and not otherwise.

ARTICLE SEVENTH

Conflicts of Interest Policy

A. **Purpose** The purpose of the Conflict of Interest Policy is to protect the Trust's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Trustee or officer of the Trust or might result in a possible excess benefit transaction. This Policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to charitable trusts.

B. **Definitions.**

1. **Interested Person.** Any Trustee, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an Interested Person.

2. **Financial Interest.** A person has a Financial Interest if the person or a party related to such person has, directly or indirectly, through business, investment or family:

a) An ownership or investment interest in any entity with which the Foundation has a transaction or arrangement;

b) A compensation arrangement with the Trust or with any entity or individual with which the Trust has a transaction or arrangement; or

c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Trust is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A Financial Interest is not necessarily a conflict of interest. Pursuant to Paragraph C.2, a person who has a Financial Interest may have a conflict of interest only if the Trustees or appropriate committee decides that a conflict of interest exists.

For purposes of this section, a "party related to an interested person" shall mean a spouse, a descendant, an ancestor, a sibling, the spouse or descendant of a sibling, an estate or trust in which the interested person or a party related to such person has a beneficial interest, or an entity which a party related to a Trustee is a Trustee, officer, or has a financial interest.

C. Procedures.

1. Duty to Disclose. In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the Trustees and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists. After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the Trustee or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Trustees or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest.

(a) An Interested Person may make a presentation at the Trustee or committee meeting, but after the presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(b) The chairperson of the Trustees or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(c) After exercising due diligence, the governing Trustees committee shall determine whether the Trust can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing Trustees committee shall determine by a majority vote of the disinterested Trustees whether the transaction or arrangement is in the Trust's best interest, for its own benefit and whether it is fair

and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy.

(a) If the governing Board or committee has reasonable cause to believe a Trustee, officer or member of a committee has failed to disclose actual or possible conflicts of interest, it shall inform such Trustee, officer or committee member of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the Trustee, officer or committee member's response and after making further investigation as warranted by the circumstances, the Trustees or committee determines that such person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

D. Records of Proceedings. The minutes of the Trustees and all committees with Board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Trustees' or committee's decision as to whether a conflict of interest in fact existed.

2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

E. Compensation.

1. A Trustee who receives compensation, directly or indirectly, from the Trust for services is precluded from voting on matters pertaining to his or her compensation.

2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Trust for services is precluded from voting on matters pertaining to that member's compensation.

3. No voting Trustee or member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Trust, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

F. Loans. No loans shall be made by the Trust to its Trustees or officers. Any Trustee or officer who assents to or participates in the making of any such loan shall be liable to the Trust for the amount of such loan until the repayment thereof.

G. Annual Statements. Each Trustee, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

A. Has received a copy of the Conflicts of Interest Policy,

B. Has read and understands the Policy,

C. Has agreed to comply with the Policy, and

D Understands the Trust is a charitable trust and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

H. Periodic Reviews. The Trust shall perform periodic reviews concerning the following:

A. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Trust's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

I. Use of Outside Experts. When conducting the periodic reviews as provided for in Paragraph H, the Trust may, but need not, use outside advisors. If outside advisors are used, their use shall not relieve the Trustee of their responsibility for ensuring periodic reviews are conducted.

ARTICLE EIGHTH

General Provisions

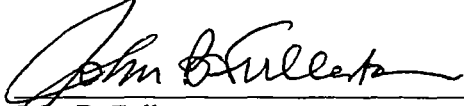
A. Third Parties. Any person may rely on a copy, certified by any Trustee or the attorney for the Trustees, of the executed original of this Trust Agreement held by the Trustees, and of any of the notations on it and writings attached to it, as fully as the person might rely on the original documents themselves. Any such person may rely fully on any statements of fact certified by anyone who appears from such original documents or from such certified copy to be a Trustee under this Trust Agreement. No one dealing with the Trustees need inquire concerning the validity of anything the Trustees purport to do. No one dealing with the Trustees need see to the application of anything paid or transferred to or upon the order of the Trustees of the Trust.

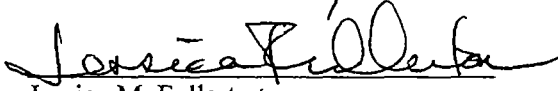
B. Colorado Law. This Trust Agreement is to be governed by the laws of the State of Colorado.

C. **Headings.** The headings appearing in this Trust Agreement are for convenience only, and are not to be looked to or relied upon for the purpose of construction.

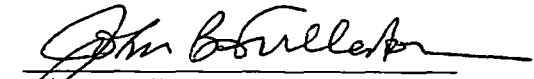
IN WITNESS WHEREOF, this Trust Agreement is executed by the Donors and the Trustees on the day and year first above written.

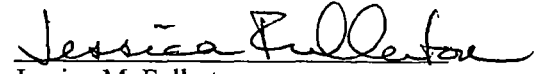
DONORS:


John B. Fullerton
Date Signed: 4/3/2012


Jessica M. Fullerton
Date Signed: 4/3/2012

TRUSTEES:



John B. Fullerton
Date Signed: 4/3/2012


Jessica M. Fullerton
Date Signed: 4/3/2012

STATE OF COLORADO)

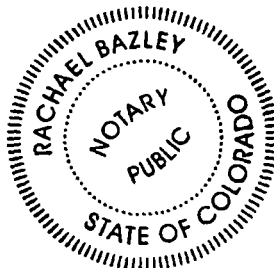
COUNTY OF PITKIN)

) ss.

 ^{RB} April 3rd 2012, before me, the undersigned, a Notary Public in and for the State of Colorado, personally appeared JOHN B. FULLERTON and JESSICA M. FULLERTON, proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to the foregoing Trust Agreement; and they acknowledged to me that they executed it as Donors and as Trustees.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year first above written.

[SEAL]




Notary Public

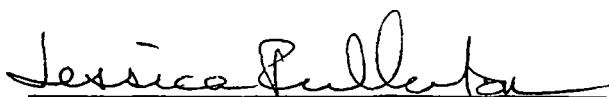
EXHIBIT B

THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST

ANNUAL STATEMENT OF TRUSTEES

I, Jessica Fullerton, as Founder and Co-Trustee of The John and Jessica Fullerton Charitable Trust dated April 3, 2012 (the "Trust"), hereby state that I:

1. Have received a copy of Article Seventh of The John and Jessica Fullerton Charitable Trust Agreement which sets forth the Trust's conflict of interest policy (the "Policy");
2. Have read and understand the Policy;
3. Agree to comply with the Policy; and
4. Understand that the Trust is a charitable and educational organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.



Name: Jessica Fullerton

Title: Founder and Co-Trustee

Date: April 3, 2012

THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST

ANNUAL STATEMENT OF TRUSTEES

I, John B. Fullerton, as Founder and Co-Trustee of The John and Jessica Fullerton Charitable Trust dated April 3, 2012 (the "Trust"), hereby state that I:

1. Have received a copy of Article Seventh of The John and Jessica Fullerton Charitable Trust Agreement which sets forth the Trust's conflict of interest policy (the "Policy");
2. Have read and understand the Policy;
3. Agree to comply with the Policy; and
4. Understand that the Trust is a charitable and educational organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.



Name: John B. Fullerton
Title: Founder and Co-Trustee
Date: April 3, 2012

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ANB BANK #0451	22.
BANYAN SECURITIES #9232	134.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	156.

FORM 990-PF OTHER EXPENSES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	44.	44.		0.
TO FORM 990-PF, PG 1, LN 23	44.	44.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
ADJUSTMENT FOR STEP-UP VERSUS CARRYOVER BASIS IN SALE OF CONTRIBUTED STOCK	436,687.
TOTAL TO FORM 990-PF, PART III, LINE 5	436,687.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS	STATEMENT	4
	PART VII-A, LINE 10		

NAME OF CONTRIBUTOR

ADDRESS

JOHN B FULLERTON

306 WEST FRANCIS STREET
ASPEN, CO 81611

JESSICA M FULLERTON

306 WEST FRANCIS STREET
ASPEN, CO 81611

FORM 990-PF	PART XV - LINE 1A	STATEMENT	5
	LIST OF FOUNDATION MANAGERS		

NAME OF MANAGER

JOHN B FULLERTON

JESSICA M FULLERTON

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST	Employer identification number (EIN) or 45-6882905
	Number, street, and room or suite no. If a P.O. box, see instructions. 306 WEST FRANCIS STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ASPEN, CO 81611	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOHN B FULLERTON, CO-TRUSTEE

- The books are in the care of ► **306 WEST FRANCIS STREET - ASPEN, CO 81611**
Telephone No. ► **303-389-1204** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **APR 3, 2012**, and ending **DEC 31, 2012**.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☒ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	100.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	100.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE JOHN AND JESSICA FULLERTON CHARITABLE TRUST	Employer identification number (EIN) or 45-6882905
	Number, street, and room or suite no. If a P.O. box, see instructions 306 WEST FRANCIS STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ASPEN, CO 81611	

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

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JOHN B FULLERTON, CO-TRUSTEE

• The books are in the care of **306 WEST FRANCIS STREET - ASPEN, CO 81611**

Telephone No. **970-920-1145**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**.

5 For calendar year , or other tax year beginning **APR 3, 2012**, and ending **DEC 31, 2012**.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☒ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	100.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	100.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature 

Title **CPA**

Date **8/14/13**

Form 8868 (Rev. 1-2013)