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

Department of the Treasury  
Internal Revenue Service

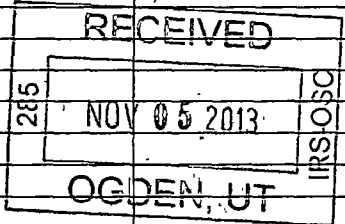
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

Open to public inspection

For calendar year 2012 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation <b>Bloedorn Foundation</b>		A Employer identification number <b>84-6025296</b>
Number and street (or P O box number if mail is not delivered to street address) <b>PO Box 1385</b>	Room/suite	B Telephone number <b>(970) 380-2501</b>
City or town, state, and ZIP code <b>Ft Morgan, CO 80701-1385</b>		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 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) ▶ \$ <b>3,283,178.</b> (Part I, column (d) must be on cash basis.)	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 <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)
1 Contributions, gifts, grants, etc., received				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		1.	1.		
4 Dividends and interest from securities		110,337.	110,337.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		56,008.			
b Gross sales price for all assets on line 6a		325,345.			
7 Capital gain net income (from Part IV, line 2)			56,008.		
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		55.	55.		Statement 1
12 Total. Add lines 1 through 11		166,401.	166,401.		
13 Compensation of officers, directors, trustees, etc		4,000.	0.		4,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 2		2,000.	1,260.		740.
c Other professional fees Stmt 3		34,902.	29,667.		5,235.
17 Interest					
18 Taxes Stmt 4		3,855.	979.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		3,671.	3,636.		35.
24 Total operating and administrative expenses Add lines 13 through 23		48,428.	35,542.		10,010.
25 Contributions, gifts, grants paid		151,395.			151,395.
26 Total expenses and disbursements. Add lines 24 and 25		199,823.	35,542.		161,405.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<33,422.>			
b Net investment income (if negative, enter -0-)			130,859.		
c Adjusted net income (if negative, enter -0-)				N/A	



SCANNED NOV 08 2013  
 Operating and Administrative Expenses

b P

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		20,517.	12,990.	12,990.	
	2	Savings and temporary cash investments		50,415.	123,183.	123,183.	
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations	Stmt 6		101,375.	101,375.	154,414.
	b	Investments - corporate stock	Stmt 7		1,079,902.	249,581.	419,627.
	c	Investments - corporate bonds	Stmt 8		964,418.	964,418.	1,038,193.
11	Investments - land, buildings, and equipment basis						
	Less accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	Stmt 9		641,066.	1,372,724.	1,534,770.	
14	Land, buildings, and equipment basis						
	Less accumulated depreciation						
15	Other assets (describe <u>Mineral interests</u> )			1.	1.	1.	
16	<b>Total assets (to be completed by all filers)</b>			<b>2,857,694.</b>	<b>2,824,272.</b>	<b>3,283,178.</b>	
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	<b>Total liabilities (add lines 17 through 22)</b>			<b>0.</b>	<b>0.</b>		
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			2,823,883.	2,824,272.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			33,811.	0.		
30	<b>Total net assets or fund balances</b>			<b>2,857,694.</b>	<b>2,824,272.</b>		
31	<b>Total liabilities and net assets/fund balances</b>			<b>2,857,694.</b>	<b>2,824,272.</b>		

**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	2,857,694.
2	Enter amount from Part I, line 27a	2	<33,422.>
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	2,824,272.
5	Decreases not included in line 2 (itemize)	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>2,824,272.</b>

**Bloedorn Foundation**

**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 Baker Hughes	P	09/13/11	04/18/12
b Hewlett Packard	P	12/08/11	08/30/12
c Cooper Industries	P	12/08/11	11/30/12
d Eaton Corp	P	11/30/12	12/17/12
e General Electric	P	01/01/75	04/18/12
f Pimco Commodity Real Ret	P	03/11/10	04/18/12
g Kraft Foods	P	01/01/75	04/18/12
h Merger Fund	P	07/19/10	04/18/12
i Merger Fund	P	05/03/10	04/18/12
j ConocoPhillips	P	01/01/75	04/18/12
k ExxonMobil	P	01/01/75	04/18/12
l Verizon Communications	P	01/01/75	04/18/12
m Proctor & Gamble	P	01/01/75	04/18/12
n Johnson & Johnson	P	01/01/75	04/18/12
o Phillips 66	P	01/01/75	05/18/12

(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 2,268.		3,170.	<902.>
b 336.		558.	<222.>
c 794.		543.	251.
d 39.		39.	0.
e 11,956.		14,376.	<2,420.>
f 20,000.		24,727.	<4,727.>
g 7,833.		2,125.	5,708.
h 13,345.		13,252.	93.
i 1,655.		1,652.	3.
j 36,302.		16,204.	20,098.
k 20,144.		3,932.	16,212.
l 7,720.		8,042.	<322.>
m 18,071.		18,910.	<839.>
n 18,626.		20,610.	<1,984.>
o 18,301.		8,775.	9,526.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<902.>
b			<222.>
c			251.
d			0.
e			<2,420.>
f			<4,727.>
g			5,708.
h			93.
i			3.
j			20,098.
k			16,212.
l			<322.>
m			<839.>
n			<1,984.>
o			9,526.

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	
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	

**Bloedorn Foundation**

**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 IShares MSCI EAFE	P	01/08/10	07/11/12
b Hussman Strategic Growth	P	01/28/10	08/24/12
c Kraft Foods	P	01/01/75	10/11/12
d IShares Russell 2000 Value	P	02/16/10	10/17/12
e IShares Russell 2000 Growth	P	01/08/10	10/17/12
f IShares S&P Midcap 400 Value	P	01/25/10	10/17/12
g IShares S&P Midcap 400 Growth	P	01/25/10	10/17/12
h Verizon Communications	P	01/01/75	10/17/12
i Proctor & Gamble	P	01/01/75	10/17/12
j Kraft Foods	P	01/01/75	10/17/12
k General Electric	P	01/01/75	10/17/12
l ConocoPhillips	P	01/01/75	10/17/12
m IShares MSCI EAFE	P	01/25/10	10/17/12
n ExxonMobil	P	01/01/75	10/17/12
o Capital Gain Distributions	P		

(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 14,697.		17,124.	<2,427.>
b 26,310.		31,701.	<5,391.>
c 15.		4.	11.
d 15,301.		12,257.	3,044.
e 15,344.		11,186.	4,158.
f 1,042.		799.	243.
g 1,354.		928.	426.
h 4,474.		3,923.	551.
i 8,670.		8,754.	<84.>
j 1,630.		382.	1,248.
k 21,840.		21,967.	<127.>
l 13,958.		6,056.	7,902.
m 10,184.		10,419.	<235.>
n 10,726.		1,924.	8,802.
o 2,410.			2,410.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<2,427.>
b			<5,391.>
c			11.
d			3,044.
e			4,158.
f			243.
g			426.
h			551.
i			<84.>
j			1,248.
k			<127.>
l			7,902.
m			<235.>
n			8,802.
o			2,410.

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
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

**Bloedorn Foundation**

**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 PowerShares DB Commodity	P		
b PowerShares DB Commodity	P		
c Abbey Capital Multi-Manager	P		
d Abbey Capital Multi-Manager	P		
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			4.
b			<54.>
c			<1,979.>
d			<2,969.>
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			4.
b			<54.>
c			<1,979.>
d			<2,969.>
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	56,008.
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 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			
b See Attached Statements			
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			
b			
c			
d			
e 325,345.		264,339.	56,008.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			56,008.

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	56,008.
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))
2011	166,554.	3,238,812.	.051424
2010	153,610.	3,096,502.	.049608
2009	140,950.	2,901,704.	.048575
2008	168,343.	3,170,414.	.053098
2007	166,507.	3,387,740.	.049150

2 Total of line 1, column (d)	2	.251855
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	.050371
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,198,376.
5 Multiply line 4 by line 3	5	161,105.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,309.
7 Add lines 5 and 6	7	162,414.
8 Enter qualifying distributions from Part XII, line 4	8	161,405.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	2,617.
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	2,617.
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	2,617.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,200.	
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	3,200.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		583.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 583. Refunded <input type="checkbox"/>	11		0.

**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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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.		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) <input type="checkbox"/> <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

N/A

**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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Wells Fargo Bank, NA</u> Telephone no. ► <u>(970) 490-6243</u> Located at ► <u>401 S College Ave, Ft Collins, CO</u> ZIP+4 ► <u>80524</u>			
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   <u>N/A</u>			
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 ►	16	Yes	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 ► <input type="checkbox"/>	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?	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 ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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

**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 propoganda, 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? **6b**  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? **N/A**  Yes  No

5b		X
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
Donald Ostwald PO Box 1385 Ft Morgan, CO 80701	Trustee 1.00	1,000.	0.	0.
Corliss Littlefield PO Box 1385 Ft Morgan, CO 80701	Trustee 1.00	1,000.	0.	0.
Jerry Jones PO Box 1385 Ft Morgan, CO 80701	Trustee 1.00	1,000.	0.	0.
Anna Segura PO Box 1385 Ft Morgan, CO 80701	Trustee 1.00	1,000.	0.	0.

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

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

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



**Part 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	3,167,550.
b	Average of monthly cash balances	1b	79,532.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,247,082.
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	3,247,082.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,706.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,198,376.
6	Minimum investment return. Enter 5% of line 5	6	159,919.

**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	159,919.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,617.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,617.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	157,302.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	157,302.
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	157,302.

**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	161,405.
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	161,405.
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	161,405.

**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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				157,302.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	291.			
b From 2008	12,280.			
c From 2009				
d From 2010	1,366.			
e From 2011	7,921.			
f Total of lines 3a through e	21,858.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	161,405.			
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				157,302.
e Remaining amount distributed out of corpus	4,103.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	25,961.			
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	291.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	25,670.			
10 Analysis of line 9:				
a Excess from 2008	12,280.			
b Excess from 2009				
c Excess from 2010	1,366.			
d Excess from 2011	7,921.			
e Excess from 2012	4,103.			

**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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 of the person to whom applications should be addressed:

**See Statement 10**

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
Statement 11				151,395.
<b>Total</b>			▶ 3a	151,395.
<b>b Approved for future payment</b>				
None				
<b>Total</b>			▶ 3b	0.





Form 990-PF	Other Income		Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Other income - Endowment TEI Fund, JP (TIN 20-2472055)	3.	3.		
Other income - Abbey Capital Multi-Manager Fund, Ltd (TIN 98-0518326)	14.	14.		
Sec 988 income - Abbey Capital Multi-Manager Fund, Ltd (TIN 98-0518326)	<43.>	<43.>		
Other income - PowerShares DB Commodity index (EIN 32-6042243)	81.	81.		
<b>Total to Form 990-PF, Part I, line 11</b>	<b>55.</b>	<b>55.</b>		

Form 990-PF	Accounting Fees		Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	2,000.	1,260.		740.
<b>To Form 990-PF, Pg 1, ln 16b</b>	<b>2,000.</b>	<b>1,260.</b>		<b>740.</b>

Form 990-PF	Other Professional Fees		Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Custodial fees	34,902.	29,667.		5,235.
<b>To Form 990-PF, Pg 1, ln 16c</b>	<b>34,902.</b>	<b>29,667.</b>		<b>5,235.</b>

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign withholding	979.	979.		0.	
Excise tax (Prior year)	1,060.	0.		0.	
Excise tax (Estimates)	1,816.	0.		0.	
To Form 990-PF, Pg 1, ln 18	3,855.	979.		0.	

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment expenses	3,601.	3,601.		0.	
Miscellaneous expenses	70.	35.		35.	
To Form 990-PF, Pg 1, ln 23	3,671.	3,636.		35.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	6
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US Treasury Bond	X		101,375.	154,414.
Total U.S. Government Obligations			101,375.	154,414.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			101,375.	154,414.

**The Bloedorn Foundation**  
**84-6025296**  
**2012**

Statement 7

**Part II, Line 10 (b)**

Corporate stock

	No. Shares	Book Value	FMV
Abbott Labs	10	\$ 545	\$ 655
Affiliated Managers Group	10	943	1,301
Aflac	75	3,908	3,984
Anheuser-Busch	20	1,190	1,748
Apache Corp	5	472	392
Apple	10	4,154	5,322
Berkshire Hathaway	10	772	897
BHC Billiton Ltd	10	737	784
Boeing	10	705	754
Capital One Financial	51	2,094	2,954
Celanese	15	654	668
Chevron Corp	1,255	47,511	135,716
Cisco Systems	145	3,751	2,849
CME Group	6	326	304
Comcast	108	2,632	4,035
ConocoPhillips	930	23,469	53,931
CSV Caremark	25	1,166	1,209
Diageo PLC	10	859	1,166
Eaton Corp	7	363	379
EMC Corp	35	818	885
Exxon Mobil Corp	450	7,529	38,947
Gilead Sciences	15	1,046	1,102
Goldman Sachs Group	5	502	638
Google	5	3,778	3,537
Idearc	50	1,598	0
Intel Corp	150	3,166	3,093
Johnson & Johnson	705	49,255	49,421
Johnson Controls	20	634	613
JP Morgan Chase	85	3,647	3,737
Kraft Foods Incorporated	127	1,386	5,775
Microsoft	125	3,634	3,339
Mondelez Int'l	487	3,277	12,396
Nestle SA	15	836	977
Novartis	10	546	633
Oracle Corp	126	3,651	4,198
Proctor & Gamble	505	35,368	34,284
Schlumberger	10	727	693
Target	62	3,728	3,669
Teva Pharmaceutical	20	800	747
Thermo Fisher Scientific	15	683	957
TJX Cos	30	940	1,273
Total SA	15	786	780
Union Pacific	5	505	629
United Parcel Service	10	724	737
UnitedHealth Group	64	2,369	3,471
US Bancorp	35	905	1,118
Verizon Communications	395	15,496	17,092
Vodafone Group	25	676	630
Walt Disney	30	1,084	1,494
3M Co	40	3,236	3,714
		<b>\$ 249,581</b>	<b>\$ 419,627</b>

Part II, Line 10(b)

**The Bloedorn Foundation**  
**84-6025296**  
**2012**

**Statement 8**

**Part II, Line 11©**

Corporate bonds

	No. Shares	Book Value	FMV
Dreyfus Emerging Markets Debt	8,098 09	\$ 115,000	\$ 124,225
Eaton Vance Floating Rate Fund	8,241 76	74,912	75,165
Fidelity Advisors Emerging Markets	4,971 61	63,000	74,723
Ishares Iboxx \$ Investment Gr Corporate Bond Fd	2,283 00	250,045	276,220
Pimco Foreign Bond Fd	10,589 07	109,000	114,256
Ridgeworth Seix High Yield Bond Fd	16,366 42	152,365	166,283
Vanguard Intermediate Term B	630 00	52,351	55,597
Vanguard Short-Term Bond ETF	1,449 00	117,745	117,355
Western Asset Emerging Market	5,825.24	30,000	34,369

Part II, Line 13

\$ 964,418 \$ 1,038,193

**Statement 9**

**Part II, Line 13**

Other investments

	No. Shares	Book Value	FMV
(c) Abbey Capital Multi-Manager Fd	1,019 37	\$ 85,363	\$ 84,157
Arbitrage Fund	3,015 42	40,000	38,507
Credit Suisse Commodity Return	3,136 76	25,000	25,188
Diamond Hill Long-Short Fd	1,488.98	25,000	27,323
Elements Rogers Total Return	7,440 00	54,373	64,133
Elements Rogers Int'l Commodity Index	4,427 00	28,080	28,953
Endowment TEI Fund LP	1,873 00	103,557	103,844
Gateway Fund	476 86	13,090	12,928
Highbridge Stat Mkt	1,619 17	25,000	24,368
Ishares Core S&P Small-Cap	372 00	21,942	29,053
Ishares Dow Jones Select Dividend	1,754 00	90,812	100,399
Ishares Inc MSCI Pacific Ex-Japan	2,476 00	105,316	116,719
Ishares MSCI EAFE	2,515 00	137,831	143,003
Ishares Russell 2000 Growth Index	932.00	75,536	88,829
Ishares Russell 2000 Value Index	345 00	20,937	26,051
Ishares Tr Cohen & Steers Realty	1,015 00	53,767	79,718
Ishares Tr MSCI Emerging Markets	1,645 00	67,707	72,956
Ishares Tr Russell Midcap Growth	1,480 00	68,102	92,944
Ishares Tr Russell Midcap Value	1,421 00	54,275	71,391
Ivy Asset Strategy	970 50	25,000	25,301
Merger Fd	1,190 09	18,748	18,839
Pimco Commodity Real Return	4,016 25	30,273	26,668
Powershares DB Commodity Index	78 00	2,168	2,167
Powershares Listed Private Equity	2,855 00	25,253	28,893
Spdr DJ Wilshire International Real Estate	1,845 00	62,663	76,291
Vanguard MSCI Emerging Markets	1,826 00	73,236	81,312
Vanguard REIT Viper	481 00	26,582	31,650
Wells Fargo Advantage Asset Allocation Fd	1,022 09	13,113	13,185

Part II, Line 13

\$ 1,372,724 \$ 1,534,770

Form 990-PF

Grant Application Submission Information  
Part XV, Lines 2a through 2d

Statement 10

Name and Address of Person to Whom Applications Should be Submitted

Jerry Jones  
PO Box 1385  
Ft Morgan, CO 80701

Telephone Number

(970)867-2768

Form and Content of Applications

A letter explaining the need for assistance. No special information or materials is needed.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

No restrictions, but Morgan County, Colorado is preferred.

**The Bloedorn Foundation**  
**84-6025296**  
**2012**

**Part XV - Line 3a**

**Statement 11**

	Relationship	Foundation Status	Purpose	Amount
Contributions paid during the year				
Brush School District RE-2 Brush, Colorado	None	School	Scholarships	\$ 6,000
Fort Morgan School District RE-3 Fort Morgan, Colorado	None	School	Scholarships	17,250
Fort Morgan School District RE-3 Fort Morgan, Colorado	None	School	Programs	6,000
Independent Higher Education of Colorado Denver, Colorado	None	Foundation	Scholarships	5,000
Prairie School District RE-11J New Raymer, Colorado	None	School	Scholarships	800
Weldon Valley School District RE-20 Weldona, Colorado	None	School	Scholarships	2,880
Wiggins School District RE-50 Wiggins, Colorado	None	School	Scholarships	3,965
Woodlin School District R-104 Woodrow, Colorado	None	School	Scholarships	1,000
School for the Performing Arts Fort Morgan, Colorado	None	School	Grant	12,500
Morgan Community College Fort Morgan, Colorado	None	School	Programs	4,000
Subtotal, carried forward				<b>\$ 59,395</b>

**The Bloedorn Foundation**  
**84-6025296**  
**2012**

**Part XV - Line 3a**

**Statement 11**

	Relationship	Foundation Status	Purpose	Amount
Subtotal, brought forward				\$ 59,395
Morgan County Junior Athletics X-Statics Fort Morgan, Colorado	None	Charitable	Programs	500
Morgan/Washington Bi-County Student Science Fair Fort Morgan, Colorado	None	Charitable	Program	600
United Way of Morgan County Fort Morgan, Colorado	None	Charitable	Charitable	7,500
Harold DeHaan American Legion Fort Morgan, Colorado	None	Civic	Summer Baseball	1,000
Fort Morgan Heritage Foundation Fort Morgan, Colorado	None	Foundation	Redesign Gallery & Exhibits	20,000
Fort Morgan Heritage Foundation Fort Morgan, Colorado	None	Foundation	Programs	2,500
Baby Bear Hugs (Regional Home Visitation Program Fort Morgan, Colorado	None	Charitable	Charitable	3,000
S.H.A.R.E. Incorporated Fort Morgan, Colorado	None	Civic	Charitable	8,000
Center for Hearing Speech & Language 4280 Hale Parkway, Denver, Colorado	None	Charitable	Charitable	1,500
Caring Ministries Fort Morgan, Colorado	None	Charitable	Grant	10,000
Chrst Congregational Church Fort Morgan, Colorado	None	Church	Charitable	400
First Christian Church Fort Morgan, Colorado	None	Church	Charitable	400
Immanuel Evangelical Church Fort Morgan, Colorado	None	Church	Charitable	400
Seventh Day Adventist Church Fort Morgan, Colorado	None	Church	Charitable	400
Subtotal, carried forward				<u>\$ 115,595</u>

**The Bloedorn Foundation**  
**84-6025296**  
**2012**

**Part XV - Line 3a**

**Statement 11**

	Relationship	Foundation Status	Purpose	Amount
Subtotal, brought forward				\$ 115,595
Calvary Baptist Church Fort Morgan, Colorado	None	Church	Charitable	400
St. Helena Catholic Church Fort Morgan, Colorado	None	Church	Charitable	400
St Charles Episcopal Church Fort Morgan, Colorado	None	Church	Charitable	400
Trinity Lutheran Church Fort Morgan, Colorado	None	Church	Charitable	400
United Methodist Church Fort Morgan, Colorado	None	Church	Charitable	1,500
United Presbyterian Church Fort Morgan, Colorado	None	Church	Charitable	1,500
Grace Bible Church Fort Morgan, Colorado	None	Church	Charitable	400
The Sanctuary Fort Morgan, Colorado	None	Church	Charitable	400
Lutheran Church of Our Redeemer Fort Morgan, Colorado	None	Church	Charitable	400
Platte Valley Festival Band Fort Morgan, Colorado	None	Civic	Bandshell	20,000
S A R A. Fort Morgan, Colorado	None	Charitable	Program	10,000
<b>Total Contributions</b>				<b><u>\$ 151,395</u></b>

# Application for Extension of Time To File an Exempt Organization Return

▶ 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](http://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

<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>Bloedorn Foundation</b>	Employer identification number (EIN) or <b>84-6025296</b>
<small>File by the due date for filing your return. See instructions</small>	Number, street, and room or suite no. If a P.O. box, see instructions. <b>PO Box 1385</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>Ft Morgan, CO 80701-1385</b>	

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

**Wells Fargo Bank, NA**

• The books are in the care of ▶ **401 S College Ave - Ft Collins, CO 80524**  
 Telephone No. ▶ **(970) 490-6243** 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 **2012** or  
 ▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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.	<b>3a</b>	\$	<b>3,200.</b>
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.	<b>3b</b>	\$	<b>1,816.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>1,384.</b>

**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.

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

**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 <b>Bloedorn Foundation</b>	Employer identification number (EIN) or <b>84-6025296</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>PO Box 1385</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>Ft Morgan, CO 80701-1385</b>	

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-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.**

**Wells Fargo Bank, NA**

• The books are in the care of **401 S College Ave - Ft Collins, CO 80524**

Telephone No. **(970) 490-6243**

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 **2012**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

**Additional time is needed to prepare a complete and accurate tax return. K-1s have yet to be received from some of the Foundation's investments.**

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	\$	<b>3,200.</b>
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	\$	<b>3,200.</b>
c <b>Balance due.</b> 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	\$	<b>0.</b>

**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 **Deanna Beattie** Title **CPA**

Date **8/14/13**