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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

OMB No 1545-0052
2012
Open to Public Inspection

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

For calendar year 2012, or tax year beginning 09-01-2012 , and ending 08-31-2013

Name of foundation The Believers Foundation Inc		A Employer identification number 59-2851282
Number and street (or P O box number if mail is not delivered to street address) Post Office Box 428	Room/suite	B Telephone number (see instructions) (813) 681-5796
City or town, state, and ZIP code Mango, FL 33550		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"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 19,536,973	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	15,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	10	10		
	4 Dividends and interest from securities	408,244	408,244		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-542,976			
	b Gross sales price for all assets on line 6a	4,309,426			
	7 Capital gain net income (from Part IV, line 2)		0		
	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) (attach schedule)					
11 Other income (attach schedule)	34,914	24,768			
12 Total. Add lines 1 through 11	-84,808	433,022			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	107,894	0		0
	14 Other employee salaries and wages	52,690	0		0
	15 Pension plans, employee benefits	42,566	0		0
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	18,219	14,211		0
	c Other professional fees (attach schedule)	66,027	65,778		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,170	0		0
	19 Depreciation (attach schedule) and depletion	25,528	0		0
	20 Occupancy	18,769	0		0
	21 Travel, conferences, and meetings	31,304	0		31,304
	22 Printing and publications	5,744	0		1,206
	23 Other expenses (attach schedule)	51,159	10,668		37,857
	24 Total operating and administrative expenses. Add lines 13 through 23	431,070	90,657		70,367
	25 Contributions, gifts, grants paid	2,245,557			2,245,557
26 Total expenses and disbursements. Add lines 24 and 25	2,676,627	90,657		2,315,924	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-2,761,435				
b Net investment income (if negative, enter -0-)		342,365			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	212,722	91,419	91,419		
	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 (attach schedule) (see page 15 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ 314,891 Less allowance for doubtful accounts ▶ _____ 0	326,411	314,891	314,891		
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	13,923,720	12,899,111	13,284,513		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	7,371,234	5,790,589	4,896,950		
	14	Land, buildings, and equipment basis ▶ _____ 513,812 Less accumulated depreciation (attach schedule) ▶ _____ 154,014	385,326	359,798	949,200		
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,219,413	19,455,808	19,536,973			
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 (attach schedule)					
22	Other liabilities (describe ▶ _____)	339	0				
23	Total liabilities (add lines 17 through 22)	339	0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
27	Capital stock, trust principal, or current funds	0	0				
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0				
29	Retained earnings, accumulated income, endowment, or other funds	22,219,074	19,455,808				
30	Total net assets or fund balances (see page 17 of the instructions)	22,219,074	19,455,808				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	22,219,413	19,455,808				

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	22,219,074
2	Enter amount from Part I, line 27a	2	-2,761,435
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	19,457,639
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,831
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,455,808

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
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	-542,976
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) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	4,186,207	23,122,173	0.181047
2010	3,582,141	26,252,030	0.136452
2009	3,634,616	27,618,176	0.131602
2008	3,873,160	32,586,426	0.118858
2007	3,504,474	32,401,929	0.108156

2	Total of line 1, column (d).	2	0.676115
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	0.135223
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	20,105,326
5	Multiply line 4 by line 3.	5	2,718,702
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,424
7	Add lines 5 and 6.	7	2,722,126
8	Enter qualifying distributions from Part XII, line 4.	8	2,315,924

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 page 18 of the 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	6,847
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	6,847
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	6,847
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	17,688
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	17,688
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	10,841
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ 10,841 Refunded ▶	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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ <u>0</u> (2) On foundation managers ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL, GA		
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? <i>If "No," attach explanation .</i>	Yes	
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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address None	13	Yes	
14	The books are in care of Kenneth G Fuller Telephone no (813) 681-5796 Located at PO Box 428 Mango FL ZIP+4 33550			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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		
1b	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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
1c	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	No
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 20__ , 20__ , 20__ , 20__		
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)	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 20__ , 20__ , 20__ , 20__		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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)? (see instructions). <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d). <input type="checkbox"/></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	No
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 (see instructions).

(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
Stephen L Jaeb PO Box 428 Mango, FL 33550	President 10 00	0	0	0
Kenneth G Fuller PO Box 428 Mango, FL 33550	Vice President/Executive Director 40 00	110,186	19,163	0
Sandra D Jaeb PO Box 428 Mango, FL 33550	Secretary/Treasurer 1 00	0	0	0

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). 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 The Paige Project - The Foundation published and disseminated a religious/inspirational book written and illustrated by a young girl handicapped by a rare neuromuscular degenerative disease. The book is intended to challenge, move, and inspire readers to strengthen their faith and hope in Jesus Christ.	16,764
2 The Foundation trains pastors and teaches in schools in Asia.	8,675
3 The Foundation is directly involved in the day to day operations of MEDA in Honduras, Central America and directly incurs expenses relating to the operation of the seminary. The Foundation is also directly involved in the day to day operations of Exalting Christ in Honduras, an organization created to take over the assets and operations of MEDA.	7,787
4 The Foundation supports individuals and missionaries from related ministries who speak at various local events by providing small honorariums for their time.	1,305

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions.	
3	

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	13,643,591
b	Average of monthly cash balances.	1b	160,239
c	Fair market value of all other assets (see instructions).	1c	6,607,668
d	Total (add lines 1a, b, and c).	1d	20,411,498
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	20,411,498
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	306,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,105,326
6	Minimum investment return. Enter 5% of line 5.	6	1,005,266

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	1,005,266
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	6,847
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	295
c	Add lines 2a and 2b.	2c	7,142
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	998,124
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	998,124
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	998,124

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	2,315,924
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	2,315,924
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 (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,315,924

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				998,124
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	2,063,650			
b From 2008.	2,254,125			
c From 2009.	2,263,997			
d From 2010.	2,282,164			
e From 2011.	3,043,759			
f Total of lines 3a through e.	11,907,695			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>2,315,924</u>				
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.				998,124
e Remaining amount distributed out of corpus	1,317,800			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,225,495			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	2,063,650			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	11,161,845			
10 Analysis of line 9				
a Excess from 2008.	2,254,125			
b Excess from 2009.	2,263,997			
c Excess from 2010.	2,282,164			
d Excess from 2011.	3,043,759			
e Excess from 2012.	1,317,800			

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

1a 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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 organization 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))

See Additional Data Table

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
 Ken Fuller Executive Director
 PO Box 428
 Mango, FL 33550
 (813) 681-5796

b The form in which applications should be submitted and information and materials they should include
 None Specified

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
 Religious Organizations

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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 2,245,557
b <i>Approved for future payment</i>				
Total				3b 0

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

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

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name Michele M Wales Preparer's Signature Michele M Wales Date 2014-07-09 Check if self-employed PTIN P00428093 Firm's name Batts Morrison Wales & Lee PA Firm's address Orlando, FL 32801 Firm's EIN 20-4193611 Phone no (407) 770-6000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Bennu Investment Partners, L P	D		
Veritable Silver Point Partners, L P	D		
Veritable Silver Point Partners, L P	D		
Veritable WCP Partners, L P	D		
Veritable WCP Partners, L P	D		
Veritable - Publicly traded securities	D		
Bankers South High Yield Fund A, LLC	D		
Bankers South High Yield Fund A, LLC	D		
Vittoria Offshore Fund, Ltd	D		
Pleiades Offshore Fund, Ltd	D		
Publicly traded securities	P		
Publicly traded securities	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,199			9,199
761			761
302			302
11			11
2,786			2,786
2,184,111		2,409,220	-225,109
9,310			9,310
1,473			1,473
1,650,000		1,490,320	159,680
410,000		952,862	-542,862
1,268			1,268
40,205			40,205

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			9,199
			761
			302
			11
			2,786
			-225,109
			9,310
			1,473
			159,680
			-542,862
			1,268
			40,205

Form 990PF Part XV Line 1a - 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).

Stephen L Jaeb
Sandra D Jaeb

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
Baptist Mid-Missions 7749 Webster Road Cleveland, OH 44130	None	Public Charity or Eq	To Spread the Gospel of Christ	20,000
Bible Basics International PO Box 726 Odessa, FL 33556	None	Public Charity or Eq	To Spread the Gospel of Christ	15,000
Christ Baptist Church PO Box 857 Fauna Park Pietersburg SF	None	Foreign Nonprofit -	To Spread the Gospel of Christ	250,000
Christolized Ministries Inc 4547 Village Wood Drive Orlando, FL 32835	None	Public Charity or Eq	To Spread the Gospel of Christ	25,000
Comm Bible Church of Vallejo Solano County Inc - Exalting Christ Min 710 Broadway Street Vallejo, CA 94590	None	Public Charity or Eq	To Spread the Gospel of Christ	167,057
Cornerstone Seminary 710 Broadway Street Vallejo, CA 94590	None	Public Charity or Eq	To Spread the Gospel of Christ	90,000
Eglise Evangelique Internationale de Geneve Route des Jeunes 12 CH-1227 Carouge, Geneva SZ	None	Foreign Nonprofit -	To Spread the Gospel of Christ	7,000
Exalting Christ in Honduras Inc PO Box 427 Mango, FL 33550	None	Public Charity or Eq	To Spread the Gospel of Christ	5,000
Expositors Seminary Inc 17475 Jonathan Drive Jupiter, FL 33477	None	Public Charity or Eq	To Spread the Gospel of Christ	60,000
Faith Bible Church 4907 Highway 34 East Sharpsburg, GA 30277	None	Public Charity or Eq	To Spread the Gospel of Christ	55,000
Fellowship Bible Church PO Box 427 Mango, FL 33550	None	Public Charity or Eq	To Spread the Gospel of Christ	35,000
Friends of Israel Gospel Ministry Inc PO Box 908 Bellmawr, NJ 08099	None	Public Charity or Eq	To Spread the Gospel of Christ	10,000
Grace Baptist Church PO Box 12 Cedarville, OH 45314	None	Public Charity or Eq	To Spread the Gospel of Christ	35,000
Grace Bible Church of Tampa 12101 N 56th Street Tampa, FL 33617	None	Public Charity or Eq	To Spread the Gospel of Christ	101,000
Grace Bible Sanctuary 726 James Circle NE Palm Bay, FL 32905	None	Public Charity or Eq	To Spread the Gospel of Christ	10,000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
Grace Community Church of the Valley 13248 Roscoe Boulevard Sun Valley, CA 91352	None	Public Charity or Eq	To Spread the Gospel of Christ	474,000
Grace Ministries International 40 Cleveland Road Pleasant Hill, CA 94532	None	Public Charity or Eq	To Spread the Gospel of Christ	5,000
Joni and Friends PO Box 3333 Agoura Hills, CA 91376	None	Public Charity or Eq	To Spread the Gospel of Christ	50,000
Leadership Resources International 12575 Ridgeland Avenue Palos Heights, IL 60463	None	Public Charity or Eq	To Spread the Gospel of Christ	100,000
Master's Mission PO Box 547 Robbinsville, NC 28771	None	Public Charity or Eq	To Spread the Gospel of Christ	40,500
Masters Academy International Inc 24307 Magic Mountain Parkway 540 Valencia, CA 91355	None	Public Charity or Eq	To Spread the Gospel of Christ	139,000
Masters College and Seminary 13248 Roscoe Boulevard Sun Valley, CA 91352	None	Public Charity or Eq	To Spread the Gospel of Christ	35,000
MEDA Apartado Postal 199 Siguatepeque, Comayagua HO	None	Foreign Nonprofit -	To Spread the Gospel of Christ	3,000
Memorial Baptist Church PO Box 31 Pulaski, VA 24301	None	Public Charity or Eq	To Spread the Gospel of Christ	15,000
More Than Bread 5800A Hannum Avenue Suite 250 Culver City, CA 90230	None	Public Charity or Eq	To Spread the Gospel of Christ	25,000
NEMA Foundation Inc dba Provision Bridge PO Box 337 Tallulah Falls, GA 30573	None	Public Charity or Eq	Contribution to donor advised fund	100,000
Proclaiming the Gospel PO Box 940871 Plano, TX 75094	None	Public Charity or Eq	To Spread the Gospel of Christ	30,000
Propempe International Inc 90-F Glenda Trace 405 Newnan, GA 30265	None	Public Charity or Eq	To Spread the Gospel of Christ	50,000
Shepherds Baptist Ministries Inc 1805 15th Avenue Union Grove, WI 53182	None	Public Charity or Eq	To Spread the Gospel of Christ	50,000
Slavic Gospel Association 6151 Commonwealth Drive Loves Park, IL 61111	None	Public Charity or Eq	To Spread the Gospel of Christ	125,000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
United Ministries Fellowship PO Box 6835 Glendale, AZ 85312	None	Public Charity or Eq	To Spread the Gospel of Christ	14,000
Valley Bible Church 3347 West Avenue J Lancaster, PA 93536	None	Public Charity or Eq	To Spread the Gospel of Christ	25,000
Verse By Verse Ministries Inc PO Box 5884 Clearwater, FL 33758	None	Public Charity or Eq	To Spread the Gospel of Christ	30,000
Word of Grace Bible Church 1317 NW 12th Avenue Battle Ground, WA 98604	None	Public Charity or Eq	To Spread the Gospel of Christ	50,000
Total			3a	2,245,557

Schedule B
(Form 990, 990-EZ, or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

Name of the organization

The Believers Foundation Inc

Employer identification number

59-2851282

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 33¹/₃% 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).

Name of organization
The Believers Foundation Inc

Employer identification number
59-2851282

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
1	Mrs Lorena Jaeb Post Office Box 428 Mango, FL 33550	\$ 15,000	Person <input checked="" 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)
_____	_____ _____ _____	\$ _____	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 Believers Foundation Inc

Employer identification number
59-2851282

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
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization
The Believers Foundation Inc

Employer identification number
59-2851282

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 See instructions) ▶ \$
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
_____ _____ _____	_____ _____ _____

(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
_____ _____ _____	_____ _____ _____

(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
_____ _____ _____	_____ _____ _____

(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
_____ _____ _____	_____ _____ _____

TY 2012 Accounting Fees Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting & Tax Advisory Services	18,219	14,211		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Video Camera	1990-09-24	1,060	1,060	SL	12 000000000000	0	0		
Tape Duplicator	1995-09-28	1,434	1,434	200DB	5 000000000000	0	0		
Laptop Computer	1999-02-15	1,174	1,174	200DB	5 000000000000	0	0		
Office 2000 Software	1999-05-20	513	513	SL	3 000000000000	0	0		
Automobile	2000-03-31	22,000	22,000	SL	5 000000000000	0	0		
Computer	2000-11-13	2,012	2,012	200DB	5 000000000000	0	0		
Computer	2001-07-02	2,211	2,211	200DB	5 000000000000	0	0		
Filing Cabinets	2001-08-21	547	547	200DB	7 000000000000	0	0		
LCD Projector	2001-09-22	4,172	4,172	200DB	7 000000000000	0	0		
Xerox Fax Machine	2002-07-12	1,524	1,524	200DB	7 000000000000	0	0		
Bookshelves	2002-12-12	674	674	200DB	7 000000000000	0	0		
Laptop Computer	2003-01-23	1,284	1,284	200DB	5 000000000000	0	0		
Laptop Computer	2003-04-15	1,140	1,140	200DB	5 000000000000	0	0		
Xerox Copier	2003-01-23	12,476	12,476	200DB	7 000000000000	0	0		
Home	2009-10-31	196,110	14,456	SL	39 000000000000	5,028	0		
Leasehold Improvements	2009-10-31	110,012	25,358	150DB	15 000000000000	8,465	0		
Leasehold Improvements	2009-10-31	150,935	34,791	150DB	15 000000000000	11,614	0		
Leasehold Improvements	2010-10-31	3,000	570	150DB	15 000000000000	243	0		
Printer	2011-10-21	600		200DB	7 000000000000	0	0		
Laptop Computer	2012-08-13	934	23	200DB	5 000000000000	178	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Expenditure Responsibility Statement

Name: The Believers Foundation Inc

EIN: 59-2851282

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Ministerios Evangelicos De Las Americas	Apartado Postal 199 Siguatepeque Comayagua HO	2013-08-31	3,000	To support the general operations of the grantee organization, for the purpose of training church leaders through conferences and materials	3,000	No diversion of funds from the purpose of the grant	June 30, 2014		
Eglise Evangelique Internationale de Geneve	Route des Jeunes 12 CH-1227 Carouge, Geneva SZ	2013-08-31	7,000	To support the training and equipping of individuals in Switzerland for leadership in Christian service	7,000	No diversion of funds from the purpose of the grant	June 28, 2014		
Chnst Baptist Church	PO Box 857 Fauna Park Pietersburg SF	2013-08-31	250,000	To support the training and equipping of individuals in South Africa for leadership in Christian service	250,000	No diversion of funds from the purpose of the grant	January 20, 2014		

TY 2012 General Explanation Attachment

Name: The Believers Foundation Inc

EIN: 59-2851282

Identifier	Return Reference	Explanation
	Form 990-PF, Part III, Line 5	A prior period adjustment was made to the Foundation's books and records to correct a minor return of capital partnership distribution that was inadvertently recorded as income in the prior tax year

Identifier	Return Reference	Explanation
	Form 990-PF, Part VII-A, Line 12	<p>During the year ended August 31, 2013, the Foundation made a distribution in the amount of \$100,000 to a donor advised fund over which the Foundation had advisory privileges and has treated this distribution as a qualifying distribution. The Foundation made this irrevocable distribution to a donor advised fund sponsored by NEMA Foundation, Inc. d/b/a Provision Bridge for the purpose of providing assistance to needy families or individuals that are unrelated to the Foundation or its disqualified persons in order to meet the human needs of people in distress. The Sponsoring Organization vets proposed recipients that have a demonstrated financial need and meet other specific criteria of the Sponsoring Organization. Distributions are only made to approved recipients as needed. The Foundation's Board of Directors serves as an Advisory Committee to advise the Sponsoring Organization of its wishes concerning distributions from the donor advised fund, but understands that the Sponsoring Organization will evaluate whether the advice is consistent with the specific needs of the proposed recipient and deserving of the support according to the criteria of the Sponsoring Organization.</p>

Identifier	Return Reference	Explanation
	Form 990-PF, Part VIII, Line 1, Column (c)	The compensation reported for the Executive Director includes non-cash compensation provided to the Executive Director of approximately \$21,500

Identifier	Return Reference	Explanation
		<p>During the tax year, the Foundation identified an administrative error in connection with the making of an HSA contribution on behalf of the Executive Director and in the inadvertent use of a corporate credit card for a personal expenditure of the Executive Director. The error resulted in the booking of a receivable from the Executive Director of approximately \$5,500. Due to a clerical oversight, the settlement of the receivable was overlooked and was not completed as of the end of the Foundation's tax year. However, settlement of the receivable has been completed as of the date of the filing of this tax return.</p>

**TY 2012 Investments Corporate
Stock Schedule****Name:** The Believers Foundation Inc**EIN:** 59-2851282

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Veritable	12,015,734	12,173,838
Merrill Lynch Funds	676,377	903,675
Virtual Bible, Inc.	207,000	207,000

TY 2012 Investments - Other Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Bennu Investment	FMV	40,940	1,499
Veritable WCP Partners LP	FMV	0	11,689
Veritable Silverpoint LP	FMV	32,704	30,824
RFID Stock	FMV	750,000	750,000
Pleiades Offshore	FMV	654,831	244,445
Vittoria Offshore	FMV	2,408,693	1,851,913
Bankers South High Yield	FMV	995,398	1,000,000
Veritable LG BSD OP	FMV	260,000	358,557
PS DB Comm Index Tk Fd	FMV	644,599	644,599
Coin Investment	FMV	3,424	3,424

TY 2012 Land, Etc. Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Video Camera	1,060	1,060	0	
Tape Duplicator	1,434	1,434	0	
Laptop Computer	1,174	1,174	0	
Office 2000 Software	513	513	0	
Automobile	22,000	22,000	0	
Computer	2,012	2,012	0	
Computer	2,211	2,211	0	
Filing Cabinets	547	547	0	
LCD Projector	4,172	4,172	0	
Xerox Fax Machine	1,524	1,524	0	
Bookshelves	674	674	0	
Laptop Computer	1,284	1,284	0	
Laptop Computer	1,140	1,140	0	
Xerox Copier	12,476	12,476	0	
Home	196,110	19,484	176,626	
Leasehold Improvements	110,012	33,823	76,189	
Leasehold Improvements	150,935	46,405	104,530	
Leasehold Improvements	3,000	813	2,187	
Printer	600	600	0	
Laptop Computer	934	668	266	

TY 2012 Other Decreases Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Description	Amount
Prior period adjustment	1,831

TY 2012 Other Expenses Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Office Expense	9,119	7,113		2,006
Postage & Shipping	677	528		149
Telephone & Internet	3,881	3,027		854
Insurance	2,345	0		0
Pastor Training Expenses	8,675	0		8,675
Exalting Christ in Honduras	98	0		98
MEDA	7,688	0		7,688
Honorarium	1,305	0		1,305
Miscellaneous	289	0		0
Missionary expenses	318	0		318
Paige's Project	16,764	0		16,764

TY 2012 Other Income Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Partnership income	27,950	24,768	27,950
Federal income tax refund	6,964		6,964

TY 2012 Other Liabilities Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Description	Beginning of Year - Book Value	End of Year - Book Value
Federal W/H Tax Payable	206	0
Medicare Tax Payable	34	0
Social Security Tax Payable	99	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2012 Other Notes/Loans
Receivable Long Schedule**

Name: The Believers Foundation Inc

EIN: 59-2851282

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Berean Bible Community Church Inc	None	452,500	0	1999-08	2029-09	Monthly Payments Adj Interest	0 %	Mortgage	Religious purposes		0

TY 2012 Other Professional Fees Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Steadfast Financial Services	5,000	5,000		0
Other Professional Fees	1,131	882		0
Investment Management	59,896	59,896		0

TY 2012 Taxes Schedule

Name: The Believers Foundation Inc

EIN: 59-2851282

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	51	0		0
Payroll Tax	11,028	0		0
Other Taxes	91	0		0