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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation AMERICA FIRST FOUNDATION		A Employer identification number 01-0658759
Number and street (or P O box number if mail is not delivered to street address) 1004 FARNAM STREET, SUITE 400		B Telephone number 402-444-1630
City or town, state or province, country, and ZIP or foreign postal code OMAHA, NE 68102		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,077,044.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		100,000.			
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		482.	482.	482.	STATEMENT 1
4 Dividends and interest from securities		19,214.	19,214.	19,214.	STATEMENT 2
5a Gross rents					
b Net rental income (or loss)					
6a Net gain (or loss) from sale of assets not on line 10		155,667.			
b Gross sales price for all assets on line 6a		367,753.			
7 Capital gain net income (from Part IV, line 2)			155,667.		
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		101.	0.	101.	STATEMENT 3
12 Total. Add lines 1 through 11		275,464.	175,363.	19,797.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		150.	0.	0.	0.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		1,450.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		12,604.	11,997.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		14,204.	11,997.	0.	0.
25 Contributions, gifts, grants paid		493,350.			493,350.
26 Total expenses and disbursements. Add lines 24 and 25		507,554.	11,997.	0.	493,350.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<232,090.>			
b Net investment income (if negative, enter -0-)			163,366.		
c Adjusted net income (if negative, enter -0-)				19,797.	

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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	36,114.	5,651.	5,651.
	2 Savings and temporary cash investments	158,023.	137,514.	137,514.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	536,812.	416,921.	724,321.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	245,610.	186,818.	209,558.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	976,559.	746,904.	1,077,044.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	976,559.	746,904.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	976,559.	746,904.	
	31 Total liabilities and net assets/fund balances	976,559.	746,904.	

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	976,559.
2 Enter amount from Part I, line 27a	2	<232,090.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	19,830.
4 Add lines 1, 2, and 3	4	764,299.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	17,395.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	746,904.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 369,810.		212,086.	157,724.
b <2,057.>			<2,057.>
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			157,724.
b			<2,057.>
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	155,667.
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	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	409,359.	1,457,459.	.280872
2011	308,775.	1,693,187.	.182363
2010	316,658.	1,693,029.	.187036
2009	79,600.	1,763,578.	.045136
2008	105,153.	1,831,375.	.057418

2 Total of line 1, column (d)	2	.752825
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	.150565
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,196,171.
5 Multiply line 4 by line 3	5	180,101.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,634.
7 Add lines 5 and 6	7	181,735.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	493,350.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,634.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1,634.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1,634.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,462.	
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	1,462.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	6.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	178.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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"/> NE		
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 2013 or the taxable year beginning in 2013 (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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.AM1STFOUNDATION.ORG</u>		X	
14	The books are in care of ► <u>LISA Y ROSKENS</u> Telephone no. ► <u>402-444-1630</u> Located at ► <u>1004 FARNAM STREET, SUITE 400, OMAHA, NE</u> ZIP+4 ► <u>68102</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 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		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 ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	N/A
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 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
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 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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?

SEE STATEMENT 11

☒ Yes ☐ No

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

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

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

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

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
LISA Y ROSKENS 1004 FARNAM STREET, SUITE 400 OMAHA, NE 68102	PRESIDENT 0.10	0.	0.	0.
MICHAEL J DRAPER 1004 FARNAM STREET, SUITE 400 OMAHA, NE 68102	SECRETARY/TREASURER 0.10	0.	0.	0.
MICHAEL B YANNEY WOODMAN TOWER 2850 OMAHA, NE 68102	DIRECTOR 0.10	0.	0.	0.
MARK A HIATT 1004 FARNAM STREET, SUITE 400 OMAHA, NE 68102	DIRECTOR 0.10	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	1,066,896.
b	Average of monthly cash balances	1b	147,491.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,214,387.
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	1,214,387.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,216.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,196,171.
6	Minimum investment return. Enter 5% of line 5	6	59,809.

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	59,809.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,634.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,634.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	58,175.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	58,175.
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	58,175.

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	493,350.
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	493,350.
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	1,634.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	491,716.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				58,175.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	226,138.			
e From 2012	339,268.			
f Total of lines 3a through e	565,406.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	493,350.			
a Applied to 2012, 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 2013 distributable amount				58,175.
e Remaining amount distributed out of corpus	435,175.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	1,000,581.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,000,581.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	226,138.			
d Excess from 2012	339,268.			
e Excess from 2013	435,175.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BLAIR FAMILY YMCA 1278 WILBUR STREET BLAIR, NE 68008	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	1,000.
BOY SCOUTS OF AMERICA MID-AMERICA COUNCIL 12401 W MAPLE STREET OMAHA, NE 68164	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	16,250.
BOYS AND GIRLS CLUBS 2610 HAMILTON STREET OMAHA, NE 68131	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	1,000.
CUES 2207 WIRT STREET OMAHA, NE 68110	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	20,000.
HASTINGS COLLEGE FOUNDATION 710 N TURNER AVENUE HASTINGS, NE 68901	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	5,000.
Total	SEE CONTINUATION SHEET(S)			493,350.
b Approved for future payment				
NONE				
Total				0.

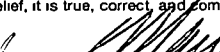

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee	Date	Title		
Paid Preparer Use Only	Print/Type preparer's name CINDY BRENNEMAN	Preparer's signature 	Date 8-11-14	Check <input type="checkbox"/> if self-employed	PTIN P00328210
	Firm's name ▶ FRANKEL ZACHARIA			Firm's EIN ▶ 47-0574775	
	Firm's address ▶ 11404 WEST DODGE ROAD, SUITE 700 OMAHA, NE 68154			Phone no. 402-496-9100	

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

AMERICA FIRST FOUNDATION

Employer identification number

01-0658759

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization	Employer identification number
AMERICA FIRST FOUNDATION	01-0658759

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	THE BURLINGTON CAPITAL GROUP LLC 1004 FARNAM STREET OMAHA, NE 68102	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

AMERICA FIRST FOUNDATION**01-0658759****Part III**

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
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	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>
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	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div>

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

SOURCE	AMOUNT
2013 SCHEDULE K-1	482.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	482.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	19,214.	0.	19,214.
TOTAL TO FM 990-PF, PART I, LN 4	19,214.	0.	19,214.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHEDULE K-1 BOX 11A	101.	0.	101.
TOTAL TO FORM 990-PF, PART I, LINE 11	101.	0.	101.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	150.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	150.	0.	0.	0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX PAID	1,450.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,450.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	11,997.	11,997.	0.	0.
WEB CHARGES	107.	0.	0.	0.
ADR FEE	94.	0.	0.	0.
BANK CHARGES	383.	0.	0.	0.
MISCELLANEOUS	23.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	12,604.	11,997.	0.	0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
INCOME REPORTED IN 2012 FOR TAX PURPOSES BOOK REPORTED IN 2013	510.
ABBOTT LABORATORIES BASIS ADJUSTMENT	19,320.
TOTAL TO FORM 990-PF, PART III, LINE 3	19,830.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BASIS ADJUSTMENT TO ATAX PUBLIC TRADED PTSHP BUCS	17,395.
TOTAL TO FORM 990-PF, PART III, LINE 5	17,395.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES - 715 SHARES	18,389.	27,406.
BECTON DICKINSON & CO - 550 SHARES	36,476.	60,770.
AUTO DATA PROCESSING - 726 SHARES	27,362.	58,660.
DIAGEO PLC NEW ADR - 301 SHARES	16,298.	39,858.
GENERAL ELECTRIC - 2,141 SHARES	0.	0.
HONEYWELL INT'L - 736 SHARES	0.	0.
MICROSOFT CORP - 2,075 SHARES	0.	0.
ROCKWELL COLLINS INC - 700 SHARES	25,680.	51,744.
SIGMA ALDRICH CORP - 621 SHARES	25,418.	58,380.
TYCO INTL LTD NEW - 1,690 SHARES	19,877.	69,358.
CHEVRON CORPORATION - 427 SHARES	29,379.	53,337.
CME GROUP INC CL A - 625 SHARES	37,309.	49,038.
GOOGLE INC CLASS A - 53 SHARES	20,876.	59,398.
SCHLUMBERGER LTD - 589 SHARES	28,877.	53,075.
BERKLEY WR CORPORATION - 1,259 SHARES	40,887.	54,628.
TESCO PLC SPONSORED - 2,530 SHARES	50,020.	42,605.
ADT CORP - 845 SHARES	0.	0.
EXPEDITORS INTL WASH - 1,041 SHARES	40,073.	46,064.
TOTAL TO FORM 990-PF, PART II, LINE 10B	416,921.	724,321.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMER 1ST MULTIF INVTRS LP - 15,050 BUCS	COST	75,824.	94,665.
ISHARES TR BARCLAYS TIPS	COST	41,324.	45,279.
MFA FINANCIAL INC	COST	0.	0.
ISHARES TR BARCLAYS BOND	COST	69,670.	69,614.
TOTAL TO FORM 990-PF, PART II, LINE 13		186,818.	209,558.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 11

GRANTEE'S NAME

OMAHA COMMUNITY PLAYHOUSE

GRANTEE'S ADDRESS6915 CASS STREET
OMAHA, NE 68132GRANT AMOUNTDATE OF GRANTAMOUNT EXPENDED

2,500.

PURPOSE OF GRANT

TO SUPPORT OPERATIONS

DATES OF REPORTS BY GRANTEE

NOT CONSIDERED NECESSARY

ANY DIVERSION BY GRANTEE

NONE

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LISA Y ROSKENS
1004 FARNAM STREET, SUITE 400
OMAHA, NE 68102

TELEPHONE NUMBER

402-444-1630

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN LETTER FORM AND INCLUDE GENERAL INFORMATION ABOUT THE ORGANIZATION, ITS ACTIVITIES AND THE AMOUNT OF FUNDING REQUESTED. THEY SHOULD ALSO CONFIRM THEIR STATUS AS A 501(C)(3).

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTIONS ARE SET UP AT THE DISCRETION OF THE BOARD MEMBERS. FACTORS AFFECTING THEIR DECISION INCLUDE AVAILABLE FUNDING AND THE MISSION OF THE ORGANIZATION RECEIVING THE GRANT.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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

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

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

Part I only

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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	AMERICA FIRST FOUNDATION	01-0658759
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1004 FARNAM STREET, SUITE 400	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. OMAHA, NE 68102	

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 (other than individual)	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

LISA Y ROSKENS

- The books are in the care of ► **1004 FARNAM STREET, SUITE 400 - OMAHA, NE 68102**

Telephone No. ► **402-444-1630**

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, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2013** 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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,420.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,462.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CREIGHTON UNIVERSITY 2500 CALIFORNIA STREET OMAHA, NE 68178	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	10,000.
DOWNTOWN OMAHA INC FOUNDATION PO BOX 8312 OMAHA, NE 68108	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	5,000.
FOUNDATION FOR INTERNATIONAL ARTS 4630 MONTGOMERY AVENUE BETHESDA, MD 20814	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	5,000.
DURHAM MUSEUM 801 S 10TH STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	2,000.
GIRLS INC 2811 NORTH 45TH STREET OMAHA, NE 68104	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	3,500.
HABITAT FOR HUMANITY INC 1701 N 24 STREET SUITE 105 OMAHA, TN 68110	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	2,500.
GOODWILL INDUSTRIES, INC 4805 NORTH 72ND STREET OMAHA, NE 68134	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	5,000.
GREATER OMAHA CHAMBER FOUNDATION 1301 HARNEY STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	2,500.
HERITAGE SERVICES 8805 INDIAN HILLS DRIVE OMAHA, NE 68114	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	15,000.
HORATIO ALGER ASSOCIATION OF DISTINGUISHED AMERICAN CITIZENS 99 CANAL CENTER PLAZA, STE 320 ALEXANDRIA, VA 22314	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	25,000.
Total from continuation sheets				450,100.

AMERICA FIRST FOUNDATION

01-0658759

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOSLYN ART MUSEUM 2200 DODGE STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	27,500.
KEARNEY AREA COMMUNITY FOUNDATION 6705 DODGE STREET KEARNEY, NE 68848	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	1,600.
KENT BELLOWS STUDIO 3303 LEAVENWORTH STREET OMAHA, NE 68105	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	1,000.
NEBRASKA EDUCATIONAL TELEVISION 1800 NORTH 33RD STREET LINCOLN, NE 68503	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	18,000.
NEBRASKA GAME AND PARKS FOUNDATION PO BOX 27740 OMAHA, NE 68124	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	25,000.
NEBRASKA HUMANE SOCIETY 8929 FORT STREET OMAHA, NE 68134	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	11,000.
NEBRASKA WRITERS COLLECTIVE 9712 N 34 STREET OMAHA, NE 68112	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	500.
OMAHA THEATRE COMPANY 2001 FARNAM STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	10,000.
OMAHA SYMPHONY 1605 HOWARD STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	10,000.
OMAHA COMMUNITY PLAYHOUSE 6915 CASS STREET OMAHA, NE 68132	NONE	IRC SEC. 501(C)(4)	SUPPORT FOR OPERATIONS	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OMAHA COMMUNITY FOUNDATION 302 SOUTH 36TH STREET, STE 100 OMAHA, NE 68131	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	15,000.
OMAHA EQUESTRIAN FOUNDATION 1004 FARNAM STREET, STE 400 OMAHA, NE 68102	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	10,000.
OMAHA PERFORMING ARTS SOCIETY 1200 DOUGLAS ON THE MALL OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	12,500.
OMAHA PUBLIC LIBRARY FOUNDATION 215 SOUTH 15TH STREET OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	2,500.
OMAHA SPORTS COMMISSION 500 ENERGY PLAZA, 409 S 17 ST OMAHA, NE 68102	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	20,000.
OMAHA SUMMER ARTS FESTIVAL PO BOX 31036 OMAHA, NE 68131	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	1,250.
PARTNERSHIP 4 KIDS 1004 FARNAM STREET, STE 300 OMAHA, NE 68102	NONE	IRC SEC. 509(A)(3) TYPE I	SUPPORT FOR OPERATIONS	16,500.
PLAYING WITH FIRE INC PO BOX 8395 OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	5,000.
OMAHA ZOO FOUNDATION 3701 S 10TH STREET OMAHA, NE 68107	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	50,000.
UNIVERSITY OF NEBRASKA FOUNDATION PO BOX 82555 OMAHA, NE 68501	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	85,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STRATEGIC AIR AND SPACE MUSEUM 28210 W PARK HIGHWAY ASHLAND, NE 68003	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	2,500.
UNIVERSITY OF NEBRASKA OMAHA ALUMNI ASSOCIATION 6705 DODGE STREET OMAHA, NE 68182	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	3,000.
TAKE FLIGHT FARMS 1004 FARNAM STREET, STE 400 OMAHA, NE 68102	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	15,000.
YANNEY HERITAGE PARK C/O KEARNEY COMMUNITY FOUNDATION 1007 SECOND AVENUE KEARNEY, NE 66847	NONE	IRC SEC. 509(A)(3) TYPE III	SUPPORT FOR OPERATIONS	25,000.
WOMEN'S FUND 7642 PIERCE STREET OMAHA, NE 68124	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	750.
METROPOLITAN COMMUNITY COLLEGE PO BOX 3777 OMAHA, NE 68103	NONE	IRC SEC. 509(A)(2)	SUPPORT FOR OPERATIONS	2,500.
MIDWEST DAIRY COUNCIL 2015 RICE STREET ST PAUL, MN 55113	NONE	IRC SEC. 509(A)(1)	SUPPORT FOR OPERATIONS	1,000.
Total from continuation sheets				