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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

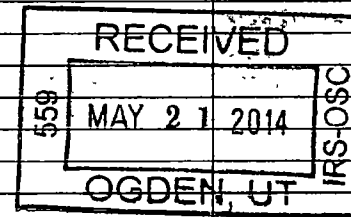
2013**Open to Public Inspection**

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation NELNET FOUNDATION		A Employer identification number 20-2202134
Number and street (or P O box number if mail is not delivered to street address) 121 SOUTH 13TH STREET	Room/suite 201	B Telephone number (see instructions) (402) 458-3041
City or town, state or province, country, and ZIP or foreign postal code LINCOLN, NE 68508		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,879,492.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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) (see instructions))

	(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)	2,041,760.			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	170,230.	170,230.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	957,700.			
b Gross sales price for all assets on line 6a	2,758,304.			
7 Capital gain net income (from Part IV, line 2)		957,700.		
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) ATCH 2	86,950.			
12 Total. Add lines 1 through 11	3,256,640.	1,127,930.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	30,028.	27,025.		3,003.
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 4	16,707.	2,421.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	46,735.	29,446.		3,003.
25 Contributions, gifts, grants paid See Att. 14	1,360,813.		See Att. 14	1,570,813.
26 Total expenses and disbursements Add lines 24 and 25	1,407,548.	29,446.		1,573,816.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	1,849,092.			
b Net investment income (if negative, enter -0-)		1,098,484.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	864,948.	139,613.	139,613.
	2 Savings and temporary cash investments	37,782.	174,287.	174,287.
	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 instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) **	1,507,324.	1,507,324.	1,680,122.
	b Investments - corporate stock (attach schedule) ATCH 6	2,384,328.	3,966,452.	5,427,530.
	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) ATCH 7	1,228,642.	1,206,595.	1,397,890.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
Liabilities	15 Other assets (describe ▶ ATCH 8)	60,050.	60,050.	60,050.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,083,074.	7,054,321.	8,879,492.
	17 Accounts payable and accrued expenses	23,250.	4,320.	
	18 Grants payable	888,450.	660,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	911,700.	664,320.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 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	5,171,374.	6,390,001.	
	30 Total net assets or fund balances (see instructions)	5,171,374.	6,390,001.	
	31 Total liabilities and net assets/fund balances (see instructions)	6,083,074.	7,054,321.	

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	5,171,374.
2 Enter amount from Part I, line 27a	2	1,849,092.
3 Other increases not included in line 2 (itemize) ▶ ATCH 9	3	18,450.
4 Add lines 1, 2, and 3	4	7,038,916.
5 Decreases not included in line 2 (itemize) ▶ ATCH 10	5	648,915.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,390,001.

**ATCH 5

Form 990-PF (2013)

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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
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	957,700.	
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	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.

(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	1,369,344.	3,408,303.	0.401767
2011	1,181,629.	4,623,389.	0.255576
2010	342,166.	2,327,784.	0.146992
2009	1,271,114.	1,796,288.	0.707634
2008	493,436.	3,186,201.	0.154867
2 Total of line 1, column (d)			2 1.666836
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 0.333367
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,335,452.
5 Multiply line 4 by line 3			5 1,111,930.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 10,985.
7 Add lines 5 and 6			7 1,122,915.
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 1,573,816.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	10,985.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	10,985.
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	10,985.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,400.	
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	8,400.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	2,585.	
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 ☐ Refunded ☐	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)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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 <i>General Instruction G</i> ? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		X

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of SCOTT GUBBELS Telephone no 402-458-3041			
Located at 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE ZIP+4 68508				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				

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

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

	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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).	☐ Yes ☒ 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		
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?		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?	☐ Yes ☒ No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
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?	☐ Yes ☒ 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2013)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ 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 ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 11		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

Form 990-PF (2013)

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 SEE STATEMENT A	
2	
3	
4	

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2013)

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	2,842,268.
b	Average of monthly cash balances	1b	543,978.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,386,246.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,386,246.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,794.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,335,452.
6	Minimum investment return. Enter 5% of line 5	6	166,773.

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	166,773.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	10,985.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,985.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	155,788.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	155,788.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	155,788.

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	1,573,816.
b	Program-related investments - total from Part IX-B	1b	
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	1,573,816.
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	10,985.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,562,831.

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				155,788.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008	287,570.			
b From 2009	1,182,168.			
c From 2010	226,467.			
d From 2011	950,764.			
e From 2012	1,215,133.			
f Total of lines 3a through e	3,862,102.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>1,573,816.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				155,788.
e Remaining amount distributed out of corpus	1,418,028.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,280,130.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	287,570.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,992,560.			
10 Analysis of line 9				
a Excess from 2009	1,182,168.			
b Excess from 2010	226,467.			
c Excess from 2011	950,764.			
d Excess from 2012	1,215,133.			
e Excess from 2013	1,418,028.			

Form 990-PF (2013)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

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

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

ATCH 12

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

SEE ATTACHED

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 SEE ATTACHMENT 14				1,360,813.
Total			▶ 3a	1,360,813.
b Approved for future payment SEE ATTACHMENT 15				660,000.
Total			▶ 3b	660,000.

Enter gross amounts unless otherwise indicated

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

JSA

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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | 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

**Sign
Here**

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

Signature of officer or trustee

5/14/14
Date

► Tax Director
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name VONITA L WOOD	Preparer's signature VONITA L WOOD	Date 05/13/2014	Check ☐ if self-employed	PTIN P00415828
	Firm's name ▶ LABENZ & ASSOCIATES LLC			Firm's EIN ▶ 47-0814192	
	Firm's address ▶ 4535 NORMAL BLVD., SUITE 195 LINCOLN, NE 68506			Phone no 402-437-8383	

Form **990-PF** (2013)

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

NELNET FOUNDATION

Employer identification number

20-2202134

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).

Name of organization **NELNET FOUNDATION**Employer identification number
20-2202134**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	NELNET, INC. 121 SOUTH 13TH STREET LINCOLN, NE 68508	\$ 2,040,630.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

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

JSA

Name of organization **NELNET FOUNDATION**

Employer identification number

20-2202134

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 entryFor 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
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FEDERAL FOOTNOTES

FORM 990-PF, PART IX-A

SUMMARY OF DIRECT CHARITABLE ACTIVITIES - STATEMENT A

1. NATIONAL INSTITUTIONAL GRANT PROGRAM - UNDER THIS PROGRAM, THE FOUNDATION WILL SUPPORT A NUMBER OF COMMUNITY-BASED AND STUDENT-SUPPORTED CHARITIES THROUGH ANNUAL GIVING. THE FOUNDATION WILL ALSO PROVIDE GRANTS TO ELIGIBLE COLLEGES AND UNIVERSITIES. ADDITIONALLY, THE FOUNDATION WILL PROVIDE GRANTS TO TAX EXEMPT CHARITABLE AND EDUCATIONAL INSTITUTIONS OTHER THAN COLLEGES AND UNIVERSITIES.

2. SCHOLARSHIP - THE FOUNDATION WILL OPERATE TWO SCHOLARSHIP PROGRAMS. SEED SCHOLARSHIPS WILL BE AWARDED BASED ON NEED AND MERIT FOR HIGH SCHOOL APPLICANTS AROUND THE COUNTRY. THE EMPLOYER-RELATED SCHOLARSHIPS WILL OPERATE UNDER THE MANDATES OF REV. RUL. 76-47 AND IRS GUIDANCE. SCHOLARSHIP AMERICA, A NATIONAL MERIT NONPROFIT ORGANIZATION, WILL MANAGE THE EMPLOYER-RELATED SCHOLARSHIP PROGRAM.

3. LOCAL DONATIONS - THE FOUNDATION WILL PARTICIPATE IN NELNET INC.'S MATCHING GIFTS PROGRAM. THE FOUNDATION WILL MATCH EMPLOYEE CONTRIBUTIONS OF \$100 TO \$1,000 PER YEAR MADE BY EMPLOYEES TO ACCREDITED SECONDARY SCHOOLS AND ACCREDITED TWO-YEAR OR FOUR-YEAR PUBLIC OR PRIVATE COLLEGES, UNIVERSITIES, GRADUATE OR PROFESSIONAL SCHOOLS, AND OTHER ORGANIZATIONS CLASSIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST	32,111.	32,111.
DIVIDENDS	138,119.	138,119.
TOTAL	170,230.	170,230.

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
NONTAXABLE IRC SEC 529 PLAN INCOME	86,950.
TOTALS	<u>86,950.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES	25,528.	22,975.	2,553.
PROFESSIONAL FEES	4,500.	4,050.	450.
TOTALS	30,028.	27,025.	3,003.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES WITHHELD	2,421.	2,421.
2012 BALANCE DUE FORM 990-PF	5,886.	
2013 ESTIMATES FORM 990-PF	8,400.	
TOTALS	16,707.	2,421.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

ATTACHMENT 5

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VARIOUS U.S. OBLIGATIONS	492,324.	499,845.
US OBLIGATIONS TOTAL	<u>492,324.</u>	<u>499,845.</u>
VARIOUS STATE OBLIGATIONS	1,015,000.	1,180,277.
STATE OBLIGATIONS TOTAL	<u>1,015,000.</u>	<u>1,180,277.</u>
US AND STATE OBLIGATIONS TOTAL	<u>1,507,324.</u>	<u>1,680,122.</u>

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VARIOUS CORPORATE STOCK	3,966,452.	5,427,530.
TOTALS	<u>3,966,452.</u>	<u>5,427,530.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COLLEGE SAVINGS PLAN INVESTMENT	206,595.	292,666.
VARIOUS MUTUTAL FUNDS	1,000,000.	1,105,224.
TOTALS	<u>1,206,595.</u>	<u>1,397,890.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DEPOSITS	10,050.	10,050.
VOLUNTEERSPOT	50,000.	50,000.
TOTALS	<u>60,050.</u>	<u>60,050.</u>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

REDUCTION OF PRIOR YEAR ACCRUED GRANTS
FOR BIG MAMA SCHOLARSHIP FUND

18,450.

TOTAL

18,450.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

ADJUST BOOK VALUE OF IN-KIND
CONTRIBUTIONS OF SECURITIES FROM FAIR
MARKET VALUE ON DATE OF GIFT TO DONOR'S
COST BASIS - SEE ATTACHMENT 16
CORRECT THE COST BASIS OF IRC SECTION
529 PLAN ASSETS

638,098.

10,817.

TOTAL

648,915.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BEN KISER 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	PRESIDENT 1.00	0	0	0
JIM KRUGER 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	VICE PRESIDENT, TREASURER 1.00	0	0	0
EDWARD P. MARTINEZ 3015 SOUTH PARKER ROAD, SUITE 400 DENVER, CO 80014	SECRETARY 1.00	0	0	0
JEFF NOORDHOEK 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
STEVE BUTTERFIELD 6991 EAST CAMELBACK ROAD SUITE B290 SCOTTSDALE, AZ 85251	DIRECTOR 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MICHAEL DUNLAP 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
THOMAS E. HENNING 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
MICHAEL D. REARDON 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
KATHY FARRELL 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
KIMBERLY RATH 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
TERRY HEIMES 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES P. ABEL 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
WILLIAM CINTANI 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

FEDERAL FOOTNOTES

FORM 990-PF, PART XV
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 12

ALL THE GRANTS, SCHOLARSHIPS AND DONATIONS WERE PAID DURING 2013. NO INDIVIDUAL SCHOLARSHIPS WERE MADE TO STUDENTS WITH A FAMILY OR BUSINESS RELATIONSHIP TO ANY SUBSTANTIAL CONTRIBUTOR OR NELNET FOUNDATION BOARD MEMBERS. ALL THESE SCHOLARSHIPS WERE MADE PURSUANT TO NELNET FOUNDATION'S SCHOLARSHIP APPLICATION PROCEDURES TO PROVIDE FUNDS FOR COLLEGE TUITION AND OTHER NECESSARY EXPENSES. AS INDICATED IN THE FORM 990-PF, SCHOLARSHIP AWARDS ARE BASED ON NEED AND MERIT. ALL OTHER ENTITIES ON THE LIST RECEIVING GRANTS (SCHOOLS, NONPROFIT ORGANIZATIONS) ARE EXEMPT FROM TAX UNDER SECTION 501(C)(3) FROM THE INTERNAL REVENUE CODE. THE PURPOSES OF THE GRANTS ARE TO PROMOTE EDUCATION OR OTHER 501(C)(3) CHARITABLE MISSIONS OF THE RECIPIENT.

As part of Nelnet's commitment to helping education-seeking families reach their goals, the Nelnet Matching Gift Program encourages the financial support of educational institutions and 501(c)(3) organizations.

For every dollar that a Nelnet associate or Board Member contributes to an organization through the program, Nelnet will donate additional funds. Please review this form for further information.

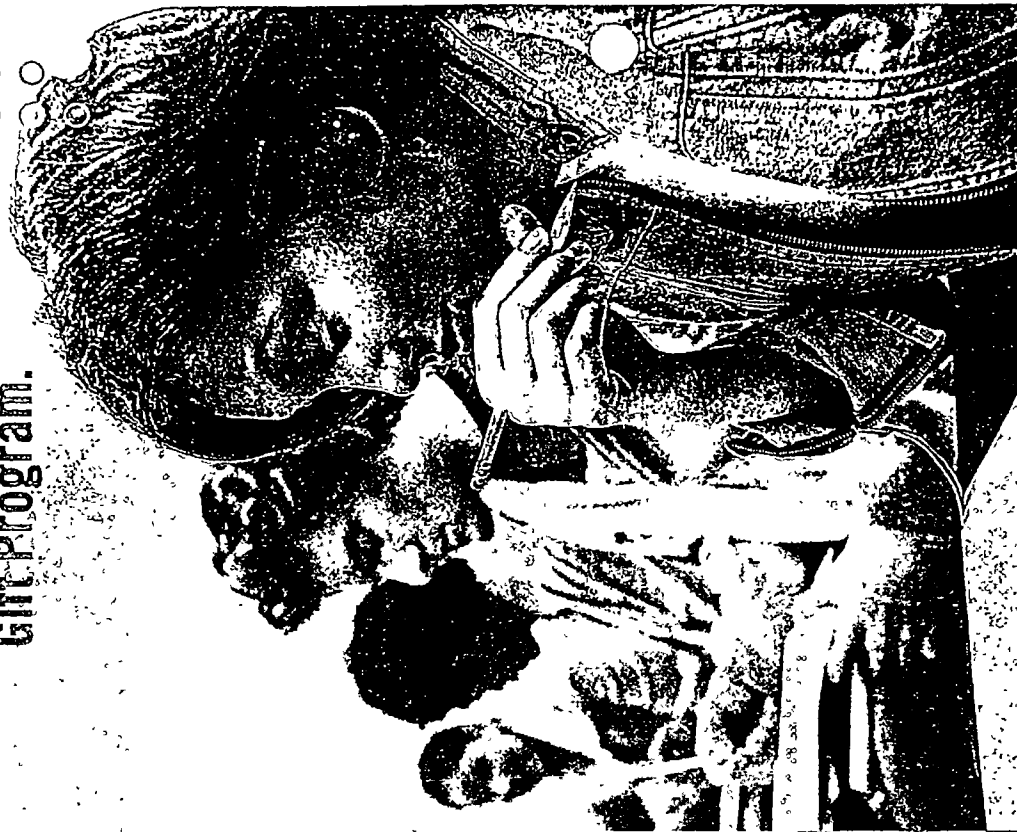
FOR NELNET USE ONLY

Donor Social Security Number _____
 Eligible gift amount \$ _____
 Matched gifts amount this year \$ _____
 Recipient _____ Educational institution
 _____ 501(c)(3) organization

Approved by _____
 Nelnet match amount \$ _____
 Date sent _____



WATCH YOUR DONATION DOUBLE with Nelnet's Matching Gift Program.



"Nelnet's vision, core values and mission are more than just words on paper. They are the internal and external expression of who we are, what we believe and how we conduct business."
 Mike Dunlap, Chairman

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GUIDELINES

Eligible donors

All full-time and part-time associates with at least six months of service and all internal/external Board Members are eligible for the Matching Gift Program

Eligible organizations

Eligible organizations are: 501(c)(3) not-for-profit organizations (excluding religious organizations), accredited primary and secondary schools and accredited two-year or four year, public or private colleges, universities, graduate or professional schools. Recipient institution(s) must be located in the United States or one of its possessions and must be recognized by the Internal Revenue Service as tax-exempt and designated a public charity under Section 501(c)(3) of the IRS Code or as an instrumentality of a state or local government as provided by 170(c)(1) of the Code.

Contribution limits

The minimum donation is \$100 to qualify for the program. Nelnet will match dollar for dollar (1:1) donations to 501(c) organizations (excluding religious organizations), up to \$1,000 per eligible organization. For educational institutions devoted to higher education, Nelnet will provide a 3:1 match for each donation. For educational institutions devoted to K-12 education, Nelnet will provide a 2:1 match for each donation. The maximum annual total match per associate (combined contributions to 501(c) organizations, higher education institutions and K-12 educational institutions) may not exceed \$25,000 per calendar year. Contributions must be a paid personal donation from a Nelnet associate, i.e., no life insurance, beneficiary payment or payments made by stock or other property. Nelnet Corporate Accounting will accept forms at any time, and will make payments quarterly.

Ineligible gifts

- contributions collected from ineligible donors and submitted by an eligible donor to be matched
- contributions which result in the donor or family member receiving a tangible return
- contributions to religious organizations whose programs' principal purpose is to promote a particular faith, creed or doctrine
- contributions to political organizations, causes or campaigns
- pledges of future financial support
- tuition, books or student fees
- dues to alumni groups, clubs, fraternities, sororities, etc.
- gifts-in-kind
- deferred gifts (e.g., annuities, charitable remainder trusts), bequests or insurance premiums that name the organization as beneficiary

Please direct all inquiries regarding the Matching Gift Program to Lennette Flood at lennette.flood@nelnet.net or by phone at 402.458.2319.

DONOR

To be completed by donor.

Donor name _____

Donor address _____

City _____ State _____ ZIP _____

Daytime phone _____

E-mail address _____

\$ _____

Gift amount _____

Name of recipient organization _____

City/state of recipient organization _____

_____ Educational institution _____ 501(c)(3) organization

I hereby confirm that I have been a full-time or part-time associate for at least six months and/or a Board Member of Nelnet, Inc., and that the above contribution is not for payment of tuition, payment for any services or benefits received, or for any other prohibited purpose under the Matching Gift Program. I authorize the above institution to report this gift to Nelnet for the purpose of applying for a matching contribution under the Matching Gifts Program.

Donor signature _____ Date _____

With all donor information completed, send this form to the recipient organization with donation enclosed.

RECIPIENT

To be completed by recipient organization.

Federal tax identification number _____

Organization name _____

Organization mailing address _____

City _____ State _____ ZIP _____

Phone _____

\$ _____

Gift amount received _____

\$ _____

Tax-deductible gift amount _____

Make checks payable to _____
(Nelnet Corporate Accounting will make payments quarterly)

I hereby certify that the gift described above was received and that this organization is recognized by the Internal Revenue Service as tax-exempt and designated a public charity under Section 501(c)(3) of the IRS Code, or as an instrumentality of a state or local government as provided by 170(c)(1) of the Code. I also certify that the gift was not for payment of tuition, payment for any services or benefits received or for any other prohibited purpose under the Matching Gifts Program

Officer's signature _____

Officer's name _____

Officer's title _____ Date _____

Send this completed form with 501(c)(3) certification to
Nelnet Matching Gift Program
ATTN: Lennette Flood
121 South 13th Street, Suite 201
Lincoln, NE 68508

NELNET FOUNDATION
University Scholarship Grant Program

APPLICATION FOR GRANT

***Attach a cover letter to this application, signed by the individual responsible for administering the school's scholarship programs, briefly summarizing the specific purpose, time period and amount of the request.

****Complete all line items in this application. Incomplete applications will not be considered.

I. General Information

1. Date of Application: _____
2. Full Name of Applicant: _____
3. Other names used by the Applicant: _____
4. Actual Address (no P.O. Box number): _____
5. Applicant's Employer's Identification Number: _____
6. Date the Applicant was recognized as exempt under IRC section 501(c)(3) (if applicable): _____ Public charity classification: _____
7. If the applicant is a section 509(a)(3) supporting organization, indicate the name of the College or University supported: _____
8. If the applicant is affiliated with a state government, indicate the name and relationship: _____
9. Contact person information (i.e., someone familiar with this application, attachments and information furnished).
 - Name: _____
 - Title: _____
 - Phone number: _____

II. Description of the Organization

1. Attach a statement providing a brief history of the school
2. Provide the current demographics of the student population served.

III. Details of the Grant Request

Please include:

1. Amount requested
2. Whether the funds will be used to institute a new scholarship program, or to support an existing program.
3. Description of the scholarship program, including the criteria used to determine scholarship recipients
4. Whether the funds requested will be used for general scholarship aid or to fulfill a special need of a class of scholarship applicants (such as books in Braille or other type of adaptive supplies)
5. Proposed Budget: Attach a budget showing
 - the amounts currently available for the scholarship program
 - amounts that have been pledged from other sources
 - the specific uses of the funds requested

IV. Additional Attachments

In addition to the items specified above, the application must also include the following attachments:

- Original IRS letter recognizing the applicant as exempt from tax under IRC section 501(c)(3), and public charity classification (if applicable)
- Most recently filed Form 990 (if applicable)
- Current year operating budget of the specific scholarship program for which funds are requested, including anticipated revenues by source and planned expenditures
- List of board members, and their work affiliations
- Copy of most recent annual report, if one published

V. Submission

Submit two copies of the proposal package to the Foundation's office at the following address:

Nelnet Foundation
121 South 13th Street, Suite 201
Lincoln, NE 68508

Attn: _____

NELNET FOUNDATION
EDUCATION EXCELLENCE GRANT PROGRAM

APPLICATION FOR GRANT

***Attach a cover letter to this application, signed by organization's chief executive, briefly summarizing the specific purpose, time period and amount of the request.

****Complete all line items in this application. Incomplete applications will not be considered. Please provide as much detail as possible concerning the use of the funds requested.

I. General Information

1. Date of Application: _____
2. Full Name of Applicant: _____
3. Other names used by the Applicant: _____
4. Actual Address (no P.O. Box number):

5. Applicant's Employer's Identification Number: _____
6. Date the Applicant was recognized as exempt under IRC section 501(c)(3) (if applicable): _____ Public charity classification: _____
7. If the applicant is affiliated with a state government, indicate the name and relationship: _____
8. Name of Chief Executive officer and date appointed: _____
9. Contact person information (i.e., someone familiar with this proposal, attachments and information furnished).
 - Name: _____
 - Title: _____
 - Phone number: _____

II. Description of the Organization

1. Attach a statement providing a brief history of the organization
2. Attach a statement providing a brief description of the organization's current activities, and the primary beneficiaries of its operations.

III. Details of the Grant Request

1. Description of the project: Attach a statement that includes a detailed description of the proposed program or project.
 - Indicate whether this is a new program or project, or part of an ongoing activity.
 - Include a work plan and timeline for carrying out the project.
 - Include the need(s) this program addresses, and evidence of such need.
 - Describe the geographic area and target population to be served.
 - Indicate whether you are aware of any other organization(s) conducting the same or similar activity in your service area.
 - Indicate the extent to which your organization will collaborate with other entities in accomplishing this project, and provide the tax status of such entity(s).
 - Include the extent to which unpaid volunteers will be involved in implementing the proposed project.
 - Indicate how the organization will evaluate the extent to which the program's proposed purposes have been achieved.
2. Proposed Budget: Attach a budget showing the amounts needed for the project and how such funds will be spent.
 - If funds, in addition to Nelnet Foundation funds, will be needed to accomplish the project, please describe the extent to which you have received such funds, commitments for such funds, or what fundraising plans you have to obtain the necessary funding.
 - Explain how you will proceed if all necessary funding is not received from the sources identified above.
 - If the project requires continued support to operate, describe how you plan to secure such operational support.
 - Include a list of the names and qualifications of the persons who will be in charge of implementing this program.

IV. Additional Attachments

In addition to the items specified above, the application must also include the following attachments:

- Original IRS letter recognizing the applicant as exempt from tax under IRC section 501(c)(3), and public charity classification (if applicable)
- Most recently filed Form 990
- Current year operating budget, including anticipated revenues by source and planned expenditures
- List of board members, and their work affiliations
- Copy of most recent annual report, if one published

V. Submission

Submit two copies of the proposal package to the Foundation's office at the following address:

Nelnet Foundation
121 South 13th Street, Suite 201
Lincoln, NE 68508
Attn: _____

**NELNET FOUNDATION
SEED SCHOLARSHIP APPLICATION**

1. Name: _____
2. Social Security Number: _____
3. Address: _____
4. Marital Status: _____
5. Number of family members currently living with you: _____
6. Total income of family (Adjusted Gross income from prior year's Federal income tax return of head of household) : _____
7. Name and address of educational institution in which you are enrolled, or in which you have been accepted and plan to enroll: _____
8. Type of degree or certification to be pursued: _____
9. Amount and source of financial aid provided from other sources (other than loans): _____
10. Please include the following attachments:
 - a. Official transcripts from high school, or copy of dated letter evidencing that the applicant has passed the GED test.
 - b. Letter of acceptance as an enrollee in the educational institution named in # 7 above.
 - c. Copy of ACT/SAT scores (if taken)

I certify that the information provided in this application, including the accompanying attachments, are correct and complete.

Student Signature _____ Date: _____

Parent signature, if student is under age 18

NELNET FOUNDATION SEED SCHOLARSHIP AWARD PROCEDURES

1. All applications received by March 31 from high school seniors, and from individuals who had passed the GED test within the past 6 months will be reviewed by the Nelnet Foundation scholarship committee.
2. The committee shall determine from among the applicants those meeting the eligibility requirements. From among those eligible, applications will be ranked based on financial need, class rank, high school grades, and ACT/SAT scores, and will be provided to applicants with residence through-out the United States.
3. The committee shall not discriminate in the awarding of scholarships against any person on the basis of race, creed, religion, sex, age, national origin or military service.
4. No member of the Nelnet Foundation Board or the Advisory Committee, his or her spouse or dependent children, shall be eligible for a scholarship under this program.
5. All scholarships awarded are to be used exclusively to defray the costs of tuition, and required books and fees.
6. Awards will be sent directly to the educational institution in which the awarded is enrolled. The educational institution will be required to sign an agreement to notify Nelnet Foundation if the awardee withdraws, is terminated, or there is otherwise any significant interruption in attendance. If any tuition reimbursement due is attributable to the Nelnet Scholarship, such funds must be send directly back to Nelnet Foundation.

_____(School Enrollment Office)
_____(Address)

Date: _____

Dear _____:

_____, a student who is enrolled in your institution for the _____ year has been awarded a scholarship from the Nelnet Foundation in the amount of \$_____. This award will be sent directly to your school to be applied exclusively towards the costs of the student's tuition, and required books and fees.

Please fill out the following statement and return this letter to the Nelnet Foundation. A check made out to _____ will be processed and sent to the school as soon as this letter is received.

School Official Statement

Please send the scholarship check to the attention of the following person/department and address, to be applied towards tuition costs of \$_____ for the _____ semester: _____ (insert person/department and address here).

_____ (insert name of school here) agrees to immediately notify the Nelnet Foundation if _____ (insert name of student here) withdraws, is terminated or there is otherwise any significant interruption in his or her attendance. If any tuition reimbursement is due, such funds shall be sent directly back to Nelnet Foundation to the extent such scholarship funds awarded to the student have not been expended.

By: _____ Title: _____

Name of School: _____

If you have any questions, please call _____ at _____

Sincerely,

Advisory Committee Chairperson, Nelnet Foundation

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13

DESCRIPTION	BUSINESS		EXCLUSION		RELATED OR EXEMPT	
	CODE	AMOUNT	CODE	AMOUNT	FUNCTION	INCOME
NONTAXABLE IRC SEC 529 PLAN INCOME						86,950.
TOTALS						86,950.

NELNET FOUNDATION

EIN: 20-2202134

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES
LINE 25, COLUMNS (a) AND (d) - CONTRIBUTIONS, GIFTS AND GRANTS PAID / DISBURSEMENTS FOR CHARITABLE PURPOSES
FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID AND ACCRUED DURING THE YEAR
DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY OF LINCOLN & LANCASTER COUNTY	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	\$ 750 00
BOY SCOUTS OF AMERICA	1600 S 120TH STREET	None	501(c)(3)	To further the programs of the organization	10,000 00
EVERFI INC	PO BOX 200034	None	501(c)(3)	To further the programs of the organization	12,000 00
THE BRAIN ANEURYSM FOUNDATION	269 HANOVER STREET, BUILDING 3	None	Foundation 501(c)(3)	To further the programs of the organization	1,000 00
BOYS SCOUTS OF AMERICA	PO BOX 269	None	501(c)(3)	To further the programs of the organization	477 23
LATIN AMERICAN EDUCATIONAL FOUNDATION	561 SANTA FE DRIVE	None	Foundation 501(c)(3)	To provide scholarships for higher education	30,000 00
SCC CollegeDream to Learn gift	5901 O STREET	None	501(c)(3)	To provide scholarships for higher education	60,000 00
SCC Fndtn Learn to Dream	5901 O STREET	None	501(c)(3)	To provide scholarships for higher education	500,002 00
IMAGINE AMERICA FOUNDATION	1101 CONNECTICUT AVE NW, STE 901	None	Foundation 501(c)(3)	To provide scholarships for higher education	25,000 00
SCHOLARSHIP AMERICA	C/O FIRST NATIONAL BANK, PO BOX 240	None	501(c)(3)	To provide scholarships for higher education	80,500 00
THANKS USA	1390 CHAIN BRIDGE ROAD #260	None	501(c)(3)	To provide scholarships for higher education	10,000 00
CAPITAL HUMANE SOCIETY	2320 PARK BLVD	None	501(c)(3)	To further the programs of the organization	210 00
LINCOLN COMMUNITY FOUNDATION	PO BOX 460858	None	Foundation 501(c)(3)	To further the programs of the organization	10,000 00
NEBRASKA HIGH SCHOOL	1222 S 27TH	None	501(c)(3)	To further the programs of the organization	10,000 00
LINCOLN CHILDREN'S ZOO	PO BOX 67064	None	501(c)(3)	To further the programs of the organization	10,000 00
NEBRASKA SPORTSMEN'S FOUNDATION	285 SOUTH 68TH PLACE	None	Foundation 501(c)(3)	To further the programs of the organization	5,000 00
JUNIOR ACHIEVEMENT	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	15,000 00
UNITED WAY OF LINCOLN & LANCASTER COUNTY	4940 SOUTH 114TH ST, STE 5	None	501(c)(3)	To further the programs of the organization	300 00
NEBRASKA INDEPENDENT COLLEGE FOUNDATION	238 S 13TH ST	None	Foundation 501(c)(3)	To further the programs of the organization	3,334 00
UNITED WAY OF LINCOLN & LANCASTER COUNTY	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	64 00
UNITED WAY OF LINCOLN & LANCASTER COUNTY	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	1,250 00
UNITED WAY OF LINCOLN & LANCASTER COUNTY	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	300 00
NEBRASKA TRAILS FOUNDATION	5000 N 7TH STREET	None	501(c)(3)	To further the programs of the organization	10,000 00
C O P S	PO BOX 52	None	501(c)(3)	To further the programs of the organization	500 00
JUNIOR ACHIEVEMENT- ROCKY MT	1445 MARKET STREET	None	501(c)(3)	To further the programs of the organization	30,000 00
THE JUNIOR ACHIEVEMENT STOCK MARKET CHALLENGE	1445 MARKET STREET, #200	None	501(c)(3)	To further the programs of the organization	3,500 00
PRAIRIE HILL LEARNING CENTER	17705 S 12 ST	None	501(c)(3)	To further the programs of the organization	8,200 00
PARKER YOUTH INC.	PO BOX 1044	None	501(c)(3)	To further the programs of the organization	1,000 00
AMERICAN HEART ASSOCIATION	5851 ST AUGUSTINE RD	None	501(c)(3)	To further the programs of the organization	265 00
OLD TOWN SCHOOL OF FOLK MUSIC	4544 N LINCOLN AVE	None	501(c)(3)	To further the programs of the organization	250 00
HERITAGE SQUARE	620 N OTTAWA AVE	None	501(c)(3)	To further the programs of the organization	200 00
LINCOLN CHILDREN'S MUSEUM	1420 P STREET	None	501(c)(3)	To further the programs of the organization	1,000 00
HEARTS UNITED FOR ANIMALS	PO BOX 286	None	501(c)(3)	To further the programs of the organization	100 00
CAPITAL HUMANE SOCIETY	2320 PARK BLVD	None	501(c)(3)	To further the programs of the organization	240 00
THE SALVATION ARMY	25 SHAWMUT RD	None	501(c)(3)	To further the programs of the organization	500 00
MAZON A JEWISH RESPONSE TO HUNGER	10495 SANTA MONICA BLVD	None	501(c)(3)	To further the programs of the organization	100 00
YMCA	216 N 11TH STREET	None	501(c)(3)	To further the programs of the organization	300 00
JUNIOR ACHIEVEMENT ROCKY MOUNTAIN	1445 MARKET ST STE 200	None	501(c)(3)	To further the programs of the organization	300 00
POPE JOHN PAUL II HIGH SCHOOL	120 HIGH SCHOOL ROAD	None	501(c)(3)	To further the programs of the organization	750 00
COMMUNITY COLLEGE OF AURORA FOUNDATION	1600 E CENTRETECH PKWY	None	Foundation 501(c)(3)	To further the programs of the organization	300 00
CASADY SCHOOL	PO BOX 20390	None	501(c)(3)	To further the programs of the organization	2,400 00
NORTH AMERICAN MARTYRS SCHOOL	1101 ISSAC DR	None	501(c)(3)	To further the programs of the organization	520 00
UNITED WAY OF LINCOLN & LANCASTER COUNTY	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	120 00
HEALING WATERS INT'L	15000 W 6TH AVE	None	Foundation 501(c)(3)	To further the programs of the organization	300 00
CHADRON STATE FOUNDATION	1000 MAIN ST	None	501(c)(3)	To further the programs of the organization	1,000 00
HOPI MISSION SCHOOL	P O BOX 39	None	501(c)(3)	To further the programs of the organization	400 00
BOHUA CHINESE SCHOOL	1750 38TH ST	None	501(c)(3)	To further the programs of the organization	450 00
ST LOUIS UNIVERSITY	221 N GRAND BLVD DB 319	None	501(c)(3)	To further the programs of the organization	4,000 00
SOUTHERN METHODIST UNIVERSITY	PO BOX 750402	None	501(c)(3)	To further the programs of the organization	200 00
LOURDES CENTRAL CATHOLIC SCHOOL	412 2ND AVE	None	501(c)(3)	To further the programs of the organization	14,540 00
NORTHIDGE ELEMENTARY	555 SOUTHPARK RD	None	501(c)(3)	To further the programs of the organization	450 00
PRAIRIE HILL LEARNING CENTER	17705 S 12ST	None	501(c)(3)	To further the programs of the organization	450 00
CLEMSON UNIVERSITY FOUNDATION	P O BOX 1889	None	Foundation 501(c)(3)	To further the programs of the organization	450 00

NELNET FOUNDATION

EIN: 20-2202134

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES
FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID AND ACCRUED DURING THE YEAR
DECEMBER 31, 2013

LINE 25, COLUMNS (a) AND (d) - CONTRIBUTIONS, GIFTS AND GRANTS PAID / DISBURSEMENTS FOR CHARITABLE PURPOSES

RECIPIENT NAME	RECIPIENT ADDRESS	MERIDIAN	ID	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE AMBROSE SCHOOL	6100 N LOCUST GROVE RD	MERIDIAN	ID 83646	None	501(c)(3)	To further the programs of the organization	1,000 00
THE LOGAN SCHOOL	1005 YOSEMITE ST	DENVER	CO 80222	None	501(c)(3)	To further the programs of the organization	5,706 00
UNIVERSITY OF NEBRASKA FOUNDATION	PO BOX 82555	LINCOLN	NE 68588-0411	None	Foundation 501(c)(3)	To further the programs of the organization	4,680 00
YALE UNIVERSITY	PO BOX 2038	NEW HAVEN	CT 06521	None	501(c)(3)	To further the programs of the organization	750 00
PIUS X HIGH SCHOOL	6000 A ST	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	6,500 00
LATIN AMERICAN EDUCATIONAL FOUNDATION	561 SANTA FE DRIVE	DENVER	CO 80222	None	Foundation 501(c)(3)	To further the programs of the organization	150 00
HABITAT FOR HUMANITY INTERNATIONAL	PO BOX 7024	AMERICUS	GA 31709	None	501(c)(3)	To further the programs of the organization	300 00
UNIVERSITY OF ARKANSAS	300 UNIVERSITY HOUSE	FAYETTEVILLE	AR 72701	None	501(c)(3)	To further the programs of the organization	300 00
ST PETER'S SCHOOL	4500 DUXHALL DR	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	400 00
IMMACULATE HEART CENTRAL SCHOOLS	1316 IVES ST	WATERTOWN	NY 02472	None	501(c)(3)	To further the programs of the organization	8,000 00
RANDOLPH COLLEGE	2500 RIVERMONT AVE	LYNCHBURG	VA 24503	None	501(c)(3)	To further the programs of the organization	1,500 00
FOOD BANK OF THE ROCKIES	10700 E 45TH AVE	DENVER	CO 80222	None	501(c)(3)	To further the programs of the organization	600 00
DUMB FRIENDS LEAGUE	2080 S QUEBEC STREET	DENVER	CO 80222	None	501(c)(3)	To further the programs of the organization	150 00
TEXAS SCOTTISH RITE HOSPITAL	PO BOX 199300	DALLAS	TX 75225	None	501(c)(3)	To further the programs of the organization	150 00
MAKE A WISH FOUNDATION	4742 N 24TH STREET, SUITE 400	PHOENIX	AZ 85032	None	Foundation 501(c)(3)	To further the programs of the organization	300 00
PERFECT PETS RESCUE INC	1152 BILTMORE DR	ATLANTA	GA 30318	None	501(c)(3)	To further the programs of the organization	200 00
BOYS & GIRLS CLUBS OF PUEBLO COUNTY	2601 SPRAGUE AVE	PUEBLO	CO 81004	None	501(c)(3)	To further the programs of the organization	1,000 00
KUEMPER CATHOLIC SCHOOL FOUNDATION	116 S EAST STREET	CARROLL	IA 51401	None	Foundation 501(c)(3)	To further the programs of the organization	1,000 00
UNIVERSITY OF NORTH FLORIDA	1 UNIVERSITY OF NORTH FLORIDA	JACKSONVILLE	FL 32224	None	501(c)(3)	To further the programs of the organization	450 00
ST PAULS SCHOOL	325 PLEASANT ST	CONCORD	NH 03301	None	501(c)(3)	To further the programs of the organization	400 00
BOYS & GIRLS CLUBS OF METRO DENVER	2017 W 9TH AVE	DENVER	CO 80222	None	501(c)(3)	To further the programs of the organization	125 00
NEBRASKA CASA ASSOC	1618 L STREET	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	250 00
KZUM RADIO	3534 S 48TH STREET	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	140 00
ST JOHN'S EPISCOPL SCHOOL	848 HARTER RD	DALLAS	TX 75225	None	501(c)(3)	To further the programs of the organization	300 00
TORAH INSTITUTE	35 ROSEWOOD LANE	OWINGS MILLS	MD 21117	None	501(c)(3)	To further the programs of the organization	1,200 00
ST MICHAEL SCHOOL	9101 S 78TH STREET	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	690 00
SCLP PET RESCUE	226 W 5TH STREET	WAHOO	NE 68066	None	501(c)(3)	To further the programs of the organization	100 00
FRIEND AREA FUND	PO BOX 223	FRIEND	NE 68359	None	501(c)(3)	To further the programs of the organization	100 00
ST JOHN'S UNIVERSITY	PO BOX 7222	COLLEGEVILLE	MN 56321	None	501(c)(3)	To further the programs of the organization	750 00
PIUS X HIGH SCHOOL	6000 A ST	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	7,800 00
ST MICHAEL CHURCH	9101 S 78TH ST	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	1,035 00
CONCORDIA UNIVERSITY-MG	800 N COLUMBIA	SEWARD	NE 68434	None	501(c)(3)	To further the programs of the organization	1,500 00
ST JOSEPH CATHOLIC SCHOOL	1940 S 77TH ST	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	24,885 00
CORNHUSKER COUNCIL, BSA	PO BOX 269	WALTON	NE 68461	None	501(c)(3)	To further the programs of the organization	1,100 00
AMERICAN CANCER SOCIETY	HIGH PLAINS DIVISION	KANSAS CITY	MO 64105	None	501(c)(3)	To further the programs of the organization	550 00
FOX CREEK PTO	6585 COLLEGIATE DR	HIGHLANDS RANCH	CO 80126	None	501(c)(3)	To further the programs of the organization	2,700 00
UNIVERSITY OF OK FOUNDATION	100 TIMBERDELL RD	NORMAN	OK 73019-0390	None	Foundation 501(c)(3)	To further the programs of the organization	1,417 50
HEALING WATERS INT'L	15000 W 6TH AVE	GOLDEN	CO 80401	None	501(c)(3)	To further the programs of the organization	1,000 00
FRIENDS OF LIED	PO BOX 880151	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	500 00
ST JUDE CHILDREN'S RESEARCH HOSPITAL	501 ST JUDE PLACE	MEMPHIS	TN 38152-3520	None	501(c)(3)	To further the programs of the organization	1,000 00
ARTHRITIS FOUNDATION	600 N 93RD ST	OMAHA	NE 68114	None	Foundation 501(c)(3)	To further the programs of the organization	710 00
ST THOMAS THE APOSTLE SCHOOL	42 ADAMS PL	DELMAR	NY 12054	None	501(c)(3)	To further the programs of the organization	300 00
PRESCOTT ELEMENTARY SCHOOL	1930 S 20TH STREET	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	303 00
HISTIOCYTOSIS ASSOCIATION INC	332 N BROADWAY	PITMAN	NJ 08071	None	501(c)(3)	To further the programs of the organization	100 00
AMERICAN LUNG ASSOCIATION IN IOWA	2530 73RD STREET	DES MOINES	IA 50322	None	501(c)(3)	To further the programs of the organization	100 00
LOVE A CHILD, INC	12411 COMMERCE LAKE DR	FORT MYERS	FL 33913	None	501(c)(3)	To further the programs of the organization	150 00
CHARITY WATER	200 VARICK ST	NEW YORK	NY 10005	None	501(c)(3)	To further the programs of the organization	100 00
FRIENDS OF PIONEERS PARK NATURE CENTER	2740 A STREET	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	500 00
FESTIVAL MOZAIK	PO BOX 311	SAN LUIS OBISPO	CA 93407	None	501(c)(3)	To further the programs of the organization	250 00
GLOBAL ORPHAN HOPE	8700 EXECUTIVE WOODS DR	LINCOLN	NE 68588-0411	None	501(c)(3)	To further the programs of the organization	200 00
INVEST IN KIDS	1775 SHERMAN ST	DENVER	CO 80222	None	501(c)(3)	To further the programs of the organization	500 00
WNET	825 EIGHTH AVE	NEW YORK	NY 10005	None	501(c)(3)	To further the programs of the organization	300 00
AMERICAN CANCER SOCIETY	HIGH PLAINS DIVISION	KANSAS CITY	MO 64105	None	501(c)(3)	To further the programs of the organization	100 00

NELNET FOUNDATION

EIN. 20-2202134

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES
FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID AND ACCRUED DURING THE YEAR
DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WINTHROP P ROCKERFELLER CANCER INST CUB SCOUT PACK 632	4301 W MARKHAM #623F 6901 S FERANKLIN ST	None	501(c)(3)	To further the programs of the organization	100 00
FRIENDS OF THE ROSS	PO BOX 807253	None	501(c)(3)	To further the programs of the organization	300 00
NE GAME & PARKS COMMISSION	2200 N 33RD STREET	None	501(c)(3)	To further the programs of the organization	1,000 00
NATIONAL MS SOCIETY	659 TOWER AVE , 1ST FLOOR	None	501(c)(3)	To further the programs of the organization	100 00
RONALD MCDONALD HOUSE	1300 E 21ST AVE	None	501(c)(3)	To further the programs of the organization	175 00
ENGLISH LANGUAGE INSTITUTE/CHINA	1629 BLUE SPRUCE DR	None	501(c)(3)	To further the programs of the organization	562 65
UNIVERSITY OF NEBRASKA FOUNDATION	PO BOX 82555	None	501(c)(3)	To further the programs of the organization	275 00
ARAPAHOE COMMUNITY COLLEGE FOUNDATION	5900 SOUTH SANTA FE DRIVE	None	Foundation 501(c)(3)	To further the programs of the organization	12,795 00
PIUS X HIGH SCHOOL	6000 A ST	None	Foundation 501(c)(3)	To further the programs of the organization	5,754 00
UNIVERSITY OF NEBRASKA FOUNDATION	PO BOX 82555	None	501(c)(3)	To further the programs of the organization	600 00
ST MICHAEL CHURCH	9101 S 78TH ST	None	501(c)(3)	To further the programs of the organization	300 00
THE LOGAN SCHOOL	1005 YOSEMITE ST	None	501(c)(3)	To further the programs of the organization	1,635 00
NORRIS SCHOOL DIST EDUCATIONAL FUND	25211 S 68TH ST	None	501(c)(3)	To further the programs of the organization	6,000 00
WILDCAT MOUNTAIN ELEMENTARY	6585 LIONSHEAD PKWY	None	501(c)(3)	To further the programs of the organization	1,500 00
NORTH AMERICAN MARTYRS SCHOOL	1101 ISSAC DR	None	501(c)(3)	To further the programs of the organization	300 00
NORWIN PLAY IT FORWARD FUND, INC	531 CEDAR GLENN DR	None	501(c)(3)	To further the programs of the organization	6,210 00
CORNHUSKER COUNCIL, BSA	PO BOX 269	None	501(c)(3)	To further the programs of the organization	1,000 00
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS	5901 O ST	None	501(c)(3)	To further the programs of the organization	100 00
NORTH TEXAS FOOD BANK	4500 S COCKRELL HILL RD	None	501(c)(3)	To further the programs of the organization	600 00
DOUGLAS COUNTY ED FOUNDATION-NRE DBC	555 SOUTH PARK	None	501(c)(3)	To further the programs of the organization	150 00
CRISTO REY JESUIT COLLEGE PREP SCHOOL OF HOUSTON	6700 MOUNT CARMEL ST	None	Foundation 501(c)(3)	To further the programs of the organization	300 00
DONORSCHOOSE ORG	213 W 35TH ST	None	501(c)(3)	To further the programs of the organization	300 00
DOWN SYNDROME ASSOCIATION FOR FAMILIES FO NE	PO BOX 57362	None	501(c)(3)	To further the programs of the organization	500 00
NATIONAL MS SOCIETY-MID AMERICA CHAPTER	7611 STATE LINE RD	None	501(c)(3)	To further the programs of the organization	1,100 00
JONI AND FRIENDS	2601 N ST	None	501(c)(3)	To further the programs of the organization	750 00
LIGHTHOUSE	10 FERRY ST STE 309	None	501(c)(3)	To further the programs of the organization	176 00
ALS ASSOCIATION NNE CHAPTER	1305 W GREEN ST	None	501(c)(3)	To further the programs of the organization	100 00
UNIVERSITY OF IL FOUNDATION	1700 S MAIN ST	None	Foundation 501(c)(3)	To further the programs of the organization	1,500 00
GOSHEN COLLEGE	1014 BOSWELL AVE	None	501(c)(3)	To further the programs of the organization	900 00
DOANE COLLEGE - MATCHING GIFT	4500 DUXHALL DR	None	501(c)(3)	To further the programs of the organization	9,000 00
ST PETER'S SCHOOL	3900 W HUSKER HWY	None	501(c)(3)	To further the programs of the organization	300 00
HEARTLAND LUTHERAN HIGH SCHOOL	PO BOX 832809	None	501(c)(3)	To further the programs of the organization	450 00
KELLERMANN FOUNDATION	1700 FARNAM ST	None	Foundation 501(c)(3)	To further the programs of the organization	1,000 00
RED BASKET INC	44 BINNEY ST	None	501(c)(3)	To further the programs of the organization	100 00
DANA FARBER CANCER INSTITUTE	25 SHAWMUT RD	None	501(c)(3)	To further the programs of the organization	100 00
THE SALVATION ARMY	HIGH PLAINS DIVISION	None	501(c)(3)	To further the programs of the organization	250 00
AMERICAN CANCER SOCIETY	233 S 13TH ST STE 1702	None	501(c)(3)	To further the programs of the organization	1,000 00
LINCOLN SYMPHONY ORCHESTRA	12401 W MAPLE RD	None	501(c)(3)	To further the programs of the organization	100 00
BOY SCOUTS OF AMERICA MIDAMERICA COUNCIL	1624 LAKESHORE DR	None	501(c)(3)	To further the programs of the organization	500 00
IBM RING 250 PRESTO-DIGITATORS	6100 ROCKSIDE WOODS BLVD #445	None	501(c)(3)	To further the programs of the organization	250 00
JDRF	16000 E CENTRETECH PKWY	None	Foundation 501(c)(3)	To further the programs of the organization	1,500 00
COMMUNITY COLLEGE OF AURORA FOUNDATION	ONCOLOGY, 5TH FLOOR	None	501(c)(3)	To further the programs of the organization	2,200 00
NORTH KANSAS CITY HOSPITAL	110 Q ST	None	501(c)(3)	To further the programs of the organization	500 00
PEOPLES CITY MISSION	238 S 13TH ST	None	501(c)(3)	To further the programs of the organization	282,442 13
UNITED WAY OF LINCOLN & LANCASTER COUNTY	7202 W 120TH AVE	None	501(c)(3)	To further the programs of the organization	300 00
PAC OF BROOMFIELD ACADEMY	17705 S 125T	None	501(c)(3)	To further the programs of the organization	27,108 00
PRAIRIE HILL LEARNING CENTER	6000 A STREET	None	501(c)(3)	To further the programs of the organization	1,700 00
PIUS X HIGH SCHOOL	6000 A STREET	None	501(c)(3)	To further the programs of the organization	6,900 00
PIUS X FOUNDATION	PO BOX 83555	None	Foundation 501(c)(3)	To further the programs of the organization	2,700 00
UNIVERSITY OF NEBRASKA FOUNDATION	9101 S 78TH STREET	None	501(c)(3)	To further the programs of the organization	1,500 00
ST MICHAEL SCHOOL	7101 EAST 121ST ST SOUTH	None	501(c)(3)	To further the programs of the organization	450 00
BIXBY NORTH ELEMENTARY PTA	BIXBY	None	501(c)(3)	To further the programs of the organization	

NELNET FOUNDATION

EIN: 20-2202134

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

LINE 25, COLUMNS (a) AND (d) - CONTRIBUTIONS, GIFTS AND GRANTS PAID / DISBURSEMENTS FOR CHARITABLE PURPOSES

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID AND ACCRUED DURING THE YEAR

DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	CHICAGO	IL	60601	None	501(c)(3)	FOUNDATION STATUS OF RECIPIENT	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOYOLA UNIVERSITY CHICAGO	820 N MICHIGAN	CHICAGO	IL	60601	None	501(c)(3)	Foundation 501(c)(3)	None	To further the programs of the organization	1,500 00
TULSA COMMUNITY COLLEGE	FINANCIAL AID AND SCHOLARSHIPS	TULSA	OK	74146	None	501(c)(3)		None	To further the programs of the organization	750 00
CONCORDIA HIGH SCHOOL	1500 ROYSTON LN	ROUND ROCK	TX	78664	None	501(c)(3)		None	To further the programs of the organization	9,300 00
LINCOLN LUTHERN SCHOOL ASSOCIATION	1100 N 56TH	LINCOLN	NE	68588-0411	None	501(c)(3)		None	To further the programs of the organization	3,000 00
BOHUA CHINESE SCHOOL	1750 38TH ST	BOULDER	CO	80301	None	501(c)(3)		None	To further the programs of the organization	600 00
MESSIAH LUTHERN SCHOOL	1800 S 84TH ST	LINCOLN	NE	68588-0411	None	501(c)(3)		None	To further the programs of the organization	1,500 00
CHRISTIAN FOUNDATION FOR CHILDREN AND AGING	1 ELMWOOD AVE	KANSAS CITY	KS	64105	None	501(c)(3)		None	To further the programs of the organization	396 00
NORRIS SCHOOL DIST EDUCATIONAL FUND	25211 S 68TH ST	FIRTH	NE	68358	None	501(c)(3)		None	To further the programs of the organization	1,500 00
AMERICAM RED CROSS	444 SHERMAN ST	DENVER	CO	80222	None	501(c)(3)		None	To further the programs of the organization	100 00
HEIFER PROJECT INTERNATIONAL	1 WORLD AVE	LITTLE ROCK	AR	72202	None	501(c)(3)		None	To further the programs of the organization	120 00
CREATIVE ADOPTIONS, INC	4251 KIPLING ST	WHEAT RIDGE	CO	80033	None	501(c)(3)		None	To further the programs of the organization	200 00
DENVER RESCUE MISSION	3501 E 46TH AVE	DENVER	CO	80222	None	501(c)(3)		None	To further the programs of the organization	400 00
MEMORIAL SLOAN-KETTERING CANCER CENTER	1275 YORK AVE	NEW YORK	NY	10005	None	501(c)(3)		None	To further the programs of the organization	100 00
WORLD VISION	PO BOX 9716	FEDERAL WAY	WA	98063	None	501(c)(3)		None	To further the programs of the organization	200 00
ROCKY MOUNTAIN DOWN SYNDROME ASSOC	3515 S TAMARAC DR STE 320	DENVER	CO	80222	None	501(c)(3)		None	To further the programs of the organization	150 00
ROCKY MT NATURE ASSOCIATION	PO BOX 3100	ESTES PARK	CO	80517	None	501(c)(3)	None	To further the programs of the organization	100 00	
CORNHUSKER COUNCIL, BSA	PO BOX 269	WALTON	NE	68461	None	501(c)(3)	None	To further the programs of the organization	1,000 00	
PEOPLES CITY MISSION	110 Q ST	LINCOLN	NE	68508	None	501(c)(3)	None	To further the programs of the organization	250 00	
AMERICAN CANCER SOCIETY	HIGH PLAINS DIVISION	KANSAS CITY	MO	64105	None	501(c)(3)	None	To further the programs of the organization	300 00	
AMERICAN CANCER SOCIETY GREAT WEST DIV	4550 E BELL RD	PHOENIX	AZ	85032	None	501(c)(3)	None	To further the programs of the organization	350 00	
BOYS & GIRLS CLUB OF LINCOLN/LANCASTER COUNTY	PO BOX 22344	LINCOLN	NE	68588-0411	None	501(c)(3)	None	To further the programs of the organization	100 00	
COLORADO CHILDREN'S CHORALE	2420 W 16TH AVE	DENVER	CO	80222	None	501(c)(3)	None	To further the programs of the organization	140 00	
LINCOLN COMMUNITY FOUNDATION	215 CENTENNIAL MALL SOUTH	LINCOLN	NE	68588-0411	None	501(c)(3)	Foundation 501(c)(3)	To further the programs of the organization	250 00	
LINCOLN YMCA	1039 P STREET	LINCOLN	NE	68588-0411	None	501(c)(3)	501(c)(3)	To further the programs of the organization	500 00	
NORTH KANSAS CITY HOSPITAL	ONCOLOGY, 5TH FLOOR	KANSAS CITY	MO	64105	None	501(c)(3)	501(c)(3)	To further the programs of the organization	60 00	
TOTAL										\$ 1,360,812 51
TOTAL CONTRIBUTIONS, GIFTS, GRANTS PAID PER BOOKS ON ACCRUAL BASIS, PART I, LINE 25, COLUMN (a), AND PART XV, LINE 3(a)										
UNIVERSITY OF NE FOUNDATION, BUILDING FUND	1010 LINCOLN MALL	LINCOLN	NE	68588-0411	None	501(c)(3)	Foundation 501(c)(3)	None	To further the programs of the organization	200,000 00
TEAMMATES MENTORING PROGRAM	6801 O STREET	LINCOLN	NE	68588-0411	None	501(c)(3)	501(c)(3)	None	To further the programs of the organization	10,000 00
GRANTS APPROVED FOR FUTURE PAYMENT DURING 2012, AND PAID DURING 2013										\$ 210,000 00
NONE										NONE
GRANTS APPROVED FOR FUTURE PAYMENT DURING 2013										\$ -
GRANTS PAID DURING THE YEAR, PART I, LINE 25 COLUMN (d)										\$ 1,570,812 51

NELNET FOUNDATION

EIN: 20-2202134

FORM 990-PF, PART XV - GRANTS APPROVED FOR FUTURE PAYMENT
DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	LINCOLN	NE	68588-0405	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNL CBA bldg - 5 yr commit	PO Box 880405	LINCOLN	NE	68588-0405	None	501(c)(3)	To further the programs of the organization	600,000.00
Teammate - 3 yr commit	6801 O STREET	LINCOLN	NE	68510	None	501(c)(3)	To further the programs of the organization	10,000.00
Children's Musuem	1420 P STREET	LINCOLN	NE	68508	None	501(c)(3)	To further the programs of the organization	50,000.00
GRANTS APPROVED FOR FUTURE PAYMENT, PART XV, LINE 3(b)								TOTAL
								\$ 660,000.00

NELNET FOUNDATION
EIN: 20-2202134
FORM 990-PF, COST AND FAIR MARKET VALUE OF EQUITIES GIFTED IN KIND
DECEMBER 31, 2013

Asset Name	# of Shares	Fair Market Value	Cost
Spartech	2,482	24,273.96	12,738.70
Flexsteel	2,700	62,370.00	32,745.54
Horizon Bancorp	2,250	46,957.50	25,231.82
Protective Life	1,200	37,704.00	20,783.69
Bluegreen	8,057	77,508.34	45,556.53
MutualFirst	5,945	73,301.85	43,059.97
Friedman	3,500	38,290.00	23,799.85
Kaiser Aluminum	1,000	63,010.00	43,650.00
Phillippines	4,000	145,160.00	101,783.25
Universal	1,000	53,730.00	39,175.91
P&F	4,500	40,050.00	26,991.81
Strattec	2,000	58,300.00	43,104.92
Hooker Furniture	4,000	56,240.00	46,287.00
Ocean Shore Holding	2,500	38,125.00	29,375.00
Tech Data	1,000	48,860.00	37,858.91
Financial SPDR	5,400	93,474.00	74,946.60
Reinsurance Group	900	50,625.00	41,145.45
Berkshire Hathaway	3,000	290,790.00	211,110.00
BP PLC	2,000	89,040.00	72,043.58
Coventry Health Care	3,254	149,130.82	100,319.63
General Electric	6,000	133,680.00	89,334.00
Goldman Sachs Group	1,000	147,860.00	89,466.00
JPMorgan Chase	3,000	141,150.00	88,497.00
Noble Corp	2,000	81,000.00	63,527.53
		<u>2,040,630.47</u>	<u>1,402,532.69</u>
Total Cost		1,402,532.69	
Total Fair Market Value		<u>2,040,630.47</u>	
Adjustment from Fair Market Value to Cost		<u>(638,097.78)</u>	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS				8,635.	
77,059.		8,057 SH BLUE GREEN CORP PROPERTY TYPE: SECURITIES 45,556.				D 07/16/2012 31,503.	02/05/2013
150,556.		3,254 SH COVENTRY HEALTH CARE INC PROPERTY TYPE: SECURITIES 100,319.				D 01/31/2013 50,237.	02/05/2013
64,425.		2,700 SH FLEXSTEEL INDUSTRIES INC PROPERTY TYPE: SECURITIES 32,745.				D 01/22/2013 31,680.	02/05/2013
38,674.		3,500 SH FRIEDMAN INDUSTRIES INC PROPERTY TYPE: SECURITIES 23,800.				D 01/22/2013 14,874.	02/05/2013
135,328.		6,000 SH GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 89,334.				D 01/31/2013 45,994.	02/05/2013
58,138.		4,000 SH HOOKER FURNITURE CORP PROPERTY TYPE: SECURITIES 46,287.				D 01/22/2013 11,851.	02/05/2013
44,077.		2,250 SH HORIZON BANCORP INDIANA PROPERTY TYPE: SECURITIES 25,232.				D 01/22/2013 18,845.	02/05/2013
61,979.		1,000 SH KAISER ALUMINUM CORP PROPERTY TYPE: SECURITIES 43,650.				D 01/22/2013 18,329.	02/05/2013
74,018.		5,945 SH MUTUALFIRST FINANCIAL INC PROPERTY TYPE: SECURITIES 43,060.				D 01/22/2013 30,958.	02/05/2013
37,775.		2,500 SH OCEAN SHORE HOLDING CO PROPERTY TYPE: SECURITIES 29,375.				D 01/22/2013 8,400.	02/05/2013
33,111.		4,500 SH P & F INDUSTRIES INC PROPERTY TYPE: SECURITIES 26,992.				D 08/14/2012 6,119.	02/05/2013
		2,482 SH SPARTECH CORP				D 08/14/2012	02/05/2013

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
24,509.		PROPERTY TYPE: SECURITIES 12,739.					11,770.	
		2,000 SH STRATTEC SECURITY CORP PROPERTY TYPE: SECURITIES				D	07/16/2012	02/05/2013
57,826.		43,105.					14,721.	
		1,000 SH TECH DATA CORP PROPERTY TYPE: SECURITIES				D	01/22/2013	02/05/2013
51,422.		37,859.					13,563.	
		3,200 SH FIRST TR ISE REVERE NAT GASINDE PROPERTY TYPE: SECURITIES				D	VARIOUS	02/05/2013
52,063.		50,284.					1,779.	
		285 SH ISHARES RUSSELL 1000 GROWTH INDEX PROPERTY TYPE: SECURITIES				P	08/13/2008	02/05/2013
19,576.		15,498.					4,078.	
		3,505 SH SPDR INDEX SHARES S&P INTERNATI PROPERTY TYPE: SECURITIES				P	08/22/2008	02/05/2013
103,325.		93,775.					9,550.	
		8,795 SH VANGUARD FTSE EMERGING MARKETS PROPERTY TYPE: SECURITIES				P	08/13/2008	02/05/2013
389,831.		358,484.					31,347.	
		5,540 SH ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES				P	08/13/2008	02/05/2013
324,499.		294,784.					29,715.	
		5,400 SH SELECT SECTOR SPDR TR PROPERTY TYPE: SECURITIES				D	01/18/2012	02/05/2013
94,579.		74,947.					19,632.	
		1,300 SH ATWOOD OCEANICS INC PROPERTY TYPE: SECURITIES				D	VARIOUS	02/05/2013
68,717.		49,514.					19,203.	
		384 SH FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES				D	VARIOUS	02/05/2013
1,697.							1,697.	
		4,000 SH ISHARES MSCI PHILLPPINES INVEST PROPERTY TYPE: SECURITIES				D	01/12/2012	02/05/2013
153,949.		101,783.					52,166.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
632,536.		10,0000 SH INTERACTIVE INTELLIGENCE GROU PROPERTY TYPE: SECURITIES 161,482.				D	VARIUOS 471,054.	09/26/2013
TOTAL GAIN (LOSS)							<u>957,700.</u>	