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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

OMB No 1545-0052

2013► 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.

Open to Public Inspection

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

		Name of foundation MIDMARK FOUNDATION				
		Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 286		Room/suite		
		City or town, state or province, country, and ZIP or foreign postal code VERSAILLES OH 45380				
G Check all that apply		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	A Employer identification number 23-7068805		
		<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	B Telephone number (see instructions) 937-526-3662		
		<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here ► <input type="checkbox"/>		
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,062,256		J Accounting method <input type="checkbox"/> Other (specify)		<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual (Part I, column (d) must be on cash basis)		
Part I Analysis of Revenue and Expenses		(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 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	1	1			
	4 Dividends and interest from securities	23,356	23,356			
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	12,527				
	b Gross sales price for all assets on line 6a	160,225				
	7 Capital gain net income (from Part IV, line 2)	12,527				
	8 Net short-term capital gain		0			
	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)						
12 Total. Add lines 1 through 11	35,884	35,884	0			
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)	STMT 1	2,155	2,155		
	c Other professional fees (attach schedule)	STMT 2	11,692	11,692		
	17 Interest					
	RECEIVED	STMT 3	2,455	2,455		
	18 Taxes (attach schedule) (see instructions)	STMT 3				
	19 Depreciation (attach schedule) and depletion					
	20 Occupancy	91 MAY 21 2014 IRS-OS				
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach)	STMT 4	187	187		
24 Total operating and administrative expenses.		16,489	16,489	0	0	
Add lines 13 through 23						
25 Contributions, gifts, grants paid		30,250			30,250	
26 Total expenses and disbursements. Add lines 24 and 25		46,739	16,489	0	30,250	
27 Subtract line 26 from line 12		-10,855				
a Excess of revenue over expenses and disbursements						
b Net investment income (if negative, enter -0-)		19,395				
c Adjusted net income (if negative, enter -0-)					0	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF 2013

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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
	1 Cash – non-interest-bearing		29,023	29,024	29,024
	2 Savings and temporary cash investments		21,907	23,730	23,730
	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 (att schedule) ►				
	Less allowance for doubtful accounts ►	0			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U S and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)	SEE STMT 5	845,434	855,770	1,009,502
	c Investments – corporate bonds (attach schedule)	SEE STMT 6	23,015		
	11 Investments – land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	15 Other assets (describe ►				
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I))	919,379	908,524	1,062,256
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)				
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► <input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		919,379	908,524	
	30 Total net assets or fund balances (see instructions)		919,379	908,524	
	31 Total liabilities and net assets/fund balances (see instructions)		919,379	908,524	

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	919,379
2 Enter amount from Part I, line 27a	2	-10,855
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	908,524
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	908,524

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 ATTACHED MERRILL LYNCH STMT	P	VARIOUS	VARIOUS
b	SEE ATTACHED MERRILL LYNCH STMT	P	VARIOUS	VARIOUS
c	SEE ATTACHED MERRILL LYNCH STMT	P	VARIOUS	VARIOUS
d	SEE ATTACHED MERRILL LYNCH STMT	P	03/06/08	10/23/13
e	CAPITAL GAIN DISTRIBUTIONS			

(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 19,330		18,722	608
b 104,400		92,120	12,280
c 29,871		32,696	-2,825
d 6,496		4,160	2,336
e 128			128

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			608
b			12,280
c			-2,825
d			2,336
e			128

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	12,527
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	608

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	23,893	959,538	0.024901
2011	22,417	963,630	0.023263
2010	68,467	871,865	0.078529
2009	57,759	784,597	0.073616
2008	88,630	888,804	0.099718

- 2 Total of line 1, column (d) **2** **0.300027**
- 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** **0.060005**
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 **4** **1,006,523**
- 5 Multiply line 4 by line 3 **5** **60,396**
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** **194**
- 7 Add lines 5 and 6 **7** **60,590**
- 8 Enter qualifying distributions from Part XII, line 4 **8** **30,250**

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	388
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	388
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	388
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,000
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	612
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	11	
		612	Refunded ►

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes	No
1b		X	
c	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	Yes	No
c		X	
d	Did the foundation file Form 1120-POL for this year?	Yes	No
d		X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	Yes	No
d	(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	Yes	No
e		X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes	No
2	If "Yes," attach a detailed description of the activities		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
5	If "Yes," attach the statement required by General Instruction T		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	Yes	No
6	• By language in the governing instrument, or		X
6	• 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?		
7	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	Yes	No
7	• By language in the governing instrument, or		X
7	• 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?		
8a	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
OH			
b	Enter the states to which the foundation reports or with which it is registered (see instructions) ►	Yes	No
b	OH		X
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	Yes	No
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes	No
10		X	

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

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13

Website address ► **N/A**14 The books are in care of ► **MITCHELL EITING**
PO BOX 286Telephone no ► **937-526-3662**

OH

ZIP+4 ► **45380-0286**► ► **15****16** Yes No **X**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►

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.

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 **N/A** ►

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? **N/A**

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 ► **20** , **20** , **20** , **20**

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) **N/A**

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► **20** , **20** , **20** , **20** **2b**

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) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? **3b**

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? **4a**

4b **4b**

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
MITCHELL EITING P.O. BOX 286	VERSAILLES OH 45380-0286	PRESIDENT 0.00	0	0
POLLY GROW P.O. BOX 286	VERSAILLES OH 45380-0286	VICE PRES 0.00	0	0
JEREMY TONER P.O. BOX 286	VERSAILLES OH 45380-0286	SEC/TREAS 0.00	0	0

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

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

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

► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

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

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.

1	N/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.

1	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		►

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	992,827
b	Average of monthly cash balances	1b	29,024
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,021,851
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,021,851
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,328
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,006,523
6	Minimum investment return. Enter 5% of line 5	6	50,326

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	50,326
2a	Tax on investment income for 2013 from Part VI, line 5	2a	388
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	388
3	Distributable amount before adjustments Subtract line 2c from line 1	3	49,938
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	49,938
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	49,938

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	30,250
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	30,250
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	30,250
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				49,938
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2013				
a From 2008	44,676			
b From 2009	18,911			
c From 2010	25,064			
d From 2011				
e From 2012				
f Total of lines 3a through e	88,651			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 30,250				
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				30,250
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	19,688			19,688
6 Enter the net total of each column as indicated below:	68,963			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	24,988			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	43,975			
10 Analysis of line 9				
a Excess from 2009	18,911			
b Excess from 2010	25,064			
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling				►			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							
b	85% of line 2a							
c	Qualifying distributions from Part XII, line 4 for each year listed							
d	Amounts included in line 2c not used directly for active conduct of exempt activities							
e	Qualifying distributions made directly for active conduct of exempt activities							
	Subtract line 2d from line 2c							
3	Complete 3a, b, or c for the alternative test relied upon							
a	"Assets" alternative test – enter							
(1)	Value of all assets							
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)							
b	"Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed							
c	"Support" alternative test – enter							
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)							
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)							
(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))

N/A

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

N/A**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

SEE SCHEDULE #1

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

SEE SCHEDULE #1

c Any submission deadlines

SEE SCHEDULE #1

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

SEE SCHEDULE #1

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE SCHEDULE #2				30,250
Total			► 3a	30,250
b Approved for future payment N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1	
4 Dividends and interest from securities			14	23,356	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	12,527	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		35,884	0
13 Total Add line 12, columns (b), (d), and (e)		13		35,884	

(See worksheet in line 13 instructions to verify calculations)

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

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. 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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

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

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

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

Sign
Here

 Signature of officer or trustee

151414

Date _____

→ President
Title

Title

Paid			
Preparer	Thomas P. Burns		
Use Only	5/12/14 self-employed		
Firm's name ►	MONNIER & CO., CPA'S	PTIN	P00435093
Firm's address ►	PO BOX 459 SIDNEY, OH 45365-0459	Firm's EIN ►	34-1236295
		Phone no	937-492-6101

0460FOUND MIDMARK FOUNDATION
23-7068805
FYE: 12/31/2013

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 2,155	\$ 2,155	\$ 0	\$ 0
TOTAL	\$ 2,155	\$ 2,155	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MERRILL LYNCH MGMT FEES	\$ 11,692	\$ 11,692	\$ 0	\$ 0
TOTAL	\$ 11,692	\$ 11,692	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
STATE TAX	\$ 225	\$ 225	\$ 0	\$ 0
FOREIGN TAX	\$ 644	\$ 644	\$ 0	\$ 0
OTHER	\$ 1,586	\$ 1,586	\$ 0	\$ 0
TOTAL	\$ 2,455	\$ 2,455	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$ 187	\$ 187	\$ 0	\$ 0
OTHER EXPENSES	\$ 187	\$ 187	\$ 0	\$ 0
TOTAL	\$ 187	\$ 187	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	\$	End of Year	\$	Basis of Valuation	Fair Market Value
31 SHS AMAZON COM INC		\$ 7,155		5,545	COST	\$ 12,362
15 SHS AMAZON COM INC		3,432		3,432	COST	5,982
0 SHS AMERICA MOVIL SAB DE CV ADR		6,564		6,564	COST	
0 SHS AT&T INC		5,409		5,409	COST	
120 SHS AMER EXPRESS COMPANY		9,052		7,242	COST	10,888
100 SHS AMER EXPRESS COMPANY		5,702		5,702	COST	9,073
20 SHS APPLE INC		12,423		12,423	COST	11,220
13 SHS APPLE INC				5,814	COST	7,293
465 SHS BANK OF AMERICA				6,189	COST	7,240
343 SHS BANK OF AMERICA				5,007	COST	5,341
63 SHS BASF SE SPONSORED ADR				5,964	COST	6,791
79 SHS BHP BILLITON LTD		10,790		5,499	COST	5,388
65 SHS BERKSHIRE HATHAWAY INC		5,516		5,516	COST	7,706
35 SHS BERKSHIRE HATHAWAY INC				4,015	COST	4,150
250 SHS COMCAST CORP		8,660		8,660	COST	12,991
14 SHS CNOOC LTD		3,159		3,186	COST	
15 SHS CNOOC LTD				5,529	COST	
95 SHS CHINA MOBILE LTD		6,081		6,081	COST	
0 SHS COMP DE BEBIDAS		8,479		8,479	COST	
75 SHS CHEVRON CORP				6,185	COST	9,368
120 SHS CITIGROUP INC				5,494	COST	6,253
110 SHS CISCO SYSTEMS INC		8,348		5,032	COST	5,732
262 SHS CISCO SYSTEMS INC		7,490		7,517	COST	5,877
0 SHS CISCO SYSTEMS INC				8,262		
200 SHS COCA COLA COM		7,517		7,539	COST	11,460
150 SHS DISNEY (WALT) CO COM		9,298		7,949	COST	9,108
90 SHS EXXON MOBIL CORP				4,361	COST	5,339
100 SHS GLAXOSMITHKLINE PLC ADR		4,361		4,361	COST	5,873
110 SHS GLAXOSMITHKLINE PLC ADR		4,831		4,831	COST	2,136
40 SHS GLAXOSMITHKLINE PLC ADR		1,863		1,863	COST	9,811
350 SHS GENERAL ELECTRIC		13,340		13,340	COST	5,326
190 SHS GENERAL ELECTRIC		3,943		3,943	COST	3,223
115 SHS GENERAL ELECTRIC		2,288		2,288	COST	14,569
13 SHS GOOGLE INC CL A		6,873		6,873	COST	10,750
195 SHS HSBC HLDG PLC		8,751		8,751	COST	5,237
95 SHS HSBC HLDG PLC		3,923		3,923	COST	13,586
165 SHS HOME DEPOT INC		8,762		8,762	COST	

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
375 SHS INTEL CORP	8,236	8,236	COST	9,733
40 SHS INTL BUSINESS MACHINES CORP	6,743	6,743	COST	7,503
30 SHS INTL BUSINESS MACHINES CORP	5,973	5,973	COST	5,627
66 SHS JPMORGAN CHASE & CO	5,097	3,058	COST	3,860
180 SHS JPMORGAN CHASE & CO	6,910	6,910	COST	10,526
24 SHS JOHNSON AND JOHNSON COM	3,293	1,581	COST	2,198
50 SHS JOHNSON AND JOHNSON COM	2,831	2,831	COST	4,580
80 SHS JOHNSON AND JOHNSON COM	5,263	5,263	COST	7,327
45 SHS JOHNSON AND JOHNSON COM	2,940	2,940	COST	4,122
250 SHS LVMH MOET HENNESSY	8,266	8,266	COST	9,150
180 SHS LVMH MOET HENNESSY	5,953	5,953	COST	6,588
1773 SHS LLOYDS BANKING GROUP	9,104	9,104	COST	9,432
230 SHS LOREAL CO	5,556	5,556	COST	8,085
115 SHS MCDONALDS CORP	11,199	11,199	COST	11,158
275 SHS MICROSOFT CORP	8,020	8,020	COST	10,288
90 SHS MICROSOFT CORP	2,899	2,899	COST	3,367
140 SHS NOVARTIS	8,462	8,462	COST	11,253
0 SHS NESTLE	8,308	8,308	COST	
0 SHS NESTLE	2,760	2,760	COST	
55 SHS NOVO NORDISK	7,930	7,930	COST	10,162
0 SHS ORACLE CORP	4,160	4,160	COST	
130 SHS ORACLE CORP	2,586	2,241	COST	4,973
70 SHS ORACLE CORP	2,070	2,070	COST	2,678
0 SHS PETROLEO BRAS	8,498	8,498	COST	
185 SHS PEPSICO INC	13,569	7,481	COST	8,459
301 SHS PFIZER INC	7,531	5,965	COST	9,220
100 SHS PFIZER INC	2,310	2,310	COST	3,063
205 SHS PFIZER INC	4,927	4,927	COST	6,279
75 SHS PROCTER & GAMBLE CO	5,312	5,312	COST	6,106
85 SHS PROCTER & GAMBLE CO	5,693	5,693	COST	6,920
95 SHS QUALCOMM INC	4,921	4,921	COST	7,054
90 SHS QUALCOMM INC	5,754	5,754	COST	6,683
0 SHS RIO TINTO PLC SPNSRD ADR	5,283	5,283	COST	
0 SHS RIO TINTO PLC SPNSRD ADR	6,959	6,959	COST	
0 SHS RIO TINTO PLC SPNSRD ADR	2,255	2,255	COST	
155 SHS ROYAL BANK CANADA	8,506	8,506	COST	10,421
130 SHS SAP AG	8,700	8,700	COST	11,328

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
72 SHS SIEMENS				9,973
0 SHS SCHLUMBERGER LTD	6,329	9,192	COST	
50 SHS SCHLUMBERGER LTD	2,992	1,994	COST	4,506
30 SHS SCHLUMBERGER LTD	2,133	2,133	COST	2,703
235 SHS SANOFI ADR	8,355	8,355	COST	12,603
60 SHS SANOFI ADR	2,333	2,333	COST	3,218
0 SHS TAIWAN S MANUFCTRING	5,473		COST	
105 SHS TOYOTA MOTOR CORP	8,585	8,585	COST	12,802
558 SHS UBS	11,751	10,742	COST	
56 SHS UNITED TECHS CORP	4,015	4,015	COST	6,373
25 SHS UNITED TECHS CORP	2,097	2,097	COST	2,845
30 SHS UNITED TECHS CORP	2,403	2,403	COST	3,414
57 SHS UNITED TECHS CORP	6,184	6,184	COST	6,487
0 SHS VODAFONE GROU PLC	5,958		COST	
36 SHS VISA INC CL A SHARES	9,138	4,386	COST	8,016
40 SHS VISA INC CL A SHARES	5,145	5,145	COST	8,907
200 SHS WELLS FARGO & CO	5,493	5,493	COST	9,080
65 SHS WELLS FARGO & CO	2,165	2,165	COST	2,951
130 SHS WELLS FARGO & CO	4,496	4,496	COST	5,902
1,900 SHS ISHARES IBOXX	199,857	199,857	COST	216,957
530 SHS ISHARES BARCLAYS MBS BON FD	56,854	56,854	COST	55,422
3,120 SHS SPDR BARCLAYS S-T CORP BD	95,266	95,271	COST	95,752
127 SHS FI ENHANCED EUROPE 50 ETN		12,226	COST	15,571
550 SHS FI ENHANCED BIG CAP GR ETN		20,500	COST	25,152
295 SHS FI ENHANCED GLOBAL HIGH YLD		27,393	COST	33,648
TOTAL	\$ 845,434	\$ 855,770		\$ 1,009,502

0460FOUND MIDMARK FOUNDATION
23-7068805
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Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
			COST	
UBS AG FISHER ENHANCED BIG CAP GRWTH	\$ 23,015	\$ 23,015		
TOTAL	\$ 23,015	\$ 23,015		0

SCHEDULE #1

MIDMARK FOUNDATION

ID# 23-7068805

Form 990PF - Page 9, Part XV, Question 2

"Supplementary Information - Scholarship Fund"

(a) Applications should be addressed to

Human Resources Department
Midmark Corporation
60 Vista Drive
Versailles, OH 45380
(937) 526-3662

(b) The complete application should consist of

1. Application blank, completed and signed by applicant and his or her parents.
2. Applicant's essay of 250 to 500 words explaining his or her goals, ambitions, family background, field of interest, and his or her reasons for desiring a college education
3. Letter of reference from principal with complete transcript, including all standardized test scores (The principal shall mail directly to the Human Resources Department at Midmark Corporation)
4. Letters of reference from two other persons who are not relatives of the applicant (The letters shall be mailed directly to the Human Resources Department at Midmark Corporation)

(c) All applications must be received by April 19th of the senior year to receive consideration

(d) Qualifications & Requirements

This scholarship shall be awarded without regard to race, color, sex, religious affiliation, national origin, or age To be eligible to apply, a student must meet the following qualifications:

1. Be a natural born child, a legally adopted child, or step-child of a full-time employee of Midmark Corporation Children of officers or directors are not eligible
2. Be a high school graduate in the upper 50% of the graduating class at the time the scholarship is awarded and must have taken a college preparatory course.
3. Submit all the items required for a complete application

MIDMARK FOUNDATION
GRANTS & CONTRIBUTIONS PAID
12/31/2013

SCHEDULE #2

ID# 23-7068805

<u>NAME</u>	<u>ADDRESS</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 750.00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 1,000.00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 2,500.00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 1,000.00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 2,500.00
BUFFALO STATE COLLEGE	1300 ELMWOOD AVE	BUFFALO, NY 14222	SCHOLARSHIP AWARD	\$ 750.00
BUFFALO STATE COLLEGE	1300 ELMWOOD AVE	BUFFALO, NY 14222	SCHOLARSHIP AWARD	\$ 2,250.00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 1,250.00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 1,000.00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 1,250.00
UNIVERSITY OF FINDLAY	11178 COUNTY RD 201	FINDLAY, OH 45840	SCHOLARSHIP AWARD	\$ 1,000.00
UNIVERSITY OF FINDLAY	11178 COUNTY RD 201	FINDLAY, OH 45840	SCHOLARSHIP AWARD	\$ 2,500.00
UNIVERSITY OF ILLINOIS	108 HENRY ADMINISTRATIVE BLDG	URBANA, IL 61801	SCHOLARSHIP AWARD	\$ 2,500.00
UNIVERSITY OF ILLINOIS	108 HENRY ADMINISTRATIVE BLDG	URBANA, IL 61801	SCHOLARSHIP AWARD	\$ 2,500.00
UNIVERSITY OF MICHIGAN	2074 FLEMING ADMINISTRATION BLD	ANN ARBOR, MI 48109-1318	SCHOLARSHIP AWARD	\$ 2,500.00
UNIVERSITY OF MICHIGAN	2074 FLEMING ADMINISTRATION BLD	ANN ARBOR, MI 48109-1318	SCHOLARSHIP AWARD	\$ 2,500.00
				Total \$ 30,250.00



Merrill Lynch
Bank of America Corporation

Account No.
161-696689

Taxpayer No.
23-7068805

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MIDMARK FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received. This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
PETRLEO BRAS VTF SPD ADR 390,0000 Sale	CUSIP Number 08/09/12	716541408 02/27/13		5,764.13	8,497.50	0.00	(2,733.37)	
TAIWAN S MANUFACTRING ADR 380,0000 Sale	CUSIP Number 08/09/12	874039100 05/17/13		7,395.21	5,472.71	0.00	1,922.50	
ISA INC CL A SHRS 39,0000 Sale	CUSIP Number 04/25/12	928266C89 02/27/13		6,170.79	4,751.90	0.00	1,418.89	
						0.00	608.02	
Covered Short Term Capital Gains and Losses Subtotal				19,330.13	18,722.11			
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
COMP DE BEBIDAS SPN ADR 140,0000 Prin Payment	CUSIP Number 03/28/13	20441W203 03/28/13		0.02	0.02	0.00	0.00	
Noncovered Short Term Capital Gains and Losses Subtotal				0.02	0.02	0.00	0.00	



Merrill Lynch
Bank of America Corporation

Account No.
161-69689

Taxpayer No.
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MIDMARK FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B

Transaction
Description

1b. Date of
Acquisition

1a. Date of Sale
or Exchange

2a. Amount

3. Cost Basis

5. Wash Sale
Loss Disallowed

Gain or (Loss)

Remarks

NET SHORT TERM CAPITAL GAINS AND LOSSES 19,330.15 18,722.13 0.00 608.02

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

OVERLINED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)		2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS				
AMAZON COM INC COM 9,0000 Sale	CUSIP Number 023135706 02/08/11	2,397.20	1,609.83	0.00	787.37	
AT&T INC 145,0000 Sale	CUSIP Number 00206R102 08/09/12	4,828.31	5,409.27	0.00	(580.96)	
AMER EXPRESS COMPANY 30,0000 Sale	CUSIP Number 025816109 05/04/12	2,513.41	1,810.47	0.00	702.94	
BHP BILLITON LTD ADR 76,0000 Sale	CUSIP Number 088606108 08/09/12	4,835.96	5,290.64	0.00	(454.68)	
CNOOC LTD ADR 15,0000 Sale	CUSIP Number 0427712	2,827.42	3,186.22	0.00	(358.80)	
CHINA MOBILE LTD SPN ADR 95,0000 Sale	CUSIP Number 16941M109 08/09/12	5,068.97	5,529.38	0.00	(460.41)	
COMP DE BEBEDAS SPN ADR 140,0000 Sale	CUSIP Number 20441W203 04/26/12	4,845.46	6,080.82	0.00	(1,235.36)	
ISCO SYSTEMS INC COM 250,0000 Sale 165,0000 Sale 128,0000 Sale	CUSIP Number 05/01/12 05/01/12 08/21/12	6,125.09 3,683.03 2,857.15	5,028.62 3,318.89 2,458.39	0.00 0.00 0.00	1,096.47 364.14 398.76	
Security Subtotal		12,665.27	10,805.90	0.00	1,859.37	
DISNEY (WALT) CO COM STK 35,0000 Sale	CUSIP Number 08/09/12	2,465.17	1,758.99	0.00	706.18	
JPMORGAN CHASE & CO 44,0000 Sale	CUSIP Number 03/27/12	2,444.53	2,038.73	0.00	405.80	
NESTLE S A REP RG SH ADR 45,0000 Sale	CUSIP Number 04/27/12	3,014.04	2,760.30	0.00	253.74	



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MIDMARK FOUNDATION

2013 ANNUAL STATEMENT SUMMARY
2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PEPSICO INC 83.0000 Sale	CUSIP Number 08/21/12	713448108 10/23/13		6,887.04	6,087.54	0.00	799.50	
'ZER INC 79.0000 Sale	CUSIP Number 03/14/11	717081103 12/11/13		2,418.01	1,565.58	0.00	852.43	
RIO TINTO PLC SPNSR'D ADDR 120.0000 Sale 40.0000 Sale	CUSIP Number 02/23/12 04/30/12	767204100 05/20/13 05/20/13		5,304.09 1,768.04	6,958.85 2,254.88	0.00 0.00	(1,654.76) (486.84)	
Security Subtotal				7,072.13	9,213.73	0.00	(2,141.60)	
UBS AG FISHER ENHANCED BIG CAP GROWTH SECS ZERO% MAY 28 2013 920.0000 Sale	CUSIP Number 05/16/12	90268U176 05/20/13		33,416.70	23,015.00	0.00	10,401.70	
VODAFONE GROUP PLC SP ADR 200.0000 Sale	CUSIP Number 08/09/12	92857W209 09/13/13		6,700.56	5,957.92	0.00	742.64	
Covered Long Term Capital Gains and Losses Subtotal				104,400.18	92,120.32	0.00	12,279.86	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
AMERICA MOVIL SAB DE CV ADR 200.0000 Sale	CUSIP Number 04/07/08	02364W705 02/27/13		4,178.97	6,563.90	0.00	(2,384.93)	
CNOOC LTD 14.0000 Sale	CUSIP Number 11/24/10	126132109 05/10/13		2,638.92	3,159.00	0.00	(520.08)	
JOHNSON AND JOHNSON COM 26.0000 Sale	CUSIP Number 04/17/08	478160104 07/31/13		2,420.54	1,712.30	0.00	708.24	
NESTLE S A REP RG SH ADR 162.0000 Sale	CUSIP Number 04/07/08	641069406 09/17/13		10,850.52	8,307.62	0.00	2,542.90	
ORACLE CORP \$0.01 DEL 20.0000 Sale	CUSIP Number 02/17/09	68389X105 10/23/13		649.63	344.75	0.00	304.88	



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2013 ANNUAL STATEMENT SUMMARY

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
RIO TINTO PLC SPNSRD ADR	CUSIP Number 04/07/08	767204100 05/20/13		2,121.63	5,282.53	0.00	(3,160.90)	
HLUMBERGER LTD	CUSIP Number 04/02/08	806857708 06/07/13		5,165.94	6,329.03	0.00	(1,163.09)	
		02/17/09		1,844.98	997.17	0.00	847.81	
Security Subtotal				7,010.92	7,326.20	0.00	(315.28)	
Noncovered Long Term Capital Gains and Losses Subtotal				29,871.13	32,696.30	0.00	(2,825.17)	
NET LONG TERM CAPITAL GAINS AND LOSSES				134,271.31	124,816.62	0.00	9,454.69	

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

ORACLE CORP \$0.01 DEL	CUSIP Number 03/06/08	68389X05 10/23/13		6,496.23	4160	0.00	444	
Other Transactions Subtotal				6,496.23		0.00	2,336	

**TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES
TOTAL REPORTED SALES PROCEEDS**

160,097.69
160,097.69

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
608.02	0.00	12,279.86	(2,825.17)