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

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

2013

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

THE JOSEPH J. SCOTT FOUNDATION
123 WEST 1ST STREET, SUITE 620
CASPER, WY 82601

A Employer identification number
26-3374979

B Telephone number (see the instructions)
307-266-2949

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ 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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 6,201,253.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☒

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))

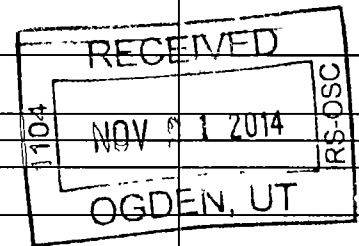
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)				
	2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	262,223.	262,223.	262,223.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-7,711.			
	b	Gross sales price for all assets on line 6a 41,250.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less Cost of goods sold					
c	Gross profit/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	254,512.	262,223.	262,223.		
ADMINISTRATIVE EXPENSES AND OPERATING	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 sch) See St 1	3,958.	3,958.		
	c	Other prof fees (attach sch) See St 2	27,856.	27,856.		
	17	Interest				
	18	Taxes (attach schedule) (see instrs) See Stm 3	5,149.	129.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 4	10,790.	10,790.		
	24	Total operating and administrative expenses. Add lines 13 through 23	47,753.	42,733.		
	25	Contributions, gifts, grants paid Part XV	279,191.			279,191.
26	Total expenses and disbursements. Add lines 24 and 25	326,944.	42,733.	0.	279,191.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-72,432.				
b	Net investment income (if negative, enter -0-)		219,490.			
c	Adjusted net income (if negative, enter -0-)			262,223.		



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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
ASSETS	1 Cash — non-interest-bearing	17,891.	24,588.	24,588.
	2 Savings and temporary cash investments	250,200.	485,775.	485,775.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	3,306,705.	2,981,241.	4,335,442.
	c Investments — corporate bonds (attach schedule)	1,112,656.	1,123,416.	1,355,448.
	LIABILITIES	11 Investments — land, buildings, and equipment basis		
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		4,687,452.	4,615,020.	6,201,253.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, & other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
FUND ASSETS OR 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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,687,452.	4,615,020.	
	30 Total net assets or fund balances (see instructions)	4,687,452.	4,615,020.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,687,452.	4,615,020.	

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	4,687,452.
2 Enter amount from Part I, line 27a	2	-72,432.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,615,020.
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	4,615,020.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	3000 SHARES DELL, INC	P	4/25/12	10/30/13
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 41,250.		48,961.	-7,711.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-7,711.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-7,711.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	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 (column (b) divided by column (c))
2012	517,318.	5,725,657.	0.090351
2011	202,866.	5,617,643.	0.036112
2010	562,846.	5,012,384.	0.112291
2009	560,516.	5,225,641.	0.107263
2008		615,625.	

2 Total of line 1, column (d)	2	0.346017
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	0.069203
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,912,431.
5 Multiply line 4 by line 3	5	409,158.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,195.
7 Add lines 5 and 6	7	411,353.
8 Enter qualifying distributions from Part XII, line 4	8	279,191.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	4,390.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,390.
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	4,390.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	5,151.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868).	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	5,151.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	761.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 761. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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
4 a 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?		N/A
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, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)...	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of ► CORDELL FONNESBECK, CPA Telephone no ► (307) 266-2949 Located at ► 123 WEST 1ST STREET, SUITE 620 CASPER WY ZIP + 4 ► 82601			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here N/A <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ► <input type="checkbox"/>	1 b	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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __ .		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)	2 b	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 __ .		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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 ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ 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
JOSEPH J. SCOTT P.O. BOX 2983 CASPER, WY 82602	President/Di 1.00	0.	0.	0.
CORDELL FONNESBECK 1644 KINGSBURY CASPER, WY 82609	V.P./DIRECTO 1.00	0.	0.	0.
MARK PETRIE 300 NORTH FOREST CASPER, WY 82609	VP/DIRECTOR 1.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1 a	5,613,241.
b	Average of monthly cash balances	1 b	389,227.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	6,002,468.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,002,468.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	90,037.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,912,431.
6	Minimum investment return. Enter 5% of line 5	6	295,622.

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	295,622.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	4,390.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	4,390.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	291,232.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	291,232.
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	291,232.

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	1 a	279,191.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	279,191.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	279,191.

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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7.				
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				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ _____				
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				
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))				
6 Enter the net total of each column as indicated below:				
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				
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).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

BAA

Form 990-PF (2013)

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 Statement 5				
Total			3 a	279,191.
b Approved for future payment				
Total			3 b	

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Federal Statements

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THE JOSEPH J. SCOTT FOUNDATION

26-3374979

11/18/14

10:16AM

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX RETURN PREPARATION FESS	\$ 3,958.	\$ 3,958.		
Total	<u>\$ 3,958.</u>	<u>\$ 3,958.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVVESTMENT ADVISORY SERVICES	\$ 27,856.	\$ 27,856.		
Total	<u>\$ 27,856.</u>	<u>\$ 27,856.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ESTIMATED TAXES PAID	\$ 5,020.			
FOREIGN TAXES WITHHELD ON DIVIDENDS	129.	\$ 129.		
Total	<u>\$ 5,149.</u>	<u>\$ 129.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADMINISTRATIVE FEES	\$ 10,750.	\$ 10,750.		
WIRE TRANSFER FEES	40.	40.		
Total	<u>\$ 10,790.</u>	<u>\$ 10,790.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Client 1000

THE JOSEPH J. SCOTT FOUNDATION

26-3374979

11/18/14

10 16AM

Statement 5
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
TWO FLY FOUNDATION INC. 2231 MIRACLE DRIVE CASPER, WY 82609		501(c) (3)	GENERAL & UNRESTRICTED	\$ 10,000.
MOTHER SEATON HOUSING INC. P.O. BOX1557 CASPER, WY 82602		501(c) (3)	GENERAL & UNRESTRICTED	20,000.
CASPER FAMILY YMCA 315 EAST 15TH CASPER, WY 82601		501(c) (3)	GENERAL & UNRESTRICTED	2,500.
CHILD DEVELOPMENT CTR. OF NATRONA COUNTY 2020 EAST 12TH CASPER, WY 82601		501(c) (3)	GENERAL & UNRESTRICTED	45,000.
CASPER COLLEGE FOUNDATION 125 COLLEGE DRIVE CASPER, WY 82601		501(c) (3)	GENERAL & UNRESTRICTED	2,500.
NATRONA COUNTY SCHOOL DISTRICT NO.1 970 N GLENN RD. CASPER, WY 82601		501(c) (3)	STUDENT OFFERED SUPPORT	5,000.
SAINT ANTHONY TRI-PARISH CATHOLIC SCHOOL 1145 W. 20TH STREET CASPER, WY 82604		501(c) (3)	777 CAMPAIGN	134,858.
DENTON PUBLIC SCHOOL FOUNDATION 1307 N. LOCUST DENTON, TX 76201		501(c) (3)	HARPOOL MIDDLE SCHOOL EQUIPMENT ACQUISTION	5,000.
CASPER ARTISTS GUILD, INC. 1040 WEST 15TH STREET CASPER, WY		501(c) (3)	BUILDING FUND	28,000.
KAYCEE SENIOR HOUSING P.O. BO X 372 KAYCEE, WY 82639		501(c) (3)	GENERAL AND UNRESTRICTED	2,500.
YOUTH OPPORTUNITIES UNLIMITED 419 FOURTH STREET EVANSTON , WY 82930		501(c) (3)	ASSISTING HANDICAPPED CHILDREN	833.
12-24 CLUB 500 S WOLCOTT ST. STE. 200 CASPER, WY 82601		501(c) (3)	GENERAL AND UNRESTRICTED	15,000.

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THE JOSEPH J. SCOTT FOUNDATION

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Statement 5 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SHERIDAN COUNTY SCHOOL DISTRICT NO.1 P.O. BOX 819 RANCHESTER, WY 82830		501(c)(3)	PRESCHOOL BUILDING ADDITION	\$ 5,000.
CLOSE UP FOUNDATION 1330 BRADDOCK PLACE, STE. 400 ALEXANDRIA, VA 22314		501(c)(3)	STUDENT OFFERED SUPPORT	3,000.
Total				\$ <u>279,191.</u>

The Joseph J. Scott Foundation

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

TOTAL:			1,070,766	1,660,220	578,589.43
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss
1	ABBOTT LABS (ABT)	559	12,517	21,426	8,909.94
2	ABBVIE INC COM USD3 01 (ABBV)	559	13,573	29,521	15,947.71
3	ACCENTURE PLC (ACN)	363	14,201	29,846	15,644.96
4	ACE LTD (ACE)	85	5,036	8,800	3,764.03
5	AEGON NV PFD - 6.875% (AEG)	83	1,496	2,056	560.20
6	AEGON NV PFD - 6.375% (AEG)	385	6,589	9,013	2,424.09
7	AEGON NV PFD - 6.500% (AEG)	90	1,551	2,123	571.97
8	AEGON NV PFD - 6.40% (AEG)	180	2,012	3,542	1,530.63
9	AEGON NV PFD - 7.25% (AEG)	96	1,496	2,436	939.09
10	AIR PRODS & CHEM INC. (APD)	63	4,983	7,042	2,059.26
11	AMERIPRISE FINANCIAL INC 7.75% 6/15/39 (AMPRA)	199	4,707	5,104	396.95
12	AON CORP (AON)	119	5,841	9,983	4,142.39
13	APACHE CORPORATION (APA)	85	7,919	7,305	(613.75)
14	AT&T CORP COM NEW (T)	872	23,173	30,660	7,486.98
15	BANK AMER CORP ENH BUFFER MKT LKD DJIA (B052R492)	1,500	15,000	20,615	5,614.50
16	BARCLAYS BANK PLC - 6.625% - ADS SER (BCSPR)	170	1,956	4,104	2,147.56
17	BARCLAYS BANK PLC SER 3 - 7.100% (BCSPRA)	217	2,576	5,462	2,885.84
18	BARCLAYS BK SPONS ADR PREF SHS SER 5.8.125% PERPET 06/739H362 (BCSPRD)	359	6,757	9,108	2,350.52
19	BARCLAYS BANK PLC PFD 'C' (BCSPRC)	188	3,242	4,762	1,519.92
20	BECTON DICKINSON & CO (BDX)	223	17,002	24,639	7,637.26
21	CENTURYLINK INC (CTL)	390	12,652	12,422	(230.67)
22	CHEVRON CORP NEW (CVX)	365	28,988	45,592	16,603.88
23	CITIGROUP CAP IX TR PFD - 7.00% - 02/14/2033 (CPRS)	156	2,277	3,916	1,638.85
24	CITIGROUP CAPITAL XIII - 7.875% - 10/30/2040 (CPRN)	199	5,244	5,423	178.91
25	CITIGROUP CAPITAL XVII PFD - 6.350% - 03/15/2067 (CPRE)	108	1,310	2,705	1,395.60
26	COCA-COLA CO (KO)	512	12,203	21,151	8,948.11
27	COMMONWEALTH REIT SR NT 7.50% 11/15/2019 (CWHN)	100	1,938	2,098	159.97
28	CONOCOPHILLIPS (COP)	247	10,246	17,451	7,204.44
29	CULLEN FROST BANKERS INC (CFR)	134	7,236	9,974	2,737.38
30	DANAHER CORP (DHR)	65	3,259	5,018	1,759.24
31	DEUTSCH BK CONTINGENT CAP TR V TR PFD SECS 8.05% (DKT)	121	3,098	3,231	132.82
32	DB CAPITAL FDG VIII - 6.375% - PERPETUAL (DUA)	160	2,242	3,878	1,636.12
33	DEUTSCH BK C/F TR X PFD (DCE)	77	1,483	1,951	467.69
34	DEUTSCHE BK CONTINGENT CAP TR III TR PFD SECS 7.6% 25154A108 (DTK)	190	4,222	4,932	710.76
35	DB CONT CAP TR II - 6.550% (DXB)	449	6,289	11,180	4,890.81
36	DIAGEO ADS (DEO)	90	5,236	11,918	6,682.30
37	DISNEY WALT CO (DIS)	173	4,449	13,217	8,768.34
38	DOMINION RES INC VA NEW 8.375% 06/15/2064 (DRU)	236	6,140	6,075	(65.63)
39	DU PONT DE NEMOURS (DD)	374	12,322	24,299	11,977.24
40	EATON CORP PLC COM (ETN)	185	9,487	14,082	4,595.51

The Joseph J. Scott Foundation

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

		TOTAL:	1,070,766	1,660,220	578,589.43
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss
41	EMERSON ELECTRIC CO (EMR)	390	16,378	27,370	10,992.26
42	ENTERGY ARK INC 1ST MTG BD - 5.750% - 11/01/2040 29364D779 (EAA)	66	1,646	1,543	(102.87)
43	ENTERGY LA LLC SER - 5.875% - 06/15/2041 (ELA)	33	814	796	(17.93)
44	ENTERGY LOUISIANA LLC 1ST MTG BD - 6.0% (ELB)	61	1,527	1,469	(57.39)
45	ENTERGY MISSISSIPPI INC - 6.000% - 05/01/2051 (EMZ)	68	1,672	1,622	(49.98)
46	ENTERGY TEXAS INC (EDT)	96	2,482	2,469	(13.25)
47	EXXON MOBIL CORP (XOM)	436	33,383	44,123	10,740.47
48	FPL GROUP CAP TRUST I 5.875% 3/15/2044 (NEEPRC)	44	1,083	1,065	(17.81)
49	GENERALMILLS INC (GIS)	825	27,471	41,176	13,705.08
50	GOLDMAN SACHS GROUP INC PFD - FLOAT % (GSPRA)	118	1,680	2,130	449.83
51	GOLDMAN SACHS DEP SH (GSPRD)	29	546	533	(12.65)
52	GOLDMAN SACHS - 6.125% - 11/01/2060 (GSF)	394	9,591	9,598	6.69
53	HESS CORP (HES)	80	5,008	6,640	1,631.58
54	HOME DEPOT INC (HD)	545	14,812	44,875	30,063.13
55	HONEYWELL INTERNATIONAL INC. (HON)	473	20,052	43,218	23,166.15
56	HSBC HLDGS PLC PERP SUB CAP SECS (HSEB)	475	12,606	12,797	190.43
57	HSBC HLDGS PFD SER A (HBCPRA)	162	2,683	4,001	1,318.40
58	HSBC HOLDINGS PLC PFD (HSEA)	133	2,910	3,421	511.25
59	ING GROEP NV - 7.375% - PERPETUAL DEBT (IDG)	179	2,404	4,547	2,142.44
60	ING GROEP NV DEBT - 7.050% - PERPETUAL (IND)	265	5,051	6,675	1,624.19
61	ING GROEP PERP DEBT 7.20% (INZ)	210	4,774	5,334	559.85
62	ING GROEP - 6.125% - PERPETUAL (ISG)	171	2,795	3,959	1,163.80
63	INTELCORP (INTC)	292	4,689	7,579	2,889.83
64	INTERNATIONAL BUSINESS MACHINES (IBM)	94	11,844	17,632	5,787.98
65	JOHNSON & JOHNSON (JNJ)	517	30,345	47,352	17,007.39
66	JOHNSON CONTROLS INC. (JCI)	208	7,522	10,670	3,147.97
67	JPM CHASE CAP XXIX GTD CAP SER CC 6.7% 4/02/2040 (JPMPRC)	352	8,659	8,913	253.42
68	KIMCO RLTY CORP DEPOSITARY SHS REPSTG 1/100 SH CUM (KIMPRH)	133	3,291	3,168	(123.16)
69	LLOYDS BANKING GROUP PLC PRF 7.75% 12/15/2050 ISIN (LYGPRA)	199	5,099	5,303	204.71
70	LOCKHEED MARTIN COR (LMT)	247	18,945	36,719	17,774.18
71	M&T CAP TR PFD (MTBPRA)	39	963	1,014	50.73
72	MASTERCARD INC (MA)	22	4,778	18,380	13,601.85
73	MCDONALD'S CORP (MCD)	349	24,423	33,863	9,440.13
74	MEDTRONIC INC (MDT)	279	9,988	16,012	6,024.10
75	METLIFE INC. (MET)	365	12,701	19,681	6,979.71
76	METLIFE INC PFD B - 6.500% (METPRB)	276	5,034	6,872	1,838.35
77	MORGAN STANLEY CP TR III - 6.250% - 03/01/2033 (MWR)	215	4,098	5,158	1,059.56
78	MORGAN STANLEY CAP TR IV PFD - 6.250% - 04/01/2033 (MWG)	152	2,481	3,599	1,118.48
79	MORGAN STANLEY CAP TR V PFD - 5.750% - 07/15/2033 (MWO)	131	1,982	2,930	948.97
80	MORGAN STANLEY CP VI (MSJ)	55	1,235	1,350	115.19

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

		TOTAL:		1,070,766		1,660,220		578,589.43
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss			
81	MORGAN STANLEY CAP TR VII - 6.600% -10/15/2066 (MSZ)	155	2,623	3,767	1,143.63			
82	MORGAN STANLEY CAP TRUST 6.45% 4/15/2067 (MSK)	26	631	619	(11.18)			
83	MORGAN STANLEY SER A - FLOAT % (MSPRA)	147	1,847	2,764	916.35			
84	NABORS INDUSTRIES LTD COM (NBR)	2,000	28,363	33,980	5,617.00			
85	NATIONAL GRID TRANSOCO PLC (NGG)	288	13,354	18,812	5,458.55			
86	NESTLE SA SPON ADR EACH REPR 1 (NSRGY)	112	4,652	8,223	3,571.48			
87	NEXTERA ENERGY CAPITAL HOLDINGS INC 8.75% 3/01/69 (NEEPRF)	28	730	713	(16.68)			
88	NORFOLK SOUTHERN CORP (NSC)	167	8,024	15,503	7,478.82			
89	NORTHROP GRUMMAN CORP (NOC)	116	5,664	13,295	7,630.64			
90	ORACLE CORP (ORCL)	483	11,797	18,480	6,683.04			
91	PARTNERRE LTD PFD SER D - 6.500% - PERPETUAL (PREPRD)	279	5,506	6,319	812.94			
92	PEPSICO INC (PEP)	339	18,833	28,117	9,283.33			
93	PFIZER INC (PFE)	1,439	25,206	44,077	18,870.60			
94	PG & E CORP (PCG)	103	4,620	4,149	(471.57)			
95	PHILIP MORRIS INTL (PM)	345	16,175	30,060	13,884.70			
96	PHILLIP 66 COM (PSX)	123	3,045	9,487	6,442.00			
97	POLYPOR INTL INC (PPO)	1,000	40,085	38,900	(1,185.30)			
98	PPG CAPITAL INDUSTRIES (PPG)	349	19,909	66,191	46,282.62			
99	PROCTER GAMBLE CO (PG)	263	15,712	21,411	5,699.16			
100	PRUDENTIAL FINCL INC (PRU)	171	8,731	15,770	7,038.65			
101	PRUDENTIAL PLC - 6.500% -PERPETUAL (PUKPR)	116	1,917	2,855	938.18			
102	PRUDENTIAL PFD 6.75% PERPETUAL (PUKPR)	70	1,099	1,730	631.84			
103	PRUDENTIAL SHORT DURATION HIGH (ISD)	2,000	40,007	34,780	(5,227.00)			
104	PS BUSINESS PARKS INC - 6.875% (PSBPRR)	33	816	792	(23.51)			
105	PUBLIC STORAGE SBI O 6.875% (PSAPRO)	31	772	776	4.34			
106	PUBLIC STORAGE 6.5% (PSAPRQ)	114	2,800	2,664	(135.66)			
107	PUBLIC STORAGE DEPOSITORY SHS 12/31/2049 (PSAPRP)	33	825	784	(40.75)			
108	QUEST DIAGNOSTICS (DGX)	110	6,323	5,889	(433.68)			
109	REALTY INCOME CORP PFD CL E - 6.750% - PERPETUAL (OPRE)	104	2,203	2,548	345.37			
110	REGAL ENTERTAINMENT (RGC)	1,050	11,375	20,423	9,047.31			
111	RENAISSANCE HOLDINGS LTD PRFD (RNRPRC)	19	358	412	54.25			
112	REYNOLDS AMERN INC (RAI)	78	2,532	3,899	1,367.32			
113	SANTANDER FIN PREFERRED SA UNIP PFD - 9.5% - (SANPRE)	412	706	10,864	2.13			
114	SCANA CORP NEW JR SB NT 7.7% 1/30/65 (SCU)	27	708	708	2,086.83			
115	STANLEY BLACK & DECKER INC (SWK)	86	4,853	6,939	5,891.83			
116	SYSCO CORP (SY)	543	13,710	19,602	1,692.80			
117	TARGET CORPORATION (TGT)	187	10,139	11,831	(201.30)			
118	TELEPHONE AND DATA SYSTEMS 7.00% 3/15/2060 (TDJ)	112	2,789	2,587	(121.68)			
119	TELEPHONE & DATA SYSTEMS - 6.875% - 11/15/2059 (TDE)	54	1,344	1,223	198.00			
120	TELEPHONE & DATA SYSTEMS 6.625% 3/31/2045 (TDI)	24	351	549				

The Joseph J. Scott Foundation

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

		TOTAL:		1,070,766		1,660,220		578,589.43	
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss				
121	TRAVELERS COMPANIES INC (TRV)	214	10,842	19,376	8,533.93				
122	USB PFD FNDG TR IV PFD - FLOAT % (USBPRD)	331	3,966	4,998	1,032.25				
123	UNITED TECHNOLOGIES CORP (UTX)	378	24,885	43,016	18,131.66				
124	US BANCORP SER B - FLOAT % - PERPETUAL (USBPRH)	62	935	1,205	270.48				
125	VERIZON COMMUNICATIONS (VZ)	369	13,914	18,133	4,218.43				
126	VIACOM INC. CL B (VIA)	78	3,406	6,813	3,406.19				
127	VODAFONE GROUP PLC (VOD)	212	4,374	8,334	3,959.69				
128	VORNADO REALTY LP PUBLIC INCOME NT 7.875% 10/1/39 (VNOD)	445	11,322	11,566	243.18				
129	VORNADO REALTY TRUST 6.875% (VNOPRI)	34	846	818	(27.88)				
130	WACHOVIA PFD FDG CORP PERP PFD SECS SER - 7.25% (WNAPRCL)	382	7,300	9,546	2,246.05				
131	WEINGARTEN REALTY SER F - 6.500% - PERPETUAL (WRIPRF)	152	3,230	3,449	218.42				
132	WEINGARTEN REALTY INVESTORS (WRD)	75	1,573	1,558	(15.16)				
133	3M CO (MMM)	323	22,359	45,301	22,942.01				

Form 990-PF, Part II, Line 10b - Investments - Mutual Funds

		TOTAL:		1,873,553	2,623,856	743,469.78
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss	
1	CALMOS INTL GROWTH FUND CLASS A (CIGRX)	2,926.717	50,346	58,417	8,071.65	
2	COHEN & STEEPER PREF SECURITIES (CPXIX)	11,029.405	143,298	142,059	(1,239.28)	
3	COHEN & STEERS DIV VALUE FUND (DVFCX)	7,893.403	79,864	129,689	49,824.84	
4	COHEN & STEERS GLOBAL REALTY SHARES, INC CLASS C (CSFCX)	2,500.870	85,991	112,089	26,098.02	
5	COHEN & STEERS REAL ASSET FUND (RAPIX)	10,322.168	102,523	99,506	(3,016.82)	
6	COLUMBIA MARSICO 21ST CENTURY CL (NMYCX)	591.000	4,994	10,189	5,194.90	
7	FEDERATED MARKET OPPORTUNITIES FUND C (FMRCX)	730.339	8,334	6,924	(1,410.37)	
8	FEDERATED ABSOLUTE RETURN IS (FMRIX)	11,250.597	112,171	108,793	(3,377.38)	
9	HARTFORD CAPITAL APPRECIATION II FUND CLASS C (HFCOX)	9,264.694	84,498	170,748	86,250.74	
10	IVY ASSET STRATEGY CL C (WASCX)	5,301	102,566	165,059	62,493.43	
11	MFS DIVERSIFIED INCOME FUND CL I (DIFIX)	8,538.716	103,780	102,038	(1,742.16)	
12	PRUDENTIAL JENNISON NATURAL (PNRCX)	247	7,293	10,107	2,814.12	
13	PUTNAM DYNAMIC ASSET ALLOC GROWTH PORTFOLIO FUND CL C (PAECX)	12,246.134	111,217	196,673	85,455.77	
14	PUTNAM VOYAGER FD CLASS C (PVFCX)	8,809	152,258	255,984	103,725.95	
15	TRANSAMERICA ASSET ALLOCATION -GROWTH PORTFOLIO (IAALX)	11,546.030	104,116	177,693	73,577.81	
16	TRANSAMERICA MORGAN STANLEY CPTL GROWTH FUND C (ILLX)	3,623.659	34,497	74,285	39,787.65	
17	TRANSAMERICA SMALL/MID CAP VALUE CLASS C (IIVLX)	10,033.836	156,147	260,077	103,930.51	
18	WELLS FARGO ASSET ALLOCATION FD CLASS C (EACFX)	19,809.031	194,973	268,809	73,835.10	
19	PIMCO HIGH YIELD FD CL C (PHDCX)	8,977.728	70,276	86,276	15,999.86	
20	PIONEER GLOBAL HIGH YLD FD A' (PGHYX)	3,299.636	32,985	33,062	77.70	
21	PIONEER STRATEGIC INCOME C (PSRCX)	14,686	131,429	155,379	23,950.11	

Form 990-PF, Part II, Line 10b - Investments - Other Securities

		TOTAL:		36,922	51,366	14,443.28
	Description	Shares	Book Value December 31, 2013	FMV December 31, 2013	Unrealized Gain/Loss	
1	BOSTON PPTYS INC (BXP)	95	5,402	9,535	4,132.66	
2	DIGITAL RLTY TR INC (DLR)	246	13,672	12,084	(1,588.47)	
3	HEALTH CARE PPTY INVS INC (HCP)	202	5,133	7,337	2,203.56	
4	PROLOGIS INC (PLD)	240	7,117	8,868	1,750.76	
5	SIMON PPTY GROUP INC NEW (SPG)	89	5,597	13,542	7,944.77	

The Joseph J. Scott Foundation

Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

		TOTAL:		1,123,416		1,355,448		232,032.16	
	Description	Shares	Book Value April 30, 2013	FMV April 30, 2013	Unrealized Gain / Loss				
1	ACE INA HOLDINGS 5.875% DUE 06/15/14 (00440EAG2)	60,000	60,538	61,469	931.27				
2	ALLEGIANCE CORP 7% 10/15/2026 (017475AC8)	50,000	42,939	60,384	17,445.00				
3	ANADARKO PETRO CORP SR NTS 5.95% (032511AX5)	60,000	56,312	66,844	10,531.20				
4	BANK OF AMERICA NA MARKET - 3/28/2014 CD (06051A540)	10,000	107,980	143,900	35,919.52				
5	BJ SERVICES CO 6/1/2018 6% (055482AJ2)	50,000	48,529	57,454	8,925.00				
6	BLACK & DECKER SR NTS 5.750% 11/15/2016 MAKE WHOLE (091797AN0)	50,000	48,840	56,749	7,908.84				
7	DEVON ENERGY CORP 4/15/2032 (251799AA0)	17,000	17,952	22,125	4,173.39				
9	FIRST ENERGY CORP 7.375% 11/15/2031 (337932AC1)	75,000	75,511	81,494	5,982.35				
10	GENERAL ELEC CAP CORP MTN BE 5.400% 02/15/2017 FR (36962G2G8)	92,000	90,475	102,389	11,913.45				
11	GENERAL ELEC CAP CORP MTN BE 5.62500% 05/01/2018 (36962G3U6)	50,000	49,828	57,419	7,590.50				
12	GOLDMAN SACHS 5.95% 1/18/18 (38141GFG4)	50,000	48,885	56,847	7,962.00				
14	KEER-MCGEE 6.95% 7/1/2024 (492386AU1)	50,000	45,325	58,083	12,757.95				
15	MARATHON OIL CORP BOND - 6.000% - 10/01/2017 (565849AD8)	50,000	47,126	56,664	9,538.55				
16	PPL ENERGY SUPPLY 6.2% 5/15/2016 (69352JAH0)	50,000	45,444	54,995	9,550.50				
17	ROHM & HAAS CO 7.85% 7/15/2029 (775371AU1)	100,000	98,611	132,536	33,925.00				
18	TIME WARNER INC 6.500% 11/15/2036 (887317AD7)	50,000	46,005	56,494	10,489.50				
19	TRANS CANADA PIPE 6.5% 8/15/2018 (89352HAF6)	50,000	50,144	58,844	8,700.08				
20	WILLIAMS CO 9/1/2021 (969457BG4)	38,000	32,300	43,818	11,518.18				
21	XTO ENERGY INC SR NT - 6.250% - 08/01/2017 (98385XALO)	110,000	110,673	126,943	16,269.88				