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Return of Private Foundation

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

► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

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

Name of foundation

ELBRIDGE AND DEBRA STUART FAMILY
FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

P.O. BOX 8340

A Employer identification number

26-4492027

B Telephone number

(775) 770-4097

City or town, state or province, country, and ZIP or foreign postal code

INCLINE VILLAGE, NV 89452

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 foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual

(from Part II, col. (c), line 16)

► \$ 50,320,158. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		639,974.	639,974.	STATEMENT 1	
5a Gross rents		42,369.	42,369.	STATEMENT 2	
b Net rental income or (loss)	29,788.			STATEMENT 3	
6a Net gain or (loss) from sale of assets not on line 10		1,434,300.			
b Gross sales price for all assets on line 6a	7,674,755.				
7 Capital gain net income (from Part IV, line 2)		1,434,300.			
8 Net short-term capital gain					
9 Income modifications					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		369,006.	133,758.	STATEMENT 4	
12 Total Add lines 1 through 11		2,485,649.	2,250,401.		
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees	STMT 5	7,485.	7,485.	0.	
b Accounting fees	STMT 6	13,954.	13,954.	0.	
c Other professional fees	STMT 7	85,895.	85,895.	0.	
17 Interest					
18 Taxes	STMT 8	56,791.	6,678.	0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 9	124,811.	39,232.	0.	
24 Total operating and administrative expenses Add lines 13 through 23		288,936.	153,244.	0.	
25 Contributions, gifts, grants paid		994,949.		994,949.	
26 Total expenses and disbursements Add lines 24 and 25		1,283,885.	153,244.	994,949.	
27 Subtract line 26 from line 12:		1,201,764.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		2,097,157.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	82,257.	110,314.	110,314.	
	2	Savings and temporary cash investments	1,306,329.	1,215,876.	1,215,886.	
	3	Accounts receivable ►				
		Less: allowance for doubtful accounts ►				
	4	Pledges receivable ►				
		Less: allowance for doubtful accounts ►				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ►				
		Less: allowance for doubtful accounts ►				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 10	10,093,959.	14,906,824.	17,922,392.
	c	Investments - corporate bonds	STMT 11	10,673,452.	6,677,402.	6,710,366.
Liabilities	11	Investments - land, buildings, and equipment basis ►				
		Less accumulated depreciation ►				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 12	12,031,502.	12,322,588.	13,802,550.
	14	Land, buildings, and equipment basis ►				
		Less accumulated depreciation ►				
	15	Other assets (describe ►	STATEMENT 13)	10,408,211.	10,558,650.	10,558,650.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		44,595,710.	45,791,654.	50,320,158.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
		and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		44,595,710.	45,791,654.	
	30	Total net assets or fund balances		44,595,710.	45,791,654.	
	31	Total liabilities and net assets/fund balances		44,595,710.	45,791,654.	

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	44,595,710.
2	Enter amount from Part I, line 27a	2	1,201,764.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	45,797,474.
5	Decreases not included in line 2 (itemize) ► PRIOR PERIOD ADJUSTMENT	5	5,820.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,791,654.

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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					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	7,674,755.		7,165,736.	1,434,300.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				1,434,300.	
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	1,434,300.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	690,625.	34,872,235.	.019804
2011	524,279.	33,941,683.	.015446
2010	10,712,620.	34,954,206.	.306476
2009	129,600.	35,555,141.	.003645
2008			

2 Total of line 1, column (d)

2 .345371

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 .086343

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 37,542,863.

5 Multiply line 4 by line 3

5 3,241,563.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 20,972.

7 Add lines 5 and 6

7 3,262,535.

8 Enter qualifying distributions from Part XII, line 4

8 994,949.

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.

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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.	1	41,943.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
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-)	3	41,943.
3 Add lines 1 and 2		
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-		
6 Credits/Payments:	5	41,943.
a 2013 estimated tax payments and 2012 overpayment credited to 2013		
b Exempt foreign organizations - tax withheld at source	6a	37,897.
c Tax paid with application for extension of time to file (Form 8868)		
d Backup withholding erroneously withheld	6b	10,000.
7 Total credits and payments. Add lines 6a through 6d		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	7	47,897.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	8	114.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ►		
	9	
	10	5,840.
	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	X
c Did the foundation file Form 1120-POL for this year?	1c	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>	2	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>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
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>	4b	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?	5	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	6	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>DE</u>	7	X
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>	8b	X
SEE STATEMENT 14		
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>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► THE ORGANIZATION	Telephone no. ► (775) 770-4097
Located at ► P.O. BOX 8340, INCLINE VILLAGE, NV		
15	ZIP+4 ► 89452	
16	15	N/A
16	Yes	No
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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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	X
	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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)?

N/A

►

5b

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?

N/A

Yes No

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

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

Yes No

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

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

Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
ELBRIDGE H STUART PO BOX 8340 INCLINE VILLAGE, NV 89452	DIRECTOR 20.00	0.	0.	0.
DEBRA E STUART PO BOX 8340 INCLINE VILLAGE, NV 89452	DIRECTOR 20.00	0.	0.	0.

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

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

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

►

0

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

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

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

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



0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		► 0.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,626,548.
b	Average of monthly cash balances	1b	1,488,034.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	38,114,582.
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	38,114,582.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	571,719.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,542,863.
6	Minimum investment return. Enter 5% of line 5	6	1,877,143.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain

foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,877,143.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	41,943.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	99,087.
c	Add lines 2a and 2b	2c	141,030.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,736,113.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,736,113.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,736,113.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	994,949.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	994,949.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	994,949.

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

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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				1,736,113.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only		0.		
b Total for prior years:				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010	5,792,004.			
d From 2011				
e From 2012				
f Total of lines 3a through e	5,792,004.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 994,949.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				994,949.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	741,164.			741,164.
6 Enter the net total of each column as indicated below:	5,050,840.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instr.				0.
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,050,840.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	5,050,840.			
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)

N/A

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

4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

ELBRIDGE AND DEBRA STUART FAMILY
FOUNDATION

Form 990-PF (2013)

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Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMP KOREY 28901 NE CARNATION FARM ROAD CARNATION, WA 98014-8800	NONE	PUBLIC	GENERAL CHARITABLE	609,929.
LOYOLA MARYMOUNT UNIVERSITY 1 LOYOLA MARYMOUNT UNIVERSITY DRIVE LOS ANGELES, CA 90045	NONE	PUBLIC	GENERAL CHARITABLE	215,000.
PARASOL TAHOE COMMUNITY FOUNDATION 948 INCLINE WAY INCLINE VILLAGE, NV 89451	NONE	PUBLIC	GENERAL CHARITABLE	60,000.
PASSTHROUGH FROM BUCKEYE PARTNERS LP K-1 P.O. BOX 56169 HOUSTON, TX 77256	NONE	PUBLIC	GENERAL CHARITABLE	1.
PASSTHROUGH FROM ENBRIDGE ENERGY PARTNERS LP K-1 1100 LOUISIANA, SUITE 3300 HOUSTON, TX 77002	NONE	PUBLIC	GENERAL CHARITABLE	2.
Total	SEE CONTINUATION SHEET(S)			► 3a 994,949.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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					
4 Dividends and interest from securities			14	639,974.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	29,788.	
6 Net rental income or (loss) from personal property					
7 Other investment income	900000	235,434.	18	133,572.	
8 Gain or (loss) from sales of assets other than inventory			18	1,434,300.	
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)		235,434.		2,237,634.	0.
13 Total Add line 12, columns (b), (d), and (e)			13	2,473,068.	
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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 CAPITAL GAIN DISTRIBUTIONS -NORTHERN TRUST #658	P	VARIOUS	VARIOUS
b DISPOSITION OF PTP K-1S (SEE STATEMENT C)	P	VARIOUS	VARIOUS
c PASSTHROUGH FROM K-1 (SEE STATEMENT B)	P	VARIOUS	VARIOUS
d PASSTHROUGH FROM K-1 (SEE STATEMENT B)	P	VARIOUS	VARIOUS
e 180 SHS OF NORDSON CORP	P	VARIOUS	12/05/13
f #866 - SEE STATEMENT A	P	VARIOUS	VARIOUS
g #824 - SEE STATEMENT D	P	VARIOUS	VARIOUS
h 125719 SHS OF RBC FDS TR BLUEBAY EMERGING MKT SEL	P	VARIOUS	09/05/13
i 236071.77 SHS OF PIMCO FUNDS	P	VARIOUS	09/04/13
j 41589.65 SHS OF DOUBLELINE TOTAL RETURN BOND FUND	P	VARIOUS	09/04/13
k 680.67 SHS OF BLACKSTONE RESOURCES SELECT OFFSHOR	P	VARIOUS	05/10/13
l 1123.67 SHS OF POST LTD TERM HI YIELD OFFSHORE LT	P	VARIOUS	08/13/13
m 144.62 SHS ESG CREDIT MACRO EVENT OFFSHORE	P	03/01/12	03/11/13
n 380 SHS OF PLAINS GP HLDGS LP	P	VARIOUS	11/25/13
o #847 - SEE STATEMENT E	P	VARIOUS	VARIOUS

(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 478,740.			478,740.
b			510,900.
c			82,948.
d			331,433.
e 12,982.		12,975.	7.
f 391,030.		320,152.	70,878.
g 91,448.		80,263.	11,185.
h 1,198,087.		1,277,550.	-79,463.
i 2,500,000.		2,568,499.	-68,499.
j 450,000.		469,547.	-19,547.
k 700,000.		806,800.	-106,800.
l 1,480,664.		1,200,000.	280,664.
m 176,975.		250,000.	-73,025.
n 8,730.		8,360.	370.
o 186,099.		171,590.	14,509.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			478,740.
b			510,900.
c			82,948.
d			331,433.
e			7.
f			70,878.
g			11,185.
h			-79,463.
i			-68,499.
j			-19,547.
k			-106,800.
l			280,664.
m			-73,025.
n			370.
o			14,509.

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	1,434,300.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

ELBRIDGE AND DEBRA STUART FAMILY
FOUNDATION

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Part XV . Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PASSTHROUGH FROM REGENCY ENERGY PARTNERS LP K-1 2001 BRYAN TOWER, SUITE 3700 <u>DALLAS, TX 75201</u>	NONE	PUBLIC	GENERAL CHARITABLE	2.
SIERRA NEVADA COLLEGE 999 TAHOE BOULEVARD <u>INCLINE VILLAGE, NV 89451</u>	NONE	PUBLIC	GENERAL CHARITABLE	20,000.
WASHINGTON STATE 4-H FOUNDATION 2606 W. PIONEER <u>PUYALLUP, WA 98371-4998</u>	NONE	PUBLIC	GENERAL CHARITABLE	20,000.
LAKE TAHOE SUMMERFEST 948 INCLINE WAY <u>INCLINE VILLAGE, NV 89451</u>	NONE	PUBLIC	GENERAL CHARITABLE	50,000.
PASSTHROUGH FROM ACCESS MIDSTREAM PARTNERS LP 525 CENTRAL PARK DRIVE <u>OKLAHOMA CITY, OK 73105</u>	NONE	PUBLIC	GENERAL CHARITABLE	15.
THE LAWRENCEVILLE SCHOOL PO BOX 6125 <u>LAWRENCEVILLE, NJ 08648</u>	NONE	PUBLIC	GENERAL CHARITABLE	20,000.
Total from continuation sheets				110,017.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST #658	497,773.	0.	497,773.	497,773.	
NORTHERN TRUST #824	9,707.	0.	9,707.	9,707.	
NORTHERN TRUST #847	5,475.	0.	5,475.	5,475.	
NORTHERN TRUST #SF01	18,012.	0.	18,012.	18,012.	
NORTHERN TRUST #SF02	258.	0.	258.	258.	
PASSTHROUGH FROM K-1S (SEE STATEMENT B)	34,582.	0.	34,582.	34,582.	
PASSTHROUGH FROM K-1S (SEE STATEMENT B)	74,167.	0.	74,167.	74,167.	
TO PART I, LINE 4	639,974.	0.	639,974.	639,974.	

FORM 990-PF

RENTAL INCOME

STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND - 28901 NE CARNATION FARM ROAD, CARNATION, WA 98014	1	42,369.
TOTAL TO FORM 990-PF, PART I, LINE 5A		42,369.

FORM 990-PF

RENTAL EXPENSES

STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INSURANCE		12,581.	
- SUBTOTAL -	1		12,581.
TOTAL RENTAL EXPENSES			12,581.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			29,788.

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY GAIN FROM DISPOSITION OF K-1S (SEE STATEMENT C)	358,868.	197,304.	
OTHER INCOME FROM K-1S (SEE STATEMENT B)	120,251.	120,437.	
ORDINARY LOSS FROM K-1S (SEE STATEMENT B)	-116,014.	0.	
ROYALTIES	83.	83.	
OTHER INCOME	5,818.	5,818.	
ADJ FOR CAP LOSS FR DISPOSITIONS OF K-1S REPORTED ON 990-T (SEE STATEMENT B)	0.	-189,884.	
TOTAL TO FORM 990-PF, PART I, LINE 11	369,006.	133,758.	

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	7,485.	7,485.		0.
TO FM 990-PF, PG 1, LN 16A	7,485.	7,485.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	13,954.	13,954.		0.
TO FORM 990-PF, PG 1, LN 16B	13,954.	13,954.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	85,895.	85,895.		0.
TO FORM 990-PF, PG 1, LN 16C	85,895.	85,895.		0.

FORM 990-PF

TAXES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID THROUGH K-1S (SEE STATEMENT B)	6,091.	6,678.		0.
FEDERAL TAX ON NET INVESTMENT INCOME	50,700.	0.		0.
TO FORM 990-PF, PG 1, LN 18	56,791.	6,678.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT INTEREST EXPENSE FROM K-1S (SEE STATEMENT B)	1,347.	1,347.		0.
PORTFOLIO DEDUCTIONS FROM K-1S (SEE STATEMENT B)	25,306.	25,306.		0.
OTHER DEDUCTIONS FROM K-1S (SEE STATEMENT B)	882.	0.		0.
NONDEDUCTIBLE EXPENSES FROM K-1S (SEE STATEMENT B)	409.	0.		0.
MISCELLANEOUS	-2.	-2.		0.
NONDEDUCTIBLE EXPENSES	84,288.	0.		0.
INSURANCE	12,581.	12,581.		0.
TO FORM 990-PF, PG 1, LN 23	124,811.	39,232.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	14,906,824.	17,922,392.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,906,824.	17,922,392.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	6,677,402.	6,710,366.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,677,402.	6,710,366.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT K-1S	COST	12,322,588.	13,802,550.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,322,588.	13,802,550.

FORM 990-PF

OTHER ASSETS

STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CARNATION FARM LAND	10,408,211.	10,408,211.	10,408,211.
SALES PROCEEDS RECEIVABLE -			
NORTHERN TRUST #847	0.	145,230.	145,230.
DIVIDEND & INTEREST RECEIVABLE -			
NORTHERN TRUST #658	0.	4,909.	4,909.
DIVIDEND & INTEREST RECEIVABLE -			
NORTHERN TRUST #XSF01	0.	169.	169.
DIVIDEND & INTEREST RECEIVABLE -			
NORTHERN TRUST #847	0.	131.	131.
TO FORM 990-PF, PART II, LINE 15	10,408,211.	10,558,650.	10,558,650.

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 8B

STATEMENT 14

EXPLANATION

THIS FOUNDATION IS A DELAWARE CORPORATION BUT DOES NOT CONDUCT THE
NON-PROFIT ACTIVITY IN
THAT STATE AND THEREFORE IS NOT REQUIRED TO FILE WITH THE ATTORNEY GENERAL
OF THAT STATE.

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number 17-69866
Recipient's Tax ID Number XX-XXX2027
 Corrected 2nd TIN notice

Recipient's Name and Address.
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums

Custodian	Description	Stock or Other Symbol	Sales				Proceeds			Federal Income Tax Withheld		State Tax Withheld	
			Quantity	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale (Loss) Disallowed	Net Gain (Loss)	Gross Proceeds	Commission	Income Tax Withheld	State Tax Withheld
Short Term Sales													
064058100	BANK NEW YORK MELLON CORP COM STK	BK	146 0000	05/03/2013 10/05/2012		4,145.07	3,433.91	0.00	711.16	0.00	0.00	0.00	
254687106	WALT DISNEY CO	DIS	238 0000	05/03/2013 10/05/2012		15,273.56	12,628.16	0.00	2,645.40	0.00	0.00	0.00	
25470F302	DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C	DISCK	21 0000	05/03/2013 10/05/2012		1,511.61	1,205.76	0.00	305.85	0.00	0.00	0.00	
354613101	FRANKLIN RESOURCES INC	BEN	17 0000	05/03/2013 10/05/2012		2,635.72	2,213.85	0.00	421.87	0.00	0.00	0.00	
38259P508	GOOGLE INC CL A	GOOG	1 0000	05/03/2013 10/05/2012		840.68	770.24	0.00	70.44	0.00	0.00	0.00	
594918104	MICROSOFT CORP COM	MSFT	86 0000	05/03/2013 10/05/2012		2,857.72	2,583.40	0.00	274.32	0.00	0.00	0.00	
631103108	NASDAQ STOCK MARKET INC COM	NDAO	77 0000	05/03/2013 04/05/2013		2,335.87	2,212.54	0.00	123.33	0.00	0.00	0.00	
68389X105	ORACLE CORPORATION	ORCL	32 0000	05/03/2013 03/21/2013		1,080.72	1,043.43	0.00	37.29	0.00	0.00	0.00	
887317303	TIME WARNER INC USD0 01	TWX	1 0000	05/03/2013 10/05/2012		60.17	46.29	0.00	13.88	0.00	0.00	0.00	

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number 17-69866
Recipient's Tax ID Number XX-XXX2027
Recipient's Name and Address
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE , NV 89450-8340

Corrected 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums

Cust ID	Description	Stock or Other Symbol	Sales								
			Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
913017109	UNITED TECHNOLOGIES CORP	UTX									
14 0000	05/03/2013 10/05/2012		1,294 00		1,104 45		0 00		189 55	0 00	0 00
92826C839	VISA INC CLASS A SHARES	V				1,774 21	1,407 98	0 00	366 23	0 00	0 00
10 0000	05/03/2013 10/05/2012					4,377 15	3,606 18	0 00	770 97	0 00	0 00
G3223R108	EVEREST RE GROUP LTD	RE									
33 0000	05/03/2013 10/05/2012					21,337 10	19,819 70	0 00	1,517 40	0 00	0 00
12572Q105	CME GROUP INC	CME									
331 0000	05/21/2013 Various					20,986 19	17,931 92	0 00	3,054 27	0 00	0 00
354613101	FRANKLIN RESOURCES INC	BEN									
126 0000	05/21/2013 Various					23,532 90	20,736 76	0 00	2,796 14	0 00	0 00
701094104	PARKER HANNIFIN CORP	PH									
234 0000	05/21/2013 Various					10,901 69	9,206 05	0 00	1,695 64	0 00	0 00
12572Q105	CME GROUP INC	CME									
453 0000	06/06/2013 05/07/2013					11,044 08	9,322 70	0 00	1,721 38	0 00	0 00
260003108	DOVER CORP	DOV									
67 0000	06/06/2013 05/07/2013		5,263 17		4,832 03		0 00		431 14	0 00	0 00

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number **17-69866**
Recipient's Tax ID Number. **XX-XXX2027**
Recipient's Name and Address
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

Corrected 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks Bonds, etc	Cost or Other Basis				
594918104	MICROSOFT CORP COM			MSFT					
795 0000	06/06/2013 Various			27,479.97	24,312.21	0.00	3,167.76	0.00	0.00
12572Q105	CME GROUP INC			CME					
324 0000	06/21/2013 10/05/2012			24,620.56	18,759.51	0.00	5,861.05	0.00	0.00
38259P508	GOOGLE INC CL A			GOOG					
9 0000	06/24/2013 Various			7,866.10	7,348.16	0.00	517.94	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP			UTX					
66 0000	06/24/2013 05/07/2013			6,075.07	6,170.34	0.00	-95.27	0.00	0.00
260003108	DOVER CORP			DOV					
118 0000	08/16/2013 Various			10,306.39	7,173.83	0.00	3,132.56	0.00	0.00
M22465104	CHECK POINT SOFTWARE TECH ORD			CHKP					
381 0000	08/16/2013 Various			21,540.67	17,886.07	0.00	3,654.60	0.00	0.00
254687106	WALT DISNEY CO			DIS					
105 0000	10/15/2013 05/07/2013			6,951.57	6,816.59	0.00	134.98	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP			UTX					
6 0000	10/15/2013 05/07/2013			638.19	560.94	0.00	77.25	0.00	0.00
M22465104	CHECK POINT SOFTWARE TECH ORD			CHKP					
115 0000	10/15/2013 10/25/2012			6,693.31	5,123.61	0.00	1,569.70	0.00	0.00

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2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 17-69866
Recipient's Tax ID Number: XX-XXX2027
 Corrected 2nd TIN notice

Recipient's Name and Address:
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Stock or Other Symbol	Stocks-Bonds, etc.	Cost or Other Basis	Wash Sales	Net Gain or Loss	Federal Income Tax on Loss	Federal Tax Withheld	State Tax	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition								
M22465104	CHECK POINT SOFTWARE TECH ORD	CHKP								
138 0000	10/16/2013	10/25/2012		7,951.48	6,148.33	0.00	1,803.15	0.00	0.00	0.00
502441306	ADR LVMH MOET HENNESSY LOUIS VUITTON ADR	LVMUY								
360 0000	11/20/2013	Various		13,632.10	12,630.94	0.00	1,001.16	0.00	0.00	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAQ								
125 0000	12/05/2013	05/07/2013		4,884.85	3,790.00	0.00	1,094.85	0.00	0.00	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAQ								
277 0000	12/06/2013	Various		10,723.17	8,184.57	0.00	2,538.60	0.00	0.00	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAQ								
92 0000	12/09/2013	04/05/2013		3,585.23	2,643.56	0.00	941.67	0.00	0.00	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAQ								
77 0000	12/10/2013	04/05/2013		3,000.13	2,212.54	0.00	787.59	0.00	0.00	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAQ								
2 0000	12/12/2013	04/05/2013		77.94	57.47	0.00	20.47	0.00	0.00	0.00
Total Short Term Sales				287,278.34	243,924.02	0.00	43,354.32	0.00	0.00	0.00
Long Term Sales										
254687106	WALT DISNEY CO	DIS								
66 0000	10/15/2013	10/05/2012		4,369.56	3,501.93	0.00	867.63	0.00	0.00	0.00

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 17-69866
Recipient's Tax ID Number: XX-XXX2027
Recipient's Name and Address:
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

Corrected 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Stock or Other Symbol	Stock Basis	Cost or Other Basis	Wash Sale	Net Gain or Loss	Federal Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock Basis	Cost or Other Basis	Wash Sale	Net Gain or Loss	Federal Tax Withheld	State Tax Withheld
260003108	DOVER CORP	DOV						
81 0000	10/15/2013	10/05/2012	7,267 98	4,790 82	0 00	2,477 16	0 00	0 00
701094104	PARKER HANNIFIN CORP	PH						
93 0000	10/15/2013	10/05/2012	9,870 48	7,892 77	0 00	1,977 71	0 00	0 00
913017109	UNITED TECHNOLOGIES CORP	UTX						
153 0000	10/15/2013	10/05/2012	16,273 82	12,070 05	0 00	4,203 77	0 00	0 00
701094104	PARKER HANNIFIN CORP	PH						
21 0000	10/16/2013	10/05/2012	2,226 10	1,782 24	0 00	443 86	0 00	0 00
701094104	PARKER HANNIFIN CORP	PH						
28 0000	10/17/2013	10/05/2012	2,968 61	2,376 32	0 00	592 29	0 00	0 00
260003108	DOVER CORP	DOV						
84 0000	10/18/2013	10/05/2012	7,474 84	4,968 26	0 00	2,506 58	0 00	0 00
12572Q105	CME GROUP INC	CME						
152 0000	12/05/2013	10/05/2012	11,993 58	8,800 76	0 00	3,192 82	0 00	0 00
38259P508	GOOGLE INC CL A	GOOG						
30 0000	12/05/2013	10/05/2012	31,643 38	23,107 20	0 00	8,536 18	0 00	0 00
12572Q105	CME GROUP INC	CME						
107 0000	12/06/2013	Various	8,455 16	6,195 26	0 00	2,259 90	0 00	0 00

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number 17-69866
Recipient's Tax ID Number. XX-XXX2027

Recipient's Name and Address.
ELBRIDGE & DEBRA STUART FAM
FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

Sales are listed at Gross Proceeds less commissions and option premiums

EIN	Partnership	Income & Deductions Passthrough from K-1s												Other Deductions			
		Less			ST			Other Income/(Losses)			2%			Less			
		Ord T/B	Ord T/B	Interest	Ordinary	Cap Gain	LT	§ 1231	Less	Other	Invest.	Portfolio	§ 59(e)(2)	Foreign	Deductible		
		Income	Included In	Income	Dividends	Royalties	(Loss)	(Loss)	(Loss)	Included In	Income	Contri.	Int. Exp.	Deductions	§ 59(e)(2)		
		Line 1	UBT1	Line 5	Line 6a	7	Line 8	Line 9a	Line 10	UBT1	Line 11A	Line 11F	Line 12A	Line 13H	Included In		
														Line 13J	UBT1		
															Line 16L		
															Line 18C		
48-0957367	Western Gas Equity Partners LP	(1 835)	(1 835)	29			6										
	PAL Disallowed	1 835	1 835														
16-1816605	Crossgas Energy LP	(260)	(260)	11												(2)	
	PAL Disallowed	260	260														
23-2432497	Buckeye Partners LP	(1 994)	(1 994)	11	15		37					(1)				(19)	
	PAL Disallowed	1 994	1 994														
	PY Disallowed PAL Used	-	-				(37)										
80-0534394	Access Midstream Partners LP	(8 767)	(8 767)									(15)				(4)	
	PAL Disallowed	8 767	8 767														
78-0513049	Genesis Energy LP	(1 580)	(1 580)	94			(8)					(17)				(1) (4)	
	PAL Disallowed	1 580	1 580														
03-0567133	DCCP Midstream Partners LP	(2,773)	(2,773)													(1)	
	PAL Disallowed	2,773	2,773														
30-0108820	Energy Transfer Eq. (ETE) (MLP)	(802)	(802)	17	965							(271)				(117)	
	PAL Disallowed	802	802														
73-1493906	Energy Transfer Pts. (ETP)	(6 890)	(6 890)	685	873		(10)	(10)			(754)					(2)	
	PAL Disallowed	6 890	6 890														
16-1731691	Regency Energy Pts. (RGP)	(1 360)	(1 360)	2	-		-	(17)								(2)	
	PAL Disallowed	1 360	1 360														
23-2787918	Amengas Pts. (APU)	(313)	(313)	17	-		(457)	(25)								-	
	PAL Disallowed	313	313														
23-3096839	Suncor Logistics Pts. (SXL)	53	53	-	70											-	
26-0785784	El Peso Pipeline Partners LP	(4 237)	(4 237)	12							175					(48)	
	PAL Disallowed	4 237	4 237														
	PY Disallowed PAL Used	-	-				(175)										
20-0833098	Holly Energy Partners LP (Disposed)	(730)	(730)	1				6								(1)	
	PY Disallowed PAL Used	(2,423)	(2,423)														
73-1599053	Magellan Midstream Partners LP	(369)	(369)	4												(20)	
	PAL Disallowed	369	369														
27-0005456	Markwest Energy Partners LP	(10 900)	(10 900)	148	779		(4)	(4)								(5)	
	PAL Disallowed	10 900	10 900					4	4								
45-0684578	Orbitan Partners LP	(1 030)	(1 030)									(17)					
	PAL Disallowed	1 030	1 030														
16-1731691	Regency Energy Partners LP	(14 013)	(14 013)	27				(234)				(2)				(26)	
	PAL Disallowed	14 013	14 013														
23-3096839	Suncor Logistics Partners LP	(1,876)	(1,876)	12	1 153							(79)				(21)	
	PAL Disallowed	1 876	1 876														
27-4151603	Tesoro Logistics LP	(1,942)	(1,942)	10			(6)										
	PAL Disallowed	1 942	1 942					6									
51-0411678	Copano Energy LLC (Disposed)	(1 671)	(1 671)														
	PY Disallowed PAL Used	(7 376)	(7 376)					(373)									
65-1295427	Targa Resources Partners LP	(5 517)	(5 517)	2				(121)								(3)	
	PAL Disallowed	5 517	5 517														
78-0565219	Enterprise Products Pts.	(14 063)	(14 063)	3							158					(10)	
	PAL Disallowed	14 063	14 063														
	PY Disallowed PAL Used	-	-				(158)										
39-1715850	Enbridge Energy Partners LP (Disposed)	(394)	(394)									(2)				(14)	
	PY Disallowed PAL Used	(5 246)	(5 246)														
41-2232463	Spectra Energy Partners, LP	(5 407)	(5 407)	56				(136)								(26) (39)	
	PAL Disallowed	5 407	5 407														
76-0380342	Kinder Morgan Energy Partners, LP	(11 976)	(11 976)	62	83	83	(381)					(77)	(882)	(882)	(10)	(13)	
	PAL Disallowed	11 976	11 976									381	882	882			
	PY Disallowed PAL Used	-	-				(158)									(47)	
63-1120673	Onok Partners LP (Disposed)	(2,730)	(2,730)													(3)	
	PY Disallowed PAL Used	(12,578)	(12,578)														
20-2485124	Williams Partners LP (Disposed)	(2,392)	(2,392)									1				(5)	
	PY Disallowed PAL Used	(19 994)	(19 994)									(233)					
78-0682150	Prairie All-American Pipeline LP	(1 354)	(1 354)	22	17			(271)								(890) (32)	
	PAL Disallowed	1 354	1 354														
	PY Disallowed PAL Used	-	-													(536)	
27-1679071	PAA Natural Gas Storage LP	(260)	(260)														
	PAL Disallowed	260	260														
	PY Disallowed PAL Used	-	-													(1)	
38-3895432	Phillips 66 Partners LP	(32)	(32)	1													
	PAL Disallowed	32	32														
37-1661577	EQT Midstream Partners LP	873	873					(36)									
	PY Disallowed PAL Used	(141)	(141)														
45-5010536	MPLX LP	(497)	(497)	2				(42)								(8)	
	PAL Disallowed	497	497														
26-1075808	Western Gas Partners, LP	(5 013)	(5 013)	247				51								(2)	
	PAL Disallowed	5 013	5 013														
45-5045230	Southernstar Energy Partners LP (Disposed)	(71)	(71)														
	PY Disallowed PAL Used	(86)	(86)														
90-1006559	Valero Energy Partners, LP	(16)	(16)														
	PAL Disallowed	16	16														
73-1493906	Energy Transfer Partners LP	(4 330)	(4 330)	485	614			76				(148)				(7)	
	PAL Disallowed	4 330	4 330														
	PY Disallowed PAL Used	-	-														
23-2787918	Amerigas Pts. (APU)	171	171	9	-			416	3							-	
	PY Disallowed PAL Used	(174)	(174)														
23-3095339	Suncor Logistics Pts. (SXL)	85	85	-	45							(1)					
	PY Disallowed PAL Used	-	-														
20-4622298	Hightower Intr1 Investors	-	1	38 227				23 724	184 558			21 895				(3 852)	
13-2207693	Scotian & English Investors LP	-		13 832				(331)	(28 418)			(498)	89 773			(1,307)	
26-3668969	Champion Mid Cap Fund, LLC	6	17,274					58 279	175 267					(13 753)		(3)	
35-2452633	Sky Harbor Short Duration High Yield			32,606					1,276						(1,697)		
	additional dividend income																
	Total	(54 836)	(54 836)	34 582	74 167	83	82 948	331 433	(733)	-	(496)	121 668	(20)	(1 347)	(25 306)	-	(6 675) (405)
												120 437					
	Loss w/o passive loss disallowed	(116 014)															

Elbridge & Debra Stuart Family Foundation									
FEIN 26-4492027									
Tax Year 2013									
Form 990-PF & 990-T, Statement C, Gain/Loss from Disposition of K-1s									

Elbridge & Debra Stuart Family Foundation		Form 990-PF & 990-T, Statement C, Gain/Loss from Disposition of K-1s											
FEIN 26-4492027		Tax Year 2013											
Number of Shares	Partnership	Date Acquired	Date Disposed	Sales	Adjusted Proceeds	Basis	Total Gain/ (Loss)	Ordinary Gain/ (Loss)	Capital Gain/ (Loss)	Ordinary Gain/ (Loss)	Capital Gain/ (Loss)	Form 990-T	Form 990-PF
EIN													
20-2485124	505	Williams Partners LP	VARIOUS	1/3/13	25,223.21								
20-2485124	365	Williams Partners LP	VARIOUS	1/25/13	18,464.32								
20-2485124	350	Williams Partners LP	VARIOUS	2/26/13	17,238.55								
20-2485124	915	Williams Partners LP	VARIOUS	3/5/13	44,716.69								
20-2485124	225	Williams Partners LP	VARIOUS	4/25/13	12,091.13								
20-2485124	455	Williams Partners LP	VARIOUS	6/18/13	21,651.53								
		total			139,383.43	127,779.28	11,604.15	6,696.83	(3,902.38)	21,112.17	(12,302.48)		
76-0582150	106	Plains All American Pipeline LP	VARIOUS	3/28/13	5,985.13								
76-0582150	110	Plains All American Pipeline LP	VARIOUS	9/30/13	5,745.92								
76-0582150	2,500	Plains All American Pipeline LP	VARIOUS	11/25/13	131,217.96								
		total			142,949.01	72,295.74	70,653.27	11,561.94	23,433.10	11,781.06	23,877.18		
38-3899432	160	Phillips 66 Partners LP	VARIOUS	11/25/13	5,031.80	4,433.40	598.40			7.00	591.40		
37-1661577	560	EQT Midstream Partners, LP	VARIOUS	11/25/13	30,375.16	14,430.25	15,944.91				1,146.00	14,798.91	
45-5010538	565	MPLX LP	VARIOUS	11/25/13	21,772.23	13,059.96	8,712.27	12.43	94.24	1,002.57	7,603.03		
26-1075808	835	Western Gas Partners, LP	VARIOUS	11/25/13	52,568.43	21,003.79	31,564.64	436.69	1,234.91	7,809.31	22,083.73		
45-5045230	231	Southcross Energy Partners LP	VARIOUS	2/20/13	5,287.47	4,892.00	395.47				98.00	297.47	
73-1493906	865	Energy Transfer Partners LP	VARIOUS	3/7/13	40,118.75								
73-1493906	565	Energy Transfer Partners LP	VARIOUS	11/25/13	30,703.14								
73-1493906	155	Energy Transfer Partners LP	VARIOUS	12/19/13	8,084.77								
		total			78,906.66	51,655.74	27,250.92	14,739.85	10,080.92	1,443.15	987.00		
					2,003,760.70	1,133,992.94	869,767.76	161,563.80	189,884.03	197,304.20	321,015.73		
IRC SECTION 751 STATEMENT													
THE TAXPAYER HAS REPORTED ORDINARY INCOME UPON THE DISPOSITIONS OF THE ABOVE PARTNERSHIP UNITS AS PROVIDED BY THE GENERAL PARTNERS. THE AMOUNTS WERE DETERMINED IN ACCORDANCE WITH INTERNAL REVENUE CODE SECTION 751. DETAILED INFORMATION IS AVAILABLE IN THE OFFICES OF THE GENERAL PARTNERS UPON REQUEST.													
								358,868					
									510,900				

IRC SECTION 751 STATEMENT

THE TAXPAYER HAS REPORTED ORDINARY INCOME UPON THE DISPOSITIONS OF THE ABOVE PARTNERSHIP UNITS AS PROVIDED BY THE GENERAL PARTNERS. THE AMOUNTS WERE DETERMINED IN ACCORDANCE WITH INTERNAL REVENUE CODE SECTION 751. DETAILED INFORMATION IS AVAILABLE IN THE OFFICES OF THE GENERAL PARTNERS UPON REQUEST

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number 26-91824
Recipient's Tax ID Number. XX-XXX2027
 Corrected 2nd TIN notice
Recipient's Name and Address
ELBRIDGE & DEBRA STUART
FAMILY FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Cost of Stock	Wash Sale	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales										
904784709	UNILEVER N V	UN	236 0000	01/24/2013	10/05/2012	9,353.93	8,654.00	0.00	699.93	0.00
631103108	NASDAQ STOCK MARKET INC COM	NDAO	715 0000	03/06/2013	10/05/2012	23,082.04	17,113.60	0.00	5,968.44	0.00
887317303	TIME WARNER INC USD0 01	TWX	280 0000	04/05/2013	10/05/2012	16,129.14	12,961.06	0.00	3,168.08	0.00
25470F302	DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C	DISCK	135 0000	04/16/2013	10/05/2012	9,615.99	7,751.33	0.00	1,864.66	0.00
38259P508	GOOGLE INC CL A	GOOG	15 0000	04/16/2013	10/05/2012	11,885.41	11,553.60	0.00	331.81	0.00
594918104	MICROSOFT CORP COM	MSFT	740 0000	04/16/2013	10/05/2012	21,381.01	22,229.23	0.00	-848.22	0.00
Total Short Term Sales						91,447.52	80,262.82	0.00	11,184.70	0.00

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number Recipient's Tax ID Number	26-70847 XX-XXX2027	Recipient's Name and Address ELBRIDGE & DEBRA STUART FAMILY FOUNDATION P O BOX 8340 INCLINE VILLAGE, NV 89450-8340
<input type="checkbox"/> Corrected	<input type="checkbox"/> 2nd TIN notice	

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss		Federal Income Tax Withheld	State Tax Withheld
						Stock Symbol			
Short Term Sales									
49456B101	KINDER MORGAN INC DEL COM	KMI							
90 0000	06/18/2013 07/19/2012		3,468 11	3,162 41	0 00		305 70	0 00	0 00
969457100	WILLIAMS COS INC	WMB							
120 0000	06/19/2013 12/13/2012		3,984 91	3,781 12	0 00		203 79	0 00	0 00
969457100	WILLIAMS COS INC	WMB							
710 0000	07/16/2013 Various		23,768 52	23,088 52	0 00		680 00	0 00	0 00
49456B101	KINDER MORGAN INC DEL COM	KMI							
230 0000	11/25/2013 02/14/2013		8,258 97	8,636 43	0 00		-377 46	0 00	0 00
682680103	ONEOK INC NEW	OKE							
575 0000	11/25/2013 07/25/2013		34,061 71	29,403 26	0 00		4,658 45	0 00	0 00
847560109	SPECTRA ENERGY CORP COM STK	SE							
760 0000	11/25/2013 Various		25,871 54	25,515 73	0 00		355 81	0 00	0 00
969457100	WILLIAMS COS INC	WMB							
880 0000	11/25/2013 Various		31,380 51	30,019 57	0 00		1,360 94	0 00	0 00
49456B101	KINDER MORGAN INC DEL COM	KMI							
194 0000	12/04/2013 02/14/2013		6,458 72	7,284 65	0 00		-825 93	0 00	0 00
49456B101	KINDER MORGAN INC DEL COM	KMI							
126 0000	12/04/2013 02/14/2013		4,180 88	4,731 26	0 00		-550 38	0 00	0 00

Elbridge & Debra Stuart
Family Foundation
EIN# 26-4492027

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number 26-70847
Recipient's Tax ID Number XX-XXX2027
Recipient's Name and Address
ELBRIDGE & DEBRA STUART
FAMILY FOUNDATION
P O BOX 8340
INCLINE VILLAGE, NV 89450-8340

Corrected

2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip		Description	Stock or Other Symbol	Stocks	Cost or Bonds, etc.	Wash Sale Other Basis	Loss Disallowed	Net Gain or Loss	Federal Income Tax	State Tax	Withheld
Total Short Term Sales				141,433.87	135,622.95		0.00	5,810.92	0.00	0.00	0.00
 Long Term Sales											
49456B101	KINDER MORGAN INC DEL COM		KMI								
1075 0000	06/18/2013 Various			41,424.61	32,804.72		0.00	8,619.89	0.00	0.00	
EKE55U103	KINDER MORGAN MGMT LLC KINDER MORGAN MGMT LLC FR CUSIP										
10356 0000	07/25/2013 Various			8.61	0.00		0.00	8.61	0.00	0.00	
49456B101	KINDER MORGAN INC DEL COM		KMI								
90 0000	11/25/2013 07/19/2012			3,231.77	3,162.41		0.00	69.36	0.00	0.00	
Total Long Term Sales				44,664.99	35,967.13		0.00	8,697.86	0.00	0.00	

186,098.86 171,590.03 14,503.78

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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

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

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

Part I only

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

Enter filer's identifying number

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions ELBRIDGE AND DEBRA STUART FAMILY FOUNDATION	Employer identification number (EIN) or 26-4492027
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 8340	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions INCLINE VILLAGE, NV 89452	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 7

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

THE ORGANIZATION

- The books are in the care of ► **P.O. BOX 8340 - INCLINE VILLAGE, NV 89452**

Telephone No. ► **(775) 770-4097**

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

NOVEMBER 15, 2014, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2013** or

► tax year beginning , and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return

Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 10,351.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 5,351.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 5,000.

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

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions ELBRIDGE AND DEBRA STUART FAMILY FOUNDATION	Employer identification number (EIN) or 26-4492027
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 8340	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. INCLINE VILLAGE, NV 89452	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990 or Form 990-EZ	
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

THE ORGANIZATION

- The books are in the care of ► P.O. BOX 8340 - INCLINE VILLAGE, NV 89452

Telephone No ► (775) 770-4097 Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension

THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT AVAILABLE AT THIS TIME.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$ 47,897.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 47,897.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►

Title ► **DIRECTOR**

Date ►

Form 8868 (Rev. 1-2014)