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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation EON Charitable Foundation		A Employer identification number 27-4094169	
% FOUNDATION SOURCE		B Telephone number (see instructions)	
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd Suite 123			
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 2,774,704		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	382	382		
	4 Dividends and interest from securities.	87,693	87,693		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	55,516			
	b Gross sales price for all assets on line 6a 632,244				
	7 Capital gain net income (from Part IV, line 2)		55,516		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-1,817	170		
	12 Total. Add lines 1 through 11	141,774	143,761		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	33,719	33,719		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,133	333		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,704	104		17,534
	24 Total operating and administrative expenses. Add lines 13 through 23	52,556	34,156		17,534
	25 Contributions, gifts, grants paid	147,600			147,600
	26 Total expenses and disbursements. Add lines 24 and 25	200,156	34,156		165,134
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-58,382			
	b Net investment income (if negative, enter -0-)		109,605		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	552,390	355,084	355,084
	3	Accounts receivable ▶ <u>1,229</u>			
		Less allowance for doubtful accounts ▶ _____		1,229	1,229
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,444,670	☒ 1,595,290	1,713,097
	c	Investments—corporate bonds (attach schedule).	590,310	☒ 591,951	581,067
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	101,825	☒ 87,259	124,227
	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)	2,689,195	2,630,813	2,774,704
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,689,195	2,630,813	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,689,195	2,630,813	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,689,195	2,630,813	

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	2,689,195
2	Enter amount from Part I, line 27a	2	-58,382
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,630,813
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	2,630,813

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)
1 a	Publicly-traded Securities			
b	SEC 751 GAIN ON SALE OF PTSHP-RECLASS			
c	SKYBRIDGE MULTI-ADVISORY HEDGE FUND LLC	P		
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 560,084		502,276	57,808
b			-6,049
c 72,160		68,403	3,757
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			57,808
b			
c			3,757
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	55,516
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	563,967	3,065,935	0 183946
2011	70,399	2,558,365	0 027517
2010	0	615,625	0 0
2009	0	0	0 0
2008	0	0	0 0

2 Total of line 1, column (d).	2	0 211463
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 070488
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,791,667
5 Multiply line 4 by line 3.	5	196,779
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,096
7 Add lines 5 and 6.	7	197,875
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	165,134

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	2,192
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,192
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,192
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,234
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	958
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,192
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ☐	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ☐	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<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>			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
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>	5		No
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?	6	Yes	
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>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ DE _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of FOUNDATION SOURCE Telephone no (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 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).	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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ 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)?	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?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
	b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Brian K Bess	Pres / Dir / Sec	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 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
Total number of other employees paid over \$50,000.				

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,287,372
b	Average of monthly cash balances.	1b	504,780
c	Fair market value of all other assets (see instructions).	1c	42,028
d	Total (add lines 1a, b, and c).	1d	2,834,180
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,834,180
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	42,513
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,791,667
6	Minimum investment return. Enter 5% of line 5.	6	139,583

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	139,583
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,192
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,192
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	137,391
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	137,391
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	137,391

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	165,134
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	165,134
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	165,134
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				137,391
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 352,184				
f Total of lines 3a through e.	352,184			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 165,134				
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.				137,391
e Remaining amount distributed out of corpus	27,743			
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	379,927			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	379,927			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 352,184				
e Excess from 2013. . . . 27,743				

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

1a

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

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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))

BRIAN K BESS

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

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 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

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 Additional Data Table				
Total			3a	147,600
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
COLORADO UPLIFT 3914 KING ST DENVER,CO 80211	N/A	PC	General & Unrestricted	45,000
HOPE HOUSE OF COLORADO PO BOX 740568 ARVADA,CO 80006	N/A	PC	General & Unrestricted	12,500
HOPE INTERNATIONAL 227 GRANITE RUN DR STE 250 LANCASTER,PA 17601	N/A	PC	General & Unrestricted	50,000
INNER CITY HEALTH CENTER 3800 YORK ST DENVER,CO 80205	N/A	PC	General & Unrestricted	25,000
OPEN DOOR MINISTRIES PO BOX 18018 DENVER,CO 80218	N/A	PC	General & Unrestricted	5,000
THRIVE MINISTRY 9150 W JEWELL AVE STE 102 LAKEWOOD,CO 80232	N/A	PC	retreat attendees fund and general operating support	7,600
WHIZ KIDS TUTORING INC 5500 E YALE AVE STE 101 DENVER,CO 80222	N/A	PC	General & Unrestricted	2,500
Total ▶ 3a				147,600

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: EON Chantable Foundation

EIN: 27-4094169

**TY 2013 Investments Corporate
Bonds Schedule****Name:** EON Chantable Foundation**EIN:** 27-4094169

Name of Bond	End of Year Book Value	End of Year Fair Market Value
APACHE CORP SR NT - 3.250%	80,856	73,893
ARROW ELECTRONICS INC NOTE	25,519	25,013
CAPITAL ONE FINL CORP - 6.150%	42,038	44,559
GENERAL ELEC CAP CORP 5.65%	54,457	51,132
GOLDMAN SACHS GROUP INC NOTE	83,005	84,426
HSBC FIN CORP 5.80% 09/15/2014	53,262	51,374
INTL PAPER CO BD - 7.950%	58,122	60,735
JEFFERIES GROUP INC NTS - 8.50	42,559	42,700
PHILIPS ELECTRONICS NV - 3.750	81,387	75,040
SAFEWAY INC NT - 5.00% - 08/15	25,987	26,587
VALERO ENERGY CORP BONDS - 6.1	44,759	45,608

TY 2013 Investments Corporate
Stock Schedule

Name: EON Chantable Foundation
EIN: 27-4094169

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE INC.	18,894	26,247
ALLIANCEBERN GLOBAL BOND ADV	11,779	11,298
ALTRIA GROUP INC	20,700	25,107
AMERICAN ELECTRIC POWER INC.	2,642	2,851
ANALOG DEVICES INC.	6,868	8,862
APPLE INC.	13,253	16,270
ARTIO GLOBAL HIGH INCOME FUND	13,607	13,533
ASTRAZENECA	8,652	10,687
AT&T CORP	18,961	19,901
AUTOMATIC DATA PROCESSING INC.	13,264	16,887
BAXTER INTERNATIONAL INC.	8,131	9,459
BCE INC	12,919	13,420
BERKSHIRE HATHAWAY INC. CL B	4,630	6,284
BLACKROCK GLOBAL ALLOC	14,228	15,160
BLACKROCK HEALTH SCIENCES OPPT	8,295	10,428
BLACKROCK INC	4,995	8,228
BP PLC SPONSORED ADR	9,447	10,694
BRISTOL-MYERS SQUIBB CO	8,529	13,075
CHEVRON CORP	17,962	20,235
CISCO SYSTEMS INC	14,466	15,880
COCA-COLA CO	12,857	14,624
COHEN & STEERS GLOBAL REALTY	15,595	16,369
COHEN & STEERS PREFRRD SECS	23,615	23,053
CONOCOPHILLIPS	10,427	12,293
CSX CORP	4,766	5,207
CULLEN FROST BANKERS INC	16,032	16,300
DOMINION RESOURCES INC	5,150	6,146
DOUBLELINE TOTAL RETURN BOND	19,797	18,914
DUKE ENERGY CO	8,839	9,454
DWS ENHANCED COMMODITIES	49,491	32,468

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EATON VANCE FLOATING RATE FUND	18,905	19,129
EATON VANCE RICH BERN MULMKT	14,797	16,663
ELI LILLY & CO	2,415	2,550
EMERSON ELECTRIC CO.	16,980	21,615
ENERGY SELECT SPDR	1,196	1,593
EXXON MOBIL CORP	4,659	5,364
FIRST EAGLE SOGEN GLOBAL FUND	13,811	15,303
GALLAGHER ARTHUR J & CO.	7,886	10,043
GATEWAY FUND CLASS Y	5,407	5,787
GENERAL ELECTRIC CO	16,629	21,023
GENUINE PARTS COMPANY	11,311	13,726
GLAXOSMITHKLINE PLC	15,832	19,541
GOLDMAN SACHS STRAT INC-INSTIT	15,054	15,313
GUGGENHEIM FLOATING RATE STRAT	30,180	30,324
HEALTH CARE PPTY INVS INC	15,911	13,620
HEALTH CARE REIT INC.	16,956	15,750
HOTCHKIS & WILEY HIGH YLD-I	13,224	13,623
INTEL CORP	18,250	20,379
INVESCO CONVERT SEC-Y	17,342	19,591
JOHNSON & JOHNSON	27,581	34,529
JP MORGAN STRATEGIC INCOME OPP	15,186	15,172
KAYNE ANDERSON MLP INV CO	11,942	15,502
KIMBERLY CLARK CORP	20,900	27,055
KRAFT FOODS GROUP, INC.	24,979	28,141
LINEAR TECHNOLOGY CORP	4,192	5,238
LOCKHEED MARTIN CORP	14,447	17,245
LOOMIS SAYLES FDS STRATEGIC	19,758	21,476
LORD ABBETT INVESTMENT TRUST	13,487	13,307
LORILLARD INC	5,260	6,386
MATTELL INC.	10,089	15,559

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MATTHEWS ASIA PACIFIC EQUITY	26,471	28,755
MCDONALD'S CORP	28,845	32,990
MERCK & CO INC.	23,564	26,627
MFS SER TR MUNICIPAL HIGH INC	16,787	16,203
MICROSOFT CORPORATION	10,980	14,889
NATIONAL GRID TRANSCO PLC	9,516	10,712
NEUBERGER BERMAN EQUITY INCOME	13,691	14,440
NEUBERGER BERMAN HIGH INC BOND	13,714	13,568
NEUBERGER BERMAN STRAT INC	11,684	11,505
NEXTERA ENERGY, INC	4,385	6,079
NORTHROP GRUMMAN CORP	4,324	5,043
NOVARTIS AG ADR	10,241	13,906
ONEOK INC	12,767	20,084
OPPENHEIMER DEVELOPING MARKETS	13,688	14,677
PAYCHEX INC COM	11,360	13,522
PEPSICO INC	2,564	2,986
PHILIP MORRIS INTL	18,138	20,040
PIMCO COMMODITY REAL RETURN ST	48,945	28,186
PIMCO HIGH YIELD MUNICIPAL BD	17,238	16,006
PPL CORPORATION	6,296	6,439
PROCTER GAMBLE CO	18,581	22,062
QUALCOMM INC	15,762	18,191
RAYTHEON CO.	4,338	5,079
REALTY INCOME CORP	7,738	7,242
REYNOLDS AMERICAN INC	8,787	10,048
ROYAL DUTCH SHEL PLC	10,333	10,966
SENIOR HOUSING PPTYS TR REIT	4,183	3,668
SOUTHERN CO	8,983	8,592
SPDR GOLD SHARES	99,359	71,413
SPECTRA ENERGY CORP-W/I	15,194	16,100

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TCW EMERGING MARKETS INCOME FD	12,221	11,413
TEMPLETON GLOBAL TOTAL RETURN	28,439	28,791
THE ALGER FDS II, ALGER SPECTR	12,798	16,239
THE HARTFORD FLOATING RATE FD	19,010	19,193
TOTAL FINA ELF S.A.	10,230	12,131
TUPPERWARE COPR	5,525	6,523
UNILEVER PLC AMER	2,611	2,760
UNITED TECHNOLOGIES CORP	4,287	5,121
US BANCORP DEL	14,930	17,089
VANGUARD DIVIDEND APPRECIATION	30,120	38,598
VANGUARD GROWTH ETF	7,411	9,956
VANGUARD TOTAL STOCK MARKET	37,267	49,207
VENTAS INC	8,808	6,874
VERIZON COMMUNICATIONS	10,266	11,204
VIRTUS MULTI-SECTOR SHRT TRM B	13,359	13,321
VODAFONE GROUP PLC	8,527	12,265
WAL-MART STORES INC.	4,323	4,800
WFA ABSOLUTE RETURN FUND-ADM	13,364	14,334
WILLIAMS COS	17,991	21,638
WISCONSIN ENERGY CP	11,990	11,741

TY 2013 Investments - Land Schedule**Name:** EON Charitable Foundation**EIN:** 27-4094169

TY 2013 Investments - Other Schedule**Name:** EON Charitable Foundation**EIN:** 27-4094169

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BUCKEYE PARTNERS, LP		13,246	16,261
DCP MIDSTREAM PARTNERS LP		12,374	15,457
ENTERPRISE PRODUCTS PARTNERS		10,733	17,702
KINDER MORGAN ENERGY PARTNERS		12,739	14,519
MAGELLAN MIDSTREAM PARTNERS LP		10,624	19,045
MARKWEST ENERGY PARTNERS LP		9,705	16,070
PLAINS ALL AMERICAN PIPELINE		10,130	14,340
WILLIAMS PARTNERS LP		7,708	10,833

TY 2013 Land, Etc. Schedule**Name:** EON Charitable Foundation**EIN:** 27-4094169

TY 2013 Other Expenses Schedule**Name:** EON Charitable Foundation**EIN:** 27-4094169

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	17,509			17,509
Bank Charges	11	11		
K-1 Exp BUCKEYE PARTNERS, LP	1			
K-1 Exp ENERGY TRANSFER EQUITY	38	35		
K-1 EXP KINDER MORGAN ENERGY	63	6		
K-1 Exp PENN VIRGINIA RESOURCE	3			
K-1 EXP PLAINS ALL AMERICAN	51	49		
K-1 EXP SUNOCO LOGISTICS	3	3		
State or Local Filing Fees	25			25

TY 2013 Other Income Schedule

Name: EON Charitable Foundation

EIN: 27-4094169

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss BUCKEYE PARTNERS, LP	-242	4	
K-1 Inc/Loss DCP MIDSTREAM PARTNERS LP	-549	-4	
K-1 Inc/Loss ENERGY TRANSFER EQUITY LP	-166	51	
K-1 Inc/Loss ENTERPRISE PRODUCTS	-1,063	2	
K-1 Inc/Loss INERGY, LP	-101		
K-1 Inc/Loss KINDER MORGAN ENERGY	-1,471	7	
K-1 Inc/Loss MAGELLAN MIDSTREAM PARTNERS	-117		
K-1 Inc/Loss MARKWEST ENERGY PARTNERS	-1,956	136	
K-1 Inc/Loss PENN VIRGINIA RESOURCE	-280	-29	
K-1 Inc/Loss PLAINS ALL AMERICAN	-163	-8	
K-1 Inc/Loss REGENCY ENERGY PARTNERS LP	-314	-1	
K-1 Inc/Loss SUBURBAN PROPANE PARTNERS	-18	-1	
K-1 Inc/Loss SUNOCO LOGISTICS PARTNERS	156	37	
K-1 Inc/Loss TARGA RESOURCES PARTNERS	-240		
K-1 Inc/Loss tc pipelines lp	-245	-2	
K-1 Inc/Loss Williams PARTNERS lp	-1,097	-22	
Sec 751 Gain on Sale of Ptshp-Energy tr	1,163		
Sec 751 Gain on Sale of Ptshp-Inergy lp	42		
Sec 751 Gain on Sale of Ptshp-Regency	1,600		
Sec 751 Gain on Sale of Ptshp-Suburban	77		
Sec 751 Gain on Sale of Ptshp-Sunoco	946		
Sec 751 Gain on Sale of Ptshp-targa	868		
Sec 751 Gain on Sale of Ptshp-Pipelines	710		
Sec 751 Gain on Sale of Ptshp- Penn VA	643		

TY 2013 Other Professional Fees Schedule

Name: EON Charitable Foundation

EIN: 27-4094169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	33,719	33,719		

TY 2013 Taxes Schedule**Name:** EON Charitable Foundation**EIN:** 27-4094169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2013	800			
Foreign Tax Paid	333	333		