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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury

Internal Revenue Service

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 THE 1040 FOUNDATION C/O RICK KOOPMAN		A Employer identification number 30-6057235
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 65	Room/suite	B Telephone number (303) 442-5474
City or town, state or province, country, and ZIP or foreign postal code BOULDER, CO 80306-0065		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,525,543. (Part I, column (d) must be on cash basis.)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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	12,813.	12,813.		STATEMENT 1
4 Dividends and interest from securities	47,830.	47,830.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	3,102.			
b Gross sales price for all assets on line 6a	404,530.			
7 Capital gain net income (from Part IV, line 2)		3,102.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	1,318.	1,318.		STATEMENT 3
12 Total. Add lines 1 through 11	65,063.	65,063.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	2,457.	246.		2,211.
c Other professional fees	5,260.	5,260.		0.
17 Interest				
18 Taxes	1,696.	371.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	14,902.	14,902.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	24,315.	20,779.		2,211.
25 Contributions, gifts, grants paid	109,870.			109,870.
26 Total expenses and disbursements. Add lines 24 and 25	134,185.	20,779.		112,081.
27 Subtract line 26 from line 12	<69,122.>			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		44,284.		
c Adjusted net income (if negative, enter -0-)			N/A	

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THE 1040 FOUNDATION
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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				
	2	Savings and temporary cash investments		114,920.	87,296.	87,296.
	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 STMT 8		276,419.	260,647.	272,614.
	b	Investments - corporate stock STMT 9		1,018,768.	1,020,837.	1,768,062.
	c	Investments - corporate bonds STMT 10		423,724.	396,241.	397,571.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,833,831.	1,765,021.	2,525,543.	
Liabilities	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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	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		1,833,831.	1,765,021.		
30	Total net assets or fund balances		1,833,831.	1,765,021.		
31	Total liabilities and net assets/fund balances		1,833,831.	1,765,021.		

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	1,833,831.
2	Enter amount from Part I, line 27a	2	<69,122.>
3	Other increases not included in line 2 (itemize) ▶ NONTAXABLE DISTRIBUTIONS	3	312.
4	Add lines 1, 2, and 3	4	1,765,021.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,765,021.

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 404,530.		401,428.	3,102.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			3,102.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	3,102.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	111,617.	2,278,681.	.048983
2011	107,407.	2,243,549.	.047874
2010	99,480.	2,172,030.	.045800
2009	116,398.	2,010,661.	.057890
2008	122,718.	2,355,317.	.052103

2 Total of line 1, column (d)	2	.252650
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	.050530
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,389,993.
5 Multiply line 4 by line 3	5	120,766.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	443.
7 Add lines 5 and 6	7	121,209.
8 Enter qualifying distributions from Part XII, line 4	8	112,081.

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 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		1	886.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	886.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	886.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,320.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,320.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	434.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CT		
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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► RICK KOOPMAN Telephone no ► (303) 442-5474 Located at ► P.O. BOX 65, BOULDER, CO ZIP+4 ► 80306-0065			
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 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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?	<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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
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	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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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)? ☐ 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)? ☐ Yes ☒ No
 Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). ☐ N/A

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? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
RICK KOOPMAN P.O. BOX 65 BOULDER, CO 80306-0065	PRESIDENT	1.00	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

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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,275,126.
b	Average of monthly cash balances	1b	151,263.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,426,389.
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	2,426,389.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	36,396.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,389,993.
6	Minimum investment return. Enter 5% of line 5	6	119,500.

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	119,500.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	886.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	886.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	118,614.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	118,614.
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	118,614.

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	112,081.
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	112,081.
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	112,081.

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				118,614.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			109,870.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 112,081.				
a Applied to 2012, but not more than line 2a			109,870.	
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				2,211.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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				116,403.
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	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 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(i)(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

THE 1040 FOUNDATION

Form 990-PF (2013)

C/O RICK KOOPMAN

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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				
ANDERSON RANCH ARTS CENTER 5263 OWL CREEK ROAD SNOWMASS VILLAGE, CO 81615	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
BOULDER COMMUNITY HOSPITAL FOUNDATION 1100 BALSAM AVENUE BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVENUE BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	3,870.
BOULDER MUSEUM OF CONTEMPORARY ART 1750 13TH STREET BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
BOULDER PUBLIC LIBRARY FOUNDATION 1000 CANYON BOULEVARD BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total			SEE CONTINUATION SHEET(S)	109,870.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	12,813.	
4 Dividends and interest from securities			14	47,830.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,318.	
8 Gain or (loss) from sales of assets other than inventory			18	3,102.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		65,063.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	65,063.

(See worksheet in line 13 instructions to verify calculations)

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

[illegible]

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	40 SHS ISHARES TR S&P US PFD STK	P	12/20/11	06/24/13
b	300 SHS ISHARES TR S&P US PFD STK	P	10/06/10	06/24/13
c	85 SHS ISHARES INC MSCI AUSTRALIA	P	10/06/10	06/24/13
d	300 SHS TEVA PHARMACEUTICAL INDS	P	11/18/08	06/24/13
e	50 SHS TEVA PHARMACEUTICAL INDS	P	10/06/10	06/24/13
f	829.88 SHS MFS EMERGING MKTS DEBT FUND	P	12/20/11	06/24/13
g	300 SHS ISHARES INC MSCI CDA INDEX FUND	P	10/27/09	06/24/13
h	653.79 SHS MFS EMERGING MKTS DEBT FUND	P	06/04/12	06/24/13
i	90 SHS ISHARES INC MSCI AUSTRALIA	P	12/05/11	06/24/13
j	325 SHS ISHARES INC MSCI AUSTRALIA	P	10/27/09	06/24/13
k	100 SHS ISHARES INC MSCI BRAZIL FREE	P	10/27/09	06/24/13
l	25 SHS ISHARES INC MSCI BRAZIL FREE	P	12/05/11	06/24/13
m	50 SHS ISHARES INC MSCI CDA INDEX FUND	P	10/06/10	06/24/13
n	50 SHS ISHARES INC MSCI CDA INDEX FUND	P	12/05/11	06/24/13
o	150 SHS APACHE CORP	P	10/27/09	07/01/13

(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 1,522.		1,426.	96.
b 11,415.		11,842.	<427.>
c 1,909.		2,087.	<178.>
d 11,483.		12,650.	<1,167.>
e 1,914.		2,660.	<746.>
f 11,884.		12,000.	<116.>
g 7,709.		7,410.	299.
h 9,362.		9,650.	<288.>
i 2,021.		2,146.	<125.>
j 7,298.		7,621.	<323.>
k 4,229.		7,085.	<2,856.>
l 1,057.		1,518.	<461.>
m 1,285.		1,444.	<159.>
n 1,285.		1,387.	<102.>
o 12,509.		14,667.	<2,158.>

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

(i) FMV 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			96.
b			<427.>
c			<178.>
d			<1,167.>
e			<746.>
f			<116.>
g			299.
h			<288.>
i			<125.>
j			<323.>
k			<2,856.>
l			<461.>
m			<159.>
n			<102.>
o			<2,158.>

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 }

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

2

3

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	25,000 TENNESSEE VALLEY AUTH GLOBAL NOTES	P	12/09/03	08/01/13
b	105 SHS POTASH CORP SASK INC	P	10/27/09	08/05/13
c	1,278.77 SHS PIMCO COMM REAL RETURN STRAT FUND	P	12/05/11	08/05/13
d	122.75 SHS PIMCO COMM REAL RETURN STRAT FUND	P	06/04/12	08/05/13
e	1,442.31 SHS PIMCO COMM REAL RETURN STRAT FUND	P	10/07/10	08/05/13
f	100,000 UNITED STATES TREASURY NOTES	P	11/12/03	08/15/13
g	300 SHS EXELON CORP	P	09/26/05	08/29/13
h	500 SHS POWERSHARES GLOBAL EXCHANGE	P	10/06/10	08/29/13
i	50 SHS UNITED TECHNOLOGIES CORP	P	11/04/03	12/30/13
j	50 SHS THERMO ELECTRON CORP	P	10/27/09	12/30/13
k	50 SHS TARGET CORP	P	10/27/09	12/30/13
l	50 SHS PARKER-HANNIFIN CORP	P	10/27/09	12/30/13
m	50 SHS EXXON MOBIL CORP	P	06/15/05	12/30/13
n	2,138.83 SHS COLUMBIA FDS SER TR I INTERMED	P	09/26/05	12/30/13
o	5,428.88 SHS COLUMBIA FDS SER TR I INTERMED	P	12/05/11	12/30/13

(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 25,000.		24,995.	5.
b 3,101.		3,382.	<281.>
c 7,199.		10,000.	<2,801.>
d 691.		750.	<59.>
e 8,120.		12,000.	<3,880.>
f 100,000.		98,766.	1,234.
g 9,123.		16,387.	<7,264.>
h 9,902.		9,202.	700.
i 5,627.		2,155.	3,472.
j 5,515.		2,297.	3,218.
k 3,115.		2,411.	704.
l 6,429.		2,721.	3,708.
m 5,025.		2,948.	2,077.
n 19,164.		19,164.	0.
o 48,643.		50,000.	<1,357.>

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

(i) FMV 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			5.
b			<281.>
c			<2,801.>
d			<59.>
e			<3,880.>
f			1,234.
g			<7,264.>
h			700.
i			3,472.
j			3,218.
k			704.
l			3,708.
m			2,077.
n			0.
o			<1,357.>

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 }

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

2

3

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	719.57 SHS COLUMBIA FDS SER TR I INTERMED	P	10/06/10	12/30/13
b	40 SHS WAL-MART STORES INC	P	06/15/05	12/30/13
c	4,324.32 SHS COLUMBIA FDS SER TR I INTERMED	P	12/20/11	12/30/13
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 6,447.		6,656.	<209.>
b 3,141.		2,001.	1,140.
c 38,746.		40,000.	<1,254.>
d 12,660.			12,660.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV 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			<209.>
b			1,140.
c			<1,254.>
d			12,660.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

3,102.

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 XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BOULDER SHELTER FOR THE HOMELESS 4869 N. BROADWAY BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
CAREER COLLABORATIVE, INC. 711 ATLANTIC AVENUE BOSTON, MA 02111	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
CLINICA FAMILY HEALTH SERVICES 2525 13TH STREET BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
COLORADO PUBLIC RADIO 7409 SOUTH ALTON COURT CENTENNIAL, CO 80112	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
COMMUNITY FOOD SHARE 6363 HORIZON LANE LONGMONT, CO 80503	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
EMERGENCY FAMILY ASSISTANCE ASSOCIATION 900 ARAPAHOE AVENUE BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
FOOTHILLS UNITED WAY 1285 CIMARRON DRIVE, SUITE 101 LAFAYETTE, CO 80026	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
TRU COMMUNITY CARE 2594 TRAILRIDGE DRIVE EAST LAFAYETTE, CO 80026	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
LONGMONT HUMANE SOCIETY 9595 NELSON ROAD LONGMONT, CO 80501	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
MEALS ON WHEELS OF BOULDER 909 ARAPAHOE AVENUE BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				93,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN STREET LANDER, WY 82520	N/A	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
PENLAND SCHOOL OF CRAFTS P.O. BOX 37 PENLAND, NC 28765	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE 835 NORTH STREET BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
THE COMMUNITY FOUNDATION SERVING BOULDER COUNTY 1123 SPRUCE STREET BOULDER, CO 80302	N/A	PUBLIC CHARITY	BOULDER COMMUNITY FUND	5,000.
THE MENTAL HEALTH FOUNDATION P.O. BOX 322 ALBANY, NY 12201	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
DENVER RESCUE MISSION 3501 E. 46TH AVENUE DENVER, CO 80216	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
THE HARTFORD FOUNDATION FOR PUBLIC GIVING 10 COLUMBUS BOULEVARD, 8TH FLOOR HARTFORD, CT 06106	N/A	PUBLIC CHARITY	BEATRICE FOX AUERBACH FOUNDATION FUND	5,000.
VIA MOBILITY SERVICES 2855 N. 63RD STREET BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	12,813.	12,813.	
TOTAL TO PART I, LINE 3	12,813.	12,813.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	60,490.	12,660.	47,830.	47,830.	
TO PART I, LINE 4	60,490.	12,660.	47,830.	47,830.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	1,318.	1,318.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,318.	1,318.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,457.	246.		2,211.
TO FORM 990-PF, PG 1, LN 16B	2,457.	246.		2,211.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	5,260.	5,260.		0.	
TO FORM 990-PF, PG 1, LN 16C	5,260.	5,260.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	371.	371.		0.	
2012 FORM 990-PF BALANCE DUE	5.	0.		0.	
2013 FORM 990-PF TAX DEPOSITS	1,320.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,696.	371.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSES - BANK OF AMERICA, N.A.	14,902.	14,902.		0.	
TO FORM 990-PF, PG 1, LN 23	14,902.	14,902.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
50,000 U.S. TREASURY NTS 4.500%	X		49,225.	54,324.
100,000 U.S. TREASURY NTS 5.125%	X		103,433.	110,820.
100,000 DALLAS TX 4.000% NTS		X	107,989.	107,470.
TOTAL U.S. GOVERNMENT OBLIGATIONS			152,658.	165,144.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			107,989.	107,470.
TOTAL TO FORM 990-PF, PART II, LINE 10A			260,647.	272,614.

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
400 SHS AGILENT TECHNOLOGIES INC			12,462.	22,876.
500 SHS AT&T INC			12,581.	17,580.
600 SHS CISCO SYSTEMS INC			10,835.	13,458.
540 SHS COCA COLA CO			11,582.	22,307.
230 SHS CONOCOPHILLIPS			5,008.	16,249.
500 SHS EXXON MOBIL CORP			20,734.	50,600.
225 SHS INTERNATIONAL BUSINESS MACHS CORP			14,492.	42,203.
200 SHS ILLINOIS TOOL WORKS INC			9,027.	16,816.
225 SHS JOHNSON & JOHNSON			9,584.	20,608.
500 SHS JPMORGAN CHASE & CO			16,694.	29,240.
300 SHS MCDONALDS CORP			8,796.	29,109.
200 SHS MERCK & CO INC			8,386.	10,010.
900 SHS MICROSOFT CORP			22,344.	33,669.
400 SHS PEPSICO INC			15,991.	33,176.
800 SHS PFIZER INC			18,751.	24,504.
400 SHS PROCTER & GAMBLE CO			19,216.	32,564.
200 SHS RIO TINTO PLC ADR			5,151.	11,286.
225 SHS SCHLUMBERGER LTD			15,453.	20,275.
475 SHS UNITED TECHNOLOGIES CORP			15,763.	54,055.
500 SHS US BANCORP			15,250.	20,200.
500 SHS VERIZON COMMUNICATIONS INC			19,610.	24,570.
240 SHS WAL-MART STORES INC			12,007.	18,886.
600 SHS WELLS FARGO & CO			13,261.	27,240.
360 SHS DISNEY WALT CO			12,021.	27,504.
150 SHS AIR PRODS & CHEMS INC			7,569.	16,767.
500 SHS COLGATE PALMOLIVE CO			15,636.	32,605.
250 SHS CONSOLIDATED EDISON INC			10,268.	13,820.
150 SHS HESS CORP			7,452.	12,450.
100 SHS MONSANTO CO			8,815.	11,655.

300	SHS SOUTHERN CO	10,496.	12,333.
150	SHS 3M CO	8,964.	21,038.
300	SHS FREEPORT-MCMORAN COPPER & GOLD	3,197.	11,322.
250	SHS ABBOTT LABS	6,141.	9,582.
200	SHS AMGEN INC	10,934.	22,816.
100	SHS APPLE INC	27,636.	56,102.
250	SHS CHEVRON CORP	17,257.	31,227.
900	SHS EMC CORP	14,003.	22,635.
250	SHS GILEAD SCIENCES INC	5,387.	18,775.
250	SHS HONEYWELL INTL INC	9,404.	22,842.
500	SHS LOWES COS INC	9,988.	24,775.
150	SHS MCKESSON CORP	8,171.	24,210.
250	SHS PNC FINL SVCS GROUP INC	12,777.	19,395.
65	SHS PRECISION CASTPARTS CORP	6,462.	17,505.
200	SHS PRICE T ROWE GROUP INC	10,397.	16,754.
200	SHS PRUDENTIAL FINANCIAL INC	10,024.	18,444.
250	SHS TARGET CORP	11,512.	15,818.
560	SHS TEXAS INSTRUMENTS INC	13,330.	24,590.
250	SHS THERMO FISHER SCIENTIFIC CORP	11,291.	27,837.
300	SHS AXIS CAP HLDGS LTD	8,552.	14,271.
200	SHS PARKER HANNIFIN CORP	9,884.	25,728.
300	SHS PRINCIPAL FINL GROUP INC	8,052.	14,793.
630	SHS ISHARES RUSSELL 2000 ETF	47,065.	72,677.
200	SHS TYCO INTL LTD	3,040.	8,208.
640	SHS VANGUARD FTSE EMERGING MKTS ETF	22,468.	26,330.
100	SHS AMAZON.COM INC	19,744.	39,879.
360	SHS VANGUARD REIT ETF	21,354.	23,242.
1,253.121	SHS COLUMBIA ACORN FUND	25,551.	46,766.
1,366.782	SHS COLUMBIA MID CAP GROWTH FUND	24,274.	43,272.
619.857	SHS COLUMBIA ACORN INTERNATIONAL FUND	20,096.	28,935.
115	SHS PHILLIPS 66	1,488.	8,870.
100	SHS ADT CORP	1,975.	4,047.
3,142.857	SHS JOHN HANCOCK FDS III DISC VALUE FD	37,400.	57,011.
595	SHS JPMORGAN ALERIAN MLP INDEX ETF	21,751.	27,578.
970.421	SHS ARTISAN INTL VALUE FUND	23,950.	35,682.
461.198	SHS HARBOR INTERNATIONAL FUND	23,950.	32,750.
47	SHS PENTAIR LTD	1,065.	3,650.
475	SHS WISDOMTREE EMGNG MKTS HY EQ FUND	23,969.	24,239.
250	SHS ABBVIE INC	6,660.	13,203.
1,195	SHS SELECT SECTOR SPDR TR FINANCIAL	23,390.	26,123.
970	SHS EGSHARES EMERGING MARKETS	23,566.	26,074.
445	SHS VANGUARD GLOBAL US REAL EST ETF	23,387.	24,244.
2,241.794	SHS CREDIT SUISSE COMM RET STRAT FUND	16,096.	16,208.
TOTAL TO FORM 990-PF, PART II, LINE 10B		1,020,837.	1,768,062.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
28,030.528 SHS COLUMBIA INTERMEDIATE BOND FUND	250,836.	250,873.
2,331.328 SHS COLUMBIA INC OPPORTUNITIES FUND	22,150.	23,430.
8,795.075 SHS PRUDENTIAL ST CORP BOND FUND	100,000.	99,912.
2,535.957 SHS FRANKLIN FLTG RATE DAILY ACC FD	23,255.	23,356.
TOTAL TO FORM 990-PF, PART II, LINE 10C	396,241.	397,571.