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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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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 LINN FOUNDATION		A Employer identification number 31-1728452
Number and street (or P O box number if mail is not delivered to street address) Room/suite 7820 HANGER CUTOFF ROAD		B Telephone number (see instructions) (713) 344-9303
City or town, state or province, country, and ZIP or foreign postal code FORT WORTH, TX 76135		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) ▶ \$ 1,709,878	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	36,267	36,267		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	91,423			
	b Gross sales price for all assets on line 6a 714,475				
	7 Capital gain net income (from Part IV, line 2)		91,423		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	127,690	127,690			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,250	1,125		1,125
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	290	290		0
	24 Total operating and administrative expenses. Add lines 13 through 23	2,540	1,415		1,125
	25 Contributions, gifts, grants paid	185,750			185,750
26 Total expenses and disbursements. Add lines 24 and 25	188,290	1,415		186,875	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-60,600				
b Net investment income (if negative, enter -0-)		126,275			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	191,876	143,030	143,030			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)						
	7 Other notes and loans receivable (attach 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)	1,272,379	1,260,550	1,565,329			
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)						
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
15 Other assets (describe ▶ _____)	821	1,519	1,519				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,465,076	1,405,099	1,709,878				
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 (attach schedule)						
	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	1,465,076	1,405,099				
30 Total net assets or fund balances (see page 17 of the instructions)	1,465,076	1,405,099					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,465,076	1,405,099					

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	1,465,076
2	Enter amount from Part I, line 27a	2	-60,600
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,742
4	Add lines 1, 2, and 3	4	1,406,218
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,119
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,405,099

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
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	91,423
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	121,331	1,593,450	0.076144
2011	114,756	1,645,261	0.069749
2010	105,090	1,593,458	0.065951
2009	76,856	1,278,631	0.060108
2008	58,769	1,546,570	0.038000

2	Total of line 1, column (d).	2	0.309952
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	0.061990
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	1,625,194
5	Multiply line 4 by line 3.	5	100,746
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,263
7	Add lines 5 and 6.	7	102,009
8	Enter qualifying distributions from Part XII, line 4.	8	186,875

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

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

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes columns for line numbers and amounts. Total tax due is 148.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding foundation activities. Includes columns for question numbers, Yes/No responses, and sub-questions (a, b).

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? Website address N/A	13	Yes	
14	The books are in care of TODD E HANSLIK Telephone no (713) 344-9303 Located at 1800 BERING DR SUITE 250 HOUSTON TX ZIP +4 77054			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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? See 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

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 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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__ <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).	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? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	▶

0

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	1,526,923
b	Average of monthly cash balances.	1b	123,020
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,649,943
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,649,943
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	24,749
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,625,194
6	Minimum investment return. Enter 5% of line 5.	6	81,260

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	81,260
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,263
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,263
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	79,997
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	79,997
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	79,997

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	186,875
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	186,875
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	1,263
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	185,612

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				79,997
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				1,049
e From 2012.				43,896
f Total of lines 3a through e.	44,945			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>186,875</u>				
a Applied to 2012, but not more than line 2a			0	
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.				79,997
e Remaining amount distributed out of corpus	106,878			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	151,823			
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 instructions.			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) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	151,823			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				1,049
d Excess from 2012.				43,896
e Excess from 2013.				106,878

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

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

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

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

Part XV Supplementary 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))

See Additional Data Table

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 <i>Paid during the year</i> DALLAS THEOLOGICAL SEMINARY 3909 SWISS AVE DALLAS, TX 75204	NONE	NONE	RELIGIOUS	170,000
RREACH 17110 DALLAS PKWY SUITE 200 DALLAS, TX 75248	NONE	NONE	RELIGIOUS	10,000
YOUNG LIFE OF FORT WORTH 5801 CURZON AVE FORT WORTH, TX 76107	NONE	NONE	EDUCATION	250
HARVEST MINISTRIES PO BOX 9543 WICHITA FALLS, TX 76308	NONE	NONE	RELIGIOUS	5,500
Total 3a				185,750
b <i>Approved for future payment</i>				
Total 3b				0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
AKAMI TECH		2013-02-22	2013-07-10
CITIGROUP INC		2013-03-04	2013-07-10
COMCAST CORP		2012-11-05	2013-07-10
FACEBOOK INC		2013-05-02	2013-07-10
FACEBOOK INC		2013-05-02	2013-10-10
GOOGLE INC		2013-05-17	2013-07-10
ISHARES BARCLAY SHORT		2012-06-06	2013-01-14
ISHARES MSCI EMERGING		2012-11-20	2013-07-10
ISHARES MSCI EMERGING		2012-11-20	2013-08-20
NATIONAL OILWELL VARCO		2012-08-16	2013-07-10
PERRIGO		2013-04-22	2013-12-19
RACKSPACE HOSTING INC		2012-03-26	2013-02-22
TEMPLETON FRONTIEER MKTS		2013-01-14	2013-07-10
TEMPLETON FRONTIEER MKTS		2013-01-14	2013-08-19
ACTIVISION BLIZZARD INC		2012-03-26	2013-05-02
AMAZON COM INC		2010-07-13	2013-07-10
AMAZON COM INC		2010-07-13	2013-08-15
APPLE INC		2008-09-24	2013-07-10
APPLE INC		2008-09-24	2013-08-15
APPLE INC		2010-04-07	2013-08-15
ASHLAND INC		2012-03-26	2013-07-10
BORGWARNER INC		2012-04-01	2013-07-10
CERNER CORP		2012-04-01	2013-07-10
CERNER CORP		2012-04-18	2013-12-10
CERNER CORP		2012-11-12	2013-12-10
CISCO SYS INC		2011-08-18	2013-04-30
CISCO SYS INC		2012-04-18	2013-04-30
CISCO SYS INC		2012-04-18	2013-07-10
CITRIX SYSTEMS INC		2011-05-16	2013-07-10
CITRIX SYSTEMS INC		2011-05-16	2013-10-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
CITRIX SYSTEMS INC		2011-06-21	2013-10-24
CITRIX SYSTEMS INC		2012-04-18	2013-10-24
CROWN CASTLE INTL		2012-04-18	2013-07-10
DANAHER CORP		2007-11-08	2013-07-10
DELL INC		2009-04-02	2013-11-29
DIAGEO ADR		2006-08-07	2013-07-10
EMC CORP		2009-11-03	2013-05-17
EMC CORP		2009-11-03	2013-07-10
FMC TECHNOLOGIES INC		2012-03-26	2013-07-10
GENERAL ELECTRIC CO		2006-11-01	2013-04-30
GENERAL ELECTRIC CO		2007-05-29	2013-04-30
GENERAL ELECTRIC CO		2008-05-15	2013-04-30
GENERAL ELECTRIC CO		2008-05-15	2013-07-10
GENERAL ELECTRIC CO		2010-04-28	2013-07-10
HOME DEPOT INC		2010-12-03	2013-07-10
INTL BUSINESS MACH		2010-11-01	2013-04-22
INTL BUSINESS MACH		2010-11-01	2013-07-10
ISHARES BARCLAYS SHORT TREAS		2011-12-14	2013-01-14
ISHARES S&P 100 ETF		2011-03-16	2013-07-10
ISHARES US REAL ESTATE ETF		2012-04-18	2013-07-10
ISHARES US REAL ESTATE ETF		2012-04-18	2013-08-15
ISHARES US TELECOMM		2007-03-14	2013-07-10
ISHARES US TELECOMM		2007-03-14	2013-10-10
ISHARES US TELECOMM		2007-05-29	2013-10-10
ISHARES US TELECOMM		2007-08-01	2013-10-10
JOHNSON & JOHNSON		2010-04-28	2013-07-10
JP MORGAN CHASE		2008-05-02	2013-07-10
JP MORGAN CHASE		2008-05-15	2013-07-10
ORACLE CORP		2010-09-20	2013-05-17
ORACLE CORP		2010-09-20	2013-07-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ORACLE CORP		2010-09-20	2013-11-21
ORACLE CORP		2011-04-01	2013-11-21
PERRIGO CO		2012-04-18	2013-07-10
PERRIGO		2012-04-18	2013-12-19
POWERSHARES ETF DYNAMIC		2009-04-13	2013-04-30
POWERSHARES ETF DYNAMIC		2009-04-13	2013-05-17
POWERSHARES ETF DYNAMIC		2009-04-13	2013-07-10
PRAXAIR INC		2007-01-09	2013-07-10
PRAXAIR INC		2007-05-29	2013-07-10
PROCTOR & GAMBLE		2010-07-13	2013-07-10
QUALCOMM INC		2011-04-21	2013-07-10
QUALCOMM INC		2011-06-21	2013-07-10
RAYMOND JAMES FINL		2012-03-26	2013-07-10
ROPER INDS INC		2012-03-26	2013-07-10
ROYAL CARRIBEAN CRUISES		2011-02-03	2013-12-02
SECTOR SPDR BEN INT ENERGY		2008-05-15	2013-07-10
SECTOR SPDR BEN INT ENERGY		2008-12-11	2013-07-10
SECTOR SPDR BEN INT UTIL		2006-11-01	2013-07-10
SECTOR SPDR BEN INT UTIL		2007-01-09	2013-07-10
SECTOR SPDR BEN INT UTIL		2007-05-29	2013-07-10
SVB FINL GROUP		2012-04-18	2013-07-10
TEXAS INSTRUMENTS INC		2012-04-27	2013-07-10
TEXAS ROADHOUSE INC		2012-03-26	2013-05-14
THERMO FISHER SCIENTIFIC INC		2007-10-15	2013-07-10
THERMO FISHER SCIENTIFIC INC		2007-10-15	2013-12-04
THERMO FISHER SCIENTIFIC INC		2008-02-04	2013-12-04
THERMO FISHER SCIENTIFIC INC		2010-04-07	2013-12-04
UNITED PARCEL SVC INC		2009-12-14	2013-07-10
UNITEDHEALTH GROUP		2009-12-10	2013-07-10
US BANCORP DEL COM		2009-08-21	2013-03-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
US BANCORP DEL COM		2009-08-21	2013-07-10
WALMART STORES INC		2011-08-17	2013-07-10
WELLS FARGO & CO		2010-12-14	2013-03-04
WELLS FARGO & CO		2011-06-21	2013-03-04
WELLS FARGO & CO		2011-06-21	2013-07-10
WELLS FARGO & CO		2011-12-14	2013-07-10
3M COMPANY		2008-02-04	2013-07-10
3M COMPANY		2008-02-04	2013-12-16
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,286		1,106	180
3,221		2,758	463
1,269		1,108	161
1,297		1,454	-157
9,971		5,844	4,127
1,801		1,807	-6
22,154		22,159	-5
7,369		7,979	-610
62,903		66,700	-3,797
1,820		1,932	-112
5,593		4,326	1,267
10,272		11,288	-1,016
12,980		13,010	-30
40,780		39,305	1,475
12,993		11,268	1,725
2,891		1,235	1,656
15,713		6,794	8,919
3,791		1,159	2,632
9,509		2,448	7,061
4,004		1,930	2,074
1,700		1,240	460
1,295		1,258	37
2,131		1,671	460
7,017		4,642	2,375
4,434		3,074	1,360
8,332		5,958	2,374
1,266		1,199	67
1,387		1,099	288
1,910		2,470	-560
2,619		3,705	-1,086

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,202		4,248	-1,046
8,149		10,927	-2,778
3,323		2,465	858
3,016		1,862	1,154
25,473		25,028	445
2,959		1,766	1,193
5,165		3,531	1,634
2,086		1,396	690
2,888		2,450	438
2,118		3,332	-1,214
1,449		2,444	-995
1,338		1,946	-608
1,875		2,595	-720
234		188	46
3,928		1,665	2,263
12,832		9,706	3,126
1,340		999	341
102,395		102,410	-15
7,417		5,670	1,747
2,000		1,861	139
15,780		15,508	272
2,372		2,732	-360
2,223		2,428	-205
11,252		13,826	-2,574
167		201	-34
3,552		2,574	978
1,089		969	120
2,178		1,841	337
5,083		3,987	1,096
1,828		1,611	217

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,925		7,782	2,143
7,139		6,938	201
2,028		1,726	302
13,049		9,063	3,986
9,628		5,127	4,501
9,932		4,984	4,948
2,212		1,097	1,115
581		299	282
1,162		684	478
3,170		2,516	654
2,393		2,291	102
299		273	26
1,537		1,333	204
1,270		1,009	261
35,000		37,938	-2,938
2,832		3,013	-181
2,832		1,767	1,065
378		361	17
1,888		1,806	82
2,001		2,194	-193
1,330		950	380
2,550		2,242	308
26,967		19,187	7,780
3,052		2,056	996
15,004		8,810	6,194
3,001		1,564	1,437
12,503		6,484	6,019
1,789		1,173	616
2,715		1,199	1,516
7,113		4,738	2,375

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,581		1,579	1,002
2,291		1,544	747
1,949		1,663	286
4,962		3,836	1,126
418		274	144
2,299		1,428	871
2,821		2,028	793
9,406		6,004	3,402
49			49

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			180
			463
			161
			-157
			4,127
			-6
			-5
			-610
			-3,797
			-112
			1,267
			-1,016
			-30
			1,475
			1,725
			1,656
			8,919
			2,632
			7,061
			2,074
			460
			37
			460
			2,375
			1,360
			2,374
			67
			288
			-560
			-1,086

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-1,046
			-2,778
			858
			1,154
			445
			1,193
			1,634
			690
			438
			-1,214
			-995
			-608
			-720
			46
			2,263
			3,126
			341
			-15
			1,747
			139
			272
			-360
			-205
			-2,574
			-34
			978
			120
			337
			1,096
			217

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			2,143
			201
			302
			3,986
			4,501
			4,948
			1,115
			282
			478
			654
			102
			26
			204
			261
			-2,938
			-181
			1,065
			17
			82
			-193
			380
			308
			7,780
			996
			6,194
			1,437
			6,019
			616
			1,516
			2,375

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			1,002
			747
			286
			1,126
			144
			871
			793
			3,402
			49

Form 990PF Part XV Line 1a - 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).

ROGER LINN

LOIS LINN

TY 2013 Accounting Fees Schedule

Name: LINN FOUNDATION

EIN: 31-1728452

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,250	1,125		1,125

**TY 2013 Investments Corporate
Stock Schedule**

Name: LINN FOUNDATION

EIN: 31-1728452

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY INVESTMENTS	1,260,550	1,565,329

TY 2013 Other Assets Schedule

Name: LINN FOUNDATION

EIN: 31-1728452

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	421	399	399
PREPAID FIT	400	1,120	1,120

TY 2013 Other Decreases Schedule

Name: LINN FOUNDATION

EIN: 31-1728452

Description	Amount
INCOME TAXES	1,119

TY 2013 Other Expenses Schedule

Name: LINN FOUNDATION

EIN: 31-1728452

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	287	287		0
MISCELLANEOUS	3	3		0

TY 2013 Other Increases Schedule

Name: LINN FOUNDATION

EIN: 31-1728452

Description	Amount
TAX EXEMPT INTEREST AND DIVIDENDS	13
NONDIVIDEND DISTRIBUTIONS	1,729