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**Return of Private Foundation**

**2013**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

**THE LORAIN FOUNDATION**

A Employer identification number

**34-1022034**

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

**457 BROADWAY**

Room/suite

B Telephone number

**4402446000**

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

**LORAIN, OH 44052**

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)

**\$ 1,148,246.** (Part I, column (d) must be on cash basis)

J Accounting method:  Cash  Accrual  Other (specify)

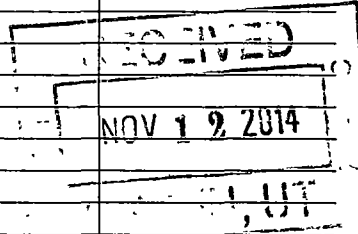
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

**Part I**

**Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(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				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	748.	748.	748.	
4 Dividends and interest from securities	30,765.	30,765.	30,765.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	42,188.			
b Gross sales price for all assets on line 6a	251,767.			
7 Capital gain net income (from Part IV, line 2)		42,188.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	2,000.	0.	2,000.	STATEMENT 1
12 Total. Add lines 1 through 11	75,701.	73,701.	33,513.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 2	1,734.	1,734.	1,734.	0.
b Accounting fees STMT 3	3,900.	3,900.	3,900.	0.
c Other professional fees				
17 Interest				
18 Taxes STMT 4	1,696.	1,696.	1,696.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	13,418.	13,418.	0.	200.
24 Total operating and administrative expenses. Add lines 13 through 23	20,748.	20,748.	7,330.	200.
25 Contributions, gifts, grants paid	53,273.			53,273.
26 Total expenses and disbursements. Add lines 24 and 25	74,021.	20,748.	7,330.	53,473.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,680.			
b Net investment income (if negative, enter -0-)		52,953.		
c Adjusted net income (if negative, enter -0-)			26,183.	



SCANNED NOV 19 2014

Operating and Administrative Expenses

Certified mail # 7003-1680-0006-4397-5522

**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
<b>Assets</b>				
1 Cash - non-interest-bearing				
2 Savings and temporary cash investments	15,667.	17,788.	17,788.	
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	497.	497.	497.	
10a Investments - U.S. and state government obligations	105,000.			
b Investments - corporate stock <b>STMT 6</b>	390,992.	393,149.	648,045.	
c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 7</b>	374,519.	476,921.	481,916.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	886,675.	888,355.	1,148,246.	
<b>Liabilities</b>				
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 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>				
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	886,675.	888,355.		
30 <b>Total net assets or fund balances</b>	886,675.	888,355.		
31 <b>Total liabilities and net assets/fund balances</b>	886,675.	888,355.		

**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	886,675.
2 Enter amount from Part I, line 27a	2	1,680.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	888,355.
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	888,355.

**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 ATTACHED	P	01/01/13	12/31/13
b SEE ATTACHED	P	01/01/13	12/31/13
c CAPITAL GAINS DIVIDENDS			
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 59,152.		59,034.	118.
b 188,908.		150,545.	38,363.
c 3,707.			3,707.
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			118.
b			38,363.
c			3,707.
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	42,188.
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	118.

**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			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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	

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

<p><b>1a</b> 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)</p>		1	1,059.
<p><b>b</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</p>			
<p><b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).</p>			
<p><b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p>		2	0.
<p><b>3</b> Add lines 1 and 2</p>		3	1,059.
<p><b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p>		4	0.
<p><b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-</p>		5	1,059.
<p><b>6</b> Credits/Payments:</p>			
<p><b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013</p>		6a	
<p><b>b</b> Exempt foreign organizations - tax withheld at source</p>		6b	
<p><b>c</b> Tax paid with application for extension of time to file (Form 8868)</p>		6c	
<p><b>d</b> Backup withholding erroneously withheld</p>		6d	
<p><b>7</b> Total credits and payments. Add lines 6a through 6d</p>		7	0.
<p><b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached</p>		8	24.
<p><b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p>		9	1,083.
<p><b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p>		10	
<p><b>11</b> Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/></p>		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>1b</b> 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
<b>1c</b> Did the foundation file Form 1120-POL for this year?		X
<b>2</b> 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.		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>4b</b> If "Yes," has it filed a tax return on Form 990-T for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <u>OH</u>		
<b>8b</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	
<b>9</b> 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
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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		
14	The books are in care of ► LORAIN NATIONAL BANK Telephone no. ► (440) 244-6000 Located at ► 457 BROADWAY, LORAIN, OH ZIP+4 ► 44052			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		
		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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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)? Organizations relying on a current notice regarding disaster assistance check here  **5b**  X

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**  Yes  No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  X

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? **7b**  Yes  No **N/A**

**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
SEE STATEMENT 8		0.	0.	0.

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

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

**Total number of other employees paid over \$50,000** 0

**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 NOT APPLICABLE	0.
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 NOT APPLICABLE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	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	1,085,789.
b	Average of monthly cash balances	1b	16,728.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,102,517.
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	1,102,517.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,538.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,085,979.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	54,299.

**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	54,299.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,059.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,059.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	53,240.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	53,240.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	53,240.

**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	53,473.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	53,473.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	53,473.

**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				53,240.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	11,353.			
b From 2009	1,384.			
c From 2010	4,790.			
d From 2011	6,702.			
e From 2012	2,961.			
f Total of lines 3a through e	27,190.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 53,473.				
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				53,240.
e Remaining amount distributed out of corpus	233.			
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	27,423.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	11,353.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	16,070.			
10 Analysis of line 9:				
a Excess from 2009	1,384.			
b Excess from 2010	4,790.			
c Excess from 2011	6,702.			
d Excess from 2012	2,961.			
e Excess from 2013	233.			

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

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

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

**b** The form in which applications should be submitted and information and materials they should include:  
**PREPRINTED APPLICATION FORM**

**c** Any submission deadlines:  
**PRIOR TO SPRING BREAK**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
**GRADUATE OF A HIGH SCHOOL LOCATED IN THE CITY OF LORAIN**

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>AGUDATH B'NAI ISREAL 1715 MEISTER ROAD LORAIN, OH 44052</p>			ANNUAL INCOME - DESIGNEE	500.
<p>BLACK RIVER HISTORICAL SOCIETY 309 W. 5TH STREET LORAIN, OH 44053</p>			ANNUAL INCOME - DESIGNEE	438.
<p>CAMP I.D.E.A.S. ATTN: CAROL MATHEWS 1524 S. LAKEVIEW BLVD. LORAIN, OH 44052</p>			DISCRETIONARY ANNUAL	1,508.
<p>ELYRIA MEMORIAL HOSPITAL FOUNDATION 630 EAST RIVER STREET ELYRIA, OH 44035</p>			ANNUAL INCOME - DESIGNEE	1,509.
<p>FIGUEROA, ELENA 4480 BROADWAY AVE. LORAIN OH 44052</p>			SCHOLARSHIP	1,000.
<p><b>Total</b> SEE CONTINUATION SHEET(S) <span style="float: right;">▶ 3a</span></p>				53,273.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
<p><b>Total</b> <span style="float: right;">▶ 3b</span></p>				0.





**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
FORTNEY, BREANNA 1432 S. LAKEVIEW BLVD. LORAIN, OH 44052			SCHOLARSHIP	1,000.
LORAIN COUNTY HEALTH & DENTISTRY 1800 LIVINGSTON AVENUE LORAIN, OH 44055			DISCRETIONARY ANNUAL	1,508.
LORAIN JEWISH WELFARE FUND C/O TED JACOBS P.O. BOX 305 LORAIN, OH 44052			ANNUAL INCOME - DESIGNEE	5,531.
LORAIN YWCA ATTN: JEANINE DONALDSON 200 9TH STREET LORAIN, OH 44052			DISCRETIONARY ANNUAL	2,412.
MCLELLAND, TIFFANY ANN 1510 W. 29TH ST. LORAIN, OH 44052			SCHOLARSHIP	1,000.
MERCY REGIONAL FOUNDATION 3700 KOLBE ROAD LORAIN, OH 44053			ANNUAL INCOME - DESIGNEE AND DISCRETIONARY ANNUAL INCOME	10,291.
MOLINA, JOSHUA 1328 LINDENWOOD DR. LORAIN, OH 44053			SCHOLARSHIP	1,000.
SILVA, RACHEL 128 W. 28TH ST. LORAIN, OH 44055			SCHOLARSHIP	1,000.
SOUL TO SOLE 5905 ROSECLIFF DRIVE LORAIN, OH 44053			DISCRETIONARY ANNUAL	1,507.
THE CHILDRENS DEVELOPMENTAL CENTER 150 ERIE COURT AMHERST, OH 44001			DISCRETIONARY ANNUAL	1,485.
<b>Total from continuation sheets</b>				<b>48,318.</b>

**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
LORAIN COUNTY COMMUNITY COLLEGE FOUNDATION 1005 N. ABBE ROAD ELYRIA, OH 44035			ANNUAL INCOME - DESIGNEE	6,584.
HAEFKA, JESSE 1947 GARDEN AVENUE LORAIN, OH 44052			SCHOLARSHIP	1,500.
FORD, HANNAH 2583 EAST 37TH STREET LORAIN, OH 44055			SCHOLARSHIP	1,500.
TAYLOR, ALVIN 329 1/2 WEST 14TH STREET LORAIN, OH 44052			SCHOLARSHIP	1,500.
BENYARD, BLAKE 1020 WEST ERIE AVENUE LORAIN, OH 44052			SCHOLARSHIP	1,500.
ROSS, IVANNA 430 WEST 43RD STREET LORAIN, OH 44052			SCHOLARSHIP	1,500.
TOKAR, STEVEN 1832 NORTH NANTUCKET DRIVE LORAIN, OH 44053			SCHOLARSHIP	1,500.
VELEZ, AVIANNA MARIE 2906 SHERWOOD DRIVE LORAIN, OH 44053			SCHOLARSHIP	1,500.
RAMOS, JACOB 805 WEST 20TH STREET LORAIN, OH 44052			SCHOLARSHIP	1,500.
MORGAN, JIMMY 2584 EAST 40TH STREET LORAIN, OH 44055			SCHOLARSHIP	1,500.
<b>Total from continuation sheets</b>				1,500.



FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
VOIDED CHECK	2,000.	0.	2,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,000.	0.	2,000.	

FORM 990-PF	LEGAL FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	1,734.	1,734.	1,734.	0.
TO FM 990-PF, PG 1, LN 16A	1,734.	1,734.	1,734.	0.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	3,900.	3,900.	3,900.	0.
TO FORM 990-PF, PG 1, LN 16B	3,900.	3,900.	3,900.	0.

FORM 990-PF	TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX ON INVESTMENT INCOME	1,696.	1,696.	1,696.	0.
TO FORM 990-PF, PG 1, LN 18	1,696.	1,696.	1,696.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	200.	200.	0.	200.	
INSURANCE	852.	852.	0.	0.	
INVESTMENT/TRUSTEE FEES	9,775.	9,775.	0.	0.	
SECRETARIAL SERVICES	2,500.	2,500.	0.	0.	
MISCELLANEOUS	91.	91.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	13,418.	13,418.	0.	200.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
ABBVIE INC	4,444.	10,562.		
ABBOTT LABORATORIES	4,054.	7,666.		
ALTRIA GROUP INC.	22,203.	34,551.		
AMERICAN ELECTRIC POWER CO	8,230.	9,348.		
BRISTOL MYERS SQUIBB CO.	12,307.	37,205.		
CHEVRON CORP.	2,846.	12,491.		
COCA COLA COMPANY	3,025.	12,393.		
DUKE ENERGY CORP.	19,208.	25,258.		
E I DU PONT DE NEMOURS & COMPA	13,850.	16,243.		
EMERSON ELECTRIC COMPANY	4,118.	14,036.		
EXELON CORP.	10,063.	10,956.		
EXXON MOBILE CORP.	5,122.	30,360.		
FIRSTENERGY CORP	8,382.	6,596.		
GENERAL ELECTRIC CO.	17,078.	39,242.		
GENERAL MILLS	7,290.	7,487.		
HELMERICH & PAYNE	6,338.	8,408.		
HOME DEPOT INC.	11,921.	24,702.		
INTEL CORPORATION	17,645.	38,933.		
JOHNSON AND JOHNSON	17,563.	32,057.		
KRAFT FOODS GROUP INC	2,588.	3,558.		
LILLY ELI & CO	32,344.	20,400.		
MARATHON OIL CORPORATION	3,552.	7,060.		
MCDONALD'S CORPORATION	22,697.	29,109.		
MICRO-SOFT	8,542.	22,446.		
MONDELEZ INTERNATIONAL INC	4,952.	7,060.		
PEPSICO INC.	6,693.	12,441.		
PFIZER, INC.	9,926.	12,160.		
PROCTER & GAMBLE CO.	13,060.	32,564.		
SPECTRA ENERGY	15,621.	21,372.		
TARGET CORP.	3,087.	6,327.		

VERIZON COMMUNICATIONS	27,440.	40,541.
WAL MART STORES INC.	10,523.	15,738.
SUN LIFE FINANCIAL INC	25,147.	26,498.
ANCORA/THELEN SMALL-MID CAP I	11,290.	12,277.
TOTAL TO FORM 990-PF, PART II, LINE 10B	393,149.	648,045.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK STEP RATE DUE 4/25/23	COST	35,000.	31,935.
FEDERAL NAT'L MORTGAGE ASSN 1.3% DUE 7/30/18	COST	49,450.	48,824.
FEDERATED INDEX TR MID-CAP IND	COST	9,731.	12,358.
FEDERATED STRATEGIC VALUE DIV	COST	18,158.	22,554.
FIDELITY REAL ESTATE INCOME FU	COST	27,794.	29,499.
JENSEN PORTFOLIO INC.	COST	6,892.	9,138.
MFS INTERNATIONAL GROWTH FUND	COST	2,615.	3,252.
OPPENHEIMER DEVELOPING MARKETS	COST	2,830.	3,300.
T ROWE PRICE EQUITY INC FUND	COST	2,735.	3,247.
VANGUARD 500 INDEX FUND SIGNAL	COST	23,063.	30,026.
VANGUARD DEVELOPED MARKETS IND	COST	2,631.	3,262.
YACKTMAN FOCUSED FUND	COST	11,117.	14,268.
DODGE & COX INCOME FUND	COST	8,000.	8,288.
FEDERATED GNMA BOND FUND	COST	1,100.	1,081.
PIMCO COMMODITY REAL RETURN IN	COST	23,242.	16,294.
PIMCO REAL RETURN INSTL CLASS	COST	47,627.	43,921.
PIMCO SHORT-TERM INSTL CLASS	COST	25,640.	25,646.
TEMPLETON GLOBAL BOND FUND ADV	COST	84,193.	81,721.
VANGUARD GNMA FUND ADMIRAL SHS	COST	42,800.	41,007.
WEITZ SHORT-INTERMEDIATE INCOM	COST	52,303.	52,295.
TOTAL TO FORM 990-PF, PART II, LINE 13		476,921.	481,916.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT      8  
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KELLEY BOYER-SAGERT 1131 W. 5TH ST. LORAIN, OH 44052	TRUSTEE 0.00	0.	0.	0.
DAVID WIERSMA WICKENS, HERZER, PANZA, COOK & BATI 35765 CHESTER ROAD AVON, OH 44011	TRUSTEE 0.00	0.	0.	0.
RICHARD J. COLELLA 6055 PARK SQUARE DR OAK POINT PROFESSIONAL PARK LORAIN, OH 44053	TRUSTEE 0.00	0.	0.	0.
EDWARD BRANHAM 2372 GLENWOOD LANE AVON, OH 44011	TRUSTEE 0.00	0.	0.	0.
STEPHEN CHAVEZ 457 BROADWAY LORAIN, OH 44052	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Dates Open: 11/9/2004 to Present

Trust Year End: December

Date Printed: 10/27/2014

Admin Officer: Tom Eschke

Invest Officer:

Tax State:

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
MFS International Growth Fund Class I	55273E848	0 236000	05/08/2012	03/22/2013	318	0 00	6 76	-6 01	0 75
MFS International Growth Fund Class I	55273E848	0 233000	05/08/2012	03/22/2013	318	0 00	6 69	-5 93	0 76
MFS International Growth Fund Class I	55273E848	0 335000	05/08/2012	03/22/2013	318	0 00	9 60	-8 53	1 07
MFS International Growth Fund Class I	55273E848	0 375000	05/08/2012	03/22/2013	318	0 00	10 75	-9 55	1 20
Yacktman Focused Fund	561709445	28 261000	08/20/2012	03/28/2013	220	0 00	650 00	-575 96	74 04
Federal Home Loan Bank Step Rate Due 07/30/2019 Callable 10/30/2012	3133803B1	15,000 000000	07/16/2012	04/30/2013	288	0 00	15,000 00	-15,000 00	0 00
Federal Home Loan Bank Step Rate Due 07/30/2019 Callable 10/30/2012	3133803B1	20,000 000000	07/16/2012	04/30/2013	288	0 00	20,000 00	-20,000 00	0 00
Fannie Mae Step Rate Due 05/24/2017 Callable 05/24/2013	3136G0HC8	20,000 000000	05/31/2012	05/24/2013	358	0 00	20,000 00	-20,000 00	0 00
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	4 630000	09/07/2012	06/27/2013	293	0 00	51 44	-53 61	-2 17
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	3 854000	03/22/2013	06/27/2013	97	0 00	42 82	-44 09	-1 27
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	4 553000	09/07/2012	06/27/2013	293	0 00	50 58	-52 72	-2 14
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	3 789000	03/22/2013	06/27/2013	97	0 00	42 10	-43 35	-1 25
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	6 739000	09/07/2012	06/27/2013	293	0 00	74 87	-78 04	-3 17
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	5 648000	03/22/2013	06/27/2013	97	0 00	62 75	-64 61	-1 86
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	5 396000	09/07/2012	06/27/2013	293	0 00	59 95	-62 48	-2 53
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	1 031000	12/28/2012	06/27/2013	181	0 00	11 45	-11 85	-0 40
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	5 258000	03/22/2013	06/27/2013	97	0 00	58 42	-60 15	-1 73
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	7 390000	09/07/2012	06/27/2013	293	0 00	82 10	-85 58	-3 48
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	6 163000	03/22/2013	06/27/2013	97	0 00	68 47	-70 51	-2 04
Royce Pennsylvania Mutual Fund Instl Class	78081A303	7 919000	12/28/2012	09/26/2013	272	0 00	112 93	-89 40	23 53
PIMCO Short-Term Instl Class	693390601	40 568000	07/15/2013	12/17/2013	155	0 00	400 00	-398 38	1 62
PIMCO Commodity Real Return Instl	722005667	3 620000	09/26/2013	12/20/2013	85	0 00	20 20	-20 78	-0 58
PIMCO Commodity Real Return Instl	722005667	29 515000	06/27/2013	12/20/2013	176	0 00	164 69	-164 40	0 29
PIMCO Commodity Real Return Instl	722005667	10 317000	03/22/2013	12/20/2013	273	0 00	57 57	-67 99	-10 42
PIMCO Commodity Real Return Instl	722005667	3 556000	09/26/2013	12/20/2013	85	0 00	19 84	-20 41	-0 57
PIMCO Commodity Real Return Instl	722005667	29 013000	06/27/2013	12/20/2013	176	0 00	161 89	-161 60	0 29
PIMCO Commodity Real Return Instl	722005667	10 143000	03/22/2013	12/20/2013	273	0 00	56 60	-66 84	-10 24
PIMCO Commodity Real Return Instl	722005667	5 268000	09/26/2013	12/20/2013	85	0 00	29 40	-30 24	-0 84
PIMCO Commodity Real Return Instl	722005667	43 241000	06/27/2013	12/20/2013	176	0 00	241 29	-240 85	0 44
PIMCO Commodity Real Return Instl	722005667	15 090000	03/22/2013	12/20/2013	273	0 00	84 20	-99 44	-15 24

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
PIMCO Commodity Real Return Instl	722005667	5 782000	09/26/2013	12/20/2013	85	0 00	32 26	-33 19	-0 93
PIMCO Commodity Real Return Instl	722005667	47 655000	08/27/2013	12/20/2013	176	0 00	265 91	-265 44	0 47
PIMCO Commodity Real Return Instl	722005667	16.492000	03/22/2013	12/20/2013	273	0.00	92 03	-108 68	-16 65
Ancora/Thelen Small-Mid Cap I	03332V765	14 906000	10/01/2013	12/27/2013	87	0 00	196 76	-180 81	15 95
Ancora/Thelen Small-Mid Cap I	03332V765	14 667000	10/01/2013	12/27/2013	87	0.00	193 60	-177.91	15 69
Ancora/Thelen Small-Mid Cap I	03332V765	21 727000	10/01/2013	12/27/2013	87	0 00	286 79	-263 55	23 24
Ancora/Thelen Small-Mid Cap I	03332V765	10 089000	10/01/2013	12/27/2013	87	0 00	133 17	-122 38	10 79
Ancora/Thelen Small-Mid Cap I	03332V765	23 833000	10/01/2013	12/27/2013	87	0 00	314 60	-289 09	25 51
<b>Short-Term Total</b>						<b>0 00</b>	<b>59,152 48</b>	<b>-59,034.35</b>	<b>118.13</b>

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Federated Index Tr Mid-Cap Index	31420E205	6.509000	01/24/2011	03/22/2013	788	0 00	165 39	-142 94	22.45
Federated Strategic Value Dividend Fund Instl	314172560	3 885000	09/29/2011	03/22/2013	540	0 00	20 86	-17.84	3 22
Jensen Portfolio Inc	476313101	1.852000	01/24/2011	03/22/2013	788	0 00	60 34	-51 37	8 97
Royce Pennsylvania Mutual Fund Instl Class	78081A303	4 902000	01/24/2011	03/22/2013	788	0.00	61 91	-57 41	4 50
Vanguard 500 Index Fund Signal Shs	922908496	1 172000	01/24/2011	03/22/2013	788	0 00	138 87	-115 20	23 67
Yacktman Focused Fund	561709445	0 068000	03/21/2012	03/22/2013	366	0 00	1 55	-1 35	0 20
Yacktman Focused Fund	561709445	3.548000	01/24/2011	03/22/2013	788	0.00	81 01	-64.75	16 26
Federated Index Tr Mid-Cap Index	31420E205	6.410000	01/24/2011	03/22/2013	788	0 00	162 89	-140.76	22.13
Federated Strategic Value Dividend Fund Instl	314172560	3.857000	09/29/2011	03/22/2013	540	0 00	20 71	-17.51	3 20
Jensen Portfolio Inc	476313101	1.824000	01/24/2011	03/22/2013	788	0.00	59 44	-50 60	8 84
Royce Pennsylvania Mutual Fund Instl Class	78081A303	4.833000	01/24/2011	03/22/2013	788	0 00	61 04	-56 60	4 44
Vanguard 500 Index Fund Signal Shs	922908496	1 155000	01/24/2011	03/22/2013	788	0 00	136 87	-113 53	23 34
Yacktman Focused Fund	561709445	0 070000	03/21/2012	03/22/2013	366	0 00	1 60	-1 40	0 20
Yacktman Focused Fund	561709445	3.493000	01/24/2011	03/22/2013	788	0 00	79 74	-63 75	15 99
Federated Index Tr Mid-Cap Index	31420E205	9.451000	01/24/2011	03/22/2013	788	0 00	240 16	-207.54	32 62
Federated Strategic Value Dividend Fund Instl	314172560	5.415000	09/29/2011	03/22/2013	540	0 00	29 08	-24 58	4 50
Jensen Portfolio Inc	476313101	2 682000	01/24/2011	03/22/2013	788	0 00	87 38	-74 40	12 98
Royce Pennsylvania Mutual Fund Instl Class	78081A303	7 085000	01/24/2011	03/22/2013	788	0 00	89 48	-82 97	6 51
Vanguard 500 Index Fund Signal Shs	922908496	1 696000	01/24/2011	03/22/2013	788	0 00	200 90	-166 70	34 20
Yacktman Focused Fund	561709445	0.093000	03/21/2012	03/22/2013	366	0 00	2 12	-1 86	0 26
Yacktman Focused Fund	561709445	5 147000	01/24/2011	03/22/2013	788	0 00	117 50	-93 93	23 57
Federated Index Tr Mid-Cap Index	31420E205	6.799000	01/24/2011	03/22/2013	788	0.00	172 77	-149.31	23 46
Federated Strategic Value Dividend Fund Instl	314172560	15 467000	09/29/2011	03/22/2013	540	0 00	83 06	-70 22	12.84
Jensen Portfolio Inc	476313101	1 891000	01/24/2011	03/22/2013	788	0 00	61 61	-52 46	9 15
Royce Pennsylvania Mutual Fund Instl Class	78081A303	9 916000	01/24/2011	03/22/2013	788	0 00	125 24	-116 13	9 11

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard 500 Index Fund Signal Shs	922908496	1 444000	01/24/2011	03/22/2013	788	0 00	171 11	-141 93	29 18
Yacktman Focused Fund	561709445	0 631000	03/21/2012	03/22/2013	366	0 00	14 40	-12 57	1 83
Yacktman Focused Fund	561709445	4 672000	01/24/2011	03/22/2013	788	0 00	106 66	-85 26	21 40
Federated Index Tr Mid-Cap Index	31420E205	10 390000	01/24/2011	03/22/2013	788	0 00	264 02	-228 16	35 86
Federated Strategic Value Dividend Fund Instl	314172560	6 156000	09/29/2011	03/22/2013	540	0 00	33 06	-27 95	5 11
Jensen Portfolio Inc	476313101	2.955000	01/24/2011	03/22/2013	788	0 00	96 26	-81 97	14 29
Royce Pennsylvania Mutual Fund Instl Class	78081A303	7 818000	03/08/2010	03/22/2013	1,110	0 00	98 74	-78 08	20 66
Vanguard 500 Index Fund Signal Shs	922908496	1 869000	01/24/2011	03/22/2013	788	0 00	221.47	-183 70	37 77
Yacktman Focused Fund	561709445	1 152000	03/21/2012	03/22/2013	366	0 00	26 30	-22 94	3 36
Yacktman Focused Fund	561709445	4 619000	01/24/2011	03/22/2013	788	0.00	105.45	-84 30	21 15
Home Depot Inc	437076102	100 000000	07/01/2003	03/28/2013	3,558	0.00	6,972 89	-3,309 34	3,663 55
Johnson And Johnson	478160104	100 000000	03/28/1996	03/28/2013	6,209	0.00	8,135.82	-2,330 63	5,805 19
Coca Cola Company	191216100	100 000000	07/23/1992	03/28/2013	7,553	0 00	4,045 90	-1,008 25	3,037 65
Exxon Mobil Corp	30231G102	200 000000	09/01/1992	03/28/2013	7,513	0.00	18,139 61	-3,240 69	14,898 92
Wal Mart Stores Inc	931142103	100 000000	10/02/2001	03/28/2013	4,195	0 00	7,484 84	-5,068 00	2,416 84
Marathon Petroleum Corp	58585A102	100 000000	01/05/2009	06/25/2013	1,632	0 00	7,207 97	-2,308 25	4,899 72
Federated Strategic Value Dividend Fund Instl	314172560	29 141000	09/29/2011	06/27/2013	637	0 00	159 11	-132 30	26 81
Jensen Portfolio Inc	476313101	2 645000	01/24/2011	06/27/2013	885	0.00	89 33	-73 37	15.96
Royce Pennsylvania Mutual Fund Instl Class	78081A303	4 193000	01/24/2011	06/27/2013	885	0 00	53.97	-49 11	4 86
Vanguard 500 Index Fund Signal Shs	922908496	1 683000	01/24/2011	06/27/2013	885	0 00	206 73	-165 42	41 31
Yacktman Focused Fund	561709445	5 493000	01/24/2011	06/27/2013	885	0 00	131.89	-100 25	31 64
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	2 144000	12/16/2011	06/27/2013	559	0 00	23 82	-24 94	-1 12
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	6 398000	03/21/2012	06/27/2013	463	0 00	71 08	-74 34	-3 26
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	73 221000	05/29/2007	06/27/2013	2,221	0 00	813 48	-790 79	22 69
Weitz Short-Intermediate Income Fund	94904P302	0 775000	03/21/2012	06/27/2013	463	0.00	9 66	-9 71	-0.05
Federated Strategic Value Dividend Fund Instl	314172560	28 771000	09/29/2011	06/27/2013	637	0.00	157 09	-130 62	26 47
Jensen Portfolio Inc	476313101	2 610000	01/24/2011	06/27/2013	885	0.00	88 14	-72 40	15 74
Royce Pennsylvania Mutual Fund Instl Class	78081A303	4 146000	01/24/2011	06/27/2013	885	0 00	53 36	-48 55	4 81
Vanguard 500 Index Fund Signal Shs	922908496	1 661000	01/24/2011	06/27/2013	885	0 00	203 96	-163 26	40 70
Yacktman Focused Fund	561709445	5 415000	01/24/2011	06/27/2013	885	0 00	130 01	-98 82	31 19
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	2 112000	12/16/2011	06/27/2013	559	0 00	23 46	-24 56	-1 10
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	6.303000	03/21/2012	06/27/2013	463	0 00	70 03	-73 24	-3 21
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	72 045000	05/29/2007	06/27/2013	2,221	0 00	800 42	-778 08	22 34

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Weltz Short-Intermediate Income Fund	94904P302	0.795000	03/21/2012	06/27/2013	463	0.00	9.91	-9.96	-0.05
Federated Strategic Value Dividend Fund Instl	314172560	41.734000	09/29/2011	06/27/2013	637	0.00	227.87	-189.47	38.40
Jensen Portfolio Inc	476313101	3.807000	01/24/2011	06/27/2013	885	0.00	128.55	-105.61	22.94
Royce Pennsylvania Mutual Fund Instl Class	78081A303	5.941000	01/24/2011	06/27/2013	885	0.00	76.46	-69.58	6.88
Vanguard 500 Index Fund Signal Shs	922908496	2.420000	01/24/2011	06/27/2013	885	0.00	297.17	-237.86	59.31
Yacktman Focused Fund	561709445	7.918000	01/24/2011	06/27/2013	885	0.00	190.11	-144.50	45.61
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	3.119000	12/16/2011	06/27/2013	559	0.00	34.65	-36.28	-1.63
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	9.302000	03/21/2012	06/27/2013	463	0.00	103.35	-108.09	-4.74
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	106.659000	05/29/2007	06/27/2013	2,221	0.00	1,184.98	-1,151.91	33.07
Weltz Short-Intermediate Income Fund	94904P302	0.878000	03/21/2012	06/27/2013	463	0.00	10.94	-11.00	-0.06
Federated Strategic Value Dividend Fund Instl	314172560	38.346000	09/29/2011	06/27/2013	637	0.00	209.37	-174.09	35.28
Jensen Portfolio Inc	476313101	3.382000	01/24/2011	06/27/2013	885	0.00	114.22	-93.82	20.40
Royce Pennsylvania Mutual Fund Instl Class	78081A303	5.824000	01/24/2011	06/27/2013	885	0.00	74.96	-68.21	6.75
Vanguard 500 Index Fund Signal Shs	922908496	2.164000	01/24/2011	06/27/2013	885	0.00	265.77	-212.70	53.07
Vanguard Developed Markets Index Fund Admiral Shs	921937678	0.201000	01/24/2011	06/27/2013	885	0.00	5.85	-5.98	-0.13
Yacktman Focused Fund	561709445	6.955000	01/24/2011	06/27/2013	885	0.00	167.00	-126.93	40.07
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	72.428000	01/24/2011	06/27/2013	885	0.00	804.68	-848.86	-44.18
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	4.415000	12/16/2011	06/27/2013	559	0.00	49.05	-51.35	-2.30
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	8.296000	03/21/2012	06/27/2013	463	0.00	92.17	-96.40	-4.23
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	10.811000	01/18/2006	06/27/2013	2,717	0.00	120.11	-118.92	1.19
Weltz Short-Intermediate Income Fund	94904P302	2.140000	03/21/2012	06/27/2013	463	0.00	26.67	-26.81	-0.14
Federated Strategic Value Dividend Fund Instl	314172560	45.006000	09/29/2011	06/27/2013	637	0.00	245.73	-204.33	41.40
Jensen Portfolio Inc	476313101	4.125000	01/24/2011	06/27/2013	885	0.00	139.29	-114.43	24.86
Royce Pennsylvania Mutual Fund Instl Class	78081A303	6.338000	03/08/2010	06/27/2013	1,207	0.00	81.57	-63.30	18.27
Vanguard 500 Index Fund Signal Shs	922908496	2.620000	01/24/2011	06/27/2013	885	0.00	321.79	-257.52	64.27
Yacktman Focused Fund	561709445	8.596000	01/24/2011	06/27/2013	885	0.00	206.40	-156.88	49.52
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	28.127000	03/08/2010	06/27/2013	1,207	0.00	312.49	-333.31	-20.82
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	0.718000	06/16/2011	06/27/2013	742	0.00	7.98	-8.49	-0.51
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	3.567000	12/16/2011	06/27/2013	559	0.00	39.63	-41.48	-1.85
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	11.784000	03/21/2012	06/27/2013	463	0.00	130.92	-136.93	-6.01

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	86 392000	01/18/2006	06/27/2013	2,717	0 00	959 82	-950 32	9 50
Weitz Short-Intermediate Income Fund	94904P302	0 701000	03/21/2012	06/27/2013	463	0 00	8 73	-8 78	-0 05
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	252.452000	01/13/2012	07/15/2013	549	0 00	2,804 74	-2,938 54	-133 80
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	157.235000	09/08/2003	07/15/2013	3,598	0 00	1,746 88	-1,809 78	-62 90
Federated U S Government Securities 2 To 5 Yr Instruments	31428P103	124 630000	01/13/2012	07/15/2013	549	0 00	1,384 64	-1,450 69	-66 05
General Electric Company	369604103	300.000000	04/01/1992	08/20/2013	7,811	0 00	7,128 86	-1,889 50	5,239 36
Procter & Gamble Co	742718109	100.000000	10/13/2000	08/20/2013	4,694	0 00	7,971 87	-3,608 22	4,363 65
Federated Index Tr Mid-Cap Index	31420E205	2 504000	01/24/2011	09/26/2013	976	0 00	66 28	-54 99	11 29
Jensen Portfolio Inc	476313101	0.210000	09/07/2012	09/26/2013	384	0 00	7 47	-6 17	1 30
MFS International Growth Fund Class I	55273E848	1 297000	05/08/2012	09/26/2013	506	0 00	39 64	-33 02	6 62
Oppenheimer Developing Markets Class Y	683974505	2 414000	01/24/2011	09/26/2013	976	0 00	89 24	-84 59	4 65
Royce Pennsylvania Mutual Fund Instl Class	78081A303	79 690000	01/24/2011	09/26/2013	976	0 00	1,136 38	-933 27	203 11
Royce Pennsylvania Mutual Fund Instl Class	78081A303	60 494000	01/18/2006	09/26/2013	2,808	0 00	862 65	-675 10	187 55
Royce Pennsylvania Mutual Fund Instl Class	78081A303	8 587000	06/27/2012	09/26/2013	456	0 00	122 45	-93 25	29 20
Vanguard 500 Index Fund Signal Shs	922908496	0 183000	09/07/2012	09/26/2013	384	0 00	23 63	-20 12	3 51
Vanguard Developed Markets Index Fund Admiral Shs	921937678	2 143000	01/24/2011	09/26/2013	976	0 00	70 04	-63 73	6 31
Federated Index Tr Mid-Cap Index	31420E205	2.464000	01/24/2011	09/26/2013	976	0 00	65 21	-54 11	11 10
Jensen Portfolio Inc	476313101	0 206000	09/07/2012	09/26/2013	384	0 00	7 33	-6 05	1.28
MFS International Growth Fund Class I	55273E848	1 277000	05/08/2012	09/26/2013	506	0 00	39 01	-32 51	6 50
Oppenheimer Developing Markets Class Y	683974505	2 374000	01/24/2011	09/26/2013	976	0 00	87 76	-83 19	4 57
Royce Pennsylvania Mutual Fund Instl Class	78081A303	75 575000	01/24/2011	09/26/2013	976	0 00	1,077 70	-885 07	192 63
Royce Pennsylvania Mutual Fund Instl Class	78081A303	62 375000	01/18/2006	09/26/2013	2,808	0 00	889 47	-696.09	193 38
Royce Pennsylvania Mutual Fund Instl Class	78081A303	8 418000	06/27/2012	09/26/2013	456	0 00	120 04	-91 42	28 62
Vanguard 500 Index Fund Signal Shs	922908496	0 179000	09/07/2012	09/26/2013	384	0 00	23 16	-19 68	3 48
Vanguard Developed Markets Index Fund Admiral Shs	921937678	2 113000	01/24/2011	09/26/2013	976	0 00	69 06	-62.84	6 22
Federated Index Tr Mid-Cap Index	31420E205	3 649000	01/24/2011	09/26/2013	976	0 00	96 60	-80 13	16 47
Jensen Portfolio Inc	476313101	0 305000	09/07/2012	09/26/2013	384	0 00	10 87	-8 95	1 92
MFS International Growth Fund Class I	55273E848	1 892000	05/08/2012	09/26/2013	506	0 00	57 79	-48 17	9 62
Oppenheimer Developing Markets Class Y	683974505	3 520000	01/24/2011	09/26/2013	976	0 00	130 12	-123 34	6 78
Royce Pennsylvania Mutual Fund Instl Class	78081A303	152 864000	01/24/2011	09/26/2013	976	0 00	2,179.84	-1,790 23	389 61
Royce Pennsylvania Mutual Fund Instl Class	78081A303	51.284000	01/18/2006	09/26/2013	2,808	0 00	731 31	-572 32	158 99
Royce Pennsylvania Mutual Fund Instl Class	78081A303	12.738000	06/27/2012	09/26/2013	456	0 00	181 64	-138 32	43 32
Vanguard 500 Index Fund Signal Shs	922908496	0 266000	09/07/2012	09/26/2013	384	0 00	34 39	-29 25	5 14
Vanguard Developed Markets Index Fund Admiral Shs	921937678	3 091000	01/24/2011	09/26/2013	976	0 00	101 05	-91.93	9 12
Federated Index Tr Mid-Cap Index	31420E205	3 393000	01/24/2011	09/26/2013	976	0 00	89 80	-74 51	15 29

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Jensen Portfolio Inc	476313101	0.477000	09/07/2012	09/26/2013	384	0.00	16.98	-14.00	2.98
MFS International Growth Fund Class I	55273E848	1.667000	05/08/2012	09/26/2013	506	0.00	50.92	-42.44	8.48
Oppenheimer Developing Markets Class Y	683974505	3.048000	01/24/2011	09/26/2013	976	0.00	112.70	-106.80	5.90
Royce Pennsylvania Mutual Fund Instl Class	78081A303	25.965000	01/24/2011	09/26/2013	976	0.00	370.26	-304.08	66.18
Royce Pennsylvania Mutual Fund Instl Class	78081A303	132.407000	01/18/2006	09/26/2013	2,808	0.00	1,888.12	-1,477.64	410.48
Royce Pennsylvania Mutual Fund Instl Class	78081A303	10.331000	06/27/2012	09/26/2013	456	0.00	147.32	-112.19	35.13
Vanguard 500 Index Fund Signal Shs	922908496	0.372000	09/07/2012	09/26/2013	384	0.00	48.15	-40.90	7.25
Vanguard Developed Markets Index Fund Admiral Shs	921937678	2.648000	01/24/2011	09/26/2013	976	0.00	86.57	-78.75	7.82
Federated Index Tr Mid-Cap Index	31420E205	4.004000	01/24/2011	09/26/2013	976	0.00	105.99	-87.93	18.06
Jensen Portfolio Inc	476313101	0.335000	09/07/2012	09/26/2013	384	0.00	11.94	-9.84	2.10
MFS International Growth Fund Class I	55273E848	2.076000	05/08/2012	09/26/2013	506	0.00	63.42	-52.85	10.57
Oppenheimer Developing Markets Class Y	683974505	3.860000	01/24/2011	09/26/2013	976	0.00	142.70	-135.26	7.44
Royce Pennsylvania Mutual Fund Instl Class	78081A303	13.907000	06/27/2012	09/26/2013	456	0.00	198.31	-151.01	47.30
Royce Pennsylvania Mutual Fund Instl Class	78081A303	224.065000	03/08/2010	09/26/2013	1,298	0.00	3,195.17	-2,237.65	957.52
Vanguard 500 Index Fund Signal Shs	922908496	0.292000	09/07/2012	09/26/2013	384	0.00	37.83	-32.10	5.73
Vanguard Developed Markets Index Fund Admiral Shs	921937678	3.358000	01/24/2011	09/26/2013	976	0.00	109.78	-99.87	9.91
PIMCO Commodity Real Return Instl	722005667	1,064.963000	02/18/2011	12/17/2013	1,033	0.00	5,910.54	-10,000.00	-4,089.46
PIMCO Real Return Instl Class	693391104	225.225000	01/13/2012	12/17/2013	704	0.00	2,500.00	-2,680.18	-180.18
PIMCO Commodity Real Return Instl	722005667	1,064.963000	02/18/2011	12/17/2013	1,033	0.00	5,910.54	-10,000.00	-4,089.46
PIMCO Commodity Real Return Instl	722005667	5.483000	12/14/2012	12/20/2013	371	0.00	30.60	-37.01	-6.41
PIMCO Commodity Real Return Instl	722005667	4.746000	06/27/2012	12/20/2013	541	0.00	26.48	-29.66	-3.18
PIMCO Commodity Real Return Instl	722005667	19.287000	03/21/2012	12/20/2013	639	0.00	107.62	-131.92	-24.30
PIMCO Commodity Real Return Instl	722005667	7.298000	12/16/2011	12/20/2013	735	0.00	40.72	-52.47	-11.75
PIMCO Commodity Real Return Instl	722005667	16.167000	09/29/2011	12/20/2013	813	0.00	90.21	-122.71	-32.50
PIMCO Commodity Real Return Instl	722005667	118.603000	01/24/2011	12/20/2013	1,061	0.00	661.81	-1,097.08	-435.27
PIMCO Commodity Real Return Instl	722005667	5.397000	12/14/2012	12/20/2013	371	0.00	30.12	-36.43	-6.31
PIMCO Commodity Real Return Instl	722005667	4.637000	06/27/2012	12/20/2013	541	0.00	25.87	-28.98	-3.11
PIMCO Commodity Real Return Instl	722005667	18.994000	03/21/2012	12/20/2013	639	0.00	105.99	-129.92	-23.93
PIMCO Commodity Real Return Instl	722005667	7.181000	12/16/2011	12/20/2013	735	0.00	40.07	-51.63	-11.56
PIMCO Commodity Real Return Instl	722005667	15.912000	09/29/2011	12/20/2013	813	0.00	88.79	-120.77	-31.98
PIMCO Commodity Real Return Instl	722005667	116.727000	01/24/2011	12/20/2013	1,061	0.00	651.34	-1,079.73	-428.39
PIMCO Commodity Real Return Instl	722005667	7.990000	12/14/2012	12/20/2013	371	0.00	44.58	-53.93	-9.35
PIMCO Commodity Real Return Instl	722005667	7.163000	06/27/2012	12/20/2013	541	0.00	39.97	-44.77	-4.80
PIMCO Commodity Real Return Instl	722005667	28.051000	03/21/2012	12/20/2013	639	0.00	158.52	-191.87	-35.35
PIMCO Commodity Real Return Instl	722005667	10.615000	12/16/2011	12/20/2013	735	0.00	59.23	-76.32	-17.09
PIMCO Commodity Real Return Instl	722005667	23.522000	09/29/2011	12/20/2013	813	0.00	131.25	-178.53	-47.28
PIMCO Commodity Real Return Instl	722005667	172.551000	01/24/2011	12/20/2013	1,061	0.00	962.84	-1,596.10	-633.26
PIMCO Commodity Real Return Instl	722005667	8.761000	12/14/2012	12/20/2013	371	0.00	48.89	-59.14	-10.25

# Lorain Foundation Master Account

Account #: 441220000

Tax Worksheet From 1/1/2013 to 12/31/2013

Trust Category:

Admin Officer: Tom Eschke

Dates Open: 11/9/2004 to Present

Invest Officer:

Trust Year End: December

Tax State:

Date Printed: 10/27/2014

Tax ID:

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cuslp	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
PIMCO Commodity Real Return Instl	722005667	7 795000	06/27/2012	12/20/2013	541	0.00	43 50	-48 72	-5 22
PIMCO Commodity Real Return Instl	722005667	33 757000	03/21/2012	12/20/2013	639	0.00	188 36	-230 90	-42 54
PIMCO Commodity Real Return Instl	722005667	11.841000	12/16/2011	12/20/2013	735	0.00	66 07	-85 14	-19 07
PIMCO Commodity Real Return Instl	722005667	25 443000	09/29/2011	12/20/2013	813	0.00	141 97	-193 11	-51 14
PIMCO Commodity Real Return Instl	722005667	186.442000	01/24/2011	12/20/2013	1,061	0 00	1,040 35	-1,724 59	-684 24
Freddie Mac 1 000% Due 12/24/2015 Callable 12/24/2013	3134G3JK7	50,000 000000	01/04/2012	12/24/2013	720	0 00	50,000 00	-50,000 00	0 00
Federated Index Tr Mid-Cap Index	31420E205	0 713000	12/14/2012	12/27/2013	378	0 00	19 64	-15 95	3 69
Federated Index Tr Mid-Cap Index	31420E205	3 324000	01/24/2011	12/27/2013	1,068	0 00	91 54	-72 99	18 55
Federated Strategic Value Dividend Fund Instl	314172560	30 118000	09/07/2012	12/27/2013	476	0.00	175 59	-154 81	20 78
Jensen Portfolio Inc	476313101	2 751000	09/07/2012	12/27/2013	476	0 00	103 48	-80 77	22 71
MFS International Growth Fund Class I	55273E848	5 834000	05/08/2012	12/27/2013	598	0.00	180 22	-148 53	31 69
Oppenheimer Developing Markets Class Y	683974505	14 177000	01/24/2011	12/27/2013	1,068	0 00	528 66	-496 76	31 90
Oppenheimer Developing Markets Class Y	683974505	4 452000	03/18/2011	12/27/2013	1,015	0 00	166 01	-150 70	15 31
Vanguard Developed Markets Index Fund Admiral Shs	921937678	10 826000	01/24/2011	12/27/2013	1,068	0 00	358 11	-321 96	36 15
Yacktman Focused Fund	561709445	2 330000	09/07/2012	12/27/2013	476	0.00	58.44	-48 09	10.35
PIMCO Real Return Instl Class	693391104	4.877000	09/07/2012	12/27/2013	476	0.00	53.50	-60 82	-7 32
PIMCO Real Return Instl Class	693391104	7 402000	03/21/2012	12/27/2013	646	0.00	81 20	-88 38	-7 18
PIMCO Real Return Instl Class	693391104	0 535000	12/16/2011	12/27/2013	742	0.00	5 87	-6 35	-0 48
PIMCO Real Return Instl Class	693391104	13 719000	01/24/2011	12/27/2013	1,068	0.00	150 50	-155 16	-4 66
Templeton Global Bond Fund Advisor Class	880208400	85 389000	01/24/2011	12/27/2013	1,068	0.00	1,116 03	-1,146 77	-30 74
Weitz Short-Intermediate Income Fund	94904P302	1 652000	09/07/2012	12/27/2013	476	0 00	20 64	-20 88	-0 24
Federated Index Tr Mid-Cap Index	31420E205	0 703000	12/14/2012	12/27/2013	378	0 00	19 36	-15 71	3 65
Federated Index Tr Mid-Cap Index	31420E205	3 269000	01/24/2011	12/27/2013	1,068	0 00	90 03	-71 79	18 24
Federated Strategic Value Dividend Fund Instl	314172560	29 643000	09/07/2012	12/27/2013	476	0.00	172 82	-152 37	20 45
Jensen Portfolio Inc	476313101	2 708000	09/07/2012	12/27/2013	476	0 00	101 84	-79 51	22 33
MFS International Growth Fund Class I	55273E848	5 740000	05/08/2012	12/27/2013	598	0 00	177 30	-146 14	31 16
Oppenheimer Developing Markets Class Y	683974505	13 965000	01/24/2011	12/27/2013	1,068	0 00	520 75	-489 33	31.42
Oppenheimer Developing Markets Class Y	683974505	4.363000	03/18/2011	12/27/2013	1,015	0.00	162 70	-147 69	15 01
Vanguard Developed Markets Index Fund Admiral Shs	921937678	10 651000	01/24/2011	12/27/2013	1,068	0 00	352 33	-316 76	35 57
Yacktman Focused Fund	561709445	2 294000	09/07/2012	12/27/2013	476	0 00	57 52	-47 35	10 17
PIMCO Real Return Instl Class	693391104	4 800000	09/07/2012	12/27/2013	476	0.00	52 66	-59 86	-7.20
PIMCO Real Return Instl Class	693391104	7 292000	03/21/2012	12/27/2013	646	0.00	79 99	-87 07	-7.08
PIMCO Real Return Instl Class	693391104	0 527000	12/16/2011	12/27/2013	742	0 00	5 78	-6 25	-0 47
PIMCO Real Return Instl Class	693391104	13 487000	01/24/2011	12/27/2013	1,068	0 00	147 95	-152 54	-4 59
Templeton Global Bond Fund Advisor Class	880208400	84 014000	01/24/2011	12/27/2013	1,068	0 00	1,098 06	-1,128 30	-30 24
Weitz Short-Intermediate Income Fund	94904P302	1 628000	09/07/2012	12/27/2013	476	0 00	20 33	-20 58	-0 25

# Lorain Foundation Master Account

<b>Account #:</b> 441220000	<b>Tax Worksheet:</b> From 1/1/2013 to 12/31/2013
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**Trust Category:**  
**Dates Open:** 11/9/2004 to Present  
**Trust Year End:** December  
**Date Printed:** 10/27/2014

**Admin Officer:** Tom Eschke  
**Invest Officer:**  
**Tax State:**  
**Tax ID:**

## Capital Gains and Losses

### Individual Transactions

#### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Federated Index Tr Mid-Cap Index	31420E205	1 039000	12/14/2012	12/27/2013	378	0 00	28 61	-23.24	5 37
Federated Index Tr Mid-Cap Index	31420E205	4.845000	01/24/2011	12/27/2013	1,068	0 00	133 43	-106 40	27 03
Federated Strategic Value Dividend Fund Instl	314172560	43 894000	09/07/2012	12/27/2013	476	0 00	255 90	-225 62	30 28
Jensen Portfolio Inc	476313101	4 011000	09/07/2012	12/27/2013	476	0 00	150 84	-117.76	33 08
MFS International Growth Fund Class I	55273E848	8 504000	05/08/2012	12/27/2013	598	0 00	262 69	-216 51	46 18
Oppenheimer Developing Markets Class Y	683974505	20 565000	01/24/2011	12/27/2013	1,068	0 00	766 88	-720.60	46 28
Oppenheimer Developing Markets Class Y	683974505	6 592000	03/18/2011	12/27/2013	1,015	0 00	245 82	-223 14	22 68
Vanguard Developed Markets Index Fund Admiral Shs	921937678	15 783000	01/24/2011	12/27/2013	1,068	0 00	522 09	-469 39	52 70
Yacktman Focused Fund	561709445	3.394000	09/07/2012	12/27/2013	476	0 00	85 13	-70.05	15 08
PIMCO Real Return Instl Class	693391104	7 103000	09/07/2012	12/27/2013	476	0 00	77 92	-88 57	-10 65
PIMCO Real Return Instl Class	693391104	10 760000	03/21/2012	12/27/2013	646	0 00	118 04	-128 47	-10 43
PIMCO Real Return Instl Class	693391104	0 778000	12/16/2011	12/27/2013	742	0 00	8 53	-9 23	-0.70
PIMCO Real Return Instl Class	693391104	20 039000	01/24/2011	12/27/2013	1,068	0 00	219 83	-226 64	-6 81
Templeton Global Bond Fund Advisor Class	880208400	124 475000	01/24/2011	12/27/2013	1,068	0 00	1,626 89	-1,671.70	-44 81
Weitz Short-Intermediate Income Fund	94904P302	2 400000	09/07/2012	12/27/2013	476	0 00	29 98	-30 34	-0 36
Federated Index Tr Mid-Cap Index	31420E205	1 166000	01/24/2011	12/27/2013	1,068	0 00	32 11	-25 61	6.50
Federated Strategic Value Dividend Fund Instl	314172560	4 494000	09/07/2012	12/27/2013	476	0 00	26 20	-23 10	3 10
Jensen Portfolio Inc	476313101	1.301000	09/07/2012	12/27/2013	476	0 00	48 94	-38 20	10 74
MFS International Growth Fund Class I	55273E848	6 055000	05/08/2012	12/27/2013	598	0 00	187 03	-154.16	32 87
Oppenheimer Developing Markets Class Y	683974505	14.789000	01/24/2011	12/27/2013	1,068	0 00	551 48	-518 21	33 27
Oppenheimer Developing Markets Class Y	683974505	6 529000	03/18/2011	12/27/2013	1,015	0 00	243 46	-221 01	22.45
Vanguard Developed Markets Index Fund Admiral Shs	921937678	12 009000	01/24/2011	12/27/2013	1,068	0 00	397 26	-357 15	40 11
PIMCO Real Return Instl Class	693391104	5 685000	09/07/2012	12/27/2013	476	0 00	62 36	-70 89	-8 53
PIMCO Real Return Instl Class	693391104	9.701000	03/21/2012	12/27/2013	646	0 00	106 42	-115 83	-9.41
PIMCO Real Return Instl Class	693391104	3.139000	12/16/2011	12/27/2013	742	0 00	34 44	-37 23	-2 79
PIMCO Real Return Instl Class	693391104	7.978000	01/24/2011	12/27/2013	1,068	0 00	87 52	-90.23	-2 71
Templeton Global Bond Fund Advisor Class	880208400	88 679000	01/24/2011	12/27/2013	1,068	0 00	1,159 04	-1,190 96	-31 92
Federated Index Tr Mid-Cap Index	31420E205	1.140000	12/14/2012	12/27/2013	378	0 00	31 40	-25 49	5.91
Federated Index Tr Mid-Cap Index	31420E205	5 313000	01/24/2011	12/27/2013	1,068	0 00	146 32	-116 67	29.65
Federated Strategic Value Dividend Fund Instl	314172560	48 142000	09/07/2012	12/27/2013	476	0 00	280 67	-247 45	33 22
Jensen Portfolio Inc	476313101	4 400000	09/07/2012	12/27/2013	476	0 00	165 47	-129 18	36 29
MFS International Growth Fund Class I	55273E848	9 331000	05/08/2012	12/27/2013	598	0 00	288 23	-237 57	50 66
Oppenheimer Developing Markets Class Y	683974505	22 643000	01/24/2011	12/27/2013	1,068	0 00	844 34	-793 41	50 93
Oppenheimer Developing Markets Class Y	683974505	7 155000	03/18/2011	12/27/2013	1,015	0 00	266 81	-242 19	24 62
Vanguard Developed Markets Index Fund Admiral Shs	921937678	17 316000	01/24/2011	12/27/2013	1,068	0 00	572 83	-514 98	57 85

## Lorain Foundation Master Account

Account #: 441220000	Tax Worksheet From 1/1/2013 to 12/31/2013
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Trust Category:  
 Dates Open: 11/9/2004 to Present  
 Trust Year End: December  
 Date Printed: 10/27/2014

Admin Officer: Tom Eschke  
 Invest Officer:  
 Tax State:  
 Tax ID:

### Capital Gains and Losses

#### Individual Transactions

##### Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Yacktman Focused Fund	561709445	3 723000	09/07/2012	12/27/2013	476	0 00	93 38	-76 84	16 54
PIMCO Real Return Instl Class	693391104	7 790000	09/07/2012	12/27/2013	476	0.00	85 46	-97 14	-11 68
PIMCO Real Return Instl Class	693391104	13 817000	03/21/2012	12/27/2013	646	0 00	151 57	-164 98	-13 41
PIMCO Real Return Instl Class	693391104	1 085000	12/16/2011	12/27/2013	742	0 00	11.90	-12 87	-0 97
PIMCO Real Return Instl Class	693391104	19 745000	01/24/2011	12/27/2013	1,068	0.00	216 60	-223 32	-6 72
Templeton Global Bond Fund Advisor Class	880208400	136 570000	01/24/2011	12/27/2013	1,068	0 00	1,784.97	-1,834 14	-49 17
Wertz Short-Intermediate Income Fund	94904P302	2 627000	09/07/2012	12/27/2013	476	0 00	32.81	-33 21	-0 40
<b>Long-Term Total</b>						<b>0.00</b>	<b>188,907.51</b>	<b>-150,544.64</b>	<b>38,362.87</b>
<b>Individual Transactions Total</b>						<b>0.00</b>	<b>248,059.99</b>	<b>-209,578 99</b>	<b>38,481.00</b>

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. <b>THE LORAIN FOUNDATION</b>	Employer identification number (EIN) or <b>34-1022034</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>457 BROADWAY</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>LORAIN, OH 44052</b>	

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

**04**

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

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

**LORAIN NATIONAL BANK**

• The books are in the care of  **457 BROADWAY - LORAIN, OH 44052**

Telephone No.  **(440) 244-6000**

Fax No.

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

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

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

5 For calendar year **2013**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.**

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

**Signature and Verification must be completed for Part II only.**

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

Signature

Title  **TRUSTEE**

Date