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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation LZ FRANCIS FOUNDATION C/O CATHERINE PETRUNIA		A Employer identification number 34-1721860
Number and street (or P.O. box number if mail is not delivered to street address) 3550 LANDER ROAD SUITE 200		B Telephone number (216) 464-6901
City or town, state or province, country, and ZIP or foreign postal code PEPPER PIKE, OH 44124		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) \$ 10,777,278. (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 ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		45.	45.		STATEMENT 1
4 Dividends and interest from securities		224,065.	224,065.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		218,070.			
b Gross sales price for all assets on line 6a		2,040,942.			
7 Capital gain net income (from Part IV, line 2)			218,070.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		442,180.	442,180.		
13 Compensation of officers, directors, trustees, etc		55,000.	27,500.		27,500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 3		61,031.	55,281.		5,750.
17 Interest					
18 Taxes STMT 4		8,665.	2,565.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		1,379.	0.		1,379.
22 Printing and publications					
23 Other expenses STMT 5		29,207.	0.		509.
24 Total operating and administrative expenses. Add lines 13 through 23		155,282.	85,346.		35,138.
25 Contributions, gifts, grants paid		501,500.			501,500.
26 Total expenses and disbursements. Add lines 24 and 25		656,782.	85,346.		536,638.
27 Subtract line 26 from line 12.		<214,602.>			
a Excess of revenue over expenses and disbursements			356,834.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		344,171.	536,374.	536,374.
	3	Accounts receivable ▶ 16.				
		Less: allowance for doubtful accounts ▶		871.	16.	16.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations STMT 6		500,281.	250,002.	250,600.
	b	Investments - corporate stock STMT 7		4,036,699.	3,712,815.	8,057,640.
	c	Investments - corporate bonds STMT 8		1,006,078.	1,222,944.	1,257,015.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		713,201.	661,226.	675,633.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		6,601,301.	6,383,377.	10,777,278.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		6,601,301.	6,383,377.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		6,601,301.	6,383,377.	
	31	Total liabilities and net assets/fund balances		6,601,301.	6,383,377.	

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	6,601,301.
2	Enter amount from Part I, line 27a	2	<214,602.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,386,699.
5	Decreases not included in line 2 (itemize) ▶ BOOK/TAX ADJUSTMENT	5	3,322.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,383,377.

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 PUBLICLY-TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS			
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 1,998,373.		1,822,872.	175,501.
b 42,569.			42,569.
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) 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			175,501.
b			42,569.
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	218,070.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	521,484.	9,958,499.	.052366
2011	517,774.	9,886,106.	.052374
2010	409,550.	9,303,714.	.044020
2009	415,185.	8,747,732.	.047462
2008	587,254.	11,538,759.	.050894

2 Total of line 1, column (d)	2	.247116
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	.049423
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,414,280.
5 Multiply line 4 by line 3	5	514,705.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,568.
7 Add lines 5 and 6	7	518,273.
8 Enter qualifying distributions from Part XII, line 4	8	536,638.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	3,568.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,568.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,568.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,715.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,715.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,147.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ 1,147. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ CATHERINE PETRUNIA Telephone no ▶ (216) 464-6901 Located at ▶ 3550 LANDER ROAD SUITE 200, PEPPER PIKE, OH ZIP+4 ▶ 44124			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ 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	X
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KATHARINE NASON TIPPER 62 OVERLAKE PARK BURLINGTON, VT 05401	PRESIDENT & TREASURER 0.00	0.	0.	0.
CHARLES F. TIPPER 62 OVERLAKE PARK BURLINGTON, VT 05401	VICE PRESIDENT & SECRETARY 20.00	55,000.	0.	0.
JESSICA A. OSKI P.O. BOX 5425 BURLINGTON, VT 05402	VICE PRESIDENT & ASST. SEC 0.00	0.	0.	0.

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

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

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

▶ 0

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Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
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3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

0

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

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		
	All other program-related investments. See instructions.	
3		

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	10,205,828.
b	Average of monthly cash balances	1b	367,045.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,572,873.
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	10,572,873.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	158,593.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,414,280.
6	Minimum investment return. Enter 5% of line 5	6	520,714.

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	520,714.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,568.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,568.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	517,146.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	517,146.
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	517,146.

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	536,638.
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	536,638.
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	3,568.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	533,070.

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				517,146.
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				
b From 2009				
c From 2010				
d From 2011				
e From 2012	30,001.			
f Total of lines 3a through e	30,001.			
4 Qualifying distributions for 2013 from Part XII, line 4. ▶ \$ 536,638.				
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				517,146.
e Remaining amount distributed out of corpus	19,492.			
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	49,493.			
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	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	49,493.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	30,001.			
e Excess from 2013	19,492.			

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part 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))

SEE STATEMENT 10

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
a Paid during the year				
350.ORG 155 WATER ST. 6TH FLOOR BROOKLYN, NY 11201	N/A	OTHER PUBLIC CHARITY	SUPPORT GLOBAL GRASSROOTS MOVEMENT TO SOLVE THE CLIMATE CRISIS	8,000.
BURLINGTON CITY ARTS 135 CHURCH STREET BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	PROMOTE THE ARTS	2,500.
AUDUBON VERMONT 255 SHERMAN HOLLOW ROAD HUNTINGTON, VT 05462	N/A	OTHER PUBLIC CHARITY	FOR PROTECTION OF BIRDS, OTHER WILDLIFE AND THEIR HABITAT	8,000.
BALTIMORE COMMUNITY FOUNDATION 2 EAST READ STREET BALTIMORE, MD 21202	N/A	OTHER PUBLIC CHARITY	TO BUILD ENDOWMENT TO SUPPORT FUNDING IN BALTIMORE AND RESPOND TO CITY NEEDS	10,000.
VERMONT COMMUNITY FOUNDATION THREE COURT STREET MIDDLEBURY, VT 05753	N/A	OTHER PUBLIC CHARITY	TO BUILD HEALTHY AND VITAL VT COMMUNITIES	25,500.
Total	SEE CONTINUATION SHEET(S)			501,500.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated

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

17021110	795004	341721860	2013.04030	LZ FRANCIS FOUNDATION C/O C	34172181
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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

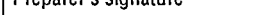
b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here  11-13-2014 **VICE PRESIDENT/SECRETARY**

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	CATHERINE PETRUNIA		11/10/14		P00462661
	Firm's name ▶ PNC BANK N.A. DBA HAWTHORN			Firm's EIN ▶ 22-1146430	
	Firm's address ▶ 3550 LANDER RD., SUITE 200 PEPPER PIKE, OH 44124			Phone no 216-464-6901	

Form 990-PF (2013)

	(Line 1a)		(Line 1b)	
	FMV of Securities	Calculated Averages	Cash Balances	Calculated Averages
Beginning (optional):				
1st month	<u>9,385,481.</u>		<u>344,295.</u>	
Ending:				
1st month	<u>9,769,180.</u>	<u>9,577,331.</u>	<u>297,367.</u>	<u>320,831.</u>
2nd month	<u>9,882,813.</u>	<u>9,825,997.</u>	<u>265,086.</u>	<u>281,227.</u>
3rd month	<u>10,059,825.</u>	<u>9,971,319.</u>	<u>324,699.</u>	<u>294,893.</u>
4th month	<u>10,173,449.</u>	<u>10,116,637.</u>	<u>281,969.</u>	<u>303,334.</u>
5th month	<u>10,207,319.</u>	<u>10,190,384.</u>	<u>287,843.</u>	<u>284,906.</u>
6th month	<u>10,334,628.</u>	<u>10,270,974.</u>	<u>74,268.</u>	<u>181,056.</u>
7th month	<u>10,661,820.</u>	<u>10,498,224.</u>	<u>100,605.</u>	<u>87,437.</u>
8th month	<u>10,167,909.</u>	<u>10,414,865.</u>	<u>372,080.</u>	<u>236,343.</u>
9th month	<u>10,329,003.</u>	<u>10,248,456.</u>	<u>465,130.</u>	<u>418,605.</u>
10th month	<u>10,425,555.</u>	<u>10,377,279.</u>	<u>760,573.</u>	<u>612,852.</u>
11th month	<u>10,645,247.</u>	<u>10,535,401.</u>	<u>734,587.</u>	<u>747,580.</u>
12th month	<u>10,240,888.</u>	<u>10,443,068.</u>	<u>536,373.</u>	<u>635,480.</u>
Total of all months		<u>122,469,935.</u>		<u>4,404,544.</u>
Number of months in year		<u>12</u>		<u>12</u>
Average monthly value		<u>10,205,828.</u>		<u>367,045.</u>
Number of months in year - override				

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
CENTER FOR WHOLE COMMUNITIES KNOLL FARM, 700 BRAGG HILL ROAD FAYSTON, VT 05673	N/A	OTHER PUBLIC CHARITY	TO STRENGTHEN THE CAPACITIES OF ENVIRONMENTAL AND SOCIAL SECTORS	8,000.
CHITTENDEN EMERGENCY FOOD SHELF 228 NORTH WINOOSKI AVENUE BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	FOOD RELIEF SERVICES TO LOW-INCOME INDIVIDUALS	4,000.
COMMITTEE ON TEMPORARY SHELTER P.O. BOX 1616 BURLINGTON, VT 05402	N/A	OTHER PUBLIC CHARITY	EMERGENCY SHELTER, SUPPORT SERVICES AND PERMANENT HOUSING	4,000.
COMMUNITY HEALTH CENTER OF BURLINGTON 617 RIVERSIDE AVENUE BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	HEALTHCARE SERVICES TO MEDICALLY UNDERSERVED RESIDENTS	4,000.
ECHO ONE COLLEGE STREET BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	STEWARDSHIP OF LAKE CHAMPLAIN BASIN	25,000.
FLYNN CENTER 153 MAIN STREET BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	SUPPORT PERFORMING ARTS	25,000.
HIBISCUS CHILDREN'S CENTER P.O. BOX 1742 VERO BEACH, FL 32961	N/A	OTHER PUBLIC CHARITY	PROVIDE SAFETY FOR ABUSED, ABANDONED AND NEGLECTED CHILDREN	2,500.
HOMELESS FAMILY CENTER P.O. BOX 650855 VERO BEACH, FL 32962	N/A	OTHER PUBLIC CHARITY	EMERGENCY AND TRANSITIONAL SHELTER FOR HOMELESS FAMILIES	2,000.
HOSPICE OF INDIAN RIVER COUNTY 1110 35TH LANE VERO BEACH, FL 32960	N/A	OTHER PUBLIC CHARITY	PROVIDE SERVICES TO THE TERMINALLY ILL & THEIR FAMILIES	5,000.
INDIAN RIVER LAND TRUST 80 ROYAL PALM BLVD VERO BEACH, FL 32960	N/A	OTHER PUBLIC CHARITY	PROMOTE THE PRESERVATION, CONSERVATION AND IMPROVEMENT OF INDIAN RIVER COUNTY'S NATURAL	2,000.
Total from continuation sheets				447,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERVALE CENTER 180 INTERVALE ROAD BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	STRENGTHEN COMMUNITY FOOD SYSTEMS	10,000.
LAKE CHAMPLAIN LAND TRUST ONE MAIN STREET BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	PRESERVE LAKE CHAMPLAIN	10,000.
LAND TRUST ALLIANCE 1660 L STREET NW, SUITE 1100 WASHINGTON, DC 20036	N/A	OTHER PUBLIC CHARITY	SUPPORTS NATIONAL LAND CONSERVATION	5,000.
LYRIC THEATER PO BOX 1688 WILLISTON, VT 05495	N/A	OTHER PUBLIC CHARITY	SUPPORT PERFORMING ARTS	5,000.
LOCAL MOTION 1 STEELE STREET #103 BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	PROMOTE HEALTHY AND SUSTAINABLE VT COMMUNITIES	11,000.
MIDDLEBURY COLLEGE 139 S. MAIN STREET MIDDLEBURY, VT 05753	N/A	OTHER PUBLIC CHARITY	EDUCATION	50,000.
NATURE CONSERVANCY 27 STATE STREET, SUITE 4 MONTPELIER, VT 05602	N/A	OTHER PUBLIC CHARITY	PROMOTE CONSERVATION OF LAND AND WATER	20,000.
PRESERVATION TRUST OF VT 104 CHURCH STREET BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	PROMOTE COMMUNITY ENGAGEMENT	10,000.
NRDC 40 WEST 20TH STREET NEW YORK, NY 10011	N/A	OTHER PUBLIC CHARITY	ENVIRONMENTAL PROTECTION	5,000.
OXFAM AMERICA 226 CAUSEWAY STREET, 5TH FLOOR BOSTON, MA 02114	N/A	OTHER PUBLIC CHARITY	PREVENT POVERTY AND INJUSTICE	21,000.
Total from continuation sheets				

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
RIVERSIDE THEATER 3250 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	N/A	OTHER PUBLIC CHARITY	PROVIDES THEATER ARTS EXPERIENCE THAT ENTERTAINS & EDUCATES	2,500.
SHELBURNE MUSEUM PO BOX 10 SHELBURNE, VT 05482	N/A	OTHER PUBLIC CHARITY	SUPPORT THE ARTS	5,000.
SOUTH HERO LAND TRUST PO BOX 455 SOUTH HERO, VT 05486	N/A	OTHER PUBLIC CHARITY	LAND CONSERVATION	75,000.
SPECTRUM YOUTH SERVICES 31 ELMWOOD AVENUE BURLINGTON, VT 05401	N/A	OTHER PUBLIC CHARITY	OFFERS SHELTER AND SUPPORT SERVICES TO AT-RISK AND HOMELESS YOUTH	4,000.
STERLING COLLEGE 125 W. COOPER STERLING, KS 67579	N/A	OTHER PUBLIC CHARITY	PROMOTE EDUCATION	2,500.
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER, VT 05602	N/A	OTHER PUBLIC CHARITY	FOCUS ON CONSERVING VITAL LAND IN VERMONT	50,000.
VERMONT LAW SCHOOL P.O. BOX 96 SOUTH ROYALTON, VT 05068	N/A	OTHER PUBLIC CHARITY	PROMOTE EDUCATION	18,000.
VERMONT SUSTAINABLE JOBS FUND 3 PITKIN COURT, SUITE 301E MONTPELIER, VT 05602	N/A	OTHER PUBLIC CHARITY	PROMOTE VERMONT'S GREEN ECONOMY	15,000.
VERMONT YOUTH CONSERVATION CORP 1949 EAST MAIN ST. RICHMOND, VT 05477	N/A	OTHER PUBLIC CHARITY	EDUCATIONAL DEVELOPMENT	10,000.
WQCS PUBLIC RADIO 3209 VIRGINIA AVENUE FORT PIERCE, FL 34982	N/A	OTHER PUBLIC CHARITY	PROVIDES NEWS AND PUBLIC AFFAIRS PROGRAMMING	2,000.
Total from continuation sheets				

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
VERMONT NATURAL RESOURCES COUNCIL 9 BAILEY AVENUE MONTPELIER, VT 05602		OTHER PUBLIC CHARITY	PROMOTE THE PROTECTION OF NATURAL RESOURCES	5,000.
VERMONT COLLEGE OF FINE ARTS 36 COLLEGE STREET MONTPELIER, VT 05602		OTHER PUBLIC CHARITY	PROMOTE EDUCATION	15,000.
VERMONT COMMUNITY GARDEN NETWORK 125 NORTH STREET BURLINGTON, VT 05401		OTHER PUBLIC CHARITY	SUPPORT THE COMMUNITY GARDEN MOVEMENT	5,000.
YOUNG WRITER'S PROJECT 12 NORTH STREET BURLINGTON, VT 05401		OTHER PUBLIC CHARITY	HELP YOUTH WRITE BETTER	10,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - INDIAN RIVER LAND TRUST

PROMOTE THE PRESERVATION, CONSERVATION AND IMPROVEMENT OF INDIAN RIVER
COUNTY'S NATURAL RESOURCES

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PNC BANK, N.A.	45.	45.	
TOTAL TO PART I, LINE 3	45.	45.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LAZARD, LTD	905.	0.	905.	905.	
NEUBERGER BERMAN	16,731.	0.	16,731.	16,731.	
PNC BANK	250,945.	42,569.	208,376.	208,376.	
PNC BANK - BOND AMORTIZATION	<3,361.>	0.	<3,361.>	<3,361.>	
THE CLOUD FUND	1,414.	0.	1,414.	1,414.	
TO PART I, LINE 4	266,634.	42,569.	224,065.	224,065.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	61,001.	55,251.		5,750.
ADR FEES	30.	30.		0.
TO FORM 990-PF, PG 1, LN 16C	61,031.	55,281.		5,750.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	2,565.	2,565.		0.	
FEDERAL TAX	6,100.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	8,665.	2,565.		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 FEE	509.	0.		509.	
PRIME RESTAURANTS, LLC	28,698.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	29,207.	0.		509.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U.S. AND STATE GOVT. OBLIGATIONS	X		250,002.	250,600.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			250,002.	250,600.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			250,002.	250,600.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3,712,815.	8,057,640.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,712,815.	8,057,640.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,222,944.	1,257,015.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,222,944.	1,257,015.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	661,226.	675,633.
TOTAL TO FORM 990-PF, PART II, LINE 13		661,226.	675,633.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
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NAME OF MANAGER

KATHARINE NASON TIPPER
CHARLES F. TIPPER

FORM 8688

EXPLANATION FOR EXTENSION

STATEMENT 11

EXPLANATION

AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN, OR THE TAXPAYER PERSONALLY VISITED AN IRS OFFICE FOR THE PURPOSE OF SECURING INFORMATION OR ADVICE AND WAS UNABLE TO MEET WITH AN IRS REPRESENTATIVE

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

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.	Employer identification number (EIN) or
	LZ FRANCIS FOUNDATION C/O CATHERINE PETRUNIA	34-1721860
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	3550 LANDER ROAD SUITE 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PEPPER PIKE, OH 44124	

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.

CATHERINE PETRUNIA

- The books are in the care of **3550 LANDER ROAD SUITE 200 - PEPPER PIKE, OH 44124**

Telephone No. **(216) 464-6901**

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 **SEE STATEMENT 11**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	3,626.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	4,715.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **Chas. H. H.** Title **VICE PRESIDENT/SECRETARY** Date **11-13-2014**

Form 8868 (Rev. 1-2014)