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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
VORTEX FOUNDATION LAWRENCE FOSTER TTEE

A Employer identification number
34-6883855

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

Room/suite

B Telephone number (see instructions)
(419) 874-0487

City or town, state or province, country, and ZIP or foreign postal code
PERRYSBURG, OH 43551

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)*▶$ 8,521,015

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	437	437		
	4	Dividends and interest from securities	155,274	155,274		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	41,015			
	b	Gross sales price for all assets on line 6a 997,676				
	7	Capital gain net income (from Part IV, line 2)		41,015		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	196,726	196,726		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,950	3,950		0
	c	Other professional fees (attach schedule)				
	17	Interest	105	105		0
	18	Taxes (attach schedule) (see instructions)	17,099	17,099		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	13,928	13,928		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	35,082	35,082		0
	25	Contributions, gifts, grants paid	446,500			446,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	481,582	35,082		446,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-284,856			
	b	**Net investment income** (if negative, enter -0-)		161,644		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,762,229	1,845,860	1,845,860
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	5,691,966	5,421,126	6,109,539
	c	Investments—corporate bonds (attach schedule)	300,000	300,000	298,046
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	164,148	149,374	267,570
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	58,553	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,976,896	7,716,360	8,521,015
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	7,976,896	7,716,360	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	7,976,896	7,716,360	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,976,896	7,716,360	

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	7,976,896
2	Enter amount from Part I, line 27a	2	-284,856
3	Other increases not included in line 2 (itemize) ▶	3	24,320
4	Add lines 1, 2, and 3	4	7,716,360
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	7,716,360

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	41,015
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	212,500	7,828,690	0 027144
2011	343,195	8,291,945	0 041389
2010	307,000	7,463,260	0 041135
2009	233,500	6,211,430	0 037592
2008	287,400	6,405,498	0 044868

2	**Total** of line 1, column (d)	2	0 192128
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 038426
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,089,497
5	Multiply line 4 by line 3	5	310,847
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,616
7	Add lines 5 and 6	7	312,463
8	Enter qualifying distributions from Part XII, line 4	8	446,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	1,616
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	1,616
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	1,616
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,918		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,500		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	7,418
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	5,802
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 5,802 **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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(419) 874-0487

Located at ▶132 WEST SECOND STREET PERRYSBURG OH ZIP+4 ▶43551

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LAWRENCE T FOSTER 132 WEST SECOND STREET PERRYSBURG, OH 43551	TRUSTEE 1 00	0	0	0
DIANA K FOSTER 132 WEST SECOND STREET PERRYSBURG, OH 43551	TRUSTEE 1 00	0	0	0
AMY L STEELE 132 WEST SECOND STREET PERRYSBURG, OH 43551	MANAGER 1 00	0	0	0

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 DISTRIBUTION OF FUNDS TO NON-PROFIT TAX-EXEMPT ORGANIZATIONS	0
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	6,392,318
b	Average of monthly cash balances	1b	1,820,369
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	8,212,687
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	8,212,687
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,190
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,089,497
6	**Minimum investment return.** Enter 5% of line 5	6	404,475

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	404,475
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,616		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,616
3	Distributable amount before adjustments Subtract line 2c from line 1			3	402,859
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	402,859
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	402,859

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	446,500
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	446,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,616
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	444,884

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				402,859
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			388,666	
b Total for prior years 2011 , 20___ , 20___		31,822		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 446,500				
a Applied to 2012, but not more than line 2a			388,666	
b Applied to undistributed income of prior years (Election required—see instructions).		31,822		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				26,012
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				376,847
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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* See Additional Data Table				
Total . . . . ▶ **3a**				446,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	437	
4 Dividends and interest from securities. . . .			14	155,274	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	41,015	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		196,726	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 196,726

(See worksheet in line 13 instructions to verify calculations)

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

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

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2014-06-24	******
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
JOHN G LEWIS				P00481530
Firm's name ▶ CLIFTONLARSONALLEN LLP			Firm's EIN ▶ 41-0746749	
Firm's address ▶ ONE SEAGATE SUITE 2650 TOLEDO, OH 436041558			Phone no (419) 244-3711	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1,000 SHS APACHE CORP 6% CONV PFD		2012-08-28	2013-08-02
46 SHS APACHE CORP		2012-08-23	2013-08-20
1,000 SHS DU PONT E I DE NEMOURS		1980-01-01	2013-03-22
1,000 SHS SENIOR HOUSING PROPERTIES		2009-11-27	2013-03-26
1,000 SHS DU PONT E I DE NEMOURS		1980-01-01	2013-04-09
1,000 SHS BOEING CO		1980-01-01	2013-04-29
2,000 SHS CIA SANEAMENTO BASICO		2010-05-27	2013-04-29
28 SHS CEMEX		2008-03-28	2013-05-08
1,000 SHS BOEING CO		1980-01-01	2013-05-29
3,000 SHS ALCOA INC		1980-01-01	2013-06-04
966 SHS PFIZER INCORPORATED		2009-06-09	2013-06-28
15 SHS ZOETIS INC		2009-06-04	2013-07-02
1,000 SHS LONE PINE RESOURCES INC		2011-07-14	2013-08-19
1,000 SHS LONE PINE RESOURCES INC		2011-10-05	2013-08-19
500 SHS CENOVUS ENERGY		2010-09-20	2013-09-03
500 SHS CENOVUS ENERGY		2010-10-14	2013-09-03
300 SHS CENOVUS ENERGY		2010-12-16	2013-09-03
500 SHS PETROLEO BRASILEIRO SA		2008-10-27	2013-11-01
500 SHS PETROLEO BRASILEIRO SA		2008-12-04	2013-11-01
300 SHS PETROLEO BRASILEIRO SA		2009-01-07	2013-11-01
1,000 SHS BOEING CO		1980-01-01	2013-11-21
956 SHS ZOETIS INC		2009-06-04	2013-11-21
569 SHS APACHE CORP		2012-08-23	2013-12-24
1,000 SHS HIGHWOODS PROPERTIES		1999-02-16	2013-03-22
1,000 SHS HEALTH CARE REIT INC		1999-03-09	2013-09-05
1,000 SHS HEALTH CARE REIT INC		2000-01-11	2013-09-05
600 SHS NATIONAL OILWELL VARCO		2006-03-09	2013-09-06
400 SHS NATIONAL OILWELL VARCO		2006-05-18	2013-09-06
600 SHS GOLDCORP INC		2005-10-28	2013-09-06
200 SHS GOLDCORP INC		2006-01-18	2013-09-06

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
500 SHS GOLDCORP INC		2006-02-15	2013-09-06
200 SHS GOLDCORP INC		2007-11-05	2013-09-06
489 SHS TRANSOCEAN LTD		2007-11-27	2013-09-06
61 SHS TRANSOCEAN LTD		2008-03-05	2013-09-06
PASSTHROUGH NET LONG TERM CAPITAL GAINS	P	2000-01-01	2013-12-31
LOSS ON SALE OF FOSVEN INVESTMENTS	P	2000-01-01	2013-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
49,850		49,850	0
37		40	-3
49,499		47,983	1,516
25,979		19,060	6,919
49,029		47,983	1,046
92,027		98,850	-6,823
85,001		36,000	49,001
3		6	-3
97,823		98,850	-1,027
25,289		105,885	-80,596
14,362		14,362	0
5		2	3
158		10,850	-10,692
158		7,000	-6,842
14,555		13,815	740
14,555		14,525	30
8,733		9,299	-566
8,900		10,000	-1,100
8,900		7,975	925
5,340		6,264	-924
138,985		98,850	40,135
30,264		14,360	15,904
49,047		49,810	-763
38,904		20,242	18,662
16,333		16,333	0
11,064		11,064	0
17,340		17,340	0
12,660		12,660	0
11,610		11,610	0
4,800		4,800	0

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
11,930		11,930	0
7,019		7,019	0
10,417		10,417	0
8,562		8,562	0
800			800
57,670		63,065	-5,395
20,068			20,068

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			0
			-3
			1,516
			6,919
			1,046
			-6,823
			49,001
			-3
			-1,027
			-80,596
			0
			3
			-10,692
			-6,842
			740
			30
			-566
			-1,100
			925
			-924
			40,135
			15,904
			-763
			18,662
			0
			0
			0
			0
			0
			0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			0
			0
			0
			0
			800
			-5,395
			20,068

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000).

LAWRENCE T FOSTER
DIANA K FOSTER

Form 990PF Part XV Line 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*				
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	NONE	CHARITY	CHARITY	1,000
AMIKIDS BEAUFORT 60 HONEYBEE ISLAND ROAD SEABROOK, SC 29940	NONE	CHARITY	OPERATING	6,000
ARTS COUNCIL OF BEAUFORT 801 CARTERET ST BEAUFORT, SC 29902	NONE	CHARITY	CHARITY	1,000
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET NW WASHINGTON, DC 20036	NONE	CHARITY	OPERATING	1,000
BEAUFORT MEMORIAL HOSPITAL FOUNDATION PO BOX 2233 BEAUFORT, SC 29901	NONE	CHARITY	CHARITY	5,000
BLACK SWAMP CONSERVANCY 132 W 2ND ST C PERRYSBURG, OH 43551	NONE	CHARITY	OPERATING	5,000
BOYS & GIRLS CLUB OF LOWCOUNTRY PO BOX 1482 BEAUFORT, SC 29901	NONE	CHARITY	CHARITY	3,000
CHARLESTON COLLEGIATE SCHOOL 2024 ACADEMY DR JOHNS ISLAND, SC 29455	NONE	SCHOOL	OPERATING	5,000
CHERRY STREET MISSION MINISTRIES 105 17TH ST TOLEDO, OH 43604	NONE	CHARITY	CHARITY	1,000
COASTAL CONSERVATION LEAGUE 902 NORTH STREET BEAUFORT, SC 29901	NONE	CHARITY	OPERATING	1,000
CRAIG HOSPITAL FOUNDATION 3425 S CLARKSON ST ENGLEWOOD, CO 80113	NONE	CHARITY	CHARITY	10,000
EMMA WILLARD SCHOOL 285 PAWLING AVE TROY, NY 12180	NONE	SCHOOL	OPERATING	10,000
FORT MEIGS YMCA 13415 ECKEL JUNCTION RD PERRYSBURG, OH 43551	NONE	CHARITY	OPERATING	2,000
FRIENDS OF CAROLINE HOSPICE 1110 13TH STREET PORT ROYAL, SC 29935	NONE	CHARITY	OPERATING	1,000
GOOD GRIEF OF NORTHWEST OHIO 6855 SPRING VALLEY DR SUITE 100 HOLLAND, OH 43528	NONE	CHARITY	CHARITY	1,000
Total . . . . ▶ **3a**				446,500

Form 990PF Part XV Line 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*				
GRAND TRAVERSE COMMUNITY FOUNDATION 250 E FRONT STREET SUITE 310 TRAVERSE CITY,MI 49684	NONE	CHARITY	CHARITY	10,000
HISTORIC BEAUFORT FOUNDATION PO BOX 11 BEAUFORT,SC 29901	NONE	CHARITY	CHARITY	2,000
HISTORIC WOODLAWN CEMETERY FOUNDATION 1502 W CENTRAL TOLEDO,OH 43606	NONE	CHARITY	OPERATING	1,000
HOLY TRINITY CLASSICAL CHRISTI 302 BURROUGHS AVE BEAUFORT,SC 29902	NONE	CHARITY	CHARITY	500
MAUMEE VALLEY COUNTRY DAY SCHOOL 1715 S REYNOLDS ROAD TOLEDO,OH 43614	NONE	SCHOOL	OPERATING	1,000
NEMOURS WILDLIFE FOUNDATION 161 NEMOURS PLANTATION ROAD YEMASSEE,SC 29945	NONE	CHARITY	OPERATING	6,000
SHELDON BOYS AND GIRLS CLUB PO BOX 1482 BEAUFORT,SC 29901	NONE	CHARITY	CHARITY	1,000
SHELDON TOWNSHIP FIRE DISTRICT 5 FIRE STATION LN SHELDON,SC 29941	NONE	CHARITY	OPERATING	1,000
ST PAUL'S EPISCOPAL CHURCH 310 ELIZABETH ST MAUMEE,OH 43537	NONE	CHURCH	OPERATING	10,000
SUNSHINE FOUNDATION 7223 MAUMEE WESTERN RD MAUMEE,OH 43537	NONE	CHARITY	OPERATING	5,000
THE CRADLE FOUNDATION 2049 RIDGE AVENUE EVANSTON,IL 60201	NONE	CHARITY	CHARITY	2,000
THE EPISCOPAL CHURCH OF THE HOLY TRINITY 2718 BEES CREEK ROAD GRAHAMVILLE RIDGELAND,SC 29936	NONE	CHURCH	OPERATING	8,000
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DR 100 ARLINGTON,VA 22203	NONE	CHARITY	OPERATING	3,000
TOLEDO CHILDREN'S HOSPITAL FOUNDATION 2142 NORTH COVE BLVD TOLEDO,OH 43606	NONE	CHARITY	CHARITY	5,000
TOLEDO COMMUNITY FOUNDATION 300 MADISON AVE STE 1300 TOLEDO,OH 43604	NONE	CHARITY	CHARITY	302,000
Total . . . . ▶ **3a**				446,500

Form 990PF Part XV Line 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*				
TOLEDO DAY NURSERY 2211 JEFFERSON AVENUE TOLEDO,OH 43604	NONE	SCHOOL	OPERATING	500
TRINITY SCHOOL OF MINISTRY ANN 311 11TH ST AMBRIDGE,PA 15003	NONE	SCHOOL	OPERATING	15,000
UNITED WAY OF GREATER TOLEDO 424 JACKSON ST TOLEDO,OH 43604	NONE	CHARITY	CHARITY	8,000
UNITED WAY OF LOWCOUNTRY 2266 BOUNDARY ST PO BOX 202 BEAUFORT,SC 29901	NONE	CHARITY	CHARITY	10,000
USCB FESTIVAL - UNIVERSITY OF SOUTH CAROLINA BEAUFORT 801 CARTERET ST BEAUFORT,SC 29902	NONE	SCHOOL	OPERATING	2,500
Total . . . . ▶ **3a**				446,500

TY 2013 Accounting Fees Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CLIFTONLARSONALLEN LLP	3,950	3,950		0

TY 2013 Applied to Prior Year Election

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Election: ELECTING TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO 2011 UNDISTRIBUTED INCOME OF $31,822.

TY 2013 Investments Corporate Bonds Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FEDERATED ULTRA SHORT TERM BOND FUND	300,000	298,046

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TY 2013 Investments Corporate Stock Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT	20,076	82,340
EXXON MOBIL CORP	6,963	303,600
HIGHWOODS PROPERTIES	0	0
PALL CORP.	18,674	85,350
CVS CAREMARK CORP	12,065	71,570
PLUM CREEK TIMBER	21,847	46,510
TRANSOCEAN SEDCO FOREX, INC.	0	0
ABERDEEN ASIA PACIFIC INCOME FUND	46,767	46,080
COHEN STEERS SELECT UTILITY FUND	30,033	37,080
BHP BILLITON LTD. SA (ADR)	18,359	68,200
SUNCOR	9,630	21,030
TEVA	25,687	40,080
ING CLARION	37,501	31,680
PROCTOR & GAMBLE CO.	32,930	48,846
BP PLC SPONS ADR	5,058	48,610
GOLDCORP INC.	0	0
JOHNSON & JOHNSON	63,529	91,590
NATIONAL OILWELL VARCO	0	0
KAYNE ANDERSON ENERGY	63,179	82,050
TALISMAN ENERGY INC.	28,862	17,475
ABB LTD SA	54,700	79,680
AES TR III 6.75 PFD	141,008	150,540
ALCOA INC.	952,965	287,010
ALUMINA LTD.	96,460	23,760
AT&T	38,465	37,506
BAKER HUGHES	432,463	276,300
BOEING CO.	691,950	955,430
CEMEX	79,031	43,144
CENTRAL FUND CDA LTD.	56,298	66,250
COHEN STEERS SELECT	90,334	103,000

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEERE	622,665	821,970
DU PONT E.I. NEMOURS	0	0
DUKE REALTY 6.5% CUM PFD SER K	24,000	45,500
EATON VANCE TAX-MANAGED	22,121	24,200
GLAXOSMITHKLINE	76,055	106,780
GOLDCORP INC.	108,973	75,845
NATIONAL OILWELL VARCO	104,392	278,355
NOVARTIS AG	108,755	160,760
PETROLEO BRASILEIRO SA	0	0
PFIZER INCORPORATED	59,515	92,931
POTASH CORP	71,102	82,400
PROSHARES ULTRASHORT LEHMANN	29,282	15,840
RAYONIER INC.	122,145	210,500
SYNGENTA AG	58,065	95,928
TALISMAN ENERGY INC.	17,218	11,650
TRANSOCEAN, INC.	135,370	123,550
VEOLIA ENVIRONMENT	29,346	24,540
EATON VANCE TAX-MANAGED	12,128	12,100
PLUM CREEK TIMBER	117,037	139,530
CENOVUS ENERGY	0	0
CIA SANEAMENTO BASICO	0	0
ENERGY RECOVERY INC.	10,608	11,100
EXELON	117,045	82,170
SILVER STANDARD RESOURCES INC.	18,900	6,960
SILVER WHEATON	142,732	100,950
ALTERRA POWER CORP	10,250	1,650
CLOUD PEAK ENERGY	20,374	18,000
FRANCO-NEVADA CORP	71,327	81,480
LONE PINE RESOURCES INC.	0	0
VALE SA	42,840	30,500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APACHE CORP 6% PFD	0	0
PAN AMERICAN SILVER CORP	50,351	35,100
ALLIANCE GRAIN TRADERS INC	13,477	15,590
BARRICK GOLD CORP	19,000	17,630
CISCO SYSTEMS	22,905	22,430
GASLOG LTD	20,000	25,635
INTEL CORP	23,157	25,955
INTERNATIONAL BUSINESS MACHINES	9,557	131,299
KINDER MORGAN	35,600	36,000

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TY 2013 Investments - Other Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HEALTH CARE REIT	AT COST	0	0
MEDICAL PROPERTIES TRUST	AT COST	24,448	36,660
MATTHEWS ASIA PAC EQUITY FUND	AT COST	26,894	39,000
HEALTH CARE REIT	AT COST	72,197	160,710
SENIOR HOUSING PROPERTIES TRUST	AT COST	0	0
MATTHEWS INTL FDS ASIA PAC FND	AT COST	25,835	31,200

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TY 2013 Other Assets Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FOSVEN INVESTMENTS LLC	58,553	0	0

TY 2013 Other Expenses Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	13,769	13,769		0
FOSVEN INVESTMENTS LLC - DEDUCTIONS RELATED TO PORTFOLIO INCOME	159	159		0

TY 2013 Other Increases Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Description	Amount
NONTAXABLE INCOME - TIMING DIFFERENCES	24,320

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TY 2013 Taxes Schedule

Name: VORTEX FOUNDATION LAWRENCE FOSTER TTEE

EIN: 34-6883855

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF OHIO	200	200		0
FOREIGN TAXES PAID	4,352	4,352		0
FEDERAL INCOME TAX	12,547	12,547		0