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Form **990-PF**

# Return of Private Foundation

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

OMB No 1545-0052

**2013**Department of the Treasury  
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>JIM GILMORE JR. FOUNDATION</b>		A Employer identification number <b>36-3584018</b>
Number and street (or P O box number if mail is not delivered to street address) <b>162 E MICHIGAN AVE.</b>	Room/suite	B Telephone number (see instructions) <b>269-381-3490</b>
City or town, state or province, country, and ZIP or foreign postal code <b>KALAMAZOO MI 49007</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>13,786,435</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,478	1,478		
	4 Dividends and interest from securities	131,820	131,820		
	5a Gross rents	1,735,068	1,735,068		
	b Net rental income or (loss)	831,099			
	6a Net gain or (loss) from sale of assets not on line 10	-30,626			
	b Gross sales price for all assets on line 6a	333,704			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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) <b>STMT 1</b>	141,341	141,341			
12 Total. Add lines 1 through 11	1,979,081	2,009,707	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	188,000	120,000		68,000
	14 Other employee salaries and wages	175,166	149,159		26,007
	15 Pension plans, employee benefits	62,506	47,864		14,642
	16a Legal fees (attach schedule) <b>SEE STMT 2</b>	37,377	23,486		13,891
	b Accounting fees (attach schedule) <b>STMT 3</b>	4,700	2,350		2,350
	c Other professional fees (attach schedule) <b>STMT 4</b>	56,634	56,307		327
	17 Interest	2	2		
	18 Taxes (attach schedule) (see instructions) <b>STMT 5</b>	224,753	216,084		5,669
	19 Depreciation (attach schedule) and depletion <b>STMT 6</b>	6,973			
	20 Occupancy	17,319	10,391		6,928
	21 Travel, conferences, and meetings	3,282	3,282		
	22 Printing and publications				
	23 Other expenses (att sch) <b>STMT 7</b>	900,966	892,666		8,300
	24 Total operating and administrative expenses. Add lines 13 through 23	1,677,678	1,521,591	0	146,114
	25 Contributions, gifts, grants paid	423,425			423,425
26 Total expenses and disbursements. Add lines 24 and 25	2,101,103	1,521,591	0	569,539	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-122,022				
b Net investment income (if negative, enter -0-)		488,116			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		670,791	614,317	614,317
	3	Accounts receivable ▶	13,036			
		Less allowance for doubtful accounts ▶		13,646	13,036	13,036
	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 (att schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		213,983	184,739	184,739
	10a	Investments – U S and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)				
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment basis ▶	6,484,599			
		Less accumulated depreciation (attach sch ) ▶ <b>STMT 8</b>	554,387	6,292,737	5,930,212	6,484,599
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) <b>SEE STATEMENT 9</b>		6,153,421	6,489,744	6,489,744
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch ) ▶				
	15	Other assets (describe ▶ )				
	16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)		13,344,578	13,232,048	13,786,435
<b>Liabilities</b>	17	Accounts payable and accrued expenses		171,522	142,931	
	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	<b>Total liabilities</b> (add lines 17 through 22)		171,522	142,931	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>				
	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		13,173,056	13,089,117	
	30	<b>Total net assets or fund balances</b> (see instructions)		13,173,056	13,089,117	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		13,344,578	13,232,048	

**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	13,173,056
2	Enter amount from Part I, line 27a	2	-122,022
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 10</b>	3	263,247
4	Add lines 1, 2, and 3	4	13,314,281
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 11</b>	5	225,164
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	13,089,117

**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.)	
<b>1a SEE WORKSHEET</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>		<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		<div style="border: 1px solid black; padding: 2px;"> <b>2</b> </div>	<b>- 30,626</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>		<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8         </div>		<div style="border: 1px solid black; padding: 2px;"> <b>3</b> </div>	<b>- 30,626</b>

**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	217,395	10,461,907	0.020780
2011		406	
2010	540	268	2.014925
2009	640	129	4.961240
2008	640	311	2.057878
<b>2 Total of line 1, column (d)</b>			<b>2 9.054823</b>
<b>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</b>			<b>3 2.263706</b>
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4 12,030,415</b>
<b>5 Multiply line 4 by line 3</b>			<b>5 27,233,323</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6 4,881</b>
<b>7 Add lines 5 and 6</b>			<b>7 27,238,204</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8 569,539</b>

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>9,762</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>9,762</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>9,762</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	<b>11,200</b>
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	<b>5,000</b>
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>16,200</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	<b>25</b>
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	<b>6,413</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <b>6,413</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<b>X</b>
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		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<b>X</b>	
14	The books are in care of ► <b>CHRIS SHOOK</b> <b>162 E. MICHIGAN AVE.</b> Located at ► <b>KALAMAZOO</b> MI ZIP+4 ► <b>49007</b> Telephone no ► <b>269-381-3490</b>			
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		
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 <b>X</b>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	<b>X</b>
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? <b>N/A</b>	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions )	2b	<b>N/A</b>
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013 )	3b	<b>N/A</b>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<b>X</b>
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	<b>X</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(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)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here</p> <p><b>c</b> 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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870</p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p><b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>N/A</b></p>	<p><b>5b</b></p> <p><b>6b</b></p> <p><b>7b</b></p>	<p><b>X</b></p>
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**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
SEE STATEMENT 12				

**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
SUE BROCKELBANK 162 E MICHIGAN AVE	KALAMAZOO MI 49007	CONTROLLER 40.00	65,018	6,143

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 N/A	
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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>4,486,283</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>2,213,049</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>5,514,287</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>12,213,619</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>12,213,619</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>183,204</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>12,030,415</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>601,521</b>

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>601,521</b>
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	<b>9,762</b>
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>9,762</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>591,759</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>591,759</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>591,759</b>

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	<b>569,539</b>
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>569,539</b>
<b>5</b>	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)	<b>5</b>	<b>0</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>569,539</b>

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				<b>591,759</b>
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			<b>292,217</b>	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <b>569,539</b>				
<b>a</b> Applied to 2012, but not more than line 2a			<b>292,217</b>	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2013 distributable amount				<b>277,322</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				<b>314,437</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

**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  
**N/A**

**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  
**N/A**

**b** The form in which applications should be submitted and information and materials they should include  
**N/A**

**c** Any submission deadlines  
**N/A**

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

**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
<b>a</b> Paid during the year <b>SEE STATEMENT 13</b>				<b>423,425</b>
<b>Total</b>			<b>▶ 3a</b>	<b>423,425</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	



**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- 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
  - (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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		

**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) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

**RHONDA L. NEWMAN**

**RHONDA L. NEWMAN**

07/29/14

Firm's name ▶

**JANSEN VALK THOMPSON & REAHM PC**

PTIN

Firm's address ►

7171 STADIUM DR  
KALAMAZOO, MI 49009-4943

Firm's EIN ▶

Phone no

269-381-7600

Form **990-PF** (2013)

Form <b>990-PF</b>		<b>Capital Gains and Losses for Tax on Investment Income</b>		<b>2013</b>
		For calendar year 2013, or tax year beginning _____, and ending _____		
Name <b>JIM GILMORE JR. FOUNDATION</b>			Employer Identification Number <b>36-3584018</b>	
<b>(a)</b> 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>(b)</b> How acquired P-Purchase D-Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)	
(1) HALLIBURTON CALL	P	VARIOUS	01/10/13	
(2) FREEPORT MCMORAN CALL	P	VARIOUS	01/30/13	
(3) FREEPORT MCMORAN CALL	P	VARIOUS	03/05/13	
(4) CORNING CALL	P	VARIOUS	03/20/13	
(5) HALLIBURTON CALL	P	VARIOUS	04/01/13	
(6) HALLIBURTON CALL	P	VARIOUS	04/01/13	
(7) MICROSOFT CALL	P	VARIOUS	05/10/13	
(8) .111 SHS CST BRANDS	P	VARIOUS	05/13/13	
(9) 600 SHS HALLIBURTON	P	VARIOUS	07/19/13	
(10) QUALCOMM CALL	P	VARIOUS	08/01/13	
(11) 2,500 SHS CORNING INC.	P	VARIOUS	08/16/13	
(12) 2,440 SHS ISHARES 20+ YEAR TREASURY	P	VARIOUS	08/20/13	
(13) OCCIDENTAL PETROLEUM CALL	P	VARIOUS	09/16/13	
(14) VANGUARD FTSE EMERGING MARKETS CALL	P	VARIOUS	09/16/13	
(15) CF INDUSTRIES CALL	P	VARIOUS	09/16/13	

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 786		786	
(2) 2,087		2,087	
(3) 2,087		406	1,681
(4) 1,124		1,124	
(5) 786		1,320	-534
(6) 1,326		1,326	
(7) 828		828	
(8) 3		3	
(9) 25,319		20,250	5,069
(10) 1,113		1,113	
(11) 36,098		31,550	4,548
(12) 251,854		293,671	-41,817
(13) 1,482		1,482	
(14) 1,315		1,315	
(15) 2,116		2,116	

  

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			
(2)			
(3)			1,681
(4)			
(5)			-534
(6)			
(7)			
(8)			
(9)			5,069
(10)			
(11)			4,548
(12)			-41,817
(13)			
(14)			
(15)			

Form <b>990-PF</b>	<b>Capital Gains and Losses for Tax on Investment Income</b>	<b>2013</b>
For calendar year 2013, or tax year beginning		and ending

Name **JIM GILMORE JR. FOUNDATION** Employer Identification Number **36-3584018**

(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) MICROSOFT CALL	P	VARIOUS	09/23/13
(2) JPMORGAN CHASE CALL	P	VARIOUS	11/19/13
(3) QUALCOMM CALL	P	VARIOUS	12/20/13
(4) QUALCOMM CALL	P	VARIOUS	12/20/13
(5) VANGUARD FTSE EMERGING MARKETS CALL	P	VARIOUS	12/20/13
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 828		261	567
(2) 527		527	
(3) 1,113		2,325	-1,212
(4) 1,597		1,597	
(5) 1,315		243	1,072
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			567
(2)			
(3)			-1,212
(4)			
(5)			1,072
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			



## Federal Statements

### Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	\$ 141,682	\$ 141,682	\$
K-1 ORD INCOME LINN ENERGY	3,880	3,880	
K-1 1231 LOSS LINN ENERGY	-998	-998	
K-1 ORD LOSS DCP MIDSTREAM	-240	-240	
K-1 OTHER RENT INC DCM MIDSTR	1	1	
K-1 ORD LOSS KINDER MORGAN	-978	-978	
K-1 ROYALTIES KINDER MORGAN	2	2	
K-1 1231 LOSS KINDER MORGAN	-2	-2	
K-1 ORD LOSS ONEOK PARTNERS	-1,503	-1,503	
K-1 ORD LOSS PLAINS ALL-AMER	-489	-489	
K-1 ORD LOSS PAA NATURAL GAS	-18	-18	
K-1 ROYALTY PLAINS ALL-AMER	4	4	
TOTAL	\$ 141,341	\$ 141,341	\$ 0

### Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES-FDN	\$ 13,891	\$	\$	\$ 13,891
LEGAL FEES-RENTAL GENERAL	390	390		
155 W MICHIGAN AVE	6,375	6,375		
151 S ROSE ST	14,666	14,666		
MICHIGAN BLDG	2,055	2,055		
TOTAL	\$ 37,377	\$ 23,486	\$ 0	\$ 13,891

# Federal Statements

## Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTANT FEES	\$ 4,700	\$ 2,350	\$	\$ 2,350
TOTAL	\$ 4,700	\$ 2,350	0	\$ 2,350

## Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PAYROLL PROCESSING FEES	\$ 1,087	\$ 870	\$	\$ 217
PNC BANK, N.A. - INVEST MGMT FEE	25,369	25,369		110
OTHER	110			
RENTAL PROPERTIES	30,068	30,068		
151 S ROSE ST				
TOTAL	\$ 56,634	\$ 56,307	0	\$ 327

## Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 3,000	\$	\$	\$
PROPERTY TAX-FDN PORTION	14,173	8,504		5,669
RENTAL PROPERTIES		207,580		
155 W MICHIGAN AVE	11,868			
124 S KALAMAZOO MALL	5,565			
151 S ROSE ST	166,849			
1122 PORTAGE RD	5,486			
MICHIGAN BLDG	17,812			
TOTAL	\$ 224,753	\$ 216,084	0	\$ 5,669

# Federal Statements

7/29/2014 1:50 PM

## Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Description	Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
MICHIGAN BLDG-FDN PORTION		\$	9,376			\$ 6,973	\$	\$
TOTAL		\$ 0	9,376			\$ 6,973	\$ 0	\$ 0

## Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
155 W MICHIGAN AVE	\$		\$	
INSURANCE	508	508		
UTILITIES	517	517		
REPAIRS & MAINTENANCE	966	966		
124 S KALAMAZOO MALL				
INSURANCE	622	622		
REPAIRS & MAINTENANCE	344	344		
INVESTMENT DEPRECIATION	3,623	3,623		
151 S ROSE ST				
TELEPHONE	5,041	5,041		
SUPPLIES	24,422	24,422		
CONTRACT SERVICES	168,730	168,730		
ADVERTISING	12,463	12,463		
INSURANCE	18,481	18,481		
REPAIRS & MAINTENANCE	52,421	52,421		
UTILITIES	410,481	410,481		
INVESTMENT DEPRECIATION	128,765	128,765		
1122 PORTAGE RD				
INSURANCE	745	745		
REPAIRS & MAINTENANCE	122	122		
UTILITIES	5,904	5,904		

# Federal Statements

7/29/2014 1:50 PM

## Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CONTRACT SERVICES	\$ 1,259	1,259		
INVESTMENT DEPRECIATION	2,822	2,822		\$
MICHIGAN BLDG				
INSURANCE	2,744	2,744		
REPAIRS & MAINTENANCE	4,959	4,959		
UTILITIES	14,747	14,747		
TELEPHONE	2,807	2,807		
SUPPLIES	119	119		
CONTRACT SERVICES	1,942	1,942		
ADVERTISING	6,556	6,556		
INVESTMENT DEPRECIATION	8,763	8,763		
EXPENSES				
WORKERS COMP INSURANCE	9,172	5,503		3,669
MISCELLANEOUS	988	775		213
OFFICE	2,346	2,346		
INSURANCE	2,184			2,184
TELEPHONE	2,234			2,234
BANK EXPENSES	250	250		
K-1 OTHER DEDUCTIONS FROM LIN	2,919	2,919		
TOTAL	\$ 900,966	\$ 892,666	\$ 0	\$ 8,300

## Federal Statements

7/29/2014 1:50 PM

Statement 8 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
124 S KALAMAZOO MALL-BLDG	\$ 55,814	\$ 58,300	\$ 6,109	\$ 58,300
151 S ROSE ST-IMPROVEMENTS	32,150	32,977	1,703	32,977
151 S ROSE ST-BLDG	4,411,452	4,527,023	243,459	4,527,023
MICHIGAN AVE-BLDG	605,002	677,757	300,071	677,757
1122 PORTAGE ST-BLDG	8,845	110,067	3,045	110,067
LAND-155 W MICHIGAN	400,000	400,000		400,000
LAND-124 S KALAMAZOO MALL	88,895	88,895		88,895
LAND-151 S ROSE ST	300,000	300,000		300,000
LAND-MICHIGAN AVE	211,580	211,580		211,580
LAND-1122 PORTAGE ST	72,311	39,000		39,000
LAND-1138 PORTAGE ST	106,688	39,000		39,000
TOTAL	\$ 6,292,737	\$ 6,484,599	\$ 554,387	\$ 6,484,599

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PNC (375)	\$ 6,053,421	\$ 6,389,744	MARKET	\$ 6,389,744
GCG PORTAGE, LLC	100,000	100,000	MARKET	100,000
TOTAL	\$ 6,153,421	\$ 6,489,744		\$ 6,489,744

## Detail

### Portfolio - income

#### Cash and cash equivalents Mutual funds - money market

Description	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit							
BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1			\$1 0000	0 01 %						\$0.26

### Portfolio - principal

#### Cash and cash equivalents Mutual funds - money market

Description	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit							
BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	\$717,680.94	436,056.090	\$436,056.09 \$1 0000	6 83 %		\$436,056.09 \$1 00		0 04 %	\$130.83	\$21.67

### Fixed income

#### Etf - fixed income

Description (Symbol)	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit							
ISHARES TIPS BOND (TIP) ETF	\$183,375.23	1,643	\$180,565.70 \$109.9000	2 83 %		\$200,002.39 \$121.73	-\$19,436.69	1 15 %	\$2,073.47	
ISHARES IBOXX \$ INVESTMENT (LQD) GRADE CORPORATE BOND ETF	241,932.60	2,110	240,936.68 114.1880	3 78 %		250,359.73 118.65	- 9,423.05	3 84 %	9,233.36	733.44



*Detail*

**Fixed income**

**Etf - fixed income**

Etf - fixed income		Current market value	%	Total original value at PNC				
Description (Symbol)	Market value last period	Current price per unit	of total portfolio	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ISHARES 20+ YEAR TREASURY BOND (TLT) ETF	501,046.65	488,622.42	7.65 %	577,352.79	- 88,730.37	3.26 %	15,906.85	1,605.08
		4,797		101.8600	120.36			
ISHARES 1-3 YEAR (CSJ) CREDIT BOND ETF	400,629.84	400,326.16	6.27 %	400,046.77	279.39	1.17 %	4,672.88	322.66
		3,796		105.4600	105.39			
POWERSHARES BUILD AMERICA (BAB) BOND PORTFOLIO ETF	620,448.00	613,479.20	9.61 %	652,120.58	- 38,641.38	5.19 %	31,786.72	
	22,480	27.2900		29.01				
Total etf - fixed income		\$1,923,930.16	30.11 %	\$2,079,882.26	- \$155,952.10	3.31 %	\$63,673.28	\$2,661.18

**Mutual funds - fixed income**

Mutual funds - fixed income			Current market value	%	Total original value at PNC				
	Market value last period		Current	of total	Avg original value		Current	Estimated	Accrued
Description (Symbol)	Quantity		price per unit	portfolio	at PNC per unit	Unrealized gain/loss	yield	annual income	income
T ROWE PRICE INSTITUTIONAL (PFFRX)	\$374,169.84		\$375,482.51	5.88 %	\$369,911.32	\$5,571.19	4.11 %	\$15,413.78	\$1,294.49
FLOATING RATE FUND	36,525.536		\$10.2800		\$10.13				
FD #430									
Total fixed income			\$2,299,412.67	35.99 %	\$2,449,793.58	-\$150,380.91	3.44 %	\$79,087.06	\$3,955.67

**Equities**

**Stocks**

**Consumer discretionary**

Stocks		Current market value	%	Total original value at PNC				
Consumer discretionary		Current		Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
Description (Symbol)	Market value last period	Quantity	price per unit	of total portfolio				
CST BRANDS INC (CST)	\$3,650.79	111	\$4,075.92	0.07 %	\$3,415.93	\$659.99	0.69 %	\$27.75
			\$36,720.00		\$30.77			\$6.94
D R HORTON INC (DHI)	29,820.00	1,500	33,480.00	0.53 %	28,859.85	4,620.15	0.68 %	225.00
			22,320.00		19.24			

*Detail*

**Equities**

**Stocks**  
*Consumer discretionary*

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit		Avg. original value at PNC per unit					
FOOT LOCKER INC (FL)	19,445 00	500	41 4400	0 33 %	16,665 00	33.33	4,055 00	1 94 %	400 00	
FORD MOTOR COMPANY (F)	34,160 00	2,000	30,860 00	0 49 %	32,020 00	16 01	- 1,160 00	2 60 %	800 00	
JOHNSON CONTROLS INC (JCI)	40,408 00	800	41,040 00	0 65 %	26,392 00	32.99	14,648 00	1 72 %	704 00	176 00
MCDONALD'S CORP (MCD)	19,474 00	200	19,406 00	0 31 %	16,805 90	84 03	2,600 10	3 34 %	648 00	
<b>Total consumer discretionary</b>			<b>\$149,581.92</b>	<b>2.34 %</b>	<b>\$124,158.68</b>		<b>\$25,423.24</b>	<b>1.88 %</b>	<b>\$2,804.75</b>	<b>\$182.94</b>

*Consumer staples*

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit		Avg. original value at PNC per unit					
ALTRIA GROUP INC (MO)	\$36,980 00	1,000	\$38,390 00	0 61 %	\$34,049 50	\$34 05	\$4,340 50	5 01 %	\$1,920 00	\$480 00
COCA COLA CO (KO)	40,190 00	1,000	41,310 00	0 65 %	37,119 00	37 12	4,191 00	2 72 %	1,120 00	
<b>Total consumer staples</b>			<b>\$79,700.00</b>	<b>1.25 %</b>	<b>\$71,168.50</b>		<b>\$8,531.50</b>	<b>3.81 %</b>	<b>\$3,040.00</b>	<b>\$480.00</b>

*Energy*

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit		Avg. original value at PNC per unit					
ENSCO PLC CLASS A (ESV)	\$35,448 00	600	\$34,308 00	0 54 %	\$34,552 86	\$57 59	- \$244 86	3 94 %	\$1,350 00	
SEDOIL B4VLR19			\$57.1800							
ISIN GB00B4VLR192										
OCCIDENTAL PETROLEUM CORP	- 1,800.00		- 1,140 00	- 0 02 %	- 1,481 74	2 47	341 74			
CALL @ 95 EXPIRES 01/18/14	- 600		1 9000							
OXY 140118C00095000										





*Detail*

**Energy**

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Current yield	Estimated annual income	Accrued income
		Quantity	price per unit		Avg original value at PNC per unit	Unrealized gain/loss			
EXXON MOBIL CORP (XOM)	56,088 00	600	60,720 00	0 96 %	53,013 00	7,707 00	2 50 %	1,512 00	
			101,2000		88 36				
HALLIBURTON CO (HAL)	15,804 00	300	15,225 00	0 24 %	10,124 98	5,100 02	1 19 %	180 00	
			50 7500		33 75				
MARATHON PETROLEUM CORP (MPC)	82,740 00	1,000	91,730 00	1 44 %	72 538 69	19,191 31	1 84 %	1,680 00	
			91 7300		72 54				
NATIONAL OILWELL VARCO INC (NOV)	57,050 00	700	55,671 00	0 88 %	49,492 93	6,178 07	1 31 %	728 00	
			79 5300		70 70				
OCCIDENTAL PETROLEUM CORP (OXY)	56,976 00	600	57,060 00	0 90 %	49,083 00	7,977 00	2 70 %	1,536 00	384 00
			95 1000		81 81				
VALERO ENERGY CORP (VLO)	45,720 00	1,000	50,400 00	0 79 %	36,080 55	14,319 45	1 79 %	900 00	
			50 4000		36 08				
<b>Total energy</b>			<b>\$363,974 00</b>	<b>5 70 %</b>	<b>\$303,404 27</b>	<b>\$60,569 73</b>	<b>2 17 %</b>	<b>\$7,886 00</b>	<b>\$384 00</b>

**Financial**

Description	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Current yield	Estimated annual income	Accrued income
		Quantity	price per unit		Avg original value at PNC per unit	Unrealized gain/loss			
JPMORGAN CHASE & CO	- \$690 00		- \$625 00	- 0 01 %	- \$526 81	- \$98 19			
CALL @ 60 EXPIRES 03/22/14	- 500		\$1 2500		\$1 05				
JPM 140322C00060000									
JPMORGAN CHASE & CO (JPM)	28,610 00	500	29,240 00	0 46 %	24,710 00	4,530 00	2 60 %	760 00	
			58 4800		49 42				
METLIFE INC. (MET)	33,923 50	650	35,048 00	0 55 %	31,235 35	3,812 65	2 05 %	715 00	
			53 9200		48 05				
VENTAS INC (VTR)	39,781 00	1,000	57,280 00	0 90 %	59,832 90	- 2,552 90	5 07 %	2,900 00	
			57 2800		59 83				
<b>Total financial</b>			<b>\$120,943 00</b>	<b>1 89 %</b>	<b>\$115,251 44</b>	<b>\$5,691 56</b>	<b>3 62 %</b>	<b>\$4,375 00</b>	

*Detail*

**Health care**

Description (Symbol)	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit							
ACTAVIS PLC (ACT)	\$52,182.40	320	\$53,760.00	0.85 %	\$26,842.00	\$83.88	\$26,918.00			
SEDOL 8D1NQJ9 ISIN IE00BD1NQJ95			\$168.0000							
ALLERGAN INC (AGN)	29,115.00	600	66,648.00	1.05 %	56,604.00	94.34	10,044.00	0.19 %	120.00	
BIOGEN IDEC INC (BIIB)	29,097.00	100	27,957.20	0.44 %	20,871.00	208.71	7,086.20			
CELGENE CORP (CELG)	16,177.00	100	16,896.80	0.27 %	13,746.50	137.47	3,150.30			
LILLY ELI & CO (LLY)	60,264.00	1,200	61,200.00	0.96 %	58,781.34	48.98	2,418.66	3.85 %	2,352.00	
MERCK & CO INC (MRK)	49,830.00	1,000	50,050.00	0.79 %	41,639.52	41.64	8,410.48	3.52 %	1,760.00	440.00
PFIZER INC (PFE)	31,730.00	1,000	30,630.00	0.48 %	28,069.90	28.07	2,560.10	3.40 %	1,040.00	
QUESTCOR PHARMACEUTICALS INC (QCOR)		600	32,670.00	0.52 %	32,009.94	53.35	660.06	2.21 %	720.00	
ST JUDE MEDICAL INC (STJ)	29,210.00	500	30,975.00	0.49 %	21,075.00	42.15	9,900.00	1.62 %	500.00	125.00
TEVA PHARMACEUTICAL INDS LTD (TEVA) ADR	40,760.00	1,000	40,080.00	0.63 %	38,749.90	38.75	1,330.10	2.71 %	1,084.00	
<b>Total health care</b>			<b>\$410,867.00</b>	<b>6.43 %</b>	<b>\$338,389.10</b>		<b>\$72,477.90</b>	<b>1.84 %</b>	<b>\$7,578.00</b>	<b>\$565.00</b>

**Information technology**

Description	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Avg original value at PNC per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit							
QUALCOMM CALL @ 75 EXPIRES 04/19/14 QCOM 140419C00075000		- 700	\$1,806.00	- 0.03 %	\$1,596.56	\$2.28	\$209.44			
APPLE INC (AAPL)	139,017.50	250	140,255.00	2.20 %	121,034.75	484.14	19,220.25	2.18 %	3,050.00	



*Detail*

**Information technology**

Description	Market value last period Quantity	Current market value	% of total portfolio	Total original value at PNC	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit		Avg original value at PNC per unit				
CISCO SYSTEMS INC (CSCO)	2,000	44,860 00	0 71 %	42,350 00	2,510 00	3 04 %	1,360 00	
COGNIZANT TECHNOLOGY SOLUTIONS (CTSH)	500	22 4300	0 80 %	21 18	19,000 00			
CORNING INC (GLW)	34,160 00	50,490 00	0 56 %	31,490 00	7,480 00	2 25 %	800 00	
EMC CORP (EMC)	2,000	100,9800	0 60 %	62 98	3,540 15	1 60 %	600 00	
INTEL CORP (INTC)	35,775 00	35,640 00	0 82 %	28,160 00	10,210 15	3 47 %	1,800 00	
INTERNATIONAL BUSINESS MACHS (IBM)	1,500	17,8200	0 89 %	14 08	194 26	2 03 %	1,140 00	
MICROSOFT CORP (MSFT)	47,680 00	56 271 00	1 04 %	56,076 74	18 793 08	3 00 %	2,016 00	
ORACLE CORP (ORCL)	300	187 5700	0 60 %	186 92	5,588 80	1 26 %	480 00	
QUALCOMM (QCOM)	68,634 00	67,338 00	0 82 %	48,544 92	8,704 02	1 89 %	980 00	
	1,800	37 4100		26 97				
	35,290 00	38,260 00		32 67				
	1,000	51,975 00		43,270 98				
	700	74 2500		61 82				
<b>Total information technology</b>		<b>\$572,918 00</b>	<b>8.97 %</b>	<b>\$477,886.73</b>	<b>\$95,031.27</b>	<b>2.13 %</b>	<b>\$12,226 00</b>	

**Materials**

Description	Market value last period Quantity	Current market value	% of total portfolio	Total original value at PNC	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit		Avg original value at PNC per unit				
CF INDUSTRIES HOLDINGS INC	- \$2,400 00	- \$5,600 00	- 0 09 %	- \$2,115 82	- \$3,684 18			
CALL @ 220 EXPIRES 01/18/14	- 400	\$14,0000		\$5 29				
CF 140118C00220000								
CF INDUSTRIES HOLDINGS INC (CF)	86,952 00	93,216 00	1 46 %	76,533 21	16,682 79	1 72 %	1,600 00	
DUPONT E I DE NEMOURS & CO (DD)	400	233,0400	0 82 %	191 33	12,902 96	2 78 %	1,440 00	
FREEPORT MCMORAN COPPER & GOLD (FCX)	49,104 00	51,976 00	0 89 %	39,073 04	7,430 35	3 32 %	1,875 00	
INC	800	64 9700		48 84				
	52,035 00	56,610 00		49,179 65				
	1,500	37 7400		32 79				

*Detail*

**Materials**

Description	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	Current price per unit		Avg original value at PNC per unit					
METHANEX CORP (MEOH)		400	23,696 00	0.38 %	24,268 00		- 572 00	1.36 %	320 00	
			59 2400		60 67					
MOSAIC CO/THE (MOS)	57,480.00	1,200	56,724 00	0.89 %	61,590 00		- 4,866 00	2.12 %	1,200 00	
			47 2700		51 33					
<b>Total materials</b>			<b>\$276,622.00</b>	<b>4.33 %</b>	<b>\$248,528.08</b>		<b>\$28,093.92</b>	<b>2.33 %</b>	<b>\$6,435.00</b>	

**Telecommunication services**

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	Current price per unit		Avg original value at PNC per unit					
AT&T INC (TI)	\$51,547 44	1,464	\$51,474 24	0.81 %	\$50,683 53		\$790.71	5.24 %	\$2,693.76	
			\$35 1600		\$34 62					
ROGERS COMMUNICATIONS INC (RCI)	35,864 00	800	36,200 00	0.57 %	31,397 36		4,802 64	3.61 %	1,304 80	335 12
CLASS B NON-VTD			45 2500		39 25					
TRANSFER RESTRICTED										
VERIZON COMMUNICATIONS INC (VZ)	49,620 00	1,000	49,140 00	0.77 %	42,490 00		6,650 00	4.32 %	2,120 00	
			49 1400		42 49					
<b>Total telecommunication services</b>			<b>\$136,814.24</b>	<b>2.14 %</b>	<b>\$124,570.89</b>		<b>\$12,243.35</b>	<b>4.47 %</b>	<b>\$6,118.56</b>	<b>\$335.12</b>

**Utilities**

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total original value at PNC		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	Current price per unit		Avg original value at PNC per unit					
EDISON INTL (EIX)	\$23,105 00	500	\$23,150 00	0.37 %	\$23,615 00		- \$465.00	3.07 %	\$710 00	\$177.50
			\$46 3000		\$47 23					
NATIONAL FUEL GAS CO (NFG)	67,480 00	1,000	71,400 00	1.12 %	51,581 20		19,818 80	2.11 %	1,500 00	375 00
			71 4000		51 58					
PINNACLE WEST CAPITAL CORP (PNW)		700	37,044 00	0.58 %	37 282 00		- 238 00	4.29 %	1,589 00	
			52 9200		53 26					
WISCONSIN ENERGY CORP (WEC)	41,770 00	1,000	41,340 00	0.65 %	39,930 00		1,410 00	3.71 %	1,530 00	
			41 3400		39 93					



**Detail**

<b>Utilities</b>		Current market value	%	Total original value at PNC		Current	Estimated	Accrued
Description (Symbol)	Market value last period	Current price per unit	of total portfolio	Avg original value at PNC per unit	Unrealized gain/loss	yield	annual income	income
	Quantity							
Total utilities		\$172,934.00	2.71 %	\$152,408.20	\$20,525.80	3.08 %	\$5,329.00	\$552.50
Total stocks		\$2,284,354.16	35.75 %	\$1,955,765.89	\$328,588.27	2.44 %	\$55,792.31	\$2,499.56

<b>Etf - equity</b>		Current market value	%	Total original value at PNC		Current	Estimated	Accrued
Description (Symbol)	Market value last period	Current price per unit	of total portfolio	Avg original value at PNC per unit	Unrealized gain/loss	yield	annual income	income
	Quantity							
SPDR MATERIALS SELECT SECTOR (XLB)	\$34,186.14	\$35,635.62	0.56 %	\$30,069.00	\$5,566.62	2.08 %	\$740.16	
LARGE CAP ETF	771	\$46.2200		\$39.00				
SPDR SECTOR TR (XLK)	34,585.93	\$35,632.78	0.56 %	\$30,488.26	\$5,144.52	1.71 %	\$607.17	
SHS BEN INT-TECHNOLOGY ETF	997	\$35.7400		\$30.58				
VANGUARD FTSE EMERGING MARKETS (VWO)	93,247.04	\$142,796.94	2.24 %	\$134,652.91	\$8,144.03	2.74 %	\$3,904.88	
ETF	3,471	\$1.1400		\$38.79				
Total etf - equity		\$214,065.34	3.35 %	\$195,210.17	\$18,855.17	2.45 %	\$5,252.21	

<b>Other equity</b>		Current market value	%	Total original value at PNC		Current	Estimated	Accrued
Description (Cusip)	Market value last period	Current price per unit	of total portfolio	Avg original value at PNC per unit	Unrealized gain/loss	yield	annual income	income
	Quantity							
CREDIT SUISSE EQUITY (SPX) NOTE	\$144,500.00	\$146,487.50	2.30 %	\$125,000.00	\$21,487.50	2.10 %	\$3,062.50	\$1,054.86
2.45% CPN 15% BUFFER 100% PARTIC	125,000	\$117.1900		\$100.00				
MATURITY 2/27/17 ISSUED 2/27/13								
RATING A1								
(22546TX48)								
CREDIT SUISSE EQUITY NOTE	163,425.00	\$165,975.00	2.60 %	\$150,000.00	\$15,975.00			
1% COUPON 15% BUFFER 59.7% CAP	150,000	\$110.6500		\$100.00				
MATURITY 7/10/17 ISSUED 7/9/13								
RATING A1								
(225470X12)								
DCD MIDSTREAM PARTIAL SLP (DPM)	28,908.00	\$51,608.75	0.81 %	\$49,038.54	\$2,570.21	5.72 %	\$2,952.00	
	1,025	\$50.3500		\$47.84				

Detail

Other equity

Description (Cusip)	Market value last period	Quantity	Current market value	% of total portfolio	Total original value at PNC	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
			Current price per unit		Avg original value at PNC per unit				
HSBC EQUITY NOTE (EAFE)	117,620.00	100,000	118,980.00	1.87 %	100,000.00	18,980.00	1.69 %	2,000.00	311.11
2% CPN 15% BUFFER 147% CAP MATURITY 5/5/16 ISSUED 11/5/12 RATING A2 (4042K17B3)			118.9800		100.00				
KINDER MORGAN ENERGY PARTNERS LP (KMP)	28,689.50	600	48,396.00	0.76 %	47,960.98	435.02	6.70 %	3,240.00	
UNIT LTD PARTNERSHIP INT			80.6600		79.93				
LINN ENERGY LLC UNITS (LINE)	51,714.00	1,700	52,343.00	0.82 %	63,067.81	-10,724.81	9.42 %	4,928.30	
			30.7900		37.10				
ONEOK PARTNERS LP (OKS)	32,136.00	1,000	52,650.00	0.83 %	52,084.98	565.02	5.51 %	2,900.00	
			52.6500		52.08				
PLAINS ALL AMERICAN PIPELINE LTD (PAA)	56,727.00	1,100	56,947.00	0.90 %	56,380.06	566.94	4.64 %	2,640.00	
PARTNERSHIP INT			51.7700		51.25				
RBC EQUITY (SPX) NOTE	161,500.00	125,000	165,987.50	2.60 %	125,000.00	40,987.50			
20% BUFFER 221 2% PARTICIPATION MATURITY 2/27/17 ISSUED 2/27/13 RATING AA3 (78008SYA8)			132.7900		100.00				
<b>Total other equity</b>			<b>\$859,374.75</b>	<b>13.45 %</b>	<b>\$768,532.37</b>	<b>\$90,842.38</b>	<b>2.53 %</b>	<b>\$21,722.80</b>	<b>\$1,365.97</b>
<b>Total equities</b>			<b>\$3,357,794.25</b>	<b>52.55 %</b>	<b>\$2,919,508.43</b>	<b>\$438,285.82</b>	<b>2.47 %</b>	<b>\$82,767.32</b>	<b>\$3,865.53</b>





JIM GILMORE JR FOUNDATION IMA  
 INVESTMENT MANAGEMENT STATEMENT  
 Account number 75-75-065-9059375  
 December 1, 2013 - December 31, 2013

Page 20 of 27

*Detail*

**Alternative investments**  
**Mutual funds - alternative invest**

Mutual funds - alternative invest			Current market value	%	Total original value at PNC					
	Market value last period		Current	of total	Avg original value		Current	Estimated	Accrued	
Description (Symbol)	Quantity		price per unit	portfolio	at PNC per unit	Unrealized gain/loss	yield	annual income	income	
EATON VANCE GLOBAL MACRO (EIGMX)	\$294,817.61		\$296,480.97	4.64 %	\$312,439.31	- \$15,958.34	4.12 %	\$12,211.74		
ABSOLUTE RETURN FUND CLASS I #88	31,473.564		\$9.4200		\$9.93					
Total portfolio			\$6,389,743.98	100.00 %	\$6,117,797.41	\$271,946.57	2.73 %	\$176,196.95	\$7,843.13	

## Federal Statements

### Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	\$ 263,247
TOTAL	\$ 263,247

### Statement 11 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
INCOME FROM ONEOK NOT ON BKS	\$ -1,503
INCOME FROM KINDER MORGAN NOT ON BKS	-977
INCOME FROM DCP NOT ON BKS	-239
INCOME FROM GCG PORTAGE NOT ON BKS	16,805
INCOME FROM PLAINS ALL-AMERICAN NOT ON BKS	-501
ADJUSTMENT TO BASIS OF MICHIGAN BLDG	211,579
TOTAL	\$ 225,164



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36-3584018

FYE: 12/31/2013

## Federal Statements

7/29/2014 1:50 PM

Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,  
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
CASE HOOGENDOORN 122 S. MICHIGAN AVENUE, SUITE 1220 CHICAGO IL 60603	SECRETARY/TR	5.00	0	0	0
SYDNEY GILMORE HOERLER 915 BERKSHIRE RD GROSSE POINTE PARK MI 48230	DIRECTOR	5.00	0	0	0
BETHANY GILMORE 12275 S SHERMAN LAKE DR AUGUSTA MI 49012	DIRECTOR	5.00	0	0	0
CHRISTOPHER SHOOK 162 E MICHIGAN AVE KALAMAZOO MI 49007	PRESIDENT	40.00	170,000	15,634	0
GEORGE LENNON 151 S ROSE ST, STE 900 KALAMAZOO MI 49007	DIRECTOR	5.00	18,000	0	0
MARIETTE LEMIEUX 1051 DOGWOOD DR PORTAGE MI 49024	CHAIR	5.00	0	0	0

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year

Name Address	Relationship	Status	Purpose	Amount
DOWNTOWN KALAMAZOO ASSOC CHARITIES KALAMAZOO MI 49007	141 E MICHIGAN AVE STE 5 NONE	PUBLIC	COMMUNITY POLICE OFFICER DOWNTOWN	48,000
THE UNIVERSITY OF MICHIGAN LAW SCHL ANN ARBOR MI 48109	625 S STATE ST NONE	PUBLIC	OPERATIONS	5,000
				12-13

## Federal Statements

7/29/2014 1:50 PM

### Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
CATHOLIC SCHOOLS OF GRTR KALAMAZOO	KALAMAZOO MI 49008	1000 W KILGORE RD	PUBLIC	NONE		OPERATIONS	7,000
COMMUNITY HEALING CENTERS	KALAMAZOO MI 49008	2615 STADIUM DR	PUBLIC	NONE		BUILDING RENOVATIONS	120,000
SPECIAL DAYS CAMPS	ANN ARBOR MI 48103	2232 S MAIN ST #161	PUBLIC	NONE		OPERATIONS	10,000
SAINT JOSEPH CATHOLIC CHURCH	KALAMAZOO MI 49001	936 LAKE ST	PUBLIC	NONE		OPERATIONS	2,000
BRIGHT PROMISE FUND FOR	CHICAGO IL 60605	1550 S STATE STE 107	PUBLIC	NONE		OPERATIONS	3,000
SEMINARY CONSORTIUM FOR	CHICAGO IL 60601	200 N MICHIGAN AVE	PUBLIC	NONE		OPERATIONS	4,000
THE ALBAN INSTITUTE	HERNDON VA 20170	131 ELDEN ST STE 202	PUBLIC	NONE		OPERATIONS	4,000
CENTER FOR PUBLIC JUSTICE	WASHINGTON DC 20005	1115 MASSACHUSETTS AVE	PUBLIC	NONE		OPERATIONS	3,000
ALTERNATIVES FOR GIRLS	DETROIT MI 48208	903 W GRAND BLVD	PUBLIC	NONE		OPERATIONS	14,000
BARN THEATRE SCHOOL FOR	AUGUSTA MI 49012	PO BOX 277	PUBLIC	NONE		OPERATIONS	12,000
MRC INDUSTRIES	KALAMAZOO MI 49007	1606 S BURDICK	PUBLIC	NONE		BUILDING RENOVATIONS	50,000
KALAMAZOO NATURE CENTER	KALAMAZOO MI 49009	7000 N WESTNEDGE	PUBLIC	NONE		PHASE III OF DOWNTOWN PARK	30,000
BORGESS FOUNDATION	KALAMAZOO MI 49048	1521 GULL ROAD	PUBLIC	NONE		OPERATIONS	2,000
MI DEAF ASSOCIATION	FOWLERVILLE MI 48816	9819 FOUNDATION LANE	PUBLIC	NONE		OPERATIONS	25,000
DISABILITY NETWORK	KALAMAZOO MI 49001	517 E CROSSTOWN PKWY	PUBLIC	NONE		OPERATIONS	20,000
DIOCESE OF KALAMAZOO	KALAMAZOO MI 49007	215 N. WESTNEDGE	PUBLIC	NONE		TRAUMA RECOVERY PROGRAM	10,425
DOWNTOWN KALAMAZOO ASSOC	CHARITIES	141 E MICHIGAN AVE STE 5	PUBLIC	NONE		PARKING LOT LIGHTING	50,000

## Federal Statements

7/29/2014 1:50 PM

### Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
COMMUNITY HEALING CENTERS		KALAMAZOO MI 49008		NONE	2615 STADIUM DR PUBLIC	OPERATIONS	4,000
TOTAL							<u>423,425</u>

## Federal Statements

7/29/2014 1:50 PM

### Statement 14 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
MISCELLANEOUS INCOME		\$	16	\$ 141,682	\$
K-1 ORD INCOME LINN ENERGY			16	3,880	
K-1 1231 LOSS LINN ENERGY			16	-998	
K-1 ORD LOSS DCP MIDSTREAM			16	-240	
K-1 OTHER RENT INC DCM MIDS			16	1	
K-1 ORD LOSS KINDER MORGAN			16	-978	
K-1 ROYALTIES KINDER MORGAN			16	2	
K-1 1231 LOSS KINDER MORGAN			16	-2	
K-1 ORD LOSS ONEOK PARTNERS			16	-1,503	
K-1 ORD LOSS PLAINS ALL-AME			16	-489	
K-1 ORD LOSS PAA NATURAL GA			16	-18	
K-1 ROYALTY PLAINS ALL-AMER			16	4	
TOTAL		\$ <u>0</u>		\$ <u>141,341</u>	\$ <u>0</u>

Form **8868**

(Rev. January 2014)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**► **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

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
	<b>JIM GILMORE JR. FOUNDATION</b>	<b>36-3584018</b>
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	<b>162 E MICHIGAN AVE.</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	<b>KALAMAZOO MI 49007</b>	

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

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
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

**CHRIS SHOOK**  
**162 E. MICHIGAN AVE.**

- The books are in the care of ► **KALAMAZOO**

**MI 49007**Telephone No ► **269-381-3490**FAX No ► **269-381-5326**

- 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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/14**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year **2013** or

► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a 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.	3a	\$	<b>16,200</b>
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>11,200</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>5,000</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev. 1-2014)

DAA