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.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
ARTHUR K. & SYLVIA S. LEE SCHOLARSHIP
FOUNDATION C/O JAMES B. FORD

A Employer identification number
36-6069067

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 681943

Room/suite

B Telephone number
615-308-8502

City or town, state or province, country, and ZIP or foreign postal code
FRANKLIN, TN 37068-1943

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)* ▶$ 1,156,236.

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).)	(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	1,600.			
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	53.	53.		STATEMENT 1
	4 Dividends and interest from securities	17,324.	17,324.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	73,890.			
	b Gross sales price for all assets on line 6a 742,685.				
	7 Capital gain net income (from Part IV, line 2)		73,890.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	92,867.	91,267.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,000.	14,000.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,000.	2,000.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	15.	8.	0.	7.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	5,840.	5,840.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	21,855.	21,848.	0.	7.
	25 Contributions, gifts, grants paid	62,459.			62,459.
	26 **Total expenses and disbursements.** Add lines 24 and 25	84,314.	21,848.	0.	62,466.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	8,553.			
	b **Net investment income** (if negative, enter -0-)		69,419.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

914 2A

		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	25,850.	48,002.	48,002.
	2	Savings and temporary cash investments	112,514.	173,090.	173,090.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	829,183.	753,825.	935,144.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	967,547.	974,917.	1,156,236.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	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	361,876.	361,876.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	605,671.	613,041.	
	30	**Total net assets or fund balances**	967,547.	974,917.	
	31	**Total liabilities and net assets/fund balances**	967,547.	974,917.	

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	967,547.
2	Enter amount from Part I, line 27a	2	8,553.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	976,100.
5	Decreases not included in line 2 (itemize) ▶ OTHER ADJUSTMENT	5	1,183.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	974,917.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	742,685.		668,795.	73,890.

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				
b				
c				
d				
e				73,890.

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	73,890.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	78,058.	1,070,456.	.072920
2011	84,567.	1,013,748.	.083420
2010	84,105.	984,893.	.085395
2009	88,872.	892,812.	.099542
2008	92,152.	1,048,278.	.087908

2 **Total** of line 1, column (d)	2	.429185
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	.085837
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,098,318.
5 Multiply line 4 by line 3	5	94,276.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	694.
7 Add lines 5 and 6	7	94,970.
8 Enter qualifying distributions from Part XII, line 4	8	62,466.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,388.
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	1,388.
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	1,388.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,211.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,211.
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** SEE STATEMENT 7 ▶			9	177.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶		**Refunded** ▶	11	

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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN,IL			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MR. JAMES B. FORD Telephone no. ▶ (615) 308-8502

Located at ▶ 9679 AURORA COURT, BRENTWOOD, TN ZIP+4 ▶ 37027-2223

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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		X
	See the 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 instructions)? N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? | 5b | Yes: | No: X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | Yes: | No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT #6 P.O. BOX 681943 FRANKLIN, TN 37068-1943	SEE ATTACHMENT #6 1.00	14,000.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE FOUNDATION MADE GRANTS TO BE USED FOR EDUCATIONAL PURPOSES TO THE RECIPIENTS LISTED IN THE ATTACHED STATEMENT.	62,459.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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	910,265.
b	Average of monthly cash balances			1b	204,779.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	1,115,044.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	1,115,044.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	16,726.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	1,098,318.
6	**Minimum investment return.** Enter 5% of line 5			6	54,916.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	54,916.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,388.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,388.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	53,528.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	53,528.
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	53,528.

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	62,466.
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	62,466.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	62,466.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					53,528.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: _______ , _______ , _______			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	40,554.				
b From 2009	44,299.				
c From 2010	34,860.				
d From 2011	33,880.				
e From 2012	24,749.				
f **Total** of lines 3a through e		178,342.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $	62,466.				
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2013 distributable amount					53,528.
e Remaining amount distributed out of corpus		8,938.			
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		187,280.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		40,554.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		146,726.			
10 Analysis of line 9:					
a Excess from 2009	44,299.				
b Excess from 2010	34,860.				
c Excess from 2011	33,880.				
d Excess from 2012	24,749.				
e Excess from 2013	8,938.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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 ATTACHMENT #7	NONE	INDIVIDUAL	EDUCATIONAL SCHOLARSHIP ;LISTTOTAL 84566.63 ;LISTTOTAL 78058.34	62,459.
Total			▶ 3a	62,459.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

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
	(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	53.	
4 Dividends and interest from securities			14	17,324.	
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	73,890.	
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.		91,267.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 91,267.

(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).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

James B Ford

Signature of officer or trustee

Date 6/10/14

Title ▶ OFFICER

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

Paid Preparer Use Only

Print/Type preparer's name JILL HUDSON	Preparer's signature	Date 06/09/14	Check ☐ if self- employed	PTIN P00061190
Firm's name ▶ LATTIMORE BLACK MORGAN & CAIN, P.C.			Firm's EIN ▶ 62-1199757	
Firm's address ▶ P.O. BOX 1869 BRENTWOOD, TN 37024-1869			Phone no. (615)377-4600	

Form **990-PF** (2013)

323622
10-10-13

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT	15.	8.	0.	7.
TO FORM 990-PF, PG 1, LN 18	15.	8.	0.	7.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	1,317.	1,317.	0.	0.
INVESTMENT ADVISORY FEES	4,523.	4,523.	0.	0.
TO FORM 990-PF, PG 1, LN 23	5,840.	5,840.	0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY - 941-105409-070	0.	0.
MORGAN STANLEY - 941-106753-070	0.	0.
BAIRD - 1048-6486	10,900.	90,840.
BAIRD - 1373-2277	742,925.	844,304.
TOTAL TO FORM 990-PF, PART II, LINE 10B	753,825.	935,144.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 7

TAX DUE FROM FORM 990-PF, PART VI	177.
LATE PAYMENT PENALTY	1.
TOTAL AMOUNT DUE	178.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 8

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	177.	177.	1	1.
DATE FILED	06/11/14		177.		
TOTAL LATE PAYMENT PENALTY					1.

ARTHUR K. & SYLVIA S. LEE SCHOLARSHIP FOUNDATION C/O JAMES B. FORD

CONTINUATION FOR 990-PF, PART IV
36-6069067 PAGE 1 OF 1

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	MORGAN STANLEY - 105409 - 500 SHS ATMOS ENERGY CP	P	08/08/88	04/16/13
b	MORGAN STANLEY - 106753 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
c	MORGAN STANLEY - 106753 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
d	BAIRD - 1373-2277 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
e	BAIRD - 1373-2277 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	21,174.		2,725.	18,449.
b	10,388.		10,068.	320.
c	533,191.		505,251.	27,940.
d	81,117.		67,385.	13,732.
e	78,657.		83,366.	-4,709.
f	18,158.			18,158.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				18,449.
b				320.
c				27,940.
d				13,732.
e				-4,709.
f				18,158.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	73,890.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

323591
05-01-13

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
PO BOX 681943
FRANKLIN TN 37068-1943

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XXX-XX-9067
Account Number: 941 106753 300

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BRANDES INTL EQUITY E	CUSIP: 105262810		Symbol (Box 1d): BIEEX					
	156.312	12/06/12	06/19/13	$2,297.79	$2,052.37	$0.00	$245.42	$0.00
DAVIS NEW YORK VENTURE Y	CUSIP: 239080401		Symbol (Box 1d): DNVYX					
	98.048	12/18/12	01/17/13	$3,592.48	$3,486.58	$0.00	$105.90	$0.00
	40.270	12/18/12	01/17/13	$1,475.48	$1,431.99	$0.00	$43.49	$0.00
Security Subtotal	138.318			$5,067.96	$4,918.57	$0.00	$149.39	$0.00
GAMCO GROWTH AAA	CUSIP: 36464V104		Symbol (Box 1d): GABGX					
	4.301	12/27/12	01/18/13	$155.70	$148.54	$0.00	$7.16	$0.00
PIMCO FOREIGN BD (UNHEDGED) A	CUSIP: 722005196		Symbol (Box 1d): PFUAX					
	9.485	05/31/12	01/17/13	$102.34	$103.10	$0.00	($0.76)	$0.00
	9.252	06/29/12	01/17/13	$99.83	$100.75	$0.00	($0.92)	$0.00
	8.136	07/31/12	01/17/13	$87.79	$90.39	$0.00	($2.60)	$0.00
	8.490	08/31/12	01/17/13	$91.61	$95.94	$0.00	($4.33)	$0.00
	6.419	09/28/12	01/17/13	$69.26	$74.59	$0.00	($5.33)	$0.00
	5.850	10/31/12	01/17/13	$63.12	$67.51	$0.00	($4.39)	$0.00
	6.651	11/30/12	01/17/13	$71.76	$76.29	$0.00	($4.53)	$0.00
	118.977	12/12/12	01/17/13	$1,283.76	$1,325.40	$0.00	($41.64)	$0.00
	13.599	12/12/12	01/17/13	$146.73	$151.49	$0.00	($4.76)	$0.00
	41.874	12/27/12	01/17/13	$451.82	$456.85	$0.00	($5.03)	$0.00
	7.881	12/31/12	01/17/13	$85.05	$85.82	$0.00	($0.77)	$0.00
Security Subtotal	236.614			$2,553.07	$2,628.13	$0.00	($75.06)	$0.00
Total Short Term Covered Securities				**$10,074.52**	**$9,747.61**	**$0.00**	**$326.91**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
PO BOX 681943
FRANKLIN TN 37068-1943

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XXX-XX-9067
Account Number: 941 106753 300

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PIMCO FOREIGN BD (UNHEDGED) A	CUSIP: 722005196	Symbol (Box 1d): PFUAX						
	6.278	02/01/12	01/17/13	$67.74	$69.94	$0.00	($2.20)	$0.00
	7.073	03/01/12	01/17/13	$76.32	$77.10	$0.00	($0.78)	$0.00
	8.223	04/02/12	01/17/13	$88.73	$89.38	$0.00	($0.65)	$0.00
	7.516	05/01/12	01/17/13	$81.10	$83.50	$0.00	($2.40)	$0.00
Security Subtotal	29.090			$313.89	$319.92	$0.00	($6.03)	$0.00
Total Short Term Noncovered Securities				**$313.89**	**$319.92**	**$0.00**	**($6.03)**	**$0.00**
Total Short Term Covered and Noncovered Securities				**$10,388.41**	**$10,067.53**	**$0.00**	**$320.88**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
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PO BOX 681943
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Taxpayer ID Number: XXX-XX-9067
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMERICAN EUROPACIFIC GRW F1	CUSIP: 298706409		Symbol (Box 1d): AEGFX					
	809.134	08/28/08	01/17/13	$34,048.36	$34,177.81	$0.00	($129.45)	$0.00
AMERICAN WA MUTUAL F1	CUSIP: 939330403		Symbol (Box 1d): WSHFX					
	1,569.602	08/28/08	01/17/13	$50,431.30	$47,040.99	$0.00	$3,390.31	$0.00
BRANDES INTL EQUITY E	CUSIP: 105262810		Symbol (Box 1d): BIEEX					
	2,068.628	04/06/11	01/17/13	$29,271.08	$32,580.89	$0.00	($3,309.81)	$0.00
	2,063.641	04/06/11	06/19/13	$30,335.52	$32,502.35	$0,00	($2,166.83)	$0.00
Security Subtotal	4,132.269			$59,606.60	$65,083.24	$0.00	($5,476.64)	$0.00
DAVIS NEW YORK VENTURE Y	CUSIP: 239080401		Symbol (Box 1d): DNVYX					
	1,975.703	08/28/08	01/17/13	$72,389.74	$70,572.13	$0.00	$1,817.61	$0.00
	61.168	12/03/08	01/17/13	$2,241.19	$1,312.67	$0.00	$928.52	$0.00
	4.918	08/25/09	01/17/13	$180.20	$140.71	$0.00	$39.49	$0.00
	13.550	08/25/09	01/17/13	$496.49	$387.67	$0.00	$108.82	$0.00
	46.598	08/25/09	01/17/13	$1,707.35	$1,333.17	$0.00	$374.18	$0.00
	283.784	08/25/09	01/17/13	$10,397.85	$8,119.06	$0.00	$2,278 79	$0.00
	30.263	12/02/09	01/17/13	$1,108.84	$932.71	$0.00	$176.13	$0.00
	42.105	12/02/10	01/17/13	$1,542.73	$1,395.78	$0.00	$146.95	$0 00
	9.138	04/06/11	01/17/13	$334.82	$335.47	$0.00	($0.65)	$0.00
	23.190	12/22/11	01/17/13	$849.68	$754.60	$0.00	$95.08	$0.00
Security Subtotal	2,490.417			$91,248.89	$85,283.97	$0.00	$5,964.92	$0.00
GAMCO GROWTH AAA	CUSIP: 36464V104		Symbol (Box 1d): GABGX					
	1,321.820	08/28/08	01/18/13	$47,849.90	$42,218.93	$0.00	$5,630.97	$0.00
	55.094	04/06/11	01/18/13	$1,994.40	$1,808.19	$0.00	$186.21	$0.00
Security Subtotal	1,376.914			$49,844.30	$44,027.12	$0.00	$5,817.18	$0.00

CONTINUED ON NEXT PAGE

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
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FRANKLIN TN 37068-1943

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Identification Number: 26-4310632

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
LAZARD EMERGING MARKETS I	CUSIP: 52106N889		Symbol (Box 1d): LZEMX					
	35.556	08/28/08	01/17/13	$706.86	$732.81	$0.00	($25.95)	$0.00
PIMCO FOREIGN BD (UNHEDGED) A	CUSIP: 722005196		Symbol (Box 1d): PFUAX					
	1,961.316	08/28/08	01/17/13	$21,162.60	$20,240.80	$0.00	$921.80	$0.00
	670.594	08/28/08	01/17/13	$7,235.70	$6,920.54	$0.00	$315.16	$0.00
	2.505	09/02/08	01/17/13	$27.03	$25.90	$0.00	$1.13	$0.00
	19.274	10/01/08	01/17/13	$207.97	$185.22	$0.00	$22.75	$0.00
	20.783	11/03/08	01/17/13	$224.25	$187.46	$0.00	$36.79	$0.00
	17.859	12/01/08	01/17/13	$192.70	$158.41	$0.00	$34.29	$0.00
	635.723	12/10/08	01/17/13	$6,859.44	$5,034.93	$0.00	$1,824.51	$0.00
	18.048	01/02/09	01/17/13	$194.74	$154.85	$0.00	$39.89	$0.00
	14.868	02/02/09	01/17/13	$160.43	$125.04	$0.00	$35.39	$0.00
	21.193	03/02/09	01/17/13	$228.67	$168.91	$0.00	$59.76	$0.00
	12.901	04/01/09	01/17/13	$139.20	$103.47	$0.00	$35.73	$0.00
	17.594	05/01/09	01/17/13	$189.84	$144.62	$0.00	$45.22	$0.00
	18.270	06/01/09	01/17/13	$197.13	$162.97	$0.00	$34.16	$0.00
	17.980	07/01/09	01/17/13	$194.00	$161.82	$0.00	$32.18	$0.00
	16.113	08/03/09	01/17/13	$173.86	$152.43	$0.00	$21.43	$0.00
	16.033	09/01/09	01/17/13	$173.00	$156.80	$0.00	$16.20	$0.00
	12.627	10/01/09	01/17/13	$136.25	$128.29	$0.00	$7.96	$0.00
	12.004	11/02/09	01/17/13	$129.52	$123.40	$0.00	$6.12	$0.00
	8.881	12/01/09	01/17/13	$95.83	$94.41	$0.00	$1.42	$0.00
	10.444	01/04/10	01/17/13	$112.69	$104.54	$0.00	$8.15	$0.00
	7.458	02/01/10	01/17/13	$80.47	$75.92	$0.00	$4.55	$0.00

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Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
PO BOX 681943
FRANKLIN TN 37068-1943

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XXX-XX-9067
Account Number: 941 106753 300

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Continued)

(Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PIMCO FOREIGN BD (UNHEDGED) A	7.021	03/01/10	01/17/13	$75.76	$71.61	$0.00	$4.15	$0.00
	7.608	04/01/10	01/17/13	$82.09	$76.00	$0.00	$6.09	$0.00
	8.377	05/03/10	01/17/13	$90.39	$84.27	$0.00	$6.12	$0.00
	6.490	06/01/10	01/17/13	$70.03	$63.86	$0.00	$6.17	$0.00
	7.102	07/01/10	01/17/13	$76.63	$71.52	$0.00	$5.11	$0.00
	7.337	08/02/10	01/17/13	$79.17	$77.19	$0.00	$1.98	$0.00
	7.080	09/01/10	01/17/13	$76.39	$76.53	$0.00	($0.14)	$0.00
	6.236	10/01/10	01/17/13	$67.29	$69.78	$0.00	($2.49)	$0.00
	6.835	11/01/10	01/17/13	$73.75	$78.26	$0.00	($4.51)	$0.00
	6.903	12/01/10	01/17/13	$74.48	$74.35	$0.00	$0.13	$0.00
	8.102	01/03/11	01/17/13	$87.42	$85.48	$0.00	$1.94	$0.00
	181.488	01/04/11	01/17/13	$1,958.25	$1,914.70	$0.00	$43.55	$0.00
	7 161	02/01/11	01/17/13	$77.27	$75.69	$0.00	$1.58	$0.00
	235.110	02/15/11	01/17/13	$2,536.83	$2,449.85	$0.00	$86.98	$0.00
	7.218	03/01/11	01/17/13	$77.88	$77.02	$0.00	$0.86	$0.00
	7.925	04/01/11	01/17/13	$85.51	$84.48	$0.00	$1.03	$0.00
	7.890	05/02/11	01/17/13	$85.13	$87.58	$0.00	($2.45)	$0.00
	8.247	06/01/11	01/17/13	$88.99	$90.55	$0.00	($1.56)	$0.00
	7.918	07/01/11	01/17/13	$85.44	$87.18	$0.00	($1.74)	$0.00
	7.912	08/01/11	01/17/13	$85.37	$90.51	$0.00	($5.14)	$0.00
	7.849	09/01/11	01/17/13	$84.69	$89.87	$0.00	($5.18)	$0.00
	8.017	10/03/11	01/17/13	$86.50	$88.83	$0.00	($2.33)	$0.00
	8.456	11/01/11	01/17/13	$91.24	$95.21	$0.00	($3.97)	$0.00
	8.687	12/01/11	01/17/13	$93.73	$95.38	$0.00	($1.65)	$0.00
	102.512	12/29/11	01/17/13	$1,106.10	$1,106.10	$0.00	$0.00	$0.00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
PO BOX 681943
FRANKLIN TN 37068-1943

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XXX-XX-9067
Account Number: 941 106753 300

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PIMCO FOREIGN BD (UNHEDGED) A	7.567	01/03/12	01/17/13	$81.65	$82.40	$0.00	($0.75)	$0.00
Security Subtotal	4,225.516			$45,593.30	$41,954.93	$0.00	$3,638.37	$0.00
PIMCO TOTAL RETURN D	CUSIP: 693391674		Symbol (Box 1d): PTTDX					
	154.680	08/28/08	01/10/13	$1,737.06	$1,650.44	$0.00	$86.62	$0.00
	9,932.088	08/28/08	01/17/13	$111,537.35	$105,975.38	$0.00	$5,561.97	$0.00
	2,551.327	08/28/08	04/16/13	$28,830.00	$27,222.66	$0.00	$1,607.34	$0.00
Security Subtotal	12,638.095			$142,104.41	$134,848.48	$0.00	$7,255.93	$0.00
ROYCE VALUE PLUS INV	CUSIP: 780905741		Symbol (Box 1d): RYVPX					
	2,428.048	08/28/08	01/17/13	$34,721.09	$32,025.95	$0.00	$2,695.14	$0.00
	824.960	08/28/08	01/17/13	$11,796.93	$10,881.22	$0.00	$915.71	$0.00
	85.700	12/09/08	01/17/13	$1,225.51	$631.61	$0.00	$593.90	$0.00
	44.335	12/09/08	01/17/13	$633.99	$326.75	$0.00	$307.24	$0.00
	741.603	08/25/09	01/17/13	$10,604.92	$7,697.84	$0.00	$2,907.08	$0.00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
TRAK
PO BOX 681943
FRANKLIN TN 37068-1943

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: XXX-XX-9067
Account Number: 941 106753 300

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Continued)

(Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ROYCE VALUE PLUS INV	14.325	12/09/10	01/17/13	$204.85	$188.80	$0.00	$16.05	$0.00
	29.351	12/08/11	01/17/13	$419.72	$348.98	$0.00	$70.74	$0.00
Security Subtotal	4,168.322			$59,607.01	$52,101.15	$0.00	$7,505.86	$0.00
Total Long Term Noncovered Securities				**$533,191.03**	**$505,250.50**	**$0.00**	**$27,940.53**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$543,579.44**	**$515,318.03**	**$0.00**	**$28,261.41**	**$0.00**

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	**$543,579.44**				
Total Cost or Other Basis (Box 3)		**$9,747.61**			
Total Wash Sale Loss Disallowed (Box 5)			**$0.00**		
Total Fed Tax Withheld (Box 4)					**$0.00**

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

ACTIVITY DETAILS continued / SUBACCOUNT ACTIVITY continued

Date	Activity	Quantity	Price	Description	Total	Cash	Money Market	Margin
12/30/13	Dividend			EUROPACIFIC GROWTH CL F1	423.11	423.11		
12/30/13	Asset Bought-Reinv	8.7910		EUROPACIFIC GROWTH CL F1 REINVEST AT 48.130	-423.11	-423.11		
12/31/13	Interest			INSURED DEPOSIT US BANK	0.30	0.30		
12/31/13	Mny Mkt Deposit			INSURED DEPOSIT US BANK		-0.30	0.30	
	Closing Balance			**Total Closing Balance**	**$35,696.57**	**$0.00**	**$35,696.57**	**$0.00**

REALIZED GAINS/(-)LOSSES

This section presents estimated realized gains or losses for your information only, and should not be used for tax purposes. To calculate gains or losses, the position with the highest purchase price has been liquidated first unless you have instructed us otherwise. We suggest you review this information for accuracy and contact your Baird Financial Advisor with any questions.

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stock Funds								
GAMCO GRW AAA	08/28/08 n	07/15/13	367.107	31.9400	40.8600	11,725.40	15,000.00	3,274.60(LT)
GAMCO GRW AAA	08/28/08 n	08/15/13	736.377	31.9400	40.7400	23,519.88	30,000.00	6,480.12(LT)
GROWTH FD OF AMER F1	01/17/13 c	08/15/13	751.691	35.3900	39.9100	26,609.86	30,000.00	3,390.14(ST)
Total Stock Funds						**$61,855.14**	**$75,000.00**	**$13,144.86**
Taxable Bond Funds								
INVESCO PREM PORT I	06/13/13 n	07/15/13	13,553.850	N/A	N/A	N/A	13,553.85	N/A(ST)
	07/02/13 c	07/15/13	0.320	1.0000	1.0000	0.32	0.32	0.00(ST)
			13,554.170			0.32	13,554.17	N/A
GS EMG MKT DEBT A	01/17/13 c	08/15/13	977.199	13.7100	12.2800	13,407.17	12,000.00	-1,407.17(ST)
HRTFRD INFL PLS A	01/17/13 c	07/15/13	1,265.087	12.1000	11.2400	15,320.20	14,219.58	-1,100.62(ST)
PIMCO TTL RET D	08/31/12 c	08/15/13	44.243	11.4900	10.6900	508.79	472.95	-35.84(ST)
	09/28/12 c	08/15/13	35.635	11.5700	10.6900	412.65	380.93	-31.72(ST)
	10/31/12 c	08/15/13	53.729	11.5900	10.6900	622.72	574.36	-48.36(ST)
	11/30/12 c	08/15/13	55.050	11.6100	10.6900	639.68	588.48	-51.20(ST)
	12/12/12 c	08/15/13	209.003	11.3500	10.6900	2,374.27	2,234.24	-140.03(ST)
	12/12/12 c	08/15/13	284.746	11.3500	10.6900	3,234.71	3,043.93	-190.78(ST)
	12/27/12 c	08/15/13	217.419	11.2400	10.6900	2,443.79	2,324.21	-119.58(ST)
	12/31/12 c	08/15/13	42.683	11.2400	10.6900	479.76	456.28	-23.48(ST)
	01/31/13 c	08/15/13	26.795	11.1900	10.6900	299.84	286.43	-13.41(ST)
	02/28/13 c	08/15/13	19.403	11.2300	10.6900	217.90	207.41	-10.49(ST)
	03/28/13 c	08/15/13	25.251	11.2300	10.6900	283.82	269.93	-13.89(ST)
	04/30/13 c	08/15/13	27.650	11.3300	10.6900	313.55	295.57	-17.98(ST)
	05/31/13 c	08/15/13	19.499	11.0600	10.6900	215.85	208.44	-7.41(ST)
	10/01/09 n	08/15/13	90.141	10.9200	10.6900	984.34	963.61	-20.73(LT)
	11/02/09 n	08/15/13	81.682	10.9300	10.6900	893.60	873.18	-20.42(LT)
	12/01/09 n	08/15/13	64.981	11.0400	10.6900	717.39	694.65	-22.74(LT)

ARTHUR K LEE & SYLVIA S LEE
SCHOLARSHIP FOUNDATION
ATTN JAMES FORD

Statement Period: **DECEMBER 1 - DECEMBER 31, 2013**
Account Number: **1373-2277 HR57**

BAIRD

REALIZED GAINS/(-)LOSSES continued

	Date Acquired	*Date Sold*	*Quantity*	*Purchase Price*	*Sale Price*	*Cost Basis*	*Sale Proceeds*	*Realized Gain/(-)Loss**
Taxable Bond Funds continued								
	12/09/09 n	08/15/13	46.032	10.8900	10.6900	501.29	492.08	-9.21 (LT)
	12/09/09 n	08/15/13	165.483	10.8900	10.6900	1,802.11	1,769.02	-33.09 (LT)
	01/04/10 n	08/15/13	42.517	10.7900	10.6900	459.19	454.52	-4.67 (LT)
	02/01/10 n	08/15/13	43.531	10.9600	10.6900	477.10	465.34	-11.76 (LT)
	03/01/10 n	08/15/13	42.805	10.9900	10.6900	470.43	457.58	-12.85 (LT)
	04/01/10 n	08/15/13	44.500	11.0400	10.6900	491.28	475.70	-15.58 (LT)
	05/03/10 n	08/15/13	45.438	11.1200	10.6900	505.72	485.73	-19.99 (LT)
	06/01/10 n	08/15/13	41.686	11.0900	10.6900	462.71	445.62	-17.09 (LT)
	07/01/10 n	08/15/13	46.345	11.2500	10.6900	521.84	495.42	-26.42 (LT)
	08/02/10 n	08/15/13	49.062	11.4000	10.6900	559.31	524.47	-34.84 (LT)
	09/01/10 n	08/15/13	44.920	11.5400	10.6800	518.38	480.19	-38.19 (LT)
	10/01/10 n	08/15/13	46.070	11.5900	10.6900	534.41	492.48	-41.93 (LT)
	11/01/10 n	08/15/13	50.689	11.6800	10.6900	592.55	541.86	-50.69 (LT)
	12/01/10 n	08/15/13	53.323	11.4800	10.6900	612.68	570.02	-42.66 (LT)
	12/08/10 n	08/15/13	315.352	10.7900	10.6900	3,405.80	3,371.15	-34.65 (LT)
	12/08/10 n	08/15/13	689.673	10.8000	10.6900	7,448.47	7,372.69	-75.78 (LT)
	01/03/11 n	08/15/13	62.356	10.8400	10.6900	676.56	666.59	-9.97 (LT)
	02/01/11 n	08/15/13	50.777	10.8400	10.6900	550.93	542.81	-8.12 (LT)
	03/01/11 n	08/15/13	52.868	10.8700	10.6900	575.20	565.16	-10.04 (LT)
	04/01/11 n	08/15/13	57.795	10.8800	10.6900	628.81	617.83	-10.98 (LT)
	04/06/11 n	08/15/13	49.453	10.8800	10.6900	538.54	528.65	-9.89 (LT)
	05/02/11 n	08/15/13	57.704	11.0300	10.6900	636.48	616.85	-19.63 (LT)
	06/01/11 n	08/15/13	58.239	11.0500	10.6900	644.12	622.57	-21.55 (LT)
	07/01/11 n	08/15/13	55.822	10.9800	10.6900	613.48	596.74	-16.74 (LT)
	08/01/11 n	08/15/13	50.201	11.0900	10.6900	557.23	536.65	-20.58 (LT)
	09/01/11 n	08/15/13	45.905	11.0000	10.6900	505.41	490.72	-14.69 (LT)
	11/01/11 n	08/15/13	52.984	10.9100	10.6900	578.06	566.40	-11.66 (LT)
	12/29/11 n	08/15/13	127.701	10.8200	10.6900	1,383.00	1,365.13	-17.87 (LT)
	01/03/12 n	08/15/13	56.812	10.8700	10.6900	617.55	607.32	-10.23 (LT)
	02/01/12 n	08/15/13	52.387	11.1100	10.6900	582.54	560.01	-22.53 (LT)
	03/01/12 n	08/15/13	47.013	11.1100	10.6900	522.78	502.57	-20.21 (LT)
	04/02/12 n	08/15/13	58.714	11.0900	10.6900	651.14	627.65	-23.49 (LT)
	05/01/12 n	08/15/13	53.791	11.2200	10.6900	603.54	575.02	-28.52 (LT)
	05/31/12 c	08/15/13	59.634	11.2700	10.6900	672.67	637.48	-35.19 (LT)
	06/29/12 c	08/15/13	52.703	11.2900	10.6900	595.54	563.39	-32.15 (LT)
	07/31/12 c	08/15/13	41.347	11.4600	10.6900	474.25	441.99	-32.26 (LT)
			4,209.542			46,613.76	45,000.00	-1,613.76
Total Taxable Bond Funds						**$75,341.45**	**$84,773.76**	**$4,121.55**
Total Realized Gains/(-)Losses						**$137,196.59**	**$159,773.76**	**$9,023.31**

REALIZED GAINS/(-)LOSSES continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Total Net Short-Term (ST)						$67,384.88	$81,116.91	$178.18
Total Net Long-Term (LT)						$69,811.71	$78,656.84	$8,845.13

* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.
c Covered Tax Lot - The cost basis, holding period and sale proceeds on this tax lot will be reported by Baird to the IRS for taxable (reportable) accounts.
n Noncovered Tax Lot - The cost basis and holding period on this tax lot will not be reported by Baird to the IRS. The sale proceeds will be reported to the IRS for taxable (reportable) accounts. Cost information is being supplied for informational purposes only.

INTERESTED PARTIES AND/OR SUPPORTING REPRESENTATIVE(S)

Your Supporting Representative(s) is (are):

ROBERT W BAIRD & CO INC
ADVISORY SERVICES

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Arthur K and Sylvia S Lee Scholarship Foundation - Spring 2013 Awards

Name	Address	Spring 2013 Payment	Check Number Spring 2013 Payment
Ms. Katherine Grace Anglin	820 Camden Way, Prosper, TX 75078	338.00/162.00	2838/2863
Ms. Neely Elizabeth Baugh	525 Dale Court», Franklin, TN 37067	550.00	2839
Ms. Stephanie Lynn Blackman	8205 Walker Road», Knoxville, TN 37938	333.00	2811
Ms. Kelsey Lynn Boydston	28415 W. 215th Street», Gardner, KS 66030	550.00	2812
Ms. Audra Alisa Brackins	1004 Quail Run», Erwin, TN 37650	1,017.00	2813
Ms. Emily Elise Bradley	120 John Hall Road», Watauga, TN 37694	700.00	2840
Ms. Bailey Lynn Briley	191 South Ray Road», Portland, TN 37148	550.00	2814
Ms. Bailee Jo Brooks	RR-1, Box 52 A», Kahoka, MO 63445	600.00	2815
Ms. Blair Rochelle Brown	204 Bond Street», Mt. Pleasant, TN 38474	550.00	2860
Ms. Emily Ann Brown	1668 Highfield Lane», Brentwood, TN 37027	550.00	2817
Mr. Matthew Christian Carpenter	5001 War Admiral Court», Mount Juliet, TN 37122	500.00	2818
Ms. Tara Rene Croy	251 Suit Street», Wytheville, VA 24382	500.00	2841
Ms. Caroline Grace Kerley	266 Lake Circle», Madison, MS 39110	500.00	2842
Ms. Morgan Elizabeth Duckett	9252 Redy Creek Road», Briston, VA 24202	350.00	2819
Mr. Garrett Austin Ellis	490 Summit Drive», Jonesborough, TN 37659	500.00	2820
Mr. Luke Arlington Fennell	312 Stonegate Drive», Franklin, TN 37064	700.00	2861
Mr. John Tabor Frihart	10949 Southbury Lane», Frisco, TX 75033	1,300.00	2843
Ms. Daryle Ann Goldie	3641 Middle Road», Keokuk, IA 52632	500.00	2822

Ms. Allison Nichole Greene	5223 Chouteau», Shawnee, KS 66226	600.00	2823
Mr. Jonathan Alan Hay	2115 Sue Lane», Spring Hill, TN 37174	550.00	2824
Ms. Erin Nicole Hoag	930 Mimosa Road», Yates Center, KS 66783	375.00/125.00	2844/2864
Mr. Troy Donovan Hopson	304 Pinecrest Drive», Greeneville, TN 37743	550.00	2825
Mr. Travis Robert Hudson	2305 Mud Pike», Christiansburg, VA 24073	550.00	2845
Mr. Justin Tyler Hutton	8635 Reedy Creek Road», Bristol, VA 24202	1,300.00	2846
Mr. Travis L. Johnson	3425 Laurel Mountain Road», Murfreesboro, TN 37129	550.00	2847
Mr. William C. Kester	4831 Bethesda Road», Thompson's Station, TN 37179	700.00	2848
Mr. Cody Tyler Lowery	740 W. Allens Bridge Road», Greenville, TN 37743	700.00	2849
Ms. Kimberly Ann Mercer	4805 Summerville Road», Phenix City, AL 36867	1,200.00	2850
Ms. Erin Taylor Mills	15653 174th Street», Bonner Springs, KS 66012	1,150.00	2826
Mr. Joseph Bradley Napier	1353 Ascot Lane», Franklin, TN 37064	417.00	2827
Mr. Daniel Wilson Neu	602 Williamsburg Drive», Franklin, TN 37069	700.00	2828
Mr. Christopher Michael Perry	199 Abernathy Drive», Gaffney, SC 29341	700.00	2829
Mr. William Giles Poff	113 Golden Meadow Lane», Franklin, TN 37067	1,050.00	2851
Mr. Taylor Jay Reed	5228 A US Highway 160», Elk City, KS 67344	500.00	2852
Mr. Jamey LeAnn Rice	716 Thornhill Road», Madisonville, KY 42431	600.00	2830
Ms. Regina Faith Roberson	809 26th Street», Phenix City, AL 36867	700.00	2831
Mr. Matthew Richard Rose	1542 W. Dartmouth Street», Olathe, KS 66061	550.00	2832
Ms. Jennifer L. Russell	1966 CR 2600», Havana, KS 67347	700.00	2853
Ms. Caitlin Annice Sadler	2850 Middle Tennessee Boulevard», Murfreesboro, TN 37130	975.00/125.00	2862/2865

Ms. Abbey Catherine Sanders	3568 Shady Lane», Murfreesboro, TN 37130	700.00	2833
Mr. Stephen Caleb Sanders	7457 Bill Wilson Road», Lula, GA 30554	888.00	2855
Mr. John Arthur Schulz	1509 Daventry Court», Nashville, TN 37221	600.00	2834
Ms. Cherokee Renee Shaffer	711 S. Grove Street», Yates Center, KS 66783	550.00	2856
Ms. Kelsey LuAnn Snider	661 CO Road 667», Broseley, MO 63932	550.00	2857
Ms. Molly Margaret Thessin	400 Maplewood Drive», Franklin, TN 37064	1,300.00	2858
Ms. Theresa Louise Toplikar	1317 Juniper Court», Eudora, KS 66025	354.00	2859
Ms. Theresa Louise Toplikar	1317 Juniper Court», Eudora, KS 66025	354.00	2859
Ms. Amy J. Walton	R.R.1 Box 124», Shobonier, IL 62885	1,100.00	2835
		32,159.00	

Arthur K and Sylvia S Lee Scholarship Foundation – Fall 2013 Awards

Name	Address	Fall 2013 Payment	Check Number Fall 2013 Payment
Ms. Emily Kate Baker	507 East Madison, Yates Center, KS 66783	600.00	2874
Ms. Julie Scott Brown	1668 Highfield Lane, Brentwood, TN 37027	600.00	2875
Ms. Emily Ann Brown	1668 Highfield Lane, Brentwood, TN 37027	800.00	2876
Ms. Lauren Elizabeth Bunting	9261 Hamletsburg Road, Brookport, IL 62910	600.00	2877
Ms. Hanna Anoel Clark	13971 Comanche Drive, New London, MO 63459	600.00	2878
Ms. Bailey Danielle Conner	1770 Hillmont Drive, Nashville, TN 37215	600.00	2879
Ms. Tara Rene Croy	251 Sult Street, Wytheville, VA 24382	900.00	2880
Mr. Garrett Austin Ellis	490 Summit Drive, Jonesborugh, TN 37659	800.00	2881
Mr. William Tanner Epperly	845 Falling Branch Road, Christiansburg, VA 24073	600.00	2882
Mr. Luke Arlington Fennell	312 Stonegate Drive, Franklin, TN 37064	600.00	2883
Ms. Daryle Ann Goldie	3641 Middle Road, Keokuk, IA 52632	600.00	2884
Ms. Allison Nichole Greene	5223 Chouteau, Shawnee, KS 66226	900.00	2885
Mr. John Cleaveland Greer	1004 Stonewood Circle, Bowling Green, KY 42103	900.00	2886
Ms. Baylee Rhea Hemphill	2293 Les Robinson Road, Columbia, TN 38401	600.00	2887
Mr. Travis Lee Johnson	3425 Laurel Mountain Road, Murfreesboro, TN 37129	900.00	2888
Ms. Caroline Grace Kerley	266 Lake Circle, Madison, MS 39110	800.00	2889
Mr. John Clayton Leonard	50 Leonard Lane, Karnak, IL 62956	600.00	2890
Mr. Derrick Parker Mills	217 Draytonville Road, Gaffney, SC 29340	800.00	2892

Ms. Erin Taylor Mills	15653 174th Street, Bonner Springs, KS 66012	800.00	2893
Mr. Isaac Benjamin Mills	15653 174th Street, Bonner Springs, KS 66012	900.00	2891
Mr. Christopher Michael Perry	199 Abernathy Drive, Gaffney, SC 29341	600.00	2896
Mr. John-Thomas Perry	199 Abernathy Drive, Gaffney, SC 29341	600.00	2895
Ms. Dianna Michelle Peterson	3370 Wilkinsville Highway, Gaffney, SC 29346	600.00	2897
Ms. Abigail Jane Poff	113 Golden Meadow Lane, Franklin, TN 37067	900.00	2898
Mr. William Giles Poff	113 Golden Meadow Lane, Franklin, TN 37067	800.00	2899
Ms. Jamey LeAnn Rice	220 Peppers Mill Drive, Paducah, KY 42001	900.00	2900
Ms. Regina Faith Roberson	809 26th Street, Phenix City, AL 36867	900.00	2901
Mr. Matthew Richard Rose	1542 W. Dartmouth Street, Olathe, KS 66061	800.00	2902
Ms. Caitlin Annice Sadler	2850 Middle Tennessee Blvd,Apt C3 Murfreesboro, TN 37130	900.00	2903
Mr. Joseph Elijah Sadler	2850 Middle Tennessee Blvd,Apt F1 Murfreesboro, TN 37130	600.00	2904
Ms. Abbey Catherine Sanders	3568 Shady Lane, Murfreesboro, TN 37130	600.00	2907
Mr. Stephen Caleb Sanders	7457 Bill Wilson Road, Lula, GA 30554	900.00	2905
Mr. Taylor Reid Sanders	3568 Shady Lane, Murfreesboro, TN 37130	600.00	2906
Mr. John Arthur Schulz	1509 Daventry Court, Nashville, TN 37221	900.00	2908
Ms. Nikki Lotimarie Spore	915 Catherine Street, Metropolis, IL 62960	600.00	2909-Void
Ms. Sarah Ashley Tucker	3717 Covered Bridge Road, Thompson's Station, TN 37179	600.00	2910
Mr. William David Tucker	3717 Covered Bridge Road, Thompson's Station, TN 37179	800.00	2911
Ms. Amanda K. Walton	1458 E. 800 Avenue, Shobonier, IL 62885	900.00	2912
Mr. Daniel Holland Neu	602 Williamsburg Drive, Franklin, TN 37069	600.00	2894

Ms. Ballee Jo Brooks	RR1 Box 52A, Kahoka, MO 63445	900.00	2873
Ms. Amy J Walton	1458 E 800 Avenue, Shobonier, IL 62885	800.00	2924
		30,300.00	

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BAIRD - 1048-6486	2.	2.	2.
BAIRD - 1373-2277	3.	3.	3.
BANCORPSOUTH BANK (38441)	48.	48.	48.
TOTAL TO PART I, LINE 3	53.	53.	53.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BAIRD - 1048-6486	1,440.	0.	1,440.	1,440.	1,440.
BAIRD - 1373-2277	10,594.	0.	10,594.	10,594.	10,594.
MORGAN STANLEY - 105409	1,575.	0.	1,575.	1,575.	1,575.
MORGAN STANLEY - 106753	21,873.	18,158.	3,715.	3,715.	3,715.
TO PART I, LINE 4	35,482.	18,158.	17,324.	17,324.	17,324.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,000.	2,000.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	2,000.	2,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ARTHUR & SYLVIA LEE SCHOLARSHIP FOUNDATION, C/O JAMES FORD,
9679 AURORA COURT
BRENTWOOD, TN 37027

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
615-308-8502	.

FORM AND CONTENT OF APPLICATIONS

REQUEST APPLICATION FROM THE FOUNDATION AT THE ADDRESS IN 2(A) ABOVE

ANY SUBMISSION DEADLINES

JUNE 1 DEADLINE FOR APPLICATIONS, JUNE 30 DEADLINE FOR TRANSCRIPT SUBMISSION

RESTRICTIONS AND LIMITATIONS ON AWARDS

PRIORITY GIVEN TO CHILDREN OR DEPENDENTS OF EMPLOYEES

Arthur K and Sylvia S Lee Scholarship Foundation

36-6069067

STATEMENT 6

Part VII

1. Officers, Directors, Trustees, foudation managers and, if paid, their compensation for 2013.

Adrienne Brandon, Trustee Nashville, TN	$250.00
Bradford Gioia, Trustee Nashville, TN	$250.00
Glenn R. King, Trustee Emeritus Brentwood, TN	$250.00
Malcolm Liles, Trustee Morgan Stanley Smith Barney, Inc. Nashville, TN	$250.00
Suzie Lindsey, Trustee Nolensville, TN	$250.00
Mack S. Linebaugh, Jr., Trustee Adams, TN	$250.00
Susan Weiss, Trustee Brentwood, TN	$250.00
Ogden Stokes, Trustee Nashville, TN	$250.00
James B. Ford, Secretary-Treasurer 9679 Aurora Court Brentwood, TN	$12,000.00
	$14,000.00