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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.

For calendar year 2013 or tax year beginning

, and ending

A Employer identification number

38-2785121

B Telephone number

(586) 336-1600

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

Room/suite

160 MCLEAN DRIVE

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

ROMEO, MI 48065

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

J Accounting method.

 Cash Accrual

► \$ 10,669,157. (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))

Revenue	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	126,100.			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	194,398.	194,398.	194,398.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)	265,082.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	2,489,510.			
7 Capital gain net income (from Part IV, line 2)		265,082.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	585,580.	459,480.	194,398.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	STMT 2	881.	0.	0.
b Accounting fees	STMT 3	2,300.	0.	0.
c Other professional fees				
17 Interest				
18 Taxes	STMT 4	5,610.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT 5	36,791.	24,716.	24,716.
24 Total operating and administrative expenses. Add lines 13 through 23		45,582.	24,716.	24,716.
25 Contributions, gifts, grants paid		418,503.		418,503.
26 Total expenses and disbursements. Add lines 24 and 25		464,085.	24,716.	24,716.
27 Subtract line 26 from line 12.		121,495.		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		434,764.		
c Adjusted net income (if negative, enter -0-)			169,682.	

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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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		226,062.	462,765.	462,765.
	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	8,117,481.	8,002,273.	10,206,392.
	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 1)		8,343,543.	8,465,038.	10,669,157.
	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.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		8,343,543.	8,465,038.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances		8,343,543.	8,465,038.	
	31 Total liabilities and net assets/fund balances		8,343,543.	8,465,038.	

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	8,343,543.
2	Enter amount from Part I, line 27a	2	121,495.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	8,465,038.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,465,038.

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	CHARLES SCHWAB	P		
b	CHARLES SCHWAB	P		
c	CAPITAL GAINS DIVIDENDS			
d				
e				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	562,607.		566,456.	-3,849.
b	1,805,326.		1,657,972.	147,354.
c	121,577.			121,577.
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				-3,849.
b				147,354.
c				121,577.
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	265,082.
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	-3,849.

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	351,284.	8,600,099.	.040847
2011	375,890.	7,939,442.	.047345
2010	344,622.	7,065,892.	.048773
2009	321,770.	6,108,399.	.052677
2008	360,368.	7,274,246.	.049540

2 Total of line 1, column (d)

2 .239182

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 .047836

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 9,795,483.

5 Multiply line 4 by line 3

5 468,577.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 4,348.

7 Add lines 5 and 6

7 472,925.

8 Enter qualifying distributions from Part XII, line 4

8 421,378.

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 ► <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary-see instructions)	1	8,695.		
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					
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-)					
3 Add lines 1 and 2					
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-					
6 Credits/Payments:					
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,946.			
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	8,946.			
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8				
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	251.	251.		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ►	11		0.		

Part VII-A Statements Regarding Activities

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?	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>	1a	X
c Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>	1c	X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	4b	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?	5	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	N/A	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>MI</u>	6	X
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? <i>If "No," attach explanation</i>	7	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)? <i>If "Yes," complete Part XIV</i>	8b	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9	X
	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14	The books are in care of ► <u>MARGARET DOMENICK - MUSCAT</u> Located at ► <u>160 MCLEAN DRIVE, ROMEO, MI</u>	Telephone no ► (586) 336-1600 ZIP+4 ► 48065	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	<input checked="" type="checkbox"/> X
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	<input checked="" type="checkbox"/> X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

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

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

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

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

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

0
Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE				
2					0.
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	NONE				
2					0.
3					
Total. Add lines 1 through 3					0.


Form 990-PF (2013)

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	1a	9,789,098.
a Average monthly fair market value of securities	1b	155,555.
b Average of monthly cash balances	1c	
c Fair market value of all other assets	1d	9,944,653.
d Total (add lines 1a, b, and c)		
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	9,944,653.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	149,170.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,795,483.
6 Minimum investment return. Enter 5% of line 5	6	489,774.

Part XI**Distributable Amount** (see instructions) (Section 4942(l)(3) and (l)(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	
2a Tax on investment income for 2013 from Part VI, line 5	2a	
b Income tax for 2013 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	421,378.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	421,378.
b Cash distribution test (attach the required schedule)	5	0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	421,378.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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 ►

4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
169,682.	220,573.	175,981.	140,347.	706,583.	
144,230.	187,487.	149,584.	119,295.	600,596.	
421,378.	351,284.	382,650.	346,232.	1,501,544.	
0.	0.	0.	0.	0.	
421,378.	351,284.	382,650.	346,232.	1,501,544.	
					0.
					0.
326,516.	286,670.	264,648.	235,530.	1,113,364.	
					0.
					0.
					0.
					0.

Part XV | Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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:

L & L EDUCATIONAL FOUNDATION, 586-336-3501

160 MCLEAN DR., ROMEO, MI 48065

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

SEE ATTACHMENTS

c Any submission deadlines

SEE ATTACHMENTS

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

SEE ATTACHMENTS

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				
AGUSTINIANO, AJA 608 152ND STREET, D3 SEATTLE, WA 98148	NONE	N/A	EDUCATION	3,492.
ANDERSON, SARA ANNE 16905 B HWY BOONVILLE, MO 65233	NONE	N/A	EDUCATION	9,570.
APFEL, DAWN 12908 EASTON CT. UTICA, MI 48315	NONE	N/A	EDUCATION	80.
AUTEN, PENELOPE 53254 CHESHIRE DRIVE UTICA, MI 48316	NONE	N/A	EDUCATION	7,554.
BALSAM, GREGORY 12875 EXCALIBUR LANE ROMEO, MI 48065	NONE	N/A	EDUCATION	5,086.
Total	SEE CONTINUATION SHEET(S)			► 3a 418,503.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income
		(a) Business code	(b) 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				
4 Dividends and interest from securities				14 194,398.
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				18 265,082.
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.	459,480.
13 Total. Add line 12, columns (b), (d), and (e)				0.
				13 459,480.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt 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	X	
(2) Other assets	X	
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	X	
(2) Purchases of assets from a noncharitable exempt organization	X	
(3) Rental of facilities, equipment, or other assets	X	
(4) Reimbursement arrangements	X	
(5) Loans or loan guarantees	X	
(6) Performance of services or membership or fundraising solicitations	X	
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		
	1a(1)	
	1a(2)	
	1b(1)	
	1b(2)	
	1b(3)	
	1b(4)	
	1b(5)	
	1b(6)	
	1c	

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.

► Malcom H.

8-8-14

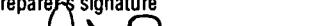
► PRESIDENT

Signature of officer or trustee

Date

Title

May the IRS discuss this
return with the preparer
shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name MICHAEL J. BERRY, CPA	Preparer's signature  cfa	Date 8/6/14	Check <input type="checkbox"/> if self-employed	PTIN P00360664
	Firm's name ► DOEREN MAYHEW			Firm's EIN ► 38-2492570	
	Firm's address ► 305 WEST BIG BEAVER ROAD TROY, MI 48084			Phone no 248-244-3000	

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.
► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013**Name of the organization****THE L & L EDUCATIONAL FOUNDATION****Employer identification number****38-2785121****Organization type** (check one):**Filers of:****Section:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year

► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization

THE L & L EDUCATIONAL FOUNDATION

Employer identification number

38-2785121

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DEBRA LANE 8449 N. 79TH STREET LONGMONT, CO 80503	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	DEITER LANE 78 MELE KOMO PLACE LAHAINA, HI 96761	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	JEFF LANE 414 TIMBER ROAD ASHLAND CITY, TN 37015	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	SUSAN LANE 1271 ROMNEY ROAD BLOOMFIELD HILLS, MI 48304	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	THOMAS KLEINO 1709 APPLE RIDGE COURT ROCHESTER HILLS, MI 48306	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
BARRAGAN, CRISTINA 8322 WASHINGTON BLVD, APT 41 WASHINGTON, MI 48094	NONE	N/A	EDUCATION	9,019.
BILLETTE, CONNOR 13052 BERESFORD DR. STERLING HEIGHTS, MI 48313	NONE	N/A	EDUCATION	9,000.
BILLETTE, NICOLE 13052 BERESFORD DR. STERLING HEIGHTS, MI 48313	NONE	N/A	EDUCATION	3,552.
BINGHAM, JACLYN 71398 LASSIER RD ROMEO, MI 48065	NONE	N/A	EDUCATION	8,232.
BINGHAM, JORDAN 49212 BERKSHIRE DRIVE CHESTERFIELD, MI 48047	NONE	N/A	EDUCATION	6,000.
BOJOVIC, LAURA 53445 GREGORY DRIVE MACOMB, MI 48042	NONE	N/A	EDUCATION	6,000.
BOLONE, JOHN THOMAS 5021 PRUNELLA DRIVE ALMONT, MI 48003	NONE	N/A	EDUCATION	2,000.
BOSCA, MAGGIE 4084 SOUTH MILL RD DRYDEN, MI 48428	NONE	N/A	EDUCATION	3,000.
BOWEN, RYAN 4250 STARVILLE RD CHINA, MI 48054	NONE	N/A	EDUCATION	1,100.
BRADLEY, TYLER 2644 ALLINGTON RD ST. CLAIR, MI 48079	NONE	N/A	EDUCATION	5,818.
Total from continuation sheets	392,721.

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
BRIGUGLIO, COURTNEY 4722 4TH STREET COLUMBIAVILLE, MI 48421	NONE	N/A	EDUCATION	1,865.
BROWN, AUSTIN 3233 LAKE FOREST DR STERLING HEIGHTS, MI 48314	NONE	N/A	EDUCATION	2,148.
BURK, ASHLY 16216 BOWERS RD YALE, MI 48097	NONE	N/A	EDUCATION	2,437.
BUSCH, SAMANTHA 65140 WOLCOTT ROAD RAY, MI 48096	NONE	N/A	EDUCATION	3,995.
BUSKIRK, JENNIFER 3112 WALTON AVE. FLINT, MI 48504	NONE	N/A	EDUCATION	9,000.
BYRD, ZACHARY 1810 EDGEWOOD DR, UNIT #24 MT. PLEASANT, MI 48858	NONE	N/A	EDUCATION	2,321.
CHARBENEAU, DAKOTA 42838 WILMINGTON CT STERLING HEIGHTS, MI 48313	NONE	N/A	EDUCATION	2,700.
CHIMIELEWSKI, JOSEPH 11117 WILSHIRE DRIVE UTICA, MI 48315	NONE	N/A	EDUCATION	6,000.
CIBULSKIS, DANIELLE 4423 WHEATLAND RD. SNOVER, MI 48472	NONE	N/A	EDUCATION	2,500.
CORBIT, BRANDON 900 SOUTH BUCKEYE STREET KOKOMO, IN 46901	NONE	N/A	EDUCATION	140.
Total from continuation sheets				

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

Recipient	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
DEACHIN, TREVOR 7181 WASHBURN RD GOODRICH, MI 48438	NONE	N/A	EDUCATION	6,000.
DEORNELLAS, SAMANTHA 20000 GARDEN COURT ROSEVILLE, MI 48066	NONE	N/A	EDUCATION	4,384.
DOMINICK, MICHELLE 15770 ALMONT ROAD ALMONT, MI 48002	NONE	N/A	EDUCATION	3,000.
ELLARD, ZACHARY 1418 SUMMER RIDGE DR., APT K KALAMAZOO, MI 49009	NONE	N/A	EDUCATION	9,349.
FARMER, HEATHER 3790 JOHN R ROAD ROCHESTER, MI 48307	NONE	N/A	EDUCATION	5,428.
FEYS-VOLMERING, TERRA 2910 HANNAN RD. IMLAY CITY, MI 48444	NONE	N/A	EDUCATION	7,230.
FEYS-VOLMERING, TYLER 216 JOHN ST. NE, APT 1R GRANT RAPIDS, MI 49503	NONE	N/A	EDUCATION	2,662.
FOX, JULIE 4206 MILLER ROAD EMMETT, MI 48022	NONE	N/A	EDUCATION	5,100.
FRANZEL, COURTNEY 788 TOWNHALL RD MELVIN, MI 48454	NONE	N/A	EDUCATION	6,754.
FULLER, JOSHUA 7560 JORDAN ROAD MELVIN, MI 48454	NONE	N/A	EDUCATION	1,990.
Total from continuation sheets				

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	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
GOERKE, MELANIE 11161 SCOTT RD WASHINGTON, MI 48094	NONE	N/A	EDUCATION	9,000.
GRAHAM, CHRISTIAN 1176 TIN-DALL LAPEER, MI 48446	NONE	N/A	EDUCATION	3,000.
GRAHAM, ZACKERY 1176 TIN-DALL LAPEER, MI 48446	NONE	N/A	EDUCATION	6,000.
GRAY, RYAN 6465 BASSWOOD DR TROY, MI 48098	NONE	N/A	EDUCATION	2,706.
GREENMAN, CHELSI 7541 CLEARLAKE ROAD BROWN CITY, MI 48416	NONE	N/A	EDUCATION	2,107.
GREENMAN, KATIE 7541 CLEARLAKE ROAD BROWN CITY, MI 48416	NONE	N/A	EDUCATION	2,717.
HENDERSON, CHAYLYN 3363 NORTH BRANCH RD NORTH BRANCH, MI 48461	NONE	N/A	EDUCATION	593.
HERNANDEZ, HANNAH 201 MIDDLE DR YPSILANTI, MI 48197	NONE	N/A	EDUCATION	8,500.
HILL, CATHERINE 895 DEWEY STREET LAPEER, MI 48446	NONE	N/A	EDUCATION	5,240.
HOPKINS, REBECCA 4943 SHOEMAKER ROAD ALMONT, MI 48003	NONE	N/A	EDUCATION	1,500.
Total from continuation sheets .				

THE L & L EDUCATIONAL FOUNDATION

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Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
JACKMAN, BRIANNA 5853 THIRD ST, APT 1 DETROIT, MI 48202	NONE	N/A	EDUCATION	2,453.
JOB, KAYLEE 250 ROME CT ALMONT, MI 48003	NONE	N/A	EDUCATION	1,843.
JOHNSON, JONATHAN 6055 KINGS CT. DRYDEN, MI 48428	NONE	N/A	EDUCATION	-5,000.
JONES, TERA JO 191 ENGLE STREET IMLAY CITY, MI 48444	NONE	N/A	EDUCATION	1,570.
JOZEFIAK, JENNIE 3565 TORRINGTON COURT UTICA, MI 48316	NONE	N/A	EDUCATION	2,000.
JOZEFIAK, MARIE 3565 TORRINGTON COURT UTICA, MI 48316	NONE	N/A	EDUCATION	2,500.
JUDD, LISA 48231 COMMONVIEW DR SHELBY TWP, MI 48317	NONE	N/A	EDUCATION	7,891.
KING, DAYNA 3010 HAINES ROAD ATTICA, MI 48412	NONE	N/A	EDUCATION	300.
KOSAL, CAREN 677 STODDARD ROAD COLUMBUS, MI 48063	NONE	N/A	EDUCATION	1,500.
KROL, BRYN MARIE 5781 SOUTHWOOD DR NORTH BRANCH, MI 48461	NONE	N/A	EDUCATION	5,000.
Total from continuation sheets				

THE L & L EDUCATIONAL FOUNDATION

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
LILEY, TAYLOR 1381 HAINES RD. LAPEER, MI 48446	NONE	N/A	EDUCATION	294.
MADAUS, KEVIN 55067 HAGEN DR. UTICA, MI 48315	NONE	N/A	EDUCATION	5,000.
MADAY, TYLER 545 N. NEEPER ST CAPAC, MI 48014	NONE	N/A	EDUCATION	3,000.
MAKUCH, GAIL 7455 DEER CREEK DR. SWARTZ CREEK, MI 48473	NONE	N/A	EDUCATION	4,335.
MANCUSO, HAILEY 47076 CHIPPEW COURT SHELBY TWP, MI 48315	NONE	N/A	EDUCATION	9,000.
MARTIN, COURTNEY 543 N. WILDER RD LAPEER, MI 48446	NONE	N/A	EDUCATION	6,371.
MAYER, AMBER 565 ALLISON DR ALMONT, MI 48003	NONE	N/A	EDUCATION	1,000.
MCCULLEY, MATTHEW 59804 WHITMAN S, APT D WASHINGTON, MI 48094	NONE	N/A	EDUCATION	-548.
MCLAREN, STEPHANIE 11067 DUNNIGAN ROAD EMMETT, MI 48022	NONE	N/A	EDUCATION	2,665.
MCNARY, ALICIA 7584 MAPLE VALLEY RD BROWN CITY, MI 48416	NONE	N/A	EDUCATION	11,923.
Total from continuation sheets

THE L & L EDUCATIONAL FOUNDATION

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
MEREDITH, KOURTNEY 42535 CLINTON PLACE DRIVE CLINTON TOWNSHIP, MI 48038	NONE	N/A	EDUCATION	5,003.
MOTT, EMILY 5800 SECORD LAKE RD. DRYDEN, MI 48428	NONE	N/A	EDUCATION	6,274.
NANTZ, ADAM 3677 WASHINGTON RD CARSONVILLE, MI 48419	NONE	N/A	EDUCATION	1,693.
NANTZ, THOMAS 3677 WASHINGTON RD CARSONVILLE, MI 48419	NONE	N/A	EDUCATION	-999.
NELSON, RACHEL 14108 CHARTER OAKS DR DAVISON, MI 48423	NONE	N/A	EDUCATION	9,463.
NEWTON, AMY 104 SATUR DRIVE GOOSE CREEK, SC 29445	NONE	N/A	EDUCATION	-367.
ODENWALD, SARA 24722 VENICE DRIVE NOVI, MI 48374	NONE	N/A	EDUCATION	6,000.
PHELPS, MICHAEL 56803 HOLIDAY PINE DR MACOMB, MI 48042	NONE	N/A	EDUCATION	3,000.
POLZIN, GLORIA L. 603 EAST MILL STREET CAPAC, MI 48014	NONE	N/A	EDUCATION	1,215.
POLZIN, JENNICA 603 EAST MILL STREET CAPAC, MI 48014	NONE	N/A	EDUCATION	4,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
REVOLDT, LINDSEY 5586 LIBERTY ST DRYDEN, MI 48428	NONE	N/A	EDUCATION	2,689.
ROSSOL, AMANDA 67265 RACHAEL LANE WASHINGTON, MI 48095	NONE	N/A	EDUCATION	5,000.
SAYRE, ALYSSA 3478 PASADENA DRIVE LAKE ORION, MI 48359	NONE	N/A	EDUCATION	740.
SAYRE, RYAN 3478 PASADENA DRIVE LAKE ORION, MI 48359	NONE	N/A	EDUCATION	801.
SEMREN, MEAGAN 2132 SOUTH OAK ROAD DAVISON, MI 48423	NONE	N/A	EDUCATION	6,000.
SHANTZ, ERICA 2748 MILLER ROAD METAMORA, MI 48455	NONE	N/A	EDUCATION	3,704.
SHEKOSKI, AMBER 50657 BOWER DRIVE NEW BALTIMORE, MI 48047	NONE	N/A	EDUCATION	9,084.
SHEKOSKI, JOSEPH 50657 BOWER DRIVE NEW BALTIMORE, MI 48047	NONE	N/A	EDUCATION	3,000.
SLY, ASHLEY 416 ALMONT AVE. ALMONT, MI 48003	NONE	N/A	EDUCATION	2,355.
SLY, RYAN 416 ALMONT AVE. ALMONT, MI 48003	NONE	N/A	EDUCATION	4,068.
Total from continuation sheets				

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
SMITH, TYLER 2114 BRISTOL ROAD IMLAY CITY, MI 48444	NONE	N/A	EDUCATION	2,851.
SNYDER, LANETTE 5362 WELCH RD EMMETT, MI 48022	NONE	N/A	EDUCATION	6,667.
SPENCER, HEATHER 1855 HIGHLEY RD LAPEER, MI 48446	NONE	N/A	EDUCATION	-255.
SWARTZ, MARISSA 8242 WOODS END COURT WASHINGTON, MI 48095	NONE	N/A	EDUCATION	6,000.
SYNNESTVEDT, GARTH 592 LAKESIDE BIRMINGHAM, MI 48009	NONE	N/A	EDUCATION	5,500.
TEAL, SAMANTHA 6950 DRYDEN ALMONT, MI 48003	NONE	N/A	EDUCATION	4,595.
TROLLEY, LISA MARIE 1465 ROY ROAD OXFORD, MI 48371	NONE	N/A	EDUCATION	5,091.
ULFIG, KELLI 8610 WILLIS ROAD BROWN CITY, MI 48416	NONE	N/A	EDUCATION	6,482.
VANCONANT, BRADY 47317 HIDDEN MEADOWS DRIVE MACOMB, MI 48044	NONE	N/A	EDUCATION	7,233.
VANHORN, ROBERT JR 6743 ST. MARYS STREET BROWN CITY, MI 48416	NONE	N/A	EDUCATION	2,891.
Total from continuation sheets				

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
VANHORN, VICTORIA 6743 ST. MARYS STREET BROWN CITY, MI 48416	NONE	N/A	EDUCATION	-27.
WEBSTER, ELMER 7331 VANDERPLOEG LANE IMLAY CITY, MI 48444	NONE	N/A	EDUCATION	5,036.
WEBSTER, RACHEL 275 BROWN CITY RD IMLAY CITY, MI 48444	NONE	N/A	EDUCATION	2,249.
WEISHAAR, REBECCA 28954 31 MILE RD LENOX, MI 48050	NONE	N/A	EDUCATION	799.
WHITE, TERI 2144 COVE ROAD GOODELLS, MI 48027	NONE	N/A	EDUCATION	4,127.
WOODWORTH, MICHELLE 3237 RODGERS STREET MARLETTE, MI 48453	NONE	N/A	EDUCATION	-395.
WOODWORTH, NICOLE 3237 RODGERS STREET MARLETTE, MI 48453	NONE	N/A	EDUCATION	1,712.
WYLIN KATHERLINE 15625 HOUGH ROAD ALLENTON, MI 48002	NONE	N/A	EDUCATION	9,698.
YEAREGO, NICKOLAS 1589 PEBBLE CREEK DRIVE ROCHESTER, MI 48307	NONE	N/A	EDUCATION	6,216.
YURENKA, MATTHEW 53051 WEST RIDGE DRIVE NEW BALTIMORE, MI 48051	NONE	N/A	EDUCATION	-656.
Total from continuation sheets				

THE L & L EDUCATIONAL FOUNDATION

38-2785121

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM VARIOUS SECURITIES	315,975.	121,577.	194,398.	194,398.	194,398.
TO PART I, LINE 4	315,975.	121,577.	194,398.	194,398.	194,398.

FORM 990-PF	LEGAL FEES			STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	881.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	881.	0.	0.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX PREPARATION FEES	2,300.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	2,300.	0.	0.	0.

FORM 990-PF	TAXES			STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MICHIGAN ANNUAL REPORT	20.	0.	0.	0.
FEDERAL EXCISE TAX	5,590.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	5,610.	0.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	24,716.	24,716.	24,716.	0.
COMMITTEE MEMBER				
COMPENSATION	2,875.	0.	0.	2,875.
FOUNDATION SOFTWARE, SUPPORT & TRAINING	6,944.	0.	0.	0.
AWARD RECEPTION FOR SCHOLARSHIP RECIPIENTS	2,217.	0.	0.	0.
OFFICE EXPENSES	39.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	36,791.	24,716.	24,716.	2,875.

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
11272.310 SHS AMERICAN FD EUROPACIFIC GROWTH FUND	397,945.	552,118.
5181.644 SHS T ROWE PRICE NEW HORIZON FUND	149,932.	239,755.
56046.515 SHS DODGE & COX INCOME FUND	723,383.	758,309.
13182.003 SHS DODGE & COX INTERNATIONAL STOCK FUND	445,342.	567,353.
50815.761 SHS LOOMIS SAYLES BOND BOND CL I FUND	741,061.	770,367.
10840.138 SHS GOLDMAN SACHS GROWTH OPPORTUNITIES FUND	192,823.	330,082.
6780.234 SHS VANGUARD INSTL INDEX FUND	832,882.	1,147,758.
36702.046 SHS VANGUARD TOTAL BOND MARKET INDEX FUND	0.	0.
17343.345 SHS PIMCO REAL RETURN FUND	0.	0.
5942.364 SHS VANGUARD INFLATION	0.	0.
4977.833 SHS ALLIANZ NFJ SMALL CAP FUND	0.	0.
22044.932 SHS COLUMBIA MID CAP INDEX FUND	184,130.	331,556.
9354.884 SHS JPMORGAN MID CAP VALUE FUND	142,210.	328,544.
10622.308 SHS VANGUARD WINDSOR II FUND	430,233.	692,999.
40513.339 SHS OPPENHEIMER INTL BD	260,743.	246,321.
24797.686 SHS PIMCO FOREIGN BOND FD	267,902.	248,969.
1903.059 SHS GOLDMAN SACHS SMALL CAP VALUE	101,880.	107,218.
11678.950 SHS MATTHEWS PACIFIC TIGER FD	257,433.	291,623.
24678.404 SHS T ROWE PRICE BLUE CHIP GROWTH FD	1,013,584.	1,594,225.
10846.536 SHS VANGUARD EMRG MKTS STK INDEX FD	0.	0.
6097.723 SHS PIMCO LOW DURATION FUND	64,033.	62,989.
20763.916 SHS T ROWE PRICE EQUITY INCOME FD	520,807.	681,887.
44128.235 SHS JPMORGAN STRATEGIC INCM	525,146.	524,685.

THE L & L EDUCATIONAL FOUNDATION

38-2785121

19202.771 SHS TEMPLETON GLOBAL BOND FD	249,464.	251,364.
3942.232 SHS AMERICAN BEACON SMALL CAP VALUE	111,664.	107,189.
20638.556 SHS RUSSELL EMERGING MARKETS	389,676.	371,081.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,002,273.	10,206,392.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	7
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARGARET DOMENICK-MUSCAT 160 MCLEAN DRIVE ROMEO, MI 48065	PRESIDENT 15.00	0.	0.	0.
HEATHER TROMBETTA 160 MCLEAN DRIVE ROMEO, MI 48065	VICE PRESIDENT 0.25	0.	0.	0.
ARNOLD KUMMEROW 160 MCLEAN DRIVE ROMEO, MI 48065	TRUSTEE 0.10	0.	0.	0.
JUSTIN L. SCHUPP 160 MCLEAN DRIVE ROMEO, MI 48065	TRUSTEE 0.10	0.	0.	0.
SUSAN LANE MULKA 160 MCLEAN DRIVE ROMEO, MI 48065	TRUSTEE 0.10	0.	0.	0.
LESLE COLE 160 MCLEAN DRIVE ROMEO, MI 48065	TRUSTEE 0.10	0.	0.	0.
DEBRA MINER 160 MCLEAN DRIVE ROMEO, MI 48065	TREASURER 3.00	0.	0.	0.
SUSAN DEEB 160 MCLEAN DRIVE ROMEO, MI 48065	SECRETARY 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

SUSAN LANE MULKA
LESLE COLE

The L&L Educational Foundation
December 31, 2013
Realized Gain (Loss) on Securities

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
SHORT TERM							
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	766.22	4/30/12	3/18/13	\$ 26,341.13	\$ 26,148.00	\$ 193.13
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	362.00	8/1/12	3/18/13	\$ 12,444.82	\$ 11,651.00	\$ 793.82
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	942.59	3/18/13	8/6/13	\$ 9,696.66	\$ 9,898.30	\$ (201.64)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	9,784.74	3/18/13	8/29/13	\$ 99,980.00	\$ 102,751.36	\$ (2,771.36)
Charles Schwab	ISHARES MSCI EMRG MKT FDEMERGII	9,169.00	3/18/13	11/19/13	\$ 389,675.94	\$ 389,498.90	\$ 177.04
Charles Schwab	VANGUARD INFLATION	934.03	3/18/13	11/19/13	\$ 24,468.79	\$ 26,509.00	\$ (2,040.21)
TOTAL SHORT TERM					\$ 562,607.34	\$ 566,456.56	\$ (3,849.22)
LONG TERM							
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	4,399.88	3/1/11	3/18/13	\$ 151,259.83	\$ 161,671.58	\$ (10,411.75)
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	88.07	8/30/11	3/18/13	\$ 3,027.75	\$ 3,064.00	\$ (36.25)
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	35.98	9/6/11	3/18/13	\$ 1,236.75	\$ 1,237.00	\$ (0.25)
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	222.62	9/14/11	3/18/13	\$ 7,653.40	\$ 7,314.00	\$ 339.40
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	113.63	12/20/11	3/18/13	\$ 3,906.53	\$ 3,431.76	\$ 474.77
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	4,772.70	12/29/11	3/18/13	\$ 164,076.59	\$ 146,000.00	\$ 18,076.59
Charles Schwab	VANGUARD EMRG MKTS STK IDX SIGN	85.44	2/27/12	3/18/13	\$ 2,937.10	\$ 3,034.00	\$ (96.90)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	1,348.36	8/20/09	3/18/13	\$ 16,430.00	\$ 14,267.40	\$ 2,162.60
Charles Schwab	AMERICAN FD EUROPACIFIC GROWTH	1,961.25	4/24/03	3/18/13	\$ 83,137.00	\$ 43,958.03	\$ 39,178.97
Charles Schwab	COLUMBIA MID CAP INDEX FD CL Z	1,063.31	2/3/09	3/18/13	\$ 14,025.00	\$ 6,794.53	\$ 7,230.47
Charles Schwab	DODGE & COX INTL STOCK	3,222.23	9/21/07	3/18/13	\$ 117,108.00	\$ 155,383.42	\$ (38,275.42)
Charles Schwab	MATTHEWS PACIFIC TIGER FUND	934.37	3/1/11	3/18/13	\$ 23,135.00	\$ 20,415.98	\$ 2,719.02
Charles Schwab	Vanguard Total Bond Market Index Fund	1,250.09	10/15/08	3/18/13	\$ 13,731.00	\$ 12,101.22	\$ 1,629.78
Charles Schwab	JPMORGAN MID CAP VALUE INST	434.60	2/3/09	3/18/13	\$ 13,483.00	\$ 6,254.60	\$ 7,228.40
Charles Schwab	VANGUARD INSTL INDEX FD	81.83	6/16/08	3/18/13	\$ 11,659.00	\$ 10,213.82	\$ 1,445.18
Charles Schwab	T ROWE PRICE EQUITY INCOME FUND	56.40	2/27/12	3/18/13	\$ 1,623.00	\$ 1,414.62	\$ 208.38
Charles Schwab	GOLDMAN SACHS SMALL CAP VALUE	4.88	8/30/11	3/18/13	\$ 239.65	\$ 194.32	\$ 45.33
Charles Schwab	GOLDMAN SACHS SMALL CAP VALUE	25.37	9/6/11	3/18/13	\$ 1,245.35	\$ 948.03	\$ 297.32
Charles Schwab	DODGE & COX INCOME FUND	514.02	3/17/08	3/18/13	\$ 7,130.00	\$ 6,466.66	\$ 663.34
Charles Schwab	PIMCO FOREIGN BOND FD UNHEDGEI	10,459.74	3/24/10	7/29/13	\$ 105,205.00	\$ 104,190.50	\$ 1,014.50
Charles Schwab	OPPENHEIMER INTL BD Y	15,373.41	3/24/10	7/29/13	\$ 94,219.00	\$ 97,939.40	\$ (3,720.40)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	4,452.30	2/27/12	8/6/13	\$ 45,801.99	\$ 46,397.78	\$ (595.79)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	2.52	2/29/12	8/6/13	\$ 25.93	\$ 26.27	\$ (0.34)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	46.73	3/30/12	8/6/13	\$ 480.68	\$ 485.95	\$ (5.27)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	42.56	4/30/12	8/6/13	\$ 437.84	\$ 445.61	\$ (7.77)

The L&L Educational Foundation
December 31, 2013
Realized Gain (Loss) on Securities

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	47.41	5/31/12	8/6/13	\$ 487.73	\$ 496.39	\$ (8.66)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	41.48	6/29/12	8/6/13	\$ 426.75	\$ 434.74	\$ (7.99)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	33.14	7/31/12	8/6/13	\$ 340.96	\$ 350.66	\$ (9.70)
Charles Schwab	PIMCO LOW DURATION FUND INSTL C	1,681.84	8/1/12	8/6/13	\$ 17,301.47	\$ 17,797.00	\$ (495.53)
Charles Schwab	ALLIANZ NFJ SMALL CAP VALUE FUND	494.51	4/17/09	11/19/13	\$ 18,814.00	\$ 9,385.57	\$ 9,428.43
Charles Schwab	ALLIANZ NFJ SMALL CAP VALUE FUND	4,247.23	8/20/09	11/19/13	\$ 161,590.00	\$ 93,667.00	\$ 67,923.00
Charles Schwab	ALLIANZ NFJ SMALL CAP VALUE FUND	141.90	12/15/11	11/19/13	\$ 5,398.65	\$ 4,042.66	\$ 1,355.99
Charles Schwab	ALLIANZ NFJ SMALL CAP VALUE FUND	94.20	12/22/11	11/19/13	\$ 3,583.89	\$ 2,748.72	\$ 835.17
Charles Schwab	Vanguard Total Bond Market Index Fund	25,865.99	10/15/08	11/19/13	\$ 275,975.53	\$ 250,389.71	\$ 25,585.82
Charles Schwab	Vanguard Total Bond Market Index Fund	174.33	10/31/08	11/19/13	\$ 1,860.01	\$ 1,670.09	\$ 189.92
Charles Schwab	Vanguard Total Bond Market Index Fund	3,788.09	3/1/11	11/19/13	\$ 40,416.79	\$ 40,098.00	\$ 318.79
Charles Schwab	Vanguard Total Bond Market Index Fund	94.76	9/30/11	11/19/13	\$ 1,011.03	\$ 1,045.19	\$ (34.16)
Charles Schwab	Vanguard Total Bond Market Index Fund	92.02	10/31/11	11/19/13	\$ 981.83	\$ 1,014.09	\$ (32.26)
Charles Schwab	Vanguard Total Bond Market Index Fund	90.64	11/30/11	11/19/13	\$ 967.11	\$ 993.45	\$ (26.34)
Charles Schwab	Vanguard Total Bond Market Index Fund	64.91	12/22/11	11/19/13	\$ 692.51	\$ 711.37	\$ (18.86)
Charles Schwab	Vanguard Total Bond Market Index Fund	100.60	12/22/11	11/19/13	\$ 1,073.39	\$ 1,102.62	\$ (29.23)
Charles Schwab	Vanguard Total Bond Market Index Fund	91.29	12/30/11	11/19/13	\$ 974.06	\$ 1,004.23	\$ (30.17)
Charles Schwab	Vanguard Total Bond Market Index Fund	87.99	1/31/12	11/19/13	\$ 938.75	\$ 973.99	\$ (35.24)
Charles Schwab	Vanguard Total Bond Market Index Fund	3,155.39	2/27/12	11/19/13	\$ 33,666.18	\$ 34,887.00	\$ (1,220.82)
Charles Schwab	Vanguard Total Bond Market Index Fund	85.02	2/29/12	11/19/13	\$ 907.07	\$ 938.58	\$ (31.51)
Charles Schwab	Vanguard Total Bond Market Index Fund	17.90	3/30/12	11/19/13	\$ 190.93	\$ 195.77	\$ (4.84)
Charles Schwab	Vanguard Total Bond Market Index Fund	17.90	3/30/12	11/19/13	\$ 190.93	\$ 195.77	\$ (4.84)
Charles Schwab	Vanguard Total Bond Market Index Fund	95.57	3/30/12	11/19/13	\$ 1,019.64	\$ 1,045.49	\$ (25.85)
Charles Schwab	Vanguard Total Bond Market Index Fund	1,264.31	4/30/12	11/19/13	\$ 13,489.50	\$ 13,978.00	\$ (488.50)
Charles Schwab	Vanguard Total Bond Market Index Fund	90.45	4/30/12	11/19/13	\$ 965.05	\$ 998.57	\$ (33.52)
Charles Schwab	Vanguard Total Bond Market Index Fund	93.48	5/31/12	11/19/13	\$ 997.34	\$ 1,039.45	\$ (42.11)
Charles Schwab	Vanguard Total Bond Market Index Fund	91.42	6/29/12	11/19/13	\$ 975.43	\$ 1,014.79	\$ (39.36)
Charles Schwab	Vanguard Total Bond Market Index Fund	89.91	7/31/12	11/19/13	\$ 959.29	\$ 1,009.69	\$ (50.40)
Charles Schwab	VANGUARD INFLATION	4,632.36	8/20/09	11/19/13	\$ 121,354.28	\$ 112,626.31	\$ 8,727.97
Charles Schwab	VANGUARD INFLATION	1,118.79	3/1/11	11/19/13	\$ 29,309.15	\$ 28,952.00	\$ 357.15
Charles Schwab	VANGUARD INFLATION	46.02	9/29/11	11/19/13	\$ 1,205.59	\$ 1,263.71	\$ (58.12)
Charles Schwab	VANGUARD INFLATION	8.89	12/27/11	11/19/13	\$ 232.97	\$ 245.98	\$ (13.01)
Charles Schwab	VANGUARD INFLATION	105.44	12/27/11	11/19/13	\$ 2,762.30	\$ 2,916.56	\$ (154.26)
Charles Schwab	VANGUARD INFLATION	16.81	3/29/12	11/19/13	\$ 440.45	\$ 470.09	\$ (29.64)
Charles Schwab	VANGUARD INFLATION	14.04	6/28/12	11/19/13	\$ 367.91	\$ 404.04	\$ (36.13)

The L&L Educational Foundation
December 31, 2013
Realized Gain (Loss) on Securities

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	11,723.47	8/20/09	12/4/13	\$ 132,108.84	\$ 124,049.40	\$ 8,059.44
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	2,227.84	3/1/11	12/4/13	\$ 25,104.93	\$ 25,551.00	\$ (446.07)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	16.86	9/30/11	12/4/13	\$ 189.98	\$ 201.97	\$ (11.99)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	41.22	10/31/11	12/4/13	\$ 464.44	\$ 502.82	\$ (38.38)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	29.52	11/30/11	12/4/13	\$ 332.68	\$ 359.58	\$ (26.90)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	318.38	12/7/11	12/4/13	\$ 3,587.78	\$ 3,760.10	\$ (172.32)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	213.28	12/7/11	12/4/13	\$ 2,403.39	\$ 2,518.83	\$ (115.44)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	69.26	12/28/11	12/4/13	\$ 780.47	\$ 817.96	\$ (37.49)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	17.93	12/30/11	12/4/13	\$ 202.05	\$ 211.39	\$ (9.34)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	15.29	1/31/12	12/4/13	\$ 172.33	\$ 184.89	\$ (12.56)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	1,099.09	2/27/12	12/4/13	\$ 12,385.38	\$ 13,319.00	\$ (933.62)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	15.37	2/29/12	12/4/13	\$ 173.19	\$ 185.35	\$ (12.16)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	18.09	3/30/12	12/4/13	\$ 203.86	\$ 216.19	\$ (12.33)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	27.02	4/30/12	12/4/13	\$ 304.49	\$ 329.12	\$ (24.63)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	97.63	5/31/12	12/4/13	\$ 1,100.13	\$ 1,207.65	\$ (107.52)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	47.56	6/29/12	12/4/13	\$ 535.92	\$ 584.01	\$ (48.09)
Charles Schwab	PIMCO REAL RETURN FUND INSTL CL	17.18	7/31/12	12/4/13	\$ 193.61	\$ 214.94	\$ (21.33)
TOTAL LONG TERM					\$ 1,805,326.33	\$ 1,657,971.96	\$ 147,354.37
OVERALL TOTAL					\$ 2,367,933.67	\$ 2,224,428.52	\$ 143,505.15

Check - Schwab Account
Difference (see G/L by security for recon)

\$ 143,498.58
\$ 6.57

The L&L Educational Foundation 2013 Grant Application

Due April 1, 2013

The L&L Educational Foundation

Grant Program Overview

The Foundation

The L & L Educational Foundation was established in 1987 by Mr. Robert Ligon and Mr. W. Eugene Lane ("Bob and Gene") to assist L&L Products, Inc. employees, their spouse and children obtain an education which may not have been available to them without assistance or hardship on their family.

The goal of the Foundation is to provide educational grants to as many worthy applicants as possible in order to assist those individuals in attaining an education that will benefit the applicant and society in a positive way.

Eligibility

- Employees of L&L Products, Inc., a Michigan Corporation, with at least one year of employment seniority as of April 1, 2013.
- Former employees of L&L Products, Inc., a Michigan Corporation, no longer employed with the Company due to disability, retirement or death.

Who May Apply

- Employees of L&L Products, Inc.
- Employee's Spouse
- Employee's Children
- Employee's Step Children - children must live with the employee
- Children for whom the employee is the permanent legal guardian.
- Renewal Applicants - any individual who was awarded a grant from the Foundation in the prior year may apply whether or not the family member under whom they originally qualified currently meets the eligibility requirements.

Important Information

- Grant awards are intended to support adult educational endeavors, specifically, educational efforts undertaken to prepare one for a future career or to enhance a current career.
- Grants are awarded yearly and cover the following academic year.
- Federal regulations limit the number of grants that may be awarded. For example, only 10% of the eligible L&L Products, Inc. employees that apply may receive a grant from the Foundation.
- Grant award decisions are made by the Foundation Grantee Selection Committee. This Committee is comprised of administrators from local school districts. There are no L&L Products employees on the Selection Committee.
- Applicants will be notified as to whether they have been awarded a grant no later than June 30, 2013.

Applications

Due Date: on or before April 1, 2013

If you have any questions or to request an application, please contact:

Peggy Domenick-Muscat, President
Phone: (586) 336-1608

Debbie Miner, Treasurer
Phone: (586) 336-1632

Fax: (586) 336-1635
E-mail: edfoundation@llproducts.com

Applications are available on our website:
Website: foundationcenter.org/grantmaker/landl

The L&L Educational Foundation Grant Application

Due April 1, 2013

Application Checklist

(Return with your application)

Applicant Name: _____

Please initial this checklist to indicate your application is complete

The Application Package:

1. Please note. All sections of the application must be complete. Incomplete applications may not be considered.
2. Please return:
 - This Application Checklist
 - **ONLY** pages 1-5 of your original grant application

Education Transcripts Requirement:

1. **If you were awarded a grant in 2012**
Please supply official certified transcripts for all education institutions attended during the 2012-2013 school year.

Transcripts must be mailed from the educational institution directly to the Foundation.
2. **If you did not receive a grant in 2012, please supply:**
 - Official certified high school transcripts
 - Official certified transcripts from all post secondary educational efforts (i.e.) trade school, college, university, etc. attended.
Transcripts must be mailed from the educational institution directly to the Foundation.

MAIL DOCUMENTS TO THE FOLLOWING ADDRESS. APPLICATION AND ALL TRANSCRIPTS MUST BE RECEIVED BY APRIL 1, 2013.

**L & L Educational Foundation
160 McLean Drive
Romeo, MI 48065**

The L&L Educational Foundation
Grant Application
Due April 1, 2013

I. APPLICANT INFORMATION

Please type this document

Name: _____

E-Mail Address: _____

Address: _____

City, State, Zip: _____

Home Phone: _____ Cell Phone: _____

Name of L&L employee you are related to: _____ Relationship: _____

Hire date of L&L employee: _____ Is he or she currently employed with L&L? _____
(mo./day/year) (yes or no)

II. EDUCATION

Transcript requirement: Applicants are required to provide official certified transcripts from the educational institutions that they have attended in the past to support their application. These transcripts must be mailed from the educational institution directly to the L&L Educational Foundation. Please see the "Application Checklist" for further details.

List high school(s), trade schools, colleges, universities or other institutions you have attended and the degrees, certificates, or licenses received. If you are currently attending an educational institution, be sure to include it.

Institution	GPA	Degree	Dates Attended
Current School: _____	_____	_____	_____
Other School: _____	_____	_____	_____
Other School: _____	_____	_____	_____
High School: _____	_____	_____	_____

III. EMPLOYMENT

List your most recent employer

Employer	Position	Hours Worked	Dates Employed
_____	_____	_____	_____

IV. INFORMATION ON PLANNED POST-SECONDARY EDUCATION

Trade School, College, University (or other) you plan to attend _____

Have you been accepted? _____ (yes or no). Area of Study. _____

Degree level or certification being pursued, if applicable _____
(i.e. journeyman, bachelor's degree, master's degree, doctorate)

of credits you plan to take during the academic year _____ Status _____
(Part-time or Full-time)

Estimated date of graduation. _____ (Mo /Year)

INFORMATION - TUITION & FEES - MICHIGAN COLLEGES & UNIVERSITIES

- The table below is for information and comparison purposes. (Source: collegeboard.org or school website)
- Grants may be used to attend any post secondary educational institution. This includes colleges, universities, technical institutes, trade schools, specialty schools, etc. for full or part-time attendance

Educational Institution	Public / Private	Full-time Credit Assumption	Tuition & Fees 2012-2013
Delta College	Public	12 cr sem / 24 cr year	\$2,494 / \$3,700 In-district / Out-district
Macomb Community College	Public	12 cr sem / 24 cr year	\$2,164 / \$3,244 In-district / Out-district
Mott Community College*	Public	12 cr sem / 24 cr year	\$3,209 / \$4,498 In-district / Out-district
Oakland Community College	Public	12 cr sem / 24 cr year	\$1,784 / \$3,077 In-district / Out-district
St. Clair Community College*	Public	12 cr sem / 24 cr year	\$2,626 / \$4,774 In-district / Out-district
Wayne Community College	Public	12 cr sem / 24 cr year	\$2,644 / \$2,908 In-district / Out-district
Baker College	Private	12 cr sem / 24 cr year	\$ 5,160
Davenport University	Private	15 cr sem / 30 cr year	\$ 15,840
University of Phoenix	Private	Full year - 24 credits	\$ 14,800
Central Michigan University	Public	15 cr sem / 30 cr year	\$ 10,950
Eastern Michigan University	Public	15 cr sem / 30 cr year	\$ 9,026
Ferris State University	Public	15 cr sem / 30 cr year	\$ 10,710
Grand Valley State University	Public	15 cr sem / 30 cr year	\$ 10,078
Michigan State University	Public	15 cr sem / 30 cr year	\$ 12,623
Oakland University	Public	15 cr sem / 30 cr year	\$ 10,230
Saginaw Valley State University	Public	15 cr sem / 30 cr year	\$ 8,120
University of Michigan - Ann Arbor	Public	15 cr sem / 30 cr year	\$ 12,994
University of Michigan - Dearborn	Public	15 cr sem / 30 cr year	\$ 10,482
University of Michigan - Flint	Public	15 cr sem / 30 cr year	\$ 9,514
Wayne State University	Public	15 cr sem / 30 cr year	\$ 10,190
Western Michigan University	Public	15 cr sem / 30 cr year	\$ 9,982
Kettering University	Private	Specialized Program	\$ 33,946
Lawrence Technological Univ	Private	15 cr sem / 30 cr year	\$ 28,470
Madonna University	Private	15 cr sem / 30 cr year	\$ 15,300
Northwood University	Private	15 cr sem / 30 cr year	\$ 20,996
Spring Arbor University	Private	15 cr sem / 30 cr year	\$ 22,538
Walsh College	Private	15 cr sem / 30 cr year	\$ 11,050

* Tuition based on Contact Hours. As a result, the cost of attendance may be higher than shown

V. FINANCIAL NEED

Estimated Expenses for the 2013-2014 Academic Year

Expenses covered by grants: Grants provided by The L&L Educational Foundation are intended to support specific expenses associated with the educational program that the applicant plans to pursue or is currently pursuing. These expenses include tuition, fees, books and course related supplies such as software and lab equipment (as required by the course syllabus). See page 5 "Rules Governing Grants" document for additional information.

Estimated annual cost of tuition, registration & related fees: \$ _____
(Do not include expenses related to housing or transportation)

Estimated annual cost of books & course-related supplies: \$ _____

(1) **TOTAL ESTIMATED EXPENSES FOR THE 2013-2014 ACADEMIC YEAR:** \$ _____ 0

Estimated Available Funding

Total grants/scholarships you will or expect to receive (i e) pell grants, university grants, scholarships, etc (Do not include student loans or assistance expected from [The L&L Educational Foundation]): \$

Input as a negative number:
50% of grants, scholarships, etc. you are expecting to receive from the line above: \$ _____
(We assume that 50% will be used for tuition, books, etc. & 50% for housing)

Input as a negative number:
Funds available from a Michigan Education Trust (MET), Michigan Education Savings Program (MESP) or other state 529 program intended to cover all or part of the cost of tuition, fees, books & course related supplies: \$ _____

Input as a negative number:
Savings (from any source) intended to cover all or part of the cost of tuition, fees, books & course related supplies: \$ _____

(2) **TOTAL ESTIMATED FUNDS AVAILABLE FOR 2013-2014:** \$ _____ 0

(3) **TOTAL ESTIMATED FINANCIAL NEED FOR 2013-2014: (line 1 minus line 2):** \$ _____ 0
Total Estimated Expenses less Total Estimated Available Funds.

Family Income (REQUIRED)

Family income \$ _____ Are your parents supporting the cost of your education? _____ (yes / no)

Number of dependent children your parents are supporting. _____

What is your yearly income \$ _____, if married, what is your combined yearly income \$ _____

Number of dependent children you (and your spouse, if applicable) are supporting. _____

Grant amount requested for the 2013-2014 academic year: \$ _____
(Required)

VII. PERSONAL STATEMENT

Please tell us about yourself. Feel free to include additional pages as necessary.

- 1. CAREER PLANS** - Please describe how your studies will contribute to your immediate and long term career plans.

- 2. STATEMENT OF PERSONAL NEED** - Please discuss your financial need. Also, describe how you plan to pay for your education.

- 3. SPECIAL CIRCUMSTANCES** - Please describe any special or unique circumstances you would like the Grantee Selection Committee to consider.

The L&L Educational Foundation Personal Statement

CERTIFICATION AND AGREEMENT

1. I hereby affirm that all the information I have provided in, or in connection with, this application is true and complete.
2. I hereby agree to each of the terms and conditions applicable to Foundation grants as set forth in the "Rules Governing Grants" page 6 of this application.
3. I hereby agree to provide the Foundation with official transcripts, mailed directly to the Foundation, as proof of my enrollment and academic progress in June of the year following the academic year in which I receive a grant from the Foundation.
4. I hereby authorize all educational institutions I have attended and will attend to provide transcripts and other information about my academic performance, enrollment and expenses to the Foundation. I agree to sign all additional forms, requests, releases or other documents which may be required for the Foundation to obtain such information directly.
5. I hereby authorize the Foundation to provide information about any grants I have been awarded to the educational institution I plan to attend and to other entities which may provide financial assistance.

Signature of Applicant

Date

The L&L Educational Foundation Rules Governing Grants

The payment of approved grants is subject to Foundation policies and procedures, including the following.

Costs Reimbursed

The Foundation provides grants to cover only those costs associated with the educational program you described in your application.

1. Tuition
2. Registration and course related fees
3. Books
4. Course related supplies such as software and lab equipment as stipulated in the course syllabus.
5. Foundation grants are not intended to be used for the purchase of computer hardware or for capital equipment purchases of any kind.

Enrollment

To be eligible to receive payments under an approved grant, you must enroll and continue to be enrolled in the educational program described in your application.

The Foundation may terminate payments if you do not enter that program, if you cease to be enrolled (due to voluntary withdrawal, expulsion, leave of absence, transfer to another institution or for any other reason), or if you significantly reduce your course load.

Required Documentation

Grant recipients are required to furnish complete information on a **continuing basis** about their participation in the educational programs described in this application and the costs associated with those programs, including:

1. Official transcripts and other information about grades, courses of study, hours, honors and academic progress.
2. Notification about any probationary status and academic or other discipline.
3. Copies of invoices, receipts and other materials sufficient to verify the expenses incurred.
Please note: registration receipts must detail the classes for which the grant recipient is enrolled.

The Foundation may terminate an approved grant if any of the preceding information is not furnished in a timely manner.

Unused Funds

All unused grant payments and all grant payments you use for unapproved purposes must be refunded to the Foundation promptly. Funds used for classes that the grant recipient ultimately withdraws from shall be considered unused.

False or Misleading Information

The Foundation may terminate an approved grant and may require reimbursement of amounts it has previously paid if you provide information that is false or materially misleading.

The L&L Educational Foundation

Privacy Policy

The L&L Educational Foundation (“Foundation”) is committed to responsible information handling practices. The privacy of your personal information is important to us. To help you understand how we protect the information we receive about you this notice describes our privacy policy and practices.

Types of information we collect

- Information that we receive from you on applications, forms and correspondence. Examples include your name, address, phone numbers, e-mail address, educational history, employment history, income declaration.
- Information that was received from institutions which was requested and authorized by you. An example includes transcripts from educational institutions you have attended.

How we use this information

- The Foundation uses the information to process your grant application
- If awarded a grant, the Foundation uses the information to process your grant payments and verify that these payments were used for their intended purpose.

Whom we may share this information with

This information is shared with The L&L Educational Foundation’s Grantee Selection Committee, which includes individuals, often the district’s superintendent, employed by school districts in the area. The Grantee Selection Committee is responsible for evaluating grant applications and making grant awards.

Security procedures that are in place to protect the loss, misuse or alteration of information

- We employ internal access controls to ensure that the only people who see your information are those with a need to do so to perform their official duties
- We eliminate or blackout all discernable references to birth date or social security number before providing your application information to the Grantee Selection Committee.
- We physically secure the areas where we hold hard copies of information.
- We use technical controls to secure information that is maintained electronically including firewalls and password protections. In addition, we regularly back up the information that is maintained electronically to ensure against loss.

Whom can I CONTACT if I have questions or concerns regarding this Privacy Policy? If you have questions about our Privacy Policy, telephone or e-mail Peggy Domenick-Muscat, President (586) 336-1608 / [edfoundation @llproducts.com](mailto:edfoundation@llproducts.com)

This L&L Educational Foundation Privacy Policy may be updated from time to time as deemed necessary.

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

- 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 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

Type or print	Name of exempt organization or other filer, see instructions. THE L & L EDUCATIONAL FOUNDATION	Employer identification number (EIN) or 38-2785121
File by the due date for filing your return See Instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 160 MCLEAN DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ROMEO, MI 48065	

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

0 4

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

MARGARET DOMENICK - MUSCAT

- The books are in the care of ► **160 MCLEAN DRIVE - ROMEO, MI 48065**

Telephone No. ► **(586) 336-1600**

Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2014, 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	\$	0.
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	\$	1,856.
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	\$	0.

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.