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Return of Private Foundation

OMB No 1545-0052

2013

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Department of the Treasury
Internal Revenue ServiceDo 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

Name of foundation BIEBER FAMILY FOUNDATION		A Employer identification number 41-1679484
Number and street (or P O box number if mail is not delivered to street address) 10025 VALLEY VIEW ROAD, SUITE 190		B Telephone number (763) 553-7700
City or town, state or province, country, and ZIP or foreign postal code EDEN PRAIRIE, MN 55344		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,812,202. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received		1,191,602.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		204,495.	204,495.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		408,978.			
b Gross sales price for all assets on line 6a 2,524,967.					
7 Capital gain net income (from Part IV, line 2)			408,978.		
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		7,707.	7,707.		STATEMENT 2
12 Total. Add lines 1 through 11		1,812,782.	621,180.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		13,460.	13,460.		0.
c Other professional fees STMT 4		38,364.	38,364.		0.
17 Interest					
18 Taxes STMT 5		13,634.	4,510.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		328.	303.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		65,786.	56,637.		25.
25 Contributions, gifts, grants paid		400,500.			400,500.
26 Total expenses and disbursements. Add lines 24 and 25		466,286.	56,637.		400,525.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,346,496.			
b Net investment income (if negative, enter -0-)			564,543.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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
Assets	1 Cash - non-interest-bearing	114,594.	549,820.	549,820.
	2 Savings and temporary cash investments			
	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 STMT 7	2,006,791.	1,993,741.	2,029,331.
	b Investments - corporate stock STMT 8	4,986,100.	5,910,420.	7,951,811.
	c Investments - corporate bonds STMT 9	250,564.	250,564.	281,240.
Liabilities	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)	7,358,049.	8,704,545.	10,812,202.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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 ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	7,358,049.	8,704,545.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	7,358,049.	8,704,545.	
	31 Total liabilities and net assets/fund balances	7,358,049.	8,704,545.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,358,049.
2 Enter amount from Part I, line 27a	2	1,346,496.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	8,704,545.
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	8,704,545.

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 ABBOT DOWNING - SEE ATTACHED		VARIOUS	
b ABBOT DOWNING - SEE ATTACHED		VARIOUS	
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 844,074.		807,481.	36,593.
b 1,679,683.		1,308,508.	371,175.
c 1,210.			1,210.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			36,593.
b			371,175.
c			1,210.
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	408,978.
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	281,064.	8,015,227.	.035066
2011	471,793.	7,698,929.	.061280
2010	401,274.	7,285,365.	.055079
2009	354,104.	6,330,931.	.055932
2008	425,115.	7,749,074.	.054860

2 Total of line 1, column (d)	2	.262217
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	.052443
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,687,490.
5 Multiply line 4 by line 3	5	455,598.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,645.
7 Add lines 5 and 6	7	461,243.
8 Enter qualifying distributions from Part XII, line 4	8	400,525.

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	11,291.
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	11,291.
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	11,291.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,400.
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	6,400.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	14.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,905.
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ ATEK COMPANIES, INC Telephone no. ▶ (763) 553-7700 Located at ▶ 10025 VALLEY VIEW ROAD, SUITE 190, EDEN PRAIRIE, ZIP+4 ▶ 55344			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

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

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

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

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Part 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	8,560,067.
b	Average of monthly cash balances	1b	259,720.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,819,787.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,819,787.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	132,297.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,687,490.
6	Minimum investment return. Enter 5% of line 5	6	434,375.

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	434,375.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,291.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,291.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	423,084.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	423,084.
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	423,084.

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	400,525.
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	400,525.
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	400,525.

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.

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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				423,084.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			45,030.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 400,525.				
a Applied to 2012, but not more than line 2a			45,030.	
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				355,495.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				67,589.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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).)

SEE STATEMENT 11

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED	NONE	501(C)(3)	SUPPORT OF CHARITABLE ACTIVITIES	400,500.
Total			3a	400,500.
b Approved for future payment				
NONE				
Total			3b	0.

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

Employer identification number

BIEBER FAMILY FOUNDATION

41-1679484

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	Employer identification number
BIEBER FAMILY FOUNDATION	41-1679484

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	WILLIAM BIEBER 10025 VALLEY VIEW ROAD SUITE 190 EDEN PRAIRIE, MN 55344	\$ 1,191,602.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

41-1679484

[illegible]

Name of organization

Employer identification number

BIEBER FAMILY FOUNDATION**41-1679484**

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Attachment to 2013 Form 990-PF, Part XV, Page 10, Supplementary Information
 Question 3, Grants and Contributions Paid During the Year or Approved for Future Payment

Taxpayer: The Bieber Family Foundation
 Taxpayer ID Number: 41-1679484

Recipient	Status of Recipient	Purpose of Grant	Amount Paid	Date Pd
Page Education Foundation	501(c)(3)	Support of Charitable Activities	5,000.00	01/11/13
Twin Cities Urban Squash	501(c)(3)	Support of Charitable Activities	5,000.00	01/17/13
Hammer Residence	501(c)(3)	Support of Charitable Activities	15,000.00	01/17/13
Minnesotans Against Terrorism	501(c)(3)	Support of Charitable Activities	1,000.00	01/17/13
Cleveland Diocesan Mission	501(c)(3)	Support of Charitable Activities	5,000.00	02/20/13
Habitat for Humanity-Collier Cty	501(c)(3)	Support of Charitable Activities	5,000.00	02/20/13
Minnesotans Against Terrorism	501(c)(3)	Support of Charitable Activities	2,000.00	03/22/13
Creede Repertory Theater	501(c)(3)	Support of Charitable Activities	5,000.00	03/20/13
Special Olympics	501(c)(3)	Support of Charitable Activities	10,000.00	03/05/13
William Mitchell College of Law	501(c)(3)	Support of Charitable Activities	30,000.00	03/28/13
Trashmasters	501(c)(3)	Support of Charitable Activities	1,000.00	06/01/13
Hammer Residence	501(c)(3)	Support of Charitable Activities	1,000.00	06/01/13
Geater Mpls Crisis Nursery	501(c)(3)	Support of Charitable Activities	5,000.00	07/25/13
Campaign for Legal	501(c)(3)	Support of Charitable Activities	5,000.00	09/17/13
Advocates for Human Rights	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Alzheimers Association	501(c)(3)	Support of Charitable Activities	500.00	10/01/13
American Red Cross	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Animal Humane Society	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Arc Greater Twin Cities	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Autism Society	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Boulder Shelter	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Boy Scouts of America	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Bridging	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Camp Winebago	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
CanDoCanines	501(c)(3)	Support of Charitable Activities	500.00	10/01/13
Center for Am Experiment	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Central Lakes College Fund	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Challenge Aspen	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Childrens Home Society	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Childrens Hospital & Clinics	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Christ for People with Disabilities	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Colonial Church	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Commonbound Communities	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Courage Center	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Cristo Rey Jesuit High School	501(c)(3)	Support of Charitable Activities	2,500.00	10/01/13
DeLaSalle High School	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Dunwoody College	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Emergency Food Shelf	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Episcopal Group Home	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Feed My Starving Children	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Fraser Community Services	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Friendship Ventures	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Gillette Childrens Foundation	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Guild Inc	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Twin Cities Habitat for Humanity	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Hazelden Foundation	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Heart and Hand Center	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Homeward Bound Inc	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Hope Academy	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Hope for the City	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13

Attachment to 2013 Form 990-PF, Part XV, Page 10, Supplementary Information
 Question 3, Grants and Contributions Paid During the Year or Approved for Future Payment

Taxpayer: The Bieber Family Foundation
 Taxpayer ID Number: 41-1679484

Recipient	Status of Recipient	Purpose of Grant	Amount Paid	Date Pd
Interfaith Outreach	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Kinship Partners	501(c)(3)	Support of Charitable Activities	500.00	10/01/13
Leukemia & Lymphoma	501(c)(3)	Support of Charitable Activities	500.00	10/01/13
Lifeworks	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Loaves & Fishes	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Metro Meals on Wheels	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
International Foundation	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Minnesota Public Radio	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Minnesota Teen Challenge	501(c)(3)	Support of Charitable Activities	25,000.00	10/01/13
Mount Olivet	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
National MS Society	501(c)(3)	Support of Charitable Activities	500.00	10/01/13
Opportunity Partners	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Pacer Center	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Prism	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Reach for Resources	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Ronald McDonald	501(c)(3)	Support of Charitable Activities	2,000.00	10/01/13
Second Harvest	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Twin Cities Public Television	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Bridge for Youth	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Jeremiah Program	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Salvation Army	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Smile Train	501(c)(3)	Support of Charitable Activities	5,000.00	10/01/13
Tree House	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Union Gospel Mission	501(c)(3)	Support of Charitable Activities	1,000.00	10/01/13
Greater TC United Way	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
Washburn Center	501(c)(3)	Support of Charitable Activities	10,000.00	10/01/13
William Mitchell College of Law	501(c)(3)	Support of Charitable Activities	30,000.00	10/14/13
Hart Teen Challenge	501(c)(3)	Support of Charitable Activities	5,000.00	10/14/13
Creede Community Relief Fund	501(c)(3)	Support of Charitable Activities	5,000.00	11/01/13
Aspen Academy	501(c)(3)	Support of Charitable Activities	3,000.00	11/01/13
Historic Denver	501(c)(3)	Support of Charitable Activities	2,500.00	11/01/13
Denver Rescue Mission	501(c)(3)	Support of Charitable Activities	2,000.00	12/31/13
Child Advocates Denver CASA	501(c)(3)	Support of Charitable Activities	1,000.00	12/31/13
Camden Promise	501(c)(3)	Support of Charitable Activities	1,000.00	12/31/13
International Foundation	501(c)(3)	Support of Charitable Activities	500.00	12/31/13
Ace Scholarship	501(c)(3)	Support of Charitable Activities	2,500.00	12/31/13
Lutheran Social Services	501(c)(3)	Support of Charitable Activities	1,000.00	12/31/13
Miya'mba Remedial Education Program	501(c)(3)	Support of Charitable Activities	10,000.00	12/31/13
Opportunity International	501(c)(3)	Support of Charitable Activities	5,000.00	12/31/13
Hammer Residence	501(c)(3)	Support of Charitable Activities	15,000.00	12/31/13
The Pilgrim Center	501(c)(3)	Support of Charitable Activities	1,000.00	12/31/13
Total contributions			400,500.00	

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Corporate Bonds	Bear Stearns Co	11/15/06	100,000	99,814.00	1.00
Corporate Bonds	General Electric Co 5.25% 12/6/17	03/24/08	150,000	150,750.00	1.01
Equities	3M Co	11/30/05	83	6,542.89	78.83
Equities	3M Co	12/29/05	34	2,671.06	78.56
Equities	3M Co	12/29/05	65	5,105.99	78.55
Equities	3M Co	01/25/06	39	2,850.35	73.09
Equities	3M Co	02/27/06	85	6,249.54	73.52
Equities	3M Co	01/29/07	7	552.11	78.87
Equities	3M Co	02/24/09	15	707.95	47.20
Equities	3M Co	07/21/10	410	33,172.69	80.91
Equities	3M Co	10/04/10	35	3,067.48	87.64
Equities	3M Co	11/18/10	45	3,896.55	86.59
Equities	3M Co	07/20/12	116	10,241.64	88.29
Equities	ABB Ltd - ADR	11/18/10	2,330	48,440.70	20.79
Equities	ABB Ltd - ADR	09/12/12	87	1,627.77	18.71
Equities	Abbott Labs	01/03/13	1,005	23,752.56	23.63
Equities	Accenture PLC	11/18/10	455	19,905.46	43.75
Equities	Accenture PLC	07/20/12	216	12,636.00	58.50
Equities	Aflac Inc	11/18/10	1,495	81,942.74	54.81
Equities	Aflac Inc	09/12/12	56	2,696.94	48.16
Equities	Air Methods Corp	09/16/13	182	7,350.56	40.39
Equities	Air Methods Corp	09/17/13	791	33,028.71	41.76
Equities	Alison Transmission Holdings	10/03/12	1,045	20,955.49	20.05
Equities	Alison Transmission Holdings	10/04/12	104	2,087.01	20.07
Equities	Alison Transmission Holdings	10/05/12	155	3,165.57	20.42
Equities	Alison Transmission Holdings	10/09/12	138	2,751.07	19.94
Equities	Alison Transmission Holdings	10/10/12	80	1,596.38	19.95
Equities	Alison Transmission Holdings	10/11/12	155	3,100.78	20.01
Equities	American Express Co	11/18/10	555	23,830.15	42.94
Equities	American Express Co	03/07/12	185	9,839.02	53.18
Equities	American Express Co	07/20/12	408	24,088.32	59.04
Equities	American Express Co	09/12/12	59	3,401.92	57.66
Equities	AMEX Energy Select SPDR	11/18/10	1,020	64,300.80	63.04
Equities	AMEX Energy Select SPDR	08/16/12	195	14,040.74	72.00
Equities	AMEX Energy Select SPDR	09/12/12	233	17,102.08	73.40
Equities	AMEX Materials SPDR	11/18/10	1,810	64,164.50	35.45
Equities	AMEX Materials SPDR	09/12/12	347	12,818.01	36.94
Equities	Amphenol Corp	04/07/11	375	19,560.68	52.16
Equities	Amphenol Corp	04/27/11	101	5,520.52	54.66
Equities	Amphenol Corp	08/15/11	140	6,006.08	42.90
Equities	Amphenol Corp	07/20/12	390	20,283.90	52.01
Equities	Apache Corp	11/18/10	136	14,887.92	109.47
Equities	Apache Corp	07/20/12	108	9,049.32	83.79
Equities	Apache Corp	08/07/12	158	13,050.93	82.60
Equities	Apache Corp	09/12/12	21	1,884.75	89.75
Equities	Apple Inc	05/20/09	81	10,320.81	127.42
Equities	Apple Inc	07/20/12	54	32,990.76	610.94
Equities	Baxter Intl Inc	07/21/10	375	15,914.63	42.44
Equities	Baxter Intl Inc	10/04/10	195	9,312.52	47.76
Equities	Baxter Intl Inc	11/18/10	160	8,250.65	51.57
Equities	Baxter Intl Inc	07/20/12	108	5,943.24	55.03
Equities	Berkshire Hathaway Inc	07/21/10	355	27,384.27	77.14
Equities	Berkshire Hathaway Inc	11/18/10	4	323.36	80.84
Equities	Berkshire Hathaway Inc	07/26/11	145	11,226.63	77.43
Equities	BHP Billiton Limited - ADR	11/18/10	985	86,867.15	88.19
Equities	BHP Billiton Limited - ADR	09/12/12	37	2,503.42	67.66
Equities	Blackrock Inc	08/24/11	50	7,597.37	151.95
Equities	Blackrock Inc	08/25/11	60	9,210.40	153.51
Equities	Blackrock Inc	06/08/12	58	9,664.98	166.64
Equities	Chevron Corp	07/21/10	339	24,285.46	71.64
Equities	Chevron Corp	11/30/05	39	2,247.23	57.62

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Equities	Chevron Corp	12/29/05	92	5,269.39	57.28
Equities	Chevron Corp	02/27/06	130	7,452.38	57.33
Equities	Chevron Corp	06/25/09	57	3,800.14	66.67
Equities	Chevron Corp	07/20/12	105	11,231.85	106.97
Equities	Coach Inc	10/22/13	848	46,232.62	54.52
Equities	Colgate Palmolive Co	07/21/10	974	40,313.66	41.39
Equities	Colgate Palmolive Co	10/04/10	380	14,945.44	39.33
Equities	Colgate Palmolive Co	11/18/10	90	3,554.55	39.50
Equities	CSX Corp	05/20/09	436	4,339.20	9.95
Equities	CSX Corp	06/16/11	436	4,339.20	9.95
Equities	CSX Corp	06/16/11	436	4,339.20	9.95
Equities	CSX Corp	07/20/12	127	2,893.06	22.78
Equities	CSX Corp	09/12/12	74	1,650.20	22.30
Equities	Danone ADR	06/25/13	301	4,471.44	14.86
Equities	Danone ADR	06/26/13	2,704	40,792.36	15.09
Equities	Dentsply Intl Inc Com	12/09/10	417	13,567.60	32.54
Equities	Dentsply Intl Inc Com	12/10/10	222	7,257.96	32.69
Equities	Dentsply Intl Inc Com	12/10/10	221	7,204.51	32.60
Equities	Dentsply Intl Inc Com	08/09/11	37	1,287.23	34.79
Equities	Diageo PLC Spon ADR	11/30/05	256	14,905.55	58.22
Equities	Diageo PLC Spon ADR	12/29/05	78	4,580.17	58.72
Equities	Diageo PLC Spon ADR	02/24/09	7	341.83	48.83
Equities	Diageo PLC Spon ADR	06/25/09	26	1,506.15	57.93
Equities	Diageo PLC Spon ADR	03/24/10	37	2,453.81	66.32
Equities	Diageo PLC Spon ADR	11/18/10	715	53,581.67	74.94
Equities	Diageo PLC Spon ADR	09/12/12	42	4,597.74	109.47
Equities	Ebix Inc	06/15/11	357	7,168.74	20.08
Equities	Ebix Inc	06/16/11	89	1,804.18	20.27
Equities	Ebix Inc	07/06/11	820	15,569.50	18.99
Equities	Ebix Inc	10/07/11	80	1,559.63	19.50
Equities	Ebix Inc	10/07/11	141	2,742.84	19.45
Equities	Ebix Inc	10/07/11	9	173.28	19.25
Equities	Ebix Inc	10/07/11	45	853.31	18.96
Equities	Ebix Inc	10/07/11	645	9,196.06	14.26
Equities	Ebix Inc	03/04/13	164	2,432.38	14.83
Equities	FMC Technologies	11/18/10	430	16,582.95	38.57
Equities	FMC Technologies	07/20/12	308	12,569.48	40.81
Equities	Gentex Corporation	06/11/12	280	6,101.56	21.79
Equities	Gentex Corporation	06/11/12	280	6,101.56	21.79
Equities	Gentex Corporation	07/20/12	1,700	25,529.58	15.02
Equities	Gentex Corporation	08/07/13	32	746.27	23.32
Equities	Gentherm Inc	06/13/13	1,074	19,475.16	18.13
Equities	Gentherm Inc	06/14/13	248	4,549.84	18.35
Equities	Gentherm Inc	06/17/13	99	1,831.44	18.50
Equities	Gentherm Inc	06/17/13	325	6,012.01	18.50
Equities	Gentherm Inc	06/18/13	155	2,898.41	18.70
Equities	Gentherm Inc	06/18/13	458	8,598.16	18.77
Equities	Geospace Technologies Corp	05/29/13	255	21,822.54	85.58
Equities	Geospace Technologies Corp	05/30/13	144	12,439.62	86.39
Equities	Geospace Technologies Corp	07/02/13	132	9,037.67	68.47
Equities	Geospace Technologies Corp	07/03/13	208	14,406.06	69.26
Equities	Global Pmts Inc W/I	07/21/10	585	21,761.94	37.20
Equities	Global Pmts Inc W/I	10/04/10	171	7,224.69	42.25
Equities	Global Pmts Inc W/I	09/12/12	115	4,818.01	41.90
Equities	GNC Holdings	01/25/13	257	9,590.83	37.32
Equities	GNC Holdings	01/28/13	634	23,688.56	37.36
Equities	Goldman Sachs Group Inc	11/18/10	101	16,727.62	165.62
Equities	Goldman Sachs Group Inc	10/12/11	98	9,560.47	97.56
Equities	Goldman Sachs Group Inc	07/20/12	343	34,382.32	100.24
Equities	Goldman Sachs Group Inc	09/12/12	28	3,250.80	116.10
Equities	Graco Inc	07/21/10	642	19,028.80	29.64

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Equities	HSBC - ADR	11/18/10	740	40,544.52	54.79
Equities	HSBC - ADR	08/17/11	715	32,037.93	44.81
Equities	HSBC - ADR	09/12/12	54	2,442.93	45.24
Equities	Illinois Tool Works Inc	11/18/10	405	19,265.72	47.57
Equities	Illinois Tool Works Inc	07/20/12	232	11,716.00	50.50
Equities	Inteliquent-see Neutral Tandem				
Equities	Intercontinental Exchange	02/23/11	80	10,324.35	129.05
Equities	Intercontinental Exchange	02/23/11	75	9,681.84	129.09
Equities	Intercontinental Exchange	04/11/11	60	7,296.86	121.61
Equities	Intercontinental Exchange	07/20/12	120	16,198.80	134.99
Equities	Iridium Communications	04/19/13	589	3,907.72	6.63
Equities	Iridium Communications	04/19/13	350	2,343.22	6.69
Equities	Iridium Communications	04/22/13	434	2,947.73	6.79
Equities	Iridium Communications	04/22/13	522	3,527.47	6.76
Equities	Iridium Communications	04/22/13	405	2,725.97	6.73
Equities	Iridium Communications	04/23/13	261	1,761.75	6.75
Equities	Iridium Communications	04/23/13	1,330	8,955.95	6.73
Equities	Iridium Communications	04/24/13	915	6,146.60	6.72
Equities	Iridium Communications	04/25/13	947	6,365.83	6.72
Equities	Iridium Communications	05/07/13	527	3,715.51	7.05
Equities	Ishares Dow Jones Select Dividen FD	07/21/10	85	3,730.61	43.89
Equities	Ishares Dow Jones Select Dividen FD	10/17/12	173	9,983.83	57.71
Equities	Ishares MSCI EAFE	11/18/10	435	25,134.30	57.78
Equities	Ishares MSCI EAFE	03/01/11	87	5,231.83	60.14
Equities	Ishares MSCI EAFE	09/12/12	19	1,011.75	53.25
Equities	Ishares MSCI Ex-Japan In Fd	11/18/10	1,265	80,325.47	63.50
Equities	Ishares MSCI Ex-Japan In Fd	09/12/12	47	2,551.07	54.28
Equities	Johnson & Johnson	08/23/07	212	13,188.36	62.21
Equities	Johnson & Johnson	06/25/09	72	4,040.33	56.12
Equities	Johnson & Johnson	07/21/10	460	27,397.00	59.56
Equities	Johnson & Johnson	06/20/12	265	17,476.27	65.95
Equities	Johnson & Johnson	07/20/12	128	8,683.52	67.84
Equities	JP Morgan Alerian MLP Index	02/07/12	1,707	68,523.08	40.14
Equities	JP Morgan Alerian MLP Index	08/16/12	505	19,962.95	39.53
Equities	JP Morgan Alerian MLP Index	09/12/12	424	16,824.32	39.68
Equities	JP Morgan Alerian MLP Index	04/02/13	1,143	51,460.60	45.02
Equities	JP Morgan Chase & Co	06/01/12	735	24,651.68	33.54
Equities	JP Morgan Chase & Co	07/20/12	88	3,118.72	35.44
Equities	JP Morgan Chase & Co	04/04/13	526	25,206.44	47.92
Equities	Komatsu JPY 50 0	11/22/10	2,860	75,949.70	26.56
Equities	Komatsu JPY 50 1	09/13/12	106	2,228.60	21.02
Equities	Markel Holdings	07/21/10	85	29,069.15	341.99
Equities	Markel Holdings	10/01/10	16	5,520.68	345.04
Equities	Mastec Inc Com	12/11/12	374	8,543.28	22.84
Equities	Mastec Inc Com	12/12/12	725	17,140.62	23.64
Equities	Mastec Inc Com	12/13/12	249	5,872.96	23.59
Equities	Mattel Inc	06/14/13	1,013	44,604.01	44.03
Equities	Mattel Inc	12/03/13	110	5,088.01	46.25
Equities	Mattel Inc	12/04/13	60	2,783.36	46.39
Equities	Mattel Inc	12/05/13	177	8,147.66	46.03
Equities	McDonalds Corp	11/21/08	305	16,536.64	54.22
Equities	McDonalds Corp	06/25/09	6	343.51	57.25
Equities	McDonalds Corp	07/20/12	103	9,491.45	92.15
Equities	McDonalds Corp	09/12/12	21	1,907.85	90.85
Equities	McKesson Corp	08/25/10	165	10,168.95	61.63
Equities	McKesson Corp	10/04/10	195	12,095.73	62.03
Equities	McKesson Corp	11/18/10	144	9,338.16	64.85
Equities	Mednax Inc	02/07/03	1,090	4,944.02	4.54
Equities	Mednax Inc	07/21/10	58	1,382.78	23.84
Equities	Mednax Inc	02/28/12	28	1,038.23	37.08
Equities	Mettler-Toledo Intl Inc	07/21/10	155	18,018.75	116.25

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Equities	Microsoft	03/15/13	2,379	66,340.32	27.89
Equities	Morningstar Inc	07/21/10	238	10,605.07	44.56
Equities	Morningstar Inc	10/04/10	279	12,242.63	43.88
Equities	Nestle S.A. Registered Shares - ADR	11/18/10	1,965	110,452.65	56.21
Equities	Nestle S.A. Registered Shares - ADR	09/12/12	73	4,572.72	62.64
Equities	Neustar Inc	07/21/10	905	19,285.46	21.31
Equities	Neustar Inc	10/04/10	191	4,688.87	24.55
Equities	Nike Inc-Class B	05/20/09	362	9,309.86	25.72
Equities	Nike Inc-Class B	06/25/09	124	3,170.05	25.56
Equities	Nike Inc-Class B	07/20/12	385	17,887.10	46.46
Equities	Nordstrom Inc	11/18/10	535	22,127.50	41.36
Equities	Nordstrom Inc	12/16/10	75	3,132.95	41.77
Equities	Nordstrom Inc	07/20/12	396	20,627.64	52.09
Equities	Oil States International Inc	06/29/12	352	21,626.06	61.44
Equities	Orbital Sciences Corp	08/04/10	757	11,149.47	14.73
Equities	Orbital Sciences Corp	08/05/10	254	3,810.35	15.00
Equities	Orbital Sciences Corp	10/07/11	30	370.94	12.36
Equities	Orbital Sciences Corp	10/07/11	265	3,647.35	13.76
Equities	Orbital Sciences Corp	10/07/11	55	751.51	13.66
Equities	Orbital Sciences Corp	06/11/12	185	2,063.53	11.15
Equities	Orbital Sciences Corp	06/12/12	300	3,540.48	11.80
Equities	Orbital Sciences Corp	06/13/12	292	3,485.08	11.94
Equities	Orbital Sciences Corp	06/14/12	153	1,814.81	11.86
Equities	Paychex Inc	01/31/11	717	23,644.39	32.98
Equities	Paychex Inc	08/09/11	265	7,120.05	26.87
Equities	Paychex Inc	07/20/12	353	11,345.42	32.14
Equities	Pepsico Inc	11/18/10	315	20,380.18	64.70
Equities	Pepsico Inc	07/20/12	189	13,360.31	70.69
Equities	PNC Financial Services Group	07/21/10	240	13,955.71	58.15
Equities	PNC Financial Services Group	10/04/10	195	10,166.44	52.14
Equities	PNC Financial Services Group	11/18/10	150	8,539.35	56.93
Equities	PNC Financial Services Group	02/04/13	492	30,484.62	61.96
Equities	Precision Castparts Corp	11/18/10	175	23,138.50	132.22
Equities	Precision Castparts Corp	12/09/10	15	2,138.08	142.54
Equities	Precision Castparts Corp	07/20/12	129	21,131.49	163.81
Equities	Precision Castparts Corp	09/12/12	16	2,601.12	162.57
Equities	Qualcomm Inc	05/20/09	419	17,970.62	42.89
Equities	Qualcomm Inc	03/23/12	66	4,404.36	66.73
Equities	Qualcomm Inc	07/20/12	408	22,293.12	54.64
Equities	Qualcomm Inc	09/12/12	46	2,855.19	62.07
Equities	Reckitt Benckiser PLC GBP	11/22/10	1,490	83,743.37	56.20
Equities	Reckitt Benckiser PLC GBP	09/12/12	55	3,192.99	58.05
Equities	SAP AG - ADR	11/18/10	975	48,909.21	50.16
Equities	SAP AG - ADR	06/14/12	235	13,649.79	58.08
Equities	SAP AG - ADR	09/12/12	45	3,090.15	68.67
Equities	Schlumberger LTD	06/02/11	275	23,423.90	85.18
Equities	Schlumberger LTD	07/01/11	40	3,361.98	84.05
Equities	Schlumberger LTD	07/13/11	1	89.56	89.56
Equities	Schlumberger LTD	07/20/12	163	10,929.15	67.05
Equities	Schlumberger LTD	09/12/12	25	1,831.50	73.26
Equities	Select Comfort	03/28/13	449	8,485.56	18.90
Equities	Select Comfort	04/01/13	847	16,123.32	19.04
Equities	Select Comfort	04/02/13	246	4,936.54	20.07
Equities	SPDR S&P 500 ETF Trust	10/12/11	25	2,906.30	116.25
Equities	SPDR S&P 500 ETF Trust	03/08/12	9	1,232.19	136.91
Equities	Spectrum Brands Holdings Inc	10/09/12	303	12,241.96	40.40
Equities	Spectrum Brands Holdings Inc	10/10/12	172	6,980.40	40.58
Equities	Spectrum Brands Holdings Inc	10/11/12	285	11,689.10	41.01
Equities	Spectrum Brands Holdings Inc	10/11/12	13	534.39	41.11
Equities	Staples Inc	09/12/12	2,053	23,289.90	11.34
Equities	Starwood Hotels & Resorts Worldwide	08/18/11	510	23,115.75	45.33

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Equities	Starwood Hotels & Resorts Worldwide	07/20/12	328	16,573.84	50.53
Equities	Steel Dynamics Inc Com	07/21/10	1,140	16,199.29	14.21
Equities	Steel Dynamics Inc Com	10/01/10	628	8,930.35	14.22
Equities	Steel Dynamics Inc Com	10/07/11	75	1,029.13	13.72
Equities	Steel Dynamics Inc Com	10/07/11	895	8,685.44	9.70
Equities	Syntel Inc	01/31/13	255	14,362.82	56.32
Equities	Syntel Inc	02/01/13	233	13,196.56	56.64
Equities	Syntel Inc	03/11/13	53	3,341.58	63.05
Equities	Syntel Inc	03/12/13	54	3,414.16	63.23
Equities	Taiwan Semiconductor Mfg - ADR	11/18/10	5,585	62,495.59	11.19
Equities	Taiwan Semiconductor Mfg - ADR	09/12/12	208	3,028.38	14.56
Equities	TCF Financial Corp	09/18/98	2,000	23,123.07	11.56
Equities	TCF Financial Corp	09/25/98	4,000	44,823.93	11.21
Equities	TCF Financial Corp	10/09/98	4,000	35,136.78	8.78
Equities	TCF Financial Corp	11/09/99	6,000	90,122.57	15.02
Equities	TCF Financial Corp	03/02/00	16,000	159,874.60	9.99
Equities	TCF Financial Corp	12/26/13	73,082	74,692.62	1.02
Equities	Telefonica SA - ADR	11/18/10	965	23,909.45	24.78
Equities	Telefonica SA - ADR	01/21/11	1,930	47,818.90	24.78
Equities	Telefonica SA - ADR	09/12/12	108	1,540.02	14.26
Equities	Tesco PLC SP	11/22/10	9,075	61,822.38	6.81
Equities	Tesco PLC SP	09/13/12	338	1,871.61	5.54
Equities	Thermo Fisher Scientific Inc	11/18/10	420	21,831.23	51.98
Equities	Thermo Fisher Scientific Inc	12/01/10	137	7,067.78	51.59
Equities	Thermo Fisher Scientific Inc	07/20/12	348	18,148.20	52.15
Equities	Transocean LTD	08/09/12	315	15,468.14	49.11
Equities	Transocean LTD	09/12/12	47	2,240.94	47.68
Equities	Transocean LTD	07/12/13	129	6,344.14	49.18
Equities	Transocean LTD	07/15/13	712	34,896.26	49.01
Equities	Tupperware Brands Corporation	12/26/12	165	10,683.30	64.75
Equities	Tupperware Brands Corporation	12/27/12	317	20,304.42	64.05
Equities	Unilever PLC	12/03/13	490	19,795.17	40.40
Equities	Unilever PLC	12/04/13	310	12,582.84	40.59
Equities	Unilever PLC	12/05/13	929	37,221.78	40.07
Equities	United Parcel Service CL B	11/05/12	596	43,653.90	73.24
Equities	United Parcel Service CL B	04/04/13	163	13,779.94	84.54
Equities	United Technologies Corp	11/18/10	383	28,828.17	75.27
Equities	United Technologies Corp	07/20/12	254	18,689.32	73.58
Equities	V F Corp	12/29/05	344	4,808.74	13.98
Equities	V F Corp	01/25/06	328	4,553.95	13.88
Equities	Vanguard Intl Equ Ind F Emr Mkt	12/05/05	2,060	59,884.20	29.07
Equities	Vanguard Intl Equ Ind F Emr Mkt	12/28/05	261	7,890.52	30.23
Equities	VCA Antech Inc	10/01/10	376	7,718.68	20.53
Equities	VCA Antech Inc	10/04/10	360	7,432.31	20.65
Equities	VCA Antech Inc	10/05/10	322	6,828.88	21.21
Equities	VCA Antech Inc	06/24/11	470	9,141.50	19.45
Equities	Vodafone Group PLC New Adr	03/25/11	1,305	37,604.62	28.82
Equities	Vodafone Group PLC New Adr	05/09/11	309	8,736.23	28.27
Equities	Vodafone Group PLC New Adr	05/10/11	386	10,865.40	28.15
Equities	Vodafone Group PLC New Adr	03/23/12	385	10,547.77	27.40
Equities	Vodafone Group PLC New Adr	07/20/12	326	9,307.30	28.55
Equities	Walmart Stores	07/21/10	685	34,050.99	49.71
Equities	Walmart Stores	07/20/12	107	7,793.88	72.84
Equities	Walmart Stores	03/18/13	249	18,384.72	73.83
Equities	WisdomTree Japan Hedged	04/12/12	360	12,649.03	35.14
Equities	WisdomTree Japan Hedged	04/13/12	1,540	53,699.95	34.87
Equities	WisdomTree Japan Hedged	09/12/12	71	2,217.89	31.24
Equities	WisdomTree Japan Hedged	05/20/13	345	17,864.00	51.78
Equities	WisdomTree Japan Hedged	06/05/13	322	14,999.24	46.58
Equities	Wright Express Corp (wex)	07/21/10	467	14,757.15	31.60
Equities	Zebra Technologies Corp CL A	07/21/10	879	22,519.88	25.62

BIEBER FAMILY FOUNDATION
COST BASIS
For the year ended December 31, 2013

Type	Description	Acquired	Quantity	Cost Basis	Cost per Share
Government Bonds	BMO Harris	03/27/13	100,000	100,000.00	1.00
Government Bonds	Clark County Nev 4.3% 7/01/2017	12/08/10	100,000	100,000.00	1.00
Government Bonds	Davenport IA 6.00% 6/1/19	12/16/08	130,000	130,000.00	1.00
Government Bonds	Eden Prairie MI Sch 5.5% 2/1/16	03/19/09	100,000	108,284.00	1.08
Government Bonds	Federal Farm Credit BK 2.79% 11/12/2013	11/13/13	200,000	199,600.00	1.00
Government Bonds	FFCB 4.875% 3/14/14	04/07/08	250,000	264,830.00	1.06
Government Bonds	FHLB 2.625% 12/08/2017	12/03/10	100,000	99,962.00	1.00
Government Bonds	Inver Grove Heights 6.100% 2/1/21	12/10/08	100,000	100,000.00	1.00
Government Bonds	Ishares 1-3 year treasury bond	08/07/13	183	15,447.74	84.41
Government Bonds	Ishares Barclays 1-3 Year Treas Bond	07/12/13	377	31,775.67	84.29
Government Bonds	Ishares Barclays 1-3 Year Treas Bond	10/18/13	332	28,017.48	84.39
Government Bonds	LaCrosse WI 2.9% 12/01/16	12/28/10	100,000	100,000.00	1.00
Government Bonds	Metropolitan Council 2.4% 2/01/15	12/22/10	100,000	100,388.00	1.00
Government Bonds	Minneapolis MN 3.25% 12/1/2018	05/06/13	100,000	111,466.00	1.11
Government Bonds	Waconia MN School 6.00% 2/1/18	12/09/08	125,000	127,626.25	1.02
Government Bonds	SPDR Barclays Captl Conv Sec	11/18/10	1,590	64,426.80	40.52
Government Bonds	SPDR Barclays Captl Conv Sec	09/12/12	305	12,017.09	39.40
Government Bonds	Templeton Global Bond FD-ADV #616	12/31/13	15,314	200,000.00	13.06
Government Bonds	VR Fed Home LN Bk 1% 2/22/23	02/22/13	100,000	99,900.00	1.00
TOTAL Equities and Bonds				7,037,815.46	

Taxpayer: The Bieber Family Foundation

Taxpayer ID Number: 41-1679484

DESCRIPTION OF PROPERTY SOLD	QUANTITY	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	NET PROCEEDS	NET COST	GAIN OR (LOSS)
Gentex	109	Purchase	3/15/2012	1/25/2013	2,124.44	2,709.74	(585.30)
Ishares Barclay 1-3 year Treas Bond	20	Purchase	12/18/12	01/25/13	1,688.96	1,689.00	(0.04)
Ishares Barclay 1-3 year Treas Bond	29	Purchase	12/18/12	01/25/13	2,448.99	2,449.04	(0.05)
Ishares Barclay 1-3 year Treas Bond	26	Purchase	12/19/12	01/25/13	2,195.65	2,196.22	(0.57)
Ishares Barclay 1-3 year Treas Bond	3	Purchase	12/21/12	01/25/13	253.34	253.23	0.11
Ishares Barclay 1-3 year Treas Bond	77	Purchase	12/24/12	01/25/13	6,502.50	6,500.33	2.17
Ishares Barclay 1-3 year Treas Bond	75	Purchase	12/26/12	01/25/13	6,330.36	6,332.20	(1.84)
Mednax Inc	79	Purchase	02/28/12	01/25/13	6,831.93	5,856.27	975.66
Gentex	445	Purchase	03/15/12	01/28/13	8,512.73	11,062.59	(2,549.86)
Gentex	119	Purchase	03/15/12	01/28/13	2,283.85	2,945.25	(661.40)
Perrigo	142	Purchase	07/20/12	01/29/13	14,350.80	16,223.50	(1,872.70)
Perrigo	16	Purchase	07/20/12	01/29/13	1,618.58	1,788.16	(169.58)
Abbott Labs	123	Purchase	07/20/12	01/17/13	4,148.20	4,159.27	(11.07)
Ishares Dow Jones Select Divided FD	498	Purchase	01/17/13	02/04/13	29,875.74	29,167.86	707.88
Ishares Barclay 1-3 year Treas Bond	88	Purchase	02/06/13	03/04/13	7,431.58	7,430.72	0.86
Zebra Technologies	135	Purchase	03/15/12	03/11/13	6,047.33	5,342.46	704.87
Zebra Technologies	23	Purchase	03/14/12	03/11/13	1,022.50	906.20	116.30
Zebra Technologies	62	Purchase	03/14/12	03/12/13	2,769.74	2,443.17	326.57
SPDR Barclays High Yield Bond	197	Purchase	09/12/12	04/02/13	8,034.89	7,923.24	111.65
VanGuard Short Term Bond ETF	1,500	Purchase	09/12/12	04/03/13	121,444.78	122,010.00	(565.22)
Heinz HJ Co	136	Purchase	07/20/12	04/04/13	9,778.88	7,512.64	2,266.24
VanGuard Short Term Bond ETF	655	Purchase	09/12/12	05/06/13	53,099.54	53,269.35	(169.81)
VanGuard Short Term Bond ETF	545	Purchase	02/15/13	05/06/13	44,170.28	44,099.11	71.17
Ishares Barclay 1-3 year Treas Bond	88	Purchase	02/16/13	05/07/13	7,435.82	7,430.70	5.12
Ishares Barclay 1-3 year Treas Bond	122	Purchase	04/02/13	05/07/13	10,306.73	10,306.56	0.17
Vanguard FTSE Emerging Markets ETF	40	Purchase	09/12/12	05/20/13	1,741.53	1,660.40	81.13
Oil States International	170	Purchase	09/12/12	05/29/13	16,878.79	14,026.94	2,851.85
Oil States International	41	Purchase	06/29/12	05/29/13	4,062.49	2,519.04	1,543.45
VR Fed Home LN BK 1%	150,000	Purchase	11/21/12	05/21/13	150,000.00	150,000.00	0.00
Vanguard FTSE Emerging Markets ETF	71	Purchase	09/12/12	06/05/13	2,970.00	2,947.21	22.79
Ishares Barclay 1-3 year Treas Bond	4	Purchase	04/02/13	06/13/13	337.30	337.92	(0.62)
Ishares Barclay 1-3 year Treas Bond	236	Purchase	04/23/13	06/13/13	19,896.43	19,939.64	(43.21)
Ishares Barclay 1-3 year Treas Bond	202	Purchase	05/29/13	06/13/13	17,033.45	17,058.86	(25.41)
Ishares Barclay 1-3 year Treas Bond	2	Purchase	05/01/13	06/13/13	168.65	169.02	(0.37)
Ishares Dow Jones Select Divided FD	509	Purchase	04/04/13	06/14/13	32,867.85	32,122.99	744.86
Ishares Dow Jones Select Divided FD	71	Purchase	04/04/13	06/25/13	4,470.32	4,481.52	(11.20)
Ishares Dow Jones Select Divided FD	140	Purchase	04/04/13	06/26/13	8,876.28	8,837.65	38.63
Ishares Dow Jones Select Divided FD	238	Purchase	03/19/13	06/26/13	15,083.96	14,934.47	149.49
Ishares Dow Jones Select Divided FD	142	Purchase	01/17/13	06/26/13	9,003.08	8,319.76	683.32
Ishares Dow Jones Select Divided FD	95	Purchase	10/17/12	06/26/13	6,023.19	5,482.45	540.74
CNOOC-China National Offshore	10	Purchase	09/12/12	07/15/13	1,668.42	1,862.30	(193.88)
Ishares 1-3 treasury bond	48	Purchase	08/07/13	08/12/13	4,050.17	4,050.17	0.00
Ishares 1-3 treasury bond	71	Purchase	05/01/13	09/17/13	5,978.10	6,000.21	(22.11)
Abbott Labs	68	Purchase	01/03/13	11/15/13	2,541.11	1,606.84	934.27
Air Methods Corp	323	Purchase	09/17/13	12/31/13	18,777.76	13,488.48	5,289.28
Allison Transmission	163	Purchase	08/12/13	12/31/13	4,466.04	3,586.00	880.04
Gentex	707	Purchase	08/07/13	12/31/13	23,235.65	16,451.89	6,783.76
Gentherm	359	Purchase	06/19/13	12/31/13	9,215.17	6,933.83	2,281.34
Gentherm	423	Purchase	06/18/13	12/31/13	10,827.06	7,943.94	2,883.12
Geospace Technologies	245	Purchase	05/30/13	12/31/13	22,876.33	21,165.55	1,710.78
GNC Holdings	295	Purchase	01/28/13	12/31/13	17,162.26	11,021.20	6,141.06
Iridium Communications	1,800	Purchase	05/08/13	12/31/13	11,536.20	12,888.00	(1,351.80)
Iridium Communications	282	Purchase	05/07/13	12/31/13	1,725.91	1,988.10	(262.19)
Ishares 1-3 treasury bond	178	Purchase	05/01/13	12/31/13	15,013.05	15,043.28	(30.23)
Ishares 1-3 treasury bond	118	Purchase	08/07/13	12/31/13	9,949.65	9,960.38	(10.73)
Select Comfort	512	Purchase	04/02/13	12/31/13	11,062.60	10,275.84	786.76
Syntel	109	Purchase	03/04/13	12/31/13	9,973.27	6,930.25	3,043.02
Syntel	78	Purchase	03/13/13	12/31/13	7,136.84	4,955.27	2,181.57
Syntel	10	Purchase	03/12/13	12/31/13	907.21	632.30	274.91
Transocean Ltd	119	Purchase	07/09/13	12/31/13	5,840.53	5,852.35	(11.82)
Total short-term capital gains/(losses)					844,074.40	807,480.86	36,593.54

Taxpayer: The Bieber Family Foundation

Taxpayer ID Number: 41-1679484

DESCRIPTION OF PROPERTY SOLD	QUANTITY	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	NET PROCEEDS	NET COST	GAIN OR (LOSS)
Ishares Barclays 1-3 year treas bond	15	Purchase	09/21/11	01/25/13	1,266.72	1,270.20	(3.48)
Ishares Barclays 1-3 year treas bond	83	Purchase	10/18/11	01/25/13	7,009.18	7,011.01	(1.83)
Perrigo	80	Purchase	06/17/11	01/29/13	8,092.88	6,783.61	1,309.27
Perrigo	120	Purchase	06/20/11	01/29/13	12,139.32	10,071.43	2,067.89
Wiley John & Sons	100	Purchase	10/01/10	01/31/13	3,825.60	4,081.27	(255.67)
Wiley John & Sons	303	Purchase	07/21/10	01/31/13	11,571.71	12,007.89	(436.18)
Abbott Labs	950	Purchase	02/24/09	01/17/13	32,369.35	23,340.73	9,028.62
Wiley John & Sons	372	Purchase	07/21/10	02/01/13	14,203.35	14,742.29	(538.94)
Mettler Toledo Intl Inc	40	Purchase	08/10/11	02/06/13	8,564.34	5,590.63	2,973.71
Mettler Toledo Intl Inc	35	Purchase	10/01/10	02/06/13	7,497.21	4,329.30	3,167.91
Mettler Toledo Intl Inc	23	Purchase	07/21/10	02/06/13	4,926.74	2,673.75	2,252.99
Wex Inc	97	Purchase	10/01/10	03/11/13	7,504.07	3,436.71	4,067.36
Zebra Tech	64	Purchase	10/01/10	03/12/13	2,853.27	2,074.88	778.39
Zebra Tech	110	Purchase	10/01/10	03/13/13	4,910.16	3,566.20	1,343.96
Edison International	907	Purchase	07/21/10	03/15/13	45,814.81	29,604.48	16,210.33
Edison International	703	Purchase	07/21/10	03/18/13	35,649.67	22,945.53	12,704.14
UGI Corp New	305	Purchase	10/01/10	03/28/13	11,424.65	8,802.30	2,622.35
UGI Corp New	60	Purchase	10/01/10	04/01/13	2,258.94	1,733.28	525.66
UGI Corp New	204	Purchase	07/21/10	04/01/13	7,667.24	5,459.04	2,208.20
UGI Corp New	396	Purchase	07/21/10	04/01/13	14,880.20	10,596.96	4,283.24
SPDR Barclays High Yield Bond	1,025	Purchase	09/29/11	04/02/13	42,057.80	38,352.73	3,705.07
UGI Corp New	350	Purchase	07/21/10	04/02/13	13,261.83	9,365.91	3,895.92
Heinz HJ Co	740	Purchase	12/13/10	04/04/13	53,464.26	36,378.33	17,085.93
Heinz HJ Co	310	Purchase	03/01/11	04/04/13	22,397.19	15,418.56	6,978.63
Transdigm Group Inc	176	Purchase	11/28/11	04/19/13	26,049.59	16,315.20	9,734.39
Transdigm Group Inc	229	Purchase	11/28/11	04/22/13	33,167.17	21,230.12	11,937.05
Gentex Corp	558	Purchase	03/15/12	05/01/13	12,305.57	13,810.97	(1,505.40)
Gentex Corp	401	Purchase	03/14/12	05/01/13	8,805.19	9,888.66	(1,083.47)
Vanguard FTSE Emerging Markets ETF	375	Purchase	11/18/10	05/20/13	16,481.25	17,781.75	(1,300.50)
Oceaneering Intl Inc	110	Purchase	06/13/11	05/29/13	8,112.94	2,936.23	5,176.71
Oceaneering Intl Inc	197	Purchase	07/21/10	05/29/13	14,514.44	4,538.88	9,975.56
Oceaneering Intl Inc	465	Purchase	06/13/11	05/30/13	34,051.95	10,677.05	23,374.90
Oceaneering Intl Inc	81	Purchase	07/21/10	05/30/13	5,904.46	1,866.21	4,038.25
Vanguard FTSE Emerging Markets ETF	289	Purchase	12/28/05	06/05/13	12,074.86	8,739.36	3,335.50
VCA Antech Inc	149	Purchase	07/21/10	06/13/13	3,937.67	3,529.81	407.86
VCA Antech Inc	611	Purchase	07/21/10	06/18/13	15,802.60	14,474.49	1,328.11
VCA Antech Inc	95	Purchase	10/05/10	06/18/13	2,462.50	2,014.95	447.55
Cloud Peak Energy	567	Purchase	01/18/12	07/02/13	9,284.06	11,435.54	(2,151.48)
Cloud Peak Energy	779	Purchase	01/19/12	07/02/13	12,688.74	15,453.88	(2,765.14)
CNOOC-China National Offshore	110	Purchase	11/18/10	07/12/13	18,625.12	24,384.80	(5,759.68)
Rock Tenn	153	Purchase	08/03/10	07/12/13	16,133.02	8,046.36	8,086.66
Rock Tenn	116	Purchase	09/30/10	07/12/13	12,243.92	5,881.01	6,362.91
Rock Tenn	63	Purchase	10/04/10	07/12/13	6,649.71	3,188.43	3,461.28
CNOOC-China National Offshore	150	Purchase	11/18/10	07/15/13	25,018.32	33,253.15	(8,234.83)
Rock Tenn	181	Purchase	09/28/10	08/07/13	21,050.28	8,726.92	12,323.36
Rock Tenn	54	Purchase	09/29/10	08/07/13	6,285.92	2,712.25	3,573.67
Rock Tenn	82	Purchase	10/01/10	08/07/13	9,545.29	4,144.72	5,400.57
Rock Tenn	74	Purchase	10/04/10	08/07/13	8,614.04	3,745.46	4,868.58
Fed Home Loan Bank 5.25% 8/28/18	300,000	Purchase	08/13/08	08/28/13	300,000.00	300,000.00	0.00
Ansys Inc	138	Purchase	10/01/10	09/16/13	12,146.67	5,877.42	6,269.25
Ansys Inc	277	Purchase	10/02/09	09/17/13	24,446.79	10,431.63	14,015.16
Ansys Inc	74	Purchase	10/06/09	09/17/13	6,535.46	2,806.44	3,729.02
Ansys Inc	84	Purchase	10/01/10	09/17/13	7,418.63	3,577.18	3,841.45
Orbital Science	699	Purchase	07/21/10	10/18/13	15,445.60	11,197.98	4,247.62
Orbital Science	336	Purchase	07/21/10	10/21/13	7,318.35	5,380.70	1,937.65
Orbital Science	42	Purchase	10/05/10	10/21/13	917.11	642.60	274.51
Orbital Science	281	Purchase	10/05/10	10/22/13	6,238.41	4,300.30	1,938.11
Orbital Science	31	Purchase	10/04/10	10/22/13	689.94	466.86	223.08
Paychex	455	Purchase	03/14/11	10/22/13	18,672.50	15,367.53	3,304.97
Paychex	13	Purchase	01/31/11	10/22/13	534.03	428.74	105.29
Staples	600	Purchase	11/29/11	10/22/13	9,339.02	8,394.00	945.02
Waste Management	450	Purchase	03/04/11	10/22/13	18,923.47	16,569.00	2,354.47
Accenture Plc	33	Purchase	09/12/12	11/15/13	2,512.05	2,122.56	389.49
Accenture Plc	13	Purchase	07/20/12	11/15/13	990.31	760.50	229.81

Taxpayer: The Bieber Family Foundation

Taxpayer ID Number: 41-1679484

DESCRIPTION OF PROPERTY SOLD	QUANTITY	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	NET PROCEEDS	NET COST	GAIN OR (LOSS)
American Express	82	Purchase	07/20/12	11/15/13	6,621.38	4,841.28	1,780.10
Amphenol Corp	49	Purchase	09/12/12	11/15/13	3,964.26	3,034.03	930.23
Amphenol Corp	19	Purchase	04/27/11	11/15/13	1,538.20	1,038.54	499.66
Apache	29	Purchase	11/18/10	11/15/13	2,585.30	3,174.63	(589.33)
Apple	7	Purchase	09/12/12	11/15/13	3,638.80	4,761.19	(1,122.39)
Apple	2	Purchase	07/20/12	11/15/13	1,039.76	1,221.88	(182.12)
Baxter International	41	Purchase	09/12/12	11/15/13	2,695.48	2,424.71	270.77
Baxter International	16	Purchase	07/20/12	11/15/13	1,052.77	880.48	172.29
Berkshire Hathaway	25	Purchase	09/12/12	11/15/13	2,850.10	2,164.25	685.85
Berkshire Hathaway	9	Purchase	11/18/10	11/15/13	1,026.51	727.56	298.95
Blackrock	8	Purchase	09/12/12	11/15/13	2,374.64	1,453.60	921.04
Blackrock	1	Purchase	07/20/12	11/15/13	296.88	175.81	121.07
Blackrock	2	Purchase	06/18/12	11/15/13	593.77	333.28	260.49
CSX Corp	103	Purchase	07/20/12	11/15/13	2,740.88	2,346.34	394.54
FMC Technologies	36	Purchase	09/12/12	11/15/13	1,749.00	1,747.42	1.58
FMC Technologies	14	Purchase	07/20/12	11/15/13	680.95	571.34	109.61
Goldman Sachs	39	Purchase	11/18/10	11/15/13	6,333.48	6,459.18	(125.70)
Illinois Tool Works	31	Purchase	09/12/12	11/15/13	2,437.64	1,877.67	559.97
Illinois Tool Works	12	Purchase	07/20/12	11/15/13	944.26	606.00	338.26
Intercontinental Exchange	16	Purchase	09/12/12	11/15/13	3,199.02	2,192.16	1,006.86
Intercontinental Exchange	7	Purchase	07/12/12	11/15/13	1,399.97	944.93	455.04
McDonalds	30	Purchase	07/20/12	11/15/13	2,924.64	2,764.50	160.14
McKesson Corp	25	Purchase	09/12/12	11/15/13	3,931.32	2,210.75	1,720.57
McKesson Corp	9	Purchase	11/18/10	11/15/13	1,415.76	583.65	832.11
Nike Inc	42	Purchase	09/12/12	11/15/13	3,209.76	2,085.30	1,124.46
Nike Inc	17	Purchase	07/20/12	11/15/13	1,300.13	789.82	510.31
Nordstrom	49	Purchase	09/12/12	11/15/13	3,023.97	2,819.44	204.53
Nordstrom	19	Purchase	07/20/12	11/15/13	1,173.59	989.71	183.88
Pepsico	25	Purchase	09/12/12	11/15/13	2,132.35	1,802.75	329.60
Pepsico	9	Purchase	07/20/12	11/15/13	768.13	636.31	131.82
Precision Castparts	23	Purchase	07/20/12	11/15/13	5,732.65	3,767.63	1,965.02
Qualcomm	64	Purchase	03/23/12	11/15/13	4,346.80	4,271.36	75.44
Schlumberger	34	Purchase	07/13/11	11/15/13	3,110.94	3,046.06	64.88
SPDR S&P 500 ETF Trust	2	Purchase	09/12/12	11/15/13	352.87	288.52	64.35
Starwood Hotels & Resorts	41	Purchase	09/12/12	11/15/13	3,025.93	2,369.77	656.16
Starwood Hotels & Resorts	16	Purchase	07/20/12	11/15/13	1,181.73	808.48	373.25
Thermo Fisher Scientific	44	Purchase	09/12/12	11/15/13	4,284.36	2,588.95	1,695.41
Thermo Fisher Scientific	18	Purchase	07/20/12	11/15/13	1,753.70	938.70	815.00
United Technologies	31	Purchase	09/12/12	11/15/13	3,324.22	2,458.30	865.92
United Technologies	12	Purchase	11/18/10	11/15/13	1,287.44	903.24	384.20
VF Corp	8	Purchase	09/12/12	11/15/13	1,746.24	1,231.44	514.80
VF Corp	3	Purchase	12/29/05	11/15/13	655.01	167.76	487.25
Paychex Inc	103	Purchase	01/31/11	12/03/13	4,496.43	3,396.94	1,099.49
Staples Inc	33	Purchase	11/29/11	12/03/13	509.03	460.67	48.36
Staples Inc	248	Purchase	05/25/12	12/03/13	3,814.27	3,365.36	448.91
Waste Management	235	Purchase	03/04/11	12/03/13	10,697.33	8,650.57	2,046.76
Waste Management	110	Purchase	07/20/12	12/03/13	5,013.69	3,578.30	1,435.39
Paychex	68	Purchase	01/31/11	12/04/13	2,977.18	2,242.64	734.54
Staples	171	Purchase	05/25/12	12/04/13	2,654.37	2,320.47	333.90
Waste Management	88	Purchase	07/20/12	12/04/13	4,015.62	2,862.64	1,152.98
Waste Management	111	Purchase	08/09/11	12/04/13	5,057.31	3,375.51	1,681.80
Paychex	233	Purchase	01/31/11	12/05/13	10,151.86	7,684.34	2,467.52
Staples	301	Purchase	05/25/12	12/05/13	4,650.80	4,085.79	565.01
Staples	139	Purchase	07/20/12	12/05/13	2,157.00	1,765.30	391.70
Staples	71	Purchase	09/12/12	12/05/13	1,101.78	805.14	296.64
Staples	41	Purchase	09/12/12	12/05/13	634.62	464.94	169.68
Waste Management	594	Purchase	08/09/11	12/05/13	26,734.94	18,061.21	8,673.73
Allison Transmission	393	Purchase	10/05/12	12/31/13	10,745.86	8,032.92	2,712.94
Dentsply International	175	Purchase	09/12/12	12/31/13	8,478.99	6,517.79	1,961.20
Dentsply International	123	Purchase	08/09/11	12/31/13	5,967.71	4,277.94	1,689.77
Ebix	221	Purchase	06/20/11	12/31/13	3,250.47	4,553.77	(1,303.30)
Ebix	149	Purchase	06/20/11	12/31/13	2,191.49	3,067.43	(875.94)
Ebix	273	Purchase	06/16/11	12/31/13	3,984.40	5,536.79	(1,552.39)
Ebix	136	Purchase	06/16/11	12/31/13	2,000.29	2,758.08	(757.79)

Taxpayer: The Bieber Family Foundation

Taxpayer ID Number: 41-1679484

DESCRIPTION OF PROPERTY SOLD	QUANTITY	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	NET PROCEEDS	NET COST	GAIN OR (LOSS)
Gentex Corp	53	Purchase	03/14/12	12/31/13	1,744.12	1,307.93	436.19
Global Pmts	289	Purchase	10/04/10	12/31/13	18,445.83	12,213.14	6,232.69
Graco	100	Purchase	10/04/10	12/31/13	7,761.80	3,169.68	4,592.12
Graco	113	Purchase	07/21/10	12/31/13	8,762.45	3,349.32	5,413.13
Markel Holdings	34	Purchase	10/01/10	12/31/13	19,650.29	11,731.70	7,918.59
Mastec Ind	447	Purchase	12/12/12	12/31/13	14,259.05	10,571.55	3,687.50
Mednax inc	390	Purchase	02/07/03	12/31/13	20,652.08	5,510.70	15,141.38
Mettler Toledo Intl Inc	52	Purchase	07/21/10	12/31/13	12,630.57	6,045.00	6,585.57
Morningstar Inc	172	Purchase	07/21/10	12/31/13	13,721.45	7,664.32	6,057.13
Neustar Inc	363	Purchase	10/04/10	12/31/13	17,830.25	8,911.65	8,918.60
Oil States International	117	Purchase	06/29/12	12/31/13	11,878.82	7,188.48	4,690.34
Orbital Science	306	Purchase	10/04/10	12/31/13	7,240.27	4,608.06	2,632.21
Orbital Science	454	Purchase	08/05/10	12/31/13	10,711.83	6,814.54	3,897.29
Spectrum Brands	192	Purchase	10/15/12	12/31/13	13,505.86	9,026.13	4,479.73
Spectrum Brands	64	Purchase	10/11/12	12/31/13	4,491.84	2,632.32	1,859.52
Steel Dynamics	908	Purchase	10/01/10	12/31/13	17,551.33	12,911.76	4,639.57
Transocean Ltd	960	Purchase	11/15/10	12/31/13	47,116.84	64,787.91	(17,671.07)
Tupperware	160	Purchase	12/26/12	12/31/13	15,286.14	10,360.00	4,926.14
VCA Antech Inc	507	Purchase	10/05/10	12/31/13	15,752.93	10,753.47	4,999.46
Wex Inc	72	Purchase	10/01/10	12/31/13	7,133.69	2,550.35	4,583.34
Wex Inc	83	Purchase	07/21/10	12/31/13	8,217.38	2,622.80	5,594.58
Zebra Tech	176	Purchase	10/01/10	12/31/13	9,687.39	5,705.10	3,982.29
Zebra Tech	116	Purchase	07/21/10	12/31/13	6,373.42	2,971.92	3,401.50
Total long-term capital gains/(losses)					1,679,683.07	1,308,507.75	371,175.32
Total capital gains/(losses)					2,523,757.47	2,115,988.61	407,768.86

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 INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBOT DOWNING	205,623.	0.	205,623.	205,623.	
PRUDENTIAL	82.	0.	82.	82.	
TO PART I, LINE 4	205,705.	0.	205,705.	205,705.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBOT DOWNING	7,685.	7,685.	
PRUDENTIAL	22.	22.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,707.	7,707.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND LEGAL FEES	13,460.	13,460.		0.
TO FORM 990-PF, PG 1, LN 16B	13,460.	13,460.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ABBOT DOWNING ADVISOR FEES	38,364.	38,364.		0.
TO FORM 990-PF, PG 1, LN 16C	38,364.	38,364.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	13,634.	4,510.		0.
TO FORM 990-PF, PG 1, LN 18	13,634.	4,510.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES	226.	226.		0.
MN ATTORNEY GENERAL FILING FEE	25.	0.		25.
BANK FEES	77.	77.		0.
TO FORM 990-PF, PG 1, LN 23	328.	303.		25.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - GOV'T OBLIGATIONS	X		1,993,741.	2,029,331.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,993,741.	2,029,331.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,993,741.	2,029,331.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	5,910,420.	7,951,811.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,910,420.	7,951,811.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE BONDS	250,564.	281,240.
TOTAL TO FORM 990-PF, PART II, LINE 10C	250,564.	281,240.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM F. BIEBER 12925 16TH AVENUE NORTH PLYMOUTH, MN 55441	DIRECTOR/PRESIDENT 0.50	0.	0.	0.
KATHLEEN O'CONNOR 12925 16TH AVENUE NORTH PLYMOUTH, MN 55441	DIRECTOR/VICE PRESIDENT 0.25	0.	0.	0.
CHRISTINE BIEBER ORRIS 12925 16TH AVENUE NORTH PLYMOUTH, MN 55441	DIRECTOR/SECRETARY 0.25	0.	0.	0.
KERRI BIEBER MCAFOOS 12925 16TH AVENUE NORTH PLYMOUTH, MN 55441	DIRECTOR 0.25	0.	0.	0.
MARK OSMANSKI 12925 16TH AVENUE NORTH PLYMOUTH, MN 55441	TREASURER 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 11

NAME OF MANAGER

WILLIAM F. BIEBER
KATHLEEN O'CONNOR