



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 _____

Name of foundation LINDEN FOUNDATION		A Employer identification number 41-1958314
Number and street (or P O box number if mail is not delivered to street address) 3777 CRAYTON ROAD	Room/suite	B Telephone number 239-649-7343
City or town, state or province, country, and ZIP or foreign postal code NAPLES, FL 34103		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 315,775.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check <input checked="" 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	6,319.	6,319.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,537.			
	b Gross sales price for all assets on line 6a 59,220.				
	7 Capital gain net income (from Part IV, line 2)		8,537.		
	8 Net short-term capital gain				
	9 Income modifications <small>Gross sales less returns and allowances</small>				
	10a Less: Cost of goods sold				
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	14,856.	14,856.	0.		
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				
	b Accounting fees STMT 2	2,600.	1,300.	0.	1,300.
	c Other professional fees STMT 3	3,083.	3,083.	0.	0.
	17 Interest				
	18 Taxes STMT 4	147.	93.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5	29.	4.	0.	25.	
24 Total operating and administrative expenses. Add lines 13 through 23	5,859.	4,480.	0.	1,325.	
25 Contributions, gifts, grants paid	31,000.			31,000.	
26 Total expenses and disbursements. Add lines 24 and 25	36,859.	4,480.	0.	32,325.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<22,003.>				
b Net investment income (if negative, enter -0-)		10,376.			
c Adjusted net income (if negative, enter -0-)			0.		

SCANNED JUN 05 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	42,203.	36,911.	36,911.
	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	161,775.	156,934.	248,434.
	c Investments - corporate bonds STMT 7	39,856.	27,986.	30,430.
	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)	243,834.	221,831.	315,775.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	243,834.	221,831.	
30 Total net assets or fund balances	243,834.	221,831.		
31 Total liabilities and net assets/fund balances	243,834.	221,831.		

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	243,834.
2 Enter amount from Part I, line 27a	2	<22,003.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	221,831.
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	221,831.

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 LOWRY HILL - SEE ATTACHED	P	VARIOUS	12/31/13
b LOWRY HILL - SEE ATTACHED	P	VARIOUS	12/31/13
c LOWRY HILL - SEE ATTACHED	P	VARIOUS	12/31/13
d CAPITAL GAINS DIVIDENDS			
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 1,652.		1,594.	58.
b 13,623.		12,623.	1,000.
c 43,915.		36,466.	7,449.
d 30.			30.
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			58.
b			1,000.
c			7,449.
d			30.
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	8,537.
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	29,471.	303,949.	.096960
2011	11,064.	302,366.	.036591
2010	14,163.	289,841.	.048865
2009	19,670.	243,727.	.080705
2008	24,475.	307,323.	.079639

2 Total of line 1, column (d)	2	.342760
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	.068552
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	309,498.
5 Multiply line 4 by line 3	5	21,217.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	104.
7 Add lines 5 and 6	7	21,321.
8 Enter qualifying distributions from Part XII, line 4	8	32,325.

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)

Table with 11 rows for excise tax calculation. Includes sub-sections 1a-11 and a sub-table for credits (6a-6d). Total amount owed is 104.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and a Yes/No column. Includes questions 1a-10 regarding political activities, reporting, and state registration. Includes handwritten 'N/A' for question 4b.

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 ▶ N/A	13	X	
14	The books are in care of ▶ GARY P. ELLIS Telephone no. ▶ 239-649-7343 Located at ▶ 3777 CRAYTON ROAD, NAPLES, FL ZIP+4 ▶ 34103			
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? <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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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. ▶	2b	
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?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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? Yes No
 If "Yes" to 6b, file Form 8870. N/A

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? Yes No

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
GARY P. ELLIS 3777 CRAYTON ROAD NAPLES, FL 34103	DIRECTOR 0.50	0.	0.	0.
JANET B. ELLIS 3777 CRAYTON ROAD NAPLES, FL 34103	DIRECTOR 0.50	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	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	266,766.
b	Average of monthly cash balances	1b	47,445.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	314,211.
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	314,211.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,713.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	309,498.
6	Minimum investment return. Enter 5% of line 5	6	15,475.

Part XI

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

1	Minimum investment return from Part X, line 6	1	15,475.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	104.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	104.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,371.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	15,371.
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	15,371.

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	32,325.
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	32,325.
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	104.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,221.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				15,371.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	24,475.			
b From 2009	19,670.			
c From 2010	14,163.			
d From 2011	11,064.			
e From 2012	14,382.			
f Total of lines 3a through e	83,754.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	32,325.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				15,371.
e Remaining amount distributed out of corpus	16,954.			
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	100,708.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	24,475.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	76,233.			
10 Analysis of line 9:				
a Excess from 2009	19,670.			
b Excess from 2010	14,163.			
c Excess from 2011	11,064.			
d Excess from 2012	14,382.			
e Excess from 2013	16,954.			

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				(e) Total
	(a) 2013	(b) 2012	Prior 3 years		
			(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 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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				
AMERICAN INSTITUTION OF BUSINESS 2500 FLEUR DRIVE DES MOINES, IA 50321	NONE	PUBLIC CHARITY	CHARITABLE	250.
HARRY CHAPIN FOOD BANK 3760 FOWLER STREET FORT MEYERS, FL 33901	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
HAYWARD COMMUNITY FOOD SHELF PO BOX 779 HAYWARD, WI 54843	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
HAYWARD UNITED METHODIST CHURCH 10285 N OLKER ROAD HAYWARD, WI 54843	NONE	PUBLIC CHARITY	CHARITABLE	3,000.
KELLOGG SCHOOL OF MANAGEMENT 2169 CAMPUS DR EVANSTON, IL 60208	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total	SEE CONTINUATION SHEET(S)			31,000.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LITTLE CITY FOUNDATION 1760 WEST ALGONQUIN ROAD PALATINE, IL 60067	NONE	PUBLIC CHARITY	CHARITABLE	250.
MAYO CLINIC 160 E BROADWAY BLOOMINGTON, MN 55425	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
MISHAWAKA FOUNDATION 1 BRICKYARD DRIVE BLOOMINGTON, IL 61701	NONE	PUBLIC CHARITY	CHARITABLE	500.
SALVATION ARMY - HAYWARD WI 15728 WEST COUNTY ROAD B HAYWARD, WI 54843	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
SALVATION ARMY - NAPLES AREA 3180 ESTEY AVENUE NAPLES, FL 34112	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
SAMARITAN BETHANY FOUNDATION, INC 101 NW 7 ST, SUITE 20 ROCHESTER, MN 55901	NONE	PUBLIC CHARITY	CHARITABLE	500.
UNIVERSITY OF CHICAGO 5801 S ELLIS AVE CHICAGO, IL 60637	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				24,250.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	93.	93.	0.	0.	
FEDERAL TAX	54.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	147.	93.	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	
MN FILING FEE	25.	0.	0.	25.	
OTHER	4.	4.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	29.	4.	0.	25.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
WELLS FARGO - CORPORATE STOCK	156,934.	248,434.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	156,934.	248,434.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
WELLS FARGO - CORPORATE BONDS	27,986.	30,430.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	27,986.	30,430.		

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

GARY P. ELLIS
JANET B. ELLIS

LINDEN FOUNDATION M/A

Forms 1099 for 2013

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully when preparing your return. Note also that an asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital. If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A.

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
SPDR S & P 500 ETF TRUST	SPY	78462F103	9	04/30/13	06/18/13	\$1,485.24	\$1,434.99	\$50.25
SPDR S & P 500 ETF TRUST	SPY	78462F103	1	04/30/13	09/06/13	\$166.62	\$159.44	\$7.18

Total short term gain/loss from covered security transactions not subject to wash sale: \$1,651.86 \$1,594.43 \$57.43

Total short term gain/loss from covered security transactions: Gross Proceeds Tax Cost Gain or Loss Loss Disallowed Net Gain or Loss
 Report each transaction on Form 8949, Part I, Box A \$1,651.86 \$1,594.43 \$57.43 \$0.00 \$57.43

LINDEN FOUNDATION M/A

Proceeds from Short Term Noncovered Security Transactions

This category includes transactions that are short-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of non-covered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box B.

Short Term Noncovered Security Transactions (Form 8949, Part I, Box B)

Description (Box 6)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
SPDR S & P 600 ETF TRUST	SPY	78462F103	3	12/05/12	02/04/13	\$448.55	\$425.57	\$22.98
SPDR S & P 500 ETF TRUST	SPY	78462F103	32	01/11/13	02/04/13	\$4,784.53	\$4,708.86	\$75.57
BAXTER INTL INC COM	BAX	071813109	17	08/05/12	02/26/13	\$1,135.91	\$854.03	\$281.88
BAXTER INTL INC COM	BAX	071813109	4	07/24/12	02/26/13	\$267.27	\$218.68	\$47.59
BAXTER INTL INC COM	BAX	071813109	3	07/20/12	02/26/13	\$200.46	\$168.57	\$31.89
SPDR S & P 500 ETF TRUST	SPY	78462F103	11	02/28/13	04/03/13	\$1,710.05	\$1,642.03	\$68.02
QUALCOMM INC	QCOM	747525103	25	08/15/12	04/30/13	\$1,546.94	\$1,565.85	\$-18.91
SPDR S & P 500 ETF TRUST	SPY	78462F103	4	02/28/13	09/06/13	\$666.46	\$597.11	\$69.35
SPDR S & P 500 ETF TRUST	SPY	78462F103	13	12/05/12	09/11/13	\$2,189.17	\$1,844.11	\$345.06
SPDR S & P 500 ETF TRUST	SPY	78462F103	4	02/28/13	09/11/13	\$673.59	\$597.10	\$76.49
Total short term gain/loss from noncovered security transactions not subject to wash sale:						\$13,622.93	\$12,623.01	\$999.92
Total short term gain/loss from noncovered security transactions:						\$13,622.93	\$12,623.01	\$999.92
Report each transaction on Form 8949, Part I, Box B						\$13,622.93	\$12,623.01	\$999.92

ABBOTT DOWNING

2013 Form 1099

Account Number 11160800

Page 8

LINDEN FOUNDATION M/A

Proceeds from Long Term Noncovered Security Transactions

This category includes transactions that are long-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of non-covered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box E.

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
PERRIGO CO	PRGO	714290103	21	06/14/11	01/11/13	\$2,176.70	\$1,780.67	\$396.03
PERRIGO CO	PRGO	714290103	24	06/15/11	01/11/13	\$2,487.65	\$2,014.29	\$473.36
INTERCONTINENTALEXCHANGE INC ICE	ICE	45865V100	14	02/17/11	02/26/13	\$2,114.82	\$1,807.28	\$307.54
BLACKROCK INC	BLK	09247X101	3	08/22/11	02/26/13	\$704.87	\$460.52	\$244.35
SPDR BARCLAYS CAPITAL HIGH YIE	JNK	78464A417	50	09/26/11	03/27/13	\$2,049.62	\$1,870.87	\$178.75
WILLIAMS COS INC	WMB	969457100	175	07/13/10	04/09/13	\$6,585.19	\$2,784.72	\$3,800.47
WPX ENERGY INC	WPX	98212B103	58	07/13/10	04/09/13	\$989.45	\$627.67	\$361.78
VANGUARD EMERGING MARKETS ET VWO	ETV	922042858	15	11/19/08	05/15/13	\$658.65	\$311.85	\$347.00
VANGUARD EMERGING MARKETS ET VWO	ETV	922042858	10	11/19/08	05/31/13	\$417.91	\$207.77	\$210.14
CNOOC - CHINA NATIONAL OFFSHOF CEO	CEO	126132109	2	03/30/10	07/09/13	\$338.63	\$334.66	\$3.97
CNOOC - CHINA NATIONAL OFFSHOF CEO	CEO	126132109	1	03/29/10	07/10/13	\$166.79	\$166.37	\$0.42
CNOOC - CHINA NATIONAL OFFSHOF CEO	CEO	126132109	2	03/31/10	07/10/13	\$333.59	\$331.51	\$2.08
JPMORGAN CHASE & CO. 8.625% PF JPM.I	JPM	46251621	320	08/14/08	09/01/13	\$8,000.00	\$8,000.00	\$0.00
SPDR S & P 500 ETF TRUST	SPY	78462F103	2	10/06/11	09/11/13	\$336.80	\$232.51	\$104.29
NORDSTROM INC	JWN	655684100	30	12/13/10	09/11/13	\$1,707.88	\$1,253.18	\$454.70
THERMO FISHER SCIENTIFIC INC	TMO	889556102	20	04/29/10	09/11/13	\$1,803.31	\$1,127.39	\$675.98
SPDR S & P 500 ETF TRUST	SPY	78462F103	3	08/19/10	09/11/13	\$505.19	\$324.06	\$181.13
THERMO FISHER SCIENTIFIC INC	TMO	889556102	14	11/26/10	09/11/13	\$1,262.31	\$722.25	\$540.06
FED FARM CREDIT BK 5.400% 10	FFB	31331GCT4	10000	09/30/08	10/09/13	\$10,000.00	\$10,000.00	\$0.00

LINDEN FOUNDATION M/A

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 6)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
TRANSOCEAN LTD.	RIG	H8817H100	4	11/17/06	12/31/13	\$196.32	\$454.32	\$-258.00
TRANSOCEAN LTD.	RIG	H8817H100	10	03/29/10	12/31/13	\$490.80	\$833.82	\$-343.02
TRANSOCEAN LTD.	RIG	H8817H100	5	04/30/10	12/31/13	\$245.40	\$368.10	\$-122.70
TRANSOCEAN LTD.	RIG	H8817H100	7	04/03/09	12/31/13	\$343.56	\$452.13	\$-108.57

Total long term gain/loss from noncovered security transactions not subject to wash sale:

Total long term gain/loss from noncovered security transactions: **Gross Proceeds** \$43,915.44 **Tax Cost** \$36,465.68 **Gain or Loss** \$7,449.76 **Loss Disallowed** \$0.00 **Net Gain or Loss** \$7,449.76

Report each transaction on Form 8949, Part II, Box E

Total proceeds reported to IRS on Form 1099-B

\$59,190.23