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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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

JOHANSEN, T H FAMILY FDN

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

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply. Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization. Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 912,118	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
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(Part I, column (d) must be on cash basis)

A Employer identification number

41-6014249

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ►

D 1. Foreign organizations, check here ►
 2. Foreign organizations meeting the 85% test, check here and attach computation ►

E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	21,768	20,873		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	46,114			
b	Gross sales price for all assets on line 6a	305,177			
7	Capital gain net income (from Part IV, line 2)		46,114		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	68,714	67,819	0	
13	Compensation of officers, directors, trustees, etc	6,854	5,141		1,713
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest	1,111			1,111
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	35	1		34
24	Total operating and administrative expenses.				
	Add lines 13 through 23	9,129	5,775	0	2,858
25	Contributions, gifts, grants paid	50,250			50,250
26	Total expenses and disbursements. Add lines 24 and 25	59,379	5,775	0	53,108
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	9,335			
b	Net investment income (if negative, enter -0-)		62,044		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

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	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
	1 Cash—non-interest-bearing		439	3,378
	2 Savings and temporary cash investments		18,851	14,126
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	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 (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
	Less, accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		755,156	768,121
	14 Land, buildings, and equipment basis ►			
	Less, accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		774,446	785,625
				912,119
	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 (attach schedule)			
	22 Other liabilities (describe ►)		0	0
	23 Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		774,446	785,625
	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 (see instructions)		774,446	785,625
	31 Total liabilities and net assets/fund balances (see instructions)		774,446	785,625

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	774,446
2 Enter amount from Part I, line 27a	2	9,335
3 Other increases not included in line 2 (itemize) ► See Attached Statement	3	3,433
4 Add lines 1, 2, and 3	4	787,214
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	1,589
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	785,625

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 See Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(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			0		
b			0		
c			0		
d			0		
e			0		
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			0		
b			0		
c			0		
d			0		
e			0		
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	46,114	
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) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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	41,587	847,644	0 049062
2011	34,618	840,135	0 041205
2010	41,142	802,615	0 051260
2009	41,399	720,279	0 057476
2008	48,918	857,845	0 057024

2 Total of line 1, column (d)	2	0 256027
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	0 051205
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	897,539
5 Multiply line 4 by line 3	5	45,958
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	620
7 Add lines 5 and 6	7	46,578
8 Enter qualifying distributions from Part XII, line 4	8	53,108

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	620		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)	2	0		
3	Add lines 1 and 2				
4	Subtotal A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)	3	620		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0				
6	Credits/Payments	4	620		
a	2013 estimated tax payments and 2012 overpayment credited to 2013			6a	401
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	401		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	*		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed				
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	9	219		
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► Refunded ►				
		10	0		
		11	0		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A	Telephone no ►	888-730-4933
	Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	ZIP+4 ►	27101-3818
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

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.

1a	During the year did the foundation (either directly or indirectly).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	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 ►		
1c	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?		
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 ► 20____, 20____, 20____, 20____		
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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A, Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27101	TRUSTEE 4.00	6,854		
.....				
.....				
.....				
.....				

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

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

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

► 0

Form 990-PF (2013)

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	<u>NONE</u>	
2		
All other program-related investments See instructions		
3	<u>NONE</u>	
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	883,702
b	Average of monthly cash balances	1b	27,505
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	911,207
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	911,207
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	13,668
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	897,539
6	Minimum investment return. Enter 5% of line 5	6	44,877

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	44,877
2a	Tax on investment income for 2013 from Part VI, line 5	2a	620
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	620
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44,257
4	Recoveries of amounts treated as qualifying distributions	4	250
5	Add lines 3 and 4	5	44,507
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	44,507

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	53,108
b	Program-related investments—total from Part IX-B	1b	
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	53,108
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 (see instructions)	5	620
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	52,488

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				44,507
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			39,316	
b Total for prior years: 20____, 20____, 20____				
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 ► \$ 53,108			39,316	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				13,792
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions				
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) (see instructions)				30,715
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

NA

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling				►			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	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							0
c	Qualifying distributions from Part XII, line 4 for each year listed							0
d	Amounts included in line 2c not used directly for active conduct of exempt activities							0
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c							0
3	Complete 3a, b, or c for the alternative test relied upon.							
a	"Assets" alternative test—enter:							
(1)	Value of all assets							0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)							0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed							0
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)							0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)							0
(3)	Largest amount of support from an exempt organization							0
(4)	Gross investment income							0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

6 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 Statement				
Total			► 3a	50,250
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount		(c) Exclusion code
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate			14	21,768
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory			18	46,114
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue a OTHER INCOME			01	832
b					
c					
d					
e					
12	Subtotal Add columns (b), (d), and (e)		0		68,714
13	Total Add line 12, columns (b), (d), and (e)			13	68,714

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:	1a(1)	X
	(1) Cash	1a(2)	X
	(2) Other assets		
b	Other transactions	1b(1)	X
	(1) Sales of assets to a noncharitable exempt organization	1b(2)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(3)	X
	(3) Rental of facilities, equipment, or other assets	1b(4)	X
	(4) Reimbursement arrangements	1b(5)	X
	(5) Loans or loan guarantees	1b(6)	X
	(6) Performance of services or membership or fundraising solicitations	1c	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

Sign Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here correct, and complete Declaration of preparer (other
► John N. Salter, SVP Wells Fargo Bank N.A.
Signature of officer or trustee

4/18/2014

SVB Wells Fargo Bank N.A.

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

Paid Preparer Use Only	Print/Type preparer's name JOSEPH J CASTRIANO	Preparer's signature 	Date 4/18/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ► PricewaterhouseCoopers, LLP		Firm's EIN ► 13-4008324		
	Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777		Phone no	412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SAINT CHILD

Street

2850 SW Cedar Hills Blvd #55

City Beaverton	State OR	Zip Code 97005	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 250
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Name

CARSON LONG MILITARY ACADEMY

Street

200 N CARLISLE ST.

City NEW BLOOMFIELD	State PA	Zip Code 17068	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
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Name

CENTER FOR COMMUNICATION HEARING AND DEAFNESS, INC.

Street

10243 W NATIONAL AVE

City WEST ALLIS	State WI	Zip Code 53227	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

CHEHALEM YOUTH & FAMILY SERVICES

Street

501 E 1ST ST.

City NEWBERG	State OR	Zip Code 97132	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,500
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Name

CHILDRENS DYSLEXIA CENTERS, INC

Street

2766 WEST COLLEGE AVENUE SUITE 2

City STATE COLLEGE	State PA	Zip Code 16801	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 750
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Name

COMMUNITY PROJECTS COMMITTEE, INC

Street

3073 S CHASE AVE STE 210

City MILWAUKEE	State WI	Zip Code 53207	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 600
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

DELTA GAMMA FOUNDATION

Street

3250 RIVERSIDE DRIVE

City

COLUMBUS

State

OH

Zip Code

43221

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

DOOR COUNTY COMMUNITY FOUNDATION, INC.

Street

228 N 3RD AVE

City

STURGEON BAY

State

WI

Zip Code

54235

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

FRIENDSVIEW MANOR

Street

1301 FULTON ST

City

NEWBERG

State

OR

Zip Code

97132

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,600

Name

GARDEN CONSERVANCY, INC

Street

PO BOX 219

City

COLD SPRING

State

NY

Zip Code

10516

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

GEORGE FOX UNIVERSITY

Street

414 N MERIDIAN ST

City

NEWBERG

State

OR

Zip Code

97132

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,300

Name

GOOD SAMARITAN FOUNDATION

Street

3355 W ALABAMA ST #1025

City

HOUSTON

State

TX

Zip Code

77098

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HOMeward BOUND PETS

Street

318 KAREN LANE

City

COLORADO SPRINGS

State

CO

Zip Code
80907

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

LADIES OF CHARITY

Street

112 BROADWAY

City

BUFFALO

State

NY

Zip Code
14212

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

875

Name

THE LEUKEMIA & LYMPHOMA SOCIETY, INC

Street

1311 MAMARONECK AVENUE, SUITE 310

City

WHITE PLAINS

State

NY

Zip Code
10605

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

LEWY BODY DEMENTIA ASSOCIATION, INC.

Street

912 KILLIAN HILL ROAD, S W.

City

LILBURN

State

GA

Zip Code
30047

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

LITERACY SERVICES OF WISCONSIN, INC

Street

555 N PLANKINTON AVE

City

MILWAUKEE

State

WI

Zip Code
53203

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

875

Name

LOVE IN THE NAME OF CHRIST, INC OF THE NEWBERG AREA

Street

209 S MAIN ST

City

NEWBERG

State

OR

Zip Code
97132

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MASONIC-EASTERN STAR HOME FOR CHILDREN

Street

2415 N MAIN ST

City

FREMONT

State

NE

Zip Code

68025

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

MAYO CLINIC

Street

201 W CENTER ST

City

ROCHESTER

State

MN

Zip Code

55902

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

MEMORIAL SLOAN-KETTERING CANCER CENTER

Street

1275 YORK AVE

City

NEW YORK

State

NY

Zip Code

10065

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

900

Name

MILWAUKEE ART MUSEUM, INC.

Street

700 N ART MUSEUM DR

City

MILWAUKEE

State

WI

Zip Code

53202

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,100

Name

MILWAUKEE CHILDRENS CHOIR, INC.

Street

158 N BROADWAY

City

MILWAUKEE

State

WI

Zip Code

53202

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

MILWAUKEE COLLEGIATE ACADEMY

Street

4030 N 29TH STREET

City

MILWAUKEE

State

WI

Zip Code

53216

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MILWAUKEE HOMELESS VETERANS INITIATIVE, INC.

Street

PO BOX 18441

City MILWAUKEE	State WI	Zip Code 53218	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

MINNESOTA ODD FELLOWS HOME

Street

815 FOREST AVE

City NORTHFIELD	State MN	Zip Code 55057	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
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Name

NEWBERG EARLY BIRDS ROTARY FOUNDATION

Street

501 VILLA ROAD

City NEWBERG	State OR	Zip Code 97132	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
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Name

NORTH SHORE CONGREGATIONAL CHURCH

Street

7330 N SANTA MONICA BLVD.

City FOX POINT	State WI	Zip Code 53217	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 3,500
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Name

OREGON RIGHT TO LIFE EDUCATION FOUNDATION

Street

4335 RIVER ROAD N

City SALEM	State OR	Zip Code 97303	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

OREGON WWII MEMORIAL FOUNDATION, INC.

Street

805 NW SKYLINE CREST RD

City PORTLAND	State OR	Zip Code 97229	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PARTNERS ADVANCING VALUES IN EDUCATION, INC

Street

135 W WELLS STREET, SUITE 850

City MILWAUKEE	State WI	Zip Code 53203	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
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Name

PEARLS FOR TEEN GIRLS, INC

Street

2100 N PALMER STREET

City MILWAUKEE	State WI	Zip Code 53212	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
---	----------------------

Name

PRESBYTERIAN CHURCH OF ORONOCO

Street

PO BOX 118

City ORONOCO	State MN	Zip Code 55960	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
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Name

PROVIDENCE NEWBERG HEALTH FOUNDATION

Street

1001 PROVIDENCE DRVIE

City NEWBERG	State OR	Zip Code 97132	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
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Name

SAINT JOHN'S COMMUNITIES, INC.

Street

2201 WISCONSIN AVENUE NW, SUITE C-150

City WASHINGTON	State DC	Zip Code 20007	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 3,000
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Name

SHRINERS HOSPITALS FOR CHILDREN

Street

3101 SW SAME JACKSON PARK ROAD

City PORTLAND	State OR	Zip Code 97239	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNITED PERFORMING ARTS FUND, INC.

Street

301 W WISCONSIN AVE #600

City MILWAUKEE	State WI	Zip Code 53203	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

URBAN ECOLOGY CENTER, INC

Street

1500 E PARK PI

City MILWAUKEE	State WI	Zip Code 53211	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
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Name

VSA WISCONSIN, INC

Street

1709 ABERG AVE

City MADISON	State WI	Zip Code 53704	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

YAMHILL COUNTY HISTORICAL SOCIETY

Street

605 MARKET ST

City McMINNVILLE	State OR	Zip Code 97128	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 500
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Name

NEWBERG BOOSTER CLUB, INC.

Street

PO BOX 831

City NEWBERG	State OR	Zip Code 97132	Foreign Country
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Relationship NONE	Foundation Status NC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
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Name

ORONOCO CEMETERY ASSOCIATION

Street

3951 WHITE BRIDGE ROAD

City ORONOCO	State MN	Zip Code 55960	Foreign Country
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Relationship NONE	Foundation Status NC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses			Net Gain or Loss			
											Totals	Capital Gains/Losses Other Sales	Gross Sales	305,177	0	259,083	0
1 X	EXXON MOBIL CORPORATION	30231G102	-	-	8/10/2011	-	1/17/2013	-	908	-	694	-	-	-	-	0	214
2 X	GATEWAY FUND Y #1986	3671829884	-	-	8/21/2006	-	11/25/2013	-	2,570	-	2,107	-	-	-	-	0	483
3 X	GATEWAY FUND Y #1986	3671829884	-	-	9/4/2012	-	7/11/2013	-	32,709	30,000	-	-	-	-	-	0	2,709
4 X	INTEL CORP	458140100	-	-	7/20/2010	-	8/23/2013	-	3,944	4,038	-	-	-	-	-	0	-94
5 X	INTERCONTINENTALEXCHAN	458655V100	-	-	4/19/2012	-	3/12/2013	-	2,952	1,693	-	-	-	-	-	0	1,259
6 X	ISHARES MSCI EAFE	464287485	-	-	4/19/2012	-	1/17/2013	-	21,633	19,308	-	-	-	-	-	0	2,325
7 X	ISHARES MSCI EAFE ETF	464287485	-	-	4/19/2012	-	1/17/2013	-	8,259	6,612	-	-	-	-	-	0	1,647
8 X	ISHARES SAP MID-CAP 400 G	464287705	-	-	6/13/2012	-	11/25/2013	-	7,314	5,121	-	-	-	-	-	0	2,193
9 X	ISHARES SAP MID-CAP 400 G	464287705	-	-	6/13/2012	-	11/25/2013	-	7,421	5,073	-	-	-	-	-	0	2,348
10 X	ISHARES CORE S&P SMALL-C	464287804	-	-	6/13/2012	-	11/25/2013	-	5,342	3,668	-	-	-	-	-	0	1,874
11 X	JOHNSON CONTROLS INC.	472561000	-	-	8/23/2013	-	11/15/2013	-	1,971	1,685	-	-	-	-	-	0	306
12 X	MONSANTO CO NEW	61196W101	-	-	10/20/2011	-	8/23/2013	-	2,211	-	1,979	-	-	-	-	0	343
13 X	PAGE CORP CO	61200W101	-	-	3/12/2012	-	8/23/2013	-	1,922	-	1,579	-	-	-	-	0	343
14 X	PAGE CORP CO	61200W101	-	-	2/5/2010	-	3/6/2013	-	1,903	-	1,903	-	-	-	-	0	74
15 X	PAGE CORP CO	61200W101	-	-	8/19/2010	-	3/6/2013	-	1,977	-	1,903	-	-	-	-	0	-20
16 X	POTASH CORP SASK	737581007	-	-	5/28/2009	-	2/22/2013	-	387	407	-	-	-	-	-	0	-8
17 X	POTASH CORP SASK	737581007	-	-	8/20/2009	-	2/22/2013	-	1,409	1,401	-	-	-	-	-	0	122
18 X	POTASH CORP SASK	737581007	-	-	4/6/2010	-	2/22/2013	-	704	582	-	-	-	-	-	0	10
19 X	POTASH CORP SASK	737581007	-	-	11/23/2010	-	2/22/2013	-	704	694	-	-	-	-	-	0	-45
20 X	PRECISION CASTPARTS COR	740189105	-	-	7/20/2010	-	8/23/2013	-	3,048	-	1,499	-	-	-	-	0	1,547
21 X	PRECISION CASTPARTS COR	740189105	-	-	11/3/2010	-	8/23/2013	-	2,175	-	1,395	-	-	-	-	0	780
22 X	RIDGEWOOD SIX HY BD-1	768281645	-	-	4/19/2012	-	1/20/2013	-	18,822	-	17,534	-	-	-	-	0	1,108
23 X	STARWOOD HOTELS & RESO	85580AA01	-	-	3/30/2011	-	2/22/2013	-	2,277	2,194	-	-	-	-	-	0	83
24 X	STARWOOD HOTELS & RESO	85580AA01	-	-	10/6/2011	-	5/9/2013	-	659	452	-	-	-	-	-	0	207
25 X	WFA CORE BD-FD-1 #844	949751581	-	-	8/31/1989	-	5/9/2013	-	563	520	-	-	-	-	-	0	43
26 X	WFA CORE BD-FD-1 #844	949751581	-	-	4/3/2003	-	5/9/2013	-	5,287	5,069	-	-	-	-	-	0	178
27 X	WFA CORE BD-FD-1 #844	949751581	-	-	4/3/2003	-	5/9/2013	-	26,000	-	26,000	-	-	-	-	0	880
28 X	WFA CORE BD-FD-1 #844	949751581	-	-	7/30/1989	-	5/9/2013	-	584	544	-	-	-	-	-	0	40
29 X	WFA CORE BD-FD-1 #844	949751581	-	-	8/21/2006	-	5/9/2013	-	70,084	65,000	-	-	-	-	-	0	5,094
30 X	WFA CORE BD-FD-1 #844	949751581	-	-	8/30/1989	-	5/9/2013	-	536	504	-	-	-	-	-	0	32
31 X	WFA CORE BD-FD-1 #844	949751581	-	-	5/31/1989	-	5/9/2013	-	523	498	-	-	-	-	-	0	25
32 X	ACCENTURE PLC	G1151C101	-	-	5/14/2006	-	3/6/2013	-	4,080	1,521	-	-	-	-	-	0	2,569
33 X	ENSCO PLC CL A	G31517S106	-	-	3/6/2012	-	8/23/2013	-	1,717	1,686	-	-	-	-	-	0	29
34 X	ALLERGAN INC	018490102	-	-	7/28/2011	-	3/6/2013	-	3,344	2,462	-	-	-	-	-	0	882
35 X	ALLERGAN INC	018490102	-	-	5/10/2010	-	1/28/2013	-	2,007	1,477	-	-	-	-	-	0	530
36 X	AMAZON COM INC COM	0231356106	-	-	1/12/2000	-	3/28/2013	-	2,858	1,440	-	-	-	-	-	0	1,516
37 X	WISC PROCEES CIA BEBLAN	20441W203	-	-	6/24/2011	-	8/23/2013	-	0	0	-	-	-	-	-	0	0
38 X	COMPANHIA DE BEBIDAS-PR	20441W203	-	-	6/24/2011	-	8/23/2013	-	1,746	1,597	-	-	-	-	-	0	149
39 X	COMPANHIA DE BEBIDAS-PR	22160K105	-	-	10/6/2011	-	8/23/2013	-	1,047	958	-	-	-	-	-	0	89
40 X	COSTCO WHOLESALE CORP	22160K105	-	-	10/20/2011	-	8/23/2013	-	1,803	1,264	-	-	-	-	-	0	539
41 X	COSTCO WHOLESALE CORP	22160K105	-	-	10/20/2011	-	8/23/2013	-	2,141	1,606	-	-	-	-	-	0	535
42 X	DIAMOND HILL LONG-SHORT	25284S333	-	-	4/19/2012	-	1/12/2012	-	44,081	36,000	-	-	-	-	-	0	9,081
43 X	ECCOLAB INC	278865100	-	-	2/5/2010	-	1/29/2013	-	2,823	1,538	-	-	-	-	-	0	1,085

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	
1	OTHER INCOME	832	832	832	0

Part I, Line 16b (990-PF) - Accounting Fees

	1,111	0	0	1,111
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,111			1,111

Part I, Line 18 (990-PF) - Taxes

		1,129	633	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	633	633		
2	PY EXCISE TAXES PAID	95			
3	ESTIMATED EXCISE TAXES PAID	401			

Part I, Line 23 (990-PF) - Other Expenses

		35	1	0	34
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	1	1		
2	STATE AG FEES	25			25
3	IRS FEE FOR DL COPY	9			9

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV	894,615
1				0		
2	APPLE COMPUTER INC COM		0	5,322	6,976	
3	BAXTER INTL INC COM		0	2,520	2,434	
4	CAPITAL ONE FINANCIAL CORP		0	2,612	3,754	
5	CISCO SYSTEMS INC		0	5,042	5,271	
6	CITRIX SYS INC COM		0	1,649	3,099	
7	CUMMINS INC.		0	2,639	2,819	
8	DANAHER CORP		0	1,807	3,860	
9	DEERE & CO		0	4,890	5,388	
10	DIAGEO PLC - ADR		0	3,523	6,621	
11	WALT DISNEY CO		0	1,554	4,966	
12	GILEAD SCIENCES INC		0	4,170	5,257	
13	INTERNATIONAL BUSINESS MACHS COR		0	1,474	2,626	
14	INTUIT COM		0	2,326	3,740	
15	JOHNSON CONTROLS INC		0	3,279	4,360	
16	MERGER FD SH BENINT 260		0	35,000	35,555	
17	NATIONAL OILWELL INC COM		0	3,669	3,976	
18	NESTLE S.A. REGISTERED SHARES - ADR		0	2,150	3,680	
19	ORACLE CORPORATION		0	2,558	3,329	
20	PIMCO FOREIGN BD FD USD H-INST 103		0	23,621	23,158	
21	PROCTER & GAMBLE CO		0	3,401	4,803	
22	SCHLUMBERGER LTD		0	2,324	3,875	
23	STERICYCLE INC COM		0	3,407	6,157	
24	TOTAL FINA ELF S.A ADR		0	3,067	3,676	
25	TWEEDY BROWNE FD GLOBAL VALUE 1		0	21,650	22,952	
26	UNION PACIFIC CORP		0	2,854	6,552	
27	COCA COLA CO		0	2,216	2,644	
28	GOLDMAN SACHS GROUP INC		0	2,705	3,722	
29	HSBC - ADR		0	2,160	2,205	
30	EXXON MOBIL CORPORATION		0	2,918	8,703	
31	TARGET CORP		0	1,210	3,733	
32	UNITEDHEALTH GROUP INC		0	3,782	5,271	
33	ISHARES MSCI GERMANY INDEX		0	15,875	26,043	
34	ISHARES MSCI AUSTRALIA INDEX		0	17,307	18,521	
35	VERIZON COMMUNICATIONS		0	1,754	2,752	
36	COACH INC		0	4,153	3,648	
37	BHP BILLITON LIMITED		0	2,544	2,182	
38	ISHARES TR SMALLCAP 600 INDEX FD		0	24,002	37,759	
39	JPMORGAN CHASE & CO		0	4,010	5,965	
40	US BANCORP DEL NEW		0	1,118	1,414	
41	ISHARES S&P MIDCAP 400 VALUE		0	17,170	25,571	
42	ANHEUSER-BUSCH INBEV SPN ADR		0	973	1,065	
43	JP MORGAN ALERIAN MLP INDEX		0	14,760	17,613	
44	EATON VANCE GLOBAL MACRO - I		0	18,000	17,355	
45	ISHARES S&P MIDCAP 400 GROWTH		0	22,020	32,291	
46	ISHARES MSCI EAFE		0	13,966	17,713	

Part II, Line 13 (990-PF) - Investments - Other

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV	
						894,615
47	CHEVRON CORP		0	2,164	4,122	
48	DREYFUS EMG MKT DEBT LOC C-I 6083		0	35,000	34,091	
49	3M CO		0	4,000	4,909	
50	BERSHIRE HATHAWAY INC.		0	3,616	6,876	
51	ISHARES IBOXX \$ INV GR CORP BD FD		0	60,690	57,094	
52	COMCAST CORP CLASS A		0	4,807	5,976	
53	VANGUARD ST/ CORP BOND ETF		0	42,310	41,884	
54	EATON VANCE FLOATING RATE FD-I 924		0	18,642	18,663	
55	ISHARES INC MSCI CDA INDEX FD		0	17,609	18,954	
56	ASG GLOBAL ALTERNATIVES-Y 1993		0	40,000	38,420	
57	GOOGLE INC		0	2,055	6,724	
58	VANGUARD REIT VIPER		0	32,722	33,894	
59	CELANESE CORP		0	952	1,106	
60	VANGUARD EMERGING MARKETS ETF		0	57,781	61,504	
61	MONSTER BEVERAGE CORP		0	1,266	1,694	
62	EATON CORP PLC		0	2,647	3,882	
63	CME GROUP INC		0	3,603	5,492	
64	SPDR DJ WILSHIRE INTERNATIONAL REA		0	34,209	39,552	
65	ROBECO BP LNGSHRT RES-INS		0	37,500	38,323	
66	VISA INC-CLASS A SHRS		0	2,933	10,243	
67	RIDGEWORTH SEIX HY BD-I 5855		0	17,464	17,707	
68	CREDIT SUISSE COMM RT ST-CO 2156		0	27,000	26,451	

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1 COST BASIS ADJUSTMENT	1	203
2 MUTUAL FUND & CTF INCOME ADDITION	2	2,980
3 RETURN OF PRIOR YEAR GRANTS	3	250
4 Total	4	3,433

Line 5 - Decreases not included in Part III, Line 2

1 MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,288
2 PY RETURN OF CAPITAL ADJUSTMENT	2	301
3 Total	3	1,589

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount _____

11

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return .		0
2 First quarter estimated tax payment .	5/7/2013	401
3 Second quarter estimated tax payment .		3
4 Third quarter estimated tax payment .		4
5 Fourth quarter estimated tax payment .		5
6 Other payments .		6
7 Total		401

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	39,316
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	39,316

Statement B

JOHANSEN, T H FAMILY FDN
EIN. 41-6014249
Tax Year End: 12/31/13

Form 990-PF, Part VII-B, Line 6c

The following information is provided in accordance with IRC Sec 4945(h)(3) and Reg 53 4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended by Grantee	To the Grantor's Knowledge Grantee Has Diverted a Portion of Funds from the Purpose of the Grant	Dates of Reports Received from the Grantee	Dates and Results of Any Verification of the Grantee's Reports
Oronoco Cemetery Association 3951 White Bridge Road NW Oronoco MN 55960	\$1,000	12/18/2013	Maintenance of Cemetery	\$1,000	No	1/22/2014	1/22/2014
Newberg Booster Club PO Box 831 Newberg, OR 97132	\$1,000	12/18/2013	Promote Public School Activities	\$1,000	No	2/10/2014	2/10/2014