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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation THE TEN-TEN FOUNDATION TEN-TEN FOUNDATION		A Employer identification number 43-6055675
Number and street (or P O box number if mail is not delivered to street address) Room/suite 1200 MAIN STREET ROOM/SUITE 3500		B Telephone number (see instructions) (816) 474-7400
City or town, state or province, country, and ZIP or foreign postal code KANSAS CITY, MO 64105		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) ▶ \$ 5,540,205	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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) (see instructions))</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 (attach schedule)	314,461			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,779	8,779		
	4 Dividends and interest from securities	85,528	85,528		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	152,327			
	b Gross sales price for all assets on line 6a 2,070,852				
	7 Capital gain net income (from Part IV, line 2)		152,327		
	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)	4,151		4,151		
12 Total. Add lines 1 through 11	565,246	246,634	4,151		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	312	156		156
	b Accounting fees (attach schedule)	4,815	2,408		2,407
	c Other professional fees (attach schedule)	36,025	18,013		18,012
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	22,250	22,250		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	63,402	42,827		20,575
	25 Contributions, gifts, grants paid	1,059,639			1,059,639
26 Total expenses and disbursements. Add lines 24 and 25	1,123,041	42,827		1,080,214	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-557,795				
b Net investment income (if negative, enter -0-)		203,807			
c Adjusted net income (if negative, enter -0-)			4,151		

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	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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)	5,446,942	4,889,147		5,540,205	
	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)					
	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)	5,446,942	4,889,147		5,540,205		
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 (attach schedule)					
	22 Other liabilities (describe ▶ _____)					
23 Total liabilities (add lines 17 through 22)			0			
Net Assets or Fund Balances	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					
28 Paid-in or capital surplus, or land, bldg, and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds	5,446,942	4,889,147				
30 Total net assets or fund balances (see page 17 of the instructions)	5,446,942	4,889,147				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,446,942	4,889,147				

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	5,446,942
2	Enter amount from Part I, line 27a	2	-557,795
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,889,147
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,889,147

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)
1 a	ATLANTIC TRUST (2007) - SEE ATTACHED	P	2013-12-31	2013-12-31
b	ATLANTIC TRUST (2007) - SEE ATTACHED	P	2013-12-31	2013-12-31
c	ATLANTIC TRUST (1009) - SEE ATTACHED	P	2013-12-31	2013-12-31
d	ATLANTIC TRUST (1009) - SEE ATTACHED	P	2013-12-31	2013-12-31
e	BETH K SMITH CHARITABLE LEAD ANNUITY	P	2013-12-31	2013-12-31

	(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	1,007,570		973,604	33,966
b	471,701		464,207	7,494
c	454,671		435,294	19,377
d	46,378		45,420	958
e	22,670			22,670

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			33,966
b			7,494
c			19,377
d			958
e			22,670

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	152,327
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	53,343

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 page 18 of 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	938,647	5,547,667	0.169197
2011	876,713	6,114,856	0.143374
2010	756,383	5,995,104	0.126167
2009	726,724	5,482,870	0.132544
2008	410,456	6,742,131	0.060879

2	Total of line 1, column (d).	2	0.632161
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	0.126432
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	5,330,964
5	Multiply line 4 by line 3.	5	674,004
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,038
7	Add lines 5 and 6.	7	676,042
8	Enter qualifying distributions from Part XII, line 4.	8	1,080,214

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 page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes amounts like 2,038, 9,283, and 7,245. Columns for line numbers and amounts.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, tax on political expenditures, and foundation status. Includes Yes/No columns.

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 No
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 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes
Website address N/A
14 The books are in care of MR B JOHN READEY III Telephone no (816) 474-7400
Located at 1200 MAIN SUITE 3500 KANSAS CITY MO ZIP +4 64105
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
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No
If "Yes," list the years 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). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 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? Yes No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.). 3b No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
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 No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>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</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b No If "Yes" to 6b, file Form 8870.</p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p>	
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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
See Additional Data Table				

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.

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		

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

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	
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 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

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	5,412,146
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,412,146
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	5,412,146
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	81,182
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,330,964
6	Minimum investment return. Enter 5% of line 5.	6	266,548

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	266,548
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,038
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,038
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	264,510
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	264,510
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	264,510

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	1,080,214
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	1,080,214
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	2,038
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,078,176

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				264,510
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				75,026
b From 2009.				453,682
c From 2010.				465,400
d From 2011.				574,173
e From 2012.				679,132
f Total of lines 3a through e.	2,247,413			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>1,080,214</u>				
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.				264,510
e Remaining amount distributed out of corpus	815,704			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,063,117			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see 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).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	75,026			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	2,988,091			
10 Analysis of line 9				
a Excess from 2009.	453,682			
b Excess from 2010.	465,400			
c Excess from 2011.	574,173			
d Excess from 2012.	679,132			
e Excess from 2013.	815,704			

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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					
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 organization 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))

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

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

BETH K SMITH
 1200 MAIN STREET STE 3500
 KANSAS CITY, MO 64105
 (816) 474-3200

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

c Any submission deadlines







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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 3031 DANA STREET BERKELEY, CA 94705			CHARITABLE	1,032,000
BETH K SMITH ANNUITY TRUST 3031 DANA STREET BERKELEY, CA 94705			CHARITABLE	27,639
Total				1,059,639
b <i>Approved for future payment</i>				
Total				3b

Form 990PF Part VIII Line 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
BETH K SMITH  433 WARD PARKWAY APT 2S KANSAS CITY, MO 64112	PRESIDENT 1 00	0	0	0
SARAH MALINO  3603 MOSSBOROUGH GREENSBORO, NC 27410	VICE-PRESIDE 1 00	0	0	0
JUDITH E SMITH  149 PROSPECT ST CAMBRIDGE, MA 02139	VICE-PRESIDE 1 00	0	0	0
DEBORAH M SMITH  5801 WARD PARKWAY KANSAS CITY, MO 64113	VICE-PRESIDE 1 00	0	0	0
JAMES D SMITH  3031 DANA STREET BERKELEY, CA 94705	VICE-PRESIDE 1 00	0	0	0
B JOHN READEY III  1200 MAIN ST SUITE 3500 KANSAS CITY, MO 641052100	SECRETARY 1 00	0	0	0

Schedule B
(Form 990, 990-EZ, or 990-PF)

Schedule of Contributors

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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

2013

Name of the organization
THE TEN-TEN FOUNDATION
TEN-TEN FOUNDATION

Employer identification number
43-6055675

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization
 THE TEN-TEN FOUNDATION
 TEN-TEN FOUNDATION

Employer identification number
 43-6055675

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BETH K SMITH CHARITABLE LEAD ANNUIT 433 WARD PARKWAY APT 2S KANSAS CITY, MO 64112	\$ 229,196	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	BETH K SMITH CHARITABLE LEAD 433 WARD PARKWAY APT 2S KANSAS CITY, MO 64105	\$ 85,265	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
THE TEN-TEN FOUNDATION
TEN-TEN FOUNDATION

Employer identification number
43-6055675

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

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

Name of organization
THE TEN-TEN FOUNDATION
TEN-TEN FOUNDATION

Employer identification number
43-6055675

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____

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

TY 2013 Accounting Fees Schedule

Name: THE TEN-TEN FOUNDATION
 TEN-TEN FOUNDATION

EIN: 43-6055675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STRATUS GROUP LLC	4,815	2,408		2,407

TY 2013 Compensation Explanation

Name: THE TEN-TEN FOUNDATION

TEN-TEN FOUNDATION

EIN: 43-6055675

Person Name	Explanation
BETH K SMITH	
SARAH MALINO	
JUDITH E SMITH	
DEBORAH M SMITH	
JAMES D SMITH	
B JOHN READEY III	

**TY 2013 Investments Corporate
Stock Schedule**

Name: THE TEN-TEN FOUNDATION
TEN-TEN FOUNDATION

EIN: 43-6055675

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ATLANTIC TRUST-AMES	1,798,628	3,510,693
ATLANTIC TRUST-TEN TEN	3,090,519	2,029,512

TY 2013 Legal Fees Schedule

Name: THE TEN-TEN FOUNDATION

TEN-TEN FOUNDATION

EIN: 43-6055675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRYAN CAVE	312	156		156

TY 2013 Other Income Schedule

Name: THE TEN-TEN FOUNDATION
 TEN-TEN FOUNDATION

EIN: 43-6055675

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	4,151		4,151

TY 2013 Other Professional Fees Schedule

Name: THE TEN-TEN FOUNDATION
 TEN-TEN FOUNDATION

EIN: 43-6055675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	36,025	18,013		18,012

TY 2013 Taxes Schedule

Name: THE TEN-TEN FOUNDATION
 TEN-TEN FOUNDATION

EIN: 43-6055675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	616	616		
2011 990-PF	4,468	4,468		
2012 990-PF	6,189	6,189		
2012 990-W	2,043	2,043		
2013 990-W	8,934	8,934		

TEN TEN FOUNDATION - IMA (60C001009)

Total Short Term Gain or Loss, net of Capital Gains Dist /Div				\$19,376.74			
Total Long Term Gain or Loss net of Capital Gains Dist /Div				\$957.51			
Sub-Account Number	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C001017	CREDIT SUISSE EQUAL WEIGHT MLP INDEXEXCHANGE TRADED NOTES LINKED TO THE	03/19/2013	11/20/2012	\$84,457.34	\$75,457.68	\$8,999.66	\$0.00
60C001017	ABSOLUTE STRATEGIES FD CLASS I #102	05/02/2013	12/28/2012	\$153,055.36	\$150,049.95	\$3,005.41	\$0.00
60C001017	CREDIT SUISSE COMMODITY RETURNSTRATEGY FUND - INSTL #2156	11/27/2013	12/28/2012	\$44,333.75	\$50,000.00	-\$5,666.25	\$0.00
60C001017	PIMCO COMMODITY REALRETURN STRATEGYFUND INST #45	11/27/2013	12/28/2012	\$41,754.56	\$50,049.95	-\$8,295.39	\$0.00
60C001025	FORD MTR CO DEL COM PAR \$0.01	01/07/2013	12/28/2012	\$4,021.70	\$3,849.82	\$171.88	\$0.00
60C001025	WALGREEN CO COM	01/09/2013	12/28/2012	\$5,553.33	\$5,306.79	\$246.54	\$0.00
60C001025	REPUBLIC SVCS INC COM	01/28/2013	12/28/2012	\$2,765.50	\$2,562.69	\$202.81	\$0.00
60C001025	WILLIAMS COS INC COM	02/27/2013	12/28/2012	\$6,310.45	\$5,889.49	\$420.96	\$0.00
60C001025	CME GROUP INC COM	03/01/2013	04/17/2012	\$5,957.70	\$5,581.75	\$375.95	\$0.00
60C001025	CHECK POINT SOFTWARE TECH COM	03/07/2013	12/28/2012	\$3,071.09	\$2,832.46	\$238.63	\$0.00
60C001025	NIKE INC CL B	04/05/2013	12/28/2012	\$3,520.07	\$3,075.56	\$444.51	\$0.00
60C001025	HEINZ H J CO COM	04/24/2013	12/28/2012	\$4,335.98	\$3,447.75	\$888.23	\$0.00
60C001025	NIKE INC CL B	04/30/2013	12/28/2012	\$3,172.14	\$2,562.97	\$609.17	\$0.00
60C001025	PEPSICO INC COM	04/30/2013	12/28/2012	\$4,524.99	\$3,752.48	\$772.51	\$0.00
60C001025	MCDONALDS CORP COM	05/09/2013	12/28/2012	\$4,502.88	\$3,950.36	\$552.52	\$0.00
60C001025	HEINZ H J CO COM	06/03/2013	12/28/2012	\$14,480.80	\$11,492.51	\$2,988.29	\$0.00
60C001025	AETNA INC NEW COM	07/02/2013	12/28/2012	\$3,417.59	\$2,523.14	\$894.45	\$0.00
60C001025	CISCO SYS INC COM	07/12/2013	12/28/2012	\$6,696.12	\$5,085.83	\$1,610.29	\$0.00
60C001025	WELLS FARGO & CO NEW COM	07/12/2013	12/28/2012	\$5,334.32	\$4,246.59	\$1,087.73	\$0.00
60C001025	VF CORP COM	07/17/2013	12/28/2012	\$4,942.10	\$3,729.14	\$1,212.96	\$0.00
60C001025	FORD MTR CO DEL COM PAR \$0.01	08/08/2013	12/28/2012	\$3,463.74	\$2,630.71	\$833.03	\$0.00
60C001025	SPECTRA ENERGY CORP COM	08/08/2013	12/28/2012	\$4,040.95	\$3,104.84	\$936.11	\$0.00
60C001025	UNITEDHEALTH GROUP INC COM	08/28/2013	12/28/2012	\$4,651.96	\$3,509.41	\$1,142.55	\$0.00
60C001025	BMC SOFTWARE INC COM	09/11/2013	12/28/2012	\$8,093.75	\$6,969.07	\$1,124.68	\$0.00
60C001025	APACHE CORP COM	10/28/2013	12/28/2012	\$3,601.97	\$3,102.28	\$499.69	\$0.00
60C001025	SPECTRA ENERGY CORP COM	10/28/2013	12/28/2012	\$5,523.37	\$4,184.80	\$1,338.57	\$0.00
60C001025	QEP RES INC COM	11/13/2013	12/28/2012	\$13,630.14	\$12,473.71	\$1,156.43	\$0.00
60C001025	MICROSOFT CORP COM	11/25/2013	12/28/2012	\$5,456.86	\$3,872.04	\$1,584.82	\$0.00
TOTAL SHORT TERM				\$454,670.51	\$435,293.77	\$19,376.74	
60C001017	J P MORGAN CHASE & CO MTN SR NT FLTVAR RATE DTD 02/26/2010 DUE	02/26/2013	02/24/2010	\$15,000.00	\$15,022.20	\$0.00	-\$22.20
60C001017	BERKSHIRE HATHAWAY FIN CORP SR NT4 625% DTD 04/15/2004 DUE 10/15/2013	10/15/2013	01/22/2010	\$15,000.00	\$16,242.30	\$0.00	-\$1,242.30
60C001017	UNITED TECHNOLOGIES CORP NT FLTVAR RATE DTD 06/01/2012 DUE	12/02/2013	05/24/2012	\$7,000.00	\$7,000.00	\$0.00	\$0.00
60C001025	GOOGLE INC CL A	03/05/2013	01/20/2012	\$4,172.51	\$2,937.06	\$0.00	\$1,235.45
60C001025	TARGET CORP COM	03/13/2013	01/12/2011	\$4,029.84	\$3,328.01	\$0.00	\$701.83
60C001025	MALLINCKRODT PUB LTD CO SHS	06/28/2013	03/21/2012	\$27.59	\$23.56	\$0.00	\$4.03
60C001025	MALLINCKRODT PUB LTD CO SHS	07/29/2013	03/21/2012	\$1,147.58	\$866.88	\$0.00	\$280.70
TOTAL LONG TERM				\$46,377.52	\$45,420.01		\$957.51

Report Dates 01/01/2013 - 12/31/2013

AMES FUND - IMA (60C002007)

Total Short Term Gain or Loss, net of Capital Gains \$33,966 12
 Total Long Term Gain or Loss, net of Capital Gains \$7,493 66

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	CREDIT SUISSE EQUAL WEIGHT MLP INDEXEXCHANGE TRADED NOTES LINKED TO THE	03/19/2013	11/20/2012	\$156,662 39	\$139,954 18	\$16,708 21	\$0 00
60C002015	ABSOLUTE STRATEGIES FD CLASS I #102	10/28/2013	12/28/2012	\$299,409 99	\$300,049 95	-\$639 96	\$0 00
60C002015	PIMCO COMMODITY REALRETURN STRATEGYFUND INST #45	10/28/2013	12/28/2012	\$75,476 37	\$87,549 95	-\$12,073 58	\$0 00
60C002015	VIRTUS EMERGING MARKETS OPPORTUNITYFUND CL I #1736	10/28/2013	12/20/2012	\$179,763 36	\$175,586 21	\$4,177 15	\$0 00
60C002015	CREDIT SUISSE COMMODITY RETURNSTRATEGY FUND - INSTL #2156	11/27/2013	12/28/2012	\$77,584 06	\$87,500 00	-\$9,915 94	\$0 00
60C002023	FORD MTR CO DEL COM PAR \$0 01	01/07/2013	12/28/2012	\$6,708 80	\$6,412 83	\$295 97	\$0 00
60C002023	WALGREEN CO COM	01/09/2013	12/28/2012	\$9,369 38	\$8,963 71	\$425 67	\$0 00
60C002023	REPUBLIC SVCS INC COM	01/28/2013	12/28/2012	\$4,531 05	\$4,192 18	\$338 87	\$0 00
60C002023	WILLIAMS COS INC COM	02/27/2013	12/28/2012	\$10,580 32	\$9,866 94	\$713 38	\$0 00
60C002023	CME GROUP INC COM	03/01/2013	04/17/2012	\$10,134 35	\$9,488 97	\$645 38	\$0 00
60C002023	CHECK POINT SOFTWARE TECH COM	03/07/2013	12/28/2012	\$5,381 12	\$4,954 71	\$426 41	\$0 00
60C002023	NIKE INC CL B	04/05/2013	12/28/2012	\$5,872 76	\$5,122 64	\$750 12	\$0 00
60C002023	HEINZ H J CO COM	04/24/2013	12/28/2012	\$7,956 75	\$6,319 33	\$1,637 42	\$0 00
60C002023	NIKE INC CL B	04/30/2013	12/28/2012	\$5,398 89	\$4,354 24	\$1,044 65	\$0 00
60C002023	PEPSICO INC COM	04/30/2013	12/28/2012	\$6,998 04	\$5,796 97	\$1,201 07	\$0 00
60C002023	MCDONALDS CORP COM	05/09/2013	12/28/2012	\$7,009 45	\$6,143 43	\$866 02	\$0 00
60C002023	HEINZ H J CO COM	06/03/2013	12/28/2012	\$23,899 13	\$18,957 98	\$4,941 15	\$0 00
60C002023	AETNA INC NEW COM	07/02/2013	12/28/2012	\$5,598 12	\$4,127 82	\$1,470 30	\$0 00
60C002023	CISCO SYS INC COM	07/12/2013	12/28/2012	\$11,080 22	\$8,409 01	\$2,671 21	\$0 00
60C002023	WELLS FARGO & CO NEW COM	07/12/2013	12/28/2012	\$8,754 01	\$6,962 83	\$1,791 18	\$0 00
60C002023	VF CORP COM	07/17/2013	12/28/2012	\$7,912 73	\$5,964 37	\$1,948 36	\$0 00
60C002023	FORD MTR CO DEL COM PAR \$0 01	08/08/2013	12/28/2012	\$5,750 64	\$4,360 72	\$1,389 92	\$0 00
60C002023	SPECTRA ENERGY CORP COM	08/08/2013	12/28/2012	\$7,034 35	\$5,396 99	\$1,637 36	\$0 00
60C002023	UNITEDHEALTH GROUP INC COM	08/28/2013	12/28/2012	\$8,237 28	\$6,207 39	\$2,029 89	\$0 00
60C002023	BMC SOFTWARE INC COM	09/11/2013	12/28/2012	\$13,643 75	\$11,741 72	\$1,902 03	\$0 00
60C002023	APACHE CORP COM	10/28/2013	12/28/2012	\$6,310 16	\$5,427 14	\$883 02	\$0 00
60C002023	SPECTRA ENERGY CORP COM	10/28/2013	12/28/2012	\$9,271 07	\$7,016 09	\$2,254 98	\$0 00
60C002023	QEP RES INC COM	11/13/2013	12/28/2012	\$22,560 51	\$20,635 16	\$1,925 35	\$0 00
60C002023	MICROSOFT CORP COM	11/25/2013	12/28/2012	\$8,660 96	\$6,140 43	\$2,520 53	\$0 00
TOTAL SHORT TERM				\$1,007,570 01	\$973,603.89	\$33,966 12	

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	DU PONT E I DE NEMOURS & CO SR NT5 00% DTD 12/03/2007 DUE 01/15/2013	01/15/2013	11/28/2007	\$6,000 00	\$5,986 92	\$0 00	\$13 08
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	01/15/2013	03/02/2006	\$111 16	\$111 92	\$0 00	-\$0 76
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	01/25/2013	01/24/2007	\$248 75	\$233 17	\$0 00	\$15 58
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	01/25/2013	05/25/2005	\$39 50	\$22 94	\$0 00	\$16 56
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	01/25/2013	02/16/2005	\$216 43	\$212 53	\$0 00	\$3 90
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	01/25/2013	09/02/2004	\$17 29	\$16 85	\$0 00	\$0 44
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	01/25/2013	12/14/2005	\$397 91	\$360 14	\$0 00	\$37 77
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	01/25/2013	10/25/2007	\$388 01	\$369 38	\$0 00	\$18 63
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	02/15/2013	03/02/2006	\$139 03	\$139 99	\$0 00	-\$0 96
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	02/25/2013	01/24/2007	\$226 59	\$212 40	\$0 00	\$14 19
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	02/25/2013	05/25/2005	\$39 70	\$23 06	\$0 00	\$16 64
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	02/25/2013	02/16/2005	\$172 06	\$168 96	\$0 00	\$3 10
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	02/25/2013	09/02/2004	\$17 04	\$16 60	\$0 00	\$0 44
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	02/25/2013	12/14/2005	\$1,025 84	\$928 48	\$0 00	\$97 36
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	02/25/2013	10/25/2007	\$360 58	\$343 27	\$0 00	\$17 31
60C002015	ANHEUSER BUSCH INBEV WORLDWIDE SR NT5 375% DTD 10/16/2009 DUE 01/15/2020	03/12/2013	05/16/2011	\$59,796 50	\$55,332 50	\$0 00	\$4,464 00
60C002015	COCA COLA CO NT3 15% DTD 11/15/2010 DUE 11/15/2020	03/12/2013	12/02/2010	\$53,039 76	\$47,910 50	\$0 00	\$5,129 26
60C002015	JPMORGAN CHASE & CO 6 00% DTD 12/20/2007 DUE 01/15/2018	03/12/2013	12/14/2007	\$17,828 15	\$14,972 10	\$0 00	\$2,856 05

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	TOYOTA MTR CRD CORP MTN FR2 00% DTD 09/15/2011 DUE 09/15/2016	03/12/2013	01/31/2012	\$77,679 50	\$76,700 25	\$0 00	\$979 25
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	03/15/2013	03/02/2006	\$4 98	\$5 01	\$0 00	-\$0 03
60C002015	TENNESSEE VALLEY AUTH PWR BD SER C6 00% DTD 03/15/1998 DUE 03/15/2013	03/15/2013	10/29/2010	\$15,000 00	\$16,912 50	\$0 00	-\$1,912 50
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	03/25/2013	01/24/2007	\$259 19	\$242 96	\$0 00	\$16 23
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	03/25/2013	05/25/2005	\$39 90	\$23 17	\$0 00	\$16 73
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	03/25/2013	02/16/2005	\$194 72	\$191 21	\$0 00	\$3 51
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	03/25/2013	09/02/2004	\$17 47	\$17 02	\$0 00	\$0 45
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	03/25/2013	12/14/2005	\$1,373 95	\$1,243 55	\$0 00	\$130 40
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	03/25/2013	10/25/2007	\$297 05	\$282 79	\$0 00	\$14 26
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	04/15/2013	03/02/2006	\$5 05	\$5 08	\$0 00	-\$0 03
60C002015	US TREASURY NOTE0 625% DTD 04/15/2008 DUE 04/15/2013	04/15/2013	08/30/2010	\$214,355 40	\$222,805 01	\$0 00	-\$8,449 61
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	04/25/2013	01/24/2007	\$193 50	\$181 38	\$0 00	\$12 12
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	04/25/2013	05/25/2005	\$40 10	\$23 29	\$0 00	\$16 81
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	04/25/2013	02/16/2005	\$58 26	\$57 21	\$0 00	\$1 05
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	04/25/2013	09/02/2004	\$17 56	\$17 11	\$0 00	\$0 45
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	04/25/2013	12/14/2005	\$403 03	\$364 78	\$0 00	\$38 25
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	04/25/2013	10/25/2007	\$361 07	\$343 73	\$0 00	\$17 34
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752	05/15/2013	03/02/2006	\$111 78	\$112 55	\$0 00	-\$0 77

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	6 000% DTD 08/01/2004 FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	05/28/2013	01/24/2007	\$268 40	\$251 59	\$0 00	\$16 81
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	05/28/2013	05/25/2005	\$40 30	\$23 40	\$0 00	\$16 90
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	05/28/2013	02/16/2005	\$192 56	\$189 09	\$0 00	\$3 47
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	05/28/2013	09/02/2004	\$19 62	\$19 12	\$0 00	\$0 50
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	05/28/2013	12/14/2005	\$1,552 83	\$1,405 45	\$0 00	\$147 38
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	05/28/2013	10/25/2007	\$304 98	\$290 34	\$0 00	\$14 64
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	06/15/2013	03/02/2006	\$66 36	\$66 82	\$0 00	-\$0 46
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	06/25/2013	01/24/2007	\$167 50	\$157 01	\$0 00	\$10 49
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	06/25/2013	05/25/2005	\$40 50	\$23 52	\$0 00	\$16 98
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	06/25/2013	02/16/2005	\$178 75	\$175 52	\$0 00	\$3 23
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	06/25/2013	09/02/2004	\$17 28	\$16 84	\$0 00	\$0 44
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	06/25/2013	12/14/2005	\$802 35	\$726 20	\$0 00	\$76 15
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	06/25/2013	10/25/2007	\$311 07	\$296 13	\$0 00	\$14 94
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	07/15/2013	03/02/2006	\$259 24	\$261 02	\$0 00	-\$1 78
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	07/25/2013	01/24/2007	\$167 42	\$156 94	\$0 00	\$10 48
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	07/25/2013	05/25/2005	\$40 70	\$23 64	\$0 00	\$17 06
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	07/25/2013	02/16/2005	\$55 00	\$54 01	\$0 00	\$0 99
60C002015	FEDERAL NATL MTG ASSN GTD	07/25/2013	09/02/2004	\$17 96	\$17 50	\$0 00	\$0 46

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	PASSTRUCTF POOL #763620 6 000% DTD FEDERAL NATL MTG ASSN GTD	07/25/2013	12/14/2005	\$396 65	\$359 00	\$0 00	\$37 65
60C002015	PASSTRUCTF POOL #773429 5 000% DTD FEDERAL NATL MTG ASSN GTD	07/25/2013	10/25/2007	\$259 37	\$246 92	\$0 00	\$12 45
60C002015	PASSTRUCTF POOL #888129 5 500% DTD FEDERAL HOME LN MTG CORP PARTN	08/15/2013	03/02/2006	\$102 03	\$102 73	\$0 00	-\$0 70
60C002015	GOLDGROUP #A25752 6 000% DTD 08/01/2004 FEDERAL NATL MTG ASSN GTD	08/26/2013	01/24/2007	\$142 75	\$133 81	\$0 00	\$8 94
60C002015	PASSTRUCTF POOL #256022 5 500% DTD FEDERAL NATL MTG ASSN GTD	08/26/2013	05/25/2005	\$40 90	\$23 75	\$0 00	\$17 15
60C002015	PASSTRUCTF POOL #444459 5 500% DTD FEDERAL NATL MTG ASSN GTD	08/26/2013	02/16/2005	\$146 48	\$143 84	\$0 00	\$2 64
60C002015	PASSTRUCTF POOL #618014 5 000% DTD FEDERAL NATL MTG ASSN GTD	08/26/2013	09/02/2004	\$18 44	\$17 97	\$0 00	\$0 47
60C002015	PASSTRUCTF POOL #763620 6 000% DTD FEDERAL NATL MTG ASSN GTD	08/26/2013	12/14/2005	\$151 03	\$136 70	\$0 00	\$14 33
60C002015	PASSTRUCTF POOL #773429 5 000% DTD FEDERAL NATL MTG ASSN GTD	08/26/2013	10/25/2007	\$271 09	\$258 07	\$0 00	\$13 02
60C002015	PASSTRUCTF POOL #888129 5 500% DTD FEDERAL HOME LN MTG CORP PARTN	09/15/2013	03/02/2006	\$4 17	\$4 20	\$0 00	-\$0 03
60C002015	GOLDGROUP #A25752 6 000% DTD 08/01/2004 FEDERAL NATL MTG ASSN GTD	09/25/2013	01/24/2007	\$150 30	\$140 89	\$0 00	\$9 41
60C002015	PASSTRUCTF POOL #256022 5 500% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	05/25/2005	\$41 11	\$23 87	\$0 00	\$17 24
60C002015	PASSTRUCTF POOL #444459 5 500% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	02/16/2005	\$53 83	\$52 86	\$0 00	\$0 97
60C002015	PASSTRUCTF POOL #618014 5 000% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	09/02/2004	\$17 51	\$17 06	\$0 00	\$0 45
60C002015	PASSTRUCTF POOL #763620 6 000% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	12/14/2005	\$434 02	\$392 83	\$0 00	\$41 19
60C002015	PASSTRUCTF POOL #773429 5 000% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	12/14/2005	\$0 01	\$0 01	\$0 00	\$0 00
60C002015	PASSTRUCTF POOL #773429 5 000% DTD FEDERAL NATL MTG ASSN GTD	09/25/2013	10/25/2007	\$222 12	\$211 46	\$0 00	\$10 66
60C002015	PASSTRUCTF POOL #888129 5 500% DTD FEDERAL HOME LN MTG	10/15/2013	03/02/2006	\$58 89	\$59 29	\$0 00	-\$0 40

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
	CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004						
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	10/25/2013	01/24/2007	\$66 20	\$62 05	\$0 00	\$4 15
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	10/25/2013	05/25/2005	\$41 31	\$23 99	\$0 00	\$17 32
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	10/25/2013	02/16/2005	\$55 45	\$54 45	\$0 00	\$1 00
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	10/25/2013	02/16/2005	\$0 01	\$0 01	\$0 00	\$0 00
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	10/25/2013	09/02/2004	\$20 99	\$20 45	\$0 00	\$0 54
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	10/25/2013	12/14/2005	\$671 45	\$607 72	\$0 00	\$63 73
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	10/25/2013	10/25/2007	\$181 53	\$172 81	\$0 00	\$8 72
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	11/15/2013	03/02/2006	\$65 73	\$66 18	\$0 00	-\$0 45
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	11/25/2013	01/24/2007	\$130 31	\$122 15	\$0 00	\$8 16
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	11/25/2013	05/25/2005	\$41 52	\$24 11	\$0 00	\$17 41
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	11/25/2013	02/16/2005	\$124 94	\$122 68	\$0 00	\$2 26
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	11/25/2013	09/02/2004	\$453 34	\$441 76	\$0 00	\$11 58
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	11/25/2013	12/14/2005	\$138 81	\$125 64	\$0 00	\$13 17
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	11/25/2013	10/25/2007	\$168 64	\$160 54	\$0 00	\$8 10
60C002015	FEDERAL HOME LN MTG CORP PARTN GOLDGROUP #A25752 6 000% DTD 08/01/2004	12/15/2013	03/02/2006	\$4 00	\$4 03	\$0 00	-\$0 03
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #256022 5 500% DTD	12/26/2013	01/24/2007	\$60 07	\$56 31	\$0 00	\$3 76
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #444459 5 500% DTD	12/26/2013	05/25/2005	\$41 73	\$24 23	\$0 00	\$17 50

Sub-Account	Asset Description	Disposition Trade Date	Acquisition Date	Proceeds	Cost	Short Term Gain or Loss	Long Term Gain or Loss
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #618014 5 000% DTD	12/26/2013	02/16/2005	\$83 99	\$82 47	\$0 00	\$1 52
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #763620 6 000% DTD	12/26/2013	09/02/2004	\$17 88	\$17 42	\$0 00	\$0 46
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #773429 5 000% DTD	12/26/2013	12/14/2005	\$32 05	\$29 01	\$0 00	\$3 04
60C002015	FEDERAL NATL MTG ASSN GTD PASSTRUCTF POOL #888129 5 500% DTD	12/26/2013	10/25/2007	\$132 71	\$126 34	\$0 00	\$6 37
60C002023	GOOGLE INC CL A	03/05/2013	01/27/2012	\$3,336 22	\$2,298 47	\$0 00	\$1,037 75
60C002023	TARGET CORP COM	03/13/2013	04/05/2011	\$6,385 80	\$4,885 40	\$0 00	\$1,500 40
60C002023	MALLINCKRODT PUB LTD CO SHS	06/28/2013	03/20/2012	\$22 08	\$18 84	\$0 00	\$3 24
60C002023	MALLINCKRODT PUB LTD CO SHS	07/29/2013	03/20/2012	\$1,934 03	\$1,290 69	\$0 00	\$643 34
	TOTAL LONG TERM			<u>\$471,701 12</u>	<u>\$464,207.46</u>		<u>\$7,493.66</u>

THE TEN-TEN FOUNDATION
43-6055675
PART XV GRANTS AND CONTRIBUTIONS PAID DURING YEAR
-2013-

<u>Payee*</u>	<u>AMOUNT</u>
888 Women's History Project	1,000
American Jazz Museum	10,000
Avila College	50
Beth K Smith Charitable Lead Annuity Trust	27,639
Boys and Girls Club	10,000
Facing History and Ourselves	25,000
Friend of Chamber Music	1,000
Friends of University Academy	5,000
Greenwood Society KCMO Library	1,000
Habitat for Humanity	1,000
Heartstrings Foundation	1,000
Kauffman Center	5,000
KCPT	1,000
KC Care Clinic	10,000
KCUR	600
Legal Aid of Western MO	300,000
MOCSA	15,000
Mattie Rhodes Center	25,000
Mainstream Education Foundation	10,000
Midwest Innocence Project	1,000
Naral ProChoice America	500
NPR Foundation	1,000
Non Profit Connect	3,000
Operation Breakthrough	10,000
Rabbi Hadas Guardian Society	1,000
SafeHome	10,000
Samuel U. Rodgers Health Center	20,000
Selma Levine School of Music	1,000
Shepherd's Center of KC	1,000
Southwest Blvd Family Health	6,000
Spokane Jewish Family Services	5,000
Synergy Services	350
The Hunger Project	500
Truman Library Institute	75,000
United Way	10,000
US Action Education Fund	250,000
Wildwood Outdoor Education	30,000
Win for KC	20,000
Womenade Fund Greater KC	30,000
Women's Employment Network	125,000
Village Shalom	5,000
Youth Volunteer Corp	5,000
Grand Total	<u>1,059,639</u>