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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

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

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation RICK C & BELINDA G FOUNDATION		A Employer identification number 45-3970505
Number and street (or P O box number if mail is not delivered to street address) 75 N EAST AVE	Room/suite 500	B Telephone number (see instructions) (479) 443-5614
City or town, state or province, country, and ZIP or foreign postal code Fayetteville, AR 72701		C If exemption application is pending, check here ☒
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,017,714		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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 ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	87,270	87,270		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	185,650			
b Gross sales price for all assets on line 6a	1,163,251			
7 Capital gain net income (from Part IV, line 2)		185,650		
8 Net short-term capital gain			3,761	
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	272,920	272,920	3,761	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,100	2,100		
c Other professional fees (attach schedule)	8,636	8,636		
17 Interest				
18 Taxes (attach schedule) (see instructions)	13,273	3,273		
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	24,009	14,009		0
25 Contributions, gifts, grants paid	190,000			190,000
26 Total expenses and disbursements. Add lines 24 and 25	214,009	14,009		190,000
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	58,911			
b Net investment income (if negative, enter -0-)		258,911		
c Adjusted net income (if negative, enter -0-)			3,761	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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	1,913,038	1,242,697	1,242,697
	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)	1,458,230	1,920,945	2,072,920
	c Investments - corporate bonds (attach schedule)	452,275	718,812	702,097
	Liabilities	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)		3,823,543	3,882,454	4,017,714
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	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐			
	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 ☒			
	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	3,823,543	3,882,454		
30 Total net assets or fund balances (see instructions)	3,823,543	3,882,454		
31 Total liabilities and net assets/fund balances (see instructions)	3,823,543	3,882,454		

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	3,823,543
2 Enter amount from Part I, line 27a	2	58,911
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,882,454
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	3,882,454

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a See STM-134				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,163,251		977,601	185,650	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			185,650	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	185,650
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	3,761

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	20,000	3,712,339	0.005387
2011		1,821,449	0.0
2010			
2009			
2008			
2 Total of line 1, column (d)			2 0.005387
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 0.001796
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,972,706
5 Multiply line 4 by line 3			5 7,135
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,589
7 Add lines 5 and 6			7 9,724
8 Enter qualifying distributions from Part XII, line 4			8 190,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,589
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	2,589
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,589
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,008
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,008
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	581
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ RICK C CARPENTER Telephone no ▶ 479-443-5614 Located at ▶ 2575 STACI LANE, Fayetteville, AR ZIP+4 ▶ 72704			
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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
RICK C CARPENTER 2575 STACI LANE, AR 72704	PRESIDENT, SECR 4	0	0	0
BELINDA G CARPENTER 2575 STACI LANE, AR 72701	VICE PRESIDENT 4	0	0	0

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

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 GIFTS TO PRE SELECTED 501 C(3) ORGANIZATIONS	
	0
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 NONE	
	0
2	
All other program-related investments. See 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	2,742,885
b	Average of monthly cash balances	1b	1,290,319
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	4,033,204
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	0
3	Subtract line 2 from line 1d	3	4,033,204
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	60,498
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,972,706
6	Minimum investment return. Enter 5% of line 5	6	198,635

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	198,635
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,589
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,589
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	196,046
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	196,046
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	196,046

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	190,000
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	190,000
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	2,589
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	187,411

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				196,046
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			146,818	
b Total for prior years				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 190,000				
a Applied to 2012, but not more than line 2a . . .			11,776	
b Applied to undistributed income of prior years (Election required - see instructions)		8,234		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				135,042
e Remaining amount distributed out of corpus . . .	34,948			
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 .	34,948			
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			135,042	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				61,004
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) . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	34,948			
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	34,948			

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

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

RICK C CARPENTER, BELINDA G CARPENTER,

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 of the person to whom applications should be addressed:

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
PREDISAN USA PO BOX 72618 Marietta, GA 30007	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
FOSTERS HOME Fayetteville, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
BUILD YOUR HOUSE Fayetteville, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
CHILDRENS HOME INC 5515 WALCOTT ROAD Paragould, AR 72450	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
ARKANSAS CHILDRENS HOSPITAL P. O. BOX 2222 Little Rock, AR 72203-9984	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	10,000
RRN MINISTRIES 3828 N PARKVIEW DRIVE Fayetteville, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	5,000
NEW HEIGHTS CHURCH 2889 N COLLEGE AVE Fayetteville, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	65,000
NORTHWEST ARKANSAS CHILDRENS SHELTE 14100 COUNTY ROAD 16 Bentonville, AR 72712	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	10,000
Total			3a	190,000
b Approved for future payment				
Total			3b	

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
PREDISAN USA PO BOX 72618 MARIETTA, GA 30007	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
FOSTERS HOME 1779 N GRAHAM STEPHENVILLE, TX 76401	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
BUILD YOUR HOUSE ON THR ROCK P O BOX 12764 LAKE CHARLES, LA 70612-2764	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
CHILDRENS HOME INC 5515 WALCOTT ROAD PARAGOULD, AR 72450	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	25,000
ARKANSAS CHILDRENS HOSPITAL P. O. BOX 2222 LITTLE ROCK, AR 72203-9984	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	10,000
RRN MINISTRIES 3828 N PARKVIEW DRIVE FAYETTEVILLE, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	5,000
NEW HEIGHTS CHURCH 2889 N COLLEGE AVE FAYETTEVILLE, AR 72703	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	65,000
NORTHWEST ARKANSAS CHILDRENS SHELTER 14100 COUNTY ROAD 16 BENTONVILLE, AR 72712	N/A	PC	TO THEIR GENERAL FUND TO FURTHER THEIR PURPOSE	10,000
Total			3a	190,000
b Approved for future payment				
Total			3b	

Part XVII

[illegible]

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Signature of officer or trustee

Date _____

PRESIDENT
Title

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

Print/Type preparer's name

Trema L Daffron

Preparer's signature

~~Tremaine L. Barron~~

Date	
------	--

09-13-2014

Check ☒ self-employed

PTIN

P01421424

Firm's name ▶ **DAFFRON CONSULTING & TAX**

Firm's address ► **8 HALSTED CIRCLE SUITE 3**

Firm's EIN

Phone no

479-636-9145

Federal Supporting Statements

2013 PG 01

Name(s) as shown on return

FEIN

RICK C & BELINDA G FOUNDATION

45-3970505

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
33 ACE LIMITED COM		2,888	3,416
123 ADOBE SYSTEMS INC		5,223	7,365
900 AFLAC INC	38,592		
700 AIR PROD & CHEMICAL INC	59,281		
70 ALLERGEN INC		6,905	7,776
7 APPLE INC		3,355	3,927
800 ASTRAZENCA PLC	35,555		
1100 BANK OF NOVA SCOTIA	56,144		
62 BAXTER INTERNATIONAL INC		4,263	4,342
19 BOEING COMPANY		2,108	2,593
500 BOEING COMPANY	35,875		
52 CAPITAL ONE FINANCIAL CORP		2,918	3,984
48 CELGENE CORPORATION		5,220	8,110
111 CISCO SYSTEMS INC		2,333	2,490
98 CITIGROUP INC		4,556	5,107
34 CME GROUP INC		1,948	2,756
52 COCA COLA INC		2,092	2,148
34 COVIDIEN PUBLIC LIMITED CO		1,973	2,315
122 CROWN CASTLE INTL CORP		8,459	8,958
36 CVS CAREMARK CORP		1,978	2,577
101 EBAY INC		5,486	5,541
1200 EMERSON ELECTRIC CO	56,292		
88 ENCANA CORPORATION		1,708	1,588
54 EOG RESOURCES INC		7,642	9,063
94 EXELON CORPORATION		3,298	2,575
62 EXXON MOBIL CORP		5,508	6,274
193 FORD MOTOR CO		2,807	2,978
258 GENERAL ELECTRIC COMPANY		5,960	7,286
50 GOLDMAN SACHS GROUP LK S&P		50,000	58,433
103 GOLDMAN SACHS GROUP LK MSC		103,000	99,767
8 GOOGLE INC		6,666	8,966
65 HALLIBURTON COMPANY		2,776	3,299
1200 HOME DEPOT INC	57,300		
32 HONEYWELL INTL INC		2,256	2,924
27 INTERCONTINENTAL EXCHANGE		4,369	6,073
77 INTUIT INC		4,781	5,877
1713 BARCLAYS CAP TIPS BOND	99,649	209,615	188,259
22 JOHNSON & JOHNSON		1,707	2,015
65 JOHNSON CONTROLS		2,035	3,349
76 JPMORGAN CHASE & CO		3,817	4,444
215 KINDER MORGAN INC		8,064	7,740
102 L BRANDS INC		5,548	6,309
314 LIBERTY INERACTIVE CORP		6,889	9,216
79 MARATHON OIL CORP		2,713	2,789
13 MASTERCARD INC		7,123	10,861

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Name(s) as shown on return

FEIN

RICK C & BELINDA G FOUNDATION

45-3970505

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
1000 MEDTRONIC INC	37,850		
188 MICROSOFT CORPORATION		6,485	7,033
29 MONSANTO COMPANY		2,936	3,380
44 NETAPP INC		1,755	1,810
36 NIKE CLASS B		1,981	2,831
22 NOVARTIS AG SPONSORED		1,511	1,768
1100 NOVARTIS AG SPONSORED	57,475		
26 NOVO-NORDISK A/S ADR		4,404	4,804
89 ORACLE CORPORATION		3,131	3,405
2200 PEARSON PLC	39,816		
28 PERRIGO COMPANY		4,350	4,297
241 PFIZER INC		6,567	7,382
69 PNS FINANCIAL SERVICES		4,783	5,353
7 PRICELINE.COM INC		5,359	8,137
196 PROGRESSIVE CORPORATION		4,735	5,345
123 QUALCOMM INC		8,123	9,133
1100 RAYTHEON CO	55,396		
79 SALLY BEAUTY HOLDINGS		2,097	2,388
1000 SANOFI SPONSORED	36,640		
51 SOUTHWESTERN ENERGY		1,706	2,006
70 SYNMANTEC CORP		1,593	1,651
52 SYNGENTA AG SPONSORED		4,271	4,157
77 TERADATA CORPORATION		4,658	3,503
85 TEXAS INSTRUMENTS INC		2,852	3,732
29 THE MOSAIC COMPANY		1,718	1,371
72 TIME WARNER INC		3,789	5,020
700 TORONTO DOMINION BANK	53,648		
1200 TOTAL S A FRANCE	59,403		
41 UNITEDHEALTH GROUP INC		2,441	3,087
62 VERIFONE SYSTEMS INC		1,745	1,663
75 VERISIGN INC		3,516	4,484
44 VIACOM INC		2,664	3,843
50 VISA INC		8,211	11,134
137 VODAFONE GROUP PLC		3,734	5,466
135 WALGREEN CO		5,944	7,754
900 WPP PLC	55,971		
5979.028 ARTISAN INTL FUND		156,730	182,241
35 BANK OF NOVA SCOTIA LK MSCI		35,000	40,498
25000 BNP PARIBAS		25,000	27,275
11258.514 CAUSEWAY INTL VALUE		156,833	182,050
23010.938 GS HIGH YIELD FUND	76,949	167,678	164,298
7215.305 GS INTL EQUITY DIV		53,123	56,929
7178.466 GS LOCAL EMERGING MKT	75,769	70,320	60,802
2887.453 GS TACTICAL TILT FD	320,000	320,000	360,874
13444.677 GS US EQUITY DIV		134,079	151,118

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Name(s) as shown on return

FEIN

RICK C & BELINDA G FOUNDATION

45-3970505

Form 990PF, Part II, Line 10(b) Investments: Corporate Stock Schedule

Statement #137

Category	BOY	Book Value	EOY FMV
515 ISHARES RUSSELL 2000 VAL		40,098	51,243
150 ISHARES RUSSELL 2000ETF		15,231	17,304
50000 JPMORGAN CHASE & CO		50,000	49,570
6467.447 PIMCO INCOME FUND	75,515	79,807	79,291
1850 VANGUARD MSCI EMG MKTS	75,110		
Totals	1,458,230	1,920,945	2,072,920

Form 990PF, Part II, Line 10(c) Investments: Corporate Bond Schedule

PG 01
Statement #138

Category	BOY	Book Value	EOY FMV
50000 A T & T INC 1.4%	49,998	49,998	49,351
50000 ANHUESER-BUSCH INBEV .8%		49,997	50,150
50000 BANK OF AMERICA 6.0%	58,500	58,500	58,090
50000 BNP PARIBAS MTN 2.375%	50,752	50,752	51,400
50000 CIGNA CORPORATION 4.50%	56,775	56,775	53,800
50000 GENERAL ELEC CAP 1.0%		49,839	50,365
50000 ORACLE CORP 5.00%		60,185	57,806
50000 QUEST DIAGNOSTICS 5.45%	55,897	55,897	54,346
50000 STARWOOD MOTELS 6.75%	61,390	61,390	58,302
50000 UNITEDHEALTH GROUP 4.70%		57,746	55,440
50000 WALGREN CO 5.25%	58,936	58,936	57,109
50000 WAL-MART STORES 3.625%	56,118	56,118	53,264
50000 XEROX CORPORATION 4.25%		52,679	52,674
ACCRUED INTEREST PURCHASED	3,909		
Totals	452,275	718,812	702,097

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Name(s) as shown on return

Your Social Security Number

RICK C & BELINDA G FOUNDATION

45-3970505

Statement #108

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

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
ACCOUNTING AND TAX PREPARATION	2,100	2,100	0	0
Totals	2,100	2,100	0	0

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Statement #109

Form 990PF, Part I, Line 16(c) - Other Professional Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
INVESTMENT MANAGEMENT FEES	8,636	8,636	0	0
Totals	8,636	8,636	0	0

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Name(s) as shown on return

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RICK C & BELINDA G FOUNDATION

45-3970505

Statement #110

Form 990PF, Part I, Line 18 - Taxes Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
FEDERAL TAXES PAID	10,000	0	0	0
FOREIGN TAXES PAID	3,273	3,273	0	0
Totals	13,273	3,273	0	0

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Name(s) as shown on return

Your Social Security Number

RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Gains Minus Excess or Losses
						other basis			
450 AFLAC INCORPORATED	P	2012-04-11	2013-06-03	25,254		19,236		5,958	5,958
350 AIR PRODUCT & CHEMICALS INC	P	2012-04-11	2013-06-03	32,994		30,853		2,141	2,141
400 ASTRAZENECA PLC SPONS ADR	P	2012-04-11	2013-06-03	20,579		17,777		2,802	2,802
550 BANK OF NOVA SCOTIA	P	2012-05-22	2013-06-03	31,333		28,072		3,261	3,261
250 BOEING COMPANY	P	2012-04-11	2013-06-03	25,060		17,938		7,122	7,122
600 EMERSON ELECTRIC CO	P	2012-05-22	2013-06-03	34,418		28,146		6,272	6,272
500 MEDTRONIC INC	P	2012-04-11	2013-06-03	25,820		18,925		6,895	6,895
550 NOVARTIS AG ADR SPONS	P	2012-05-22	2013-06-03	39,391		28,738		10,653	10,653
1100 PEARSON PLC SPON ADR	P	2012-04-11	2013-06-03	20,350		19,908		442	442
550 RAYTHEON CO	P	2012-05-22	2013-06-03	36,330		27,698		8,632	8,632
500 SANOFI SPONSORED ADR	P	2012-04-11	2013-06-03	26,680		18,320		8,360	8,360
600 THE HOME DEPOT INC	P	2012-05-22	2013-06-03	47,279		28,650		18,629	18,629
350 TORONTO DOMINION BANK	P	2012-05-22	2013-06-03	28,467		26,824		1,643	1,643
600 TOTAL SA SPONSORED ADR	P	2012-08-08	2013-06-03	30,263		29,701		562	562
450 WPP PLC ADR	P	2012-05-22	2013-06-03	38,435		27,986		10,449	10,449
450 AFLAC INCORPORATED	P	2012-04-11	2013-06-06	24,808		19,296		5,512	5,512
50 AIR PRODUCTS & CHEMICALS INC	P	2012-04-11	2013-06-06	4,707		4,408		299	299
300 AIR PRODUCTS & CHEMICALS INC	P	2012-05-22	2013-06-06	28,245		24,021		4,224	4,224
400 ASTRAZENECA PLC SPONS ADR	P	2012-04-11	2013-06-06	20,468		17,777		2,691	2,691
550 BANK OF NOVA SCOTIA	P	2012-05-22	2013-06-06	30,882		28,072		2,810	2,810
250 BOEING COMPANY INC	P	2012-04-11	2013-06-06	24,637		17,938		6,699	6,699
600 EMERSON ELECTRIC CO	P	2012-05-22	2013-06-06	33,581		28,146		5,435	5,435
500 MEDTRONIC INC	P	2012-04-11	2013-06-06	25,510		18,925		6,585	6,585
550 NOVARTIS AG ADR SPONSORED	P	2012-05-22	2013-06-06	39,066		28,738		10,328	10,328
1100 PEARSON PLC SPON ADR	P	2012-04-11	2013-06-06	20,042		19,908		134	134
550 RAYTHEON CO	P	2012-05-22	2013-06-06	36,013		27,698		8,315	8,315
500 SANOFI SPONSORED ADR	P	2012-04-11	2013-06-06	26,270		18,320		7,950	7,950
600 THE HOME DEPOT INC	P	2012-05-22	2013-06-06	45,071		28,650		16,421	16,421
350 TORONTO DOMINION BANK	P	2012-05-22	2013-06-06	27,891		26,824		1,067	1,067
600 TOTAL SA SPONSORED ADR	P	2012-08-08	2013-06-06	29,729		29,701		28	28
450 WPP PLC ADR	P	2012-05-22	2013-06-06	38,146		27,986		10,160	10,160
6 PUT SPY@139 EXP 8/17/2013	P	2013-06-05	2013-08-17	342				342	342
6 PUT SPY @ 139 EXP 08/17/2013	P	2013-06-06	2013-08-17	330				330	330
6 PUT SPY @ 147 EXP 08/17/2013	P	2013-06-05	2013-08-17	711				711	711

Federal Supporting Statements

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Name(s) as shown on return

Your Social Security Number

RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Excess or Losses
						other basis			
6 PUT SPY @ 147 EXP 08/17/2013	P	2013-06-06	2013-08-17	684				684	684
6 PUT SPY @ 151 EXP 08/17/2013	P	2013-06-05	2013-08-17	1,044				1,044	1,044
6 PUT SPY @ 151 EXP 08/17/2013	P	2013-06-06	2013-08-17	1,014				1,014	1,014
6 PUT SPY @ 155 EXP 08/17/2013	P	2013-06-05	2013-08-17	1,530				1,530	1,530
6 PUT SPY @ 155 EXP 08/17/2013	P	2013-06-06	2013-08-17	1,500				1,500	1,500
7878.15 GS LOCAL EMERGING MARKETS	P	2012-11-16	2013-08-27	66,255		75,000		(8,745)	(8,745)
10.35 GS LOCAL EMERGING MARKETS	P	2012-11-30	2013-08-27	87		100		(13)	(13)
22.33 GS LOCAL EMERGING MARKETS	P	2012-12-12	2013-08-27	188		219		(31)	(31)
12.77 GS LOCAL EMERGING MARKETS	P	2012-12-12	2013-08-27	107		125		(18)	(18)
1083.53 GS LOCAL EMERGING MARKETS	P	2012-12-28	2013-08-27	9,112		10,673		(1,561)	(1,561)
1850 VANGUARD FTSE EMERGING MKTS	P	2012-11-16	2013-10-23	77,886		75,110		2,776	2,776
560 VANGUARD FTSE EMERGING MKTS	P	2013-01-09	2013-10-23	23,576		25,064		(1,488)	(1,488)
64 STAPLES INC	P	2013-02-12	2013-02-20	899		842		57	57
32 STAPLES INC	P	2013-02-12	2013-02-21	426		421		5	5
37 STAPLES INC	P	2013-02-12	2013-02-25	496		487		9	9
6 BMC SOFTWARE INC	P	2013-02-14	2013-03-01	243		249		(6)	(6)
89 POLYCOM INC	P	2013-02-12	2013-03-05	830		1,003		(173)	(173)
3 NOVO NORDISK A/S ADR	P	2013-02-12	2013-03-08	524		506		18	18
2 APPLE INC	P	2013-02-12	2013-05-06	921		939		(18)	(18)
15 BMC SOFTWARE INC	P	2013-02-12	2013-05-06	682		623		59	59
40 BMC SOFTWARE INC	P	2013-02-14	2013-05-07	1,813		1,661		152	152
3 ALLERGAN INC	P	2013-02-12	2013-05-20	298		322		(24)	(24)
23 BMC SOFTWARE INC	P	2013-02-14	2013-06-06	1,040		955		85	85
15 CATERPILLAR INC	P	2013-02-12	2013-06-06	1,255		1,459		(204)	(204)
4 SALLY BEAUTY HOLDINGS INC	P	2013-02-12	2013-07-02	124		106		18	18
1 PRICELINE.COM	P	2013-02-12	2013-07-11	905		700		205	205
2 APPLE INC	P	2013-02-12	2013-07-16	854		939		(85)	(85)
21 PROGRESSIVE CORPORATION	P	2013-02-12	2013-07-18	543		498		45	45
11 ADOBE SYSTEMS INC	P	2013-02-12	2013-07-19	529		427		102	102
6 INTUIT INC	P	2013-02-12	2013-08-05	384		368		16	16
35 WTS KINDER MORGAN INC	P	2013-02-14	2013-08-28	177		153		24	24
20 WALGREEN CO	P	2013-02-12	2013-08-29	953		834		119	119
20 ADOBE SYSTEMS INC	P	2013-02-12	2013-10-02	1,028		777		251	251
1 APPLE INC	P	2013-02-12	2013-10-28	531		469		62	62

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RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Excess or Losses	Gains Minus
						other basis				
8 ADOBE SYSTEMS INC	P	2013-02-12	2013-10-29	433		311		122		122
4 VISA INC	P	2013-02-12	2013-10-30	810		630		180		180
9 ADOBE SYSTEMS INC	P	2013-02-12	2013-10-31	488		350		138		138
18 PERRIGO COMPANY	P	2013-02-12	2013-12-19	2,796		2,009		787		787
10 PERRIGO COMPANY	P	2013-08-28	2013-12-19	1,553		1,171		382		382
5 JPMORGAN CHASE & CO	P	2013-02-12	2013-02-26	237		246		(9)		(9)
6 WELLS FARGO & CO	P	2013-02-12	2013-02-26	208		213		(5)		(5)
1 BLACKROCK INC	P	2013-02-12	2013-03-01	236		240		(4)		(4)
1 CITIGROUP INC	P	2013-02-12	2013-03-01	42		44		(2)		(2)
3 TIME WARNER INC	P	2013-02-12	2013-03-06	165		158		7		7
5 TIME WARNER INC	P	2013-02-12	2013-03-07	282		263		19		19
8 TIME WARNER INC	P	2013-02-12	2013-03-11	457		421		36		36
7 TIME WARNER INC	P	2013-02-12	2013-03-12	398		368		30		30
1 BLACKROCK INC	P	2013-02-12	2013-03-13	253		240		13		13
3 HONEYWELL INTL INC	P	2013-02-12	2013-03-13	221		212		9		9
2 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-13	137		137				
4 TIME WARNER INC	P	2013-02-12	2013-03-13	226		210		16		16
2 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-15	209		206		3		3
2 TIME WARNER INC	P	2013-02-12	2013-03-15	114		105		9		9
2 VIACOM INC	P	2013-02-12	2013-03-15	126		118		8		8
4 WELLS FARGO & CO	P	2013-02-12	2013-03-15	152		142		10		10
3 CITIGROUP INC	P	2013-02-12	2013-03-18	139		133		6		6
1 CITIGROUP INC	P	2013-02-12	2013-03-18	46		44		2		2
1 CUMMINS INC	P	2013-02-12	2013-03-18	116		119		(3)		(3)
3 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-18	209		206		3		3
37 WELLS FARGO & CO	P	2013-02-12	2013-03-18	1,397		1,311		86		86
7 CITIGROUP INC	P	2013-02-12	2013-03-19	319		311		8		8
2 CUMMINS INC	P	2013-02-12	2013-03-19	229		239		(10)		(10)
4 HONEYWELL INTL INC	P	2013-02-12	2013-03-19	296		282		14		14
4 JPMORGAN CHASE & CO	P	2013-02-12	2013-03-19	196		197		(1)		(1)
2 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-03-19	69		67		2		2
5 TIME WARNER INC	P	2013-02-12	2013-03-19	277		263		14		14
2 VIACOM INC	P	2013-02-12	2013-03-19	122		118		4		4
1 BLACKROCK INC	P	2013-02-12	2013-03-20	258		240		18		18

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RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
2 CUMMINS INC	P	2013-02-12	2013-03-20	232		239	(7)	(7)
2 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-20	142		137	5	5
5 BLACKROCK INC	P	2013-02-12	2013-03-21	1,271		1,200	71	71
2 HONEYWELL INTL INC	P	2013-02-12	2013-03-21	150		141	9	9
1 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-21	71		69	2	2
2 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-03-21	69		67	2	2
2 CUMMINS INC	P	2013-02-12	2013-03-22	227		239	(12)	(12)
1 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-22	71		69	2	2
5 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-03-22	172		168	4	4
1 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-25	70		69	1	1
2 NOVARTIS AG ADR SPONSORED ADR	P	2013-02-12	2013-03-26	142		137	5	5
2 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-27	141		137	4	4
1 HONEYWELL INTL INC	P	2013-02-12	2013-03-28	75		71	4	4
2 HONEYWELL INTL INC	P	2013-02-12	2013-04-03	148		141	7	7
1 HONEYWELL INTL INC	P	2013-02-12	2013-04-03	73		71	2	2
1 JOHNSON CONTROLS INC	P	2013-02-12	2013-04-03	34		31	3	3
4 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-04-03	136		134	2	2
1 HONEYWELL INTL INC	P	2013-02-12	2013-04-04	73		71	2	2
10 JOHNSON CONTROLS INC	P	2013-02-12	2013-04-04	332		313	19	19
5 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-04-04	172		168	4	4
1 METLIFE INC	P	2013-03-07	2013-04-05	37		37		
2 METLIFE INC	P	2013-03-07	2013-04-08	72		72		
1 METLIFE INC	P	2013-03-07	2013-04-08	36		36		
3 METLIFE INC	P	2013-03-08	2013-04-08	108		108		
1 METLIFE INC	P	2013-03-07	2013-04-09	37		37		
2 METLIFE INC	P	2013-03-08	2013-04-09	73		73		
3 METLIFE INC	P	2013-03-08	2013-04-09	110		110		
11 BARRICK GOLD CORPORATION	P	2013-02-12	2013-04-10	274		356	(82)	(82)
13 BARRACK GOLD CORPORATION	P	2013-02-12	2013-04-11	323		420	(97)	(97)
10 BARRACK GOLD CORPORATION	P	2013-02-12	2013-04-12	235		323	(88)	(88)
1 METLIFE INC	P	2013-03-07	2013-04-12	37		37		
17 BARRICK GOLD CORPORATON	P	2013-02-12	2013-04-15	340		550	(210)	(210)
4 BARRICK GOLD CORPORATION	P	2013-02-12	2013-04-16	75		129	(54)	(54)
10 BARRICK GOLD CORPORATION	P	2013-02-12	2013-04-16	199		323	(124)	(124)

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RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Excess or Losses	Gains Minus
						other basis				
1 CUMMINS INC	P	2013-02-12	2013-04-17	108			119	(11)		(11)
7 HALLIBURTON COMPANY	P	2013-02-12	2013-04-17	265			286	(21)		(21)
4 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-04-17	137			134	3		3
2 CUMMINS INC	P	2013-02-12	2013-04-18	212			239	(27)		(27)
10 HALLIBURTON COMPANY	P	2013-02-12	2013-04-18	378			408	(30)		(30)
3 PFIZER INC	P	2013-02-12	2013-04-18	92			81	11		11
4 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-04-18	134			134			
3 CUMMINS INC	P	2013-02-12	2013-04-19	319			358	(39)		(39)
2 CUMMINS INC	P	2013-02-12	2013-04-22	215			239	(24)		(24)
21 CISCO SYSTEMS INC	P	2013-02-12	2013-04-24	428			441	(13)		(13)
10 PFIZER INC	P	2013-02-12	2013-04-24	309			271	38		38
2 TIME WARNER INC	P	2013-02-12	2013-04-24	120			105	15		15
1 VIACOM INC	P	2013-02-12	2013-04-24	65			59	6		6
1 TIME WARNER INC	P	2013-02-12	2013-04-25	59			53	6		6
9 CISCO SYSTEMS INC	P	2013-02-12	2013-04-30	189			189			
3 HALLIBURTON COMPANY	P	2013-02-12	2013-04-30	128			122	6		6
11 CISCO SYSTEMS INC	P	2013-02-12	2013-05-01	225			231	(6)		(6)
7 CISCO SYSTEMS INC	P	2013-02-12	2013-05-07	143			147	(4)		(4)
3 HONEYWELL INTL INC	P	2013-02-12	2013-05-29	237			212	25		25
4 JPMORGAN CHASE & CO	P	2013-02-12	2013-05-31	221			197	24		24
3 ADOBE SYSTEMS INC	P	2013-02-12	2013-06-04	133			117	16		16
19 ADOBE SYSTEMS INC	P	2013-02-12	2013-06-07	840			742	98		98
5 JOHNSON & JOHNSON	P	2013-02-12	2013-06-07	423			379	44		44
8 ADOBE SYSTEMS INC	P	2013-02-12	2013-06-10	353			312	41		41
1 JOHNSON & JOHNSON	P	2013-02-12	2013-06-10	85			76	9		9
9 ADOBE SYSTEMS INC	P	2013-02-12	2013-06-11	393			351	42		42
5 CITIGROUP INC	P	2013-02-12	2013-06-11	252			222	30		30
3 COCA COLA COMPANY	P	2013-03-18	2013-06-11	122			116	6		6
5 ADOBE SYSTEMS INC	P	2013-02-12	2013-06-12	215			195	20		20
2 ADOBE SYSTEMS INC	P	2013-02-26	2013-06-12	86			77	9		9
1 ADOBE SYSTEMS INC	P	2013-02-27	2013-06-12	43			39	4		4
2 JOHNSON & JOHNSON	P	2013-02-12	2013-06-20	168			152	16		16
1 METLIFE INC	P	2013-03-07	2013-06-24	44			44			
1 METLIFE INC	P	2013-03-07	2013-06-24	44			46	(2)		(2)

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RICK C & BELINDA G FOUNDATION

45-3970505

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses	
								(3)	(3)
1 METLIFE INC	P	2013-03-07	2013-06-24	44		47		47	(3)
2 METLIFE INC	P	2013-03-08	2013-06-24	87		83		83	4
4 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-06-24	137		134		134	3
PTL MALLINCKRODT PUBLIC LIMITED CO	P	2013-02-12	2013-07-01	6					6
5 MALLINCKRODT PUBLIC LIMITED CO	P	2013-02-12	2013-07-02	218		222		222	(4)
3 METLIFE INC	P	2013-03-08	2013-07-22	148		135		135	13
1 METLIFE INC	P	2013-03-12	2013-07-22	49		40		40	9
3 METLIFE INC	P	2013-03-12	2013-07-25	146		119		119	27
12 METLIFE INC	P	2013-03-12	2013-07-26	583		474		474	109
4 METLIFE INC	P	2013-03-13	2013-07-26	195		160		160	35
3 METLIFE INC	P	2013-03-13	2013-07-29	146		120		120	26
4 METLIFE INC	P	2013-03-14	2013-07-29	195		161		161	34
4 JOHNSON & JOHNSON	P	2013-02-12	2013-08-08	372		303		303	69
3 JOHNSON & JOHNSON	P	2013-02-12	2013-08-09	277		227		227	50
3 JOHNSON & JOHNSON	P	2013-02-12	2013-08-12	276		227		227	49
2 JOHNSON & JOHNSON	P	2013-02-12	2013-08-14	182		152		152	30
2 COVIDIEN PUBLIC LIMITED COMPANY	P	2013-02-12	2013-08-15	124		116		116	8
3 COVIDIEN PUBLIC LIMITED COMPANY	P	2013-02-12	2013-08-21	182		174		174	8
2 HONEYWELL INTL INC	P	2013-02-12	2013-08-21	162		141		141	21
2 COVIDIEN PUBLIC LIMITED COMPANY	P	2013-02-12	2013-08-22	122		116		116	6
1 HONEYWELL INTL INC	P	2013-02-12	2013-08-22	81		71		71	10
4 JOHNSON & JOHNSON	P	2013-02-12	2013-08-22	353		303		303	50
4 VIACOM INC	P	2013-02-12	2013-09-06	323		237		237	86
3 HONEYWELL INTL INC	P	2013-02-12	2013-09-09	247		212		212	35
1 VIACOM INC	P	2013-02-12	2013-09-10	81		59		59	22
1 VIACOM INC	P	2013-02-12	2013-09-11	82		59		59	23
1 JOHNSON & JOHNSON	P	2013-02-12	2013-09-12	89		76		76	13
2 VIACOM INC	P	2013-02-12	2013-09-12	166		118		118	48
1 JOHNSON & JOHNSON	P	2013-02-12	2013-09-13	88		76		76	12
1 VIACOM INC	P	2013-02-12	2013-09-13	82		59		59	23
3 JOHNSON & JOHNSON	P	2013-02-12	2013-09-16	267		227		227	40
1 JOHNSON & JOHNSON	P	2013-02-12	2013-09-17	89		76		76	13
1 JOHNSON & JOHNSON	P	2013-02-12	2013-09-18	88		76		76	12
1 MCKESSON CORPORATION	P	2013-02-12	2013-10-02	130		105		105	25

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RICK C & BELINDA G FOUNDATION

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
2 MCKESSON CORPORATION	P	2013-02-12	2013-10-03	258		209	49	49
2 VIACOM INC	P	2013-02-12	2013-10-03	164		118	46	46
1 MCKESSON CORPORATION	P	2013-02-12	2013-10-04	132		105	27	27
6 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-10-04	240		201	39	39
3 VIACOM INC	P	2013-02-12	2013-10-04	249		178	71	71
2 MCKESSON CORPORATION	P	2013-02-12	2013-10-07	260		209	51	51
5 MCKESSON CORPORATION	P	2013-02-12	2013-10-08	675		523	152	152
1 VIACOM INC	P	2013-02-12	2013-10-08	82		59	23	23
3 MCKESSON CORPORATION	P	2013-02-12	2013-10-09	399		314	85	85
1 TIME WARNER INC	P	2013-02-12	2013-10-09	64		53	11	11
5 MCKESSON CORPORATION	P	2013-02-12	2013-10-10	688		523	165	165
1 MCKESSON CORPORATION	P	2013-02-12	2013-10-11	138		105	33	33
1 MCKESSON CORPORATION	P	2013-03-21	2013-10-14	138		107	31	31
2 CAPITAL ONE FINANCIAL CORP	P	2013-02-12	2013-10-15	143		111	32	32
4 JOHNSON & JOHNSON	P	2013-02-12	2013-10-15	361		303	58	58
1 MCKESSON CORPORATION	P	2013-03-22	2013-10-15	139		108	31	31
4 CAPITAL ONE FINANCIAL CORP	P	2013-02-12	2013-10-16	289		223	66	66
2 TIME WARNER INC	P	2013-02-12	2013-10-17	136		105	31	31
3 TIME WARNER INC	P	2013-02-12	2013-10-18	206		158	48	48
7 BB&T CORPORATION	P	2013-02-21	2013-10-30	242		211	31	31
1 BB&T CORPORATION	P	2013-02-21	2013-10-31	34		30	4	4
6 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-10-31	253		201	52	52
2 JOHNSON CONTROLS INC	P	2013-02-12	2013-11-05	93		63	30	30
2 TIME WARNER INC	P	2013-02-12	2013-11-05	136		105	31	31
1 JOHNSON CONTROLS INC	P	2013-02-12	2013-11-06	46		31	15	15
3 TIME WARNER INC	P	2013-02-12	2013-11-06	209		158	51	51
3 JOHNSON CONTROLS INC	P	2013-02-12	2013-11-07	138		94	44	44
2 JOHNSON CONTROLS INC	P	2013-02-12	2013-11-11	95		63	32	32
3 MCDONALDS CORP	P	2013-02-12	2013-11-15	290		286	4	4
10 BB&T CORPORATION	P	2013-02-21	2013-11-26	350		301	49	49
2 MCDONALDS CORP	P	2013-02-12	2013-11-26	197		190	7	7
6 BB&T CORPORATION	P	2013-02-21	2013-11-27	209		180	29	29
1 MCDONALDS CORP	P	2013-02-12	2013-11-27	97		95	2	2
5 BB&T CORPORATION	P	2013-02-21	2013-11-29	174		150	24	24

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RICK C & BELINDA G FOUNDATION

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase		Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Gains Minus Excess or Losses
	D-Donation	Date Acquired				other basis			
4 BB&T CORPORATION	P	2013-02-21	2013-12-02	140		120		20	20
1 MCDONALDS CORP	P	2013-02-12	2013-12-02	97		95		2	2
4 BB&T CORPORATION	P	2013-02-21	2013-12-03	137		120		17	17
1 MCDONALDS CORP	P	2013-02-12	2013-12-03	96		95		1	1
2 TEXAS INSTRUMENTS INC	P	2013-02-12	2013-12-03	86		67		19	19
8 BB&T CORPORATION	P	2013-02-21	2013-12-04	279		241		38	38
3 MCDONALDS CORP	P	2013-02-12	2013-12-04	288		286		2	2
5 BB&T CORPORATION	P	2013-02-21	2013-12-05	173		150		23	23
2 BB&T CORPORATION	P	2013-03-15	2013-12-05	69		62		7	7
3 MCDONALDS CORP	P	2013-02-12	2013-12-05	287		286		1	1
3 BB&T CORPORATION	P	2013-03-15	2013-12-06	105		92		13	13
3 BB&T CORPORATION	P	2013-05-14	2013-12-06	105		96		9	9
2 BB&T CORPORATION	P	2013-09-11	2013-12-06	70		68		2	2
1 MCDONALDS CORP	P	2013-02-12	2013-12-06	97		95		2	2
2 BB&T CORPORATION	P	2013-09-12	2013-12-09	70		68		2	2
5 BB&T CORPORATION	P	2013-09-12	2013-12-10	173		170		3	3
3 JOHNSON & JOHNSON	P	2013-02-12	2013-12-10	282		227		55	55
4 MCDONALDS CORP	P	2013-02-12	2013-12-12	377		390		(13)	(13)
4 MCDONALDS CORP	P	2013-02-25	2013-12-12	377		387		(10)	(10)
3 MCDONALDS CORP	P	2013-02-26	2013-12-12	283		289		(6)	(6)
2 MCDONALDS CORP	P	2013-03-13	2013-12-12	189		189			
1 MCDONALDS CORP	P	2013-03-21	2013-12-12	94		99		(5)	(5)
1 MCDONALDS CORP	P	2013-04-19	2013-12-12	94		100		(6)	(6)
1 MCDONALDS CORP	P	2013-08-14	2013-12-12	94		96		(2)	(2)
2 MCDONALDS CORP	P	2013-08-15	2013-12-12	188		191		(3)	(3)
4 VODAFONE GROUP PLC	P	2013-02-12	2013-12-13	147		109		38	38
6 VODAFONE GROUP PLC	P	2013-02-12	2013-12-16	221		163		58	58
2 METLIFE INC	P	2013-03-08	2013-04-09	73		73			
2 NOVARTIS AG ADR SPONSORED	P	2013-02-12	2013-03-14	138		137		1	1
6 TIME WARNER INC	P	2013-02-12	2013-03-17	343		316		27	27
6 SALLY BEAUTY HOLDINGS INC	P	2013-02-12	2013-08-05	164		159		5	5
1 APPLE INC	P	2013-02-12	2013-08-26	505		469		36	36
9 INTUIT INC	P	2013-02-12	2013-08-27	571		552		19	19
Total				1,163,251		977,601		185,650	185,650