Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE ZEIST FOUNDATION, INC

A Employer identification number: 58-1890927

Number and street (or P O box number if mail is not delivered to street address): 3715 NORTHSIDE PKWY, NW — Room/suite: 3-195

B Telephone number: (404) 949-3160

City or town, state or province, country, and ZIP or foreign postal code: ATLANTA, GA 30327

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] 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)* ▶$ 252,452,589.

J Accounting method: [X] Cash ☐ Accrual ☐ 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 ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10,943.	10,943.		STATEMENT 1
	4 Dividends and interest from securities	5,447,828.	5,447,828.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,315,761.			
	b Gross sales price for all assets on line 6a 60,548,826.				
	7 Capital gain net income (from Part IV, line 2)		16,315,761.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	598,171.	598,171.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	22,372,703.	22,372,703.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	650,380.	105,000.		545,380.
	14 Other employee salaries and wages	166,678.	0.		166,678.
	15 Pension plans, employee benefits	219,459.	54,007.		165,452.
	16a Legal fees STMT 4	45,714.	10,324.		35,390.
	b Accounting fees STMT 5	10,755.	0.		10,755.
	c Other professional fees STMT 6	1,440,374.	1,069,517.		370,857.
	17 Interest	35.	35.		0.
	18 Taxes STMT 7	359,946.	179,976.		49,970.
	19 Depreciation and depletion	13,167.	13,170.		
	20 Occupancy	38,867.	1,943.		36,924.
	21 Travel, conferences, and meetings	5,236.	0.		5,236.
	22 Printing and publications				
	23 Other expenses STMT 8	134,423.	58,271.		76,152.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,085,034.	1,492,243.		1,462,794.
	25 Contributions, gifts, grants paid	6,762,251.			6,762,251.
	26 **Total expenses and disbursements.** Add lines 24 and 25	9,847,285.	1,492,243.		8,225,045.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	12,525,418.			
	b **Net investment income** (if negative, enter -0-)		20,880,460.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1,574,785.	667,737.	667,737.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 2,864,526.			
		Less: allowance for doubtful accounts ▶ 0.	2,570,368.	2,864,526.	2,864,526.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 10	222,635,060.	245,395,839.	245,395,839.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	1,424,764.	967,832.	967,832.
	14	Land, buildings, and equipment: basis ▶ 1,546,964.			
		Less accumulated depreciation STMT 12▶ 90,309.	1,468,639.	1,456,655.	1,456,655.
	15	Other assets (describe ▶ STATEMENT 13)	1,100,000.	1,100,000.	1,100,000.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	230,773,616.	252,452,589.	252,452,589.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 14)	49,784.	0.	
	23	**Total liabilities** (add lines 17 through 22)	49,784.	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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	222,523,113.	235,048,531.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	8,200,719.	17,404,058.	
	30	**Total net assets or fund balances**	230,723,832.	252,452,589.	
	31	**Total liabilities and net assets/fund balances**	230,773,616.	252,452,589.	

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	230,723,832.
2	Enter amount from Part I, line 27a	2	12,525,418.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	9,203,339.
4	Add lines 1, 2, and 3	4	252,452,589.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	252,452,589.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	60,548,826.		44,233,065.	16,315,761.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				16,315,761.

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** 16,315,761.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	10,726,780.	220,532,558.	.048640
2011	11,231,098.	223,579,587.	.050233
2010	11,067,356.	213,662,015.	.051798
2009	11,799,087.	199,297,033.	.059204
2008	9,694,241.	239,016,059.	.040559

2	**Total** of line 1, column (d)	2	.250434
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	.050087
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	237,804,288.
5	Multiply line 4 by line 3	5	11,910,903.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	208,805.
7	Add lines 5 and 6	7	12,119,708.
8	Enter qualifying distributions from Part XII, line 4	8	8,225,045.

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 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	417,609.
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	417,609.
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	417,609.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	581,014.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	581,014.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	173.
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	163,232.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 163,232. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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) SEE STATEMENT 15	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ ZEISTFOUNDATION.ORG

14 The books are in care of ▶ THE ZEIST COMPANY, LLC Telephone no. ▶ (404) 949-3160
Located at ▶ 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA ZIP+4 ▶ 30327

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		X
	See the 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.

			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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

		Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? [ ] Yes [X] 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 [X] No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? [ ] 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 [X] 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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		650,380.	184,149.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GARRY LONG - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA 30327	PROPERTY MANAGER 40.00	80,986.	13,759.	0.
PATRICIA JOHNSON - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA	GRANTS MANAGER 40.00	69,713.	19,040.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 MAYSON AVENUE COOPERATIVE, SEE STATEMENT ATTACHED.	486,076.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	235,090,095.
b	Average of monthly cash balances	1b	553,396.
c	Fair market value of all other assets	1c	5,782,182.
d	**Total** (add lines 1a, b, and c)	1d	241,425,673.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	241,425,673.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,621,385.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	237,804,288.
6	**Minimum investment return.** Enter 5% of line 5	6	11,890,214.

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	11,890,214.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 417,609.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	417,609.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,472,605.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,472,605.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,472,605.

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	8,225,045.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,225,045.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	8,225,045.

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				11,472,605.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			7,293,947.	
b Total for prior years: ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 8,225,045.				
a Applied to 2012, but not more than line 2a			7,293,947.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				931,098.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				10,541,507.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

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				
SEE ATTACHED STATEMENT 3715 NORTHSIDE PKWY, NW ATLANTA, GA 30327	NONE	PUBLIC CHARITY	VARIOUS	6,762,251.
Total			▶ 3a	6,762,251.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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10311110 797794 581890927PF 2013.04030 THE ZEIST FOUNDATION, INC 58189001

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	531390		14	10,943.	
4 Dividends and interest from securities	531390		14	5,447,828.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	531390		14	598,171.	
8 Gain or (loss) from sales of assets other than inventory	531390		18	16,315,761.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		22,372,703.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 22,372,703.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ Nancy J. Bumley Robitaille | 11/17/2014 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
EILEEN K. SCHERBERGER, CPA	Eileen Scherberger CPA	11/17/14		P00962705
Firm's name ▶ THE ZEIST COMPANY, LLC			Firm's EIN ▶ 0 -	
Firm's address ▶ 3715 NORTHSIDE PKWY,NW, STE 3-195 ATLANTA, GA 30327			Phone no. (404)949-3160	

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE ZEIST FOUNDATION, INC	Employer identification number (EIN) or 58-1890927
	Number, street, and room or suite no. If a P O box, see instructions 3715 NORTHSIDE PKWY, NW, NO. 3-195	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ATLANTA, GA 30327	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THE ZEIST COMPANY, LLC 3715 NORTHSIDE PKWY, NW, STE 3-195 - ATLANTA, GA 30327

  Telephone No. ▶ (404) 949-3160 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER INFORMATION NEEDED FOR THE PREPARATION OF AN ACCURTE TAX RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a	$ 93,632.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 451,014.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CFO Date ▶

10311110 797794 581890927PF 2013 04030 THE ZEIST FOUNDATION INC 58189041

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	THE ZEIST FOUNDATION, INC	58-1890927
	Number, street, and room or suite no. If a P O box, see instructions 3715 NORTHSIDE PKWY, NW, NO. 3-195	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30327	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THE ZEIST COMPANY, LLC 3715 NORTHSIDE PKWY, NW, STE 3-195 - ATLANTA, GA 30327

Telephone No. ▶ (404) 949-3160 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER INFORMATION NEEDED FOR THE PREPARATION OF AN ACCURTE TAX RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 93,632.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 451,014.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CFO Date ▶

323842
12-31-13

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE ZEIST FOUNDATION, INC	FORM 990-PF PAGE 1	58-1890927

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7			
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7			8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8			9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562			10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5			11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11			12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13			

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	592.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	12,458.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		590.	5 YRS.	HY	200DB	117.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs.	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV **Summary** (See instructions)

21	Listed property. Enter amount from line 28			21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr			22	13,167.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23			

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? [X] Yes [ ] No **24b** If "Yes," is the evidence written? [X] Yes [ ] No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year:					
43 Amortization of costs that began before your 2013 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

The Zeist Foundation, Inc. **58-1890927**

STATEMENT REGARDING PART II, LINE 7
Summary of Notes and Loans Receivable

Note Receivable - Upaid Systems Convertible Promissory Note	$ 55,910
Receivable Upaid Bridge Notes Convertible Stock Certificates	$2,808,616
Total Notes and Loans Receivable	$2,864,526

The Zeist Foundation, Inc. **58-1890927**

STATEMENT REGARDING PART II, LINE 15
Summary of Other Program Related Assets

Note Receivable - Edgewood Townhomes, LP	$ 900,000
Note Receivable - Edgewood Townhomes II, LP	$ 200,000
Total Other Assets	$1,100,000

Account summary
December 1, 2013 - December 31, 2013

Zeist Foundation-Combined Account
Account number CON00105700

Account activity

Market value

Market value as of December 1, 2013:	$ 242,633,167.67
Additions	758,758.00
Withdrawals	-758,758.00
Change in investment value (Net of fees, includes income)	2,762,671.12
Market value as of December 31, 2013:	$ 245,395,838 79
Accrued income as of December 31, 2013:	83.64
Total market value plus accrued income	$ 245,395,922.43

Cash and money market activity

Cash/money market balance as of December 1, 2013:			$ 10,242,802 36
Income	1,329,309.16		
Receipts	5,117,597.87	Disbursements	-782,744.32
Sales/Maturities	0.00	Purchases	-6,446,836 34
Cash/money market balance as of December 31, 2013:			$ 9,460,128.73

Income summary

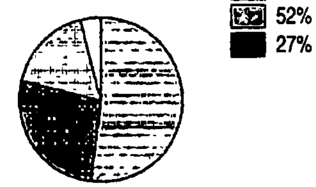
	This period	Year to date
Interest tax exempt	$ 0.00	$ 0.00
Interest taxable	70.69	646.36
Dividends	1,329,238.47	3,662,538.17
Other asset income	0.00	0.00
Total income	$ 1,329,309 16	$ 3,663,184.53

	Short term	Long term
Year to date realized net gain/loss	$1,897,333.53	$12,517,818.00

(For annual tax preparation please refer to your annual tax letter)

Account profile

Asset allocation



Asset summary

		Market value
Cash & cash equivalents (Includes income cash of $ 12,891,315.06)		$ 9,460,128.73
Fixed income	Taxable	42,071,964.30
Equities	U.S. large cap	44,387,982.05
	U.S. small cap	9,014.28
	Developed international	64,085,146.09
	Other equity	18,297,953.49
Alternative investments		67,083,649.85
Total assets		$ 245,395,838.79

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
9,460,128 73	Dreyfus Govt Cash Mgmt Fds Instl Shs (Principal Holding)	$ 9,460,128 73	$ 9,460,128 73		$ 946.01	0.0%	3.9%
	Principal Cash	-12,891,315.06					
	Income Cash	12,891,315 06					
Total cash and cash equivalents		$ 9,460,128.73	$ 9,460,128 73	$ 0.00	$ 946.01		3.9%

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
1,994,604 608	Hc Capital Trust - Fixed Income Opportunity Portfolio Cusip: 40415H503	$ 7.4200	$ 14,799,966 19	$ 13,518,900 52	$ 1,281,065 67	$ 6 778	$ 911,534 31	6 2%	6.0%
577,000 377	Hc Capital Trust - The US Mortgage/ Asset Backed Fixed Income Securities Portfolio Cusip. 40415H552	9 6500	5,568,053 64	5,768,882 01	-200,828 37	9 998	180,601 12	3 2	2 3
555,984 192	Hc Capital Trust - The US Corporate Fixed Income Securities Portfolio Cusip: 40415H578	9.7900	5,443,085 24	5,583,372.55	-140,287.31	10.042	182,918 80	3.4	2.2
594,630.636	Hc Capital Trust - The US Government Fixed Income Securities Portfolio Cusip: 40415H594	9.7600	5,803,595.01	5,965,266.00	-161,670 99	10.032	71,950.31	1.2	2.4

Fixed income

Taxable

Pooled vehicle continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
1,008,415.065	Vanguard Inflation-Protected Securities Fund Cusip 922031745	10 3700	10,457,264.22	10,332,100 39	125,163.83	10.246	194,624 11	1.9	4 3
Total taxable pooled vehicle			$ 42,071,964 30	$ 41,168,521 47	$ 903,442 83		$ 1,541,628.65		17 1%
Total taxable fixed income			$ 42,071,964 30	$ 41,168,521 47	$ 903,442.83		$ 1,541,628 65		17 1%
Total fixed income			$ 42,071,964 30	$ 41,168,521.47	$ 903,442 83		$ 1,541,628.65		17.1%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
97	Berkshire Hathaway Inc Del Cl A (BRK.A)	$ 177,900.0000	$ 17,256,300.00	$ 7,100,400.00	$ 10,155,900.00	$ 73,200 000	$ 0.00	0.0%	7 0%
117,669.501	Hc Capital Trust - The Institutional(HCIVX) Value Equity Portfolio	13 9400	1,640,312 84	1,535,301 18	105,011 66	13 048	44,008 39	2.7	0.7
1,603,230.768	Hc Capital Trust - The Institutional(HCIGX) Growth Equity Portfolio	15 9000	25,491,369 21	18,310,449.14	7,180,920.07	11.421	365,536 62	1.4	10 4
Total U.S. large cap			$ 44,387,982.05	$ 26,946,150.32	$ 17,441,831 73		$ 409,545 01		18.1%

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
542 702	Hc Capital Trust - The Institutional(HCSCX) Small Capitalization Equity Portfolio	$ 16.6100	$ 9,014.28	$ 5,974.98	$ 3,039 30	$ 11.010	$ 49.39	0.6%	0.0%
Total U S small cap			$ 9,014.28	$ 5,974 98	$ 3,039 30		$ 49 39		0 0%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
906,885.493	Hc Capital Trust - The Emerging (HCEMX) Markets Portfolio	$ 18.6600	$ 16,922,483 30	$ 16,822,581.10	$ 99,902 20	$ 18.550	$ 0 00	0.0%	6.9%
3,878,508.453	Hc Capital Trust - The Institutional(HCINX) International Equity Portfolio	12 1600	47,162,662 79	37,808,938.15	9,353,724.64	9.748	1,159,674.03	2.5	19 2
Total developed international			$ 64,085,146 09	$ 54,631,519.25	$ 9,453,626 84		$ 1,159,674.03		26.1%

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
103,703 191	Alpha Opportunistic Growth Fund - I (ACOPX)	$ 10 4400	$ 1,082,661 31	$ 1,036,347 88	$ 46,313 43	$ 9 993	$ 16,194 71	1 5%	0 4%
106,600.774	Alpha Defensive Growth Fund - I (ACDEX)	9.9300	1,058,545.69	1,065,168.46	-6,622 77	9 992	17,375 93	1.6	0.4
1,289,116.461	Hc Capital Trust - The Commodity (HCCSX) Related Securities Portfolio	10 7400	13,845,110 79	13,888,040 59	-42,929.80	10 773	141,802 81	1.0	5.6
840,594 8	Hc Capital Trust - The Real Estate (HCREX) Securities Portfolio	2 7500	2,311,635 70	2,319,966.31	-8,330.61	2.760	0 00	0.0	0.9
Total other equity			$ 18,297,953 49	$ 18,309,523 24	$ -11,569 75		$ 175,373.45		7 5%
Total equities			$ 126,780,095 91	$ 99,893,167.79	$ 26,886,928 12		$ 1,744,641 88		51 7%

Alternative investments

Private equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
11,305.801	Hcc Prıv Eqty FD V Offshore	$ 725 5090	$ 8,202,460 38	$ 7,214,733 29	$ 987,727 09	$ 638.144	$ 0.00	0.0%	3.3%
13,678 65	Hcc Priv Equity Offshore FD VI	820 1790	11,218,941 48	8,124,924 85	3,094,016 63	593 986	0 00	0.0	4.6
9,427.501	Hcc Prıv Equity Offshore Fund VII LP	1,087 4980	10,252,388 48	7,905,759 26	2,346,629 22	838 585	0 00	0 0	4.2
829.1	Hirtle Callaghan Private Equity Fund IX Ltd.	866 7560	718,627 40	764,702 33	-46,074.93	922.328	0.00	0.0	0.3
1,871.603	Hc Special Opportunities Spc Closed-End Segregated Portfolio 1 Offshore	991.7920	1,856,240 88	1,673,862 29	182,378 59	894 347	0.00	0 0	0 8

Alternative investments

Private equity
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
1,042.226	Hcc Priv Equity VIII Offshore Fund Wealth Mgmt Teams	965 4780	1,006,246 27	932,703 15	73,543 12	894 914	0 00	0 0	0 4
Total private equity			$ 33,254,904 89	$ 26,616,685 17	$ 6,638,219 72		$ 0 00		13.6%

Alternatives other

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
20,372 1568	Hcc Total Return Offshore FD II Ltd	$ 1,200.8510	$ 24,463,924.87	$ 21,957,095.97	$ 2,506,828 90	$ 1,077 799	$ 0 00	0.0%	10.0%
8,105.2974	Hcc Absolute Return Offshore FD II Ltd	1,155.3950	9,364,820.09	8,766,747.37	598,072.72	1,081.607	0.00	0.0	3.8
Total alternatives other			$ 33,828,744 96	$ 30,723,843.34	$ 3,104,901 62		$ 0.00		13 8%
Total alternative investments			$ 67,083,649 85	$ 57,340,528 51	$ 9,743,121.34		$ 0.00		27.3%

Other assets

Other

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
1	Hcc Absolute Return Offshore Fund II Ltd						$ 0 00	0 0%	0 0%
1	Hcc Private Equity Offshore VI						0 00	0 0	0.0
1	Hirtle Callaghan Private Equity Offshore Fund V Limited						0 00	0.0	0.0
1	Hirtle Callaghan Total Return Offshore Fund II Limited						0.00	0.0	0 0
1	Hcc Priv Subscrip Agree						0 00	0 0	0 0

Other assets

Other
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Average tax cost	Estimated annual income	Current yield	Pct of holdings
1	Hc Private Equity Offshore Fund VIII						0.00	0 0	0.0
Total other			$ 0.00	$ 0.00	$ 0.00		$ 0.00		0.0%
Total other assets			$ 0.00	$ 0.00	$ 0.00		$ 0 00		0.0%
Total assets			$ 245,395,838 79	$ 207,862,346.50	$ 37,533,492.29		$ 3,287,216 54		100.0%

Income for 2013

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis		Net gain or loss
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	299401.2	07/02/12	01/30/13	$4,000,000.00	$3,869,642.56		$130,357.44
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	143266.48	07/02/12	03/25/13	$2,000,000.00	$1,852,381.51		$147,618.49
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	44131.58	07/02/12	03/28/13	$623,579.29	$570,604.74		$52,974.55
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	3089.87	09/13/12	03/28/13	$43,659.82	$39,950.82		$3,709.00
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	30627.1	09/24/12	03/28/13	$432,760.89	$395,996.81		$36,764.08
HC CAP TR REAL ESTATE SECS	HCREX	40415H735	34.85	09/13/12	05/03/13	$187.91	$347.92	*	$-160.01
HC CAP TR REAL ESTATE SECS	HCREX	40415H735	71978.21	12/13/12	05/03/13	$388,084.94	$718,553.62	*	$-330,468.68
HC CAP TR REAL ESTATE SECS	HCREX	40415H735	3430.58	12/27/12	05/03/13	$18,496.63	$34,247.20	*	$-15,750.57
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	153351.21	09/24/12	05/15/13	$2,288,000.00	$1,982,773.26		$305,226.74
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	67204.3	09/24/12	06/07/13	$1,000,000.00	$868,926.27		$131,073.73
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	290578.12	09/24/12	06/25/13	$4,184,324.88	$3,760,625.23		$423,699.65
HC CAP TR INSTL VALUE EQUITY P	HCIVX	40415H792	35810.77	09/28/12	06/25/13	$515,675.12	$463,458.48		$52,216.64
HC CAP TR INSTL SMALL	HCSCX	40415H826	1560.68	12/27/12	11/26/13	$30,464.49	$15,629.10		$14,835.39
Total short term gain/loss from sales:						$15,525,233.97	$14,573,137.52		$952,096.45

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis		Net gain or loss
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	105485 23	08/27/09	01/30/13	$1,500,000.00	$1,160,192.70		$339,807.30
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	75239.4	08/27/09	03/25/13	$1,100,000.00	$828,201.33		$271,798.67
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	90497.74	11/20/09	03/25/13	$1,000,000.00	$870,360.75		$129,639.25
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	67567.57	08/27/09	03/28/13	$1,000,000.00	$743,753.29		$256,246.71
HC CAP TR INSTL SMALL	HCSCX	40415H826	49720.33	08/27/09	03/28/13	$800,000.00	$497,699.35		$302,300.65
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	90497.74	11/20/09	03/28/13	$1,000,000.00	$870,360.75		$129,639.25
HC CAP TR REAL ESTATE SECS	HCREX	40415H735	7651.76	12/28/11	05/03/13	$41,255.98	$76,386.98	*	$-35,131.00
HC CAP TR REAL ESTATE SECS	HCREX	40415H735	177862.19	12/15/11	05/03/13	$958,979.60	$1,775,586 20	*	$-816,606.60
HC CAP TR INSTL SMALL	HCSCX	40415H826	11689.07	08/27/09	06/07/13	$200,000.00	$117,007.34		$82,992.66
HC CAP TR EMERGING MARKETS PC	HCEMX	40415H107	10840.11	12/10/09	06/07/13	$200,000.00	$200,563.08		$-563.08
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	255281.69	11/20/09	06/07/13	$2,900,000.00	$2,455,168.13		$444,831.87
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	64850.84	08/27/09	06/07/13	$1,000,000.00	$713,848.81		$286,151.19
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	235690.24	08/27/09	06/25/13	$3,500,000.00	$2,598,496.52		$901,503.48
HC CAP TR INSTL SMALL	HCSCX	40415H826	71684.59	08/27/09	06/25/13	$1,200,000.00	$717,582.09		$482,417.91
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	451127.82	11/20/09	06/25/13	$4,800,000.00	$4,351,094.67		$448,905.33
HC CAP TR EMERGING MARKETS PC	HCEMX	40415H107	60024.01	12/10/09	06/25/13	$1,000,000.00	$1,110,560.92		$-110,560.92
HC CAP TR INSTL SMALL	HCSCX	40415H826	52486.19	08/27/09	08/29/13	$950,000.00	$525,400.92		$424,599.08
HC CAP TR EMERGING MARKETS PC	HCEMX	40415H107	26766.6	12/10/09	09/13/13	$500,000.00	$495,234.08		$4,765.92
HC CAP TR FIXED INCOME OPPTY	HCHYX	40415H503	7278.24	03/18/09	09/13/13	$53,640.66	$49,044.80		$4,595.86
HC CAP TR FIXED INCOME OPPTY	HCHYX	40415H503	176678.45	03/31/09	09/13/13	$1,302,120.14	$1,190,556.17		$111,563.97
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	26138.28	11/20/09	09/13/13	$310,000.00	$252,101.79		$57,898 21
HC CAP TR INSTL GROWTH EQUITY	HCIGX	40415H867	87884.5	08/27/09	09/13/13	$1,400,000.00	$970,642.81		$429,357.19
HC CAP TR FIXED INCOME OPPTY	HCHYX	40415H503	6002.61	04/09/09	09/13/13	$44,239.20	$40,448.84		$3,790.36
HC CAP TR COMMODITY RELATED	HCCSX	40415H628	103969.75	06/08/10	09/13/13	$1,100,000.00	$1,120,102.63		$-20,102.63
HC CAP TR INSTL SMALL	HCSCX	40415H826	2972 97	08/27/09	09/13/13	$55,000.00	$29,772.20		$25,227.80
HC CAP TR INSTL SMALL	HCSCX	40415H826	53561.86	08/27/09	09/20/13	$1,000,000.00	$536,383.73		$463,616.27
HC CAP TR EMERGING MARKETS PC	HCEMX	40415H107	35714.29	12/10/09	10/31/13	$700,000.00	$660,783 77		$39,216.23
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	128205.13	11/20/09	10/31/13	$1,600,000.00	$1,236,529.04		$363,470.96

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Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
HC CAP TR INSTL SMALL	HCSCX	40415H826	451.89	09/14/10	11/26/13	$8,820.80	$4,525.30	$4,295.50
HC CAP TR INSTL SMALL	HCSCX	40415H826	429.65	09/13/12	11/26/13	$8,386.73	$4,302.62	$4,084.11
HC CAP TR INSTL SMALL	HCSCX	40415H826	23.05	03/15/11	11/26/13	$449.84	$230.78	$219.06
HC CAP TR INSTL SMALL	HCSCX	40415H826	462.1	06/14/11	11/26/13	$9,020.27	$4,627.64	$4,392.63
HC CAP TR INSTL SMALL	HCSCX	40415H826	100.58	09/13/11	11/26/13	$1,963.36	$1,007.26	$956.10
HC CAP TR INSTL SMALL	HCSCX	40415H826	695.1	12/28/11	11/26/13	$13,568.43	$6,960.97	$6,607.46
HC CAP TR INSTL INTL EQUITY	HCINX	40415H842	108000	11/20/09	11/26/13	$1,350,000.00	$1,041,652.06	$308,347.94
HC CAP TR INSTL SMALL	HCSCX	40415H826	242.74	06/14/12	11/26/13	$4,738.23	$2,430.84	$2,307.39
HC CAP TR INSTL SMALL	HCSCX	40415H826	73.99	06/15/10	11/26/13	$1,444.23	$740.93	$703.30
HC CAP TR INSTL SMALL	HCSCX	40415H826	25942	08/28/09	11/26/13	$506,387.84	$259,790.56	$246,597.28
HC CAP TR INSTL SMALL	HCSCX	40415H826	66569.36	08/27/09	11/26/13	$1,299,433.94	$666,644.51	$632,789.43
HC CAP TR INSTL SMALL	HCSCX	40415H826	907.44	12/28/10	11/26/13	$17,713.15	$9,087.32	$8,625.83
Total long term gain/loss from sales:						$34,437,162.40	$28,195,864.48	$6,241,297.92

Income for 2013

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Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
BERKSHIRE HATHAWAY INC CL A	BRK.A	084670108	5	12/25/05	08/29/13	$842,605.33	$366,000.00	$476,605.33
BERKSHIRE HATHAWAY INC CL A	BRK A	084670108	1	12/25/05	09/03/13	$168,960.55	$73,200.00	$95,760.55
BERKSHIRE HATHAWAY INC CL A	BRK.A	084670108	1	12/25/05	09/04/13	$168,474.06	$73,200.00	$95,274.06
BERKSHIRE HATHAWAY INC CL A	BRK.A	084670108	5	12/25/05	09/06/13	$842,731.33	$366,000.00	$476,731.33
BERKSHIRE HATHAWAY INC CL A	BRK.A	084670108	5	12/25/05	09/10/13	$850,983.19	$366,000.00	$484,983.19
BERKSHIRE HATHAWAY INC CL A	BRK.A	084670108	3	12/25/05	09/11/13	$512,492.08	$219,600.00	$292,892.08
Total long term gain/loss from sales:						$3,386,246.54	$1,464,000.00	$1,922,246.54

STATEMENT REGARDING OUTSTANDING PRIOR PROGRAM RELATED INVESTMENT

i. Name and address of recipients of the program-related investment:
Edgewood Townhomes, L.P. and Edgewood Townhomes II, L.P.
1718 Peachtree Street, NW
Suite 684
Atlanta, GA 30309

ii. Date and amount of prior program-related investment:

Phase I (Edgewood Townhomes, L.P.: September 28, 2010):
Lease: Long-term, below-market lease for $900,000
Loan: Below-market interest loan of $900,000

Phase II (Edgewood Townhomes II, L.P.: September 26, 2011):
Lease: Long-term, below-market lease for $360,000
Loan: Below-market interest loan of $200,000

iii. Purpose of the program-related investment:

The purpose of the above leases and loans is to alleviate the shortage of decent, safe, sanitary and affordable housing in the City of Atlanta. Encouraging the provision of housing for low-income persons accomplishes charitable purposes by relieving the poor and distressed, lessening the burdens of government, combatting community deterioration, and lessening neighborhood tensions, among other benefits.

iv. The recipients have expended all loan proceeds and utilized the real property in furtherance of the affordable housing project.

v. The recipients have not diverted any portion of the investment from the purpose of the investment, to our knowledge.

vi. Reports received from the recipients:

On a regular basis, (no less than one report per month), the Foundation receives written financial reports and either written or verbal operational reports from the recipients. For example, the Foundation received reports on May 9, July 23, September 9 and October 22, in 2013.

vii. The date and results of any verification of the recipients' reports undertaken pursuant to and to the extent required by the regulations, by the Foundation or by others at the direction of the Foundation:

On a regular basis, the Foundation reviews the reports of the recipients and participates in a conference with the recipients. In addition, the Foundation makes periodic on-site visits by its officers, and it has agents working in the neighborhood who periodically verify information provided by the recipients. The Foundation participated in meetings with the recipients on February 21, April

23, and October 29 in 2013, as well as having its agents on-site regularly.

In addition, on an annual basis the Foundation receives a certification from the recipients that the property is being used in accordance with the use restrictions located in Article III of the leases and that the loan proceeds are being used in accordance with the requirement found in Article VI of the loan agreement.

Regarding the program-related investments, the Foundation maintains copies of all relevant agreements, reports from the recipients, and each report of the Foundation or its auditors of any investigations made on its behalf.

STATEMENT REGARDING PART IX-A, LINE 1
Summary of Direct Charitable Activities

Mayson Avenue Cooperative, LLC – A single member limited liability company, disregarded for tax purposes, of which The Zeist Foundation, Inc.is the sole member. The company is authorized to engage in activities in furtherance of exclusively charitable, scientific, religious, literacy and educational purposes within the meaning of Section 501 (c)(3) of the IRC. The direct charitable activities engaged in were building community support and soliciting neighborhood input for a housing redevelopment project in the Edgewood Community of Atlanta, Georgia, and providing educational opportunities to residents of the project and the surrounding neighborhood.

The Zeist Foundation, Inc.
58-1890927
990-PF part XV -Grants
Year Ending 12/31/2013

Recipient Name	Recipient Street Address	Recipient City, State Zip	Amount	Relationship	Purpose
Agape Community Center	2353 Bolton Road NW, Suite 100	Atlanta, GA 30318	50,000 00	none	Education
Atlanta Ballet, Inc., The	1400 West Peachtree Street, NW	Atlanta, GA 30309	25,000.00	none	Arts & Culture
Atlanta History Center	130 West Paces Ferry Road	Atlanta, GA 30305	100,000 00	none	Arts & Culture
Atlanta Opera, The	1575 Northside Dr NW, Bldg 300, Ste 350	Atlanta, GA 30318	25,000 00	none	Arts & Culture
Atlanta Partners for Education	235 Andrew Young International Blvd	Atlanta, GA 30303	17,538.50	none	Education
Atlanta Public Schools	1661 Metropolitan Parkway	Atlanta, GA 30315	9398 75	none	Education
Atlanta Speech School	3160 Northside Parkway NW	Atlanta GA 30327	500,000 00	none	Education
Atlanta Symphony Orchestra	1280 Peachtree St NE, Ste 4074	Atlanta, GA 30309	50,000 00	none	Arts & Culture
Big Brothers Big Sisters of Metro Atlanta	100 Edgewood Ave , Suite 710	Atlanta, GA 30303	25,000.00	none	Health & Human Services
Boys & Girls Club of Metro Atlanta	100 Edgewood Ave , Suite 700	Atlanta, GA 30303	50,000 00	none	Health & Human Services
Breakthrough Atlanta	4075 Paces Ferry Road, NW	Atlanta, GA 30327	50,000 00	none	Education
Buckhead Christian Ministry	2847 Piedmont Road	Atlanta, GA 30305	35,000.00	none	Health & Human Services
Burgess Peterson Academy PTA	4480 Clifton Street, SE	Atlanta, GA 30316	359.00	none	Arts & Culture
C5 Youth Foundation	2500 Windy Ridge Pkwy	Atlanta, GA 30309	25,000.00	none	Education
CFY - Atlanta	1660 Chattahooche Ave , Ste E	Atlanta, GA 30318	45,000.00	none	Education
Children's Healthcare of Atl Foundation	1600 Tullie Circle, NE	Atlanta, GA 30329	1,000,000 00	none	Health & Human Services
Children's Healthcare of Atlanta	1687 Tullie Circle NE	Atlanta GA 30329	3,500 00	none	Health & Human Services
College of Coastal Georgia Foundation	3700 Altama Avenue	Atlanta, GA 31520	125,000.00	none	Education
Communities of Coastal Georgia Foundation	P.O Box 938	Brunswick, GA 31521	10,000.00	none	Education
Community Foundation for Greater Atlanta	50 Hurt Plaza, Suite 449	Atlanta, GA 30303	2,339,758.00	none	Community Development
DonorsChoose org	213 W 35th Street, 2nd Floor East	New York, NY 10001	85,000 00	none	Education
Duke University Medical Center	512 S. Mangum Street, Ste 400	Durham, NC 27701	50,000.00	none	Health & Human Services
Families First	1105 W Peachtree Street, NE	Atlanta, GA 30357	40,000.00	none	Community Development
Fernbank Museum of Natural History, The	767 Clifton Road NE	Atlanta GA 30307	50,000 00	none	Education
Foundation Center, The	50 Hurt Plaza, Suite 150	Atlanta, GA 30303	10,000 00	none	Community Development
Fugees Family	1151 Cimarron Court	Clarkston, GA 30021	50,000 00	none	Education
Genesis Shelter	173 Boulevard Avenue, NE	Atlanta, GA 30312	75,000 00	none	Health & Human Services
Georgia Budget and Policy Institute	100 Edgewood Avenue, Suite 950	Atlanta, GA 30303	25,000 00	none	Education
Georgia Center for Non Profits	100 Peachtree Street, Suite 1500	Atlanta GA 30303	800 00	none	Community Development
Georgia Dental Assoc Fdn for Oral Health	7000 Peachtree Dunwoody Rd, NE	Atlanta, GA 30328	25,000 00	none	Health & Human Services
Georgia Leadership Inst- School Improve	1826 Magnolia Bluff Way	Duluth, GA 30097	100,000 00	none	Education

The Zeist Foundation, Inc.
58-1890927
990-PF part XV -Grants
Year Ending 12/31/2013

Recipient Name	Recipient Street Address	Recipient City, State Zip	Amount	Relationship	Purpose
Georgia Partnership for Excellence in Education	233 Peachtree St , Suite 2000	Atlanta, GA 30303	35,000 00	none	Education
GivingPoint	555 Sun Valley Drive, Suite K-4	Roswell, GA 30076	25,000 00	none	Community Development
Hands On Atlanta	600 Means Streeet, Ste 100	Atlanta, GA 30318	6,500 00	none	Community Development
Health Education Assessment & Leadership	P O. Box 7522	Atlanta, GA 30357	35,000.00	none	Health & Human Services
High Museum of Art, The	1280 Peachtree St. NE	Atlanta, GA 30309	35,000 00	none	Arts & Culture
Junior Achievement of Georgia, Inc	460 Abernathy Road	Atlanta, GA 30328	100,000.00	none	Education
KIPP Metro Atlanta Collaborative	98 Anderson Avenue, NW	Atlanta, GA 30314	330,000 00	none	Education
Latin American Association	2750 Buford Highway	Atlanta, GA 30324	35,000 00	none	Education
Metropolitan Atlanta Arts Fund	50 Hurt Plaza Suite #449	Atlanta GA 30303	2,500.00	none	Arts & Culture
Moving In The Spirit	750 Glenwood Avenue	Atlanta, GA 30316	35,000 00	none	Arts & Culture
National Centre for Family Philanthropy	1101 Connecticut Avenue, NW, Suite 220	Washington DC 20036	2,000 00	none	Community Development
National Council on Teacher Quality	1120 G Street, Suite 800	Washington DC 20005	25,000 00	none	Education
New York University	105 E 17th St, 3rd Floor	New York, NY 10003	10,000 00	none	Education
North Carolina Outward Bound School	2582 Riceville Road	Asheville, NC 28805	2,000 00	none	Education
Northeast Foundation for Children, Inc	PO Box 718	Turner Falls, MA 01376-0718	6,360 40	none	Education
Odyssey Inc	1424 W Paces Ferry Road NW	Atlanta, GA 30327	51,500 00	none	Education
Our House Inc	P O Box 1304	Atlanta, GA 30329	35,000 00	none	Health & Human Services
Points of Light	600 Means Street, Suite 210	Atlanta, GA 30318	10,250 00	none	Community Development
Project GRAD Atlanta, Inc.	260 Peachtree St, Ste 402	Atlanta, GA 30303	100,000 00	none	Education
Quality Care for Children	2751 Buford Hwy, Suite 600	Atlanta, GA 30324	125,000 00	none	Education
Robert W. Woodruff Arts Center	1280 Peachtree Street NE	Atlanta, GA 30309	50,000 00	none	Arts & Culture
Ron Clark Academy	228 Margaret Street	Atlanta, GA 30315	35,500 00	none	Education
Sheltering Arms	385 Centennial Olympic Park Drive	Atlanta, GA 30313	125,000 00	none	Health & Human Services
Southeastern Council of Foundations	50 Hurt Plaza, Ste 350	Atlanta, GA 30303	8,000.00	none	Community Development
Synchronicity Theatre	99 Peachtree Street NW	Atlanta, GA 30303	25,000 00	none	Arts & Culture
Teach for America	10 Peachtree Place, 7th Flr	Atlanta, GA 30309	100,000.00	none	Education
Tellus Science Museum	100 Tellus Drive	Cartersville, GA 30120	35,000 00	none	Arts & Culture
United Way (GEEARS)	100 Edgewood Avenue	Atlanta, GA 30303	50,000 00	none	Education
Voices for Georgia's Children	100 Edgewood Avenue, Ste 1580	Atlanta, GA 30303	75,000.00	none	Health & Human Services
VOX Teen Communications, Inc	229 Peachtree St , Suite 725	Atlanta, GA 30303	25,000 00	none	Education
Westside Atlanta Charter School	P O Box 19823	Atlanta, GA 30325	25,000 00	none	Education

The Zeist Foundation, Inc.
58-1890927
990-PF part XV -Grants
Year Ending 12/31/2013

Recipient Name	Recipient Street Address	Recipient City, State Zip	Amount	Relationship	Purpose
WINGS for Kids	1465 Northside Drive, Suite 222A	Atlanta, GA 30318	25,000.00	none	Education
Wren's Nest House Museum, The	1050 Ralph David Abernathy Blvd	Decatur, GA 30030	15,000 00	none	Arts & Culture
Wylde Center	435 Oakview Road	Atlanta, GA 30030	106,286.30	none	Community Development
Youth Ensemble of Atlanta	881 Ponce de Leon Avenue	Atlanta, GA 30306	25,000.00	none	Arts & Culture
Zoo Atlanta	800 Cherokee Avenue SE	Atlanta, GA 30315	35,000.00	none	Arts & Culture
TOTAL GRANTS MADE TO RECIPIENTS IN 2013			**6,762,250.95**		

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ATLANTA EQUITY FUND	10,939.	10,939.	
ATV FUND III K-1	4.	4.	
TOTAL TO PART I, LINE 3	10,943.	10,943.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NEW YORK - #0060	22,016.	0.	22,016.	22,016.	
BANK OF NEW YORK - #0070	9,052,479.	4,367,711.	4,684,768.	4,684,768.	
BANK OF NEW YORK - #0110	49.	0.	49.	49.	
BANK OF NEW YORK - #0130	9.	0.	9.	9.	
FORM 8621 PFIC DIVIDENDS	2,565,128.	1,824,142.	740,986.	740,986.	
TO PART I, LINE 4	11,639,681.	6,191,853.	5,447,828.	5,447,828.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT INCOME - ATLANTA EQUITY FUND	<35,697.>	<35,697.>	
INVESTMENT INCOME - ALPHA CAP FUNDS MGMT	<509.>	<509.>	
INVESTMENT INCOME - MAYSON AVENUE	634,377.	634,377.	
TOTAL TO FORM 990-PF, PART I, LINE 11	598,171.	598,171.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	45,714.	10,324.		35,390.
TO FM 990-PF, PG 1, LN 16A	45,714.	10,324.		35,390.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - SMITH & HOWARD	10,755.	0.		10,755.
TO FORM 990-PF, PG 1, LN 16B	10,755.	0.		10,755.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	392,361.	392,361.		0.
MANAGEMENT FEES - ZEIST COMPANY	979,000.	675,510.		303,490.
PROFESSIONAL FEES - FOUNDATION SOURCE	34,900.	0.		34,900.
PROFESSIONAL FEES - CONSULTING	12,579.	1,646.		10,933.
PROFESSIONAL FEES - OTHER	21,534.	0.		21,534.
TO FORM 990-PF, PG 1, LN 16C	1,440,374.	1,069,517.		370,857.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES	678.	6.		672.
TAXES - PAYROLL	56,501.	7,203.		49,298.
TAXES - PROPERTY	42,247.	42,247.		0.
TAXES - FOREIGN	130,520.	130,520.		0.
TAXES - EXCISE	130,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	359,946.	179,976.		49,970.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	20.	1.		19.
DUES AND SUBSCRIPTIONS	911.	0.		911.
EDUCATION	25,887.	0.		25,887.
GIFTS - NON EMPLOYEE	425.	0.		425.
INSURANCE - BUSINESS	20,323.	15,574.		4,749.
MEALS & ENTERTAINMENT	6,984.	0.		6,984.
MEETING EXPENSE	6,290.	0.		6,290.
OFFICE EXPENSE	4,740.	174.		4,566.
OUTSIDE SERVICE	1,412.	618.		794.
PORTFOLIO DEDUCTIONS	41,638.	41,638.		0.
POSTAGE & DELIVERY	1,381.	69.		1,312.
REPAIRS & MAINTENANCE	4,045.	0.		4,045.
SIGNATURE EVENTS EXPENSE	12,357.	0.		12,357.
UTILITIES	1,008.	0.		1,008.
CHARITABLE EXPENSE - ATLANTA EQUITY FUND K-1	2.	2.		0.
TELEPHONE & INTERNET	7,000.	195.		6,805.
TO FORM 990-PF, PG 1, LN 23	134,423.	58,271.		76,152.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
ADJUSTMENT TO UNREALIZED GAINS/LOSSES ON INVESTMENTS	9,203,339.
TOTAL TO FORM 990-PF, PART III, LINE 3	9,203,339.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED - BNY MELLON - ALTERNATIVE	67,083,650.	67,083,650.
SEE ATTACHED - BNY MELLON - CASH EQUIVALENT	9,460,129.	9,460,129.
SEE ATTACHED - BNY MELLON - EQUITIES	126,780,096.	126,780,096.
SEE ATTACHED - BNY MELLON - FIXED INCOME	42,071,964.	42,071,964.
TOTAL TO FORM 990-PF, PART II, LINE 10B	245,395,839.	245,395,839.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLIANCE TECHNOLOGY VENTURES III, LP	FMV	159,140.	159,140.
ALPHA CAPITAL FUNDS MANAGEMENT	FMV	19,080.	19,080.
ATLANTA EQUITY FUND, LP	FMV	789,612.	789,612.
TOTAL TO FORM 990-PF, PART II, LINE 13		967,832.	967,832.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE - KAPPY'S OFFICE	8,452.	8,075.	377.
OFFICE FURNITURE - RECEPTIONIST	5,103.	4,875.	228.
OFFICE SPACE BUILDOUT	38,155.	19,004.	19,151.
LATERAL FILE CABINETS & BOOKCASES	4,350.	4,156.	194.

CONFERENCE TABLE, 2 CHAIRS & SOFA	10,727.	10,248.	479.
WALLPAPER	2,092.	1,999.	93.
EGTAGER FOR CONFERENCE ROOM	2,723.	2,601.	122.
DECORATING - WALLPAPER	3,961.	3,783.	178.
CONFERENCE ROOM CHAIRS	3,277.	3,130.	147.
LATERAL FILE CABINETS & BOOKCASES	4,350.	4,156.	194.
OFFICE CHAIRS	1,677.	1,602.	75.
TABLE REFINISHING	1,827.	1,746.	81.
RECEPTIONIST CHAIR	599.	572.	27.
COMPUTER CABLING	3,756.	3,756.	0.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	4,631.	2,306.	2,325.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	3,371.	1,679.	1,692.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	2,570.	1,280.	1,290.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	1,443.	718.	725.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	1,204.	600.	604.
LAPTOP FOR KAPPY SVC TAG #GNJ72M1	1,507.	1,389.	118.
DELL LATITUDE #E6510 (ATIBA)	1,274.	1,274.	0.
DELL LATITUDE E6510 (GARRY)	1,274.	1,274.	0.
DELL LATITUDE E6420 (PATTI)	1,517.	1,517.	0.
APPLE IPAD (KAPPY)	1,012.	526.	486.
RECOVER MARIE'S WING CHAIR AND OVAL BACK CHAIRS	575.	345.	230.
OFFICE FURNITURE - CREDENZA, CURIO CABINET, BOOKCASE (MARIE & NANCY'S	5,505.	2,134.	3,371.
PARTNER'S DESK (MARIE & NANCY'S OFFICE)	4,254.	1,650.	2,604.
FABRIC & LABOR DECORATING -DIRECTOR'S OFFICE	4,059.	1,574.	2,485.
OVAL BACK ARM CHAIRS (2) - DIRECTORS OFFICE	1,850.	717.	1,133.
CREDENZA FOR DIRECTORS' OFFICE	3,248.	1,259.	1,989.
RECOVER KAPPY'S SHIELD BACK CHAIR AND 4 ACCENT CHAIRS	607.	364.	243.
LONGVIEW CONTENTS	22,714.	0.	22,714.
TOTAL TO FM 990-PF, PART II, LN 14	153,664.	90,309.	63,355.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MAYSON AVE EDGEWOOD (PRI) LOANS RECEIVABLE	1,100,000.	1,100,000.	1,100,000.
TO FORM 990-PF, PART II, LINE 15	1,100,000.	1,100,000.	1,100,000.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
UPAID SYSTEMS, STOCK OPTIONS	49,784.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	49,784.	0.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 15

EXPLANATION

ALL CONTRIBUTIONS TO DAF OVER WHICH THE FOUNDATION HAS ADVISORY PRIVILEGES ARE CONTRIBUTIONS TO AN ENTITY DESCRIBED IN IRC SECTIONS 501(C)(3) AND 170(B)(1)(A)(VI). SUCH FUNDS WILL BE USED EXCLUSIVELY TO FUND GRANTS TO OTHER ENTITIES THAT ARE EXEMPT UNDER SECTION 501(C)(3) AND ALSO ARE DESCRIBED UNDER IRC SECTIONS 170(B)(1)(A)(I)-(VI) OR 509(A)(2). AS A RESULT, THEY ARE INCLUDED IN QUALIFYING DISTRIBUTIONS OF THE FOUNDATION. THE FOUNDATION REGULARLY SETS ASIDE, IN A DAF, FUNDS COMMITTED TO CHARITABLE PROJECTS THAT WILL BE PAID IN INSTALLMENTS OVER TIME.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NANCY J. BRUMLEY-ROBITAILLE 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	PRESIDENT/DIRECTOR 20.00	100,000.	48,332.	0.
R. BRAD FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	VICE PRESIDENT/DIRECTOR 20.00	100,000.	50,556.	0.
MARIE B. FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	SECRETARY/TREAS/DIRECTOR 20.00	100,000.	9,498.	0.
GALEN L. OELKERS 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	CIO/ASSISTANT SECRETARY 22.00	30,000.	26,911.	0.
BARBARA K. DEBUTTS 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	EXECUTIVE DIRECTOR 40.00	160,586.	27,723.	0.
ATIBA MBIWAN 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 30327	ASSOCIATE DIRECTOR 40.00	159,794.	21,129.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		650,380.	184,149.	0.

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	FURNITURE & FIXTURES											
25	RECOVER MARIE'S WING CHAIR AND OVAL	032913	200DB	5.00	19B	575.		288.	287.			345.
26	OFFICE FURNITURE - CREDENZA, CURIO CAB	070512	200DB	7.00	17	5,505.			5,505.	786.		1,348.
27	PARTNER'S DESK (MARIE & NANCY'S OF	082212	200DB	7.00	17	4,254.			4,254.	608.		1,042.
28	FABRIC & LABOR DECORATING -DIRECTO	112812	200DB	7.00	17	4,059.			4,059.	580.		994.
29	OVAL BACK ARM CHAIRS (2) - DIRECT	091212	200DB	7.00	17	1,850.			1,850.	264.		453.
30	CREDENZA FOR DIRECTORS' OFFICE	122812	200DB	7.00	17	3,248.			3,248.	464.		795.
31	RECOVER KAPPY'S SHIELD BACK CHAIR A	032913	200DB	5.00	19B	607.		304.	303.			364.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTUR					20,098.		592.	19,506.	2,702.	0.	5,341.
	OTHER											
1	FURNITURE - KAPPY'S OFFICE	051407	200DB	7.00	17	8,452.			8,452.	7,321.		754.
2	OFFICE FURNITURE - RECEPTIONIST	051407	200DB	7.00	17	5,103.			5,103.	4,420.		455.
3	OFFICE SPACE BUILDOUT	062807	150DB	15.00	17	38,155.			38,155.	16,751.		2,253.
4	LATERAL FILE CABINETS & BOOKCASE	041107	200DB	7.00	17	4,350.			4,350.	3,768.		388.
5	CONFERENCE TABLE, 2 CHAIRS & SOFA	041107	200DB	7.00	17	10,727.			10,727.	9,291.		957.
6	WALLPAPER	042307	200DB	7.00	17	2,092.			2,092.	1,812.		187.
7	EGTAGER FOR CONFERENCE ROOM	042307	200DB	7.00	17	2,723.			2,723.	2,358.		243.
8	DECORATING - WALLPAPER	050107	200DB	7.00	17	3,961.			3,961.	3,430.		353.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
9	CONFERENCE ROOM CHAIRS	052207	200DB	7.00	17	3,277.			3,277.	2,838.		292.
10	LATERAL FILE CABINETS & BOOKCASE	053107	200DB	7.00	17	4,350.			4,350.	3,768.		388.
11	OFFICE CHAIRS	060507	200DB	7.00	17	1,677.			1,677.	1,452.		150.
12	TABLE REFINISHING	062607	200DB	7.00	17	1,827.			1,827.	1,583.		163.
13	RECEPTIONIST CHAIR	072307	200DB	7.00	17	599.			599.	519.		53.
14	COMPUTER CABLING	032007	200DB	5.00	17	3,756.			3,756.	3,756.		0.
15	COOPERATIVE BUILDERS - CONSTRUC	032907	150DB	15.00	17	4,631.			4,631.	2,033.		273.
16	COOPERATIVE BUILDERS - CONSTRUC	042307	150DB	15.00	17	3,371.			3,371.	1,480.		199.
17	COOPERATIVE BUILDERS - CONSTRUC	063007	150DB	15.00	17	2,570.			2,570.	1,128.		152.
18	COOPERATIVE BUILDERS - CONSTRUC	071807	150DB	15.00	17	1,443.			1,443.	633.		85.
19	COOPERATIVE BUILDERS - CONSTRUC	100107	150DB	15.00	17	1,204.			1,204.	529.		71.
20	LAPTOP FOR KAPPY SVC TAG #GNJ72M1	061110	200DB	5.00	17	1,507.		753.	754.	550.		86.
21	DELL LATITUDE #E6510 (ATIBA)	111610	200DB	5.00	17	1,274.		1,274.				0.
22	DELL LATITUDE E6510 (GARRY)	111610	200DB	5.00	17	1,274.		1,274.				0.
23	DELL LATITUDE E6420 (PATTI)	082511	200DB	5.00	17	1,517.		1,517.				0.
24	APPLE IPAD (KAPPY)	013112	200DB	5.00	17	1,012.			1,012.	202.		324.
32	LONGVIEW CONTENTS			.000	16	22,714.			22,714.			0.
	* 990-PF PG 1 TOTAL OTHER					133,566.		4,818.	128,748.	69,622.	0.	7,826.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2013 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	* GRAND TOTAL 990-PF PG 1 DEPR					153,664.		5,410.	148,254.	72,324.	0.	13,167.

328102
05-01-13

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form **4562** Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172 **2013** Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE ZEIST FOUNDATION, INC	FORM 990-PF PAGE 1	58-1890927

Part I Election To Expense Certain Property Under Section 179 Note: *If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	592.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	12,458.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		590.	5 YRS.	HY	200DB	117.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	13,167.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? [X] Yes [ ] No **24b** If "Yes," is the evidence written? [X] Yes [ ] No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year.					
43 Amortization of costs that began before your 2013 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	STOCK LITIGATION	P		
b	BNY AC 0070 SEE ATTACHED	P		
c	BNY AC 0070 SEE ATTACHED	P		
d	BNY AC 1130 SEE ATTACHED	P		
e	ATLANTA EQUITY FUND K-1	P		
f	ALLIANCE TECHNOLOGY VENTURES III K-1			
g	HIRTLE CALLAGHAN TOTAL RETURN OFFSHORE FUND II	P		
h	HIRTLE CALLAGHAN TOTAL RETURN OFFSHORE FUND II	P		
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

	(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	84.			84.
b	15,525,234.		14,573,138.	952,096.
c	34,437,162.		28,195,864.	6,241,298.
d	3,386,247.		1,464,000.	1,922,247.
e	801,031.			801,031.
f			63.	<63.>
g	13,326.			13,326.
h	193,889.			193,889.
i	6,191,853.			6,191,853.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				84.
b				952,096.
c				6,241,298.
d				1,922,247.
e				801,031.
f				<63.>
g				13,326.
h				193,889.
i				6,191,853.
j				
k				
l				
m				
n				
o				

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	16,315,761.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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