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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

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

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

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

Name of foundation THE HANNAH FOUNDATION INC		A Employer identification number 58-2384546
Number and street (or P O box number if mail is not delivered to street address) Room/suite US TRUST 231 S LASALLE ST ILI-231-1 13		B Telephone number (see instructions) (866) 455-4350
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60604		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (From Part II, col. (c), line 16) \$ 681,994	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,960	9,847		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	26,279			
	b Gross sales price for all assets on line 6a 137,984				
	7 Capital gain net income (from Part IV, line 2)		26,279		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	4	4			
12 Total. Add lines 1 through 11	36,243	36,130			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,800	0		3,800
	c Other professional fees (attach schedule)	7,833	7,778		55
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	196	196		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	11,829	7,974		3,855
	25 Contributions, gifts, grants paid	25,435			25,435
26 Total expenses and disbursements. Add lines 24 and 25	37,264	7,974		29,290	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,021				
b Net investment income (if negative, enter -0-)		28,156			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,090	132	132		
	2	Savings and temporary cash investments	45,747	44,078	44,078		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	426,790	412,434	593,060		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	29,376	44,376	44,724		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	503,003	501,020	681,994			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
23	Total liabilities (add lines 17 through 22)	0	0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	503,003	501,020			
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0				
29	Retained earnings, accumulated income, endowment, or other funds	0	0				
30	Total net assets or fund balances (see page 17 of the instructions)	503,003	501,020				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	503,003	501,020				

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	503,003
2	Enter amount from Part I, line 27a	2	-1,021
3	Other increases not included in line 2 (itemize) ▶ _____	3	45
4	Add lines 1, 2, and 3	4	502,027
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,007
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	501,020

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	26,279
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	29,535	569,479	0.051863
2011	25,845	588,544	0.043913
2010	25,370	545,454	0.046512
2009	32,922	479,718	0.068628
2008	39,229	655,865	0.059813
2	Total of line 1, column (d).		2 0.270729
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.054146
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 629,440
5	Multiply line 4 by line 3.		5 34,082
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 282
7	Add lines 5 and 6.		7 34,364
8	Enter qualifying distributions from Part XII, line 4.		8 29,290

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes columns for line numbers and amounts. Total tax due is 577, with 577 refunded.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, unrelated business income, and asset requirements. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of RAY E HANNAH Telephone no (312) 537-6708 Located at 231 S LASALLE ST IL1-231-10-13 CHICAGO IL ZIP +4 60604			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RAY E HANNAH C/O 231 S LASALLE ST IL-1-231-10-13 CHICAGO, IL 60604	PRESIDENT & TRUSTEE 0 00	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.	▶	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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	579,060
b	Average of monthly cash balances.	1b	59,965
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	639,025
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	639,025
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	9,585
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	629,440
6	Minimum investment return. Enter 5% of line 5.	6	31,472

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	31,472
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	563
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	563
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	30,909
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	30,909
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	30,909

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	29,290
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	29,290
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	29,290

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				30,909
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			25,434	
b Total for prior years 20__ , 20__ , 20__		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 ▶ \$ <u>29,290</u>				
a Applied to 2012, but not more than line 2a			25,434	
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.				3,856
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				27,053
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	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)

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

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

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

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

1 Information Regarding Foundation Managers:

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

RAY E HANNAH

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

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

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

a The name, address, and telephone number 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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 25,435
b <i>Approved for future payment</i>				
Total				3b 0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
STATE STR CORP 30 UNITS	P	2011-12-09	2013-01-30
COMCAST CORP NEW CL A SPL 47 UNITS	P	2011-06-24	2013-02-07
MICROSOFT CORP 23 UNITS	P	2005-08-05	2013-02-07
APACHE CORP 5 UNITS	P	2011-03-17	2013-03-01
APACHE CORP 10 UNITS	P	2011-06-24	2013-03-01
ADT CORP COM 14 UNITS	P	2011-06-24	2013-03-20
AKAMAI TECHNOLOGIES INC 10 UNITS	P	2011-03-17	2013-03-20
AMAZON COM INC 1 UNITS	P	2006-08-01	2013-03-20
AMC NETWORKS INC CL A COM 6 UNITS	P	2005-08-05	2013-03-20
AMC NETWORKS INC CL A COM 7 UNITS	P	2006-09-29	2013-03-20
AMGEN INC COM 2 UNITS	P	2008-04-15	2013-03-20
ANADARKO PETE CORP 26 UNITS	P	2005-08-05	2013-03-20
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR 8 UNITS	P	2011-01-06	2013-03-20
APACHE CORP 2 UNITS	P	2011-11-25	2013-03-20
AUTODESK INC COM 23 UNITS	P	2005-11-18	2013-03-20
BIOGEN IDEC INC 27 UNITS	P	2005-08-17	2013-03-20
BROADCOM CORP CL A 1 UNITS	P	2011-03-02	2013-03-20
BROADCOM CORP CL A 4 UNITS	P	2010-12-28	2013-03-20
CELGENE CORP COM 12 UNITS	P	2011-06-24	2013-03-20
CISCO SYS INC 4 UNITS	P	2005-08-05	2013-03-20
CISCO SYS INC 11 UNITS	P	2011-06-24	2013-03-20
CITRIX SYS INC 1 UNITS	P	2011-06-24	2013-03-20
CITRIX SYS INC 8 UNITS	P	2011-06-24	2013-03-20
CME GROUP INC COM 9 UNITS	P	2011-02-25	2013-03-20
COMCAST CORP NEW CL A SPL 7 UNITS	P	2005-08-05	2013-03-20
COMCAST CORP NEW CL A SPL 33 UNITS	P	2011-06-24	2013-03-20
COVIDIEN PLC COM 12 UNITS	P	2005-08-05	2013-03-20
CREE INC 10 UNITS	P	2011-04-20	2013-03-20
CVS CORP 4 UNITS	P	2007-05-12	2013-03-20
CVS CORP 8 UNITS	P	2007-06-16	2013-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DIRECTV COM 5 UNITS	P	2005-08-05	2013-03-20
DISNEY WALT CO 14 UNITS	P	2005-08-31	2013-03-20
DOLBY LABORATORIES INC CL A 2 UNITS	P	2011-04-06	2013-03-20
E M C CORP MASS 16 UNITS	P	2011-11-08	2013-03-20
EBAY INC 14 UNITS	P	2007-03-27	2013-03-20
FOREST LABORATORIES INC 22 UNITS	P	2005-08-05	2013-03-20
FREEMPORT-MCMORAN COPPER & GOLD INC COM 12 UNITS	P	2009-06-17	2013-03-20
GENERAL ELECTRIC CO 4 UNITS	P	2008-06-10	2013-03-20
GENERAL ELECTRIC CO 10 UNITS	P	2005-08-05	2013-03-20
HOME DEPOT INC 5 UNITS	P	2005-10-10	2013-03-20
IMMUNOGEN INC 23 UNITS	P	2010-10-15	2013-03-20
INTUIT 6 UNITS	P	2011-12-09	2013-03-20
ISIS PHARMACEUTICALS COM 18 UNITS	P	2010-11-04	2013-03-20
JOHNSON & JOHNSON 5 UNITS	P	2005-08-15	2013-03-20
JUNIPER NETWORKS INC 32 UNITS	P	2011-06-24	2013-03-20
LIBERTY INTERACTIVE CORP 15 UNITS	P	2008-03-14	2013-03-20
LIBERTY MEDIA CORP DELAWARE CL A COM 10 UNITS	P	2005-08-05	2013-03-20
LIBERTY MEDIA CORP DELAWARE CL A COM 12 UNITS	P	2008-06-04	2013-03-20
MICROSOFT CORP 16 UNITS	P	2005-08-05	2013-03-20
NASDAQ STOCK MARKET INC COM 5 UNITS	P	2008-05-09	2013-03-20
NATIONAL OILWELL VARCO INC COM 5 UNITS	P	2006-02-27	2013-03-20
NETAPP INC COM 3 UNITS	P	2011-02-25	2013-03-20
ORACLE SYS CORP 2 UNITS	P	2011-01-03	2013-03-20
ORACLE SYS CORP 6 UNITS	P	2011-02-17	2013-03-20
PALL CORP 11 UNITS	P	2005-09-20	2013-03-20
PEPSICO INC 3 UNITS	P	2005-08-24	2013-03-20
PROCTER & GAMBLE CO 3 UNITS	P	2006-01-04	2013-03-20
SANDISK CORP 3 UNITS	P	2005-11-21	2013-03-20
SANDISK CORP 10 UNITS	P	2006-06-27	2013-03-20
SCHLUMBERGER LTD 3 UNITS	P	2011-11-08	2013-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SCHWAB CHARLES CORP NEW 12 UNITS	P	2010-05-21	2013-03-20
SEAGATE TECH COM 33 UNITS	P	2011-06-24	2013-03-20
SEAGATE TECH COM 51 UNITS	P	2006-02-28	2013-03-20
STARZ LIBERTY CAP SER A COM 1 UNITS	P	2005-08-05	2013-03-20
STARZ LIBERTY CAP SER A COM 12 UNITS	P	2008-06-04	2013-03-20
STATE STR CORP 6 UNITS	P	2011-12-09	2013-03-20
TEXAS INSTRUMENTS INC 9 UNITS	P	2005-08-05	2013-03-20
THERMO ELECTRON CORP 2 UNITS	P	2010-06-10	2013-03-20
UNITEDHEALTH GROUP INC 3 UNITS	P	2005-08-05	2013-03-20
VERTEX PHARMACEUTICALS INC 00 3 UNITS	P	2011-02-11	2013-03-20
VISA INC CL A COM 7 UNITS	P	2011-03-07	2013-03-20
EOG RES INC 5 UNITS	P	2011-10-04	2013-04-15
EOG RES INC 5 UNITS	P	2011-10-04	2013-04-18
CISCO SYS INC 59 UNITS	P	2011-06-24	2013-04-22
STATE STR CORP 26 UNITS	P	2011-12-09	2013-05-03
CELGENE CORP COM 3 UNITS	P	2011-06-24	2013-05-17
APACHE CORP 2 UNITS	P	2011-11-25	2013-05-23
APACHE CORP 5 UNITS	P	2011-11-25	2013-05-23
APACHE CORP 10 UNITS	P	2010-07-23	2013-05-23
SCHWAB CHARLES CORP NEW 3 UNITS	P	2010-05-21	2013-05-31
SCHWAB CHARLES CORP NEW 8 UNITS	P	2010-11-10	2013-05-31
CISCO SYS INC 41 UNITS	P	2005-09-02	2013-06-20
DEERE & CO 4 UNITS	P	2011-06-29	2013-06-21
HOME DEPOT INC 10 UNITS	P	2005-10-10	2013-06-21
BED BATH & BEYOND INC 5 UNITS	P	2005-08-05	2013-06-24
VISA INC CL A COM 1 UNITS	P	2011-03-07	2013-06-24
BED BATH & BEYOND INC 5 UNITS	P	2005-08-05	2013-06-26
ISHARES MSCI EMERGING MKTS INDEX FUND 350 UNITS	P	2009-12-02	2013-06-28
ISHARES MSCI EMERGING MKTS INDEX FUND 400 UNITS	P	2011-07-05	2013-06-28
CELGENE CORP COM 2 UNITS	P	2011-06-24	2013-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MALLINCKRODT PLC COM 3 UNITS	P	2005-08-05	2013-07-03
AMAZON COM INC 5 UNITS	P	2006-08-01	2013-07-17
CELGENE CORP COM 3 UNITS	P	2011-06-24	2013-07-17
DEERE & CO 5 UNITS	P	2011-06-29	2013-07-17
DISNEY WALT CO 4 UNITS	P	2005-08-31	2013-07-17
THERMO ELECTRON CORP 2 UNITS	P	2010-06-10	2013-07-17
VISA INC CL A COM 2 UNITS	P	2011-03-07	2013-07-17
DEERE & CO 1 UNITS	P	2011-06-29	2013-07-25
DEERE & CO 5 UNITS	P	2011-06-10	2013-07-25
EXPRESS SCRIPTS HLDG CO COM 3 UNITS	P	2012-02-03	2013-08-02
EXPRESS SCRIPTS HLDG CO COM 9 UNITS	P	2012-07-10	2013-08-02
ORACLE SYS CORP 5 UNITS	P	2011-01-03	2013-08-02
ORACLE SYS CORP 31 UNITS	P	2011-06-24	2013-08-02
MALLINCKRODT PLC COM 0 25 UNITS	P	2005-08-05	2013-08-07
EBAY INC 11 UNITS	P	2007-03-27	2013-08-13
NORTHROP GRUMMAN CORP 8 UNITS	P	2012-08-07	2013-08-14
JOHNSON & JOHNSON 14 UNITS	P	2012-08-07	2013-09-12
CELGENE CORP COM 7 UNITS	P	2011-06-24	2013-09-18
BARD (C R) 13 UNITS	P	2012-08-07	2013-09-18
AKAMAI TECHNOLOGIES INC 5 UNITS	P	2012-05-17	2013-09-19
INTUIT 2 UNITS	P	2011-12-09	2013-09-19
PROCTER & GAMBLE CO 3 UNITS	P	2006-01-04	2013-09-19
BED BATH & BEYOND INC 4 UNITS	P	2005-08-05	2013-09-20
NIKE INC CL B 5 UNITS	P	2011-06-07	2013-09-20
BED BATH & BEYOND INC 1 UNITS	P	2008-03-06	2013-09-23
BED BATH & BEYOND INC 3 UNITS	P	2005-08-05	2013-09-23
NIKE INC CL B 5 UNITS	P	2011-06-07	2013-09-23
BARD (C R) 9 UNITS	P	2012-08-07	2013-09-25
BARD (C R) 8 UNITS	P	2012-08-07	2013-09-26
MICROSOFT CORP 29 UNITS	P	2005-08-05	2013-10-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GOOGLE INC CL A 1 UNITS	P	2009-01-15	2013-10-18
GOOGLE INC CL A 1 UNITS	P	2008-10-23	2013-10-18
GOOGLE INC CL A 1 UNITS	P	2011-05-16	2013-10-18
GOOGLE INC CL A 1 UNITS	P	2012-08-07	2013-10-18
PROCTER & GAMBLE CO 4 UNITS	P	2006-01-04	2013-10-30
NEWMONT MINING CORP 21 UNITS	P	2011-12-06	2013-11-08
INTUIT 12 UNITS	P	2011-12-09	2013-11-13
INTUIT 5 UNITS	P	2011-12-09	2013-11-14
INTUIT 5 UNITS	P	2011-12-09	2013-11-21
INTUIT 5 UNITS	P	2011-12-09	2013-11-22
PROCTER & GAMBLE CO 5 UNITS	P	2006-01-04	2013-12-11
PROCTER & GAMBLE CO 4 UNITS	P	2006-01-04	2013-12-12
EBAY INC 38 UNITS	P	2012-08-07	2013-01-15
UNILEVER N V 37 UNITS	P	2012-08-07	2013-01-24
UNILEVER N V 40 UNITS	P	2012-08-07	2013-01-25
EOG RES INC 2 UNITS	P	2012-06-15	2013-02-20
EOG RES INC 6 UNITS	P	2012-06-15	2013-03-01
SCHWAB CHARLES CORP NEW 91 UNITS	P	2012-08-07	2013-03-14
YUM BRANDS INC 3 UNITS	P	2013-03-13	2013-03-20
AKAMAI TECHNOLOGIES INC 1 UNITS	P	2013-02-07	2013-03-20
BLACKROCK INC CL A 3 UNITS	P	2012-05-14	2013-03-20
CREE INC 28 UNITS	P	2012-04-18	2013-03-20
EATON CORP PLC COM 9 UNITS	P	2012-11-30	2013-03-20
EOG RES INC 1 UNITS	P	2012-06-15	2013-03-20
DELL INC 243 UNITS	P	2012-08-07	2013-04-23
EATON CORP PLC COM 2 UNITS	P	2012-11-30	2013-05-31
ISHARES MSCI EMERGING MKTS INDEX FUND 350 UNITS	P	2013-03-27	2013-06-28
AKAMAI TECHNOLOGIES INC 10 UNITS	P	2013-02-07	2013-07-02
TORCHMARK CORP COM 4 UNITS	P	2012-08-07	2013-07-18
MICROSOFT CORP 24 UNITS	P	2012-08-07	2013-07-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SCHWAB CHARLES CORP NEW 52 UNITS	P	2012-08-07	2013-07-31
BARD (C R) 1 UNITS	P	2013-07-08	2013-09-18
AKAMAI TECHNOLOGIES INC 4 UNITS	P	2013-02-07	2013-09-19
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,679		1,207	472
1,724		1,058	666
624		633	-9
364		584	-220
731		1,163	-432
687		422	265
355		365	-10
257		26	231
369		113	256
430		143	287
189		86	103
2,243		1,124	1,119
771		462	309
150		209	-59
943		931	12
4,787		1,109	3,678
35		40	-5
141		166	-25
1,345		707	638
86		78	8
238		165	73
72		77	-5
579		613	-34
556		559	-3
271		144	127
1,279		743	536
784		417	367
540		392	148
220		156	64
440		287	153

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
276		67	209
796		347	449
66		98	-32
399		397	2
729		464	265
834		893	-59
399		303	96
93		122	-29
234		338	-104
345		192	153
373		177	196
392		320	72
323		169	154
396		317	79
617		967	-350
320		209	111
1,104		98	1,006
1,325		158	1,167
452		440	12
159		194	-35
342		372	-30
103		157	-54
71		63	8
214		189	25
756		306	450
228		164	64
233		177	56
166		141	25
552		514	38
221		227	-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
212		199	13
1,151		502	649
1,779		1,307	472
21		1	20
252		22	230
362		241	121
315		281	34
155		102	53
165		154	11
157		115	42
1,108		522	586
600		341	259
566		341	225
1,203		886	317
1,550		1,046	504
370		177	193
162		209	-47
405		519	-114
810		897	-87
61		50	11
162		123	39
1,001		830	171
330		331	-1
738		384	354
341		218	123
178		75	103
348		218	130
13,454		14,721	-1,267
15,376		19,270	-3,894
241		118	123

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
127		73	54
1,538		130	1,408
408		177	231
418		413	5
260		99	161
175		102	73
378		149	229
82		83	-1
410		408	2
195		156	39
585		496	89
163		157	6
1,010		970	40
11		6	5
594		364	230
759		537	222
1,246		957	289
1,035		412	623
1,557		1,282	275
262		147	115
132		107	25
240		177	63
302		174	128
344		203	141
74		28	46
222		131	91
341		203	138
1,047		888	159
929		789	140
968		798	170

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,000		292	708
1,000		349	651
1,000		521	479
1,000		644	356
327		236	91
562		1,387	-825
867		640	227
362		267	95
363		267	96
361		267	94
421		294	127
331		236	95
2,005		1,743	262
1,467		1,304	163
1,601		1,410	191
262		190	72
738		570	168
1,647		1,204	443
208		207	1
36		35	1
776		532	244
1,511		825	686
560		467	93
127		95	32
3,199		2,950	249
134		104	30
13,454		14,870	-1,416
425		353	72
278		206	72
762		727	35

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,156		688	468
120		109	11
210		141	69
4,922			4,922

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			472
			666
			-9
			-220
			-432
			265
			-10
			231
			256
			287
			103
			1,119
			309
			-59
			12
			3,678
			-5
			-25
			638
			8
			73
			-5
			-34
			-3
			127
			536
			367
			148
			64
			153

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			209
			449
			-32
			2
			265
			-59
			96
			-29
			-104
			153
			196
			72
			154
			79
			-350
			111
			1,006
			1,167
			12
			-35
			-30
			-54
			8
			25
			450
			64
			56
			25
			38
			-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13
			649
			472
			20
			230
			121
			34
			53
			11
			42
			586
			259
			225
			317
			504
			193
			-47
			-114
			-87
			11
			39
			171
			-1
			354
			123
			103
			130
			-1,267
			-3,894
			123

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			54
			1,408
			231
			5
			161
			73
			229
			-1
			2
			39
			89
			6
			40
			5
			230
			222
			289
			623
			275
			115
			25
			63
			128
			141
			46
			91
			138
			159
			140
			170

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			708
			651
			479
			356
			91
			-825
			227
			95
			96
			94
			127
			95
			262
			163
			191
			72
			168
			443
			1
			1
			244
			686
			93
			32
			249
			30
			-1,416
			72
			72
			35

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			468
			11
			69
			4,922

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E LOWERY BLVD NW ATLANTA,GA 30318	NONE	EXEMPT	GENERAL FUNDS	1,000
ATLANTA MISSION 2353 BOLTON RD ATLANTA,GA 30318	NONE	EXEMPT	GENERAL FUNDS	900
CHRISTIAN CITY 7300 LESTER ROAD UNION CITY,GA 30291	NONE	EXEMPT	GENERAL FUNDS	500
COCHRAN MILL NATURE CENTER BOX 911 FAIRBURN,GA 30213	NONE	EXEMPT	GENERAL FUNDS	11,035
COMMUNITY PARTNERS INTERNATIONAL 2550 NINTH STREET SUITE 111 BERKELEY,CA 94710	NONE	EXEMPT	GENERAL FUNDS	500
FAIRBURN BAPTIST CHURCH COMM FOOD BANK 23 MALONE STREET FAIRBURN,GA 30213	NONE	EXEMPT	GENERAL FUNDS	1,000
GEORGIA CHAPTER OF ALZHEIMER'S ASSOC 1925 CENTURY BLVD SUITE 10 ATLANTA,GA 30345	NONE	EXEMPT	GENERAL FUNDS	1,000
HABITAT FOR HUMANITY 519 MEMORIAL DRIVE SE ATLANTA,GA 303122218	NONE	EXEMPT	GENERAL FUNDS	1,000
MURPHY HARPST CHILDREN'S CENTER 740 FLETCHER STREET CEDARTOWN,GA 30125	NONE	EXEMPT	GENERAL FUNDS	1,000
OLD CAMPBELL COUNTY HISTORICAL SOCIETY BOX 463 FAIRBURN,GA 30213	NONE	EXEMPT	GENERAL FUNDS	1,000
SAVE 'R' KIDS 1836 HIGHWAY 54 WEST FAYETTEVILLE,GA 30214	NONE	EXEMPT	GENERAL FUNDS	500
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK,NY 10010	NONE	EXEMPT	GENERAL FUNDS	500
SOUTHWEST CHRISTIAN CARE 7225 LESTER ROAD UNION CITY,GA 30291	NONE	EXEMPT	GENERAL FUNDS	500
THE BEDFORD SCHOOL 5665 MILLAN ROAD FAIRBURN,GA 30213	NONE	EXEMPT	GENERAL FUNDS	500
THE SALVATION ARY - ATLANTA BOX 49247 ATLANTA,GA 30359	NONE	EXEMPT	GENERAL FUNDS	2,000
Total			▶ 3a	25,435

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARY - JONESBORO 130 SPRING STREET JONESBORO, GA 30236	NONE	EXEMPT	GENERAL FUNDS	1,000
WELLSPRING LIVING WATER INC 140 HOWELL ROAD SUITE C-2 TYRONE, GA 30290	NONE	EXEMPT	GENERAL FUNDS	500
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD SUITE 300 JACKSONVILLE, FL 32256	NONE	EXEMPT	GENERAL FUNDS	500
UNITED METHODIST CHILDRENS HOME 500 S COLUMBIA DRIVE DECATUR, GA 30030	NONE	EXEMPT	GENERAL FUNDS	500
Total				25,435

3a

TY 2013 Accounting Fees Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US TRUST TAX PREP FEE	3,800	0		3,800

TY 2013 Investments Corporate Stock Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ZOETIS INC CL A COM - 56 UNITS	1,700	1,831
COVIDIEN PLC COM IRELAND - 26 UNITS	824	1,771
SEAGATE TECH COM IRELAND - 97 UNITS	1,476	5,448
EATON CORP PLC COM IRELAND - 34 UNITS	1,765	2,588
YUM BRANDS INC COM - 29 UNITS	1,876	2,193
XILINX INC COM - 37 UNITS	1,161	1,699
WELLS FARGO & CO NEW COM - 106 UNITS	2,986	4,812
WAL-MART STORES INC COM - 63 UNITS	4,446	4,957
VISA INC CL A COM - 23 UNITS	1,714	5,122
VERTEX PHARMACEUTICALS INC COM - 32 UNITS	882	2,378
UNITEDHEALTH GROUP INC COM - 131 UNITS	5,892	9,864
UNITED PARCEL SVC INC CL B - 30 UNITS	2,181	3,152
UNILEVER N V NEW NEW YORK SHSADR NETHERLANDS - 0 UNITS	0	0
US BANCORP DEL COM NEW - 112 UNITS	3,723	4,525
TRAVELERS COS INC COM - 37 UNITS	2,176	3,350
TORCHMARK CORP COM - 30 UNITS	1,547	2,345
THERMO FISHER SCIENTIFIC CORP COM - 31 UNITS	1,468	3,452
TEXAS INSTRS INC COM - 54 UNITS	1,688	2,371
TARGET CORP COM - 66 UNITS	4,141	4,176
TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR TAIWAN - 171 UNITS	2,710	2,982
SUNTRUST BKS INC COM - 71 UNITS	1,758	2,614
STATE STR CORP COM - 0 UNITS	0	0
STARZ SER A COM - 20 UNITS	27	585
SIGMA ALDRICH CORP COM - 26 UNITS	1,874	2,444
SCHWAB CHARLES CORP NEW COM - 221 UNITS	2,959	5,746
SCHLUMBERGER LTD COM NETHERLANDS ANTILLES - 47 UNITS	3,173	4,235
SANDISK CORP COM - 46 UNITS	1,683	3,245
RIVERBED TECHNOLOGY INC COM - 112 UNITS	1,729	2,025
RED HAT INC COM - 31 UNITS	1,441	1,737
QUALCOMM INC COM - 25 UNITS	1,301	1,856

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROCTER & GAMBLE CO COM - 53 UNITS	3,510	4,315
PEPSICO INC COM - 111 UNITS	7,244	9,206
PALL CORP COM - 37 UNITS	1,028	3,158
PNC FINL SVCS GROUP INC COM - 61 UNITS	3,539	4,732
ORACLE CORP COM - 0 UNITS	0	0
NUCOR CORP COM - 35 UNITS	1,514	1,868
NORTHROP GRUMMAN CORP COM - 39 UNITS	2,620	4,470
NIKE INC CL B - 20 UNITS	813	1,573
NEWMONT MNG CORP COM - 77 UNITS	3,468	1,773
NETAPP INC COM - 72 UNITS	2,878	2,962
NATIONAL OILWELL VARCO INC COM - 25 UNITS	1,027	1,988
NASDAQ OMX GROUP COM - 40 UNITS	1,212	1,592
MONSANTO CO NEW COM - 25 UNITS	1,771	2,914
MOLSON COORS BREWING CO CL B COM - 126 UNITS	5,328	7,075
MICROSOFT CORP COM - 203 UNITS	5,789	7,594
MEDTRONIC INC COM - 102 UNITS	4,112	5,854
LIBERTY MEDIA CORP DELAWARE CL A COM - 11 UNITS	107	1,609
LIBERTY INTERACTIVE CORP - 79 UNITS	1,099	2,319
LIBERTY MEDIA CORP NEW LIBERTY CAP SER A COM - 0 UNITS	0	0
L-3 COMMUNICATIONS HLDGS INC COM - 30 UNITS	2,251	3,206
JUNIPER NETWORKS INC COM - 132 UNITS	2,359	2,979
JOHNSON & JOHNSON COM - 78 UNITS	5,131	7,144
ISIS PHARMACEUTICALS INC COM - 47 UNITS	442	1,872
ISHARES S&P GLOBAL INDUSTRIALS INDEX FUND - 275 UNITS	15,004	19,638
ISHARES RUSSELL 2000 ETF - 550 UNITS	40,631	63,448
ISHARES TR S&P GLOBAL ENERGY SECTOR INDEX - 375 UNITS	15,454	16,208
ISHARES TR S & P GLOBAL INFO TECHNOLOGY - 200 UNITS	13,900	16,658
ISHARES MSCI EMERGING MARKETS ETF - 0 UNITS	0	0
ISHARES MSCI EMERGING MKTS MIN VOL ETF - 745 UNITS	42,547	43,404
INTUIT COM - 0 UNITS	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
IMMUNOGEN INC COM - 72 UNITS	670	1,056
HOME DEPOT INC COM - 55 UNITS	2,102	4,529
GRAINGER W W INC COM - 7 UNITS	1,763	1,788
GOOGLE INC CL A COM - 6 UNITS	3,033	6,724
GLAXOSMITHKLINE PLC SPONSORED ADR UNITED KINGDOM - 52 UNITS	2,469	2,776
GENERAL ELEC CO COM - 81 UNITS	1,663	2,270
FREEMONT-MCMORAN COPPER & GOLD INC COM - 38 UNITS	959	1,434
FOREST LABS INC COM - 112 UNITS	4,198	6,723
FLUOR CORP COM NEW - 40 UNITS	1,436	3,212
FACEBOOK INC CL A COM - 56 UNITS	1,428	3,060
EXXON MOBIL CORP COM - 54 UNITS	4,758	5,465
EXPRESS SCRIPTS HLDG CO COM - 69 UNITS	3,944	4,847
EXELON CORP COM - 174 UNITS	6,117	4,766
EBAY INC COM - 75 UNITS	2,065	4,115
EOG RES INC COM - 0 UNITS	0	0
EMC CORP COM - 98 UNITS	2,324	2,465
DR PEPPER SNAPPLE INC COM - 91 UNITS	4,130	4,434
DOLBY LABORATORIES INC CL A COM - 77 UNITS	2,665	2,969
DIRECTV COM - 31 UNITS	418	2,141
DISNEY WALT CO COM DISNEY - 52 UNITS	1,288	3,973
DEVON ENERGY CORP NEW COM - 58 UNITS	3,134	3,588
DELL INC COM - 0 UNITS	0	0
DEERE & CO COM - 0 UNITS	0	0
CREE INC COM - 47 UNITS	1,169	2,938
CONOCOPHILLIPS COM - 52 UNITS	2,944	3,674
COMCAST CORP NEW CL A SPL COM - 243 UNITS	4,916	12,121
COLUMBIA MID CAP VALUE FUND CLASS Z SHARES - 2844.652 UNITS	33,928	50,948
COCA COLA CO COM - 80 UNITS	1,753	3,305
CITRIX SYS INC COM - 90 UNITS	5,837	5,693
CISCO SYS INC COM - 108 UNITS	1,899	2,422

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHUBB CORP COM - 40 UNITS	2,903	3,865
CHEVRON CORP COM - 17 UNITS	1,917	2,123
CELGENE CORP COM - 28 UNITS	1,417	4,731
CATERPILLAR INC COM - 23 UNITS	1,899	2,089
CAMERON INTL CORP COM - 58 UNITS	3,099	3,453
CABLEVISION SYS CORP CABLEVISION NY GROUP CLASS A COM - 110 UNITS	1,405	1,972
CVS CAREMARK CORP COM - 109 UNITS	3,166	7,801
CME GROUP INC COM - 26 UNITS	1,493	2,040
BROADCOM CORP CL A - 210 UNITS	6,466	6,225
BRISTOL MYERS SQUIBB CO COM - 23 UNITS	1,050	1,222
BLACKROCK INC CL A - 9 UNITS	1,518	2,848
BIOGEN IDEC INC COM - 36 UNITS	1,479	10,065
BED BATH & BEYOND INC COM - 19 UNITS	534	1,526
BECTON DICKINSON & CO COM - 31 UNITS	2,352	3,425
BAXTER INTL INC COM - 50 UNITS	2,960	3,478
BARRICK GOLD CORP COM CANADA - 194 UNITS	5,133	3,420
BARD C R INC COM - 0 UNITS	0	0
AUTODESK INC COM - 62 UNITS	2,096	3,120
APPLE INC COM - 6 UNITS	2,398	3,366
APACHE CORP COM - 0 UNITS	0	0
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR BELGIUM - 26 UNITS	1,468	2,768
ANADARKO PETE CORP COM - 49 UNITS	2,069	3,887
AMGEN INC COM - 13 UNITS	561	1,483
AMERICAN EXPRESS CO COM - 51 UNITS	2,729	4,627
AMAZON COM INC COM - 15 UNITS	391	5,982
AKAMAI TECHNOLOGIES INC COM - 67 UNITS	1,434	3,161
AMC NETWORKS INC CL A COM - 14 UNITS	265	954
ADT CORP COM - 26 UNITS	738	1,052
CHECK POINT SOFTWARE TECH LTD ORD ISRAEL - 26 UNITS	1,303	1,677
TYCO INTL LTD NEW F COM SWITZERLAND - 80 UNITS	1,785	3,283

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TE CONNECTIVITY LTD COM SWITZERLAND - 80 UNITS	2,654	4,409
PENTAIR LTD COM ISIN CH0193880173 - 19 UNITS	632	1,476
WEATHERFORD INTL LTD COM SWITZERLAND - 325 UNITS	5,031	5,034

TY 2013 Investments - Other Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PIMCO COMMODITIESPLUS STRATEGY - UNITS FUND INSTL CL - 4171.997 UNITS	AT COST	44,376	44,724

TY 2013 Other Decreases Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Description	Amount
ADJUSTMENTS OF CARRYING VALUE	7
GRANTS ISSUED IN 2012, NOT CASHED UNTIL 2013	1,000

TY 2013 Other Income Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FOREIGN TAX REFUND	4	4	4

TY 2013 Other Increases Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Description	Amount
WASH SALES ADJUSTMENT	34
INCOME POSTED 13, TAXED 12	11

TY 2013 Other Professional Fees Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US TRUST INVESTMENT FEES	7,778	7,778		0
STATE REGISTRATION FEE	55	0		55

TY 2013 Taxes Schedule

Name: THE HANNAH FOUNDATION INC

EIN: 58-2384546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	196	196		0