



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Change in Accounting Period

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2013

Open to Public Inspection

► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning **07/01/13**, and ending **12/31/13**

Name of foundation

Longacre Foundation, Inc.

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

802 Southwest 7th Avenue

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

Okeechobee FL 34974

G Check all that apply

Initial return
 Final return
 Address change

Initial return of a former public charity
 Amended return
 Name change

H Check type of organization Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) ► \$ **117,908** (Part I, column (d) must be on cash basis)

J Accounting method Cash Accrual
 Other (specify)

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

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--	------------------------------	----------------------------	--

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	714	714	714
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	Stmt 1	5,266	
	b Gross sales price for all assets on line 6a	25,325		
	7 Capital gain net income (from Part IV, line 2)		0	
	8 Net short-term capital gain			0
	9 Income modifications			
	10a Gross sales less returns and allowances			
Operating and Administrative Expenses	b Less Cost of goods sold			
	c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	5,980	714	714
	13 Compensation of officers, directors, trustees, etc		0	
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	Stmt 2	695	
	c Other professional fees (attach schedule)	Stmt 3	1,298	1,298
	17 Interest	Stmt 4	5	
	18 Taxes (attach schedule) (see instructions)			
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (att sch)	Stmt 5	64	
	24 Total operating and administrative expenses.			
	Add lines 13 through 23		2,062	1,298
	25 Contributions, gifts, grants paid		3,200	3,200
	26 Total expenses and disbursements. Add lines 24 and 25	5,262	1,298	1,298
	27 Subtract line 26 from line 12			3,200
	a Excess of revenue over expenses and disbursements	718		
	b Net investment income (if negative, enter -0-)		0	
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

DAA

Form **990-PF** (2013)

20

SCANNED MAY 27 2014

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash – non-interest-bearing				
	2 Savings and temporary cash investments		9,978	5,056	5,056
	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 (att. schedule) ►		0		
	Less allowance for doubtful accounts ►				
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U S and state government obligations (attach schedule) Stmt 6		23,194	30,244	29,635
	b Investments – corporate stock (attach schedule) See Stmt 7		63,566	62,048	83,217
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	15 Other assets (describe ►				
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item l)		96,738	97,348	117,908
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 ►		0	0	
	23 Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		96,738	97,348	
	30 Total net assets or fund balances (see instructions)		96,738	97,348	
	31 Total liabilities and net assets/fund balances (see instructions)		96,738	97,348	

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	96,738
2 Enter amount from Part I, line 27a	2	718
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	97,456
5 Decreases not included in line 2 (itemize) ► See Statement 8	5	108
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	97,348

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 N/A					
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					
b					
c					
d					
e					
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))	
(l) FMV as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
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		
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 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	2,850	108,620	0.026238
2011	4,900	107,048	0.045774
2010	15,320	111,404	0.137518
2009	16,250	103,891	0.156414
2008	56,950	110,916	0.513452

2 Total of line 1, column (d)

2 0.879396

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 0.175879

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 110,574

5 Multiply line 4 by line 3

5 19,448

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7 19,448

8 Enter qualifying distributions from Part XII, line 4

8 3,200

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

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

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

Part VII-A Statements Regarding Activities

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?	Yes X 1b 1c 2 3 4a 4b 5 6 7 8b 9 10
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	
c	Did the foundation file Form 1120-POL for this year?	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	
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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	
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?	
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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL	
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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

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

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13

Website address ► **N/A**
 14 The books are in care of ► **Arlene Morris**
802 S.W. 7th Avenue

Telephone no ► **863-632-8391****FL****ZIP+4 ► 34974**

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

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22-1. If "Yes," enter the name of the foreign country ► **16**

Part VII-B Statements Regarding Activities for Which Form 4720 May Be RequiredFile **Form 4720** if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly)

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► **N/A**

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? **N/A**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No
 If "Yes," list the years ► **20, 20, 20, 20**

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) **N/A**

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► **20, 20, 20, 20**

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? **3b**

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? **4a**

4b **4b**

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

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

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

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

▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1 Religious Organizations (100%)

1	3,200
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A**2**

All other program-related investments. See 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	107,444
b	Average of monthly cash balances	1b	4,814
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	112,258
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	112,258
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	1,684
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	110,574
6	Minimum investment return. Enter 5% of line 5	6	2,787

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	2,787
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,787
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,787
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,787

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	3,200
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	3,200
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	3,200
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 Distrnbutable amount for 2013 from Part XI, line 7				2,787
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2013				
a From 2008 56,950				
b From 2009 16,250				
c From 2010 15,320				
d From 2011 4,900				
e From 2012				
f Total of lines 3a through e 93,420				
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 3,200				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2013 distributable amount 2,787				
e Remaining amount distributed out of corpus 413				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 93,833				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistrnbutable income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distrnbuted in 2014 0				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 56,950				
10 Analysis of line 9				
a Excess from 2009 16,250				
b Excess from 2010 15,320				
c Excess from 2011 4,900				
d Excess from 2012				
e Excess from 2013 413				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling				►			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							
					Tax year	Prior 3 years		(e) Total
					(a) 2013	(b) 2012	(c) 2011	
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)(ii)							
	(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))

N/A

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

N/A

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

N/A

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

See Statement 10

c Any submission deadlines

None

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

Religious organizations qualifying under 501(C) (3) .

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Bags of Hope		Religious	Unrestrictive Gift	2,000
So. FL. N.M.I.		Religious	Unrestrictive Gift	600
Church of the Nazarane		Religious	Unrestricted Gift	600
Total			► 3a	3,200
b Approved for future payment				
N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					14 714
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					
8	Gain or (loss) from sales of assets other than inventory					5,266
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			714 5,266
13	Total. Add line 12, columns (b), (d), and (e)					13 5,980

See worksheet in line 13 instructions to verify calculations.)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

(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		

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

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

Sign
Here

► ✓ Arlene P. Morris
Signature of officer or trustee

1/5-13-14

President

Date

Title

Signature of owner or trustee		Date	
Paid Preparer Use Only	Print/Type preparer's name Donna L. Helton, CPA	Preparer's signature <i>Donna L. Helton CPA</i> Donna L. Helton, CPA	Date 05/06/14
	Firm's name ► Costopoulos & Helton, P.A.	PTIN P00090480	
	Firm's address ► 195 Southwest 28th Street Okeechobee, FL 34974-5903	Firm's EIN ► 65-0714918 Phone no 863-763-1120	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	How Received		Cost	Expense	Depreciation	Net Gain / Loss
		Date Acquired	Date Sold				
Securities - Brokerage Account	Various 12/31/13	\$ 8,981	Purchase	\$ 7,627	\$	\$	\$ 1,354
Securities - Brokerage Account	Various 12/31/13	\$ 16,344	Purchase	\$ 12,432	\$	\$	\$ 3,912
Total		\$ 25,325	\$	\$ 20,059	\$ 0	\$ 0	\$ 5,266

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Net Investment		Adjusted Net	Charitable Purpose
	Total	\$		
Tax Preparation	\$ 695	\$	\$ 0	\$ 0
Total	\$ 695	\$	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Net Investment		Adjusted Net	Charitable Purpose
	Total	\$		
Investment Management Fees	\$ 1,298	\$ 1,298	\$ 1,298	\$ 0
Total	\$ 1,298	\$ 1,298	\$ 1,298	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Net Investment		Adjusted Net	Charitable Purpose
	Total	\$		
Foreign Tax	\$ 5	\$	\$ 0	\$ 0
Total	\$ 5	\$	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
Expenses				
Miscellaneous	\$ 64	\$ 64	\$ 0	\$ 0
Total	\$ 64	\$ 64	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
See Attached Statement	\$ 23,194	\$ 30,244	Cost	\$ 29,635
Total	\$ 23,194	\$ 30,244	Cost	\$ 29,635

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
See Attached Statement	\$ 63,566	\$ 62,048	Cost	\$ 83,217
Total	\$ 63,566	\$ 62,048	Cost	\$ 83,217

Federal Statements**Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases**

Description	Amount
Income Taxes - 6/30/13	\$ <u>108</u>
Total	\$ <u>108</u>

Federal Statements**Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
President/Di		2.00	0	0	0
Arlene Morris 802 Southwest 7th Avenue Okeechobee FL 34974	Director	0	0	0	0
Mark Huna 541 Priestford Road Churchville MD 21028	Secretary/Di	0.50	0	0	0
Carol Stadelmeyer 1694 West Cherry Creek Road Mio MI 48647	Vice Preside	0.50	0	0	0
David Huna 601 Camelot Bel Air MD 21014	Director	0.50	0	0	0
Betty Scott 1481 Lakeside Drive Venice FL 34293					

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

Written request from religious organization stating need and proposed use of funds.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

None

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

Religious organizations qualifying under 501(C) (3) .

LONGACRE FOUNDATION, INC
FEIN: 59-1100499

Merrill Lynch
Wealth Management
Bank of America Corporation

SCHEDULE I

LONGACRE FOUNDATION INC

Account Number 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
GOVERNMENT AND AGENCY SECURITIES¹ (continued)								
△ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 102.3510/1,023.51	01/07/13	1,000	1,014.80	101.5900	1,015.90	1.10	4.21	13 1.23
△ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 101.9060/1,019.06	07/22/13	1,000	1,015.04	101.5900	1,015.90	.86	4.21	13 1.23
<i>Subtotal</i>		4,000	3,997.23		4,063.60	66.37	16.84	52 1.23
△ U.S. TREASURY NOTE 1.000% AUG 31 2016 01.000% AUG 31 2016 MOODY'S: AAA S&P: *** CUSIP: 912828RF9 ORIGINAL UNIT/TOTAL COST: 100.2430/1,002.43	08/31/11	1,000	1,001.31	100.9380	1,009.38	8.07	3.37	10 99
△ U.S. TREASURY NOTE 0.875% JAN 31 2017 00.875% JAN 31 2017 MOODY'S: AAA S&P: *** CUSIP: 912828SC5 ORIGINAL UNIT/TOTAL COST: 100.4890/1,004.89	02/03/12	1,000	1,003.05	100.0940	1,000.94	(2.11)	3.64	9 87
U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 100.4530/1,004.53	03/14/12	2,000	1,979.69	100.0940	2,001.88	22.19	7.28	18 .87
△ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 100.2230/1,002.23	05/01/12	1,000	1,002.97	100.0940	1,000.94	(2.03)	3.64	9 87
△ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 101.0290/1,010.29 <i>Subtotal</i>	07/22/13	1,000	1,001.96	100.0940	1,000.94	(1.02)	3.64	9 87
△ FEDERAL NATL MTG ASSOC NOTES 01.125% APR 27 2017 MOODY'S: AAA S&P: AA+ CUSIP: 31335G0JA2 ORIGINAL UNIT/TOTAL COST: 100.2330/1,002.33	06/18/12	1,000	4,987.67	5,004.70	17.03	18.20	45	87
△ FEDERAL NATL MTG ASSOC NOTES 00.875% OCT 26 2017 MOODY'S: AAA S&P: AA+ CUSIP: 31335G0PQ0 ORIGINAL UNIT/TOTAL COST: 100.2330/1,002.33	10/16/12	1,000	1,007.09	100.3890	1,003.89	(3.20)	2.00	12 1.12

+

028

LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
△ U.S. TREASURY NOTE 0.750% OCT 31 2017 MOODY'S: AAA S&P: *** CUSIP: 912828TWO ORIGINAL UNIT/TOTAL COST: 100.1290/1,001.29	11/01/12	1,000	1,001.00	98.1880	981.88	(19.12)	1.26	8	.76
U.S. TREASURY NOTE Subtotal	07/22/13	1,000 2,000	985.47 1,986.47	98.1880 1,963.76	981.88 (22.71)	(3.59) (22.71)	1.26 2.52	8 16	.76 76
U.S. TREASURY NOTE 0.625% APR 30 2018 MOODY'S: AAA S&P: *** CUSIP: 912828UZ1 ORIGINAL UNIT/TOTAL COST: 100.1290/1,001.29	05/15/13	1,000	989.77	96.4380	964.38	(25.39)	1.05	7	.64
U.S. TREASURY NOTE Subtotal	07/18/13	1,000 2,000	969.34 1,959.11	96.4380 1,928.76	964.38 (30.35)	(4.96) (30.35)	1.05 2.10	7 14	.64 64
△ U.S. TREASURY NOTE 2.000% NOV 15 2021 02 000% NOV 15 2021 MOODY'S: AAA S&P: *** CUSIP: 912828RR3 ORIGINAL UNIT/TOTAL COST: 101.3910/4,055.64	02/01/12	4,000	4,045.54	95.4450	3,817.80	(227.74)	10.17	80	2.09
U.S. TREASURY NOTE Subtotal	07/22/13	1,000 5,000	985.59 5,031.13	95.4450 4,772.25	954.45 (258.88)	(31.14) (258.88)	2.54 12.71	20 100	2.09 2.09
△ FEDERAL NATL MTG ASSOC BONDS 06.625% NOV 15 2030 MOODY'S: AAA S&P: AA+ CUSIP: 31359MGK3 ORIGINAL UNIT/TOTAL COST: 118.7630/1,187.63	08/05/08	1,000	1,159.55	130.0780	1,300.78	141.23	8.47	67	5.09
△ U.S. TREASURY BOND 3.000% MAY 15 2042 MOODY'S: AAA S&P: *** CUSIP: 912810QW1 ORIGINAL UNIT/TOTAL COST: 108.2975/2,165.95	08/01/12	2,000	2,160.62	83.8590	1,677.18	(483.44)	7.62	60	3.57
U.S. TREASURY BOND Subtotal	07/22/13	1,000 3,000	905.35 3,065.97	83.8590 2,515.77	838.59 (550.20)	(66.76) (550.20)	3.81 11.43	30 90	3.57 3.57
TOTAL		30,000	30,244.44		29,634.53	(609.91)	88.27	524	177





Bank of America Corporation

LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

Equities Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income Yield%
AKAMAI TECHNOLOGIES INC	AKAM	03/07/12 11/29/12 02/07/13	5 6 7	35 6800 36 1950 35 1457	178 40 217 17 246 02	47 1800 47 1800 47 1800	235 90 283 08 330 26	57 50 65 91 84 24	
Subtotal			18		641.59		849.24	207.65	
ALLERGAN INC	AGN	10/08/13	10	89.3810	893 81	111 0800	1,110.90	216 99	2 .18
AMAZON COM INC COM	AMZN	05/29/12 02/08/13 03/01/13 04/15/13 04/22/13 05/10/13	1 1 1 2 1 2	213 5100 262 2100 266 0800 273 5000 264 0900 261 2100	213 51 262.21 266.08 547.00 264.09 522.42	398 7900 398 7900 398 7900 398 7900 398 7900 398 7900	398.79 398.79 398.79 797.58 398.79 797.58	185 28 136 58 132.71 250.58 134 70 275 16	
Subtotal			8		2,075.31		3,190.32	1,115.01	
AMER EXPRESS COMPANY	AXP	09/28/11 12/02/11 10/08/12	6 5 6	47.3983 48.4160 58.7433	284 39 242 08 352 46	90 7300 90 7300 90 7300	544 38 453 65 544.38	259 99 211 57 191 92	6 101 5 101 6 101
Subtotal			17		878.93		1,542.41	663.48	17 101
APPLE INC	AAPL	06/16/11 01/25/12 02/21/13 04/15/13 04/17/13 06/21/13	1 1 1 1 1 1	328 2300 447 5500 443 7000 426 4800 413 3600 412 2800	328 23 447 55 443 70 426.48 413.36 412.28	561 0200 561 0200 561 0200 561 0200 561 0200 561 0200	561.02 561.02 561.02 561.02 561.02 561.02	232 79 113 47 117 32 134 54 147 66 148 74	13 217 13 217 13 217 13 217 13 217 13 217
Subtotal			6		2,471.60		3,366.12	894.52	78 217
AUTODESK INC DEL PV\$0.01	ADSK	08/23/12 08/24/12 08/29/12 11/29/12	10 9 7 6	35 6460 28.8266 30 8585 33 4950	356 46 259 44 216 01 200 97	50 3190 50 3190 50 3190 50 3190	503 19 452 87 352 23 301 91	146 73 193 43 136 22 100 94	
Subtotal			32				1,032.88	1,610.20	577 32

November 30, 2013 - December 31, 2013

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description		Symbol	Acquired	Quantity	Unit	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income Yield%
AVAGO TECHNOLOGIES LTD		AVGO	09/19/13 09/20/13 11/27/13	10 14 3	40 7460 41 3735 44 2366	407 46 579 23 132 71	52 8790 52 8790 52 8790	528 79 740 31 158 64	121 33 161 08 25 93	10 189 14 189 3 189
Subtotal				27		1,119 40		1,427.74	308 34	27 1.89
BOEING COMPANY		BA	01/30/13 06/28/13 07/02/13	9 3 2	74 5455 103 1166 101 8100	670 91 309 35 203 62	136 4900 136 4900 136 4900	1,228 41 409 47 272 98	557 50 100 12 69 36	27 2.13 9 2.13 6 2.13
Subtotal				14		1,183 88		1,910.86	726 98	42 2.13
BRISTOL-MYERS SQUIBB CO		BMY	02/04/13 03/01/13	20 6	36 6860 37 1600	733 72 222 96	53 1500 53 1500	1,063 00 318 90	329 28 95 94	29 2.70 9 2.70
Subtotal				26		956 68		1,381.90	425 22	38 2.70
CIE FINANCIERE RICHEMONT SA SHS		CFRUY	06/28/13 07/09/13	117 25	8 8686 9 0524	1,037 63 226 31	10 0000 10 0000	1,170 00 250 00	132 37 23 69	8 61 2 .61
Subtotal				142		1,263 94		1,420.00	156 06	10 61
COLGATE PALMOLIVE		CL	07/02/13	18	57 6294	1,037 33	65 2100	1,173.78	136 45	25 2.08
CONCHO RESOURCES INC		CXO	06/21/13 06/24/13	3 5	85 1900 83 9960	255 57 419 98	108 0000 108 0000	324 00 540 00	68 43 120 02	
Subtotal				8		675 55		864.00	188 45	
CUMMINS INC COM		CMI	05/16/12 07/13/12 10/04/12 10/17/12	2 3 2 2	101 3950 86 5066 92 0250 92 6100	202 79 259 52 184 05 185 22	140 9700 140 9700 140 9700 140 9700	281 94 422 91 281 94 281 94	79 15 163 39 97 89 96 72	5 1.77 8 1.77 5 1.77 5 1.77
Subtotal				9		831 58		1,268.73	437 15	23 1.77
CVS CAREMARK CORP		CVS	11/27/13 11/29/13	10 7	66 7980 67 2614	667 98 470 83	71 5700 71 5700	715 70 500 99	47 72 30 16	11 1.53 8 1.53
Subtotal				17				1,216.69	77 88	19 1.53





Bank of America Corporation

LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
DISNEY (WALT) CO COM STK		DIS	09/20/10	5	34.9340	174.67	76.4000	382.00	207.33	5	1.12
			06/07/11	6	39.7250	238.35	76.4000	458.40	220.05	6	1.12
			10/06/11	5	31.1980	155.99	76.4000	382.00	226.01	5	1.12
			11/12/12	4	47.5075	190.03	76.4000	305.60	115.57	4	1.12
Subtotal				20		759.04		1,528.00	768.96	20	1.12
EBAY INC	COM	EBAY	07/19/12	12	44.1350	529.62	54.8650	658.38	128.76		
			02/13/13	15	56.9180	853.77	54.8650	822.98	(30.79)		
			06/21/13	4	51.1200	204.48	54.8650	219.46	14.98		
Subtotal				31		1,587.87		1,700.82	112.95		
EMERSON ELEC CO		EMR	05/01/12	5	49.6280	248.14	70.1800	350.90	102.76	9	2.45
			05/16/12	5	47.4560	237.28	70.1800	350.90	113.62	9	2.45
			05/25/12	4	47.2200	188.88	70.1800	280.72	91.84	7	2.45
			06/20/12	4	45.8275	183.31	70.1800	280.72	97.41	7	2.45
			10/04/12	3	49.1100	147.33	70.1800	210.54	63.21	6	2.45
Subtotal				21		1,004.94		1,473.78	468.84	38	2.45
GOLDMAN SACHS GROUP INC		GS	05/11/12	2	102.9100	205.82	177.2600	354.52	148.70	5	1.24
			10/01/12	2	117.3900	234.78	177.2600	354.52	119.74	5	1.24
			04/15/13	3	146.8333	440.50	177.2600	531.78	91.28	7	1.24
			04/16/13	3	148.0166	444.05	177.2600	531.78	87.73	7	1.24
Subtotal				10		1,325.15		1,772.60	447.45	24	1.24
GOOGLE INC CL A		GOOG	09/18/12	1	715.0200	715.02	1,120.7100	1,120.71	405.69		
			10/09/12	1	748.0600	748.06	1,120.7100	1,120.71	372.65		
Subtotal				2		1,463.08		2,241.42	778.34		
HARLEY DAVIDSON INC WIS		HOG	06/28/13	20	54.8530	1,097.06	69.2400	1,384.80	287.74	17	1.21
HERSHEY COMPANY		HSY	07/02/13	5	89.7200	448.60	97.2300	486.15	37.55	10	1.99
			07/03/13	6	89.7083	538.25	97.2300	583.38	45.13	12	1.99
Subtotal				11		986.85		1,069.53	82.68	22	1.99

November 30, 2013 - December 31, 2013

LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit	Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income Yield%
ILLUMINA INC	COM	ILMN	04/17/12	1	44 5400	44 54	110 5900	110 59	110 59	66.05	
			04/18/12	2	44 8300	89.66	110 5900	221 18	131 52		
			06/04/12	4	40 4425	161.77	110 5900	442 36	280 59		
			06/05/12	5	40 6880	203.44	110 5900	552 95	349 51		
			08/21/12	4	41 9675	167.87	110 5900	442 36	274 49		
			<i>Subtotal</i>	16		667 28		1,769.44	1,102 16		
INTERCONTINENTALEXCHANGE GROUP INC SHS W		ICE	04/25/11	1	121 7400	121.74	224 9200	224 92	103 18	3 1.15	
			01/06/12	2	115 6750	231.35	224 9200	449 84	218 49	6 1.15	
			01/06/12	1	115 6800	115.68	224 9200	224 92	109.24	3 1.15	
			05/03/12	1	128 7900	128.79	224 9200	224 92	96 13	3 1.15	
			01/04/13	3	129 2400	387.72	224 9200	674 76	287.04	8 1.15	
			01/24/13	2	134 3950	268.79	224 9200	449 84	181.05	6 1.15	
			<i>Subtotal</i>	10		1,254.07		2,249.20	995.13	29	1.15
INTUITIVE SURGICAL INC NEW		ISRG	10/01/12	1	499 1000	499 10	384 0800	384 08	(115 02)		
			10/09/12	1	494 0700	494 07	384 0800	384 08	(109 99)		
			04/02/13	1	492 7500	492 75	384 0800	384 08	(108 67)		
			<i>Subtotal</i>	3		1,485.92		1,152.24	(333.68)		
KINDER MORGAN INC DEL		KMI	10/20/11	1	28 3500	28.35	36 0000	36 00	7 65	2 4.55	
			11/23/11	4	28 3000	113.20	36 0000	144 00	30.80	7 4.55	
			05/16/12	9	33 5588	302.03	36 0000	324 00	21.97	15 4.55	
			06/11/12	6	31 6400	189.84	36 0000	216 00	26.16	10 4.55	
			09/19/13	3	36 7900	110.37	36 0000	108 00	(2 37)	5 4.55	
			<i>Subtotal</i>	23		743.79		828.00	84.21	39	4.55
LAS VEGAS SANDS CORP		LVS	06/28/13	17	52 5682	893.66	78 8700	1,340 79	447 13	24 1.77	
			07/26/13	7	54 6885	382.82	78 8700	552 09	169.27	10 1.77	
			11/27/13	1	71 4700	71.47	78 8700	78.87	74.0	2 1.77	
			<i>Subtotal</i>	25				1,971.75	623 80	36	1.77

+ 

026

LONGACRE FOUNDATION INC

Account Number 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued)		Description		Symbol	Acquired	Quantity	Unit	Cost Basis	Total	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income Yield%
LAUDER ESTEE COS INC A		EL 02/03/12 07/12/12 05/10/13		8 5 6	56 6387 50 3680 70 7400	453 11 251 84 424 44	75 3200 75 3200 75 3200	602 56 376 60 451 92	149 45 124 76 27 48	7 106 4 106 5 106			
<i>Subtotal</i>				19		1,129 39			1,431.08	301 69	16 106		
LINKEDIN CORP	CLASS A COMMON STOCK	LNKD 05/29/12 06/04/12 11/12/12 11/27/13 12/20/13		1 2 1 2 1	97 7300 91 1300 99 2700 222 6150 221 4400	97 73 182 26 99 27 445 23 221 44	216 8300 216 8300 216 8300 216 8300 216 8300	216 83 433 66 216 83 433 66 216 83	119 10 251 40 117 56 (111 57) (4 61)				
<i>Subtotal</i>				7	1,045 93				1,517.81	471 88			
MEAD JOHNSON NUTRITION CO		MJN 06/21/13 06/24/13		2 14	78 2600 76 8878	156 52 1,076 43	83 7600 83 7600	167 52 1,172 64	1100	3 162			
<i>Subtotal</i>				16		1,232 95			1,340.16	96 21	20 162		
MERCK AND CO INC SHS		MRK 04/15/13 06/21/13		16 5	46 9262 47 1100	750 82 235 55	50 0500 50 0500	800 80 250 25	49 98 14 70	29 351 9 351			
<i>Subtotal</i>				21		986.37			1,051.05	107 21	23 162		
MICHAEL KORS HLDGS LTD	SHS	KORS 11/27/13		12	81 5691	978 83	81 1900	974.28	(4 55)				
MONSANTO CO NEW DEL COM		MON 04/12/11 02/16/12 03/26/12 06/21/13 11/27/13		1 4 3 3 2	68 5000 77 5575 79 5600 103 0366 114 1050	68 50 310 23 238 68 309 11 228 21	116 5500 116 5500 116 5500 116 5500 116 5500	116 55 466 20 349 65 349 65 233 10	48 05 155 97 110 97 40 54 4 89	2 147 7 147 6 147 6 147 4 147			
<i>Subtotal</i>				13		1,154 73			1,515.15	360 42	25 147		
MONSTER BEVERAGE CORP		MNST 12/19/13 12/20/13		6 9	66 3066 66 8488	397 84 601 64	67 7700 67 7700	406 62 609 93	878 829				
<i>Subtotal</i>				15		999 48			1,016.55	17 07			

LONGACRE FOUNDATION INC

Account Number. 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description		Symbol	Acquired	Quantity	Cost Basis	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Estimated Yield%
NATIONAL OILWELL VARCO INC	NOV 03/11/11 04/28/11 04/25/12 05/11/12 05/25/12		2 4 3 3 3	75.9650 77.0775 75.9066 68.6566 68.0100	151.93 308.31 227.72 205.97 204.03	79.5300 79.5300 79.5300 79.5300 79.5300	159.06 318.12 238.59 238.59 238.59	7.13 9.81 10.87 32.62 34.56	3 5 4 4 4	1.30 1.30 1.30 1.30 1.30		
<i>Subtotal</i>			15		1,097.96			1,192.95	94.99	20	1.30	
NETSUITE INC	N 02/27/13 02/28/13 06/21/13 06/24/13		3 7 1 2	69.1800 69.9842 84.6800 84.7300	207.54 489.89 84.68 169.46	103.0200 103.0200 103.0200 103.0200	309.06 721.14 103.02 206.04	309.06 721.14 103.02 206.04	101.52 231.25 18.34 36.58			
<i>Subtotal</i>			13		951.57			1,339.26	387.69			
NIKE INC CL B	NKE 07/02/13		17	62.5929	1,064.08	78.6400		1,336.88	272.80	17	1.22	
NOBLE ENERGY INC	NBL 02/28/11 09/21/12 10/03/12 10/17/12 10/26/12		4 4 6 8 6	46.0425 46.7125 46.5533 48.0712 47.3516	184.17 186.85 279.32 384.57 284.11	68.1100 68.1100 68.1100 68.1100 68.1100	272.44 272.44 408.66 544.88 408.66	272.44 272.44 408.66 544.88 408.66	88.27 85.59 129.34 160.31 124.55	3 3 4 5 4	82 82 82 82 82	
<i>Subtotal</i>			28		1,319.02			1,907.08	588.06	19	82	
NVIDIA	NVDA 05/01/12 05/25/12 01/24/13 02/26/13 03/01/13 04/17/13		2 14 26 15 17 16	13.2900 12.4250 12.1857 12.3346 12.6894 12.8331	26.58 173.95 316.83 185.02 215.72 205.33	16.0200 16.0200 16.0200 16.0200 16.0200 16.0200	32.04 224.28 416.52 240.30 272.34 256.32	32.04 224.28 416.52 240.30 272.34 256.32	5.46 50.33 99.69 55.28 56.62 50.99	1 5 9 6 6 6	2.12 2.12 2.12 2.12 2.12 2.12	
<i>Subtotal</i>			90		1,123.43			1,441.80	318.37	33	2.12	
OCEANEERING INTL INC	OII 06/28/13 07/01/13 07/02/13		8 7 2	72.3275 74.0071 75.5450	578.62 518.05 151.09	78.8800 78.8800 78.8800	631.04 552.16 157.76	631.04 552.16 157.76	52.42 34.11 6.67	8 7 2	1.11 1.11 1.11	
<i>Subtotal</i>			17					1,340.96	93.20	17	1.11	



LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
<i>Description</i>										
PRICELINE COM INC	PCLN	04/11/13	1	730.6800	730.68	1,162.4000	1,162.40	431.72		
QUALCOMM INC	QCOM	06/04/12 07/26/12 12/14/12 03/01/13	2 5 4 3	55 7950 58 1360 59 9675 66.4300	111.59 290.68 239.87 199.29	74 2500 74 2500 74 2500 74 2500	148.50 371.25 297.00 222.75	36.91 80.57 57.13 23.46	3 1.88 7 1.88 6 1.88 5 1.88	
<i>Subtotal</i>			14		841.43		1,039.50	198.07	21	1.88
QUINTILES TRANSNATIONAL HLDGS INC	Q	09/23/13 09/24/13 09/25/13 09/26/13 09/27/13 12/17/13	4 7 1 3 2 7	44 5750 44 9071 44 7300 45 0800 44 7550 45 2357	178.30 314.35 44.73 135.24 89.51 316.65	46 3400 46 3400 46 3400 46 3400 46 3400 46 3400	185.36 324.38 46.34 139.02 92.68 324.38	70.6 10.03 1.61		
<i>Subtotal</i>			24		1,078.78		1,112.16	33.38		
RED HAT INC	RHT	06/07/11 08/09/11 12/20/11 06/04/12 06/21/12 11/29/12 04/02/13 04/10/13 04/17/13	7 2 2 6 5 3 5 3 5	42 6700 36 4600 41 9900 50 4733 53 2960 49 7533 49 2160 49 8466 50 3400	298.69 72.92 83.98 302.84 266.48 149.26 246.08 149.54 251.70	56 0400 56 0400 56 0400 56 0400 56 0400 56 0400 56 0400 56 0400 56 0400	392.28 112.08 112.08 336.24 280.20 168.12 280.20 168.12 280.20	93.59 39.16 28.10		
<i>Subtotal</i>			38		1,821.49		2,129.52	308.03		
ROCHE HLDG LTD SPN ADR	RHHBY	05/08/12 05/25/12 05/29/12	7 2 6 15	42 6428 39 7350 39 9850	298.50 79.47 239.91	70 2000 70 2000 70 2000	491.40 140.40 421.20	192.90 60.93 181.29	12 2.31 4 2.31 10 2.31	
<i>Subtotal</i>					617.88		1,053.00	435.12	26	2.31

LONGACRE FOUNDATION INC

Account Number. 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income Yield%
ROCKWELL AUTOMATION INC	ROK 03/06/12	2	77.2750	154.55	118.1600	236.32	81.77	5	1.96	
	04/17/12	3	79.1233	237.37	118.1600	354.48	117.11	7	1.96	
	05/16/12	3	75.3000	225.90	118.1600	354.48	128.58	7	1.96	
	07/05/12	3	65.4633	196.39	118.1600	354.48	158.09	7	1.96	
	06/28/13	2	84.0950	168.19	118.1600	236.32	68.13	5	1.96	
	Subtotal	13		982.40		1,536.08	553.68	31	1.96	
SALESFORCE COM INC	CRM 12/15/11	6	27.4266	164.56	55.1900	331.14	166.58			
	12/21/11	8	24.6937	197.55	55.1900	441.52	243.97			
	01/06/12	8	25.0437	200.35	55.1900	441.52	241.17			
	06/04/12	4	32.6525	130.61	55.1900	220.76	90.15			
	07/26/12	12	31.2375	374.85	55.1900	662.28	287.43			
	Subtotal	38		1,067.92		2,097.22	1,029.30			
SCHLUMBERGER LTD	SLB 10/04/12	1	71.7600	71.76	90.1100	90.11	18.35	2	1.38	
	10/26/12	6	70.6050	423.63	90.1100	540.66	117.03	8	1.38	
	12/14/12	4	69.0075	276.03	90.1100	360.44	84.41	5	1.38	
	07/02/13	3	72.9133	218.74	90.1100	270.33	51.59	4	1.38	
	09/17/13	3	88.1700	264.51	90.1100	270.33	5.82	4	1.38	
	10/17/13	4	91.0100	364.04	90.1100	360.44	(3.60)	5	1.38	
Subtotal		21		1,618.71		1,892.31	273.60	28	1.38	
SCHWAB CHARLES CORP NEW	SCHW 03/30/12	15	14.3160	214.74	26.0000	390.00	175.26	4	92	
	07/19/12	29	12.9420	375.32	26.0000	754.00	378.68	7	92	
	04/16/13	23	16.9013	388.73	26.0000	598.00	209.27	6	92	
	Subtotal	67		978.79		1,742.00	763.21	17	92	
SERVICENOW INC	NOW 06/21/13	4	39.1625	156.65	56.0100	224.04	67.39			
	06/24/13	20	39.3105	786.21	56.0100	1,120.20	333.99			
	Subtotal	24		942.86		1,344.24	401.38			
STARBUCKS CORP	SBUX 05/13/13	12	62.9116	754.94	78.3900	940.68	185.74	13	1.32	
	06/21/13	5	64.7980	323.99	78.3900	391.95	67.96	6	1.32	
Subtotal		17		1,078.93		1,332.63	253.70	19	1.32	



LONGACRE FOUNDATION INC

Account Number: 776-04Y01

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued)		Description		Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
STATE STREET CORP		STT 10/17/12	15	44 6180	669 27	73 3900	1,100 85	431 58	16	1.41	
		01/18/13	4	53 2600	213 04	73 3900	293 56	80.52	5	1.41	
		06/28/13	1	64 8700	64.87	73 3900	73 39	8.52	2	1.41	
	Subtotal		20		947 18		1,467.80	520 62		23	1.41
VISA INC CCL A SHRS		V04/12/13	6	165 9083	995 45	222 6800	1,336 08	340.63	10	7.1	
		04/25/13	1	169 2700	169 27	222 6800	222 68	53.41	2	7.1	
		06/21/13	1	179 8700	179 87	222 6800	222 68	42.81	2	7.1	
		07/17/13	2	189 1050	378 21	222 6800	445 36	67.15	4	7.1	
		09/17/13	1	190 8900	190 89	222 6800	222 68	31.79	2	7.1	
	Subtotal		11		1,913.69		2,449.48	535.79		20	7.1
WELLS FARGO & CO NEW DEL		WFC 10/13/11	4	26 2250	104 90	45 4000	181 60	76.70	5	2.64	
		12/15/11	7	26 2200	183 54	45.4000	317 80	134.26	9	2.64	
		07/19/12	9	34 1433	307 29	45 4000	408 60	101.31	11	2.64	
		10/08/12	14	35 8721	502.21	45.4000	635 60	133.39	17	2.64	
		02/21/13	13	35 6415	463.34	45 4000	590 20	126.86	16	2.64	
		07/17/13	4	43 5975	174.39	45.4000	181 60	7.21	5	2.64	
	Subtotal		51		1,735.67		2,315.40	579.73		63	2.64
YUM BRANDS INC		YUM 07/20/12	9	64 5588	581 03	75 6100	680 49	99.46	14	1.95	
		08/23/12	3	64 7466	194 24	75 6100	226 83	32.59	5	1.95	
		11/30/12	3	67 4533	202 36	75 6100	226 83	24.47	5	1.95	
		01/08/13	4	64 6800	258 72	75 6100	302 44	43.72	6	1.95	
		01/24/13	3	66 3433	199 03	75.6100	226 83	27.80	5	1.95	
	Subtotal		22		1,435.38		1,663.42	228.04		35	1.95
	TOTAL				62,047.58		83,216.54	21,168.96		997	1.20
LONG PORTFOLIO		Adjusted/Total Cost Basis			Estimated Market Value	Unrealized Gain/(Loss)	Estimated Interest	Annual Income	Estimated Current Yield%		
	TOTAL	95,882.04			116,441.09	20,559.05	88.27		1,521	1.31	