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Form **990-PF**

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

2013

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

► 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 . 2013. and ending Employer identification number ANN K. & DOUG S. BROWN FAMILY FOUNDATION 65-1064323 119 COMMODORE В Telephone number (see the instructions) JUPITER, FL 33477-4005 561-743-5669 C If exemption application is pending, check here G Check all that apply Initial return Initial return of a former public charity Final return Amended return D 1 Foreign organizations, check here Address change Name change 2 Foreign organizations meeting the 85% test, check here and attach computation X Section 501(c)(3) exempt private foundation н Check type of organization Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation Ε If private foundation status was terminated under section 507(b)(1)(A), check here Fair market value of all assets at end of year Accounting method. X Cash Accrual (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination under section 507(b)(1)(B), check here F ► Ś column (d) must be on cash basis) 2,381,107. Part | Analysis of Revenue and (a) Revenue and (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in columns (b), (c), and (d) may not necesfor charitable expenses per books income income purposes (cash sarily equal the amounts in column (a) basis only) (see instructions)) Contributions, gifts, grants, etc, received (att sch) 259,000 2 If the foundn is not req to att Sch B Interest on savings and temporary cash investments Dividends and interest from securities 39,868 39,868 39,868 5 a Gross rents **b** Net rental income 6 a Net gain/(loss) from sale of assets not on line 10 80,651 **b** Gross sales price for all 134,323. assets on line 6a Capital gain net income (from Part IV, line 2) 80,651 Net short-term capital gain 52 Income modifications 10 a Gross sales less returns and allowances b Less Cost of 8 goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule) SEE STATEMENT 1 6,517 6,517 12 Total. Add lines 1 through 11 386,036 127,036 39,920 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16 a Legal fees (attach schedule) **b** Accounting fees (attach sch) SEE ST 2 2,300. 2,300 c Other prof fees (attach sch) 17 Interest 18 187 SEE STM 3 601 414 Taxes (attach schedule)(see instrs) Depreciation (attach 19 sch) and depletion Occupancy Travel, conferences, and meetings 21 22 Printing and publications Other expenses (attach schedule) 23 SEE STATEMENT 4 10,266 10,266 Total operating and administrative expenses. Add lines 13 through 23 13,167 10,453 2,714 Contributions, gifts, grants paid PART XV 25 107,950 107,950. Total expenses and disbursements. Add lines 24 and 25 2,714 121,117 10,453 107,950. Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements 264,919 b Net investment income (if negative, enter -0-) 116,583

37,206

'Page **2**

Dar	• II •	Balance Sheets Attached schedules and amounts in the description of the column should be for end-of-year amounts only	tion	Beginning of year	End (of year
raid	4 11	(See instructions)	·	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash — non-interest-bearing .				
	2	Savings and temporary cash investments	🗀	67,927.	382,112.	382,112.
	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 sch)		· ·		
A		Less: allowance for doubtful accounts ▶				
Š	8	Inventories for sale or use				
A S E T	9	Prepaid expenses and deferred charges .	🗀			
Ś	10 a	Investments — US and state government obligations (attach schedule)				
	t	Investments — corporate stock (attach schedule) STATEMENT	.5.	1,494,083.	1,273,533.	1,973,745.
		Investments — corporate bonds (attach schedule) STATEMENT		23,593.	23,593.	25,250.
	l	Investments — land, buildings, and equipment: basis			20,033.	20,200.
		Less: accumulated depreciation (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments — other (attach schedule)	⊨			_
	14	Land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)				
	15	Other assets (describe ►		-		
	16	Total assets (to be completed by all filers — see the instructions Also, see page 1, item i).		1,585,603.	1,679,238.	2,381,107.
Ļ	17	Accounts payable and accrued expenses				
Å	18	Grants payable				
Ŗ	19	Deferred revenue .]
Ĺ	20	Loans from officers, directors, trustees, & other disqualified persons				1
į	21	Mortgages and other notes payable (attach schedule)				
i	22	Other liabilities (describe)		•]
É	22	Total liabilities (add lines 17 through 22)		0		
<u> </u>	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here	<u>·</u>	0.	0.	4
		and complete lines 24 through 26 and lines 30 and 31.				
NF	24	Unrestricted	· ·			4
E U	25	Temporarily restricted				4
A D	26	Permanently restricted				1
A B S A L T A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	X			
EL	27	Capital stock, trust principal, or current funds]
SN	28	Paid-in or capital surplus, or land, building, and equipment fund				1
O E	29	Retained earnings, accumulated income, endowment, or other funds		1,585,603.	1,679,238.]
RS	30 31	Total net assets or fund balances (see instructions) Total liabilities and net assets/fund balances		1,585,603.	1,679,238.]
		(see instructions)		1,585,603.	1,679,238.	
Part		Analysis of Changes in Net Assets or Fund Ba	alances			
1	Total end-	net assets or fund balances at beginning of year — Part of-year figure reported on prior year's return)	II, column	a (a), line 30 (must agr	ee with	1,585,603.
					2	264, 919.
		increases not included in line 2 (itemize)		•	3	201, 313.
		lines 1, 2, and 3				1,850,522.
		ases not included in line 2 (itemize) SEE STATEM	ENT 7		5	171,284.
-		net assets or fund balances at end of year (line 4 minus		Part II, column (b). Iin		1,679,238.

(a) List and describ 2-story brick warehou	e the kind(s) of property sold (e.g., rese, or common stock, 200 shares ML	eal estate, C Company)	(b) How ac P — Purch D — Dona	nase	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a CST BRANDS			P		5/02/13	5/02/13
b ZOETIS INC			P		7/05/13	7/05/13
c ACME PACKET INC			P		VARIOUS	4/11/13
d AXIS CAPITAL HOLDI	NGS		P		8/22/06	6/19/13
e CAPITAL GAIN DIVID	ENDS					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other ba plus expense of sa		_	(h) Gain or (e) plus (f) m	(loss) inus (g)
a 23						23.
b29	<u> </u>		_			29.
c 117,000			9,283.		. 	77,717.
d 13,900	•	1	4,389.			489.
Complete only for accets show	was says to salt was (b) and sweed by	the foundation on 12/21/6	<u> </u>			
(i) Fair Market Value as of 12/31/69	ving gain in column (h) and owned by (j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a	1 (1)		(I) Gains (Coli ain minus column (k an -0-) or Losses (fr), but not less
a	,					23.
b						29.
С					_	77,717.
d						-489.
e						3,371.
2 Capital gain net income or (ne	et capital loss). — If gain, also If (loss), en	enter in Part I, line 7 ter -0- in Part I, line 7	-	2		80,651.
3 Net short-term capital gain or	(loss) as defined in sections 1222(5)	and (6):				
lf gain, also enter in Part I, lir in Part I, line 8	ne 8, column (c) (see instructions) If	(loss), enter -0-	-	3		52.
Part V Qualification Unde	er Section 4940(e) for Reduce	d Tax on Net Investm	ent Inco	me		
If section 4940(d)(2) applies, leave	·	4940(a) tax on net investm	ent income	;)		
If 'Yes,' the foundation does not qual 1 Enter the appropriate amount	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the (b)	nount of any year in the ba implete this part ne instructions before makin (c)	se period?		[]Yes	X No
Was the foundation liable for the se If 'Yes,' the foundation does not qua	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the house of the column form of the c	nount of any year in the ba implete this part le instructions before makin (c) Net value of noncharitable-use as	se period? ng any entr	ies		n ratio by column (c))
Was the foundation liable for the se If 'Yes,' the foundation does not qua 1 Enter the appropriate amount (a) Base period years Catendar year (or tax year beginning in) 2012	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year, see the half of the column for each year.	nount of any year in the ba implete this part le instructions before makin (c) Net value of noncharitable-use as	se period?	ies	(d) Distribution	n ratio by column (c))
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Was the foundation liable for the se If 'Yes,' the foundation does not qua 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2012 2011 2010	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the Adjusted qualifying distributions 91,659. 84,060. 72,425.	nount of any year in the bas implete this part in the instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73	se period? ng any entr sets 6,917. 8,890.	ies	(d) Distribution	0.050171 0.043807
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Was the foundation liable for the se If 'Yes,' the foundation does not quate 1. Enter the appropriate amount Base period years Calendar year (or tax year beginning in) 2012 2011 2010	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the Adjusted qualifying distributions 91,659. 84,060. 72,425.	nount of any year in the battern part in this part in the instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73 1,43	se period? ng any entr sets 6,917. 8,890.	ies	(d) Distribution	0.050171 0.043807 0.056188
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Was the foundation liable for the se If 'Yes,' the foundation does not quate 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2012 2011 2010 2009 2008 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation 4 Enter the net value of nonchation in the second sec	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the section 4940(e) Adjusted qualifying distributions 91,659. 84,060. 72,425. 80,850. 102,671. the 5-year base period — divide the tom has been in existence if less than section has been in existence if less than section has been section for the section has been in existence if less than section has been in existence in les	nount of any year in the batter this part in the instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73 1,43 1,66	se period? ng any entr sets 6,917. 8,890. 1,921. 18,920. 19,693.	2 3 4	Distribution	0.050171 0.043807 0.041818 0.056188 0.061491 0.253475 0.050695 2,031,803.
Was the foundation liable for the se If 'Yes,' the foundation does not quate 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2012 2011 2010 2009 2008 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation 4 Enter the net value of nonchation 1 Multiply line 4 by line 3	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the (b) Adjusted qualifying distributions 91,659. 84,060. 72,425. 80,850. 102,671. the 5-year base period — divide the tom has been in existence if less than stributions.	nount of any year in the batter this part in the instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73 1,43 1,66	se period? ng any entr sets 6,917. 8,890. 1,921. 18,920. 19,693.	(colu 2 3 4	Distribution	0.050171 0.043807 0.041818 0.056188 0.061491 0.253475 0.050695 2,031,803.
Was the foundation liable for the se If 'Yes,' the foundation does not quate 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2012 2011 2010 2009 2008 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation 4 Enter the net value of nonchation in the second sec	this part blank. ction 4942 tax on the distributable an alify under section 4940(e) Do not come each column for each year, see the section 4940(e) Adjusted qualifying distributions 91,659. 84,060. 72,425. 80,850. 102,671. the 5-year base period — divide the tom has been in existence if less than section has been in existence if less than section has been section for the section has been in existence if less than section has been in existence in les	nount of any year in the batter this part in the instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73 1,43 1,66 otal on line 2 by 5, or by the 5 years.	se period? ng any entr sets 6,917. 8,890. 1,921. 18,920. 19,693.	2 3 4	Distribution	0.050171 0.043807 0.041818 0.056188 0.061491 0.253475 0.050695 2,031,803. 103,002.
Was the foundation liable for the se if 'Yes,' the foundation does not quate a life the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2012 2011 2010 2009 2008 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation of years the foundation and the line and the l	this part blank. ction 4942 tax on the distributable and alify under section 4940(e). Do not come each column for each year, see the section 4940(e). Adjusted qualifying distributions. 91, 659. 84, 060. 72, 425. 80, 850. 102, 671. the 5-year base period — divide the total has been in existence if less than section has been in existence if less than section (1% of Part I, line 27b).	nount of any year in the batter instructions before making (c) Net value of noncharitable-use as 1,82 1,91 1,73 1,43 1,66 Otal on line 2 by 5, or by the syears X, line 5	se period? Ing any entresets 16,917. 18,890. 11,921. 18,920. 19,693.	2 3 4 5 6 7	Distribution (b) divided	0.050171 0.043807 0.041818 0.056188 0.061491 0.253475 0.050695 2,031,803. 103,002. 1,166. 104,168.

	m 990-PF (2013) ANN K. & DOUG S. BROWN FAMILY FOUNDATION 65-1064323		F	Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instruction	1S)		
1	a Exempt operating foundations described in section 4940(d)(2), check here I and enter 'N/A' on line 1.			
	Date of ruling or determination letter (attach copy of letter if necessary – see instrs)			
	b Domestic foundations that meet the section 4940(e) requirements in Part V,		1,	<u> 166.</u>
	check here X 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, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
	foundations only Others enter -0-).			<u>0.</u>
3	Add lines 1 and 2		1,	<u> 166.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			<u>0.</u>
5			1,	<u> 166.</u>
6				
	a 2013 estimated tax pmts and 2012 overpayment credited to 2013 . 6a 769.			
	b Exempt foreign organizations – tax withheld at source . 6 b			
	c Tax paid with application for extension of time to file (Form 8868)			
	d Backup withholding erroneously withheld . 6 d			
7	Total credits and payments Add lines 6a through 6d			769.
8		_		
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed .			<u> 397.</u>
10			_	
	Enter the amount of line 10 to be Credited to 2014 estimated tax			
Pa	rt VII-A Statements Regarding Activities			
1	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	participate or intervene in any political campaign?	1 a		X
	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes			
	(see the instructions for definition)?	1 b		X
	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?	1 c		Х
	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation >\$ 0. (2) On foundation managers >\$ 0.			
	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on			
•	foundation managers •\$ 0.	ا ۾ ا		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	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 .	3		X
	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a		X
	b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	N	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
_	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			1
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict			
_	with the state law remain in the governing instrument?	6	<u>X</u>	
	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	
8	a 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	ا _ ا		
	(or designate) of each state as required by General Instruction G^{2} if 'No,' attach explanation	8ь	<u> </u>	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9		x

Form 990-PF (2013)

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

BAA

Forn	n 990-PF (2013) ANN K. & DOUG S. BROWN FAMILY FOUNDATION 65-106432	23	_ F	age 5
Pa	rt VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		_X_
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?.	13	Х	
14	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~			· -
14	The books are in care of ► DOUGLAS S. BROWN Located at ► 119 COMMODORE, JUIPTER, FL Telephone no. ► 561-7 ZIP +4 ► 33477-400		003	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in Tieu of Form 1041 — Check here	N/A		- -
13	and enter the amount of tax-exempt interest received or accrued during the year	. +1/ +	•	∐ N/A
			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	103	X
	See the instructions for exceptions and filing requirements for Form TD F 90-221 If 'Yes,' enter the name of the foreign country ►			
Pai	rt 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
1 a	a 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 X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No	1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 Yes			
ı	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)?	1 b	N	/A
	Organizations relying on a current notice regarding disaster assistance check here			
•	c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c		х
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)):			
i	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? If 'Yes,' list the years 20 , 20 , 20 , 20			
	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.)	2 b	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			!
	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No			
ĺ	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)(/)) 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)	3 b	N	/A
4 :	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		х
	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?	4 b		х
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Form 990-PF (2013) ANN K. & DOUG S. I			65-106	4323	Page 6
Part VII-B Statements Regarding Activit		4720 May Be Req	uired (continued)		
5 a During the year did the foundation pay or incu	•	n (continu 1915(e))?	□vas Ū	No	
(1) Carry on propaganda, or otherwise attemption	_	-	∐ Yes X	NO	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	lic election (see section ation drive?	14955); or to carry	Yes X	No	
(3) Provide a grant to an individual for travel,		purposes?	Yes X		
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, oi 4940(d)(2)? (see instri	ganization described	☐ Yes X	No	
(5) Provide for any purpose other than religio educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children	e, literary, or or or animals?.	☐ Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in (see instructions)?	the transactions fail to a current notice regard	qualify under the excep ding disaster assistance	tions	5 b	N/A
Organizations relying on a current notice rega	rding disaster assistance	ce check here	▶ □		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim ex	emption from the	N/A Yes	No	
If 'Yes,' attach the statement required by Reg	ulations section 53 494	• •			
6 a Did the foundation, during the year, receive a on a personal benefit contract?				I I	
b Did the foundation, during the year, pay prem	iums, directly or indired	tly, on a personal bene	fit contract?	6 b	X
If 'Yes' to 6b, file Form 8870 7a At any time during the tax year, was the found	dation a partir to a prob	ibited tax shelter trans	action? Yes X	No	
b If 'Yes,' did the foundation receive any proceed				/A 76	
Part VIII Information About Officers, D				'/	 S.
and Contractors	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		3 , 3,	,	,
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	tructions).		
(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 account, llowances
SEE STATEMENT 8					
		<u> </u>	0.	·	<u> </u>
		<u> </u>			
O Comment of the bight of the standard of the	 		> 16		
2 Compensation of five highest-paid employees (o (a) Name and address of each employee	(b) Title, and average	(c) Compensation	(d)Contributions to		e account,
paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	other a	llowances
NONE					
	-				
Total number of other employees paid over \$50,00	<u>, </u>		. •	.	
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Part VIII Information About Officers, Directors, Trustees, Foundation Mand Contractors (continued)	anagers, nignly Palo E	mpioyees,
3 Five highest-paid independent contractors for professional services (see instructions)		
(a) Name and address of each person paid more than \$50,000 (b)) Type of service	(c) Compensation
NONE		
		-
Table wherefully a control of the co		
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 organizations and other beneficiaries served, conferences convened, research papers produced, etc.	such as the number of	Expenses
1 N/A		
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 or	lines 1 and 2	Amount
1		
N/A		
2		
All other program-related investments See instructions.		
3		
Total. Add lines 1 through 3		0.
BAA		Form 990-PF (2013)

65-1064323

Page 7

Form 990-PF (2013) ANN K. & DOUG S. BROWN FAMILY FOUNDATION

	m 990-PF (2013) ANN K. & DOUG S. BROWN FAMILY FOUNDATION	65-10643	
Pa	rt X Minimum Investment Return (All domestic foundations must complete this part. see instructions.)	Foreign fo	undations,
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		1 000 201
	b Average of monthly cash balances	1 a	1,902,381.
	C Fair market value of all other assets (see instructions)	1 b	160,363.
	·	1 c	2 062 744
	d Total (add lines 1a, b, and c) . Reduction claimed for blockage or other factors reported on lines 1a and 1c	1 d	2,062,744.
	· · · · · · · · · · · · · · · · · · ·		
2	Acquisition indebtedness applicable to line 1 assets	0.	0
	Subtract line 2 from line 1d	2	0.
3	Subtract line 2 from line 1d	3	2,062,744.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,941.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,031,803.
6	Minimum investment return. Enter 5% of line 5	6	101,590.
Pai	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private ope	rating fou	indations
	and certain foreign organizations check here ▶ ☐ and do not complete this part.	.)	
1	Minimum investment return from Part X, line 6	1	101,590.
2	a Tax on investment income for 2013 from Part VI, line 5	6.	·
	b Income tax for 2013 (This does not include the tax from Part VI.) . 2b		
	C Add lines 2a and 2b	2 c	1,166.
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	100,424.
4	Recoveries of amounts treated as qualifying distributions	4	· · · · · · · · · · · · · · · · · · ·
5	Add lines 3 and 4	5	100,424.
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	100,424.
Pa	rt XII Qualifying Distributions (see Instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	107,950.
	Program-related investments — total from Part IX-B	1 b	
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	
	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	107,950.
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	1.166.

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.

6 Adjusted qualifying distributions. Subtract line 5 from line 4

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Form **990-PF** (2013)

106,784.

6

Part XIII Undistributed Income (see instructions)

1 Distributable amount for 2013 from Part XI, line 7		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
2 Undistributed income, if any, as of the red d'2013 a Enter amount for 2012 only b Total for prior yeas: 20 , 20 , 20					100 424
b Total for prior yeas: 20 , 20 , 20 , 20	<u>–</u>				100, 121.
3 Excess distributions carryover, if any, io 2013 a From 2008 . b From 2009 . c From 2010 . d From 2011 . e From 2011 . e From 2012 . e From 2012 . d From 2013 . e From 2013 . e From 2013 . e From 2014 . e From 2015 . e From 2015 . e From 2015 . e From 2016 . e From 2	a Enter amount for 2012 only			90,937.	
a From 2009 . c From 2010 . d From 2011 . e From 2012 . 1 Total of lines 3a through e 1 Qualifying distributions for 2013 from Part XII. line 4: ► \$ 107, 950 . a Applied to 2012, but not more than line 2a b Applied to 2012, but not more than line 2a b Applied to undistributed income of priory years (Clection required – see instructions) c Treated as distributions out of corpus (Election required – see instructions) d Applied to 2013 distributions out of corpus (Election required – see instructions) d Applied to 2013 distributions arrower applied 2013 (if an amount appears in column (a), the same amount must be shown in column (a) f Enter the net total of each column as indicated below: a Corpus, Add line 3! 4, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2 c Enter the amount of priory years' undistributed ad morner for which a notice of deficiency has been issued, or on Which the section 40492(a) tax has been priorwally assessed d Subtract line 66 from line 6b Taxable amount 1 – see instructions 0 . 1 Undistributed income for 2012. Subtract lines distributed in 2014. This amount must be distributed in 2014. Subtract lines distributions carryover from 2008 not applied on line 5 or line 7 (See instructions) 9 Excess from 2010 c Excess from 2011 d Excess from 2012 e Excess from 2011 d Excess from 2012 e Excess from 2013	b Total for prior years 20, 20, 20		0.		
b From 2019. c from 2011. e from 2011. e from 2011. e from 2012. b daplied to lines 3a through e	3 Excess distributions carryover, if any, to 2013				
c From 2010. d From 2011. e From 2012. 1 Total of lines 3a through e Qualifying distributions for 2013 from Part XII. line 4: ► \$ 107, 950. A pipiled to 2012, but not mare than line 2a b Applied to 2012, but not mare than line 2a b Applied to 2012 but not mare than line 2a b Applied to 2013 distributions out of corpus (Clection required – see instructions) d Applied to 2013 distributions out of corpus (Clection required – see instructions) d Applied to 2013 distributions around a septied ±013 (If an amount appears in column (b), line same amount maste be shown in column (a) Enter the net total of each column as indicated below: a Corpus. Add lines 3! 4; and 4e Subtrat line 5 D Pror years' undestributed income Subtrate line 4b from line 2. Enter the amount of prior years' undistributed in come for which a notice of deficiency has been issued or on which the section of 1942(a) 13. This is not provincely assisted d Subtract line 6c from line 6b Taxable amount — see instructions u Indistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributions out of corpus to satisfy requirements imposed by section 1 (70(f)(1/6) r 494/2(j/3) (see instructions) 2 Excess from 2010 2 Excess from 2014 3 Manysis of line 9: Excess from 2010 4 Caceses from 2014 5 Excess from 2012 5 Excess from 2013	a From 2008				
d From 2011. e From 2012. I Total of Lines 3a through e 4. Qualifying distributions for 2013 from Part XII, Line 4: \$\inspece \{ \text{107}, 950.} \\ a Applied to 2012, but not more than line 2a b Applied to 2012, but not more than line 2a b Applied to undistributed income of prior years (Cliection required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) d Applied to 2013 distributable amount e Remaining amount distributed out of corpus 5. Excess distributions carrywer applied to 2013 (If an amount appears in column (d), the same amount mist be shown in column (a)) 6. Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4, and 4e Suttist line 5 b Prior; years' undistributed income Subtract line 4b from line 2b. 6. Enter the amount of prior years' undistributed of uncome for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed 3. Subtract line 6c from line 6b Taxable amount — see instructions 6. Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014. 7. Amounts treated as distributions out of corpus to satisty requirements imposed types of the prior of the prior of 4942(3) to 4	b From 2009				
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XII, line 4: F \$ 107,950. 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 e Remaining amount distributed or of corpus 5 Excess distributions carryover applied bit 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 4b from line 2b 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 instructions d Subtract line 6c from line 8b d Subtract line 6c from line 8c bits above amount – see instructions 1 Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) (See instructions) 0 Less subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 Excess from 2010 Excess from 2011 Excess from 2011 Excess from 2012 e Excess from 2012 e Excess from 2013		0.			. <u>.</u>
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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 lines 4d and 5 from line 1. This amount must be distributed in come for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2012 e Excess from 2012 e Excess from 2013		_			
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ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 10 Analysis of line 9: a Excess from 2009 b Excess from 2011 d Excess from 2012 e Excess from 2012 e Excess from 2013	line 4b from line 2b .		0.		
has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 10 Analysis of line 9: a Excess from 2010 b Excess from 2011 d Excess from 2012 e Excess from 2013	c Enter the amount of prior years' undistributed				
d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 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	has been issued, or on which the section				
amount — see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 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	4942(a) tax has been previously assessed		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 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					
Inne 2a. Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 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	amount — see instructions	-	0.		<u></u>
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 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 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					
4d and 5 from line 1. This amount must be distributed in 2014 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 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	IIIle 2a. Taxable attiouiii — see IIIsuudiioiis			<u> </u>	
distributed in 2014 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 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					
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) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 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					83 <i>1</i> 11
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 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	7 Amounts treated as distributions out of				05,411.
(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 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	corpus to satisfy requirements imposed				
applied on line 5 or line 7 (see instructions) 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	(see instructions)	0.			
applied on line 5 or line 7 (see instructions) 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	8 Excess distributions carryover from 2008 not				
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	applied on line 5 or line 7 (see instructions)	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	9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
a Excess from 2009 b Excess from 2010 c Excess from 2011. d Excess from 2012 e Excess from 2013					
c Excess from 2011. d Excess from 2012 e Excess from 2013					
d Excess from 2012 e Excess from 2013	b Excess from 2010				
e Excess from 2013	c Excess from 2011.				
	d Excess from 2012				

Part XIV Private Operating Foundat				<u>65-1064323</u> 9)	N/A
1 a If the foundation has received a ruling or dete		it is a private operat	ting foundation, and th	e ruling	
is effective for 2013, enter the date of the b Check box to indicate whether the foundat	•	erating foundation (described in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year	T Touristion	Prior 3 years	1 4542()(5) 61	1 +3+2()(3)
income from Part I or the minimum investment return from Part X for each year listed	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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			<u> </u>		
 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					
art XV Supplementary Information (assets at any time during the	(Complete this	part only if the	foundation had	\$5,000 or more	in
Information Regarding Foundation Manag a List any managers of the foundation who have close of any tax year (but only if they have SEE STATEMENT 9	ers: contributed more the	nan 2% of the total c	ontributions received section 507(d)(2))	by the foundation before	re the
SEE STATEMENT 9					
b List any managers of the foundation who own a partnership or other entity) of which the to NONE	10% or more of the foundation has a 1	stock of a corporation of greater inter	on (or an equally large est	portion of the owners	hip of
2 Information Regarding Contribution, Gran Check here ☐ if the foundation only maker requests for funds. If the foundation makes complete items 2a, b, c, and d	ces contributions to	preselected charitab	le organizations and o		
a The name, address, and telephone number or	e-mail of the perso	n to whom applicatio	ns should be address	ed	
CEE CMAMPAGAM 10					
SEE STATEMENT 10	ubmitted and infe	mation and materi	ale those chould realis	<u></u>	
b The form in which applications should be s	ubmilled and infol	mation and materi	ais iliey snoula inclu	ue	
SEE STATEMENT FOR LINE 2A c Any submission deadlines:			· · · · · · · · · · · · · · · · · · ·	-	
SEE STATEMENT FOR LINE 2A					
d Any restrictions or limitations on awards, si	uch as by geograp	phical areas, charita	ible fields, kinds of i	nstitutions, or other f	actors
SEE STATEMENT FOR LINE 2A					

Page 11

3 Grants and Contributions Paid During the 1	ear or Approved for Ful	ure Paymen	ll	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	<u> </u>	
Name and address (home or business) a Paid during the year SEE STATEMENT 11	substantial contributor	Гестриен		
Total .			► 3a	107,950.
b Approved for future payment		1	1	201,7501
			▶ 31	
Total				<u> </u>

nter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by s	ection 512, 513, or 514	(e)
Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)
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	39,868.	
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			14	6,517.	
8 Gain or (loss) from sales of assets other than inventory .			18	80,651.	
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue			T		
a				-	•
b					•
С					
d					
e					
Subtotal Add columns (b), (d), and (e)				127,036.	
3 Total. Add line 12, columns (b), (d), and (e)		<u>.</u>	•	13	127,036
See worksheet in line 13 instructions to verify calculat	ions)			-	

∠ ▼	accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	
	<u> </u>

Form 990-PF (2013) ANN K. & DOUG S. BROWN FAMILY FOUNDATION 65-1064323 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

											i	Yes	No
d	escribe	organization directly d in section 501(c) to political organiza	of the Code (of	ngage in an ther than se	y of the follo	owing with (3) organiz	any oi zations	her organization or in section	on 527,				
	~	s from the reporting		a noncharit	able exempt	organizat	tion of						
	I) Cash		-		_	J					1a(1)		Х
•	•	r assets			_			•			1 a (2)		X
•	•	insactions											
ď	I) Sale:	s of assets to a nor	ncharitable exe	mpt organiz	ation						16(1)		Х
-	-	hases of assets fro				1					1 b (2)	_	X
•	• -	al of facilities, equi		•		_				_	1 b (3)		X
•	-	bursement arrange	•	. 400010	•	•	•			-	1 b (4)		X
•	•	s or loan guarante			•	•	•	-		-	1 b (5)		X
•	•	ormance of services		ın or fundrai	 isuna salicita	tions	•	•		•	1 b (6)		X
		of facilities, equipm								-	1 c	_	$\frac{x}{x}$
	maining .	or racinties, equipir	ient, maning na	its, other as	SC(3, or paid	Chiployee		•		•			
d If th a	the ans ne goods ny trans	swer to any of the a s, other assets, or se saction or sharing a	above is 'Yes,' ervices given by arrangement, sl	complete th the reporting now in colur	e following s foundation. I nn (d) the va	schedule f the found alue of the	Columi ation re goods	n (b) should alvectived less that s, other assets,	vays show n fair marke or services	the fair r t value in s receive	market valu d	ue of	
(a) Line	e no	(b) Amount involved	(c) Name o	f noncharitable	exempt organiz	zation	(d)	Description of trai	isfers, transac	tions, and	sharing arran	gement	<u>s</u>
N/A						i							
								-					
											_		
_													
		_	_		-								
			 										
													
			-										
		.				 		·					
		-											
		·											
			<u> </u>										
			-										
			J										
d	escribe	ndation directly or in d in section 501(c) complete the follow	of the Code (of	l with, or rela ther than se	ited to, one o ction 501(c)(r more tax (3)) or in s	exemp section	t organizations 527? .			Yes	X	No
		Name of organizat		(b)	Type of orga	nızatıon		(c) Description	on of rela	ationship		
N/A					<u> </u>						<u> </u>		
,													
		_								-			
										<u></u>			
													
	Under pe	epathes of perjury, I decla	re that have exam	ned this return,	including accom	panying sche	dules an	d statements, and to	the best of my	y knowledg	e and belief, it	ıs true,	
	correct	epatties of perjury, I decla and complete Declaration	n of preparer (other	than taxpayer) is	s based on all in	formation of v	which pre	eparer has any know	ledge				
Sign		about	が			. 1		1 1-			May the IF this return	with the	e l
lere	1	- N .			<u>κ</u> Ψ	21/14		1 trustee	-		preparer s (see ipstru		
	/Signat	ure of officer or trustee			Date	'	<u>ਜ</u>	tle				Yes	No
		Print/Type preparer's na	ame	Prepa	rer's signature	1		Date	Check	if	PTIN		
Paid		TIM R. SHAP	IRO, CPA	/_	->10	71/ 0/1	19	1879	< self-emp		P00199	<u> 161</u>	
repa	rer	Firm's name	SFW PARTNE	RS, LLC		0		/	Firm's EIN	43-1	764273		
Jse C		-	1610 DES E		STE 300)							
•		3	SAINT LOUI		31 31-189				Phone no	(314) 569-3	333	
BAA											Form 990 -		013)

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization		Employer identification number
ANN K. & DOUG S. BROWN F	AMILY FOUNDATION	65-1064323
Organization type (check one)		
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) organizati	ion
	4947(a)(1) nonexempt charitable trust no	ot treated as a private foundation
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
1 01111 330 -FF	<u> </u>	
	4947(a)(1) nonexempt charitable trust tre	eated as a private foundation
	501(c)(3) taxable private foundation	
Check if your organization is covered by	by the General Rule or a Special Rule	
Note. Only a section 501(c)(7), (8), or	(10) organization can check boxes for both the Genera	al Rule and a Special Rule See instructions
General Rule		
X For an organization filing Form 990, 9 contributor (Complete Parts I and	990-EZ, or 990-PF that received, during the year, \$5,000 or II)	more (in money or property) from any one
Special Rules		
509(a)(1) and 170(b)(1)(A)(vi) and	n filing Form 990 or 990-EZ that met the 33-1/3% suppreceived from any one contributor, during the year, a composer VIII, line 1h, or (ii) Form 990-EZ, line 1 Com	contribution of the greater of (1) \$5,000 or
total contributions of more than \$1	rganization filing Form 990 or 990-EZ that received from ar ,000 for use <i>exclusively</i> for religious, charitable, scie nt n or animals Complete Parts I, II, and III	ny one contributor, during the year, ific, literary, or educational purposes, or
contributions for use exclusively for relating this box is checked, enter here the	rganization filing Form 990 or 990-EZ that received from an eligious, charitable, etc., purposes, but these contributions of total contributions that were received during the year for an	did not total to more than \$1,000 n <i>exclusively</i> religious, charitable, etc,
	parts unless the General Rule applies to this organization to ons of \$5,000 or more during the year	because it received nonexclusively
rengious, enantable, etc, contributi	on so, ood or more during the year	· · · · · · · · · · · · · · · · · · ·
990-PF) but it must answer 'No' on Pa	overed by the General Rule and/or the Special Rules do nt IV, line 2, of its Form 990, or check the box on line I meet the filing requirements of Schedule B (Form 990	H of its Form 990-EZ or on its Form 990-PF.
BAA For Paperwork Reduction Act No or 990-PF.	otice, see the Instructions for Form 990, 990EZ,	Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of org	B (FORM 990, 990-EZ, OF 990-PF) (2013)	Page	1 Of 1 Of Part
	. & DOUG S. BROWN FAMILY FOUNDATION		064323
Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space	ıs needed	
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DOUGLAS & ANN BROWN JUIPTER, FL,	\$250,000.	Person X Payroll
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 !		\$ - -	Person Payroll Complete Part II for noncash contributions)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ - - -	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II for noncash contributions.)

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2013)

65-1064323

Name of organization

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

Employer identification number

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed (a) No. from Part I (d) Date received (b) (c) Description of noncash property given FMV (or estimate) (see instructions) N/A (a) No. from Part I **(b)** (d) Date received (c) FMV (or estimate) (see instructions) Description of noncash property given (a) No. from (c)
FMV (or estimate)
(see instructions) (d) Date received (b) Description of noncash property given Part I (a) No. from Part I (b)
Description of noncash property given (c)
FMV (or estimate)
(see instructions) (d) Date received (a) No. from (b)
Description of noncash property given (c)
FMV (or estimate)
(see instructions) (d) Date received Part I (a) No. from Part I (d) Date received (b)
Description of noncash property given (c)
FMV (or estimate)
(see instructions)

BAA

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2013)

Page

1 to

of Part III

Name of organization
ANN. K. & DOUG S. BROWN FAMILY FOUNDATION

Employer identification number 65-1064323

	<u> </u>	
Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)	
	organizations that total more than \$1,000 for the year. Complete columns (a) through (e) a	nd the following line entry.
	For organizations completing Part III, enter total of exclusively religious, charitable, etc.,	

(b)	(c) Use of gift	(d) Description of how gift is held		
Purpose of gift	Use of gift	Description of how gift is held		
- 				
- 				
Transieree's name, add	(e) Transfer of gift ress, and ZIP + 4	Relationship of transferor to transferee		
(b)	(c)	(d) Description of how gift is held		
Purpose of gift	Use of gift	Description of how gift is held		
Transferee's name, add	(e) Transfer of gift ress, and ZIP + 4	Relationship of transferor to transferee		
(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
Transferee's name, add	(e) Transfer of gift ress, and ZIP + 4	Relationship of transferor to transferee		
(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
	Relationship of transferor to transferee			
	Transferee's name, add Transferee's name, add Transferee's name, add	Transferee's name, address, and ZIP + 4 Purpose of gift Transferee's name, address, and ZIP + 4 Transferee's name, address, and ZIP + 4 Purpose of gift Use of gift Transferee's name, address, and ZIP + 4 Transferee's name, address, and ZIP + 4		

20	4	2
ZU		. 3

FEDERAL STATEMENTS

PAGE 1

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

STATEMENT 1	
FORM 990-PF, PART I, LINE	11
OTHER INCOME	

	(A) REVENUE PER BOOKS		II	(B) NET NVESTMENT INCOME	ADJUSTED NET INCOME_		
- <u>-</u>	\$	6,517.	\$	6,517.		TREOFIL	
TOTAL 3	\$	6,517.	\$	6,517.	\$	0	

OTHER INVESTMENT INCOME

STATEMENT 2 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES

ACCOUNTING	FEES		

	(A) EXPENSES PER BOOKS		(B) NET INVESTMENTINCOME		(C) ADJUSTED NET_INCOME		(D) CHARITABLE PURPOSES	
TOTAL	\$ \$	2,300. 2,300.	\$	0.	\$ \$	2,300. 2,300.	\$	0.

STATEMENT 3 FORM 990-PF, PART I, LINE 18 TAXES

		(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX FOREIGN TAX	TOTAL	\$ 414. 187. \$ 601.	\$ 187. \$ 187.	\$ 414. \$ 414.	\$ O.

STATEMENT 4 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES

	-	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO RELATED FEES	TOTAL S	10,266. 10,266.	\$ 10,266. \$ 10,266.	\$ <u>O.</u>	\$ 0.

20	4	•
711		-5
		-

FEDERAL STATEMENTS

PAGE 2

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION <u>METHOD</u>	BOOK <u>VALUE</u>	FAIR MARKET VALUE			
INVESTMENT ACCOUNTS	COST TOTAL	<pre>\$ 1,273,533. \$ 1,273,533.</pre>	\$ 1,973,745. \$ 1,973,745.			

STATEMENT 6 FORM 990-PF, PART II, LINE 10C INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION <u>METHOD</u>	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT ACCOUNT	COST TOTAL	\$ 23,593. \$ 23,593.	\$ 25,250. \$ 25,250.

STATEMENT 7 FORM 990-PF, PART III, LINE 5 OTHER DECREASES

PRIOR PERIOD ADJUSTMENTS

TOTAL \$ 171,284. \$ 171,284.

STATEMENT 8 FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	 COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
DOUGLAS BROWN 119 COMMODORE JUPITER, FL 33477-4005	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
ANN BROWN 119 COMMODORE JUIPTER, FL 33477-4005	TRUSTEE 0	0.	0.	0.
JULIA THORSON 13 WARSON TERRACE ST. LOUIS, MO 63124	TRUSTEE 0	0.	0.	0.
ROBIN WOLL 22 MARSALLY ST. LOUIS, MO 63131	TRUSTEE 0	0.	0.	0.

FEDERAL STATEMENTS

PAGE 3

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

0.

STATEMENT 8 (CONTINUED) FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION		BUTIC	TRI- ON TO <u>& DC</u>	ACCC	ENSE DUNT/ THER
CRAIG BROWN 7136 WASHINGTON AVENUE ST. LOUIS, MO 63130	TRUSTEE 0	\$	0.	\$	0.	\$	0.

TOTAL \$

0. \$

0. \$

STATEMENT 9 FORM 990-PF, PART XV, LINE 1A FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

DOUGLAS BROWN ANN BROWN

STATEMENT 10 FORM 990-PF, PART XV, LINE 2A-D APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

ANN K & DOUG BROWN FAMILY FOUNDATION

CARE OF:

ANN OR DOUGLAS BROWN

STREET ADDRESS:

119 COMMODORE

CITY, STATE, ZIP CODE: TELEPHONE:

JUPITER, FL 33477-4005

E-MAIL ADDRESS:

FORM AND CONTENT:

OPTIONAL

SUBMISSION DEADLINES: RESTRICTIONS ON AWARDS: NONE NONE

STATEMENT 11 FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	 AMOUNT
ST. LOUIS UNIVERSITY ST. LOUIS, MO	NONE	EXEMPT	EDUCATIONAL	\$ 20,000.
JUPITER MEDICAL FOUNDATION JUPITER. FL	NONE	EXEMPT	MEDICAL	51,900.

FEDERAL STATEMENTS

PAGE 4

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

STATEMENT 11 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF		AMOUNT
NONE	EXEMPT	MEDICAL	\$	1,000.
NONE	EXEMPT	ARTS		5,500.
NONE	EXEMPT	CONSERVATION		150.
NONE	EXEMPT	SCIENTIFIC		750.
NONE	EXEMPT	SOCIAL		500.
NONE	EXEMPT	PERFORMING ARTS		1,500.
NONE	EXEMPT	MEDICAL		500.
NONE	EXEMPT	RELIGIOUS		1,500.
NONE	EXEMPT	MEDICAL		500.
NONE	EXEMPT	MUSEUM		500.
NONE	EXEMPT	MUSEUM		250.
NONE	EXEMPT	ART		150.
NONE	EXEMPT	MUSIC		1,000.
NONE	EXEMPT	EDUCATION		5,250.
NONE	EXEMPT	POVERTY		750.
NONE	EXEMPT	EDUCATION		250.
NONE	EXEMPT	EDUCATION		1,250.
	RELATIONSHIP NONE NONE NONE NONE NONE NONE NONE NON	NONE EXEMPT NONE EXEMPT	DONEE RELATIONSHIP STATUS GRANT NONE EXEMPT MEDICAL NONE EXEMPT ARTS NONE EXEMPT CONSERVATION NONE EXEMPT SCIENTIFIC NONE EXEMPT SOCIAL NONE EXEMPT PERFORMING ARTS NONE EXEMPT MEDICAL NONE EXEMPT MUSEUM NONE EXEMPT MUSIC NONE EXEMPT MUSIC NONE EXEMPT EDUCATION NONE EXEMPT POVERTY NONE EXEMPT POVERTY	DONEE RELATIONSHIP STATUS PURPOSE OF GRANT NONE EXEMPT MEDICAL \$ NONE EXEMPT ARTS NONE EXEMPT CONSERVATION NONE EXEMPT SCIENTIFIC NONE EXEMPT SOCIAL NONE EXEMPT PERFORMING ARTS NONE EXEMPT MEDICAL NONE EXEMPT MUSEUM NONE EXEMPT MUSEUM NONE EXEMPT MUSEUM NONE EXEMPT ART NONE EXEMPT MUSIC NONE EXEMPT DOVERTY NONE EXEMPT EDUCATION NONE EXEMPT EDUCATION

FEDERAL STATEMENTS

PAGE 5

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

STATEMENT 11 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PEDAL THE CAUSE ST. LOUIS, MO	NONE	EXEMPT	MEDICAL	\$ 1,000.
PALM BEACH CTY CULTURAL PALM BEACH, FL	NONE	EXEMPT	CULTURAL	550.
ROCKHOUSE FOUNDATION NEW YORK, NY	NONE	EXEMPT	EDUCATIONAL	250.
WORLD PEDIATRIC PROJECT ST LOUIS, MO	NONE	EXEMPT	MEDICAL	500.
LOGGERHEAD MARINE LIFE JUNO BEACH, FL	NONE	EXEMPT	CONSERVATION	250.
CANCER SUPPORT COMMUNITY ST. LOUIS, MO	NONE	EXEMPT	MEDICAL	100.
KRISTIN HOKE PROGRAM JUPITER, FL	NONE	EXEMPT	MEDICAL	100.
READY READERS ST. LOUIS, MO	NONE	EXEMPT	EDUCATIONAL	500.
LADUE MIDDLE SCHOOL PARENTS ASSC LADUE, MO	NONE	EXEMPT	EDUCATIONAL	500.
JEWISH FEDERATION PALM BEACH, FL	NONE	EXEMPT	RELIGIOUS	2,000.
BIAU GOLDSTEIN YOUTH KANSAS CITY, MO	NONE	EXEMPT	YOUTH	500.
CIRCUS FLORA ST. LOUIS, MO	NONE	EXEMPT	CULTURAL	500.
ADMIRALS COVE CARES JUPITER, FL	NONE	EXEMPT	COMMUNITY	500.
520 ENTREPRENURSHIP PRO ST. LOUIS, MO	NONE	EXEMPT	YOUTH PROGRAMS	1,500.
WOMEN'S EXCHANGE ST. LOUIS, MO	NONE	EXEMPT	COMMUNITY	250.
HOMELESS COALITION WEST PALM BEACH, FL	NONE	EXEMPT	POVERTY	500.
MARIANNE KNAUP SCHOLARS AT WEBSTER UNIV ST. LOUIS, MO	NONE	EXEMPT	EDUCATIONAL	300.

FEDERAL STATEMENTS

PAGE 6

ANN K. & DOUG S. BROWN FAMILY FOUNDATION

65-1064323

STATEMENT 11 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MEMORY CARE HOME SOLUTIONS ST. LOUIS, MO	NONE	EXEMPT	ELDERLY	\$ 1,000.
KEN STEINBACH RESEARCH (WASHINGTON UNIV) ST. LOUIS, MO	NONE	EXEMPT	EDUCATIONAL	250.
REUBEN ASKANASE LEAD HOUSTON, TX	NONE	EXEMPT	YOUTH RELIGIOUS	250.
ADL-ARTWORKS PALM BEACH PALM BEACH, FL	NONE	EXEMPT	CULTURAL	500.
PKD FOUNDATION KANSAS CITY, MO	NONE	EXEMPT	MEDICAL	100.
ARCH CITY DEFENDERS ST. LOUIS, MO	NONE	EXEMPT	COMMUNITY	1,000.
DOGWOOD FARMS SANCTUARY ST. LOUIS, MO	NONE	EXEMPT	ANIMAL PROTECTION	250.
CONGREGATION BIAU KANSAS CITY, MO	NONE	EXEMPT	RELIGIOUS	600.
THE SPOT - WASHINGTON UNIVERSITY ST. LOUIS, MO	NONE	EXEMPT	COMMUNITY	750.
SALIGMAN FUND - WASHINGTON UNIV ST. LOUIS, MO	NONE	EXEMPT	EDUCATION	250.
			тот	AL \$ 107,950.