Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: ERNEST AND GUNDE POSEY FAMILY FOUNDATION

A Employer identification number: 68-0544144

Number and street (or P O box number if mail is not delivered to street address): 5635 PECK ROAD

Room/suite:

B Telephone number (see instructions): (626) 443-9886

City or town, state or province, country, and ZIP or foreign postal code: ARCADIA, CA 91006

C If exemption application is pending check here ▶ ☐

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

D 1 Foreign organizations check here ▶ ☐
2 Foreign organizations meeting the 85% test check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A) check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 2,525,409.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) ______ (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	206,553.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	43,868.	43,868.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 72,500.				
	7 Capital gain net income (from Part IV, line 2)		37,345.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	250,421.	81,213.		
Operating and Administrative Expenses	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) ATCH 2	1,600.	240.		1,360.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 3	7,085.			85.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,685.	240.		1,445.
	25 Contributions, gifts, grants paid	200,000.			200,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	208,685.	240.	0	201,445.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	41,736.			
	b **Net investment income** (if negative, enter -0-)		80,973.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	340,535.	249,818.	249,818.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,349,370.	1,481,823.	2,275,591.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	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)	1,689,905.	1,731,641.	2,525,409.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,689,905.	1,731,641.	
	30 **Total net assets or fund balances** (see instructions)	1,689,905.	1,731,641.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,689,905.	1,731,641.	

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	1,689,905.
2 Enter amount from Part I, line 27a	2	41,736.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,731,641.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,731,641.

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	1.000 SH. HEINZ H. J. CO.	P	5/15/09	6/10/13
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	72,500	0	35,155	37,345
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))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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** 37,345

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	51,360.	1,956,626.	0.026249
2011	122,347.	1,847,950.	0.066207
2010	107,025.	1,584,682.	0.067537
2009	100,085.	1,174,444.	0.085219
2008	141,085.	1,061,068.	0.132965

2	**Total** of line 1, column (d)	2	0.378177
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	0.075635
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,328,849.
5	Multiply line 4 by line 3	5	176,142.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	810.
7	Add lines 5 and 6	7	176,952.
8	Enter qualifying distributions from Part XII, line 4	8	201,445.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	810.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	810.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	810.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 2,941.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,941.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,131.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,131. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ERNEST POSEY Telephone no ▶ (626)443-3143

Located at ▶ 5635 PECK ROAD ARCADIA, CA ZIP+4 ▶ 91006

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 4		0	0	0

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

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

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

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		0
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 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 on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	2,039,023.
b	Average of monthly cash balances	1b	325,291.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,364,314.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,364,314.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	35,465.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,328,849.
6	**Minimum investment return.** Enter 5% of line 5	6	116,442.

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	116,442.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	810.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	810.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	115,632.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	115,632.
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	115,632.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	201,445.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	201,445.
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	810.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	200,635.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				115,632.
2 Undistributed income, if any as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009 51,732.				
c From 2010 107,025.				
d From 2011 122,347.				
e From 2012				
f Total of lines 3a through e	281,104.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 201,445.				
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				115,632.
e Remaining amount distributed out of corpus	85,813.			
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	366,917.			
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 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	366,917.			
10 Analysis of line 9				
a Excess from 2009 51,732.				
b Excess from 2010 107,025.				
c Excess from 2011 122,347.				
d Excess from 2012				
e Excess from 2013 85,813.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

ERNEST & GUNDE POSEY

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 5				
Total . . . . ▶ **3a**				200,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	43,868.	
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					
8 Gain or (loss) from sales of assets other than inventory					
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)				43,868.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 43,868.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ Ernest M Posey | 3/12/14 | ▶ Officer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROLE O ANDERSEN	Carole O And	2/21/14		

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶

Firm's address ▶ 5250 N. PALM AVENUE, STE. 300 FRESNO, CA 93704 — Phone no 559-449-6300

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, or 990-PF) and its instructions is at www.irs gov/form990.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
ERNEST AND GUNDE POSEY FAMILY FOUNDATION	68-0544144

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered 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 General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization ERNEST AND GUNDE POSEY FAMILY FOUNDATION

Employer identification number 68-0544144

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ERNIE POSEY 5635 PECK ROAD ARCADIA, CA 91006	$ 204,953.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
2	ERNIE POSEY 5635 PECK ROAD ARCADIA, CA 91006	$ 1,600.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization ERNEST AND GUNDE POSEY FAMILY FOUNDATION

Employer identification number 68-0544144

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	200 shares Caterpillar Inc ($17,380 FMV) 1,057 shares Fidelity Nat Info Srvc. ($41,244 FMV) 1,000 shares Heinz HJ Company ($72,500 FMV) 1,060 shares Home Depot Inc. ($73,829 FMV)	$ 204,953.	3/27/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

Name of organization ERNEST AND GUNDE POSEY FAMILY FOUNDATION

Employer identification number 68-0544144

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS FROM INVESTMENTS	43,868.	43,868.
TOTAL	43,868.	43,868.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	1,600.	240.		1,360.
TOTALS	1,600.	240.		1,360.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FEDERAL EXCISE TAX		7,000.	
CALIFORNIA FILING FEES		85.	85.
	TOTALS	7,085.	85.

ERNEST AND GUNDE POSEY FAMILY FOUNDATION 68-0544144

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
ERNEST M. POSEY 5635 PECK ROAD ARCADIA, CA 91006	CEO & CFO	0	0	0
GUNDE POSEY 5635 PECK ROAD ARCADIA, CA 91006	SECRETARY	0	0	0
	GRAND TOTALS			

ERNEST AND GUNDE POSEY FAMILY FOUNDATION 68-0544144

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY 523 W 6TH STREET LOS ANGELES, CA 90014 A	NONE/PC	GENERAL FUND/CHARITABLE GIFT	200,000
		TOTAL CONTRIBUTIONS PAID	200,000

ERNEST & GUNDE POSEY FAMILY FOUNDATION
FORM 990PF PART II - CORPORATE STOCK

FEIN 68-0544144

Purchase Date	# of Shares	Description	Beginning of Year Book Value	End of Year Book Value	Ending Fair Market Value
09/12/06	300	ISHARES MSCI EMRG MKT	9 464	9 464	12 539
11/03/05	161	ISHARES RUSSELL MICROCAP	8 047	8 047	12 059
12/12/05	35	ISHARES RUSSELL MICROCAP	1 850	1 850	2 629
12/12/05	65	ISHARES RUSSELL MICROCAP	3 435	3 435	4 883
09/12/06	140	ISHARES RUSSELL MICROCAP	7 366	7 366	10 517
12/12/05	37	ISHARES RUSSELL 1000 VAL	2 584	2 584	3 461
12/12/05	65	ISHARES RUSSELL 1000 VAL	4 565	4 565	6 121
02/21/06	100	ISHARES RUSSELL 1000 VAL	7 289	7 289	9 417
04/18/05	151	ISHARES S&P 500 GROWTH	8 528	8 528	14 951
02/21/06	254	ISHARES TR COHEN & STEER	18 816	18 816	19 012
04/18/05	2 705	ISHARES TR DJ TOTAL MKT	116 864	116 864	252 610
11/03/05	378	ISHARES TR MSCI EAFE FD	22 315	22 315	25 376
09/12/06	300	ISHARES TR RUSSELL 1000	15 464	15 464	25 827
02/21/06	400	ISHARES TR RUSSELL 2000	29 379	29 379	54 246
04/18/05	1 607	ISHARES TR RUSSELL 2000 INDX	72 610	72 610	185 374
12/12/05	351	ISHARES TR RUSSELL 2000 VAL	23 797	23 797	34 877
09/12/06	700	SECTOR SPDR TECH SELECT	14 392	14 392	25 021
11/03/05	153	SPDR DOW JONES LARGE	10 384	10 384	14 122
01/11/07	150	ISHARES MSCI EMRG MKT	5 449	5 449	6 269
07/05/07	300	ISHARES MSCI EMRG MKT	13 593	13 593	12 539
06/08/07	150	ISHARES MSCI VAL IDX FD	11 555	11 555	8 580
07/05/07	50	ISHARES MSCI VAL IDX FD	4 003	4 003	2 860
07/09/07	100	ISHARES MSCI VAL IDX FD	8 038	8 038	5 720
06/08/07	25	ISHARES RUSSELL MICROCAP	1 521	1 521	1 878
07/25/07	200	ISHARES RUSSELL MICROCAP	11 860	11 860	15 024
12/12/07	150	ISHARES RUSSELL MICROCAP	8 174	8 174	11 268
01/11/07	100	ISHARES RUSSELL 1000 VAL	8 183	8 183	9 417
07/09/07	100	ISHARES RUSSELL 1000 VAL	8 823	8 823	9 417
06/08/07	200	ISHARES S&P SMALLCAP 600	13 929	13 929	23 722
07/05/07	200	ISHARES S&P SMALLCAP 600	14 383	14 383	23 722
06/08/07	100	ISHARES S&P SMALLCAP 600 VAL	7 959	7 959	11 126
07/05/07	100	ISHARES S&P SMALLCAP 600 VAL	8 083	8 083	11 126
07/25/07	150	ISHARES S&P SMALLCAP 600 VAL	11 800	11,800	16 689
12/12/07	7	ISHARES S&P SMALLCAP 600 VAL	510	510	779
12/12/07	63	ISHARES S&P SMALLCAP 600 VAL	4 591	4 591	7 009
12/12/07	80	ISHARES S&P SMALLCAP 600 VAL	5 830	5 830	8,901
12/12/07	50	ISHARES S&P 500 VALUE	4 014	4 014	4 273
07/05/07	100	ISHARES TR COHEN & STEER	9 533	9 533	7 472
07/09/07	200	ISHARES TR COHEN & STEER	18 813	18 813	14 944
12/12/07	1	ISHARES TR COHEN & STEER	87	87	75
12/12/07	119	ISHARES TR COHEN & STEER	10 372	10 372	8 892
12/12/07	100	ISHARES TR MSCI EAFE FD	8 460	8 460	6 709
01/11/07	50	ISHARES TR RUSSELL 1000	2 810	2 810	4 298
07/09/07	200	ISHARES TR RUSSELL 1000	12 166	12 166	17 190
06/08/07	100	SECTOR SPDR TECH SELECT	2 518	2 518	3 574
07/05/07	100	SECTOR SPDR TECH SELECT	2 619	2 619	3 574
07/25/07	200	SECTOR SPDR TECH SELECT	5 330	5 330	7 148
12/12/07	200	SECTOR SPDR TECH SELECT	5 470	5 470	7 148
03/03/08	210	ISHARES MSCI EMRG MKT	9 783	9 783	8 777
07/24/08	100	ISHARES MSCI EMRG MKT	4 304	4 304	4 180
03/03/08	31	ISHARES MSCI VAL IDX FD	2 004	2 004	1,773
03/03/08	119	ISHARES MSCI VAL IDX FD	7 695	7 695	6 807
08/27/08	81	ISHARES MSCI VAL IDX FD	4 525	4 525	4 633
03/03/08	200	ISHARES RUSSELL MICROCAP	9 381	9 381	15 024
06/09/08	100	ISHARES RUSSELL MICROCAP	4 904	4 904	7 512
08/28/08	55	ISHARES RUSSELL MICROCAP	2 620	2 620	4 132
08/28/08	145	ISHARES RUSSELL MICROCAP	6 908	6 908	10 892
03/03/08	1	ISHARES RUSSELL 1000 VAL	74	74	94
03/03/08	2	ISHARES RUSSELL 1000 VAL	148	148	188
03/03/08	6	ISHARES RUSSELL 1000 VAL	444	444	565
03/03/08	121	ISHARES RUSSELL 1000 VAL	8 953	8,953	11 395
03/03/08	160	ISHARES S&P SMALLCAP 600	9 883	9 883	18 978
07/24/08	100	ISHARES S&P SMALLCAP 600	6 382	6 382	11 861
09/11/08	300	ISHARES S&P SMALLCAP 600	19 149	19 149	35 583
03/03/08	150	ISHARES S&P SMALLCAP 600 VAL	9 718	9 718	16 689
06/09/08	130	ISHARES S&P SMALLCAP 600 VAL	9 023	9 023	14 464
06/09/08	100	ISHARES S&P 500 VALUE	6 960	6 960	8 546
07/24/08	100	ISHARES S&P 500 VALUE	6 509	6 509	8 546
03/03/08	140	ISHARES TR MSCI EAFE FD	10 022	10 022	9 393
09/11/08	100	ISHARES TR MSCI EAFE FD	5,809	5 809	6 709
06/09/08	150	ISHARES TR RUSSELL 1000	8 761	8 761	12 893
08/27/08	200	ISHARES TR RUSSELL 1000	10 909	10 909	17,190
07/24/08	100	ISHARES TR RUSSELL 2000 VAL	6 609	6 609	9 950
04/02/08	500	POWERSHS EXCH TRAD FD TR	10 209	10 209	3 195
01/16/08	1 000	REALTY INCOME CORP	22 557	22 557	37 330
06/09/08	400	SECTOR SPDR TECH SELECT	9,969	9 969	14 296
08/28/08	300	SECTOR SPDR TECH SELECT	6 975	6 975	10 722
07/24/08	100	SPDR DOW JONES LARGE	7 009	7 009	9 260
02/23/09	400	ISHARES MSCI EMRG MKT	8 505	8,505	16 718
02/23/09	200	ISHARES MSCI VAL IDX FD	6 114	6 114	11 440
02/23/09	400	ISHARES RUSSELL MICROCAP	10 091	10 091	30 048
02/09/09	200	ISHARES RUSSELL 1000 VAL	9 133	9 133	18 834
02/09/09	250	ISHARES S&P SMALLCAP 600	10 431	10 431	29 653
02/09/09	225	ISHARES S&P SMALLCAP 600 VAL	9 861	9 861	25 034
02/23/09	500	ISHARES TR COHEN & STEER	14 303	14 303	37 360
02/23/09	400	ISHARES TR MSCI EAFE FD	13 993	13 993	26 638
02/09/09	300	ISHARES TR RUSSELL 1000	11 238	11 238	25 785
02/23/09	700	REALTY INCOME CORP	12 594	12 594	26 131
06/04/10	100	ISHARES RUSSELL MICROCAP	4 107	4 107	7 512
06/04/10	200	ISHARES RUSSELL MICROCAP	8 212	8 212	15 024
08/31/10	200	ISHARES RUSSELL 1000 VAL	11 005	11 005	18 834
01/21/10	300	ISHARES S&P 500 GROWTH	17 337	17 337	29 625
08/12/10	200	ISHARES TR RUSSELL 1000	9 651	9 651	17 190
08/12/10	200	ISHARES TR RUSSELL 2000	13 481	13 481	27 102
08/31/10	200	ISHARES TR RUSSELL 2000 INDX	12 045	12 045	23 072
08/31/10	200	ISHARES TR RUSSELL 2000 VAL	11 223	11 223	19 900
03/08/11	50	ISHARES MSCI VAL IDX FD	2 699	2 699	2 880
09/06/11	250	ISHARES MSCI VAL IDX FD	10 509	10 509	14 300
06/10/11	100	ISHARES S&P SMALLCAP 600	7,609	7 609	11 861
03/08/11	50	ISHARES S&P SMALLCAP 600 VAL	3 689	3 689	5 563
06/09/11	100	ISHARES S&P SMALLCAP 600 VAL	7 094	7,094	11,126
08/04/11	250	ISHARES S&P SMALLCAP 600 VAL	17 180	17,180	27 815
06/10/11	150	ISHARES S&P 500 VALUE	9 046	9,046	12,819
08/01/11	50	ISHARES TR DJ US ENERGY	2,164	2 164	2 525
08/01/11	100	ISHARES TR DJ US ENERGY	4 327	4,327	5 049
08/01/11	100	ISHARES TR DJ US ENERGY	4,327	4,327	5 049
08/03/11	250	ISHARES TR DJ US ENERGY	10,483	10,483	12 623
08/01/11	200	ISHARES TR DJ US FINL	10,828	10 828	16 032
08/03/11	200	ISHARES TR DJ US FINL	10 612	10 612	16 032
08/03/11	200	ISHARES TR DJ US FINL	10 618	10 618	16 032
08/04/11	250	ISHARES TR MSCI EAFE FD	13,479	13 479	16 774
08/01/11	400	SECTOR SPDR TECH SELECT	10 237	10,237	14 296
08/03/11	300	SECTOR SPDR TECH SELECT	7,652	7 652	10,722
12/29/06	1 530	Cisco Systems Inc	15 597	15,597	34,318
12/29/06	875	Medtronic Inc.	25 516	25 516	50 216
12/29/06	1 410	Staples Inc	18 350	18,350	22,405
04/06/11	5 000	Blackrock Resources	100 201	100 201	57 950
09/22/11	1,000	Granite Construction Inc	18 009	18 009	34 980
05/15/09	200	Catepillar Inc	-	17,380	18 182
03/01/02	1 057	Fidelity National Info Svcs	-	41 244	56 740
10/13/08	1 060	Home Depot Inc	-	73,829	87 280
		Totals	1 349 370	1 481 823	2 275 591

ATTACHMENT 6