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

2013

Department of the Treasury
Internal Revenue Service

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

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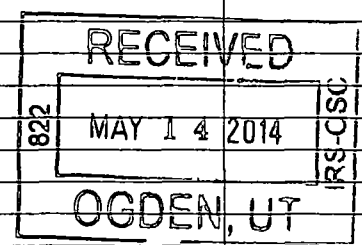
For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation FRAZIER FOUNDATION, INC		A Employer identification number - 72-0760891
Number and street (or P O box number if mail is not delivered to street address) 419 HOMER ROAD	Room/suite	B Telephone number (see instructions) 318-377-1217
City or town, state or province, country, and ZIP or foreign postal code MINDEN LA 71055		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,304,619.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instr.))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temp cash investments	12,334.	12,334.		
4 Dividends and interest from securities	68,954. ^e	68,954. ^e		
5a Gross rents				
b (Net rental income or (loss))				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		413,964. ^e		
8 Net short-term capital gain			413,964.	
9 Income modifications				
10a Gross sales less rtns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	1,012,889.	1,012,889.		
12 Total. Add lines 1 through 11	1,094,177.	1,508,141.	413,964.	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	134,479.	111,479.		
19 Depreciation (attach sch) and depletion	1,087.	1,087.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	42,900.	34,705.		8,194.
24 Total operating and administrative expenses Add lines 13 through 23	178,466.	147,271.		8,194.
25 Contributions, gifts, grants paid	984,550.			984,550.
26 Total exp & disbursements Add lines 24 and 25	1,163,016.	147,271.		992,744.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	(68,839.)			
b Net investment income (if neg, enter -0-)		1,360,870.		
c Adjusted net income (if neg, enter -0-)			413,964.	

SCANNED BY REVENUE 1 2014

Operating and Administrative Expenses



Handwritten mark

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	301,136.	1,110,381.	1,110,381.
	2	Savings and temporary cash investments	100,000.	200,000.	200,000.
	3	Accounts receivable			
		Less allowance for doubtful accts			
	4	Pledges receivable			
		Less allowance for doubtful accts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state govt obligations (attach schedule)	298,704.	304,064.	289,651.
	b	Investments - corporate stock (attach schedule)	2,072,149.	1,503,756.	1,867,692.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis	3,150,982.		
	Less accumulated depreciation (attach schedule)	3,146,559.	5,509.	4,423.	
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)	2,777,498.	3,122,624.	8,304,619.	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	4,999,070.	4,999,070.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	(2,221,572.)	(1,876,446.)	
30	Total net assets or fund balances (see instructions)	2,777,498.	3,122,624.		
31	Total liabilities and net assets/fund balances (see instructions)	2,777,498.	3,122,624.		

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 2,777,498.
2	Enter amount from Part I, line 27a	2 (68,839.)
3	Other increases not included in line 2 (itemize) <u>GAIN ON SECURITIES + 1</u>	3 - 413,965.
4	Add lines 1, 2, and 3,	4 3,122,624.
5	Decreases not included in line 2 (itemize) <u></u>	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 3,122,624.

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)
1 a.	PUBLICLY TRADED SECURITIES - SCHEDULE	P		
b.	ADJUSTMENT TO SECURITIES BASIS			
c.	ADJUSTMENT TO RECONCILE TO BOOKS			
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	- 2,622,743.	2,206,074.	416,669.	
b		2,424.	(2,424.)	
c		281.	(281.)	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any		
a			416,669.	
b			(2,424.)	
c			(281.)	
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	413,964.
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	413,964.

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 beg in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	940,864.	7,989,129.	0.1178
2011	908,362.	7,652,473.	0.1187
2010	794,545.	6,474,881.	0.1227
2009	1,000,168.	6,291,374.	0.1590
2008	1,158,357.	7,712,569.	0.1502
2	Total of line 1, column (d)		0.6684
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		0.1337
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		9,680,951.
5	Multiply line 4 by line 3		1,294,343.
6	Enter 1% of net investment income (1% of Part I, line 27b)		13,609.
7	Add lines 5 and 6		1,307,952.
8	Enter qualifying distributions from Part XII, line 4 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		992,744.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part i, line 27b	1	- 27,217.
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	0
3 Add lines 1 and 2	3	27,217.
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	27,217.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	23,000.
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	23,000.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	4,217.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	<
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) LA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ▶	13	X	
14	The books are in care of ▶ <u>A DON DRENNAN</u> Telephone no ▶ <u>325-676-4847</u> Located at ▶ <u>BOX 590 TX ABILENE</u> ZIP+4 ▶ <u>79604</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __, 20 __, 20 __, 20 __		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (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)

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 the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here ▶

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp	(e) Expense account, other allowances
JAMES W FRAZIER JR RT 1 BX 29F SIBLEY LA	PRESIDENT 8	0		
RUDITH A DRENNAN P O BOX 590 ABILENE TX	VICE-PRES 2	0		
MIKAL FRAZIER RT 1 BX 29F SIBLEY LA	SECRETARY 1	0		
A DON DRENNAN P O BOX 590 ABILENE TX	TREASURER 8	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 the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical info such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 GRANTS - CHILD CARE - OPERATIONS 5 ENTITIES SERVED	1,065.
2 GRANTS - CHURCHES OF CHRIST - OPERATIONS 25 ENTITIES SERVED	3,893.
3 GRANTS - EDUCATION - OPERATIONS 11 ENTITIES SERVED	2,077.
4 GRANTS - OTHER - OPERATIONS 12 ENTITIES SERVED	1,159.

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 NOT APPLICABLE	
2	
3 All other program-related investments See instructions	
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	3,692,538.
b	Average of monthly cash balances	1b	1,264,980.
c	Fair market value of all other assets (see instructions)	1c	4,870,859.
d	Total (add lines 1a, b, and c)	1d	9,828,377.
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	9,828,377.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	147,426.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,680,951.
6	Minimum investment return. Enter 5% of line 5	6	484,048.

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	484,048.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	-27,217.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27,217.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	456,831.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	456,831.
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	456,831.

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	992,744.
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	992,744.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	992,744.

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				456,831.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior yrs 20___, 20___, 20___				
3 Excess distrib carryover, if any, to 2013				
a From 2008	802,521.			
b From 2009	699,935.			
c From 2010	488,677.			
d From 2011	548,150.			
e From 2012	561,669.			
f Total of lines 3a through e	3,100,952.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 992,744.				
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				456,831.
e Remaining amt distributed out of corpus	535,913.			
5 Excess distrib carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in col (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, & 4e Subtract line 5	3,636,865.			
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 2007 not applied on line 5 or line 7 (see instructions)	802,521.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,834,344.			
10 Analysis of line 9				
a Excess from 2009	699,935.			
b Excess from 2010	488,677.			
c Excess from 2011	548,150.			
d Excess from 2012	561,669.			
e Excess from 2013	535,913.			

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

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
- FRAZIER FOUNDATION INC 318-377-0182 P O BOX 1175 MINDEN LA 71055-1175
- b The form in which applications should be submitted and information and materials they should include

SEE APPLICATION FORM ENCLOSED

- c Any submission deadlines
- MAY 15 AND OCTOBER 15
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
- SEE APPLICATION FORM ENCLOSED

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 SCHEDULE ATTACHED				984,550.
Total				984,550.
b Approved for future payment				
Total				▶ 3b

FRAZIER FOUNDATION, INC.

72-0760891

Year Ended December 31, 2013

Form 990-PF, Part I

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<u>Part I, Line 11 Other Income</u>	<u>Amount</u>	
Oil and gas royalty income, gross value	1,012,879.35	
Other miscellaneous income	<u>9.90</u>	
Total other income	<u>1,012,889.25</u>	Line 11

<u>Part I, Line 18 Taxes</u>	<u>Amount</u>	
Ad valorem taxes	63,976.40	
Severance taxes on royalty	45,500.41	
Foreign investment taxes	<u>2,002.16</u>	
	111,478.97	Line 18(b)
Excise taxes	<u>23,000.00</u>	
Total taxes	<u>134,478.97</u>	Line 18(a)

<u>Part I, Line 23. Other Expenses</u>	<u>Column (a)</u>	<u>Columns (b) & (c)</u>	<u>Column (d)</u>
Accounting and legal fees	3,850.00	3,850.00	0.00
Broker's management fees	29,944.96	29,944.96	0.00
*Foundation meeting expenses	4,991.35	499.14	4,492.21
*Postage	473.70	47.37	426.33
*Travel	0.00	0.00	0.00
*Office equipment,, computer and general expense	1,512.36	151.24	1,361.12
*Telephone	<u>2,127.21</u>	<u>212.72</u>	<u>1,914.49</u>
	<u>42,899.58</u>	<u>34,705.43</u>	<u>8,194.15</u>

* 10% Investment income, 90% Charitable

FRAZIER FOUNDATION, INC.

72-0760891

Year Ended December 31, 2013

Form 990-PF, Part 1, Line 19

COST DEPLETION SCHEDULE-ROYALTIES

Method of Depletion and Basis of Royalties

Estimated value of remaining production at beginning of period based on prior year Form 990PF Balance Sheet		<u>4,904,821.75</u>
Current period oil & gas royalty income.		
Gross value	1,012,879.35	
Severance taxes	<u>(45,500.41)</u>	<u>967,378.94</u>
Ratio		? <u>19.7230%</u>

Basis and Current Year Depletion

Present Value of Oil & Gas Royalty Interest at D.O.D. of Testator per Engineer's Report as adjusted by R.A.R.		3,150,981.60
Recovered through Depletion in Prior Periods		<u>(3,145,471.94)</u>
Basis 12-31-12		5,509.66
Cost depletion rate for current period		<u>19.7230%</u>
Current year depletion - Part 1, Line 19		<u>1,086.67</u>
Basis 12-31-2013		<u>4,422.99</u>

FRAZIER FOUNDATION, INC.
 EIN: 72-0760891
 Year Ended December 31, 2013
 Form 990-PF, Part II

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Part II, Line 1(b): Investments - Cash (non-interest-bearing)

First Financial Bank	4,016.49
FFB Grants - Abilene	1,084.32
Certificates of Deposit (CDS) cash balance	213,824.64
Wells Fargo - Compass Bd	7,413.40
Wells Fargo - Equities	1,515.52
Wells Fargo - Brandes	36,638.16
Wells Fargo - Good Harbor	824,957.92
Wells Fargo - Jennison	6.13
Wells Fargo - Legg Mason	20,924.19
	<u>1,110,380.77</u>

Part II, Line 2(b) and 10(a): Investments - Taxable bonds and CD's

	<u>Cost</u>	<u>Market Value</u>
Wells Fargo CD A/C 0913 (page 5)	200,000.00	200,000.00
Compass Securities A/C No. 2907-7410		
Corporate and Government bonds (pages 5-12)	<u>304,063.54</u>	<u>289,650.89</u>
Total	<u><u>504,063.54</u></u>	<u><u>489,650.89</u></u>

Part II, Line 10(b): Investments - Corporate Stocks

	<u>Brokerage Account Number</u>	<u>Cost</u>	<u>Market Value</u>
Wells Fargo Securities			
Broker:			
Wells Fargo (pages 4-9) Equity	2823-6212	796,617.29	1,040,264.00
Wells Fargo (pages 4-10) Legg Mason	2823-6230	244,653.03	265,188.02
Wells Fargo (pages 4-17) Brandes	2823-6203	<u>462,485.80</u>	<u>562,240.23</u>
Total		<u><u>1,503,756.12</u></u>	<u><u>1,867,692.25</u></u>

FRAZIER FOUNDATION, INC.

EIN 72-0760891

Year Ended December 31, 2013

Form 990-PF, Part II

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Part II, Line 11 FMV of Other Assets

Oil & Gas Minerals per 11-07-83 Appraisal

7,746,097.00

No formal appraisal updates have been obtained on the oil and gas royalties. Actual charitable distributions are significantly in excess of minimum requirements, and any overstatement of current value in some prior years would have had no tax effect.

The production from the above mineral interest is reflecting a definite decline curve, and a value equal to 60 months average production from the property appears to be a maximum value. The value is revised to reflect the production decline combined with price changes.

December 31, 2013 value based on the enumerated method.

Production Income net of Severance Taxes and Expenses
Multiple (60 Months or 5 Years)

967,378.94

5.00

4,836,894.70

FRAZIER FOUNDATION

72-0760891

Year Ended December 31, 2013

Form 990 PF, Part IV, Line 1

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Gains and Losses on Sales

	Sales Price	Cost	Total
Wells Fargo Account No. 2907-7410 - short term	5,163.60	5,323.05	(159.45)
Wells Fargo Account No. 2907-7410 - long term	36,475.62	38,490.06	(2,014.44)
Wells Fargo Account No. 2823-6212 - short term	126,637.73	144,431.38	(17,793.65)
Wells Fargo Account No. 2823-6212 - long term	399,005.08	297,358.52	101,646.56
Wells Fargo Account No. 2897-0913 - short term	307,209.83	265,484.15	41,725.68
Wells Fargo Account No. 2897-0913 - long term	82,888.99	59,174.07	23,714.92
Wells Fargo Account No. 2823-6221 - short term	200,000.00	200,000.00	-
Wells Fargo Account No. 2823-6221 - long term	100,000.00	100,000.00	-
Wells Fargo Account No. 2623-6230 - short term	98,002.76	87,538.67	10,464.09
Wells Fargo Account No. 2623-6230 - long term	208,446.31	120,617.30	87,829.01
Wells Fargo Account No. 2823-6203 - short term	7,435.90	4,784.00	2,651.90
Wells Fargo Account No. 2823-6203 - long term	123,549.87	116,468.98	7,080.89
Wells Fargo Account No. 2813-0991 - short term	102,584.00	93,494.50	9,089.50
Wells Fargo Account No. 2813-0991 - long term	184,141.01	126,256.08	57,884.93
Wells Fargo Account No. 2823-6239 - short term	445,787.81	395,408.68	50,379.13
Wells Fargo Account No. 2823-6239 - long term	180,366.29	137,871.38	42,494.91
Wells Fargo Account No. 2907-7459 - short term	6,267.32	6,227.04	40.28
Wells Fargo Account No. 2907-7459 - long term	<u>8,780.60</u>	<u>7,146.41</u>	<u>1,634.19</u>
Totals	<u>2,622,742.72</u>	<u>2,206,074.27</u>	416,668.45
Adjustment to Stock Basis			(2,423.62)
Reconciling items from Brokerage analyses to books			(281.23)
Net Capital Gains and Losses			<u><u>413,963.60</u></u>

The above sales are primarily equity securities
The breakdown is based on the brokers' annual
accounting by segments and reconciled to the
books of the Foundation

**FRAZIER FOUNDATION
GRANTS
2013**

CHILD CARE

SHILOH INCORPORATED, NEW YORK, NY	\$20,000
CENTRAL TEXAS CHILDREN'S HOME, BUDA, TX	20,000
HIGH PLAINS CHILDREN'S HOME, AMARILLO, TX	25,000
MID-CITY MINISTRIES, NEW ORLEANS, LA	13,000
TIMOTHY HILL CHILDREN'S RANCH, RIVERHEAD, NY	<u>50,000</u>
CHILD CARE TOTAL	\$128,000

CHURCHES OF CHRIST

MIDWAY, MADISON, AL	25,000
SPANISH FORT, SPANISH FORT, AL	13,000
RIVER CITY, N. LITTLE ROCK, AR	36,000
JACKSONVILLE BEACH, JACKSONVILLE BEACH, FL	16,000
MONROE ST, ALEXANDRIA, LA	10,000
UNIVERSITY, SHREVEPORT, LA	16,500
LAKE ORION, LAKE ORION, MI	2,500
ROCHESTER, ROCHESTER HILLS, MI	19,000
MADISON, MADISON, TN	25,000
BELLEVUE, NASHVILLE, TN	15,000
EXCHANGE STREET, UNION CITY, TN	20,000
HILLCREST, ABILENE, TX	30,000
HIGHWAY 36, ABILENE, TX	5,500
UNIVERSITY, ABILENE, TX	30,000
WESTGATE, ABILENE, TX	13,600
PLEASANT RIDGE, ARLINGTON, TX	15,000
WESTOVER HILLS, AUSTIN, TX	67,500
SKILLMAN AVENUE, DALLAS, TX	30,000
BERING DRIVE, HOUSTON, TX	5,000
IDALOU, IDALOU TX	12,000
HIGH POINTE, MCKINNEY, TX	30,000
LEGACY, NORTH RICHLAND HILLS, TX	2,000
ROUND ROCK, ROUND ROCK, TX	20,000
SPRINGTOWN, SPRINGTOWN, TX	3,200
DALE CITY, WOODBRIDGE, VA	<u>6,000</u>
CHURCHES OF CHRIST TOTAL	\$467,800

EDUCATION

ABILENE CHRISTIAN UNIVERSITY, ABILENE, TX	\$ 20,000
CROWLEY'S RIDGE COLLEGE, PARAGOULD, AR	15,000
FAULKNER UNIVERSITY, MONTGOMERY, AL	10,000
FOCUS ON THE FAMILY, COLORADO SPRINGS, CO	10,000
LIVINGSTONE UNIVERSITY, FORT WORTH, TX	12,500
NATIONS UNIVERSITY, BRENTWOOD, TN	25,000
OHIO VALLEY UNIVERSITY, VIENNA, WV	57,000
ROCHESTER COLLEGE, ROCHESTER HILLS, MI	18,000
SUNSET INTERNATIONAL, LUBOCK, TX	25,000
YORK COLLEGE, YORK, NE	32,000
ZAMBIA CHRISTIAN SCHOOL, ABILENE, TX	<u>25,000</u>
EDUCATION TOTAL	\$249,500

OTHER

COME BEFORE WINTER, AUSTIN, TX	\$15,000
FAITH WORKS, ABILENE, TX	10,000
FULLER CENTER OF WEBSTER PARISH, SPINGHILL, LA	10,000
GREAT CITIES MISSION, ADDISON, TX	15,000
HOPE HARBOR, CLAREMORE, OK	15,000
MARRIAGE SAVERS, POTOMAC, MD	5,000
MISSIONS RESOURCE NETWORK, BEDFORD, TX	24,000
NEW LIFE MINISTRIES, DALLAS, TX	20,000
NORWELA COUNCIL BOY SCOUTS, SHREVEPORT, LA	1,000
REGIONAL VICTIM CRISIS CENTER, ABILENE, TX	8,000
SERVING GOD BY SERVING OTHERS, PLANO, TX	10,000
WORLD BIBLE TRANSLATION CENTER, FT. WORTH, TX	<u>6,250</u>
OTHER TOTAL	\$139,250

TOTAL GRANTS **\$984,550**



Form 990 PF
Year 2013
Part II, Line 10k
Frazier Foundation, Inc.
72-0760891

FRAZIER FOUNDATION
A CORPORATION
NETWORK/CHURCHILL BOND AGGT-
DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2897-0913

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value.

Certificates of Deposit

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
MIZUHO BANK (USA) CD NEW YORK NY ACT/365 FDIC INSURED CPN 0.350% DUE 07/08/14 DTD 01/08/14 FC 07/08/14 CUSIP 60688MEK6 Acquired 12/31/13 S nc	24.16	100,000	100.00	100,000.00	100.0000	100,000.00	0.00	N/A	350.00	0.35
MIZUHO BANK (USA) CD NEW YORK NY ACT/365 FDIC INSURED CPN 0.450% DUE 07/08/15 DTD 01/08/14 FC 01/08/15 CUSIP 60688MEM2 Acquired 12/31/13 S nc	24.16	100,000	100.00	100,000.00	100.0000	100,000.00	0.00	N/A	450.00	0.45
Total Certificates of Deposit	48.33	200,000		\$200,000.00		\$200,000.00	\$0.00		\$800.00	0.40
Total Fixed Income Securities	48.33			\$200,000.00		\$200,000.00	\$0.00		\$800.00	0.40

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Bank Deposit Sweep Allocation

Monies on deposit at each bank are eligible for FDIC insurance of up to \$250,000 per depositor, per bank in accordance with FDIC rules. In those instances where deposit balances exceed the maximum FDIC insurance limits, those deposits will be uninsured. Deposits at each bank are not held in your securities brokerage account and therefore not covered by SIPC. Settlement timing differences will cause balances displayed in this section to vary from those indicated in the Portfolio detail section due to activity that occurs after 2pm ET on the last business day of the month. For more information please refer to the "Cash Sweep Program Disclosure Statement" or contact Your Financial Advisor.

DESCRIPTION	CURRENT VALUE	AS OF VALUE DATE
WELLS FARGO BANK, N.A.	250,000.00	12/31
WELLS FARGO BANK SOUTH CENTRAL, N.A.	163,824.53	12/31
Total Bank Deposits	\$413,824.53	



Form 990 PF
 Year 2013
 Part II, Line 10b
 Frazier Foundation, Inc.
 72-0760891

FRAZIER FOUNDATION
 A CORPORATION
 COMPASS
 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value.

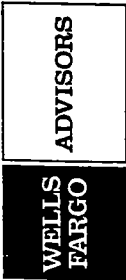
Corporate Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
JPMORGAN CHASE & CO SR UNSECURED NOTES CPN 4.650% DUE 06/01/14 DTD 05/18/09 FC 12/01/09 Moody A3, S&P A CUSIP 46625HHN3 Acquired 01/31/12 L nc	3.43	10,000	107.37	10,737.60	101.8480	10,184.80	-552.80	38.75	465.00	4.56
GENERAL ELEC CAP CORP NOTES CPN 4.875% DUE 03/04/15 DTD 03/04/05 FC 09/04/05 Moody A1, S&P AA+ CUSIP 36962GP65 Acquired 01/31/12 L nc	3.54	10,000	110.15	11,015.10	105.1430	10,514.30	-500.80	158.44	487.50	4.63
GENERAL MILLS INC NOTES CALLABLE CPN 5.700% DUE 02/15/17 DTD 01/24/07 FC 08/15/07 Moody A3, S&P BBB+ CUSIP 3703348B9 Acquired 01/31/12 L nc Acquired 03/08/12 L nc	3.78	10,000	112.1540	\$11,943.39	112.1540	\$11,215.40	-\$727.99	\$215.33	\$570.00	5.08
CISCO SYSTEMS INC SR UNSECURED CPN 3.150% DUE 03/14/17 DTD 03/16/11 FC 09/14/11 Moody A1, S&P AA- CUSIP 17275RAK8 Acquired 02/06/13 S nc	1.79	5,000	108.22	5,411.45	106.1050	5,305.25	-106.20	46.81	157.50	2.96
AMGEN INC SR UNSECURED CPN 2.125% DUE 05/15/17 DTD 05/15/12 FC 11/15/12										

FRAZIER FOUNDATION
 A CORPORATION
 COMPASS
 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities
Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
Moody BAA1, S&P A CUSIP 031162BQ2 Acquired 11/14/12 L nc	1.71	5,000	103.84	5,192.40	101.3750	5,068.75	-123.65	13.58	106.25	2.09
CATERPILLAR INC SR NOTES CPN 1.500% DUE 06/26/17 DTD 06/26/12 FC 12/26/12 Moody A2, S&P A CUSIP 149123BZ3 Acquired 02/08/13 S nc	1.68	5,000	101.27	5,063.95	99.5270	4,976.35	-87.60	1.04	75.00	1.50
COMCAST CORP NOTES CALLABLE CPN 6.300% DUE 11/15/17 DTD 08/23/07 FC 11/15/07 Moody A3, S&P A- CUSIP 20030NAU5 Acquired 01/31/12 L nc Acquired 03/08/12 L nc	3.92	10,000		\$12,158.00	116.4820	\$11,648.20	-\$509.80	\$80.50	\$630.00	5.41
AT&T INC BONDS CPN 5.500% DUE 02/01/18 DTD 02/01/08 FC 08/01/08 Moody A3, S&P A- CUSIP 00206RAJ1 Acquired 01/31/12 L nc Acquired 03/08/12 L nc	3.79	10,000		\$11,906.45	112.6600	\$11,266.00	-\$640.45	\$229.17	\$550.00	4.88
Total										



Form 990 PF
 Year 2013
 Part II, Line 10b
 Frazier Foundation, Inc.
 72-0760891

FRAZIER FOUNDATION
 A CORPORATION
 COMPASS
 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities
Corporate Bonds continued

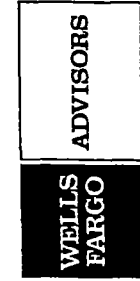
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
MCDONALD'S CORP MEDIUM TERM NOTES CALLABLE CPN 5.350% DUE 03/01/18 DTD 02/29/08 FC 09/01/08 Moody A2, S&P A CUSIP 58013MEE0 Acquired 01/31/12 L nc	1.91	5,000	121.87	6,093.91	113.7210	5,686.05	-407.86	89.17	267.50	4.70
EMC CORP SR UNSECURED CPN 1.875% DUE 06/01/18 DTD 06/06/13 FC 12/01/13 Moody A1, S&P A CUSIP 268648AP7 Acquired 08/21/13 S nc	3.33	10,000	98.81 98.72	9,881.37 9,872.90	99.0540	9,905.40	24.03	15.63	187.50	1.89
PROCTER & GAMBLE CO NOTES CPN 4.700% DUE 02/15/19 DTD 02/06/09 FC 08/15/09 Moody AA3, S&P AA- CUSIP 742718DN6 Acquired 08/21/13 S nc	2.27	6,000	112.44	6,746.58	112.3100	6,738.60	-7.98	106.53	282.00	4.18
UNITED PARCEL SERVICE SR UNSECURED CPN 5.125% DUE 04/01/19 DTD 03/24/09 FC 10/01/09 Moody AA3, S&P A+ CUSIP 911312AK2 Acquired 01/31/12 L nc Acquired 03/08/12 L nc	3.83	5,000 5,000	124.00 121.70	6,200.10 6,085.00	113.7400	5,687.00 5,687.00	-513.10 -398.00	\$128.13	\$512.50	4.51
Total		10,000		\$12,285.10	113,7400	\$11,374.00	-\$911.10			

Form 990 PF
 Year 2013
 Part II, Line 10b
 Frazier Foundation, Inc.
 72-0760891

FRAZIER FOUNDATION
 A CORPORATION
 COMPASS
 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities
Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
EI DU PONT DE NEMOUR & C										
NOTES										
CPN 4.625% DUE 01/15/20										
DTD 11/09/09 FC 07/15/10										
Moody A2, S&P A										
CUSIP 263534BZ1										
Acquired 01/31/12 L nc		5,000	117.70	5,885.41		5,480.60	-404.81			
Acquired 03/08/12 L nc		5,000	116.56	5,828.40		5,480.60	-347.80			
Total	3.69	10,000		\$11,713.81	109.6120	\$10,961.20	-\$752.61	\$213.26	\$462.50	4.22
PEPSICO INC										
NOTES										
CPN 4.500% DUE 01/15/20										
DTD 01/14/10 FC 07/15/10										
Moody A1, S&P A-										
CUSIP 713448BN7										
Acquired 01/31/12 L nc		5,000	116.40	5,820.00		5,446.15	-373.85			
Acquired 03/08/12 L nc		5,000	115.13	5,756.85		5,446.15	-310.70			
Total	3.67	10,000		\$11,576.85	108.9230	\$10,892.30	-\$684.55	\$207.50	\$450.00	4.13
GOLDMAN SACHS GRP INC										
SENIOR NOTES										
CPN 6.000% DUE 06/15/20										
DTD 06/03/10 FC 12/15/10										
Moody BAA1, S&P A-										
CUSIP 38141EA66										
Acquired 01/31/12 L nc		5,000	106.02	5,301.05		5,729.30	428.25			
Acquired 03/08/12 L nc		5,000	105.77	5,288.85		5,729.30	440.45			
Total	3.86	10,000		\$10,589.90	114.5860	\$11,458.60	\$868.70	\$26.67	\$600.00	5.24
BERKSHIRE HATHAWAY FIN										
COMPANY LTD										
CPN 4.250% DUE 01/15/21										
DTD 01/11/11 FC 07/15/11										
Moody AA2, S&P AA										
CUSIP 084664BQ3										
Acquired 01/31/12 L nc		5,000	111.18	5,559.47		5,270.50	-288.97			
Acquired 03/08/12 L nc		5,000	109.71	5,485.85		5,270.50	-215.35			
Acquired 05/21/13 S nc		2,000	113.36	2,267.39		2,108.20	-159.19			
Total	4.26	12,000		\$13,312.71	105.4100	\$12,649.20	-\$663.51	\$235.17	\$510.00	4.03



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FRAZIER FOUNDATION
 A CORPORATION
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 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities
Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
WAL-MART STORES INC										
SR UNSECURED										
CPN 4 250% DUE 04/15/21										
DTD 04/18/11 FC 10/15/11										
Moody AA2, S&P AA										
CUSIP 931142DD2										
Acquired 01/31/12 L nc		5,000	115.85	5,792.95		5,392.80	-400.15			
Acquired 05/21/13 S nc		7,000	113.95	7,976.85		7,549.92	-426.93			
Total	4.36	12,000		\$13,769.80	107.8560	\$12,942.72	-\$827.08	\$107.67	\$510.00	3.94
US BANCORP										
SR UNSECURED										
CALLABLE										
CPN 4 125% DUE 05/24/21										
DTD 05/24/11 FC 11/24/11										
CALL 04/23/21 @ 100 000										
Moody A1, S&P A+										
CUSIP 91159HHA1										
Acquired 01/31/12 L nc		5,000	112.49	5,624.95		5,292.60	-332.35			
Acquired 09/13/12 L nc		5,000	113.61	5,680.50		5,292.60	-387.90			
Total	3.56	10,000		\$11,305.45	105.8520	\$10,585.20	-\$720.25	\$42.40	\$412.50	3.90
UNITED TECHNOLOGIES CORP										
NOTES										
CPN 3 100% DUE 06/01/22										
DTD 06/01/12 FC 12/01/12										
Moody A2, S&P A										
CUSIP 913017BV0										
Acquired 12/05/12 L nc		5,000	107.70	5,385.45		4,901.65	-483.80			
Acquired 12/04/13 S nc		5,000	97.78	4,889.38		4,901.65	12.27			
			97.77	4,888.70						
Total	3.30	10,000		\$10,274.83	98.0330	\$9,803.30	-\$471.53	\$25.83	\$310.00	3.16
				\$10,274.15						

FRAZIER FOUNDATION
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 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities

Corporate Bonds continued

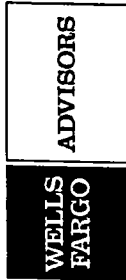
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
DEERE & CO SR UNSECURED CPN 2.600% DUE 06/08/22 DTD 06/08/12 FC 12/08/12 CALL 03/08/22 @ 100.000 Moody A2, S&P A CUSIP 2441998E4 Acquired 08/02/12 L nc	1.57	5,000	104.69	5,234.85	93.2630	4,663.15	-571.70	8.31	130.00	2.78
Total Corporate Bonds	63.23	175,000		\$196,213.50 \$196,204.35		\$187,838.77	-\$8,374.73	\$1,989.89	\$7,675.75	4.09

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Government Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
US TREASURY NOTE CPN 4.750% DUE 05/15/14 DTD 05/15/04 FC 11/15/04 Moody AAA, S&P NR CUSIP 912828CJ7 Acquired 01/31/12 L nc Acquired 03/08/12 L nc	8.56	25,000	110.25 109.62	16,538.67 10,962.50	101.6950	\$25,423.75 10,169.50	-1,284.42 -793.00	\$154.18	\$1,187.50	4.67
Total				\$27,501.17	101.6950	\$25,423.75	-\$2,077.42	\$154.18	\$1,187.50	4.67

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FRAZIER FOUNDATION
 A CORPORATION
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 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities

Government Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
FEDERAL HOME LN MTG CORP										
NOTES										
CPN 4.500% DUE 01/15/15										
DTD 01/21/05 FC 07/15/05										
Moody AAA, S&P AA+										
REMAIN BAL 5,000.00										
DEC FACTOR 1 000000000										
CUSIP 313444UX0										
Acquired 03/08/12 L nc	1.76	5,000	111.28	5,564.48	104.4040	5,220.20	-344.28	103.75	225.00	4.31
US TREASURY										
NOTES										
CPN 1.250% DUE 08/31/15										
DTD 08/31/10 FC 02/28/11										
Moody AAA, S&P NR										
CUSIP 912828NV8										
Acquired 01/31/12 L nc		15,000	103.03	15,454.69		15,238.50	-216.19			
Acquired 03/08/12 L nc		10,000	102.49	10,249.22		10,159.00	-90.22			
Total	8.55	25,000		\$25,703.91	101.5900	\$25,397.50	-\$306.41	\$106.18	\$312.50	1.23
FEDERAL NATL MTG ASSN										
NOTES										
CPN 5.250% DUE 09/15/16										
DTD 08/17/06 FC 09/15/06										
Moody AAA, S&P AA+										
REMAIN BAL 10,000.00										
DEC FACTOR 1 000000000										
CUSIP 31359MW41										
Acquired 01/31/12 L nc		5,000	119.76	5,988.16		5,600.20	-387.96			
Acquired 03/08/12 L nc		5,000	118.81	5,940.60		5,600.20	-340.40			
Total	3.77	10,000		\$11,928.76	112.0040	\$11,200.40	-\$728.36	\$154.58	\$525.00	4.69
US TREASURY WI										
NOTES										
CPN 4.750% DUE 08/15/17										
DTD 08/15/07 FC 02/15/08										
Moody AAA, S&P NR										
CUSIP 912828HA1										
Acquired 01/31/12 L nc		20,000	121.08	24,217.97		22,589.00	-1,628.97			
Acquired 03/08/12 L nc		5,000	119.95	5,997.85		5,647.25	-350.60			

FRAZIER FOUNDATION
 A CORPORATION
 COMPASS
 P. O. BOX 590
 DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2907-7410

Fixed Income Securities

Government Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
Total	9.51	25,000		\$30,215.82	112.9450	\$28,236.25	-\$1,979.57	\$448.54	\$1,187.50	4.21
TENN VALLEY AUTHORITY										
SR UNSECURED										
CPN 3.875% DUE 02/15/21										
DTD 02/08/11 FC 08/15/11										
Moody AAA, S&P AA+										
REMAIN BAL 6,000.00										
DEC FACTOR 1.00000000										
CUSIP 880591EL2										
Acquired 03/15/13 S nc	2.13	6,000	115.75	6,945.05	105.5670	6,334.02	-611.03	87.83	232.50	3.67
Total Government Bonds	34.27	96,000		\$107,859.19		\$101,812.12	-\$6,047.07	\$1,055.06	\$3,670.00	3.60
Total Fixed Income Securities	97.50			\$304,072.69		\$289,650.89	-\$14,421.80	\$3,044.95	\$11,345.75	3.92

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Activity detail

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01	Cash	INTEREST		BEGINNING BALANCE			11,501.82
12/02	Cash	INTEREST		EMC CORP SR UNSECURED CPN 1.875% DUE 06/01/18 DTD 06/06/13 FC 12/01/13 120113 10,000 AS OF 12/01/13 CUSIP 268648AP7	91.15		
12/02	Cash	INTEREST		JPMORGAN CHASE & CO SR UNSECURED NOTES CPN 4.650% DUE 06/01/14 DTD 05/18/09 FC 12/01/09 120113 10,000 AS OF 12/01/13 CUSIP 46625HHN3	232.50		

Part II, Line 10b
Frazier Foundation, Inc.
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**FRAZIER FOUNDATION
"EQUITY ACCOUNT"**

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6212

Additional information

Gross proceeds	THIS PERIOD 89,580.56	THIS YEAR 525,642.81	Foreign withholding	THIS PERIOD -135.00	THIS YEAR -401.40
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Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you. Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep. In addition, the money market mutual funds in the sweep reserve the right to require one or more days' prior notice before permitting withdrawals.

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed \$250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to \$250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.04	0.00	468.00	0.00
BANK DEPOSIT SWEEP	0.10	0.01	1,047.52	0.10
Interest Period 12/01/13 - 12/31/13				
Total Cash and Sweep Balances	0.15		\$1,515.52	\$0.10

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year.

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ABBVIE INC									
ABBV									
Acquired 05/01/06 L nc		300	22.19	6,777.22	15,843.00	9,065.78			
Acquired 12/15/09 L nc		200	27.86	5,573.94	10,562.00	4,988.06			
Acquired 03/22/10 L nc		100	28.19	2,819.04	5,281.00	2,461.96			
Acquired 07/06/10 L nc		100	24.16	2,416.37	5,281.00	2,864.63			
Acquired 03/02/11 L		100	24.75	2,528.30	5,281.00	2,752.70			
Acquired 07/31/12 L		200	34.65	7,043.45	10,562.00	3,518.55			
Total	5.07	1,000		\$27,158.32	\$52,810.00	\$25,651.68			3.03



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Year 2013
Part II, Line 10b
Frazier Foundation, Inc.
72-0760891

FRAZIER FOUNDATION
"EQUITY ACCOUNT"

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6212

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
AFLAC INC									
AFL									
Acquired 07/29/09 L nc		200	35.99	7,199.20		13,360.00	6,160.80		
Acquired 08/02/11 L		100	44.98	4,597.43		6,680.00	2,082.57		
Total	1.92	300		\$11,796.63	66.8000	\$20,040.00	\$8,243.37	\$444.00	2.22
AT & T INC									
T									
Acquired 09/27/10 L nc		200	29.03	5,807.24		7,032.00	1,224.76		
Acquired 07/07/11 L		1,000	31.25	31,623.97		35,160.00	3,536.03		
Acquired 08/02/11 L		100	29.35	3,013.80		3,516.00	502.20		
Acquired 11/22/11 L		100	28.18	2,890.46		3,516.00	625.54		
Acquired 04/15/13 S		300	38.10	11,640.77		10,548.00	-1,092.77		
Acquired 08/14/13 S		300	34.64	10,613.79		10,548.00	-65.79		
Total	6.75	2,000		\$65,590.03	35.1600	\$70,320.00	\$4,729.97	\$3,680.00	5.23
BP PLC SPONS ADR									
BP									
Acquired 04/25/11 L		300	45.95	14,024.69		14,583.00	558.31		
Acquired 05/03/12 L		300	41.87	12,785.21		14,583.00	1,797.79		
Acquired 07/31/12 L		200	40.25	8,205.31		9,722.00	1,516.69		
Acquired 01/22/13 S		200	43.77	8,918.05		9,722.00	803.95		
Total	4.67	1,000		\$43,933.26	48.6100	\$48,610.00	\$4,676.74	\$2,280.00	4.69
BRISTOL MYERS SQUIBB									
CO									
BMY									
Acquired 03/02/11 L		200	25.34	5,184.78		10,630.00	5,445.22		
Acquired 08/02/11 L		100	28.11	2,888.19		5,315.00	2,426.81		
Acquired 09/12/12 L		200	33.59	6,856.41		10,630.00	3,773.59		
Total	2.55	500		\$14,929.38	53.1500	\$26,575.00	\$11,645.62	\$720.00	2.71
CHEVRON CORPORATION									
CVX									
Acquired 09/27/10 L nc		200	80.49	16,099.24		24,982.00	8,882.76		
Total	2.40	200		16,099.24	124.9100	24,982.00	8,882.76	800.00	3.20
CONOCOPHILLIPS									
COP									
Acquired 01/22/13 S		500	59.97	30,404.98		35,325.00	4,920.02		
Acquired 03/18/13 S		200	59.53	12,101.06		14,130.00	2,028.94		
Acquired 03/18/13 S		100	59.54	6,048.54		7,065.00	1,016.46		
Acquired 04/15/13 S		200	57.37	11,673.08		14,130.00	2,456.92		

FRAZIER FOUNDATION
 "EQUITY ACCOUNT"

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6212

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Total	6.78	1,000		\$60,227.66	70.6500	\$70,650.00	\$10,422.34	\$2,760.00	3.91
DOW CHEMICAL COMPANY									
DOW									
Acquired 01/22/13 S		500	33.97	17,283.20		22,200.00	4,916.80		
Acquired 03/18/13 S		500	33.37	16,977.77		22,200.00	5,222.23		
Total	4.26	1,000		\$34,260.97	44.4000	\$44,400.00	\$10,139.03	\$1,280.00	2.88
DUKE ENERGY CORP									
COM NEW									
DUK									
Acquired 02/27/12 L		199,80000	63.19	12,853.94		13,788.20	934.26		
Acquired 04/23/12 L		133,20000	62.79	8,542.87		9,192.13	649.26		
Acquired 09/12/12 L		667	64.23	43,334.73		46,029.67	2,694.94		
Acquired 01/22/13 S		300	67.21	20,481.33		20,703.00	221.67		
Total	8.61	1,300		\$85,212.87	69.0100	\$89,713.00	\$4,500.13	\$4,056.00	4.52
ELI LILLY & CO									
LLY									
Acquired 09/02/11 L		100	37.40	3,829.21		5,100.00	1,270.79		
Acquired 04/03/12 L		100	40.33	4,125.98		5,100.00	974.02		
Acquired 07/31/12 L		100	44.18	4,516.04		5,100.00	583.96		
Acquired 09/12/12 L		200	46.57	9,484.85		10,200.00	715.15		
Acquired 09/14/13 S		200	54.17	11,047.36		10,200.00	-847.36		
Total	3.43	700		\$33,003.44	51.0000	\$35,700.00	\$2,696.56	\$1,372.00	3.84
EXXON MOBIL CORP									
XOM									
Acquired 11/17/09 L nc		500	74.91	37,455.00		50,600.00	13,145.00		
Acquired 07/06/10 L nc		100	56.95	5,695.70		10,120.00	4,424.30		
Total	5.83	600		\$43,150.70	101.2000	\$60,720.00	\$17,569.30	\$1,512.00	2.49
FIRST FINL BANKSHARES									
INC									
FFIN									
Acquired 07/06/10 L nc		300	31.37	9,411.10		19,833.00	10,421.90		
Acquired 02/03/11 L		300	33.22	10,143.98		19,833.00	9,689.02		
Acquired 08/02/11 L		100	31.88	3,270.30		6,611.00	3,340.70		
Acquired 09/06/11 L		200	26.71	5,463.64		13,222.00	7,758.36		
Acquired 09/12/11 L		100	26.22	2,696.13		6,611.00	3,914.87		
Total	6.35	1,000		\$30,985.15	66.1100	\$66,110.00	\$35,124.85	\$1,040.00	1.57



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**FRAZIER FOUNDATION
 "EQUITY ACCOUNT"**

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6212

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GENERAL ELECTRIC COMPANY									
GE									
Acquired 02/27/12 L		400	19.09	7,791.77		11,212.00	3,420.23		
Acquired 02/27/12 L		100	19.10	1,947.20		2,803.00	855.80		
Acquired 04/23/12 L		500	18.99	9,696.93		14,015.00	4,318.07		
Total	2.69	1,000		\$19,435.90	28.0300	\$28,030.00	\$8,594.10	\$880.00	3.14
GENERAL MILLS INC									
GIS									
Acquired 12/15/09 L nc		200	34.40	6,880.20		9,982.00	3,101.80		
Acquired 06/08/10 L nc		200	37.61	7,523.65		9,982.00	2,458.35		
Total	1.92	400		\$14,403.85	49.9100	\$19,964.00	\$5,560.15	\$608.00	3.05
GLAXOSMITHKLINE PLC-ADR									
GSK									
Acquired 02/03/11 L		300	38.02	11,616.05		16,017.00	4,400.95		
Acquired 03/02/11 L		200	38.08	7,766.04		10,678.00	2,911.96		
Acquired 11/22/11 L		100	42.07	4,296.99		5,339.00	1,042.01		
Acquired 04/03/12 L		100	45.65	4,664.94		5,339.00	674.06		
Acquired 05/03/12 L		100	46.88	4,771.72		5,339.00	567.28		
Acquired 05/03/12 L		100	46.87	4,766.18		5,339.00	572.82		
Acquired 05/03/12 L		100	46.87	4,766.45		5,339.00	572.55		
Total	5.12	1,000		\$42,648.37	53.3900	\$53,390.00	\$10,741.63	\$2,409.00	4.51
GREAT PLAINS ENERGY INC									
GXP									
Acquired 03/03/08 L nc		300	25.25	7,735.59		7,272.00	-463.59		
Acquired 12/15/09 L nc		200	18.89	3,778.00		4,848.00	1,070.00		
Acquired 07/06/10 L nc		200	16.95	3,391.50		4,848.00	1,456.50		
Acquired 08/30/10 L nc		300	18.42	5,527.56		7,272.00	1,744.44		
Acquired 09/15/10 L nc		300	18.91	5,675.40		7,272.00	1,596.60		
Total	3.02	1,300		\$26,108.05	24.2400	\$31,512.00	\$5,403.95	\$1,196.00	3.80
JOHNSON & JOHNSON									
JNJ									
Acquired 03/22/10 L nc		100	65.35	6,535.80		9,159.00	2,623.20		
Acquired 07/06/10 L nc		100	59.05	5,905.57		9,159.00	3,253.43		
Acquired 08/02/11 L		100	63.80	6,491.76		9,159.00	2,667.24		
Total	2.64	300		\$18,933.13	91.5900	\$27,477.00	\$8,543.87	\$792.00	2.88

**FRAZIER FOUNDATION
 "EQUITY ACCOUNT"**

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6212

**Stocks, options & ETFs
 Stocks and ETFs continued**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
KIMBERLY-CLARK CORP									
KIMB									
Acquired 08/30/10 L nc		100	64.11	6,411.60		10,446.00	4,034.40		
Acquired 04/25/11 L		200	63.88	12,990.43		20,892.00	7,901.57		
Total	3.01	300		\$19,402.03	104.4600	\$31,338.00	\$11,935.97	\$972.00	3.10
PFIZER INCORPORATED									
PFE									
Acquired 08/30/10 L nc		200	15.89	3,179.50		6,126.00	2,946.50		
Acquired 09/15/10 L nc		200	17.23	3,446.00		6,126.00	2,680.00		
Acquired 08/02/11 L		100	18.38	1,898.68		3,063.00	1,164.32		
Acquired 05/03/12 L		200	22.59	4,628.77		6,126.00	1,497.23		
Total	2.06	700		\$13,152.95	30.6300	\$21,441.00	\$8,288.05	\$728.00	3.40
PUBLIC SVC ENTERPRISE GROUP INC									
PEG									
Acquired 08/10/09 L nc		300	31.58	9,476.40		9,612.00	135.60		
Acquired 08/10/09 L nc		200	31.59	6,318.00		6,408.00	90.00		
Acquired 03/22/10 L nc		100	30.52	3,052.65		3,204.00	151.35		
Acquired 04/15/10 L nc		100	30.73	3,073.63		3,204.00	130.37		
Acquired 08/30/10 L nc		300	31.84	9,553.92		9,612.00	58.08		
Acquired 09/15/10 L nc		300	31.28	9,386.19		9,612.00	225.81		
Total	4.00	1,300		\$40,860.79	32.0400	\$41,652.00	\$791.21	\$1,872.00	4.49
RAYTHEON COMPANY									
RTN									
Acquired 02/27/12 L		300	50.88	15,508.21		27,210.00	11,701.79		
Acquired 05/03/12 L		300	54.05	16,484.87		27,210.00	10,725.13		
Total	5.22	600		\$31,993.08	90.7000	\$54,420.00	\$22,426.92	\$1,320.00	2.43
ROYAL DUTCH SHELL PLC									
ADR CLA									
RDS/A									
Acquired 09/27/10 L nc		600	60.55	36,334.80		42,762.00	6,427.20		
Acquired 06/20/13 S		100	64.37	6,561.71		7,127.00	565.29		
Acquired 06/24/13 S		100	63.66	6,489.83		7,127.00	637.17		
Acquired 08/14/13 S		200	63.90	13,020.65		14,254.00	1,233.35		
Total	6.84	1,000		\$62,406.99	71.2700	\$71,270.00	\$8,863.01	\$3,060.00	4.29



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Year 2013
Part II, Line 10b
Frazier Foundation, Inc.
72-0760891

FRAZIER FOUNDATION
"EQUITY ACCOUNT"

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6212

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	ACCOUNT	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
									ANNUAL INCOME	ANNUAL YIELD (%)
VERIZON COMMUNICATIONS										
COM										
VZ										
Acquired 02/27/12 L			500	38.06	19,335.11		24,570.00	5,234.89		
Acquired 05/03/12 L			300	40.55	12,383.96		14,742.00	2,358.04		
Acquired 07/31/12 L			200	45.19	9,205.43		9,828.00	622.57		
Total		4.72	1,000		\$40,924.50	49.1400	\$49,140.00	\$8,215.50	\$2,120.00	4.31
Total Stocks and ETFs		99.85			\$796,617.29		\$1,040,264.00	\$243,646.71	\$37,501.00	3.60
Total Stocks, options & ETFs		99.85			\$796,617.29		\$1,040,264.00	\$243,646.71	\$37,501.00	3.60

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Activity detail by date

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	BEGINNING BALANCE	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01								82,981.00
12/02	Cash	DIVIDEND		AFLAC INC 120213 300			111.00	
12/02	Cash	DIVIDEND		CONOCOPHILLIPS 120213 1,000			690.00	
12/02	Cash	DIVIDEND		INTEL CORP 120113 1,000 AS OF 12/01/13			225.00	84,007.00
12/03	Cash	DIVIDEND		PFIZER INCORPORATED 120313 700			168.00	84,175.00
12/10	Cash	DIVIDEND		CHEVRON CORPORATION 121013 200			200.00	
12/10	Cash	DIVIDEND		EXXON MOBIL CORP 121013 600			378.00	
12/10	Cash	DIVIDEND		JOHNSON & JOHNSON 121013 300			198.00	
12/10	Cash	DIVIDEND		ELI LILLY & CO 121013 700			343.00	85,294.00



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Part II, Line 10b
Frazier Foundation, Inc.
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FRAZIER FOUNDATION
MASTERS/LEGG MASON

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6230

Stocks, options & ETFs
Stocks and ETFs continued

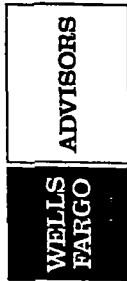
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
BERKSHIRE HATHAWAY INC SERIES B NEW BRK/B Acquired 12/18/13 S	2.98	72	114.20	8,223.05	118.5600	8,536.32	313.27	N/A	N/A
CAMERON INTERNATINL CRP CAM Acquired 10/09/07 L nc Acquired 05/20/11 L Acquired 04/15/13 S		36 10 1	48.17 48.34 60.20	1,734.12 483.40 60.20		2,143.08 595.30 59.53	408.96 111.90 -0.67		
Total	0.98	47		\$2,277.72	59.5300	\$2,797.91	\$520.19	N/A	N/A
CELANESE CORPORATION SERIES A CE Acquired 12/18/13 S	0.99	51	54.33	2,771.09	55.3100	2,820.81	49.72	36.72	1.30
CISCO SYSTEMS INC CSCO Acquired 12/18/13 S	3.14	400	20.69	8,278.04	22.4300	8,972.00	693.96	272.00	3.03
COMCAST CORP CL A SPL NEW CMCSK Acquired 12/18/13 S	2.27	130	47.80	6,215.29	49.8800	6,484.40	269.11	101.40	1.56
DISNEY WALT COMPANY DIS Acquired 02/25/11 L Acquired 11/20/12 L Acquired 09/27/13 S Acquired 12/18/13 S		47 1 1 48	42.92 48.25 65.34 70.73	2,017.61 48.25 65.35 3,395.04		3,590.80 76.40 76.40 3,667.20	1,573.19 28.15 11.05 272.16		
Total	2.59	97		\$5,526.25	76.4000	\$7,410.80	\$1,884.55	\$83.42	1.13
DU PONT E.I. DE NEMOURS AND COMPANY DD Acquired 12/18/13 S	1.02	45	61.20	2,754.00	64.9700	2,923.65	169.65	81.00	2.77
DUKE ENERGY CORP COM NEW DUK Acquired 12/18/13 S	1.93	80	68.41	5,472.80	69.0100	5,520.80	48.00	249.60	4.52

FRAZIER FOUNDATION
 MASTERS/LEGG MASON

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6230

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
E M C CORP MASS									
EMC		131	20.42	2,675.67		3,294.65	618.98		
Acquired 09/30/10 L nc		21	25.98	545.77		528.15	-17.62		
Acquired 02/07/11 L		3	24.71	74.13		75.45	1.32		
Acquired 06/18/12 L		32	25.02	800.64		804.80	4.16		
Acquired 11/02/12 L		8	24.26	194.08		201.20	7.12		
Acquired 11/20/12 L		4	26.11	104.44		100.60	-3.84		
Acquired 09/27/13 S		38	23.35	887.30		955.70	68.40		
Acquired 12/18/13 S		18	24.93	448.87		452.70	3.83		
Total	2.24	255		\$5,730.90	25.1500	\$6,413.25	\$662.35	\$102.00	1.59
EATON CORP PLC									
ETN		47	73.23	3,442.23		3,577.64	135.41		
Acquired 12/18/13 S	1.25				76.1200			78.96	2.20
EBAY INC									
EBAY		50	30.42	1,521.33		2,743.25	1,221.92		
Acquired 03/15/11 L		25	30.46	761.55		1,371.62	610.07		
Acquired 06/10/11 L		4	55.83	223.36		219.46	-3.90		
Acquired 09/27/13 S									
Total	1.51	79		\$2,506.24	54.8650	\$4,334.33	\$1,828.09	N/A	N/A
ECOLAB INC									
ECL		27	102.18	2,758.86		2,815.29	56.43		
Acquired 12/18/13 S	0.98				104.2700			29.70	1.05
EXXON MOBIL CORP									
XOM		85	97.50	8,287.50		8,602.00	314.50		
Acquired 12/18/13 S	3.01				101.2000			214.20	2.49
FOREST CITY ENTERPRS CLA									
FCE/A		221	18.67	4,126.60		4,221.10	94.50		
Acquired 12/18/13 S	1.48				19.1000			N/A	N/A
GENERAL ELECTRIC COMPANY									
GE		153	27.09	4,144.77		4,288.59	143.82		
Acquired 12/18/13 S	1.50				28.0300			134.64	3.13
GENERAL MILLS INC									
GIS		112	49.06	5,495.41		5,589.92	94.51		
Acquired 12/18/13 S	1.95				49.9100			170.24	3.04



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FRAZIER FOUNDATION
 MASTERS/LEGG MASON

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6230

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GLAXOSMITHKLINE PLC-ADR									
GSK	1.27	68	50.91	3,461.88	53.3900	3,630.52	168.64	163.81	4.51
GOOGLE INC CL A									
GOOG									
Acquired 06/07/07 L nc		1	517.04	517.04		1,120.71	603.67		
Acquired 01/03/11 L		2	597.46	1,194.93		2,241.42	1,046.49		
Acquired 11/20/12 L		1	673.93	673.93		1,120.71	446.78		
Acquired 09/27/13 S		1	875.06	875.07		1,120.71	245.64		
Total	1.96	5		\$3,260.97	1,120.7100	\$5,603.55	\$2,342.58	N/A	N/A
HONEYWELL INTERNATIONAL INC									
HON	1.53	48	86.56	4,154.88	91.3700	4,385.76	230.88	86.40	1.97
INTERNATIONAL BUSINESS MACHINE CORP									
IBM									
Acquired 10/09/07 L nc		17	117.14	1,991.38		3,188.69	1,197.31		
Acquired 11/20/12 L		1	189.51	189.52		187.57	-1.95		
Acquired 09/27/13 S		1	186.85	186.85		187.57	0.72		
Acquired 12/18/13 S		20	175.86	3,517.20		3,751.40	234.20		
Total	2.56	39		\$5,884.95	187.5700	\$7,315.23	\$1,430.28	\$148.20	2.03
JOHNSON & JOHNSON									
JNJ	3.39	106	90.76	9,621.51	91.5900	9,708.54	87.03	279.84	2.88
JPMORGAN CHASE & CO									
JPM	2.51	123	55.75	6,857.87	58.4800	7,193.04	335.17	186.96	2.59
KIMBERLY-CLARK CORP									
KMB	2.45	67	103.30	6,921.10	104.4600	6,998.82	77.72	217.08	3.10
MERCK & CO INC NEW									
MRK	1.50	86	47.90	4,119.40	50.0500	4,304.30	184.90	151.36	3.51
METLIFE INC									
MET	1.55	82	50.82	4,167.24	53.9200	4,421.44	254.20	90.20	2.04

**FRAZIER FOUNDATION
 MASTERS/LEGG MASON**

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6230

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
MICROSOFT CORP									
MSFT									
Acquired 12/18/13 S	2.51	192	35.91	6,895.70	37.4100	7,182.72	287.02	215.04	2.99
MONSANTO CO NEW									
MON									
Acquired 11/26/12 L		18	89.95	1,619.17	2,097.90	478.73			
Acquired 04/15/13 S		2	103.04	206.08	233.10	27.02			
Acquired 09/04/13 S		26	100.43	2,611.19	3,030.30	419.11			
Acquired 09/27/13 S		3	105.70	317.10	349.65	32.55			
Total	2.00	49		\$4,753.54	116.5500	\$5,710.95	\$957.41	\$84.28	1.48
ORACLE CORPORATION									
ORCL									
Acquired 12/18/13 S		81	33.85	2,741.85	3,099.06	357.21			
Acquired 12/19/13 S		16	36.09	577.54	612.16	34.62			
Total	1.30	97		\$3,319.39	38.2600	\$3,711.22	\$391.83	\$46.56	1.25
P P G INDUSTRIES INC									
PPG									
Acquired 12/18/13 S	2.52	38	182.27	6,926.52	189.6600	7,207.08	280.56	92.72	1.28
PEPSICO INCORPORATED									
PEP									
Acquired 12/18/13 S	2.46	85	80.81	6,868.85	82.9400	7,049.90	181.05	192.95	2.73
PFIZER INCORPORATED									
PFE									
Acquired 12/18/13 S	1.70	159	30.29	4,816.11	30.6300	4,870.17	54.06	165.36	3.39
PROCTER & GAMBLE CO									
PG									
Acquired 12/18/13 S	2.42	85	81.07	6,891.75	81.4100	6,919.85	28.10	204.51	2.95
RAYTHEON COMPANY									
RTN									
Acquired 12/18/13 S	2.50	79	86.76	6,854.04	90.7000	7,165.30	311.26	173.80	2.42
SCHLUMBERGER LTD									
SLB									
Acquired 01/22/07 L nc		6	61.67	370.06	540.66	170.60			
Acquired 06/07/07 L nc		3	78.11	234.33	270.33	36.00			
Acquired 02/14/11 L		15	91.59	1,373.95	1,351.65	-22.30			
Acquired 09/29/11 L		8	61.12	488.96	720.88	231.92			



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 Frazier Foundation, Inc.
 72-0760891

FRAZIER FOUNDATION
 MASTERS/LEGG MASON

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6230

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 11/02/12 L		13	69.84	907.94	1,171.43	263.49			
Acquired 11/20/12 L		3	70.16	210.48	270.33	59.85			
Total	1.51	48		\$3,585.72	90.1100	\$4,325.28	\$739.56	\$60.00	1.39
TJX COS INC NEW									
TJX									
Acquired 12/18/13 S		22	61.47	1,352.56	1,402.06	49.50			
Acquired 12/23/13 S		12	62.90	754.88	764.76	9.88			
Total	0.76	34		\$2,107.44	63.7300	\$2,166.82	\$59.38	\$19.72	0.91
TRAVELERS COS INC/ THE									
TRV									
Acquired 12/18/13 S	4.02	127	87.23	11,078.51	90.5400	11,498.58	420.07	254.00	2.20
TYCO INTERNATIONAL LTD									
SHS									
TYC									
Acquired 12/18/13 S	1.31	91	38.00	3,458.68	41.0400	3,734.64	275.96	58.24	1.55
UNITED PARCEL SERVICE-B									
UPS									
Acquired 12/18/13 S	2.46	67	101.97	6,831.99	105.0800	7,040.36	208.37	166.16	2.36
UNITED TECHNOLOGIES CORP									
UTX									
Acquired 01/10/12 L		37	76.12	2,816.75	4,210.60	1,393.85			
Acquired 05/17/12 L		17	74.20	1,261.51	1,934.60	673.09			
Acquired 06/18/12 L		3	74.46	223.38	341.40	118.02			
Acquired 12/18/13 S		7	107.79	754.60	796.60	42.00			
Total	2.55	64		\$5,056.24	113.8000	\$7,283.20	\$2,226.96	\$151.04	2.07
VISA INC CLASS A									
V									
Acquired 08/05/13 S		1	184.61	184.61	222.68	38.07			
Acquired 09/13/13 S		14	188.52	2,639.33	3,117.52	478.19			
Acquired 09/27/13 S		1	193.04	193.04	222.68	29.64			
Total	1.25	16		\$3,016.98	222.6800	\$3,562.88	\$545.90	\$25.60	0.72
WAL-MART STORES INC									
WMT									
Acquired 12/18/13 S	2.94	107	77.18	8,258.80	78.6900	8,419.83	161.03	201.16	2.38

**FRAZIER FOUNDATION
MASTERS/LEGG MASON**

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6230

Stocks, options, & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
WASTE MGMT INC DEL WM	1.99	127	43.30	5,499.86	44.8700	5,698.49	198.63	185.42	3.25
Acquired 12/18/13 S									
WELLS FARGO COMPANY WFC	1.24	78	43.89	3,424.19	45.4000	3,541.20	117.01	93.60	2.64
Acquired 12/18/13 S									
3M CO MMM	2.55	52	132.44	6,887.37	140.2500	7,293.00	405.63	177.84	2.43
Acquired 12/18/13 S									
Total Stocks and ETFs	92.69			\$244,653.03		\$265,188.02	\$20,534.99	\$5,833.17	2.20
Total Stocks, options & ETFs	92.69			\$244,653.03		\$265,188.02	\$20,534.99	\$5,833.17	2.20

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			5,356.12
12/03	Cash	DIVIDEND		VISA INC CLASS A 120313		11.60	5,367.72
12/05	Cash	DIVIDEND		AUTOLIV INC 120513		16.50	5,384.22
12/10	Cash	DIVIDEND		CHEVRON CORPORATION 121013		26.00	
12/10	Cash	DIVIDEND		INTERNATIONAL BUSINESS MACHINE CORP 121013		18.05	
12/10	Cash	DIVIDEND		ROCKWELL AUTOMATION INC 121013		16.82	
12/10	Cash	DIVIDEND		UNITED TECHNOLOGIES CORP 121013		33.63	5,478.72
12/12	Cash	DIVIDEND		WALGREEN COMPANY 121213		29.61	5,508.33

**FRAZIER FOUNDATION
MASTERS/BRANDES**

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6203

Additional information

	THIS PERIOD	THIS YEAR	Foreign withholding	THIS PERIOD	THIS YEAR
Gross proceeds	7,974.04	130,985.77		-280.43	-1,581.34

Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you. Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep. In addition, the money market mutual funds in the sweep reserve the right to require one or more day's prior notice before permitting withdrawals. Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed \$250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to \$250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.81	0.00	4,833.78	0.00
BANK DEPOSIT SWEEP	5.31	0.01	31,804.38	3.18
Interest Period 12/01/13 - 12/31/13				
Total Cash and Sweep Balances	6.12		\$36,638.16	\$3.18

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year.

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	AEGON N V ORD AMER REG AEG	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 06/05/08 L nc		12	15.02	180.33		113.76	-66.57		
Acquired 07/25/08 L nc		120	12.03	1,443.79		1,137.60	-306.19		
Acquired 08/04/08 L nc		40	11.97	478.88		379.20	-99.68		
Acquired 09/16/08 L nc		23	N/A##	230.69		218.04	-12.65		
Acquired 05/16/11 L		180	6.93	1,247.63		1,706.40	458.77		
Acquired 04/23/12 L		260	4.45	1,158.17		2,464.80	1,306.63		



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FRAZIER FOUNDATION
 MASTERS/BRANDES

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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 06/18/12 L		28	N/A##	99.60		265.44	165.84		
Acquired 09/17/12 L		22	N/A##	113.43		208.56	95.13		
Acquired 06/17/13 S		20	N/A##	113.29		189.60	76.31		
Acquired 07/02/13 S		20	N/A##	133.28		189.60	56.32		
Total	1.15	725		\$5,199.09	9.4800	\$6,873.00	\$1,673.91	\$176.90	2.57
AMERICA MOVIL SAB DE CV									
ADR SERIES L									
AMX									
Acquired 10/07/11 L		125	21.81	2,726.34		2,921.25	194.91		
Acquired 12/08/11 L		55	22.96	1,263.01		1,285.35	22.34		
Acquired 01/09/12 L		60	22.49	1,349.99		1,402.20	52.21		
Acquired 03/18/13 S		85	18.67	1,586.95		1,986.45	399.50		
Acquired 06/07/13 S		75	20.24	1,518.58		1,752.75	234.17		
Total	1.56	400		\$8,444.87	23.3700	\$9,348.00	\$903.13	\$138.00	1.48
ASTELLAS PHARMA-UNSO ADR									
ALPMY									
Acquired 08/11/10 L nc		140	8.47	1,186.65		2,077.04	890.39		
Acquired 09/24/13 S		255	12.85	3,277.64		3,783.18	505.54		
Total	0.98	395		\$4,464.29	14.8360	\$5,860.22	\$1,395.93	\$106.25	1.81
ASTRAZENECA PLC									
SPON ADR									
AZN									
Acquired 05/10/07 L nc		120	53.54	6,425.87		7,124.40	698.53		
Acquired 05/22/07 L nc		30	53.57	1,607.11		1,781.10	173.99		
Acquired 05/13/13 S		35	51.14	1,790.09		2,077.95	287.86		
Acquired 06/27/13 S		35	47.77	1,672.12		2,077.95	405.83		
Acquired 11/13/13 S		30	52.18	1,565.69		1,781.10	215.41		
Total	2.48	250		\$13,060.88	59.3700	\$14,842.50	\$1,781.62	\$700.00	4.72
BANCO SANTANDER BRASIL									
SA-ADS REPSTG 1 UNIT									
BSBR									
Acquired 11/08/12 L		475	6.83	3,244.39		2,897.50	-346.89		
Acquired 02/07/13 S		185	7.22	1,335.77		1,128.50	-207.27		
Acquired 08/21/13 S		280	5.68	1,590.62		1,708.00	117.38		
Total	0.96	940		\$6,170.78	6.1000	\$5,734.00	-\$436.78	\$158.86	2.77

**FRAZIER FOUNDATION
MASTERS/BRANDES**

DECEMBER 1 - DECEMBER 31, 2013
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
BANK NEW YORK MELLON								
CORP								
BK								
Acquired 04/09/12 L	100	23.29	2,329.07		3,494.00	1,164.93		
Acquired 05/11/12 L	95	22.18	2,107.80		3,319.30	1,211.50		
Acquired 06/24/13 S	70	28.03	1,962.55		2,445.80	483.25		
Total	1.55		\$6,399.42	34.9400	\$9,259.10	\$2,859.68	\$159.00	1.72
BANK OF AMERICA CORP								
BAC								
Acquired 08/18/08 L nc	41	29.96	1,228.36		638.37	-589.99		
Acquired 11/03/09 L nc	95	14.31	1,359.45		1,479.15	119.70		
Acquired 12/22/09 L nc	80	15.39	1,231.43		1,245.60	14.17		
Acquired 10/29/10 L nc	230	11.42	2,626.60		3,581.10	954.50		
Acquired 07/25/11 L	125	10.00	1,250.00		1,946.25	696.25		
Total	1.48		\$7,695.84	15.5700	\$8,890.47	\$1,194.63	\$22.84	0.26
BP PLC SPONS ADR								
BP								
Acquired 07/13/09 L nc	20	45.74	914.95		972.20	57.25		
Acquired 07/21/11 L	110	45.56	5,012.30		5,347.10	334.80		
Acquired 02/15/12 L	35	45.80	1,603.33		1,701.35	98.02		
Acquired 05/22/12 L	50	38.17	1,908.70		2,430.50	521.80		
Acquired 12/07/12 L	30	41.02	1,230.77		1,458.30	227.53		
Acquired 04/18/13 S	35	40.71	1,425.08		1,701.35	276.27		
Acquired 07/08/13 S	40	41.44	1,657.95		1,944.40	286.45		
Acquired 09/23/13 S	4	N/A##	165.18		194.44	29.26		
Total	2.63		\$13,918.26	48.6100	\$15,749.64	\$1,831.38	\$738.72	4.69
BRITISH SKY BROADCASTG								
GROUP PLC SPONSORED ADR								
BSYBY								
Acquired 12/17/13 S	165	51.98	8,577.23	56.2300	9,277.95	700.72	315.48	3.40
CANON INC ADR REP 5SHS								
CAJ								
Acquired 09/24/08 L nc	75	39.62	2,971.83		2,400.00	-571.83		
Acquired 10/22/08 L nc	15	33.45	501.87		480.00	-21.87		
Acquired 11/26/08 L nc	60	30.15	1,809.08		1,920.00	110.92		
Acquired 07/27/12 L	45	31.99	1,439.66		1,440.00	0.34		
Total	1.04		\$6,722.44	32.0000	\$6,240.00	-\$482.44	\$239.46	3.84



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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
CARREFOUR SA SPONS ADR									
CRRFY									
Acquired 12/20/10 L nc		25	8.46	211.53	7.8800	197.00	-14.53		
Acquired 10/03/11 L		260	4.51	1,174.76		2,048.80	874.04		
Acquired 06/25/12 L		460	3.48	1,603.84		3,624.80	2,020.96		
Acquired 08/02/12 L		50	N/A##	127.80		394.00	266.20		
Total	1.05	795		\$3,117.93	7.8800	\$6,264.60	\$3,146.67	\$89.83	1.43
CHESAPEAKE ENERGY CORP									
CHK									
Acquired 05/19/10 L nc		60	21.71	1,303.15		1,628.40	325.25		
Acquired 08/03/10 L nc		60	21.69	1,301.66		1,628.40	326.74		
Acquired 11/09/10 L nc		65	22.95	1,491.75		1,764.10	272.35		
Acquired 04/16/12 L		65	19.38	1,259.94		1,764.10	504.16		
Acquired 05/04/12 L		135	17.39	2,347.77		3,663.90	1,316.13		
Acquired 12/10/12 L		80	16.98	1,359.17		2,171.20	812.03		
Total	2.11	465		\$9,063.44	27.1400	\$12,620.10	\$3,556.66	\$162.75	1.29
CHINA MOBILE LTD									
SPONS ADR									
CHL									
Acquired 06/24/13 S		110	48.64	5,350.68		5,751.90	401.22		
Acquired 09/03/13 S		95	54.66	5,193.01		4,967.55	-225.46		
Total	1.79	205		\$10,543.69	52.2900	\$10,719.45	\$175.76	\$413.07	3.85
CITIGROUP INC NEW									
C									
Acquired 03/30/09 L nc		79,80508	20.18	1,610.90		4,158.64	2,547.74		
Acquired 12/16/09 L nc		49,19492	33.62	1,654.09		2,563.55	909.46		
Acquired 09/09/11 L		40	26.65	1,066.10		2,084.40	1,018.30		
Acquired 02/04/13 S		35	42.49	1,487.35		1,823.85	336.50		
Acquired 08/16/13 S		40	50.73	2,029.25		2,084.40	55.15		
Total	2.12	244		\$7,847.69	52.1100	\$12,714.84	\$4,867.15	\$9.76	0.08
CORNING INC									
GLW									
Acquired 06/08/11 L		185	18.59	3,440.23		3,296.70	-143.53		
Acquired 06/08/11 L		180	18.59	3,347.25		3,207.60	-139.65		
Acquired 06/24/11 L		90	17.56	1,580.71		1,603.80	23.09		
Acquired 10/25/11 L		85	13.74	1,168.75		1,514.70	345.95		
Acquired 08/13/12 L		125	11.53	1,442.19		2,227.50	785.31		

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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 02/05/13 S		150	11.77	1,766.25	17.8200	2,673.00	906.75	\$326.00	2.24
Total	2.43	815		\$12,745.38	17.8200	\$14,523.30	\$1,777.92	\$326.00	2.24
CRH PLC ADR									
CRH		360	16.95	6,102.97		9,198.00	3,095.03		
Acquired 06/25/12 L		65	18.27	1,188.03		1,660.75	472.72		
Acquired 10/22/12 L		65	20.20	1,313.64		1,660.75	347.11		
Acquired 04/18/13 S		490		\$8,604.64	25.5500	\$12,519.50	\$3,914.86	\$399.35	3.19
Total	2.09	490		\$8,604.64	25.5500	\$12,519.50	\$3,914.86	\$399.35	3.19
DAIICHI SANKYO CO LTD SPONSORED ADR LEVEL 1									
DSNKY		210	20.45	4,294.50		3,862.95	-431.55		
Acquired 09/22/10 L nc		135	17.14	2,314.71		2,483.33	168.62		
Acquired 09/24/12 L		125	18.56	2,320.70		2,299.37	-21.33		
Acquired 09/24/13 S		470		\$8,929.91	18.3950	\$8,645.65	-\$284.26	\$238.76	2.76
Total	1.44	470		\$8,929.91	18.3950	\$8,645.65	-\$284.26	\$238.76	2.76
DEUTSCHE TELEKOM AG SPON ADR									
DTEGY		10	13.49	134.98		172.60	37.62		
Acquired 10/01/09 L nc		85	12.03	1,022.75		1,467.10	444.35		
Acquired 06/28/10 L nc		335	12.75	4,272.79		5,782.10	1,509.31		
Acquired 12/29/10 L nc		430		\$5,430.52	17.2600	\$7,421.80	\$1,991.28	\$385.28	5.19
Total	1.24	430		\$5,430.52	17.2600	\$7,421.80	\$1,991.28	\$385.28	5.19
ELI LILLY & CO LLY									
Acquired 02/08/10 L nc		20	34.80	696.12		1,020.00	323.88		
Acquired 06/24/10 L nc		105	34.41	3,613.28		5,355.00	1,741.72		
Acquired 09/23/13 S		35	53.08	1,857.96		1,785.00	-72.96		
Total	1.36	160		\$6,167.36	51.0000	\$8,160.00	\$1,992.64	\$313.60	3.84
ENISPA SPON ADR									
E		30	46.33	1,389.98		1,454.70	64.72		
Acquired 06/25/09 L nc		45	46.43	2,089.37		2,182.05	92.68		
Acquired 08/06/09 L nc		55	45.50	2,502.93		2,666.95	164.02		
Acquired 08/12/09 L nc		25	44.65	1,116.46		1,212.25	95.79		
Acquired 02/05/10 L nc		25	47.86	1,196.66		1,212.25	15.59		
Acquired 03/09/10 L nc		30	37.98	1,139.66		1,454.70	315.04		
Acquired 05/28/10 L nc									



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**FRAZIER FOUNDATION
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 03/01/11 L		25	48.24	1,206.17	1,212.25	6.08			
Acquired 08/07/13 S		40	45.31	1,816.71	1,939.60	122.89			
Total	2.23	275		\$12,457.94	48.4900	\$13,334.75	\$876.81	\$635.52	4.77
ERICSSON (LM) TEL-SP ADR									
ERIC NEW									
Acquired 02/26/08 L nc		325	10.89	3,541.60	3,978.00	436.40			
Acquired 08/21/08 L nc		150	10.50	1,575.26	1,836.00	260.74			
Acquired 10/10/12 L		155	8.65	1,341.11	1,897.20	556.09			
Total	1.29	630		\$6,457.97	12.2400	\$7,711.20	\$1,253.23	\$185.22	2.40
EXELON CORPORATION									
EXC									
Acquired 11/04/13 S		320	28.58	9,148.51	8,764.80	-383.71			4.52
GDF SUEZ SPON ADR									
GDFZY									
Acquired 04/02/12 L		270	25.75	6,953.20	6,390.90	-562.30			
Acquired 05/16/12 L		75	20.68	1,551.48	1,775.25	223.77			
Acquired 05/29/12 L		50	20.25	1,012.72	1,183.50	170.78			
Acquired 05/31/12 L		60	19.73	1,183.97	1,420.20	236.23			
Acquired 12/21/12 L		115	20.14	2,316.47	2,722.05	405.58			
Acquired 03/04/13 S		70	18.80	1,316.68	1,656.90	340.22			
Total	2.53	640		\$14,334.52	23.6700	\$15,148.80	\$814.28	\$867.84	5.73
GLAXOSMITHKLINE PLC-ADR									
GSK									
Acquired 09/24/03 L nc		30	42.80	1,284.21	1,601.70	317.49			
Acquired 12/01/06 L nc		20	53.63	1,072.73	1,067.80	-4.93			
Acquired 01/11/07 L nc		70	52.94	3,706.06	3,737.30	31.24			
Acquired 06/26/07 L nc		60	52.29	3,137.96	3,203.40	65.44			
Acquired 07/11/07 L nc		10	51.84	518.47	533.90	15.43			
Total	1.69	190		\$9,719.43	53.3900	\$10,144.10	\$424.67	\$457.71	4.51
HONDA MOTOR LTD NEW									
AMERICAN SHARES 10/76									
HMC									
Acquired 09/22/10 L nc		115	34.73	3,994.73	4,755.25	760.52			
Acquired 04/21/11 L		50	37.39	1,869.54	2,067.50	197.96			
Total	1.14	165		\$5,864.27	41.3500	\$6,822.75	\$958.48	\$118.80	1.74

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FRAZIER FOUNDATION
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
INTEL CORP								
INTC	120	13.62	1,635.47	25.9550	3,114.60	1,479.13	\$315.00	3.47
Acquired 11/25/08 L nc		21.49	1,827.19		2,206.18	378.99		
Acquired 10/12/12 L	85	20.96	1,257.60		1,557.30	299.70		
Acquired 11/09/12 L	60	20.99	1,784.58		2,206.17	421.59		
Acquired 02/08/13 S	85							
Total	350		\$6,504.84	25.9550	\$9,084.25	\$2,579.41	\$315.00	3.47
INTESA SANPAOLO SPON ADR								
ISNPY	135	23.56	3,181.03	14.9500	2,018.25	-1,162.78	\$297.96	3.83
Acquired 03/12/10 L nc		23.12	1,156.47		747.50	-408.97		
Acquired 03/19/10 L nc	50	17.21	1,205.15		1,046.50	-158.65		
Acquired 12/15/10 L nc	70	11.77	1,412.60		1,794.00	381.40		
Acquired 02/23/12 L	120	9.15	1,328.16		2,167.75	839.59		
Acquired 03/18/13 S	145							
Total	520		\$8,283.41	14.9500	\$7,774.00	-\$509.41	\$297.96	3.83
J SAINSBURY PLC ADR								
(NEW)								
JSAIY	65	24.73	1,607.73	24.5750	1,597.37	-10.36	\$212.99	4.23
Acquired 09/11/08 L nc		20.36	1,731.30		2,088.88	357.58		
Acquired 03/03/10 L nc	85	18.58	1,021.92		1,351.62	329.70		
Acquired 06/08/10 L nc	55							
Total	205		\$4,360.95	24.5750	\$5,037.87	\$676.92	\$212.99	4.23
KONINKLIJKE AHOLD ADR								
AHONY	85	11.62	987.72	18.0100	1,530.85	543.13	\$229.91	2.65
Acquired 11/14/02 L nc		15.23	1,295.08		3,746.08	2,352.27		
Acquired 02/02/04 L nc	208	10.31	2,145.94		2,305.28	1,767.36		
Acquired 08/31/04 L nc	128	4.20	537.92		1,080.60	769.94		
Acquired 11/11/05 L nc	60	7.81	1,000.77					
Acquired 11/11/05 L nc	60	5.17	310.66					
Acquired 11/11/05 L nc	60	8.79	527.62					
Total	481		\$3,230.11	18.0100	\$8,662.81	\$5,432.70	\$229.91	2.65
			\$4,969.41					



Form 990 PF
Year 2013
Part II, Line 10b
Frazier Foundation, Inc.
72-0760891

**FRAZIER FOUNDATION
MASTERS/BRANDES**

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6203

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
LUKOIL OIL CO									
SPONS ADR RUSSIA									
LUKOY		20	60.08	1,201.62	63.1200	1,262.40	60.78		
Acquired 04/23/12 L		25	59.02	1,475.74		1,578.00	102.26		
Acquired 05/04/12 L		30	56.82	1,704.70		1,893.60	188.90		
Acquired 05/08/12 L		20	52.29	1,045.93		1,262.40	216.47		
Acquired 06/08/12 L		25	57.91	1,447.92		1,578.00	130.08		
Acquired 08/07/13 S									
Total	1.26	120		\$6,875.91	63.1200	\$7,574.40	\$698.49	\$438.72	5.79
MARKS & SPENCER PLC-ADR									
MAKSY		318	9.83	3,127.21		4,558.21	1,431.00		
Acquired 11/12/03 L nc		175	16.00	2,800.60		2,508.45	-292.15		
Acquired 03/26/08 L nc		100	10.21	1,021.38		1,433.40	412.02		
Acquired 07/25/08 L nc									
Total	1.42	593		\$6,949.19	14.3340	\$8,500.06	\$1,550.87	\$289.97	3.41
MASCO CORP									
MAS		260	12.94	3,366.19	22.7700	5,920.20	2,554.01		1.31
Acquired 12/21/10 L nc	0.99								
MERCK & CO INC NEW									
MRK		22	19.21	422.20		1,101.10	678.90		
Acquired 09/03/08 L nc		110	31.77	3,494.70		5,505.50	2,010.80		
Acquired 03/18/11 L		50	45.85	2,292.62		2,502.50	209.88		
Acquired 05/10/13 S									
Total	1.52	182		\$6,209.52	50.0500	\$9,109.10	\$2,899.58	\$320.32	3.52
MICROSOFT CORP									
MSFT		160	23.72	3,796.48		5,985.60	2,189.12		
Acquired 05/09/06 L nc		25	21.79	544.75		935.25	390.50		
Acquired 06/14/06 L nc		20	22.79	455.80		748.20	292.40		
Acquired 07/12/06 L nc		75	25.55	1,916.57		2,805.75	889.18		
Acquired 11/23/10 L nc		45	26.68	1,200.60		1,683.45	482.85		
Acquired 02/24/11 L		80	24.87	1,990.18		2,992.80	1,002.62		
Acquired 05/16/11 L		55	25.42	1,398.10		2,057.55	659.45		
Acquired 12/12/11 L									
Total	2.87	460		\$11,302.48	37.4100	\$17,208.60	\$5,906.12	\$515.20	2.99

FRAZIER FOUNDATION
 MASTERS/BRANDES

DECEMBER 1 - DECEMBER 31, 2013
 ACCOUNT NUMBER: 2823-6203

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
MITSUBISHI UFJ FINANCIAL									
ADR									
MTU									
Acquired 02/09/07 L nc		125	11.89	1,487.06		835.00	-652.06		
Acquired 04/10/07 L nc		180	11.55	2,079.07		1,202.40	-876.67		
Acquired 04/18/07 L nc		90	11.18	1,006.43		601.20	-405.23		
Acquired 04/25/07 L nc		45	10.88	489.99		300.60	-189.39		
Acquired 07/26/07 L nc		180	11.11	2,000.88		1,202.40	-798.48		
Acquired 08/10/07 L nc		50	10.00	500.43		334.00	-166.43		
Acquired 08/16/07 L nc		55	9.13	502.62		367.40	-135.22		
Acquired 09/19/07 L nc		120	9.18	1,101.92		801.60	-300.32		
Total	0.94	845		\$9,168.40	6.6800	\$5,644.60	-\$3,523.80	\$107.31	1.90
MS&AD INS GROUP HLDGS									
MSADY									
Acquired 11/29/06 L nc		60	19.83	1,189.97		804.00	-385.97		
Acquired 01/04/07 L nc		30	18.44	553.46		402.00	-151.46		
Acquired 12/10/07 L nc		30	18.99	569.73		402.00	-167.73		
Acquired 09/04/12 L		695	7.83	5,443.17		9,313.00	3,869.83		
Total	1.82	815		\$7,756.33	13.4000	\$10,921.00	\$3,164.67	\$171.15	1.57
NIPPON TELEGRAPH & TELEPHONE CORP SPONSORED ADR									
NTT									
Acquired 02/15/05 L nc		75	21.31	1,598.47		2,028.00	429.53		
Acquired 05/15/07 L nc		40	24.18	967.32		1,081.60	114.28		
Acquired 06/11/07 L nc		25	22.50	562.50		676.00	113.50		
Acquired 06/21/07 L nc		160	22.75	3,640.06		4,326.40	686.34		
Acquired 07/05/07 L nc		25	22.44	561.24		676.00	114.76		
Acquired 08/14/07 L nc		50	21.61	1,080.59		1,352.00	271.41		
Acquired 10/26/07 L nc		40	22.95	918.36		1,081.60	163.24		
Total	1.87	415		\$9,328.54	27.0400	\$11,221.60	\$1,893.06	\$302.95	2.70
NISSAN MTR LTD SPONS-ADR									
NSANY									
Acquired 09/27/13 S		280	20.49	5,738.74		4,704.00	-1,034.74		
Acquired 10/09/13 S		145	19.83	2,876.77		2,436.00	-440.77		
Acquired 10/30/13 S		150	20.73	3,110.06		2,520.00	-590.06		
Acquired 11/11/13 S		160	18.14	2,902.62		2,688.00	-214.62		
Total	2.06	735		\$14,628.19	16.8000	\$12,348.00	-\$2,280.19	\$341.77	2.77



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Frazier Foundation, Inc.
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**FRAZIER FOUNDATION
MASTERS/BRANDES**

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6203

**Stocks, options & ETFs
Stocks and ETFs continued**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ORANGE SPONSORED ADR									
ORAN		125	21.18	2,648.19		1,543.75	-1,104.44		
Acquired 06/29/06 L nc		25	21.79	544.92		308.75	-236.17		
Acquired 09/11/06 L nc		6	N/A##	134.53		74.10	-60.43		
Acquired 07/21/09 L nc		45	22.75	1,024.09		555.75	-468.34		
Acquired 02/10/10 L nc		65	19.15	1,245.31		802.75	-442.56		
Acquired 06/16/10 L nc		60	18.10	1,086.08		741.00	-345.08		
Acquired 06/28/10 L nc		60	17.13	1,028.15		741.00	-287.15		
Acquired 11/07/11 L		80	14.79	1,183.58		988.00	-195.58		
Acquired 01/13/12 L		170	10.15	1,729.90		2,099.50	369.60		
Total	1.31	636		\$10,624.75	12.3500	\$7,854.60	-\$2,770.15	\$334.53	4.26
PEPSICO INCORPORATED									
PEP		25	63.86	1,596.64		2,073.50	476.86		
Acquired 08/01/11 L		25	63.81	1,595.29		2,073.50	478.21		
Acquired 08/05/11 L		30	61.98	1,859.51		2,488.20	628.69		
Acquired 09/18/11 L		35	61.42	3,071.01		4,147.00	1,075.99		
Acquired 10/03/11 L		50	62.55	2,189.42		2,902.90	713.48		
Acquired 03/02/12 L		165							
Total	2.29			\$10,311.87	82.9400	\$13,685.10	\$3,373.23	\$374.55	2.74
PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR									
PBR/A		335	14.82	4,965.10		4,921.15	-43.95		
Acquired 06/21/13 S		135	13.51	1,823.93		1,983.15	159.22		
Acquired 07/08/13 S		105	14.63	1,536.34		1,542.45	6.11		
Acquired 07/18/13 S		575							
Total	1.41			\$8,325.37	14.6900	\$8,446.75	\$121.38	N/A	N/A
PFIZER INCORPORATED									
PFE		100	22.40	2,240.00		3,063.00	823.00		
Acquired 12/14/05 L nc		75	18.83	1,412.69		2,297.25	884.56		
Acquired 07/31/08 L nc		197	17.51	3,450.45		6,034.11	2,583.66		
Acquired 10/16/09 L nc		372							
Total	1.90			\$7,103.14	30.6300	\$11,394.36	\$4,291.22	\$386.88	3.40

Part II, Line 10b
Frazier Foundation, Inc.
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FRAZIER FOUNDATION
MASTERS/BRANDES

DECEMBER 1 - DECEMBER 31, 2013
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
PNC FINANCIAL SERVICES GROUP									
PNC									
Acquired 05/05/08 L nc		10	163.41	1,619.89		775.80	-844.09		
Acquired 06/23/11 L		55	56.06	3,083.70		4,266.90	1,183.20		
Total	0.84	65		\$4,703.59	77.5800	\$5,042.70	\$339.11	\$114.40	2.27
SANOFLADR									
SNY									
Acquired 01/10/07 L nc		30	44.90	1,347.24		1,608.90	261.66		
Acquired 04/10/07 L nc		60	43.85	2,631.28		3,217.80	586.52		
Acquired 06/25/07 L nc		40	40.42	1,617.15		2,145.20	528.05		
Acquired 08/16/07 L nc		15	38.46	576.90		804.45	227.55		
Total	1.30	145		\$6,172.57	53.6300	\$7,776.35	\$1,603.78	\$181.97	2.34
STATE STR CORP									
STT									
Acquired 04/12/12 L		35	44.13	1,544.61		2,568.65	1,024.04		
Acquired 05/03/12 L		60	45.99	2,759.99		4,403.40	1,643.41		
Acquired 08/24/12 L		40	41.05	1,642.09		2,935.60	1,293.51		
Total	1.65	135		\$5,946.69	73.3900	\$9,907.65	\$3,960.96	\$140.40	1.42
SWISS RE LTD SPONSORED									
ADR									
SSREY									
Acquired 06/15/11 L		120	57.69	6,923.89		11,085.60	4,161.71		
Total	1.85	120		6,923.89	92.3800	11,085.60	4,161.71	447.48	4.03
TAKEDA PHARMACEUTICAL CO									
LTD SPONSORED ADR									
TKPYY									
Acquired 09/22/10 L nc		175	23.64	4,137.00		4,028.50	-108.50		
Acquired 09/25/12 L		70	23.47	1,643.52		1,611.40	-32.12		
Total	0.94	245		\$5,780.52	23.0200	\$5,639.90	-\$140.62	\$191.59	3.40
TE CONNECTIVITY LTD									
TEL									
Acquired 08/30/10 L nc		65	24.98	1,624.33		3,582.15	1,957.82		
Acquired 07/22/11 L		55	35.98	1,979.27		3,031.05	1,051.78		
Acquired 10/24/12 L		40	32.05	1,282.24		2,204.40	922.16		
Total	1.47	160		\$4,885.84	55.1100	\$8,817.60	\$3,931.76	\$160.00	1.81



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**FRAZIER FOUNDATION
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DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER: 2823-6203

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
TELECOM ITALIA SPA									
SPON ADR									
TI		55	14.77	812.83		547.80	-265.03		
Acquired 04/12/10 L nc		400	13.72	5,490.40		3,984.00	-1,506.40		
Acquired 01/20/11 L		145	10.44	1,515.08		1,444.20	-70.88		
Acquired 12/22/11 L									
Total	1.00	600		\$7,818.31	9.9600	\$5,976.00	-\$1,842.31	\$124.80	2.09
TELEFONICA S A									
SPON ADR									
TEF		105	19.44	2,042.12		1,715.70	-326.42		
Acquired 04/30/09 L nc		60	19.63	1,177.90		980.40	-197.50		
Acquired 11/09/11 L		4	N/A##	49.80		65.36	15.56		
Acquired 06/15/12 L		215	13.71	2,948.27		3,513.10	564.83		
Acquired 06/07/13 S									
Total	1.05	384		\$6,218.09	16.3400	\$6,274.56	\$56.47	\$139.00	2.22
TIM PARTICIPACOES S A									
SPONSORED ADR									
TSU		23,33333	9.90	231.06		612.27	381.21		
Acquired UNKNOWN S nc		1,66666	16.64	27.75		43.73	15.98		
Acquired 09/13/00 L nc		25,00001	7.97	199.34		656.00	456.66		
Acquired 07/10/01 L nc		70	24.92	1,744.69		1,836.80	92.11		
Acquired 07/13/12 L		60	18.35	1,101.10		1,574.40	473.30		
Acquired 10/02/12 L		140	17.77	2,487.80		3,673.60	1,185.80		
Acquired 10/15/12 L		150	20.33	3,050.25		3,936.00	885.75		
Acquired 05/21/13 S		75	18.89	1,417.24		1,968.00	550.76		
Acquired 06/10/13 S									
Total	2.39	545		\$10,259.23	26.2400	\$14,300.80	\$4,041.57	\$362.97	2.54
TOKIO MARINE HOLDING									
ADR									
TKOMY		170	24.00	4,080.87		5,686.50	1,605.63		
Acquired 12/05/03 L nc		30	36.04	1,081.27		1,003.50	-77.77		
Acquired 03/23/07 L nc		80	29.30	2,344.50		2,676.00	331.50		
Acquired 06/07/13 S									
Total	1.56	280		\$7,506.64	33.4500	\$9,366.00	\$1,859.36	\$135.80	1.45
TOTAL S.A SPONS ADR									
TOT		30	56.91	1,707.35		1,838.10	130.75		
Acquired 03/22/10 L nc		85	57.90	4,922.10		5,207.95	285.85		
Acquired 03/31/10 L nc									

Part II, Line 10b
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FRAZIER FOUNDATION
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DECEMBER 1 - DECEMBER 31, 2013
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
							ANNUAL INCOME	ANNUAL YIELD (%)	
	45	55.12	2,480.53	61.2700	2,757.15	276.62			
Acquired 04/29/10 L nc	25	53.25	1,331.40		1,531.75	200.35			
Acquired 11/16/10 L nc	30	50.10	1,503.00		1,838.10	335.10			
Acquired 02/15/13 S							\$564.59	4.29	
Total	2.20		\$11,944.38	61.2700	\$13,173.05	\$1,228.67			
TOYOTA MTR CORP ADR									
NEW 3/82									
TM									
Acquired 11/16/09 L nc	30	79.07	2,372.31		3,657.60	1,285.29			
Acquired 12/15/10 L nc	20	78.67	1,573.59		2,438.40	864.81			
Acquired 01/28/11 L	15	82.74	1,241.15		1,828.80	587.65			
Total	1.32		\$5,187.05	121.9200	\$7,924.80	\$2,737.75	\$152.49	1.92	
UNILEVER N V ADR									
UN									
Acquired 06/14/06 L nc	85	21.09	1,793.16		3,419.55	1,626.39			
Acquired 08/07/08 L nc	20	27.88	557.70		804.60	246.90			
Acquired 04/28/11 L	80	33.09	2,647.66		3,218.40	570.74			
Acquired 12/05/13 S	40	39.11	1,564.50		1,609.20	44.70			
Total	1.51		\$6,563.02	40.2300	\$9,051.75	\$2,488.73	\$266.85	2.95	
WELLS FARGO COMPANY									
WFC									
Acquired 04/23/08 L nc	0.45454	131.96	59.57		20.64	-38.93			
Acquired 05/13/08 L nc	3.95454	141.28	554.86		179.54	-375.32			
Acquired 05/20/08 L nc	7.90909	135.71	1,065.96		359.07	-706.89			
Acquired 05/23/08 L nc	3.95454	126.48	496.74		179.54	-317.20			
Acquired 06/04/08 L nc	11.86363	111.49	1,313.57		538.61	-774.96			
Acquired 06/27/08 L nc	11.86366	84.91	1,000.45		538.61	-461.84			
Acquired 07/02/09 L nc	50	23.50	1,175.00		2,270.00	1,095.00			
Acquired 10/02/09 L nc	50	26.20	1,310.42		2,270.00	959.58			
Acquired 11/10/09 L nc	40	28.15	1,126.00		1,816.00	690.00			
Acquired 03/01/11 L	45	31.93	1,437.30		2,043.00	605.70			
Acquired 06/10/11 L	50	25.75	1,287.57		2,269.99	982.42			
Total	2.08		\$10,827.44	45.4000	\$12,485.00	\$1,657.56	\$330.00	2.64	
WESTERN DIGITAL CORP									
WDC									
Acquired 09/22/10 L nc	185	26.65	4,931.36	83.9000	15,521.50	10,590.14	222.00	1.43	



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FRAZIER FOUNDATION
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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
WM MORRISON ADR								
MRWSY								
Acquired 03/18/13 S	365	20.44	7,463.56		7,982.55	518.99		
Acquired 10/15/13 S	90	22.57	2,031.52		1,968.30	-63.22		
Acquired 12/03/13 S	90	21.18	1,906.61		1,968.30	61.69		
Total	545		\$11,401.69	21.8700	\$11,919.15	\$517.46	\$477.96	4.01
Total Stocks and ETFs			\$462,485.80		\$562,240.23	\$99,754.43	\$16,485.31	2.93
			\$464,225.10					
Total Stocks, options & ETFs			\$462,485.80		\$562,240.23	\$99,754.43	\$16,485.31	2.93

Cost information for one or more securities is not available. If you have cost information and would like to see it on future statements, contact Your Financial Advisor.
nc Cost information for this tax lot is not covered by IFRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			38,536.26
12/02	Cash	DIVIDEND		INTEL CORP 120113 350 AS OF 12/01/13		78.75	
12/02	Cash	DIVIDEND		WELLS FARGO COMPANY 120113 275 AS OF 12/01/13		82.50	38,697.51
12/03	Cash	DIVIDEND		PFIZER INCORPORATED 120313 372		89.28	
12/03	Cash	PURCHASE	90.00000	WM MORRISON ADR	21.1845	-1,906.61	36,880.18
12/05	Cash	PURCHASE	40.00000	UNILEVER N V ADR	39.1126	-1,564.50	35,315.68
12/06	Cash	DIVIDEND		HONDA MOTOR LTD NEW AMERICAN SHARES 10/76 120613 165		31.85	
12/06	Cash	WITHHOLDING		FRGN-W/H @ SOURCE HONDA MOTOR CO LTD		-2.28	35,345.25



FOUNDATION MISSION

We believe our mission, as trustees of the Frazier Foundation, to be one with grave responsibility. We seek Godly wisdom guided by the Holy Spirit through Jesus Christ in administering His funds.

We feel organizations are better served and the project is able to more effectively reach its goals when stimulated by a matching grant. Thus, we often employ what we call "the pump-priming principle" to help carry forth our objectives. Our plan is designed to help initiate a project, allowing time for the sponsoring organization to grow into full responsibility.

We earnestly solicit your patience, your understanding, and your prayers as we strive to fulfill the Foundation's mission.

GRANT REQUEST DO'S AND DON'TS

DO...

Tell us in writing why you feel a grant should be awarded and how the funds will be used. Let us know your purposes and your goals.

DO...

Send complete financial information including the most recent annual audit. If an audit is not available, please send the most recent annual income/expense statement and financial balance sheet. Churches are also requested to include their current year's budget.

DO...

Include a copy of your federal tax exempt status with your application. Churches are automatically exempt.

DO...

Write us on your organization's letterhead.

DO...

Have the request signed by the chief executive of the organization.

DO...

Designate an individual who will be the contact with the Foundation.

DO...

Request a specific amount. The Board does not have grant limits.

DO...

Submit **6** complete copies of your application, including financial information requested.

DO...

Expect to hear from us within six months.

DON'T...

Be surprised if we check references, make personal visits, talk to present and former members of your organization, and/or seek information from outside your organization. This will help enable us to make wiser decisions.

DON'T...

Call us for a personal appointment to request grants. If we need additional information or want a personal visit, we will contact you.

DON'T...

Fax your application to us.

SUMMARY

We understand fund raising is not a simple task. We recognize the sincerity that comes with each request.

We rarely make grants to organizations who do not contribute to the need from their own resources. We seldom make more than one grant per twelve months to any project. Please take note, renewals are not automatic, but must follow same procedure as outlined each time.

We, the trustees, are interested in being more than mere donors. We want to be partners, desiring to become as personally acquainted as possible with each project.

Requests should be submitted to:

Frazier Foundation 208 Broadway
P.O. Box 1175 Minden, LA 71055
Minden, Louisiana 71058-1175

IMPORTANT INFORMATION

Submitting Dates
May 15 and Oct. 15