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## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE ALBERT AND HETE BARTHELMES FOUNDATION, INC.</b>		A Employer identification number <b>73-1423086</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>401 S. BOSTON</b>	Room/suite <b>250</b>	B Telephone number <b>(918) 392-0906</b>
City or town, state or province, country, and ZIP or foreign postal code <b>TULSA, OK 74103</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) <b>\$ 8,532,435.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		85,574.	69,150.		STATEMENT 2
4 Dividends and interest from securities		89,998.	89,998.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		342,312.			STATEMENT 1
b Gross sales price for all assets on line 6a <b>5,157,194.</b>					
7 Capital gain net income (from Part IV, line 2)			340,771.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		15,832.	-50.		STATEMENT 4
12 Total. Add lines 1 through 11		533,716.	499,869.		
13 Compensation of officers, directors, trustees, etc.		84,000.	58,800.		25,200.
14 Other employee salaries and wages		33,561.	22,761.		10,800.
15 Pension plans, employee benefits		7,439.	7,439.		0.
16a Legal fees					
b Accounting fees STMT 5		5,985.	5,985.		0.
c Other professional fees STMT 6		31,288.	31,288.		0.
17 Interest		231.	0.		0.
18 Taxes STMT 7		13,502.	5,332.		4,505.
19 Depreciation and depletion		1,472.	1,472.		0.
20 Occupancy		13,299.	13,299.		0.
21 Travel, conferences, and meetings		2,218.	2,218.		0.
22 Printing and publications					
23 Other expenses STMT 8		20,837.	18,198.		2,639.
24 Total operating and administrative expenses. Add lines 13 through 23		213,832.	166,792.		43,144.
25 Contributions, gifts, grants paid		380,317.			380,317.
26 Total expenses and disbursements. Add lines 24 and 25		594,149.	166,792.		423,461.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-60,433.			
b Net investment income (if negative, enter -0-)			333,077.		
c Adjusted net income (if negative, enter -0-)				N/A	

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SCANNED MAY 29 2014

**THE ALBERT AND HETE BARTHELMES  
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Part II. Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	100.	100.	100.	
	2 Savings and temporary cash investments	2,325,998.	1,346,330.	1,346,330.	
	3 Accounts receivable ▶ 1,855.				
	Less: allowance for doubtful accounts ▶	3,168.	1,855.	1,855.	
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	4,554.	6,524.	6,524.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	Assets	11 Investments - land, buildings, and equipment, basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 9		5,189,020.	6,073,953.	7,023,381.	
14 Land, buildings, and equipment, basis ▶ 45,772.					
Less accumulated depreciation ▶ 42,114.		5,129.	3,658.	-1,028.	
15 Other assets (describe ▶ ARTWORK)		120,005.	155,273.	155,273.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		7,647,974.	7,587,693.	8,532,435.	
Liabilities		17 Accounts payable and accrued expenses	1,298.	1,502.	
		18 Grants payable			
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)	1,298.	1,502.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	7,646,676.	7,586,191.		
	30 Total net assets or fund balances	7,646,676.	7,586,191.		
	31 Total liabilities and net assets/fund balances	7,647,974.	7,587,693.		

**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	7,646,676.
2 Enter amount from Part I, line 27a	2	-60,433.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,586,243.
5 Decreases not included in line 2 (itemize) ▶ UNKNOWN DIFFERENCE	5	52.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,586,191.

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CS - SCHAFFER		P	VARIOUS	VARIOUS
b WELLS FARGO FUND CHOICE		P	VARIOUS	VARIOUS
c WELLS FARGO MAIN		P	VARIOUS	VARIOUS
d SPINNAKER TRUST		P	VARIOUS	VARIOUS
e SEER CAPITAL PARTNERS-286.39847 UNITS		P	08/30/10	07/01/13
f PRESCOTT GROUP AGGRESSIVE SMALL CAP LP		P		
g PRESCOTT GROUP AGGRESSIVE SMALL CAP LP		P		
h SEER CAPITAL PARTNERS-CAPITAL GAIN INCOME		P		
i CAPITAL GAINS DIVIDENDS				
j				
k				
l				
m				
n				
o				

(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 16,314.		12,429.	3,885.
b 810,269.		757,054.	53,215.
c 902,759.		925,753.	-22,994.
d 3,028,549.		2,828,971.	199,578.
e 397,344.		335,296.	62,048.
f		8,498.	-8,498.
g		-46,956.	46,956.
h		-4,622.	4,622.
i 1,959.			1,959.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3,885.
b			53,215.
c			-22,994.
d			199,578.
e			62,048.
f			-8,498.
g			46,956.
h			4,622.
i			1,959.
j			
k			
l			
m			
n			
o			

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	340,771.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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**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.)
<b>1a</b>			
<b>b</b> SEE ATTACHED STATEMENT			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 5,157,194.		4,816,423.	340,771.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			340,771.

<b>2</b> 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	<b>2</b>	340,771.
<b>3</b> 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). If (loss), enter -0- in Part I, line 8		<b>3</b>	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	241,992.	7,752,592.	.031214
2011	337,150.	7,989,747.	.042198
2010	444,753.	7,985,287.	.055697
2009	687,517.	7,518,233.	.091447
2008	802,669.	8,975,143.	.089432

<b>2</b> Total of line 1, column (d)	<b>2</b>	.309988
<b>3</b> 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	<b>3</b>	.061998
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	8,060,479.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	499,734.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	3,331.
<b>7</b> Add lines 5 and 6	<b>7</b>	503,065.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	423,461.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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	6,662.
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	6,662.
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	6,662.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,680.	
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	4,680.	
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	1,982.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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?	X	
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) <u>OK</u>		
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

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**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		<b>X</b>
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		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	<b>X</b>	
14	The books are in care of <b>THE ALBERT AND HETE BARTHELMES FNDN</b> Telephone no. <b>(918) 392-0906</b> Located at <b>401 S. BOSTON, STE 250, TULSA, OK</b> ZIP+4 <b>74103</b>			
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 <b>15</b> <b>N/A</b>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <b>CAYMAN ISLANDS</b>	16	<b>X</b>	<b>No</b>

**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 checked="" type="checkbox"/> Yes <input 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>1b</b>		<b>X</b>
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? <b>1c</b>		<b>X</b>
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 _____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b> <b>2b</b>		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) <b>N/A</b> <b>3b</b>		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b>		<b>X</b>
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? <b>4b</b>		<b>X</b>

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**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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THERESA M. COLLINS 1256 E. 25TH STREET TULSA, OK 74114	PRES. - DIRECTOR 30.00	84,000.	7,439.	0.

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

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

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

0



THE ALBERT AND HETE BARTHELMES  
FOUNDATION, INC.

Form 990-PF (2013)

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	0.
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2013)

**THE ALBERT AND HETE BARTHELMES  
FOUNDATION, INC.**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,179,248.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,836,783.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	167,196.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	8,183,227.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	8,183,227.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	122,748.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,060,479.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	403,024.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	403,024.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	6,662.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	6,662.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	396,362.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	396,362.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	396,362.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	423,461.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	423,461.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	423,461.

**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.

**THE ALBERT AND HETE BARTHELMES  
FOUNDATION, INC.**

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				<b>396,362.</b>
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008	94,671.			
<b>b</b> From 2009	314,991.			
<b>c</b> From 2010	48,299.			
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	457,961.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$	423,461.			
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				396,362.
<b>e</b> Remaining amount distributed out of corpus	27,099.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	485,060.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	94,671.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	390,389.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009	314,991.			
<b>b</b> Excess from 2010	48,299.			
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013	27,099.			

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N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 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**

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

## 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).)

NONE

- 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.

**NONE**

**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:

THE ALBERT AND HETE BARTHELMES FDN; ATTN: ARLENE BEAN, (918)392-0906  
401 S. BOSTON, STE 250, TULSA, OK 74103

- b. The form in which applications should be submitted and information and materials they should include:**

AS PER GRANT GUIDELINES

- c Any submission deadlines:

AS PER GRANT GUIDELINES

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

AS PER GRANT GUIDELINES

**THE ALBERT AND HETE BARTHELMES  
FOUNDATION, INC.**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE ATTACHED		PC	SEE ATTACHED	380,317.
<b>Total</b>			▶ <b>3a</b>	380,317.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.





**The Albert and Hete Barthelmes Fdn, Inc**  
**General Ledger**

**For the Period From Jan 1, 2013 to Dec 31, 2013**

Filter Criteria includes. 1) IDs from 603100-00-00 to 603100-00-00. Report order is by ID Rep

Date	Ck#	Jrnl	Paid to	Amt Paid	Purpose
1/23/13	3746	CDJ	Chamber Music Tulsa 2210 S. Main, Tulsa, OK 74114	5,000.00	Tesla Quartet residency
1/7/13	3733	CDJ	Clarehouse, Inc. 7617 S Mingo Road, Tulsa, OK 74133	10,000.00	General Operation
9/16/13	3867	CDJ	Clarehouse, Inc. 7617 S. Mingo Road, Tulsa, OK 74133	5,000.00	Raisin' Cain 2013
1/7/13	3736	CDJ	German American Society Arts A 1429 Terrace Drive, Tulsa, OK 74104	1,000.00	General Operation
8/26/13	3853	CDJ	German Society of Pennsylvania 611 Spring Garden Street, Philadelphia, PA 19123-3505	10,000.00	General Operating
8/26/13	3851	CDJ	German Society of Pennsylvania 611 Spring Garden Street, Philadelphia, PA 19123-3505	12,500.00	Payment of the May 13, 2013 Challenge grant for The Bach Choir of Bethlehem
12/18/13	3915	CDJ	Goodwill Industries Of Tulsa, 2800 Southwest Blvd. Tulsa, OK 74107	500.00	General Operation
1/30/13	3750	CDJ	Living Arts of Tulsa 307 E. Brady Street, Tulsa, OK 74120	2,500.00	New Genre Festival 2013
11/25/13	3898	CDJ	Metropolitan Opera Nat'l Audit 3800 W. 71st St., #1201, Tulsa, OK 74132	750.00	Tulsa Area Auditions
6/10/13	3814	CDJ	Oklahoma Arts Institute 2600 Van Buren, Suite 2606, Norman, OK 73072	10,000.00	2013 Oklahoma Summer Arts Institute
1/7/13	3734	CDJ	RSVP Tulsa - General Operating 5756 E 31st Street, Tulsa, OK 74135	1,000.00	General Operation
11/25/13	3899	CDJ	Salvation Army Women's Auxilia 924 S Hudson Ave., Tulsa, OK 74112	500.00	General Operating support for Tulsa Boys and Girls Club
12/18/13	3914	CDJ	The Salvation Army 924 S. Hudson Ave., Tulsa, OK 74112	500.00	General Operation



**The Albert and Hete Barthelmes Fdn, Inc**  
**General Ledger**

**For the Period From Jan 1, 2013 to Dec 31, 2013**

Filter Criteria includes: 1) IDs from 603100-00-00 to 603100-00-00 Report order is by ID Rep

Date	Ck#	Jrnl	Paid to	Amt Paid	Purpose
12/18/13	3916	CDJ	Tulsa Area American Red Cross P.O. Box 995, Tulsa, OK 74182-001	500.00	General Operation
7/8/13	3833	CDJ	Tulsa Arts Management Consorti 2727 S. Rockford Rd., Tulsa, OK 74152-0510	70,000.00	Balance due on 1st year of \$600K five year pledge
3/7/13	3772	CDJ	Tulsa Arts Management Consorti 2727 S. Rockford Rd., Tulsa, OK 74152-0510	50,000.00	Payment on 5 year pledge
1/7/13	3735	CDJ	Tulsa Arts Management Consorti - 2727 S. Rockford Rd., Tulsa, OK 74152-0510	8,200.00	Support for Tessitura
1/7/13	3730	CDJ	Tulsa Ballet Theatre - 2012-2013 General Operating 4512 S. Peoria Ave. Tulsa, OK 74105	25,000.00	General Operation
5/15/13	3804	CDJ	Tulsa Ballet Theatre - 4512 S. Peoria Ave. Tulsa, OK 74105	9,000.00	Support for Tessitura
2/11/13	3760	CDJ	Tulsa Camerata - 2210 S. Main Street, Tulsa, OK 74114	1,000.00	Concert sponsorship
5/6/13	3797	CDJ	Tulsa Girls Art School - General Operating 2202 East Admiral Blvd, Tulsa, OK 74110	1,000.00	General Operation
1/7/13	3731	CDJ	Tulsa Opera - 2012-2013 General Operating 1610 S. Boulder Ave., Tulsa, OK 74120	25,000.00	General Operation
8/26/13	3852	CDJ	Tulsa Symphony Orchestra - 111 E. 1st Street, Tulsa, OK 74103	25,000.00	2013/14 Community Engagement support
9/15/13	3866	CDJ	Tulsa Symphony Orchestra 111 E. 1st Street, Tulsa, OK 74103	10,000.00	Concert underwriting
1/2/13	3732	CDJ	Tulsa Youth Symphony 1409 S. Elwood Ave., Tulsa, OK 74119	16,000.00	2012-2013 General Operating
9/25/13	3874	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	20,000.00	Consulting Support

**The Albert and Hete Barthelmes Fdn, Inc**  
**General Ledger**

**For the Period From Jan 1, 2013 to Dec 31, 2013**

Filter Criteria includes: 1) IDs from 603100-00-00 to 603100-00-00. Report order is by ID. Rep

Date	Ck#	Jrnl	Paid to	Amt Paid	Purpose
5/6/13	3798	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	1,500.00	General Operation
7/1/13	3826	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	16,000.00	General Operation
4/15/13	3786	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	20,000.00	Staff Support 2013
2/4/13	3756	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	10,000.00	Consulting Support
6/10/13	3817	CDJ	Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	11,000.00	THE EVENT sponsorship
various			Will Rogers Heritage, Inc. P.O. Box 157, Claremore, OK 74018-0157	1,867.20	out of pocket expense for support of organization
<b>12/31/13</b>			<b>Ending Balance</b>	<b>380,317.20</b>	

FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT      1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CS - SCHAFFER			VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,314.	12,429.	0.	0.	3,885.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO FUND CHOICE			VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
810,269.	757,054.	0.	0.	53,215.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO MAIN			VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
902,759.	925,753.	0.	0.	-22,994.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPINNAKER TRUST				VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
3,028,549.	2,828,971.	0.	0.	199,578.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEER CAPITAL PARTNERS-286.39847 UNITS			PURCHASED	08/30/10	07/01/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
397,344.	335,296.	0.	0.	62,048.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRESCOTT GROUP AGRESSIVE SMALL CAP LP			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	8,498.	0.	0.	-8,498.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRESCOTT GROUP AGRESSIVE SMALL CAP LP			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	-48,497.	0.	0.	48,497.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SEER CAPITAL PARTNERS-CAPITAL GAIN INCOME	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-4,622.	0.	0.	4,622.
CAPITAL GAINS DIVIDENDS FROM PART IV				1,959.
TOTAL TO FORM 990-PF, PART I, LINE 6A				342,312.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PRESCOTT GROUP AGGRESSIVE			
SMALL CAP LP	1,622.	1,622.	
SPINNAKER TURST	4,071.	4,071.	
TEXAS CAPITAL CORE	1.	1.	
WELLS FARGO FUND CHOICE	1.	1.	
WELLS FARGO MAIN	65,445.	49,021.	
WELLS FARGO MAIN-PURCHASED INT	-892.	-892.	
WELLS FARGO REMIC	15,038.	15,038.	
WELLS FARGO REMIC OID	288.	288.	
TOTAL TO PART I, LINE 3	85,574.	69,150.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CREDIT SUISSE					
SCHAFFER CULLEN	651.	0.	651.	651.	
CREDIT SUISSE					
STRINGFELLOW	419.	0.	419.	419.	
CREDIT SUISSE					
TACTICAL GROWTH	522.	0.	522.	522.	
PRESCOTT GROUP					
AGGRESSIVE	6,261.	0.	6,261.	6,261.	

## THE ALBERT AND HETE BARTHELMES FOUNDATIO

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SPINNAKER TRUST	79,398.	1,959.	77,439.	77,439.
TEXAS CAPITAL CORE	383.	0.	383.	383.
TEXAS CAPITAL ENERGY	168.	0.	168.	168.
WELLS FARGO FUND CHOICE	305.	0.	305.	305.
WELLS FARGO MAIN	3,850.	0.	3,850.	3,850.
TO PART I, LINE 4	91,957.	1,959.	89,998.	89,998.

## FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OPTIONS INCOME	-5,332.	-5,332.	
OTHER INCOME	81.	81.	
REMIC INCOME TAXED IN PY	15,882.	0.	
SEER CAPITAL ORDINARY INCOME	5,201.	5,201.	
TOTAL TO FORM 990-PF, PART I, LINE 11	15,832.	-50.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	5,985.	5,985.		0.
TO FORM 990-PF, PG 1, LN 16B	5,985.	5,985.		0.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	31,288.	31,288.		0.
TO FORM 990-PF, PG 1, LN 16C	31,288.	31,288.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	827.	827.		0.	
FICA TAX	8,853.	4,427.		4,427.	
SUI TAX	157.	78.		78.	
EXCISE TAX	3,665.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	13,502.	5,332.		4,505.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES AND SUBSCRIPTIONS	3,582.	2,162.		1,420.	
INSURANCE-LIABILITY	5,287.	4,068.		1,219.	
OFFICE EXPENSE	3,207.	3,207.		0.	
PARKING	3,286.	3,286.		0.	
POSTAGE	112.	112.		0.	
TELEPHONE	2,300.	2,300.		0.	
REPAIRS	915.	915.		0.	
STORAGE	1,650.	1,650.		0.	
BANK FEES	84.	84.		0.	
MISCELLANEOUS EXPENSES	353.	353.		0.	
SAFE DEPOSIT BOX	61.	61.		0.	
TO FORM 990-PF, PG 1, LN 23	20,837.	18,198.		2,639.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
PARTNERSHIP INVESTMENTS	COST	420,493.	562,044.	
STOCKS, BONDS, MUTUAL FUNDS	COST	5,653,460.	6,461,337.	
TOTAL TO FORM 990-PF, PART II, LINE 13		6,073,953.	7,023,381.	

FORM 8621

ADDITIONAL INFORMATION

STATEMENT 14

NAME OF PASSIVE FOREIGN INVESTMENT COMPANY OR QUALIFIED ELECTING FUND

SEER CAPITAL PARTNERS OFFSHORE FUND LTD.

CLASS OF STOCK	NUMBER OF SHARES AT BEGINING OF YEAR	CHANGE IN NUMBER OF SHARES	DATE OF CHANGE	NUMBER OF SHARES AT END OF YEAR	VALUE OF SHARES HELD AT END OF YEAR
	286.360	-286.360	07/01/13		0.00



ASSET DEPRECIATION REPORT  
**Barthelmes Foundation Dec. 31, 2013**

Sorted ASSET A/C#  
 Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000  
 Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Val	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
<b>ASSET A/C#: 1601000000 - ARTWORK</b>								
04/01/00	Art print-framed cello scroll		253 00	0 00	0 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	14	253 00	0 00	100 00	0 00	0 00	
02/26/01	Yunessi painting-musical still life acrylic/paper		4,876 40	6,500 00	4,876 40	0 00	0 00	
	SoBo Fine Art, Ck #1447, ck #1495		4,876 40	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	13						
02/26/01	E Collins painting-Spanish landscape w/deluxe fra		2,030 29	0 00	0 00	0 00	0 00	
	SoBo Fine Art, Ck #1447, ck #1495		2,030 29	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	13						
03/08/01	Joe Andoe Oil on Canvas-landscape "Lake with Tree"		12,086 70	0 00	0 00	0 00	0 00	
	R S Fine Art, Ck #1477		12,086 70	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	13						
05/22/01	Framing for Andoe painting-Landscape		345 33	0 00	0 00	0 00	0 00	
	Chelsea Gallery, Ck #1569		345 33	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	13						
06/21/01	David Curles Original music artwork engraving		307 56	0 00	0 00	0 00	0 00	
	VISA corporate card, Ck #1613		307 56	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	13						
12/01/03	R Takahashi polychromed silkreen #22 & frame		1,979 14	0 00	0 00	0 00	0 00	
	Contributed by T Collins, frame ck #2896 Chelsea		1,979 14	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	11						
12/01/03	R Takahashi polychromed silkreen #21-B & frame		1,979 15	0 00	0 00	0 00	0 00	
	Contributed by T Collins, frame ck #2896 Chelsea		1,979 15	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	11						
10/14/04	Patent frame for A Barthelmes		325 55	0 00	0 00	0 00	0 00	
	Chelsea Gallery Limited, ck #1046		325 55	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	10						
10/25/04	Frame for cello scroll print		52 90	0 00	0 00	0 00	0 00	
	Ziegler's, ck #1052		52 90	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	10						
06/16/05	Jeanie Gooden, 72 X 48, MM Bibs Peachy Town		4,123 65	6,500 00	4,123 65	0 00	0 00	
	M A Doran Gallery, VS 06162005		4,123 65	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	9						
07/27/05	Roung Rock Cliff-Optical Lead Crystal 15x14x5		15,192 38	18,500 00	15,192 38	0 00	0 00	
	M A Doran Gallery, by Kreg Kallenberger, #2139		15,192 38	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	9						
09/24/05	Framing of J Gooden		732 51	0 00	0 00	0 00	0 00	
	Chelsea Gallery Limited, #2184		732 51	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	9						
10/19/05	Table Art - Bronze Free Form		285 00	0 00	0 00	0 00	0 00	
	Elements, VS10192005a		285 00	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	9						
01/09/06	36x48 Abstract Oil on canvas for lobby		1,953 30	0 00	1,953 30	0 00	0 00	
	Emery Crain, ck #2257		1,953 30	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	8						
01/09/06	36x36 Ritchards Landscape Oil on canvas for lobby		1,573 50	0 00	1,573 50	0 00	0 00	
	Emery Crain, ck #2257		1,573 50	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	8						
01/09/06	2 24x24 Cantos Series by Allen Hayes Mixed Media		1,627 75	0 00	1,627 75	0 00	0 00	
	Emery Crain, ck #2257 For Lobby		1,627 75	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	8						
02/21/07	Persian Rug - lobby		6,489 00	0 00	6,489 00	0 00	0 00	
	Ahmady's Persian Rugs, #2509		6,489 00	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						

ASSET DEPRECIATION REPORT  
**Barthelmes Foundation Dec. 31, 2013**

Sorted ASSET A/C# Range 1601000000 - 1800000000  
 Method 1-BOOK-Std Conv Applied Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Val	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
<b>ASSET A/C#: 1601000000 - ARTWORK</b>								
02/26/07	Persian Rug - office TC/Marni desk		1,459 00	0 00	1,459 00	0 00	0 00	
	Ahmady's Persian Rugs, #2511		1,459 00	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
03/03/07	28x84 mixed media painting-The Tnbe of Us-JGooden		3,255 51	5,150 00	3,255 51	0 00	0 00	
	M A Doran Gallery, VS03032007		3,255 51	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
07/02/07	Frame-2 paintings by Allen Hayes(purchased 1/9/06)		1,193 69	0 00	1,193 69	0 00	0 00	
	Chelsea Gallery Limited, #2581		1,193 69	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
07/02/07	Frame-The Tnbe of Us-JGooden		705 36	0 00	705 36	0 00	0 00	
	M A Doran Gallery, ck #2580		705 36	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
07/27/07	Framing-German drawings		362 45	0 00	362 45	0 00	0 00	
	Chelsea Gallery Limited, #2594		362 45	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
09/01/07	Persian Rugs - office		22,224 00	0 00	22,224 00	0 00	0 00	
	Ahmady's Persian Rugs, #2633		22,224 00	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	7						
03/10/08	Bowl-Cocobolo Wood titled Vundumtki by Ron Fleming		4,340 68	4,500 00	4,340 68	0 00	0 00	
	M A Doran Gallery, ck #2728		4,340 68	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	6						
06/17/09	Mixed Media on Cavas - Chamomile And Citrus		1,844 79	0 00	1,844 79	0 00	0 00	
	M A Doran Gallery, ck #3004		1,844 79	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	5						
09/01/09	Camomile Citrus Frame-Black Floater-jumbo Stretchr		434 07	0 00	434 07	0 00	0 00	
	Chelsea Gallery Limited, ck #3051		434 07	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	5						
11/11/09	American Art in Miniature 2009 - #023		352 68	0 00	352 68	0 00	0 00	
	Gilcrease Museum, ck #3089		352 68	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	5						
05/12/11	'Sunny' Oil on canvas, yellow songbird		490 57	0 00	490 57	0 00	0 00	
	Art On Broadway, VS05122011		490 57	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	3						
10/04/12	Optic Lead Glass 'Cimmaron Palisades'		27,129 25	0 00	27,129 25	0 00	0 00	
	M A Doran Gallery, ck #3687		27,129 25	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	2						
11/18/13 (A)	Glass Sculpture-Hurley's Moon by Kreg Kallenberger		30,384 76	0 00	30,384 76	0 00	0 00	
	M A Doran Gallery, ck #3895		30,384 76	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	1						
11/18/13 (A)	Oil Painting - Thump Thump by Jeanie Gooden		4,883 27	0 00	4,883 27	0 00	0 00	
	M A Doran Gallery, ck #3895		4,883 27	0 00	100 00	0 00	0 00	
	NONE HY 99 00 Omit Active New Not Listed	1						
<b>Totals for ASSET A/C#: 1601000000 (32 assets)</b>			155,273 19	41,150 00	134,896 06	0 00	0 00	0 00
			155,273 19	0 00		0 00	0 00	0 00

<b>Summary For: 1601000000</b>		<b>Cost</b>	<b>Section 179 + Accum. Depr. = Total</b>
<b>Beginning Balances (30 assets)</b>		120,005 16	0 00
<b>+ Additions (A) (2 assets)</b>		35,268 03	0 00
<b>Subtotals</b>		155,273 19	0 00
<b>- Disposals (D) and Trades (T) (0 assets)</b>		0 00	0 00
<b>Ending Balances (32 assets)</b>		155,273 19	0 00

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Sorted ASSET A/C#  
 Method 1-BOOK-Std Conv Applied

Range 1601000000 - 1800000000  
 Include All assets

Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Val	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
<b>ASSET A/C#: 1751000000 - FURNITURE AND FIXTURES</b>								
02/08/01	Tremont chair		1,292 30	0 00	1,292 30	0 00	1,292 30	
	Norwalk Furniture, ck #1396, ck #1431, ck #1480		0 00	0 00	100 00	0 00	1,292 30	
	SL HY 7 00 Omit Active New Not Listed	13						
02/12/01	Bossa Nova Sofa by Lane		329 93	0 00	329 93	0 00	329 93	
	Norwalk Furniture, ck #1397, ck #1433		0 00	0 00	100 00	0 00	329 93	
	SL HY 7 00 Omit Active New Not Listed	13						
04/05/01	Office desk w/glass top (Tern's office)		595 00	0 00	595 00	0 00	595 00	
	KPW Trust, ck #1506, Jim McDonald, ck #1642		0 00	0 00	100 00	0 00	595 00	
	SL HY 7 00 Omit Active New Not Listed	13						
07/19/01	Decorator Lamp		100 95	0 00	100 95	0 00	100 95	
	VISA Corp Card, KWC Home Decor, ck #1654		0 00	0 00	100 00	0 00	100 95	
	SL HY 7 00 Omit Active New Not Listed	13						
02/20/02	Chair for Tern's office		50 00	0 00	50 00	0 00	50 00	
	Cash, ck #1984		0 00	0 00	100 00	0 00	50 00	
	SL HY 7 00 Omit Active New Not Listed	12						
05/22/03	File cab-2 drawer lateral-receptionist		375 78	0 00	375 78	0 00	375 78	
	VSTC030515, Office Depot		0 00	0 00	100 00	0 00	375 78	
	SL HY 7 00 Omit Active New Not Listed	11						
09/03/04	Magic Chef Refrigerator		150 84	0 00	150 84	0 00	150 84	
	ck #1011, Reimb to T Collins		0 00	0 00	100 00	0 00	150 84	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	End table-reception area		313 61	0 00	313 61	0 00	313 61	
	Beeline ticket #180138, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	313 61	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	2 leather chairs-additional for conference table		946 27	0 00	946 27	0 00	946 27	
	Beeline ticket #180134, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	946 27	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	2 leather rolling chairs for conference table		4,149 69	0 00	4,149 69	0 00	4,149 69	
	Beeline ticket #180134, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	4,149 69	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	Conference table		1,626 67	0 00	1,626 67	0 00	1,626 67	
	Beeline ticket #180134, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	1,626 67	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	Work table-TC office		390 66	0 00	390 66	0 00	390 66	
	Beeline ticket #180134, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	390 66	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	Love seat-reception area		964 72	0 00	964 72	0 00	964 72	
	Beeline ticket #180136, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	964 72	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	Desk-receptionist		797 60	0 00	797 60	0 00	797 60	
	Beeline ticket #180261, ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	797 60	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	2 upholstered wooden chairs-TC office		939 76	0 00	939 76	0 00	939 76	
	Beeline ticket #180135 ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	939 76	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	1 upholstered chair-reception area		606 61	0 00	606 61	0 00	606 61	
	Beeline ticket #180135 ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	606 61	
	SLP FM 7 00 Omit Active New Not Listed	10						
09/22/04	1 chair-reception desk		1,048 27	0 00	1,048 27	0 00	1,048 27	
	Beeline ticket #180135 ck #s 1019,1038,1072, 1095		0 00	0 00	100 00	0 00	1,048 27	
	SLP FM 7 00 Omit Active New Not Listed	10						
10/07/04	2-drawer lateral file		1,493 28	0 00	1,493 28	0 00	1,493 28	
	L & M Office Furniture, VISA, ck #1038		0 00	0 00	100 00	0 00	1,493 28	
	SLP FM 7 00 Omit Active New Not Listed	10						

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<b>ASSET A/C#: 1751000000 - FURNITURE AND FIXTURES</b>								
10/07/04	3-drawer lateral storage unit w/cabinet on top L & M Office Furniture, VISA, ck #1038 SLP FM 7 00 Omit Active New Not Listed	10	3,283 92 0 00	0 00 0 00	3,283 92 100 00	0 00 0 00	3,283 92	3,283 92
10/13/04	Wood mini blinds for conference room ck #s 1021, 1040 JC Penney SLP FM 7 00 Omit Active New Not Listed	10	318 07 0 00	0 00 0 00	318 07 100 00	0 00 0 00	318 07	318 07
10/27/04	Glass for conference table and TC desk Robinson Glass, ck #1057 SLP FM 7 00 Omit Active New Not Listed	10	731 75 0 00	0 00 0 00	731 75 100 00	0 00 0 00	731 75	731 75
11/03/04	Cart Pottery Barn, ck #1063 SLP FM 7 00 Omit Active New Not Listed	10	349 00 0 00	0 00 0 00	349 00 100 00	0 00 0 00	349 00	349 00
11/18/04	Containers for new office plants Tropical Plant Designs, ck #1071 SLP FM 7 00 Omit Active New Not Listed	10	772 63 0 00	0 00 0 00	772 63 100 00	0 00 0 00	772 63	772 63
01/01/05	Glass top for front office desk Robinson Glass, ck #1119 SLP FM 7 00 Omit Active New Not Listed	9	353 74 0 00	0 00 0 00	353 74 100 00	0 00 0 00	353 74	353 74
01/14/05	Screen for front office Beeline Furniture, ck #2001 SLP FM 7 00 Omit Active New Not Listed	9	377 64 0 00	0 00 0 00	377 64 100 00	0 00 0 00	377 64	377 64
01/28/05	Front Door Blinds VS012805,VISA JCPenney, ck1122 SLP FM 7 00 Omit Active New Not Listed	9	261 10 0 00	0 00 0 00	261 10 100 00	0 00 0 00	261 10	261 10
02/07/05	Spider Back chair for reception area Beeline Furniture, ck#2023 SLP FM 7 00 Omit Active New Not Listed	9	693 42 0 00	0 00 0 00	693 42 100 00	0 00 0 00	693 42	693 42
08/29/05	Mirror for conference room Beeline Furniture, ck#2162 SLP FM 7 00 Omit Active New Not Listed	9	395 00 0 00	0 00 0 00	395 00 100 00	0 00 0 00	395 00	395 00
09/28/05	Chair for T. Collins desk, MR123AAF senal no Workplace Resource of Tulsa, VS09282005 SLP FM 7 00 Omit Active New Not Listed	9	587 57 0 00	0 00 0 00	587 57 100 00	0 00 0 00	587 57	587 57
10/13/05	Mirror over reception desk Pottery Barn, VS10132005 SLP FM 7 00 Omit Active New Not Listed	9	246 53 0 00	0 00 0 00	246 53 100 00	0 00 0 00	246 53	246 53
12/15/05	Mill Creek Lobby Rug (in storage) Mill Creek Carpet and Tile, VS1215200 SLP FM 7 00 Omit Active New Not Listed	9	1,673 88 0 00	0 00 0 00	1,673 88 100 00	0 00 0 00	1,673 88	1,673 88
01/03/06	Buffet Beeline Furniture, ck #2249,Model #445-81-06 SLP FM 7 00 Omit Active New Not Listed	8	1,511 64 0 00	0 00 0 00	1,511 64 100 00	0 00 0 00	1,511 64	1,511 64
01/03/06	Mirror Beeline Furniture, ck #2249, Model #445-13-33 SLP FM 7 00 Omit Active New Not Listed	8	319 04 0 00	0 00 0 00	319 04 100 00	0 00 0 00	319 04	319 04
01/03/06	2 Lamps Beeline Furniture, ck #2249, Model #PT4773 SLP FM 7 00 Omit Active New Not Listed	8	193 16 0 00	0 00 0 00	193 16 100 00	0 00 0 00	193 16	193 16
05/24/06	Cobra sit/stand tray L&M Furniture, VS05242006 SLP FM 7 00 Omit Active New Not Listed	8	232 51 0 00	0 00 0 00	232 51 100 00	12 51 0 00	220 00	232 51
06/23/06	2 chairs for the lobby Beeline Furniture, ck #2361 SLP FM 7 00 Omit Active New Not Listed	8	1,582 18 0 00	0 00 0 00	1,582 18 100 00	94 18 0 00	1,488 00	1,582 18

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<b>ASSET A/C#: 1751000000 - FURNITURE AND FIXTURES</b>								
07/05/06	Kimball Credenza LH PED Espresso L&M Furniture, VS05242006(dep), ck #2371 final pmt SLP FM 7 00 Omit Active New Not Listed	8	1,746 54 0 00	0 00 0 00	1,746 54 100 00	121 54 0 00	1,625 00 1,746 54	
07/12/06	Desk for T Collins L&M Furniture, VS07212006 SLP FM 7 00 Omit Active New Not Listed	8	1,353 95 0 00	0 00 0 00	1,353 95 100 00	98 95 0 00	1,255 00 1,353 95	
08/08/06	Counterpoise Task Table Lamp Bronz Restoration Hardware, VS08082006 SLP FM 7 00 Omit Active New Not Listed	8	591 40 0 00	0 00 0 00	591 40 100 00	52 40 0 00	539 00 591 40	
10/15/12	Floor lamp for reception area Pottery Barn, VS 10 15 2012 SLP FM 7 00 Omit Active New Not Listed	2	324 47 266 47	0 00 0 00	324 47 100 00	46 00 0 00	12 00 58 00	
<b>Totals for ASSET A/C#: 1751000000 (40 assets)</b>			34,071 08 266 47	0 00 0 00	34,071 08	425 58 0 00	33,379 03 33,804 61	0 00 0 00

<b>Summary For: 1751000000</b>		<b>Cost</b>	<b>Section 179 +</b>	<b>Accum. Depr.</b>	<b>= Total</b>
<b>Beginning Balances (40 assets)</b>		34,071 08	0 00	33,379 03	33,379 03
<b>+ Additions (A) (0 assets)</b>		0 00	Curr Depr 0 00	425 58	425 58
<b>Subtotals</b>		34,071 08	0 00	33,804 61	33,804 61
<b>- Disposals (D) and Trades (T) (0 assets)</b>		0 00	0 00	0 00	0 00
<b>Ending Balances (40 assets)</b>		34,071 08	0 00	33,804 61	33,804 61

**ASSET A/C#: 1752000000 - OFFICE EQUIPMENT**

04/10/02	HP laserjet 4100n printer Computerone, ck #2081 SL HY 5 00 Omit Active New Not Listed	12	1,790 00 0 00	0 00 0 00	1,790 00 100 00	0 00 0 00	1,790 00 1,790 00	
06/12/02	Palm pilot for Tern VISA Corp Card Handspring, ck #2225 SL HY 5 00 Omit Active New Not Listed	12	242 00 0 00	0 00 0 00	242 00 100 00	0 00 0 00	242 00 242 00	
10/06/04	6' SVGA monitor extension cable RCGServices com ck #1035 SLP FM 5 00 Omit Active New Not Listed	10	92 06 0 00	0 00 0 00	92 06 100 00	0 00 0 00	92 06 92 06	
12/07/04	PS/2 10' extension cable & conceal conduit-Bianca RCGServices com ck #1092 SLP FM 5 00 Omit Active New Not Listed	10	105 08 0 00	0 00 0 00	105 08 100 00	0 00 0 00	105 08 105 08	
10/25/07	HP Officejet Pro L7680 Color All in One HP Home & Home Office Store, VS10252007 SLP FM 5 00 Omit Active New Not Listed	7	390 65 0 00	0 00 0 00	390 65 100 00	0 00 0 00	390 65 390 65	
02/15/10	Phone System Newegg com-VS02152010 SLP FM 7 00 Omit Active New Not Listed	4	144 03 62 03	0 00 0 00	144 03 100 00	21 00 0 00	61 00 82 00	
07/07/10	Computer (Arlene) HP 6005 Pro Desktop SLP FM 5 00 Omit Active New Not Listed	4	620 00 186 00	0 00 0 00	620 00 100 00	124 00 0 00	310 00 434 00	
06/01/11	HP Compaq 6005 Pro Micro Tower-server in closet Emstar Solutions, LLC, ck #3426 SLP FM 5 00 Omit Active New Not Listed	3	579 00 279 00	0 00 0 00	579 00 100 00	116 00 0 00	184 00 300 00	
06/01/11	Netgate small business router & VPN appliance Emstar Solutions, LLC, ck #3426 SLP FM 5 00 Omit Active New Not Listed	3	320 00 155 00	0 00 0 00	320 00 100 00	64 00 0 00	101 00 165 00	
02/03/12	HP Omni 27 Quad Desktop PC (Tern) HP Home & Home Office Store, VS020312 SLP FM 5 00 Omit Active New Not Listed	2	1,409 62 869 62	0 00 0 00	1,409 62 100 00	282 00 0 00	258 00 540 00	
02/09/12	Lenovo IP U300S 13 3 Ultrabook VS020912 SLP FM 5 00 Omit Active New Not Listed	2	1,322 81 814 81	0 00 0 00	1,322 81 100 00	265 00 0 00	243 00 508 00	

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Date Acq Date Sold	Description Meth - Conv - Life - ITC - Stat - New - Listed	Inv Credit Depr Year	Cost Net Book Val	Valuation Salvage Value	Depr Basis Bus Percent	Current Depr Current Bonus	Beg A/Depr End A/Depr	Selling Price Gain/Loss
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Totals for ASSET A/C#: 1752000000 (11 assets)			7,015 25	0 00	7,015 25	872 00	3,776 79	0 00
			2,366 46	0 00		0 00	4,648 79	0 00

Summary For: 1752000000		Cost	Section 179 +	Accum. Depr.	= Total
Beginning Balances	(11 assets)	7,015 25	0 00	3,776 79	3,776 79
+ Additions (A)	(0 assets)	0 00	Curr Depr 0 00	872 00	872 00
Subtotals		7,015 25	0 00	4,648 79	4,648 79
- Disposals (D) and Trades (T)	(0 assets)	0 00	0 00	0 00	0 00
Ending Balances	(11 assets)	7,015 25	0 00	4,648 79	4,648 79

ASSET A/C#: 1800000000 - LEASEHOLD IMPROVEMENTS

12/01/04	Office improvements-drywall, plumbing, electrical		2,604 51	0 00	2,604 51	174 00	1,406 00	
	Mid-Continent Tower, ck #1086		1,024 51	0 00	100 00	0 00	1,580 00	
	SLP FM 15 00 Omit Active New Not Listed	10						
12/01/04	Office impr-millwork, painting, marble, carpeting		2,081 04	0 00	2,081 04	0 00	2,081 04	
	Mid-Continent Tower, ck #1086		0 00	0 00	100 00	0 00	2,081 04	
	SLP FM 5 00 Omit Active New Not Listed	10						
Totals for ASSET A/C#: 1800000000 (2 assets)			4,685 55	0 00	4,685 55	174 00	3,487 04	0 00
			1,024 51	0 00		0 00	3,661 04	0 00

Summary For: 1800000000		Cost	Section 179 +	Accum. Depr.	= Total
Beginning Balances	(2 assets)	4,685 55	0 00	3,487 04	3,487 04
+ Additions (A)	(0 assets)	0 00	Curr Depr 0 00	174 00	174 00
Subtotals		4,685 55	0 00	3,661 04	3,661 04
- Disposals (D) and Trades (T)	(0 assets)	0 00	0 00	0 00	0 00
Ending Balances	(2 assets)	4,685 55	0 00	3,661 04	3,661 04

Grand totals for all accounts: (85 assets)			201,045 07	41,150 00	180,667 94	1,471 58	40,642 86	0 00
			158,930 63	0 00		0 00	42,114 44	0 00

Summary For Grand Totals		Cost	Section 179 +	Accum. Depr.	= Total
Beginning Balances	(83 assets)	165,777 04	0 00	40,642 86	40,642 86
+ Additions (A)	(2 assets)	35,268 03	Curr Depr 0 00	1,471 58	1,471 58
Subtotals		201,045 07	0 00	42,114 44	42,114 44
- Disposals (D) and Trades (T)	(0 assets)	0 00	0 00	0 00	0 00
Ending Balances	(85 active assets)	201,045 07	0 00	42,114 44	42,114 44

	Cost	Current Depreciation	Ending Accum. Depr.
Depreciable assets: (85 assets, 0 disposed)	201,045 07	1,471 58	42,114 44
Amortizable assets: (0 assets, 0 disposed)	0 00	0 00	0 00

Codes that may appear next to the date acquired include: A - Addition, D - Disposal, T - Traded, I - Inactive

Additional Summary Statistics for Assets:

	Cost	Current Year Salvage Value	Prior Year Salvage Value	Depreciable Basis	Beginning Accum. Depr.	Current Depreciation	Ending Accum. Depr.	Net Book Value
Grand Totals for all assets	201,045 07	0 00	0 00	180,667 94	40,642 86	1,471 58	42,114 44	158,930 63
Less: Inactive Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Disposed Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Traded Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Net Totals (Active Assets)	201,045 07	0 00	0 00	180,667 94	40,642 86	1,471 58	42,114 44	158,930 63

ANNUAL JOURNAL ENTRY REPORT  
**Barthelmes Foundation Dec. 31, 2013**

Expense Field [ Expense A/C# ] Acc/Dep Field [ Accum A/C# ]  
 Include Assets With Current Depreciation Only  
 Method 1-BOOK-Std Conv Applied \* Summary Report \*

<u>Journal Entries to Record Annual Depreciation Expense</u>		Debit	Credit
Totals for Depr Exp Acct 6040800000		1,471 58	
	Totals for Accum Depr Acct 1790000000		1,471 58
<b>Grand Totals for Annual Depr. Expense and Accum. Depr.</b>		<b>1,471.58</b>	<b>1,471.58</b>