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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

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

JOE AND JEAN HOLLIMAN FAMILY FOUNDATION
8118 E. 63RD ST.
TULSA, OK 74133-1901

A Employer identification number: 73-6092860

B Telephone number (see the instructions): (918) 250-1040

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 5,294,517.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	114,881.	114,881.	114,881.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	506,892.			
	b Gross sales price for all assets on line 6a 1,089,121.				
	7 Capital gain net income (from Part IV, line 2)		506,892.		
	8 Net short-term capital gain			281.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	621,773.	621,773.	115,162.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	2,307.	2,307.		
	c Other prof fees (attach sch) SEE ST 2	4,528.	4,528.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	4,461.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	11,296.	6,835.		
	25 Contributions, gifts, grants paid PART XV	200,000.			200,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	211,296.	6,835.	0.	200,000.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	410,477.			
	b **Net investment income** (if negative, enter -0-)		614,938.		
	c **Adjusted net income** (if negative, enter -0-)			115,162.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	332.	25.	25.
	2 Savings and temporary cash investments	257,690.	316,493.	316,493.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) STATEMENT 4	1,792,369.	2,144,354.	4,977,999.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)	4.		
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,050,395.	2,460,872.	5,294,517.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,623,221.	2,623,221.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-572,826.	-162,349.	
	30 Total net assets or fund balances (see instructions)	2,050,395.	2,460,872.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,050,395.	2,460,872.	

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	2,050,395.
2	Enter amount from Part I, line 27a	2	410,477.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,460,872.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,460,872.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day year)
1a	SEE STATEMENT 5			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	506,892.
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	281.

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 (column (b) divided by column (c))
2012	920,143.	4,159,931.	0.221192
2011	129,094.		
2010	223,944.	3,528,370.	0.063470
2009	201,194.	3,382,521.	0.059480
2008	210,500.	4,448,991.	0.047314

2	**Total** of line 1, column (d)	2	0.391456
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.078291
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,713,905.
5	Multiply line 4 by line 3	5	369,056.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,149.
7	Add lines 5 and 6	7	375,205.
8	Enter qualifying distributions from Part XII, line 4	8	200,000.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary – see instrs) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			1	12,299.
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	12,299.
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	12,299.
6 Credits/Payments				
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6a	2,860.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	12,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	14,860.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	2,561.
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 2,561.	**Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 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*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► OK			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► N/A

14 The books are in care of ► PRESTON SMITH, CPA Telephone no ► (918) 250-1040

Located at ► 8118 E. 63RD ST. TULSA OK ZIP + 4 ► 74133

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

				Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				
1 a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)		2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
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)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

5 a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870

7 a 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? N/A **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JEAN F. HOLLIMAN 8118 E. 63RD ST. TULSA, OK 74133-1901	PRESIDENT 0	0.	0.	0.
JOHN H. HOLLIMAN 8118 E. 63RD ST. TULSA, OK 74133-1901	DIRECTOR 0	0.	0.	0.
JANICE H. STANFIELD 8118 E. 63RD ST. TULSA, OK 74133-1901	VICE PRESIDE 0	0.	0.	0.
JOANNA H. POTTS 8118 E. 63RD ST. TULSA, OK 74133-1901	VP, SEC, TRE 0	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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 SEE STATEMENT 6	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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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	4,576,036.
b	Average of monthly cash balances		1b	209,654.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	4,785,690.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,785,690.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	71,785.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,713,905.
6	**Minimum investment return.** Enter 5% of line 5		6	235,695.

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	235,695.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 12,299.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	12,299.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	223,396.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	223,396.
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	223,396.

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	200,000.
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	200,000.
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	200,000.

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					223,396.
2 Undistributed income, if any, as of the end of 2013.					
a Enter amount for 2012 only				0.	
b Total for prior years 20 __, 20 __, 20 __			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008					
b From 2009	27,499.				
c From 2010	49,137.				
d From 2011	130,350.				
e From 2012	717,860.				
f **Total** of lines 3a through e		924,846.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 200,000.					
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2013 distributable amount					200,000.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		23,396.			23,396.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		901,450.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
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			0.		
d Subtract line 6c from line 6b Taxable amount – see instructions			0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		901,450.			
10 Analysis of line 9					
a Excess from 2009	4,103.				
b Excess from 2010	49,137.				
c Excess from 2011	130,350.				
d Excess from 2012	717,860.				
e Excess from 2013					

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2 a 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))

JEAN F. HOLLIMAN

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ST. JOHN MEDICAL CENTER FOUNDATION 1923 SOUTH UTICA AVENUE TULSA, OK 74104	NONE	PUBLIC	HOLLIMAN BUILDING MAINTENANCE	100,000.
OKLAHOMA METHODIST MANOR, INC. 4134 EAST 31ST STREET TULSA, OK 74135	NONE	PUBLIC	LIFETIMES CAMPAIGN	100,000.
Total			► 3a	200,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	114,881.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					506,892.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				114,881.	506,892.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	621,773.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Jean F. Holliman | 8-15-14 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self employed	PTIN
PRESTON B. SMITH, CPA	PRESTON B. SMITH, CPA	8/14/14		P00357271

Firm's name ► PRESTON SMITH, PLLC — Firm's EIN ► 45-3944293

Firm's address ► 8118 E 63RD ST TULSA, OK 74133 — Phone no (918) 250-1040

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JOHN WALKER CPA	$ 2,307.	$ 2,307.		
TOTAL	$ 2,307.	$ 2,307.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	$ 4,528.	$ 4,528.		
TOTAL	$ 4,528.	$ 4,528.	$ 0.	$ 0.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	$ 4,461.			
TOTAL	$ 4,461.	$ 0.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	MKT VAL	$ 21,325.	$ 130,322.
AMGEN	MKT VAL	2,053.	171,120.
AT&T INC	MKT VAL	33,441.	74,539.
CHEVRON CORPORATION	MKT VAL	41,617.	124,910.
CISCO SYSTEMS, INC	MKT VAL	43,373.	139,066.
COCA-COLA	MKT VAL	20,673.	41,310.
INTEL CORP	MKT VAL	76,922.	103,820.
GENERAL ELECT. CO	MKT VAL	16,234.	336,360.
EXXON MOBIL	MKT VAL	38,652.	303,600.
JOHNSON & JOHNSON	MKT VAL	17,893.	174,021.
MICROSOFT CORP	MKT VAL	26,995.	119,712.
PEPSICO INC	MKT VAL	60,138.	165,880.
WAL-MART STORES	MKT VAL	35,693.	196,725.
TARGET CORP	MKT VAL	42,591.	63,270.
ALTRIA GROUP	MKT VAL	9,861.	69,102.

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PFIZER INC.	MKT VAL	$ 132,186.	$ 153,150.
PROCTER & GAMBLE	MKT VAL	0.	0.
CVS CAREMARK CORP	MKT VAL	29,010.	71,570.
NOBLE ENERGY	MKT VAL	29,414.	95,354.
ACCENTURE LTD BERMUDA CL A	MKT VAL	46,266.	98,664.
AMPHENOL CORP	MKT VAL	28,908.	71,344.
CONOCOPHILLIPS	MKT VAL	0.	0.
LOWES	MKT VAL	40,962.	69,618.
NORFOLK SOUTHERN	MKT VAL	51,619.	92,830.
THERMO FISHER SCIENTIFIC	MKT VAL	43,326.	89,080.
UNITED PARCEL SERVICE	MKT VAL	36,748.	52,540.
IN'L BUSINESS MACHINES	MKT VAL	28,161.	56,271.
PHILIP MORRIS INTL INC	MKT VAL	22,655.	156,834.
BAXTER INTERNATIONAL	MKT VAL	29,573.	41,730.
CHUBB	MKT VAL	53,639.	96,630.
F M C CORP	MKT VAL	0.	0.
FISERV	MKT VAL	26,364.	94,480.
NIKE INC	MKT VAL	31,977.	78,640.
NUCOR CORP	MKT VAL	0.	0.
ONEOK	MKT VAL	28,476.	124,360.
SMUCKER JM	MKT VAL	29,689.	51,810.
UNITED TECHNOLOGIES	MKT VAL	30,060.	68,280.
VANGUARD FIN ETF	MKT VAL	182,305.	222,100.
VISA INC CL A	MKT VAL	31,931.	89,072.
ANALOG DEVICES INC	MKT VAL	0.	0.
CENTURYLINK INC	MKT VAL	0.	0.
XILINX	MKT VAL	25,162.	41,328.
ITT CORP	MKT VAL	26,154.	58,617.
SCHLUMBERGER LTD	MKT VAL	37,025.	45,055.
DISNEY, WALT HOLDING COMPANY	MKT VAL	28,290.	45,840.
COSTCO WHOLESALE	MKT VAL	33,492.	47,608.
EXPRESS SCRIPTS INC	MKT VAL	25,980.	35,120.
MCCORMICK & COMPANY	MKT VAL	28,382.	34,460.
PPL	MKT VAL	33,288.	36,108.
APPLE INC	MKT VAL	50,830.	56,102.
CAPITAL ONE FINANCIAL	MKT VAL	71,700.	76,610.
COVIDIEN PLC	MKT VAL	105,942.	122,580.
DANAHER CORP	MKT VAL	46,368.	61,760.
HONEYWELL INTL	MKT VAL	84,649.	91,370.
MATERIALS SELECT SECTOR SPDRF	MKT VAL	43,620.	46,220.
QUALCOMM	MKT VAL	51,462.	59,400.
VANGUARD TELECOMMUNICATION ETF	MKT VAL	31,280.	31,707.
	TOTAL	$ 2,144,354.	$ 4,977,999.

STATEMENT 5
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	200000 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	11/06/2012	1/03/2013
2	59440.84 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	VARIOUS	1/08/2013
3	339.22 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	1/23/2013
4	4461 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	2/20/2013
5	2349.61 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	2/21/2013
6	356.51 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	3/21/2013
7	366.76 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	4/23/2013
8	380.46 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	5/21/2013
9	376.15 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	6/21/2013
10	382.55 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	7/23/2013
11	383.44 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	8/21/2013
12	386.14 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	9/23/2013
13	389.92 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/09/2013	10/22/2013
14	21248.52 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	VARIOUS	10/23/2013
15	108.20 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	VARIOUS	11/21/2013
16	408.92 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	VARIOUS	12/23/2013
17	146.08 AIM GOVERNMENT TAX ADVANTAGE	PURCHASED	1/25/2013	12/27/2013
18	100 MALLINCKRODT PLC	PURCHASED	1/03/2013	7/25/2013
19	1600 ABBVIE INC	PURCHASED	10/05/1988	1/29/2013
20	1000 AMGN	PURCHASED	5/02/1990	10/18/2013
21	1000 ANALOG DEVICES INC	PURCHASED	10/11/2010	1/18/2013
22	1000 CENTURYTEL INC	PURCHASED	5/25/2010	12/23/2013
23	600 CONOCO PHILLIPS	PURCHASED	VARIOUS	10/18/2013
24	600 FMC CORP	PURCHASED	7/23/2009	1/04/2013
25	5000 GENERAL ELECTRIC	PURCHASED	9/22/1972	10/18/2013
26	1000 MERCK & CO INC.	PURCHASED	VARIOUS	1/04/2013
27	3200 MICROSOFT CORP	PURCHASED	11/11/1996	10/18/2013
28	800 NUCOR CORP	PURCHASED	VARIOUS	1/03/2013
29	1000 PROCTER & GAMBLE	PURCHASED	12/20/2005	10/21/2013
30	800 ABBVIE INC	PURCHASED	10/04/1989	1/29/2013
31	1000 ABBVIE INC	PURCHASED	5/09/1997	1/29/2013

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	200,000.		200,000.	0.				$ 0.
2	59,441.		59,441.	0.				0.
3	339.		339.	0.				0.
4	4,461.		4,461.	0.				0.
5	2,350.		2,350.	0.				0.
6	357.		357.	0.				0.
7	367.		367.	0.				0.
8	380.		380.	0.				0.
9	376.		376.	0.				0.
10	383.		383.	0.				0.
11	383.		383.	0.				0.
12	386.		386.	0.				0.
13	390.		390.	0.				0.
14	21,249.		21,249.	0.				0.
15	108.		108.	0.				0.
16	409.		409.	0.				0.
17	146.		146.	0.				0.
18	4,433.		4,152.	281.				281.
19	59,199.		4,655.	54,544.				54,544.
20	114,428.		1,369.	113,059.				113,059.

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
21	47,519.		32,693.	14,826.				$ 14,826.
22	31,134.		33,288.	-2,154.				-2,154.
23	43,902.		32,145.	11,757.				11,757.
24	35,273.		13,549.	21,724.				21,724.
25	127,398.		6,764.	120,634.				120,634.
26	42,029.		22,753.	19,276.				19,276.
27	111,422.		29,019.	82,403.				82,403.
28	35,620.		33,627.	1,993.				1,993.
29	78,641.		58,220.	20,421.				20,421.
30	29,599.		3,269.	26,330.				26,330.
31	36,999.		15,201.	21,798.				21,798.
							TOTAL	$ 506,892.

STATEMENT 6
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE JOE AND JEAN HOLLIMAN FAMILY FOUNDATION IS A PRIVATE, NON-OPERATING FOUNDATION. IT ACCOMPLISHES ITS CHARITABLE PURPOSES SOLELY THROUGH A PROGRAM OF MAKING CHARITABLE GIFTS AND GRANTS AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES OR MAKE PROGRAM-RELATED INVESTMENTS. ALL ADMINISTRATIVE EXPENSES WERE INCURRED IN THE ADMINISTRATION OF INVESTMENTS,AND THEREFORE NO EXPENSES HAVE BEEN ALLOCATED TO GRANT-MAKING ACTIVITIES.	

JOE AND JEAN HOLLIMAN FAMILY FOUNDATION 73-6092860

	2013	2012	DIFF
REVENUE PER BOOKS			
CONTRIBUTIONS, GIFTS, AND GRANTS	0	698,015	-698,015
DIVIDENDS & INTEREST FROM SECURITIES	114,881	115,154	-273
NET GAIN (LOSS) - NONINV. ASSETS/DISP	506,892	180,423	326,469
TOTAL REVENUE	621,773	993,592	-371,819
EXPENSES PER BOOKS			
ACCOUNTING FEES	2,307	3,720	-1,413
OTHER PROFESSIONAL FEES	4,528	3,994	534
TAXES	4,461	2,151	2,310
TOTAL OPERATING/ADMINISTRATIVE EXP	11,296	9,865	1,431
CONTRIBUTIONS, GIFTS, GRANTS PAID	200,000	923,000	-723,000
TOTAL EXPENSES	211,296	932,865	-721,569
EXCESS OF REVENUE OVER EXPENSES	410,477	60,727	349,750
NET INVESTMENT REVENUE			
DIVIDENDS & INTEREST FROM SECURITIES	114,881	115,154	-273
CAPITAL GAIN NET INCOME	506,892	180,423	326,469
TOTAL REVENUE	621,773	295,577	326,196
NET INVESTMENT EXPENSES			
ACCOUNTING FEES	2,307	3,720	-1,413
OTHER PROFESSIONAL FEES	4,528	3,994	534
TAXES	0	2,151	-2,151
TOTAL OPERATING/ADMINISTRATIVE EXP	6,835	9,865	-3,030
TOTAL EXPENSES	6,835	9,865	-3,030
NET INVESTMENT INCOME	614,938	285,712	329,226
TAX COMPUTATION			
TAX ON NET INVESTMENT INCOME	12,299	2,857	9,442
TAX ON INVESTMENT INCOME	12,299	2,857	9,442
PAYMENTS AND CREDITS			
ESTIMATED TAX PAYMENTS	2,860	1,256	1,604
TAX PAID WITH EXTENSION	12,000	0	12,000
TOTAL PAYMENTS AND CREDITS	14,860	1,256	13,604
REFUND OR AMOUNT DUE			
OVERPAYMENT	2,561	0	2,561
OVERPAYMENT CREDITED TO NEXT YEAR	2,561	0	2,561
TAX DUE	0	1,601	-1,601
TAX RATES			
MARGINAL TAX RATE	2.0%	1.0%	1.0%
EFFECTIVE TAX RATE	2.0%	1.0%	1.0%
ADJUSTED NET INCOME REVENUE			
DIVIDENDS & INTEREST FROM SECURITIES	114,881	115,154	-273
NET SHORT-TERM CAPITAL GAIN	281	0	281
TOTAL REVENUE	115,162	115,154	8

ADJUSTED NET INCOME EXPENSES			
TOTAL OPERATING/ADMINISTRATIVE EXP	0	0	0
TOTAL EXPENSES	0	0	0
ADJUSTED NET INCOME	115,162	115,154	8
CHARITABLE PURPOSES DISBURSEMENTS			
TOTAL OPERATING/ADMINISTRATIVE EXP	0	0	0
CONTRIBUTIONS, GIFTS, GRANTS PAID	200,000	923,000	-723,000
TOTAL EXPENSES AND DISBURSEMENTS	200,000	923,000	-723,000
NET ASSETS OR FUND BALANCES			
NET ASSETS/FUND BAL. AT BEG. OF YEAR	2,050,395	1,989,668	60,727
EXCESS OF REVENUE OVER EXPENSES	410,477	60,727	349,750
NET ASSETS/FUND BAL. AT END OF YEAR	2,460,872	2,050,395	410,477

JOE AND JEAN HOLLIMAN FAMILY FOUNDATION 73-6092860

FORMS NEEDED FOR THIS RETURN

FEDERAL: 990-PF, 990-W

TAX RATES

PRIVATE FOUNDATION	MARGINAL	EFFECTIVE
FEDERAL	2.0 %	2.0 %

CARRYOVERS TO 2014

NONE

UNDISTRIBUTED INCOME CARRYOVERS TO 2014

2009 EXCESS DISTRIBUTIONS	4,103.
2010 EXCESS DISTRIBUTIONS	49,137.
2011 EXCESS DISTRIBUTIONS	130,350.
2012 EXCESS DISTRIBUTIONS	717,860.

FEDERAL ESTIMATES

FORM 990-PF

	ESTIMATE	OVERPAYMENT	BALANCE
5/15/14	0.	0.	0.
6/16/14	0.	0.	0.
9/15/14	9,225.	2,561.	6,664.
12/15/14	3,075.	0.	3,075.
TOTAL	$ 12,300.	$ 2,561.	$ 9,739.

Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

► **Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extention on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions: JOE AND JEAN HOLLIMAN FAMILY FOUNDATION	Employer identification number (EIN) or: 73-6092860
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P.O box, see instructions: 8118 E. 63RD ST.	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions: TULSA, OK 74133-1901	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► PRESTON SMITH, CPA

  Telephone No ► (918) 250-1040 Fax No ► (918) 250-6664
- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 14, to file the exempt organization return for the organization named above The extension is for the organization's return for:

► [X] calendar year 20 13 or

► [ ] tax year beginning ______, 20 __, and ending ______, 20 __

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 14,860.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 2,860.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 12,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions