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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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>GEORGE &amp; JENNIE COLLINS FOUNDATION</b>		A Employer identification number <b>73-6093053</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>2627 EAST 21ST STREET #200</b>	Room/suite	B Telephone number <b>(918) 744-5607</b>
City or town, state or province, country, and ZIP or foreign postal code <b>TULSA, OK 74114</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>\$ 4,406,629.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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		30.	30.		STATEMENT 1
4 Dividends and interest from securities		74,540.	74,540.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		442,753.			
b Gross sales price for all assets on line 6a		2,893,855.			
7 Capital gain net income (from Part IV, line 2)			442,753.		
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		-440.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		516,883.	517,323.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		5,250.	0.		5,250.
c Other professional fees		18,696.	18,696.		0.
17 Interest					
18 Taxes		5,053.	903.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		84.	84.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		29,083.	19,683.		5,250.
25 Contributions, gifts, grants paid		259,000.			259,000.
26 Total expenses and disbursements. Add lines 24 and 25		288,083.	19,683.		264,250.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		228,800.			
b Net investment income (if negative, enter -0-)			497,640.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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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	490.	407.	407.
	2	Savings and temporary cash investments	252,519.	89,750.	89,750.
	3	Accounts receivable ▶ 927.			
		Less: allowance for doubtful accounts ▶	1,441.	927.	927.
	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			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	1,600,122.	1,993,019.	4,237,045.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 9)	78,500.	78,500.	78,500.
	16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,933,072.	2,162,603.	4,406,629.
	17	Accounts payable and accrued expenses		61.	
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	61.	
		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds	1,297,694.	1,298,364.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	635,378.	864,178.	
	30	<b>Total net assets or fund balances</b>	1,933,072.	2,162,542.	
	31	<b>Total liabilities and net assets/fund balances</b>	1,933,072.	2,162,603.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,933,072.
2	Enter amount from Part I, line 27a	2	228,800.
3	Other increases not included in line 2 (itemize) ▶ <b>PRIOR YEAR ADJUSTMENT</b>	3	670.
4	Add lines 1, 2, and 3	4	2,162,542.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,162,542.

**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 PUBLICLY TRADED SECURITIES</b>	<b>P</b>		
<b>b PUBLICLY TRADED SECURITIES</b>	<b>P</b>		
<b>c CAPITAL GAINS DIVIDENDS</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 416,322.</b>		<b>65,090.</b>	<b>351,232.</b>
<b>b 2,468,732.</b>		<b>2,386,012.</b>	<b>82,720.</b>
<b>c 8,801.</b>			<b>8,801.</b>
<b>d</b>			
<b>e</b>			

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>351,232.</b>
<b>b</b>			<b>82,720.</b>
<b>c</b>			<b>8,801.</b>
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	<b>442,753.</b>
<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>	<b>N/A</b>

**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	172,750.	3,790,277.	.045577
2011	219,300.	4,243,193.	.051683
2010	242,350.	3,518,822.	.068872
2009	376,207.	3,313,966.	.113522
2008	530,524.	4,519,884.	.117376

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.397030</b>
<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>	<b>.079406</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	<b>4,152,625.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>329,743.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>4,976.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>334,719.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>264,250.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	9,953.
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	9,953.
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	9,953.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,756.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,756.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	37.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	7,234.	
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?		
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) <input type="checkbox"/> 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	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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► <b>ROGER B. COLLINS</b> Telephone no. ► <b>(918) 744-5607</b> Located at ► <b>2627 EAST 21ST ST, SUITE 200, TULSA, OK</b> ZIP+4 ► <b>74114</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	15	N/A	
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 ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? N/A	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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
ROGER B. COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	CHAIRMAN 0.00	0.	0.	0.
FRANCES R. COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	TRUSTEE 0.00	0.	0.	0.
ANDREW COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	TRUSTEE 0.00	0.	0.	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





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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,859,991.
b	Average of monthly cash balances	1b	277,372.
c	Fair market value of all other assets	1c	78,500.
d	<b>Total</b> (add lines 1a, b, and c)	1d	4,215,863.
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	4,215,863.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	63,238.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,152,625.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	207,631.

**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	207,631.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,953.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,953.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	197,678.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	197,678.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	197,678.

**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	264,250.
b	Program-related investments - total from Part IX-B	1b	0.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	264,250.
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	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	264,250.

**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				197,678.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	297,568.			
b From 2009	212,095.			
c From 2010	72,377.			
d From 2011	9,570.			
e From 2012				
f Total of lines 3a through e	591,610.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	264,250.			
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				197,678.
e Remaining amount distributed out of corpus	66,572.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	658,182.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	297,568.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	360,614.			
10 Analysis of line 9:				
a Excess from 2009	212,095.			
b Excess from 2010	72,377.			
c Excess from 2011	9,570.			
d Excess from 2012				
e Excess from 2013	66,572.			



**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)				
a Paid during the year				
ARTS AND HUMANITIES COUNCIL OF TULSA 101 E ARCHER ST. TULSA, OK 74103	NONE	PUBLIC	GENERAL FUND	5,000.
HOLLAND HALL 5666 EAST 81ST STREET TULSA, OK 74137	NONE	PUBLIC	ANNUAL FUND	150,000.
HOLLAND HALL 5666 EAST 81ST STREET TULSA, OK 74137	NONE	PUBLIC	ARTWORKS	6,000.
JUNIOR ACHIEVEMENT OF OKLAHOMA, INC 3947 S 103RD E AVE TULSA, OK 74146	NONE	PUBLIC	GENERAL FUND	1,000.
PHILBROOK MUSEUM OF ART, INC P. O. BOX 52510 TULSA, OK 74152	NONE	PUBLIC	MASTERS SOCIETY	5,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	259,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.





**Part XV Supplementary Information**

<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
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)				
SAPULPA PUBLIC SCHOOLS 511 E. LEE AVENUE SAPULPA, OK 74066	NONE	PUBLIC	GENERAL FUND	7,500.
THE UNIVERSITY OF TULSA - FACULTY CHAIR 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	FACULTY CHAIR	10,000.
THE UNIVERSITY OF TULSA - FRIENDS OF FINANCE 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	FRIENDS OF FINANCE	1,500.
THE UNIVERSITY OF TULSA - KIPP 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	GENERAL FUND	10,000.
THE UNIVERSITY OF TULSA 800 SOUTH TUCKER DRIVE TULSA, OK 74104	NONE	PUBLIC	COLLINS FACULTY ENDOWMENT	3,000.
THE WHARTON SCHOOL UNIVERSITY OF PENNSYLVANIA 344 VANCE HALL, 3733 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	PUBLIC	GENERAL FUND	50,000.
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, OK 78212	NONE	PUBLIC	CENTER FOR ENTREPRENEURSHIP	10,000.
<b>Total from continuation sheets</b>				<b>92,000.</b>

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
AMERICAN HERITAGE BANK	1.	1.	
TERRA NITROGEN COMPANY, L.P.	1.	1.	
WELLS FARGO	28.	28.	
TOTAL TO PART I, LINE 3	30.	30.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	83,341.	8,801.	74,540.	74,540.	
TO PART I, LINE 4	83,341.	8,801.	74,540.	74,540.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TERRA NITROGEN COMPANY, L.P.	-440.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-440.	0.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,250.	0.		5,250.
TO FORM 990-PF, PG 1, LN 16B	5,250.	0.		5,250.



FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	18,696.	18,696.		0.
TO FORM 990-PF, PG 1, LN 16C	18,696.	18,696.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	903.	903.		0.
EXCISE TAX	4,150.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,053.	903.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	84.	84.		0.
TO FORM 990-PF, PG 1, LN 23	84.	84.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,993,019.	4,237,045.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,993,019.	4,237,045.

FORM 990-PF

OTHER ASSETS

STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SAPULPA INDUSTRIAL FOUNDATION	3,500.	3,500.	3,500.
FIRST OK HOLDINGS INC	75,000.	75,000.	75,000.
TO FORM 990-PF, PART II, LINE 15	78,500.	78,500.	78,500.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. ROGER B. COLLINS, CHAIRMAN, 2627 EAST 21ST STREET, TULSA, OK 74114.

FORM AND CONTENT OF APPLICATIONS

ALL CONTRIBUTION REQUESTS MUST BE IN LETTER FORM, STATING NEEDS, THE PURPOSE OF THE ORGANIZATION, AND HOW FUNDS RECEIVED WILL BE UTILIZED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

**GEORGE AND JENNIE COLLINS FOUNDATION**  
**73-6093053**  
**ATTACHMENT TO FORM 990-PF**  
**FYE 12/31/2013**  
**DETAIL OF PART II, LINE 10B - INVESTMENTS - CORPORATE STOCK**

<u>ASSET</u>	<u>BOOK VALUE</u>	<u>FAIR</u>	
		<u>MARKET VALUE</u>	
WELLS FARGO ACCOUNT #3002-4622 (SEE ATTACHED)	1,007,772.00	1,086,415.00	
WELLS FARGO ACCOUNT #3645-2651 (SEE ATTACHED)	909,908.00	3,150,630.00	
564 SHARES ACCO BRANDS CORP	391.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
4,450 SHARES CHEVRON CORPORATION	4,859.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,729 SHARES CITIGROUP INC	5,706.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,066 SHARES CONOCOPHILLIPS	7,109.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,051 SHARES DU PONT EI DE NEMOURS AND COMPANY	9,979.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,917 SHARES EXXON MOBIL CORP	5,472.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,400 SHARES BEAM, INC (FKA FORTUNE BRANDS INC)	6,098.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
6,900 SHARES GENERAL ELECTRIC COMPANY	8,557.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,248 SHARES HONEYWELL INTERNATIONAL INC	9,703.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,605 SHARES HSBC HOLDINGS PLC SPON ADR	13,043.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,500 SHARES JP MORGAN CHASE & CO	3,676.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
589 SHARES VISTEON CORP	474.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
WACHOVIA ACCOUNT #3645-2651 PRIOR YEAR UNLOCATED DIFFERENCE	2,773.00	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
TERRA NITROGEN BASIS ADJUSTMENT NOT INCLUDED ABOVE	(2,501.00)	-	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
<b>TOTALS</b>	<u>1,993,019.00</u>	<u>4,237,045.00</u>	

**GEORGE AND JENNIE COLLINS  
FOUNDATION F-SQUARED**

DECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3002-4622

### Additional information

Gross proceeds	THIS PERIOD 0.00	THIS YEAR 2,515,011.90
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### Portfolio detail

#### Cash and Sweep Balances

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

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

DESCRIPTION	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.00	2,574.01	0.00
BANK DEPOSIT SWEEP	0.01	23,013.95	2.30
Interest Period 12/01/13 - 12/31/13			

**Total Cash and Sweep Balances \$25,587.96 \$2.30**

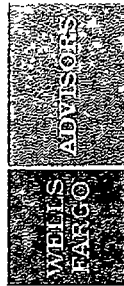
\* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

#### Stocks, options & ETFs

##### Stocks and ETFs

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TR ASIA PACIFIC EX-JAPAN ALPHADEX FUND FPA	1,574	27.82	43,804.26	28.2490	44,463.92	659.66	1,045.13	2.35
Acquired 09/30/13								
FIRST TR CANADA ALPHADEX FUND FCAN	1,212	35.82	43,413.84		43,874.27	460.43		
Acquired 09/10/13								



GEORGE AND JENNIE COLLINS  
FOUNDATION F-SQUAREDDECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3002-4622Stocks, options & ETFs  
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 09/30/13	29	36.19	1,049.51	36.1999	1,049.80	0.29		
<b>Total</b>	<b>1,241</b>		<b>\$44,463.35</b>	<b>36.1999</b>	<b>\$44,924.07</b>	<b>\$460.72</b>	<b>\$588.23</b>	<b>1.31</b>
FIRST TR EMERGING ET MARKETS ALPHEX FUND								
FEM								
Acquired 09/10/13	1,304	24.24	31,608.96		32,378.32	769.36		
Acquired 09/23/13	42	25.02	1,050.84		1,042.86	-7.98		
Acquired 09/30/13	3,914	24.28	95,058.93		97,184.62	2,125.69		
Acquired 10/28/13	156	25.35	3,955.01		3,873.48	-81.53		
<b>Total</b>	<b>5,416</b>		<b>\$131,673.74</b>	<b>24.8300</b>	<b>\$134,479.28</b>	<b>\$2,805.54</b>	<b>\$3,520.40</b>	<b>2.62</b>
FIRST TR EUROPE ET ALPHEX FUND								
FEP								
Acquired 09/10/13	4,619	30.29	139,909.51		154,459.36	14,549.85		
Acquired 09/16/13	95	31.00	2,945.00		3,176.80	231.80		
Acquired 09/23/13	71	30.96	2,198.16		2,374.24	176.08		
Acquired 09/30/13	37	30.80	1,139.72		1,237.28	97.56		
Acquired 10/28/13	215	32.27	6,938.05		7,189.60	251.55		
<b>Total</b>	<b>5,037</b>		<b>\$153,130.44</b>	<b>33.4400</b>	<b>\$168,437.28</b>	<b>\$15,306.84</b>	<b>\$2,604.12</b>	<b>1.55</b>
FIRST TR JAPAN ET ALPHEX FUND								
FJP								
Acquired 09/10/13	1,188	44.42	52,770.96		55,432.08	2,661.12		
Acquired 09/30/13	37	45.75	1,692.75		1,726.42	33.67		
<b>Total</b>	<b>1,225</b>		<b>\$54,463.71</b>	<b>46.6600</b>	<b>\$57,158.50</b>	<b>\$2,694.79</b>	<b>\$398.12</b>	<b>0.70</b>
FIRST TRST HLTH CAREETF ALPHEX FUND								
FXH								
Acquired 09/10/13	1,205	42.99	51,806.56		57,924.35	6,117.79		
Acquired 09/16/13	206	43.84	9,032.83		9,902.42	869.59		
Acquired 10/14/13	273	43.29	11,818.33		13,123.11	1,304.78		
<b>Total</b>	<b>1,684</b>		<b>\$72,657.72</b>	<b>48.0700</b>	<b>\$80,949.88</b>	<b>\$8,292.16</b>	<b>\$9.26</b>	<b>0.01</b>
FIRST TRUST ET FINANCIAL ALPHEX FUND								
FXO								
Acquired 09/10/13	2,548	19.67	50,141.07		55,393.52	5,252.45		
Acquired 09/16/13	521	19.89	10,366.18		11,326.54	960.36		

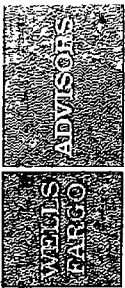
GEORGE AND JENNIE COLLINS  
FOUNDATION F-SQUARED

DECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3002-4622

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

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 10/14/13	569	20.03	11,401.39	21.7400	12,370.06	968.67		
<b>Total</b>	<b>3,638</b>		<b>\$71,908.64</b>	<b>21.7400</b>	<b>\$79,090.12</b>	<b>\$7,181.48</b>	<b>\$956.79</b>	<b>1.21</b>
FIRST TRUST ET INDUSTRIALS/PRODUCER DURABLES ALPHADEXTM FUND FXR								
Acquired 09/10/13	2,032	24.76	50,317.79		57,688.48	7,370.69		
Acquired 09/16/13	390	25.06	9,775.86		11,072.10	1,296.24		
Acquired 10/14/13	453	25.30	11,464.16		12,860.67	1,396.51		
<b>Total</b>	<b>2,875</b>		<b>\$71,557.81</b>	<b>28.3900</b>	<b>\$81,621.25</b>	<b>\$10,063.44</b>	<b>\$336.37</b>	<b>0.41</b>
FIRST TRUST CONSUMERETF DISCRETIONARY ALPHADEX FUND FXD								
Acquired 09/10/13	1,730	29.25	50,614.08		55,792.50	5,178.42		
Acquired 09/16/13	294	29.69	8,730.42		9,481.50	751.08		
Acquired 10/14/13	435	29.46	12,818.75		14,028.75	1,210.00		
<b>Total</b>	<b>2,459</b>		<b>\$72,163.25</b>	<b>32.2500</b>	<b>\$79,302.75</b>	<b>\$7,139.50</b>	<b>\$277.86</b>	<b>0.35</b>
FIRST TRUST CONSUMER ET STAPLES ALPHADEX FUND FXG								
Acquired 10/28/13	2,156	35.08	75,641.54	35.6600	76,882.96	1,241.42	1,239.70	1.61
FIRST TRUST ENERGY ET ALPHADEX FUND FXN								
Acquired 09/10/13	2,275	22.88	52,059.50		57,466.50	5,407.00		
Acquired 09/16/13	356	23.01	8,192.09		8,992.56	800.47		
Acquired 10/14/13	445	23.68	10,537.78		11,240.70	702.92		
<b>Total</b>	<b>3,076</b>		<b>\$70,789.37</b>	<b>25.2600</b>	<b>\$77,699.76</b>	<b>\$6,910.39</b>	<b>\$633.65</b>	<b>0.82</b>
FIRST TRUST MATERIAL ET ALPHADEX FUND FXZ								
Acquired 09/10/13	1,766	28.79	50,857.44		57,244.34	6,386.90		
Acquired 09/16/13	283	29.49	8,347.82		9,173.36	825.54		
Acquired 10/14/13	421	29.36	12,361.95		13,646.60	1,284.65		
<b>Total</b>	<b>2,470</b>		<b>\$71,567.21</b>	<b>32.4147</b>	<b>\$80,064.30</b>	<b>\$8,497.09</b>	<b>\$718.77</b>	<b>0.90</b>



GEORGE AND JENNIE COLLINS  
FOUNDATION F-SQUAREDDECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER 3002-4622Stocks, options & ETFs  
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TRUST TECHNOLOGY ET ALPHADEX FUND FXL								
Acquired 09/10/13	1,961	27.08	53,112.50		58,535.85	5,423.35		
Acquired 09/16/13	324	27.12	8,788.92		9,671.40	882.48		
Acquired 10/14/13	440	27.38	12,049.18		13,134.00	1,084.82		
<b>Total</b>	<b>2,725</b>		<b>\$73,950.60</b>	<b>29.8500</b>	<b>\$81,341.25</b>	<b>\$7,390.65</b>	<b>\$264.05</b>	<b>0.32</b>
<b>Total Stocks and ETFs</b>			<b>\$1,007,771.64</b>		<b>\$1,086,415.32</b>	<b>\$78,643.68</b>	<b>\$12,592.45</b>	<b>1.16</b>
<b>Total Stocks, options &amp; ETFs</b>			<b>\$1,007,771.64</b>		<b>\$1,086,415.32</b>	<b>\$78,643.68</b>	<b>\$12,592.45</b>	<b>1.16</b>



**GEORGE & JENNIE COLLINS  
FOUNDATION**

DECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3645-2651

**Additional information**

	THIS PERIOD	THIS YEAR	THIS PERIOD	THIS YEAR
Gross proceeds	68,836.59	370,042.80	-48 14	-480.68
			Foreign withholding	

**Portfolio detail**

**Cash and Sweep Balances**

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

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

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	1.76	0.00	57,758.49	0 00
BANK DEPOSIT SWEEP	2.19	0.01	71,904.69	7.19
Interest Period 12/01/13 - 12/31/13				
<b>Total Cash and Sweep Balances</b>	<b>3.95</b>		<b>\$129,663.18</b>	<b>\$7.19</b>

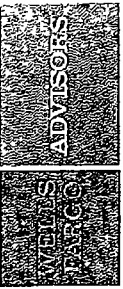
\* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

**Stocks, options & ETFs**

**Stocks and ETFs**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
ACCO BRANDS CORP									
ACCO									
Acquired 12/10/96 L nc	0.12	564	N/A##	N/A	6.7200	3,790.08	N/A	N/A	N/A
ADR FRESENIUS MED CRE AG & CO									
FMS									
Acquired 02/23/09 L nc	0.87	800	22.28	17,908.00	35.5800	28,464.00	10,556.00	267.20	0.93



GEORGE & JENNIE COLLINS  
FOUNDATIONDECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3645-2651Stocks, options & ETFs  
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
AMBEV SA ADR SPONSORED ADR ABEV Acquired 02/23/09 L nc	1.12	5,000	1.69	8,502.00	7.3500	36,750.00	28,248.00	4,860.00	13.22
ANSYS INC									
ANSS Acquired 02/23/09 L nc	1.33	500	24.35	12,241.66	87.2000	43,600.00	31,358.34	N/A	N/A
APACHE CORP COMMON									
APA Acquired 02/23/09 L nc	0.52	200	64.78	13,036.00	85.9400	17,188.00	4,152.00	160.00	0.93
APPLE INC									
AAPL Acquired 02/23/09 L nc	1.45	85	91.60	7,854.00	551.0200	47,686.70	39,832.70	1,037.00	2.17
BALCHEM CORP CLASS B BCPC Acquired 02/23/09 L nc	1.88	1,050	14.07	14,857.04	58.7000	61,635.00	46,777.96	273.00	0.44
BEAM INC BEAM Acquired 12/10/96 L nc	4.98	2,400	N/A##	N/A	68.0600	163,344.00	N/A	2,160.00	1.32
CF INDUSTRIES HOLDINGS INC CF Acquired 04/23/12 L	0.71	100	182.60	18,355.00	233.0400	23,304.00	4,949.00	400.00	1.71
CHEVRON CORPORATION CVX Acquired 12/10/96 L nc	7.23	1,900	N/A##	N/A	124.9100	237,329.00	N/A	7,600.00	3.20
CHURCH & DWIGHT INC CHD Acquired 02/23/09 L nc	1.21	600	25.23	15,221.00	66.2800	39,768.00	24,547.00	672.00	1.68
CITIGROUP INC NEW C Acquired 12/10/96 L nc	0.27	172	N/A##	N/A	52.1100	8,962.92	N/A	6.88	0.07
COMPASS MINERALS INTERNATIONAL INC CMP Acquired 02/23/09 L nc	0.49	200	56.80	11,440.00	80.0500	16,010.00	4,570.00	436.00	2.72

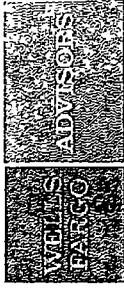
GEORGE & JENNIE COLLINS  
FOUNDATION

DECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3645-2651

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

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
CONOCOPHILLIPS COP	4.45	2,066	N/A##	N/A	70.6500	145,962.90	N/A	5,702.16	3.90
DECKERS OUTDOOR CORP DECK									
Acquired 02/23/09 L nc	1.16	450	19.52	8,788.00	84.4600	38,007.00	29,219.00	N/A	N/A
DISCOVERY COMMUNICATIONS INCA									
DISCA									
Acquired 04/23/12 L	0.96	350	51.80	18,225.00	90.4200	31,647.00	13,422.00	N/A	N/A
DU PONT E I DE NEMOURS AND COMPANY									
DD									
Acquired 12/10/96 L nc	2.08	1,051	N/A##	N/A	64.9700	68,283.47	N/A	1,891.80	2.77
EXPRESS SCRIPTS HLDG CO ESRX									
Acquired 02/23/09 L nc		477	28.34	13,581.77		33,504.48	19,922.71		
Acquired 02/23/09 L nc		243	56.49	13,727.07		17,068.32	3,341.25		
<b>Total</b>	<b>1.54</b>	<b>720</b>		<b>\$27,308.84</b>	<b>70.2400</b>	<b>\$50,572.80</b>	<b>\$23,263.96</b>	<b>N/A</b>	<b>N/A</b>
EXXON MOBIL CORP XOM									
Acquired 12/10/96 L nc	9.00	2,917	N/A##	N/A	101.2000	295,200.40	N/A	7,350.84	2.49
FMC CORP NEW FMC									
Acquired 02/23/09 L nc	1.38	600	22.25	13,430.00	75.4600	45,276.00	31,846.00	324.00	0.71
FOMENTO ECONOMICO MEXICANO S A B DE C V (NEW) FMX									
Acquired 02/23/09 L nc	1.43	480	23.87	11,521.59	97.8700	46,977.60	35,456.01	1,496.16	3.18
FORD MOTOR COMPANY F									
Acquired 12/10/96 L nc	2.12	4,500	N/A##	N/A	15.4300	69,435.00	N/A	1,800.00	2.59
GENERAL ELECTRIC COMPANY GE									
Acquired 12/10/96 L nc	5.90	6,900	N/A##	N/A	28.0300	193,407.00	N/A	6,072.00	3.13





**GEORGE & JENNIE COLLINS  
FOUNDATION**

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ACCOUNT NUMBER: 3645-2651

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

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GENESEE & WYOMING INC CL A									
GWR Acquired 02/23/09 L nc	2.05	700	22.07	15,531.00	96.0500	67,235.00	51,704.00	N/A	N/A
GOOGLE INC CL A GOOG									
Acquired 02/23/09 L nc	1.71	50	346.68	17,374.00	1,120.7100	56,035.50	38,661.50	N/A	N/A
HONEYWELL INTERNATIONAL INC									
HON Acquired 12/10/96 L nc	3.48	1,248	N/A##	N/A	91.3700	114,029.76	N/A	2,246.40	1.97
HSBC HOLDINGS PLC-SPON ADR									
HSBC Acquired 12/10/96 L nc		802 50000	N/A##	N/A		44,241.83	N/A		
Acquired 12/11/96 L nc		802.50000	N/A##	N/A		44,241.82	N/A		
<b>Total</b>	<b>2.70</b>	<b>1,605</b>		<b>\$0.00</b>	<b>55.1300</b>	<b>\$88,483.65</b>	<b>\$0.00</b>	<b>\$3,852.00</b>	<b>4.35</b>
JPMORGAN CHASE & CO JPM									
Acquired 12/10/96 L nc	4.46	2,500	N/A##	N/A	58.4800	146,200.00	N/A	3,800.00	2.59
LKQ CORPORATION LKQ									
Acquired 04/23/12 L	1.20	1,200	14.90	17,979.20	32.9000	39,480.00	21,500.80	N/A	N/A
MASTERCARD INC CL A MA									
Acquired 04/23/12 L	1.07	42	426.73	18,017.66	835.4600	35,089.32	17,071.66	184.80	0.52
NOVO NORDISK A S ADR NVO									
Acquired 02/23/09 L nc	1.49	265	52.10	13,877.16	184.7600	48,961.40	35,084.24	599.96	1.22
O'REILLY AUTOMOTIVE INC ORLY									
Acquired 04/23/12 L	0.78	200	95.32	19,159.00	128.7100	25,742.00	6,583.00	N/A	N/A
PRECISION CASTPARTS CORP PCP									
Acquired 02/23/09 L nc	1.97	240	60.55	14,596.00	269.3000	64,632.00	50,036.00	28.80	0.04

GEORGE & JENNIE COLLINS  
FOUNDATION

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

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
SOCIEDAD QUIMICA MIN- ERAL DE CHILE SA SPONS ADR REPSTG SER B SHS SQM									
Acquired 02/23/09 L nc	0.24	300	29.40	8,900.00	25.8800	7,764.00	-1,136.00	249.00	3.20
SYNGENTA AG-ADR SYT									
Acquired 02/23/09 L nc	0.73	300	40.49	12,227.00	79.9400	23,982.00	11,755.00	509.40	2.12
TERRA NITROGEN CO LP COM UNIT TNH									
Acquired 04/23/12 L nc	0.30	70	256.81	18,071.70	141.1000	9,877.00	-8,194.70	565.60	5.72
TOWERS WATSON & CO CLA TW									
Acquired 02/23/09 L nc	1.17	300	49.30	14,870.00	127.6100	38,283.00	23,413.00	168.00	0.43
TWENTY-FIRST CENTY CLA FOXA									
Acquired 12/26/03 L nc	0.19	174	14.45	2,514.30	35.1700	6,119.58	3,605.28	43.50	0.71
WABTEC WAB									
Acquired 02/23/09 L nc	2.26	1,000	13.41	13,490.00	74.2700	74,270.00	60,780.00	160.00	0.21
<b>Total Stocks and ETFs</b>	<b>78.00</b>			<b>\$385,295.15</b>		<b>\$2,558,785.08</b>	<b>\$639,061.75</b>	<b>\$54,916.50</b>	<b>2.15</b>
<b>Total Stocks, options &amp; ETFs</b>	<b>78.00</b>			<b>\$385,295.15</b>		<b>\$2,558,785.08</b>	<b>\$639,061.75</b>	<b>\$54,916.50</b>	<b>2.15</b>

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



GEORGE & JENNIE COLLINS  
FOUNDATIONDECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3645-2651

## Mutual Funds

If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions

## Open End Mutual Funds

Open End Mutual Fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
COLUMBIA ACORN FUND									
CLASS C									
LIACX									
On Reinvestment		2,424	20.63	50,012.37		76,695.34	26,682.97		
Acquired 11/21/03 L nc		1,322.96200	26.18	34,642.21		41,858.53	7,216.32		
Reinvestments L m		294.90900	29.84	8,801.28		9,330.92	529.64		
Reinvestments S									
Total	3.90	4,041.87100		\$93,455.86	31.6400	\$127,884.79	\$34,428.93	N/A	N/A
Client Investment (Excluding Reinvestments)									
Gain/Loss on Client Investment (Including Reinvestments)						\$50,012.37			
						\$77,872.42			
EATON VANCE ADV SR									
FLTNG RT ADVANTAGE FUND									
CL C									
ECFAX									
On Reinvestment		12,042.81900	11.21	135,006.00		134,638.60	-367.40		
Acquired 04/05/13 S		302.37000	11.15	3,372.08		3,380.61	8.53		
Reinvestments S									
Total	4.21	12,345.18900		\$138,378.08	11.1800	\$138,019.21	-\$358.87	\$5,604.71	4.06
Client Investment (Excluding Reinvestments)									
						\$135,006.00			
Gain/Loss on Client Investment (Including Reinvestments)						\$3,013.21			
IVY FDS INC									
ASSET STRATEGY FD CL C									
WASCX									
On Reinvestment		5,305.04000	26.39	140,007.50		165,198.89	25,191.39		
Acquired 02/07/08 L nc		845.93700	18.20	15,397.95		26,342.53	10,944.58		
Reinvestments L m		1,63500	30.09	49.21		50.91	1.70		
Reinvestments S									
Total	5.84	6,152.61200		\$155,454.66	31.1400	\$191,592.33	\$36,137.67	\$49.22	0.03
Client Investment (Excluding Reinvestments)									
						\$140,007.50			
Gain/Loss on Client Investment (Including Reinvestments)						\$51,584.83			

GEORGE & JENNIE COLLINS  
FOUNDATION

DECEMBER 1 - DECEMBER 31, 2013  
ACCOUNT NUMBER: 3645-2651

**Mutual Funds**

**Open End Mutual Funds continued**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
VIRTUS OPPORTUNITIES									
MULTI SECTOR SHRT TERM									
BD FD CL T									
PMSTX									
On Reinvestment									
Acquired 04/05/13 S		26,946	5.01	135,006.00		132,035.66	-2,970.34		
Reinvestments S		471.98900	4.91	2,319.30		2,313.01	-6.29		
Total	4.10	27,418.09700		\$137,325.30	4.9000	\$134,348.67	-\$2,976.63	\$3,783.69	2.82
Client Investment (Excluding Reinvestments)									
Gain/Loss on Client Investment (Including Reinvestments)									
						\$135,006.00			
						-\$657.33			
Total Open End Mutual Funds	18.04			\$524,613.90		\$591,845.00	\$67,231.10	\$9,437.62	1.59
Total Mutual Funds	18.04			\$524,613.90		\$591,845.00	\$67,231.10	\$9,437.62	1.59

m This security contains multiple tax lots that may or may not include cost information that is reportable to the IRS.  
nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Total Fair Market Value	
2,558,785.08	+
591,845.00	+
-----	
3,150,630.08	*



**GEORGE & JENNIE COLLINS FOUNDATION**  
**EIN: 73-6093053**  
**Unrelated Business Income from Partnerships - Federal**  
**Calendar Year 12/31/13**

	<u>C/O FROM</u> <u>12/31/2012</u>	<u>FORM K-1</u> <u>12/31/2013</u>	<u>TO 990-T</u> <u>12/31/2013</u>	<u>C/O To</u> <u>12/31/2014</u>
TERRA NITROGEN COMPANY, L P.	\$ (194 00)	\$ (439.00)	\$ (633 00) 633.00	(633 00)
UNRELATED BUSINESS DEDUCTIONS BEFORE SPECIFIC DEDUCTION			<u>\$ -</u>	<u>\$ (633.00)</u>