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

2013

Department of the Treasury
Internal Revenue Service

▶ 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.

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

Enlyst Fund Inc.
P.O. Box 158
Pacific Palisades, CA 90272-0158

A Employer identification number
82-0421067

B Telephone number (see the instructions)
(208) 788-1889

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 ▶

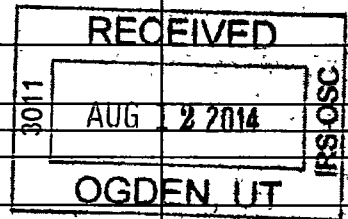
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: 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)
▶ \$ 5,094,923.

J Accounting method: 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 ▶ <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	4,107.	4,107.	N/A	
	4 Dividends and interest from securities	73,839.	73,839.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	127,247.			
	b Gross sales price for all assets on line 6a 1,495,198.		127,247.		
	7 Capital gain net income (from Part IV, line 2)				
	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/(loss) (att sch)					
11 Other income (attach schedule) See Statement 1	10.				
12 Total. Add lines 1 through 11	205,203.	205,193.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	5,200.			5,200.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 2	2,995.			2,995.
	b Accounting fees (attach sch) See St 3	2,640.	1,320.		1,320.
	c Other prof fees (attach sch) See St 4	26,157.	26,157.		
	17 Interest	10.	10.		
	18 Taxes (attach schedule)(see instrs) See Stm 5	1,564.	1,564.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	311.			311.
	22 Printing and publications	250.			250.
	23 Other expenses (attach schedule) See Statement 6	10,228.	3,221.		7,007.
	24 Total operating and administrative expenses. Add lines 13 through 23	49,355.	32,272.		17,083.
	25 Contributions, gifts, grants paid Part XV	85,000.			85,000.
26 Total expenses and disbursements. Add lines 24 and 25	134,355.	32,272.		102,083.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	70,848.				
b Net investment income (if negative, enter -0-)		172,921.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing	14,074.	3,252.	3,252.
	2	Savings and temporary cash investments	176,548.	143,584.	143,584.
	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		24.	24.
	10a	Investments – U.S. and state government obligations (attach schedule) Statement 7	213,292.	132,561.	132,561.
	b	Investments – corporate stock (attach schedule) Statement 8	1,252,654.	1,576,332.	1,576,332.
	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) Statement 9	1,905,489.	2,103,101.	2,103,101.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe See Statement 10)	930,182.	1,020,182.	1,136,069.	
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	4,492,239.	4,979,036.	5,094,923.	
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. <input checked="" type="checkbox"/>				
	24	Unrestricted	4,492,239.	4,979,036.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	4,492,239.	4,979,036.		
31	Total liabilities and net assets/fund balances (see instructions)	4,492,239.	4,979,036.		

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	4,492,239.
2	Enter amount from Part I, line 27a	2	70,848.
3	Other increases not included in line 2 (itemize) See Statement 11	3	415,949.
4	Add lines 1, 2, and 3	4	4,979,036.
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	4,979,036.

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 Sales of Publicly Traded Securities	P	Various	Various
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 1,495,198.		1,367,951.	127,247.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			127,247.
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	127,247.
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	0.

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	149,119.	3,492,693.	0.042695
2011	151,181.	3,413,425.	0.044290
2010	176,717.	3,238,522.	0.054567
2009	277,658.	3,015,398.	0.092080
2008	345,641.	3,710,231.	0.093159

2 Total of line 1, column (d)	2	0.326791
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	0.065358
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,714,187.
5 Multiply line 4 by line 3	5	242,752.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,729.
7 Add lines 5 and 6	7	244,481.
8 Enter qualifying distributions from Part XII, line 4	8	102,083.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,458.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	3,458.
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	3,458.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	9,219.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	9,219.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,761.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 5,761. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>ID</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ <u>Carolyn Lister</u> Telephone no ▶ <u>(208) 788-1889</u> Located at ▶ <u>P.O. Box 1789 Ketchum ID</u> ZIP + 4 ▶ <u>83340-1789</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> N/A ▶ <input type="checkbox"/>			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 ▶		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
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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	X
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? If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <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)	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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here.

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

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? Yes No
 If 'Yes' to 6b, file Form 8870. 6b X

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? Yes No 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
Rampa R. Hormel P.O. Box 158 Pacific Palisades, CA 90272-0158	President/Tr 2.00	0.	0.	0.
Diane Ives P.O. Box 158 Pacific Palisades, CA 90272-0158	Secretary 1.00	5,200.	0.	0.
Drummond Pike P.O. Box 158 Pacific Palisades, CA 90272-0158	Director 0.20	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 N/A	

2	

3	

4	

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

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

	Amount	
1 N/A		

2		

All other program-related investments See instructions		
3		

Total. Add lines 1 through 3		0.

BAA

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	1 a	3,760,846.
b	Average of monthly cash balances	1 b	9,902.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	3,770,748.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,770,748.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	56,561.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,714,187.
6	Minimum investment return. Enter 5% of line 5	6	185,709.

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	185,709.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	3,458.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	3,458.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	182,251.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	182,251.
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	182,251.

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	1 a	102,083.
b	Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	102,083.
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	102,083.

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				182,251.
2 Undistributed income, if any, as of the end of 2013.			0.	
a Enter amount for 2012 only		0.		
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013.				
a From 2008	161,174.			
b From 2009	127,863.			
c From 2010	17,108.			
d From 2011				
e From 2012				
f Total of lines 3a through e	306,145.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 102,083.			0.	
a Applied to 2012, but not more than line 2a				
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.			102,083.
d Applied to 2013 distributable amount				
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))	80,168.			80,168.
6 Enter the net total of each column as indicated below:	225,977.			
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 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)	81,006.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	144,971.			
10 Analysis of line 9:				
a Excess from 2009	127,863.			
b Excess from 2010	17,108.			
c Excess from 2011				
d Excess from 2012				
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)

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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))

None

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

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

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

a The name, address, and telephone number or e-mail 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 XIV 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 See Statement 12				
Total				▶ 3 a 85,000.
b Approved for future payment				
Total				▶ 3 b

Enlyst Fund Inc.

82-0421067

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Rental Income - Noninvestment Property	\$ 10.		
Total	<u>\$ 10.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 2,995.			\$ 2,995.
Total	<u>\$ 2,995.</u>	<u>\$ 0.</u>		<u>\$ 2,995.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Preparation	\$ 2,640.	\$ 1,320.		\$ 1,320.
Total	<u>\$ 2,640.</u>	<u>\$ 1,320.</u>		<u>\$ 1,320.</u>

Statement 4
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	\$ 26,157.	\$ 26,157.		
Total	<u>\$ 26,157.</u>	<u>\$ 26,157.</u>		<u>\$ 0.</u>

Enlyst Fund Inc.

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Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax	\$ 1,564.	\$ 1,564.		
Total	<u>\$ 1,564.</u>	<u>\$ 1,564.</u>		<u>\$ 0.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 945.	\$ 945.		
Bookkeeping Fees	4,552.	2,276.		\$ 2,276.
Contract Labor	500.			500.
Insurance	3,850.			3,850.
Postage and Delivery	41.			41.
Supplies	340.			340.
Total	<u>\$ 10,228.</u>	<u>\$ 3,221.</u>		<u>\$ 7,007.</u>

Statement 7
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
FFCB 5.05%15, 50,000 Sh	Mkt Val	\$ 53,148.	\$ 53,148.
		\$ 53,148.	\$ 53,148.
State/Municipal Obligations	Valuation Method	Book Value	Fair Market Value
Beverly Hills 3.956% 6/1/17, 25,000 Sh	Mkt Val	26,204.	26,204.
Oceanside CA 4.5% 5/1/16, 50,000 Sh	Mkt Val	53,209.	53,209.
		\$ 79,413.	\$ 79,413.
Total		<u>\$ 132,561.</u>	<u>\$ 132,561.</u>

Enlyst Fund Inc.

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Statement 8
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Aflac Inc, 300 Sh	Mkt Val	\$ 11,690.	\$ 11,690.
Apple Inc, 35 Sh	Mkt Val	19,636.	19,636.
Cisco Systems Inc, 450 Sh	Mkt Val	10,094.	10,094.
Cognizant Tech Solutions, 395 Sh	Mkt Val	39,887.	39,887.
Colgate-Palmolive Co, 160 Sh	Mkt Val	10,430.	10,430.
Costco, 85 Sh	Mkt Val	10,117.	10,117.
EMC Corp Mass, 550 Sh	Mkt Val	13,833.	13,833.
Emerson Electric Co, 225 Sh	Mkt Val	15,791.	15,791.
Express Scripts Inc, 455 Sh	Mkt Val	31,959.	31,959.
Franklin Resources Inc, 225 Sh	Mkt Val	12,989.	12,989.
Google Inc, 15 Sh	Mkt Val	16,811.	16,811.
Johnson & Johnson, 85 Sh	Mkt Val	7,785.	7,785.
Novartis, 100 Sh	Mkt Val	8,038.	8,038.
Pepsico Inc, 150 Sh	Mkt Val	12,441.	12,441.
Procter & Gamble Co, 160 Sh	Mkt Val	13,021.	13,021.
Qualcomm Inc, 225 Sh	Mkt Val	16,706.	16,706.
United Parcel Service, 100 Sh	Mkt Val	10,508.	10,508.
Jacobs Engineering Group, 250 Sh	Mkt Val	15,748.	15,748.
Lowe's Companies Inc, 250 Sh	Mkt Val	12,388.	12,388.
Wells Fargo & Co, 275 Sh	Mkt Val	12,485.	12,485.
Apache Corp, 50 Sh	Mkt Val	4,297.	4,297.
Deere & Co, 30 Sh	Mkt Val	2,740.	2,740.
Disney Walt Co, 200 Sh	Mkt Val	15,280.	15,280.
JPMorgan Chase & Co, 365 Sh	Mkt Val	21,345.	21,345.
Kraft Foods Inc, 53 Sh	Mkt Val	2,857.	2,857.
Parker Hannifin Corp, 50 Sh	Mkt Val	6,432.	6,432.
Praxair Inc, 75 Sh	Mkt Val	9,752.	9,752.
Sunpower Corp, 13 Sh	Mkt Val	388.	388.
TJX Cos Inc, 225 Sh	Mkt Val	14,339.	14,339.
US Bancorp, 255 Sh	Mkt Val	10,302.	10,302.
WGL Holdings Inc, 102 Sh	Mkt Val	4,086.	4,086.
3M Company, 57 Sh	Mkt Val	7,990.	7,990.
Gilead Sciences Inc, 210 Sh	Mkt Val	15,771.	15,771.
Varian Medical Systems, 315 Sh	Mkt Val	24,472.	24,472.
Visa Inc, 115 Sh	Mkt Val	25,608.	25,608.
Applied Materials Inc., 400 Sh	Mkt Val	7,072.	7,072.
Church & Dwight Co Inc, 150 Sh	Mkt Val	9,942.	9,942.
ConocoPhillips, 365 Sh	Mkt Val	25,787.	25,787.
Ormat Technologies, 50 Sh	Mkt Val	1,361.	1,361.
State Street Corp, 250 Sh	Mkt Val	18,348.	18,348.
Suntech Power Hldgs, 325 Sh	Mkt Val	169.	169.
Cummins Inc, 195 Sh	Mkt Val	27,489.	27,489.
Hewlett-Packard Co, 225 Sh	Mkt Val	6,296.	6,296.
Johnson Controls Inc, 117 Sh	Mkt Val	6,002.	6,002.
Perrigo Co, 175 Sh	Mkt Val	26,856.	26,856.
PNC Finl Svcs, 100 Sh	Mkt Val	7,758.	7,758.
Time Warner Cable, 35 Sh	Mkt Val	4,743.	4,743.
American Express Co, 170 Sh	Mkt Val	15,424.	15,424.
Stericycle Inc, 110 Sh	Mkt Val	12,779.	12,779.
Covidien Plc, 175 Sh	Mkt Val	11,918.	11,918.
AT&T Inc, 125 Sh	Mkt Val	4,395.	4,395.
Baxter International Inc, 90 Sh	Mkt Val	6,260.	6,260.
Home Depot Inc, 30 Sh	Mkt Val	2,470.	2,470.
Statoil ASA ADR, 226 Sh	Mkt Val	5,453.	5,453.
Thermo Fisher Scientific, 65 Sh	Mkt Val	7,238.	7,238.

Enlyst Fund Inc.

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Statement 8 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Zimmer Holdings Inc, 85 Sh	Mkt Val	\$ 7,921.	\$ 7,921.
Amgen Inc, 60 Sh	Mkt Val	6,845.	6,845.
Cree Inc, 40 Sh	Mkt Val	2,501.	2,501.
EOG Resources Inc, 60 Sh	Mkt Val	10,070.	10,070.
First Republic Bank, 190 Sh	Mkt Val	9,947.	9,947.
Gallagher Arthur J & Co, 110 Sh	Mkt Val	5,162.	5,162.
Hospira, 115 Sh	Mkt Val	4,747.	4,747.
Intel Corp, 145 Sh	Mkt Val	3,763.	3,763.
Medtronic Inc, 100 Sh	Mkt Val	5,739.	5,739.
Metlife Inc, 175 Sh	Mkt Val	9,436.	9,436.
Morgan Stanley, 290Sh	Mkt Val	9,094.	9,094.
Expeditors Intl Wash, 325 Sh	Mkt Val	14,381.	14,381.
F5 Networks Inc, 90 Sh	Mkt Val	8,177.	8,177.
Mettler Toledo Intl Inc, 45 Sh	Mkt Val	10,917.	10,917.
Nextera Energy Inc, 125 Sh	Mkt Val	10,703.	10,703.
Schlumberger Ltd, 200Sh	Mkt Val	18,022.	18,022.
Berkshire Hathaway B, 310 Sh	Mkt Val	36,754.	36,754.
National Oilwell Varco, 170 Sh	Mkt Val	13,520.	13,520.
Verisk Analytics Inc CL A, 300 Sh	Mkt Val	19,716.	19,716.
Ansys Inc, 100 Sh	Mkt Val	8,720.	8,720.
Phillips 66, 120 Sh	Mkt Val	9,256.	9,256.
Apple Inc, 100 Sh	Mkt Val	56,102.	56,102.
Coach Inc, 350 Sh	Mkt Val	19,646.	19,646.
EMC Corp Mass, 1415 Sh	Mkt Val	35,587.	35,587.
Google Inc, 28 Sh	Mkt Val	31,380.	31,380.
Monster Beverage Corp, 205 Sh	Mkt Val	13,893.	13,893.
Priceline.com Inc, 15 Sh	Mkt Val	17,436.	17,436.
Qualcomm Inc, 455 Sh	Mkt Val	33,784.	33,784.
Schlumberger Ltd, 230 Sh	Mkt Val	20,725.	20,725.
AGL Resources Inc, 58 Sh	Mkt Val	2,739.	2,739.
American Express Co, 35 Sh	Mkt Val	3,176.	3,176.
Ameriprise Financial Inc, 90 Sh	Mkt Val	10,355.	10,355.
Apache Corp, 90 Sh	Mkt Val	7,735.	7,735.
Apple Inc, 17 Sh	Mkt Val	9,537.	9,537.
Assurant Inc, 45 Sh	Mkt Val	2,987.	2,987.
Baker Hughes Inc, 85 Sh	Mkt Val	4,697.	4,697.
Bed Bath & Beyond, 60 Sh	Mkt Val	4,818.	4,818.
Carlisle Companies Inc, 85 Sh	Mkt Val	6,749.	6,749.
Check Pt Software Tech, 95 Sh	Mkt Val	6,127.	6,127.
CME Group Inc, 85 Sh	Mkt Val	6,669.	6,669.
ConocoPhillips, 75 Sh	Mkt Val	5,299.	5,299.
Cummins Inc, 56 Sh	Mkt Val	7,894.	7,894.
Disney Walt Co, 130 Sh	Mkt Val	9,932.	9,932.
EOG Resources Inc, 35 Sh	Mkt Val	5,874.	5,874.
Emerson Electric Co, 100 Sh	Mkt Val	7,018.	7,018.
Express Scripts Inc, 90 Sh	Mkt Val	6,322.	6,322.
Ford Motor Company, 317 Sh	Mkt Val	4,891.	4,891.
Franklin Resources Inc, 105 Sh	Mkt Val	6,062.	6,062.
Lowe's Companies Inc, 110 Sh	Mkt Val	5,451.	5,451.
Merck & Co, 152 Sh	Mkt Val	7,608.	7,608.
Microsoft Corp, 205 Sh	Mkt Val	7,669.	7,669.
Mondelez Intl Inc, 224 Sh	Mkt Val	7,907.	7,907.
National Oilwell Varco, 60 Sh	Mkt Val	4,772.	4,772.
Nordson Corp, 60 Sh	Mkt Val	4,458.	4,458.
Novartis, 138 Sh	Mkt Val	11,092.	11,092.

Enlyst Fund Inc.

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Statement 8 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Oracle Corp, 225 Sh	Mkt Val	\$ 8,609.	\$ 8,609.
Pepsico Inc, 60 Sh	Mkt Val	4,976.	4,976.
Praxair Inc, 55 Sh	Mkt Val	7,152.	7,152.
Spectra Energy Corp, 190 Sh	Mkt Val	6,768.	6,768.
AXA Sponsored ADR F, 230 Sh	Mkt Val	6,415.	6,415.
ABB Ltd ADR F, 190 Sh	Mkt Val	5,046.	5,046.
BG Group PLC ADR F, 495 Sh	Mkt Val	10,737.	10,737.
Cytec Industries Inc, 60 Sh	Mkt Val	5,590.	5,590.
Devon Energy CP, 80 Sh	Mkt Val	4,950.	4,950.
EMC Corp Mass, 240 Sh	Mkt Val	6,036.	6,036.
First Solar Inc, 45 Sh	Mkt Val	2,459.	2,459.
Hannon Armstrong Sust In, 195 Sh	Mkt Val	2,722.	2,722.
Illinois Tool Works Inc, 95 Sh	Mkt Val	7,988.	7,988.
Kon Philips ADR F, 150 Sh	Mkt Val	5,546.	5,546.
Legg Mason Inc, 135 Sh	Mkt Val	5,870.	5,870.
Mohawk Industries Inc, 40 Sh	Mkt Val	5,956.	5,956.
Northern Tust Corp 130 Sh	Mkt Val	8,046.	8,046.
Qualcomm Inc, 65 Sh	Mkt Val	4,826.	4,826.
Rowe T Price Group Inc, 95 Sh	Mkt Val	7,958.	7,958.
SBA Communications CP, 65 Sh	Mkt Val	5,840.	5,840.
Silver Spring Networks, 140 Sh	Mkt Val	2,940.	2,940.
United Rentals Inc, 80 Sh	Mkt Val	6,236.	6,236.
Veeco Instruments Inc, 60 Sh	Mkt Val	1,975.	1,975.
Xilinx Inc, 115 Sh	Mkt Val	5,281.	5,281.
Xylem Inc, 85 Sh	Mkt Val	2,941.	2,941.
Accenture PLC CL A, 125 Sh	Mkt Val	10,278.	10,278.
Ace Limited, 125 Sh	Mkt Val	12,941.	12,941.
AMC Networks Inc, 140 Sh	Mkt Val	9,535.	9,535.
Autonation Inc, 200 Sh	Mkt Val	9,938.	9,938.
CBRE Group Inc, 300 Sh	Mkt Val	7,890.	7,890.
D R Horton Co, 350 Sh	Mkt Val	7,812.	7,812.
DirecTV, 75 Sh	Mkt Val	5,180.	5,180.
NXP Semiconductors, 250 Sh	Mkt Val	11,483.	11,483.
Polaris Industries Inc, 75 Sh	Mkt Val	10,923.	10,923.
Roper Industries Inc, 90 Sh	Mkt Val	12,481.	12,481.
UnitedHealth Group Inc, 100 Sh	Mkt Val	7,530.	7,530.
M&T Bank Corporation, 257 Sh	Mkt Val	29,920.	29,920.
	Total	\$ 1,576,332.	\$ 1,576,332.

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

Other Investments	Valuation Method	Book Value	Fair Market Value
TIPS Securities Investment	Mkt Val	\$ 70,879.	\$ 70,879.
TIAA-CREF Social Choice, 30,626.9100 Sh	Mkt Val	433,983.	433,983.
IShares Barclays Bond, 1,950.000 Sh	Mkt Val	210,366.	210,366.
Energy Transfer Partners, 155 Sh	Mkt Val	8,874.	8,874.
T Rowe Price High Yield, 12,187.3870 Sh	Mkt Val	87,140.	87,140.
Gateway Fund CL Y, 3,725.962 Sh	Mkt Val	108,016.	108,016.

Enlyst Fund Inc.

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Statement 9 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
Pimco All Asset Instl CL, 14,765.7700 Sh	Mkt Val	\$ 178,371.	\$ 178,371.
American Fd Europac, 3,252.856 Sh	Mkt Val	159,325.	159,325.
Simon PPTY Group, 80 Sh	Mkt Val	12,173.	12,173.
Pimco Unconstrained BD, 6,240.5470 Sh	Mkt Val	69,208.	69,208.
Ridgeworth SEIX Float, 5,543.2380 Sh	Mkt Val	50,222.	50,222.
AQR Multi Strategy ALT, 9,961.9530 Sh	Mkt Val	97,428.	97,428.
Harbor International, 1,063.9810 Sh	Mkt Val	75,553.	75,553.
Matthews Pacific Tiger, 6459.6900 Sh	Mkt Val	161,298.	161,298.
American Tower Corp, 165 Sh	Mkt Val	13,170.	13,170.
SPDR Gold Trust, 450 Sh	Mkt Val	52,254.	52,254.
Vanguard FTSE Emerging, 2,575 Sh	Mkt Val	105,936.	105,936.
Vanguard Small Cap, 1,900 Sh	Mkt Val	208,905.	208,905.
	Total	\$ <u>2,103,101.</u>	\$ <u>2,103,101.</u>

Statement 10
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Investment-United Villages	\$ 49,995.	\$ 49,995.
PRI: Caretakers Cottage	113,144.	145,000.
PRI: Equipment	6,933.	6,933.
PRI: Greenhouse Improvements	149,106.	149,106.
PRI: Greenhouse Other	274,881.	274,881.
PRI: Land	276,711.	345,889.
PRI: Prayer Wheel Gazebo	40,000.	40,000.
PRI: S Fun Cube LLC	50,000.	50,000.
PRI: Site Development	53,288.	66,610.
PRI: Water Rights	6,124.	7,655.
	Total	\$ <u>1,020,182.</u> \$ <u>1,136,069.</u>

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments	\$ 415,949.
	Total <u>\$ 415,949.</u>

Enlyst Fund Inc.

82-0421067

Statement 12
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
League of Conservation Voters Edu Fund 1920 L St. NW #800 Washington, DC 20036	N/A	PC	General Support	\$ 45,000.
New Organizing Institute Education Fund 1850 M Street NW, Suite 1100 Washington, DC 20036	N/A	PC	General Support	10,000.
Woodland Park Zoo 601 North 59th Street Seattle, WA 98103	N/A	PC	Annual Operating Costs Grant	10,000.
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	N/A	PC	Myanmar Program	10,000.
CEL Education Fund 2150 Allston Way Berkeley, CA 94704	N/A	PC	General Support	10,000.
Total				\$ <u>85,000.</u>

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- 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 extension 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 Enlyst Fund Inc.	Employer identification number (EIN) or 82-0421067
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 P.O. Box 158	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Pacific Palisades, CA 90272-0158	

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 ▶ Carolyn Lister _____

Telephone No ▶ (208) 788-1889 _____ Fax No. ▶ N/A _____

- 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, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 2013 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	\$	9,219.
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	\$	9,219.
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	\$	0.

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