Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2013

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

BARBARA ALLEN CHARITABLE FOUNDATION
PO BOX 973
EDWARDS, CO 81632

A Employer identification number 84-1435014

B Telephone number (see the instructions) 970-926-5253

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)* ► $ 305,753.

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)	122,367.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	3.	3.	N/A	
	4 Dividends and interest from securities	6,127.	6,127.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	5,929.			
	b Gross sales price for all assets on line 6a 104,619.				
	7 Capital gain net income (from Part IV, line 2)		5,929.		
	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)				
	12 **Total.** Add lines 1 through 11	134,426.	12,059.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	600.	600.		
	c Other prof fees (attach sch) SEE ST 2	1,415.	1,415.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	363.	363.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	2,378.	2,378.		
	25 Contributions, gifts, grants paid PART XV	10,825.			10,825.
	26 **Total expenses and disbursements.** Add lines 24 and 25	13,203.	2,378.		10,825.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	121,223.			
	b **Net investment income** (if negative, enter 0)		9,681.		
	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	19,862.	12,086.	12,086.
2	Savings and temporary cash investments			
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments — U S. and state government obligations (attach schedule)			
b	Investments — corporate stock (attach schedule) STATEMENT 4	30,949.	162,440.	180,011.
c	Investments — corporate bonds (attach schedule) STATEMENT 5	121,236.	89,193.	85,830.
11	Investments — land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments — mortgage loans			
13	Investments — other (attach schedule) STATEMENT 6		29,551.	27,826.
14	Land, buildings, and equipment. basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	**Total assets** (to be completed by all filers — see the instructions Also, see page 1, item I)	172,047.	293,270.	305,753.
LIABILITIES 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, & other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	172,047.	293,270.	
30	**Total net assets or fund balances** (see instructions)	172,047.	293,270.	
31	**Total liabilities and net assets/fund balances** (see instructions)	172,047.	293,270.	

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	172,047.
2	Enter amount from Part I, line 27a	2	121,223.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	293,270.
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	293,270.

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	CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
b	ST NONCOVERED SEE STMT	P	VARIOUS	VARIOUS
c	LT NONCOVERED SEE STMT	P	VARIOUS	VARIOUS
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	1,827.			1,827.
b	18,202.		16,448.	1,754.
c	84,590.		82,242.	2,348.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				1,827.
b				1,754.
c				2,348.
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** 5,929.

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** 5,929.

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	48,125.	136,525.	0.352500
2011	22,114.	113,999.	0.193984
2010	11,002.	141,253.	0.077889
2009	17,972.	133,074.	0.135053
2008	33,990.	182,283.	0.186468

2	**Total** of line 1, column (d)	2	0.945894
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	0.189179
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	232,727.
5	Multiply line 4 by line 3	5	44,027.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	97.
7	Add lines 5 and 6	7	44,124.
8	Enter qualifying distributions from Part XII, line 4	8	10,825.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1				
Date of ruling or determination letter _______ (attach copy of letter if necessary – see instrs)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b			1	194.
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	194.
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	194.
6 Credits/Payments				
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6a	2,170.		
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	2,170.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►			9	0.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	1,976.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► 1,976.	Refunded ►		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CO			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► N/A

14 The books are in care of ► BARBARA ALLEN Telephone no. ► 970-926-5253

Located at ► PO BOX 973, EDWARDS, CO ZIP + 4 ► 81632

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

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

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

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

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions)	2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

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

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? 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
BARBARA ALLEN PO BOX 973 EDWARDS, CO 81632	PRESID, TREA 1.00	0.	0.	0.
MATTHEW ALLEN PO BOX 973 EDWARDS, CO 81632	VP, SECRETAR 1.00	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.

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	219,686.
b Average of monthly cash balances		1b	16,585.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	236,271.
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	236,271.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	3,544.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	232,727.
6 **Minimum investment return.** Enter 5% of line 5		6	11,636.

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	11,636.
2a Tax on investment income for 2013 from Part VI, line 5	2a 194.		
b Income tax for 2013. (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	194.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	11,442.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	11,442.
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	11,442.

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	10,825.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	10,825.
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	10,825.

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					11,442.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years 20 ___, 20 ___, 20 ___			0.		
3 Excess distributions carryover, if any, to 2013					
a From 2008	24,968.				
b From 2009	11,346.				
c From 2010	3,952.				
d From 2011	16,416.				
e From 2012	41,343.				
f **Total** of lines 3a through e		98,025.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 10,825.					
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					10,825.
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))*		617.			617.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		97,408.			
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)		24,351.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		73,057.			
10 Analysis of line 9					
a Excess from 2009	11,346.				
b Excess from 2010	3,952.				
c Excess from 2011	16,416.				
d Excess from 2012	41,343.				
e Excess from 2013					

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a 'Assets' alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

BARBARA ALLEN

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT	N/A	PUBLIC	VARIOUS	10,825.
Total			► 3a	10,825.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3.	
4 Dividends and interest from securities			14	6,127.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					5,929.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				6,130.	5,929.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 12,059.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Barbara A Allen — Signature of officer or trustee | 5-12-14 — Date | PRESIDENT — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self employed	PTIN
LINDA MCDONOUGH, CPA	LINDA MCDONOUGH, CPA	4/06/14		P00185280

Firm's name ► MC DONOUGH & ASSOCIATES CPA — Firm's EIN ► 20-5446266

Firm's address ► 737 N VULCAN AVE ENCINITAS, CA 92024-2137 — Phone no (760) 632-5800

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**
► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545 0047

2013

Name of the organization	Employer identification number
BARBARA ALLEN CHARITABLE FOUNDATION	84-1435014

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule** .

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II)

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) $5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
BARBARA ALLEN CHARITABLE FOUNDATION	84-1435014

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BARBARA ALLEN PO BOX 973 EDWARDS, CO 81632	$ 122,367.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: BARBARA ALLEN CHARITABLE FOUNDATION

Employer identification number: 84-1435014

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	
		$	
		$	
		$	
		$	
		$	

TEEA0703L 12/27/13

Name of organization: BARBARA ALLEN CHARITABLE FOUNDATION

Employer identification number: 84-1435014

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10) organizations that total more than $1,000 for the year.** Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ► $ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	$ 600.	$ 600.		
TOTAL	$ 600.	$ 600.		$ 0.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	$ 1,415.	$ 1,415.		
TOTAL	$ 1,415.	$ 1,415.		$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	$ 190.	$ 190.		
OTHER COSTS	26.	26.		
TAXES	147.	147.		
TOTAL	$ 363.	$ 363.		$ 0.

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

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN - EQUITIES	COST	$ 162,440.	$ 180,011.
	TOTAL	$ 162,440.	$ 180,011.

STATEMENT 5
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN - FIXED INCOME	COST	$ 89,193.	$ 85,830.
	TOTAL	$ 89,193.	$ 85,830.

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN - REAL ESTATE FUNDS	COST	$ 29,551.	$ 27,826.
	TOTAL	$ 29,551.	$ 27,826.

CONTRIBUTION SCHEDULE

CONTRIBUTIONS TO THE FOUNDATION WERE MADE SOLELY BY BARBARA ALLEN DURING THIS YEAR.

Barbara Allen Charitable Foundation
Transaction Detail By Account
January through December 2013

	Type	Date	Num	Name	Paid Amount		
Bravo! Vail Valley Music Festival							
2271 N Frontage Road W, Ste C	Check	03/12/2013	visa	Bravo! Vail Valley Music Festival	875 00	Arts	General
Vail, CO 81657					875 00		
Calvary Chapel Vail Valley							
PO Box 933	Check	03/03/2013	188	Calvary	100 00	Religious	General
Vail, CO 81658	Check	03/09/2013	189	Calvary	100 00	Religious	General
	Check	03/17/2013	142	Calvary	100 00	Religious	General
	Check	03/24/2013	191	Calvary	100 00	Religious	General
	Check	04/28/2013	195	Calvary	100 00	Religious	General
	Check	05/05/2013	196	Calvary	100 00	Religious	General
	Check	06/02/2013	197	Calvary	100 00	Religious	General
	Check	06/09/2013	198	Calvary	100 00	Religious	General
	Check	06/16/2013	199	Calvary	100 00	Religious	General
	Check	06/30/2013	143	Calvary	100 00	Religious	General
	Check	07/28/2013	144	Calvary	100 00	Religious	General
	Check	08/04/2013	145	Calvary	100 00	Religious	General
	Check	08/11/2013	146	Calvary	100 00	Religious	General
	Check	09/15/2013	147	Calvary	100 00	Religious	General
	Check	10/06/2013	148	Calvary	100 00	Religious	General
	Check	10/12/2013	149	Calvary	100 00	Religious	General
	Check	12/15/2013	200	Calvary	100 00	Religious	General
					1,700 00		
Desert Springs Church							
43-435 Monterey Ave	Check	01/27/2013	140	Desert Springs Church	100 00	Religious	General
Palm Desert, CA 92260	Check	02/09/2013	186	Desert Springs Church	100 00	Religious	General
	Check	04/07/2013	192	Desert Springs Church	100 00	Religious	General
	Check	04/13/2013	193	Desert Springs Church	100 00	Religious	General
	Check	04/21/2013	194	Desert Springs Church	100 00	Religious	General
	Check	11/17/2013	150	Desert Springs Church	100 00	Religious	General
	Check	11/30/2013	153	Desert Springs Church	100 00	Religious	General
	Check	12/08/2013	154	Desert Springs Church	100 00	Religious	General
	Check	12/29/2013	155	Desert Springs Church	100 00	Religious	General
					900 00		
Desert Forum/Desert Town Hall							
45-200 Club Drive #C	Check	09/20/2013	visa	Desert Town Hall	400 00	Public	Desert Forum Series
Indian Wells, CA 92210					400 00		
East West Ministries							
2001 W Plano Parkway Ste 3000	Check	09/23/2013	visa	East West Ministries	1,000 00	Religious	General
Plano, TX 75075					1,000 00		

Barbara Allen Charitable Foundation
Transaction Detail By Account
January through December 2013

	Type	Date	Num	Name	Paid Amount		
Focus on the Family							
8605 Explorer Dnve	Check	10/25/2013	205	Focus on the Family	100 00	Religious	General
Colorado Spnngs, CO 80920-1051					100 00		
Garden Fellowship							
79-733 Country Club Dnve	Check	02/03/2013	185	Garden Fellowship	100 00	Religious	General
Bermuda Dunes, CA 92201					100 00		
In Touch Ministries							
PO Box 7900	Check	06/26/2013	201	In Touch Ministnes	100 00	Religious	General
Atlanta, GA 30357					100 00		
Park Community Church							
1001 N Crosby	Check	03/31/2013	190	Park Community Church	100 00	Religious	General
Chicago, IL 60610					100 00		
Samaritans Purse							
PO Box 3000	Check	10/25/2013	206	Samantans Purse	100 00	Religious	General
Boone, NC 28607-3000					100 00		
SCWSG							
PO Box 673	Check	08/29/2013	202	SCWSG	100 00	Religious	General
Eagle, CO 81631					100 00		
Vail Valley Cares							
34520 Hwy 6 #C2	Check	03/20/2013	visa	Vail Valley Cares	100 00	Public	General
Edwards, CO 81632					100 00		
Vilar Performing Arts Center							
	Check	10/03/2013	204	Vilar Performing Arts Center	5,000 00	Arts	General
Total Vilar Performing Arts Center					5,000 00		
Women's Foundation							
	Check	09/25/2013	203	Women's Foundation	250 00	Public	General
Total Women's Foundation					250 00		
TOTAL					10,825 00		

BERNSTEIN
Global Wealth Management

Holdings By Lot

Account: BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Managed Assets

Fixed Income[1]

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
2 905	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	12/17/2013	$10 60	$10 57	$31	$31	$0	0 8%	039-59772	Bond Inflation Strategy
0 556	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	11/15/2013	$10 67	$10 57	$6	$6	$0	0 8%	039-59772	Bond Inflation Strategy
269 017	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	10/22/2013	$10 78	$10 57	$2,900	$2,844	($56)	0 8%	039-59772	Bond Inflation Strategy
0 636	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	10/16/2013	$10 69	$10 57	$7	$7	$0	0 8%	039-59772	Bond Inflation Strategy
1 778	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	09/17/2013	$10 49	$10 57	$19	$19	$0	0 8%	039-59772	Bond Inflation Strategy
2 82	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	08/16/2013	$10 70	$10 57	$30	$30	$0	0 8%	039-59772	Bond Inflation Strategy
6 698	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	05/15/2013	$11 29	$10 57	$76	$71	($5)	0 8%	039-59772	Bond Inflation Strategy
3 035	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	12/18/2012	$11 33	$10 57	$34	$32	($2)	0 8%	039-59772	Bond Inflation Strategy
7 299	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	11/16/2012	$11 31	$10 57	$83	$77	($5)	0 8%	039-59772	Bond Inflation Strategy
1,211 849	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	08/07/2012	$11 14	$10 57	$13,500	$12,809	($691)	0 8%	039-59772	Bond Inflation Strategy
2 009	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	07/18/2012	$11 07	$10 57	$22	$21	($1)	0 8%	039-59772	Bond Inflation Strategy
9 732	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	06/18/2012	$10 99	$10 57	$107	$103	($4)	0 8%	039-59772	Bond Inflation Strategy
63 177	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	05/07/2012	$11 08	$10 57	$700	$668	($32)	0 8%	039-59772	Bond Inflation Strategy
25 194	AB BOND INFLATION STRATEGY CLASS 1(ABNOX)[1]	04/27/2012	$11 08	$10 57	$279	$266	($13)	0 8%	039-59772	Bond Inflation Strategy
Total 1,606 705					**$17,793**	**$16,983**	**($810)**	**0 8%**		
4 824	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	12/11/2013	$10 66	$10 68	$51	$52 $38 AI	$0	5 0%	039-59772	Limited Duration High Income Portfolio
3 599	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	12/03/2013	$10 72	$10 68	$39	$38	$0	5 0%	039-59772	Limited Duration High Income Portfolio
3 484	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	11/04/2013	$10 70	$10 68	$37	$37	$0	5 0%	039-59772	Limited Duration High Income Portfolio
145 131	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	10/22/2013	$10 68	$10 68	$1,550	$1,550	$0	5 0%	039-59772	Limited Duration High Income Portfolio

BERNSTEIN
Global Wealth Management

Holdings By Lot

Account· BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Fixed Income'

	Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	3 205	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	10/02/2013	$10 59	$10 68	$34	$34	$0	5 0%	039-59772	Limited Duration High Income Portfolio
	4 029	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	09/04/2013	$10 53	$10 68	$42	$43	$1	5 0%	039-59772	Limited Duration High Income Portfolio
	3 512	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	08/02/2013	$10 59	$10 68	$37	$38	$0	5 0%	039-59772	Limited Duration High Income Portfolio
	2 117	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	07/02/2013	$10 47	$10 68	$22	$23	$0	5 0%	039-59772	Limited Duration High Income Portfolio
	920 038	ALLIANCEBERNSTEIN BD LTD(ALHYX)[1]	06/07/2013	$10 63	$10 68	$9,780	$9,826	$46	5 0%	039-59772	Limited Duration High Income Portfolio
Total	**1,089 939**					**$11,593**	**$11,641**	**$48**	**5 0%**		
	3 281	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	12/03/2013	$8 29	$8 23	$27	$27 $27 AI	$0	2 8%	039-59772	Global Bond Fund
	2 9	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	11/04/2013	$8 32	$8 23	$24	$24	$0	2 8%	039-59772	Global Bond Fund
	228 64	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	10/22/2013	$8 31	$8 23	$1,900	$1,882	($18)	2 8%	039-59772	Global Bond Fund
	2 319	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	10/02/2013	$8 25	$8 23	$19	$19	$0	2 8%	039-59772	Global Bond Fund
	2 849	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	09/04/2013	$8 19	$8 23	$23	$23	$0	2 8%	039-59772	Global Bond Fund
	2 67	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	08/02/2013	$8 33	$8 23	$22	$22	$0	2 8%	039-59772	Global Bond Fund
	1 384	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	07/02/2013	$8 35	$8 23	$12	$11	$0	2 8%	039-59772	Global Bond Fund
	1,150 588	ALLIANCEBERNSTEIN GLOBAL BOND ADVISORY CLASS(ANAYX)[1]	06/07/2013	$8 50	$8 23	$9,780	$9,469	($311)	2 8%	039-59772	Global Bond Fund
Total	**1,394 631**					**$11,808**	**$11,478**	**($330)**	**2 8%**		
	8 44	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	12/20/2013	$13 41	$13 35	$113	$113 $34 AI	($1)	2 5%	039-59772	Intermediate Duration Fund
	7 908	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	12/10/2013	$13 44	$13 35	$106	$106	($1)	2 5%	039-59772	Intermediate Duration Fund
	8 027	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	11/20/2013	$13 47	$13 35	$108	$107	($1)	2 5%	039-59772	Intermediate Duration Fund
	541 532	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	10/22/2013	$13 58	$13 35	$7,354	$7,229	($125)	2 5%	039-59772	Intermediate Duration Fund
	6 073	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	10/18/2013	$13 53	$13 35	$82	$81	($1)	2 5%	039-59772	Intermediate Duration Fund
	7 732	BERNSTEIN INTERMEDIATE DURATION	09/20/2013	$13 42	$13 35	$104	$103	($1)	2 5%	039-59772	Intermediate Duration

BERNSTEIN
Global Wealth Management

Holdings By Lot

Account: BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Fixed Income[1]

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	PORTFOLIO(SNIDX)[1]									Fund
7 125	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	08/20/2013	$13 32	$13 35	$95	$95	$0	2 5%	039-59772	Intermediate Duration Fund
6 519	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	07/19/2013	$13 54	$13 35	$88	$87	($1)	2 5%	039-59772	Intermediate Duration Fund
0 142	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	07/08/2013	$13 38	$13 35	$2	$2	$0	2 5%	039-59772	Intermediate Duration Fund
11 675	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	06/20/2013	$13 54	$13 35	$158	$156	($2)	2 5%	039-59772	Intermediate Duration Fund
13 79	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	05/20/2013	$13 98	$13 35	$193	$184	($9)	2 5%	039-59772	Intermediate Duration Fund
15 29	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	04/19/2013	$14 09	$13 35	$215	$204	($11)	2 5%	039-59772	Intermediate Duration Fund
13 699	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	03/20/2013	$13 97	$13 35	$191	$183	($8)	2 5%	039-59772	Intermediate Duration Fund
14 755	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	02/20/2013	$13 94	$13 35	$206	$197	($9)	2 5%	039-59772	Intermediate Duration Fund
9 932	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	01/18/2013	$14 05	$13 35	$140	$133	($7)	2 5%	039-59772	Intermediate Duration Fund
5 208	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	12/31/2012	$14 09	$13 35	$73	$70	($4)	2 5%	039-59772	Intermediate Duration Fund
14 053	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	12/20/2012	$14 06	$13 35	$198	$188	($10)	2 5%	039-59772	Intermediate Duration Fund
64 243	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	12/12/2012	$14 09	$13 35	$905	$858	($48)	2 5%	039-59772	Intermediate Duration Fund
14 538	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	11/20/2012	$14 25	$13 35	$207	$194	($13)	2 5%	039-59772	Intermediate Duration Fund
15 996	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	10/19/2012	$14 25	$13 35	$228	$214	($14)	2 5%	039-59772	Intermediate Duration Fund
16 978	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	09/20/2012	$14 18	$13 35	$241	$227	($14)	2 5%	039-59772	Intermediate Duration Fund
12 449	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	08/20/2012	$14 07	$13 35	$175	$166	($9)	2 5%	039-59772	Intermediate Duration Fund
2,601 854	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)[1]	08/07/2012	$14 15	$13 35	$36,816	$34,735	($2,081)	2 5%	039-59772	Intermediate Duration Fund
Total 3,417 958					**$47,999**	**$45,630**	**($2,369)**	**2.5%**		
TOTAL Fixed Income					**$89,193**	**$85,830**	**($3,462)**	**2 5%**		

BERNSTEIN
Global Wealth Management

Holdings By Lot

Account: BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Real Asset Securities[1]

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
114 986	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	12/20/2013	$9 42	$9 72	$1,083	$1,118	$34	5 7%	039-59772	Global REITs Fund
351 377	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	10/22/2013	$10 53	$9 72	$3,700	$3,415	($285)	5 7%	039-59772	Global REITs Fund
9 001	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	09/16/2013	$9 92	$9 72	$89	$87	($2)	5 7%	039-59772	Global REITs Fund
1 666	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	08/29/2013	$9 54	$9 72	$16	$16	$0	5 7%	039-59772	Global REITs Fund
21 133	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	06/19/2013	$10 07	$9 72	$213	$205	($7)	5 7%	039-59772	Global REITs Fund
2,364 603	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I(ARIIX)[1]	06/07/2013	$10 34	$9 72	$24,450	$22,984	($1,466)	5 7%	039-59772	Global REITs Fund
Total 2,862 766					**$29,551**	**$27,826**	**($1,725)**	**5 7%**		
TOTAL Real Asset Securities					**$29,551**	**$27,826**	**($1,725)**	**5 7%**		

Equities[1]

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
45 79	ALLIANCE BERNSTEIN VALUE F-AD(ABVYX)[1]	12/26/2013	$12 83	$13 07	$587	$598	$11	1 5%	039-59772	Value Fund
302 307	ALLIANCE BERNSTEIN VALUE F-AD(ABVYX)[1]	10/22/2013	$12 57	$13 07	$3,800	$3,951	$151	1 5%	039-59772	Value Fund
3,145 369	ALLIANCE BERNSTEIN VALUE F-AD(ABVYX)[1]	06/07/2013	$11 66	$13 07	$36,675	$41,110	$4,435	1 5%	039-59772	Value Fund
Total 3,493 466					**$41,062**	**$45,660**	**$4,597**	**1.5%**		
48 723	ALLIANCEBERN SELECT US EQ-AD(AUUYX)[1]	12/23/2013	$14 51	$14 78	$707	$720	$13	0 0 %	039-59772	Select US Equity
163 763	ALLIANCEBERN SELECT US EQ-AD(AUUYX)[1]	10/22/2013	$14 35	$14 78	$2,350	$2,420	$70	0 0 %	039-59772	Select US Equity
1 326	ALLIANCEBERN SELECT US EQ-AD(AUUYX)[1]	08/30/2013	$13 37	$14 78	$18	$20	$2	0 0 %	039-59772	Select US Equity
159 264	ALLIANCEBERN SELECT US EQ-AD(AUUYX)[1]	06/10/2013	$13 42	$14 78	$2,137	$2,354	$217	0 0 %	039-59772	Select US Equity
1,687 5	ALLIANCEBERN SELECT US EQ-AD(AUUYX)[1]	06/07/2013	$13 44	$14 78	$22,680	$24,941	$2,261	0 0 %	039-59772	Select US Equity
Total 2,060 576					**$27,892**	**$30,455**	**$2,563**	**0.0%**		
45 935	ALLIANCEBERNSTEIN LARGE-CAP	12/19/2013	$38.89	$40 14	$1,786	$1,844	$57	0 0%	039-59772	Large-Cap Growth

BERNSTEIN
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Holdings By Lot

Account: BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Equities[1]

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	GROWTH FD ADVISOR CL(APGYX)[1]									Fund
35 87	ALLIANCEBERNSTEIN LARGE-CAP GROWTH FD ADVISOR CL(APGYX)[1]	10/22/2013	$39 03	$40 14	$1,400	$1,440	$40	0 0%	039-59772	Large-Cap Growth Fund
1,074 253	ALLIANCEBERNSTEIN LARGE-CAP GROWTH FD ADVISOR CL(APGYX)[1]	06/07/2013	$34 14	$40 14	$36,675	$43,121	$6,446	0 0%	039-59772	Large-Cap Growth Fund
Total 1,156 058					**$39,861**	**$46,404**	**$6,543**	**0 0%**		
5 497	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)[1]	12/10/2013	$27 34	$27 35	$150	$150	$0	1 1%	039-59772	Emerging Markets Fund
53 88	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)[1]	10/22/2013	$28 77	$27 35	$1,550	$1,474	($76)	1 1%	039-59772	Emerging Markets Fund
452 271	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)[1]	06/07/2013	$27 03	$27 35	$12,225	$12,370	$145	1 1%	039-59772	Emerging Markets Fund
Total 511 648					**$13,925**	**$13,994**	**$68**	**1 1%**		
45 619	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)[1]	12/10/2013	$15 87	$16 34	$724	$745	$21	1 7%	039-59772	International Portfolio
138 387	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)[1]	10/22/2013	$16 62	$16 34	$2,300	$2,261	($39)	1 7%	039-59772	International Portfolio
2,478 041	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)[1]	06/07/2013	$14 80	$16 34	$36,675	$40,491	$3,816	1 7%	039-59772	International Portfolio
Total 2,662 047					**$39,699**	**$43,498**	**$3,799**	**1 7%**		
TOTAL Equities					**$162,440**	**$180,011**	**$17,570**	**0 9%**		

NET PORTFOLIO VALUE

Quantity	Holding	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
NET PORTFOLIO VALUE					**$281,184**	**$293,667**	**$12,383**	**1.8%**		

[1] Mutual fund unrealized gains (losses) are calculated by the difference between the market value and the total cost (or cost basis) at any point in time This figure provides perspective only on the potential tax implications of the investment to date and not its performance record due to the fact that the cost basis may have been adjusted to account for income and gains distributions and reinvestment

BERNSTEIN
Global Wealth Management

Holdings By Lot

Account: BARBARA A. ALLEN CHARITABLE FOUNDATION (039-59772)
As of December 31, 2013

Notes

- AI = Accrued Income (interest and dividends)
- Dynamic Asset Allocation Overlay Portfolio yields are estimates based on stock dividends and income from cash and directly held fixed income securities in the fund, net of estimated fund expenses Actual dividends, which are distributed annually, can vary significantly due to tax treatment of foreign currency and various instruments In addition to these dividends the funds may also make annual distributions of short and long-term capital gains
- Fixed income fund yields are calculated using the 30 day S E C yield Municipal yields may include a portion of taxable income Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions Therefore yield will differ from estimated annual income
- International and Emerging Market fund yields are estimates based on stock dividends and interest income generated from cash and securities held directly in the fund, net of estimated fund expenses These dividends are distributed annually Additionally, the funds may make annual distributions of short and long-term capital gains
- Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account

Capital Gains Report

BARBARA A. ALLEN CHARITABLE FOUNDATION (Account: 039-59772) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
08/07/2012	06/07/2013	1,072 351	ALLIANCEBERNSTEIN WLT APP-AD	13.30	11 61	14,262 28	12,450 00	1,812 28
12/19/2012	06/07/2013	32 559	ALLIANCEBERNSTEIN WLT APP-AD	13.30	11 96	433 03	389 40	43 63
06/20/2012	06/07/2013	10 571	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	14.01	145 35	148 10	-2 75
07/20/2012	06/07/2013	10 725	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	14 20	147 47	152 30	-4 83
08/07/2012	06/07/2013	229 666	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	14 15	3,157 92	3,249 77	-91 85
08/07/2012	07/31/2013	4 136	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 49	14 15	55 79	58 52	-2 73
		SUBTOTAL FOR SHORT-TERM NON-COVERED				18,201 84	16,448 09	1,753 75
LONG-TERM NON-COVERED								
10/25/2011	01/30/2013	3 384	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 95	14.09	47 21	47 68	-0 47
10/25/2011	04/25/2013	2 839	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 09	14 09	40 00	40 00	0 00
10/25/2011	06/07/2013	942 126	AB BOND INFLATION STRATEGY CLASS 1	10 96	10 72	10,325 70	10,099 60	226 10
04/13/2012	06/07/2013	439 710	AB BOND INFLATION STRATEGY CLASS 1	10 96	11 03	4,819 22	4,850 00	-30 78
04/27/2012	06/07/2013	6 394	AB BOND INFLATION STRATEGY CLASS 1	10 96	11 08	70.08	70 85	-0 77
10/25/2011	06/07/2013	926 721	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 15	12,325 39	10,332 94	1,992 45
11/03/2011	06/07/2013	514	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 44	6 84	5 88	0 96
11/22/2011	06/07/2013	12 898	ALLIANCEBERNSTEIN WLT APP-AD	13 30	10 60	171 54	136 72	34 82
12/22/2011	06/07/2013	64 362	ALLIANCEBERNSTEIN WLT APP-AD	13 30	10 78	856 01	693 82	162 19
04/13/2012	06/07/2013	449 534	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 79	5,978 80	5,300 00	678.80
04/23/2012	06/07/2013	518	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 74	6 89	6 08	0 81
04/25/2012	06/07/2013	11 173	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 94	148 60	133 40	15 20
05/07/2012	06/07/2013	119 863	ALLIANCEBERNSTEIN WLT APP-AD	13 30	11 68	1,594 18	1,400 00	194 18
05/17/2012	06/07/2013	9 198	ALLIANCEBERNSTEIN WLT APP-AD	13 30	10 91	122 33	100 35	21 98

Capital Gains Report

BARBARA A ALLEN CHARITABLE FOUNDATION (Account: 039-59772) January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/25/2011	06/07/2013	2,043 123	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	14 09	28,092 94	28,787 61	-694 67
11/02/2011	06/07/2013	1 .467	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.75	14.19	20 17	20 81	-0 64
11/16/2011	06/07/2013	3 047	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	14 14	41 90	43 08	-1 18
12/14/2011	06/07/2013	124 614	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.75	13 86	1,713 44	1,727 15	-13 71
01/04/2012	06/07/2013	4 393	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 82	60 40	60 71	-0 31
01/24/2012	06/07/2013	6 821	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 81	93 79	94 20	-0 41
02/22/2012	06/07/2013	8 675	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 89	119 28	120 50	-1 22
03/23/2012	06/07/2013	8 601	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 82	118 26	118 86	-0 60
04/13/2012	06/07/2013	1,066 810	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 92	14,668 64	14,850 00	-181 36
04/27/2012	06/07/2013	65 806	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13.95	904 83	918 00	-13 17
05/07/2012	06/07/2013	148 139	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.75	13 98	2,036 91	2,070 99	-34 08
05/18/2012	06/07/2013	10 .451	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 75	13 98	143 70	146 10	-2 40
08/07/2012	12/31/2013	4 685	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.35	14.15	62 54	66 29	-3 75
			SUBTOTAL FOR LONG-TERM NON-COVERED			84,589 59	82,241 62	2,347 97
TOTAL						102,791 43	98,689 71	4,101 72

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L		4,101 72
SHORT TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
SHORT TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	1,753 75	
SHORT TERM TOTAL		1,753 75
LONG TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
LONG TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	2,347 97	
LONG TERM TOTAL		2,347 97

Barbara Allen Charitable Foundation
Average Value Calculations
2013

TO TAX RETURN:			
Total Average	**219,686**	**16,585**	**236,272**

	Alpine Bank Checking	3380007323	
January		20,363	20,363
February		19,563	19,563
March		16,773	16,773
April		16,273	16,273
May		16,173	16,173
June		15,973	15,973
July		15,574	15,574
August		20,436	20,436
September		18,836	18,836
October		13,186	13,186
November		13,086	13,086
December		12,786	12,786
Totals	-	199,023	199,023
Number of months	12	12	12
Average	-	16,585	16,585

Bernstein	Securities	039-59772 Cash	Total
January	155,859	-	155,859
February	156,316	-	156,316
March	157,350	-	157,350
April	159,068	-	159,068
May	156,656	-	156,656
June	239,086	-	239,086
July	246,935	-	246,935
August	241,892		241,892
September	251,426		251,426
October	287,592		287,592
November	290,391		290,391
December	293,667		293,667
Totals	2,636,236	-	2,636,236
Number of months	12	12	12
Average	219,686	-	219,686