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Return of Private Foundation

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

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2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation WILLIAM & MARY LITTLE FOUNDATION		A Employer identification number 91-6502641			
Number and street (or P O box number if mail is not delivered to street address) 2810 EASTLAKE AVENUE EAST		Room/suite	B Telephone number (see instructions) (206) 505-9422		
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98102		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,128,774.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)					
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	28,886.	28,886.			ATCH 1
5 a Gross rents					
b Net rental income or (loss)					
6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	80,155.				
7 Capital gain net income (from Part IV, line 2)		80,155.			
8 Net short-term capital gain					
9 Income modifications				1,320.	
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2	178.	178.			
12 Total. Add lines 1 through 11	109,219.	109,219.	1,320.		
Operating and Administrative Expenses					
13 Compensation of officers, directors, trustees, etc	0				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 3	5,347.	2,673.			2,674.
c Other professional fees (attach schedule)	8,745.	8,745.			
17 Interest . ATCH 5	2.	2.			
18 Taxes (attach schedule) (see instructions) ATCH 6	686.	261.			
19 Depreciation (attach schedule) and depletion	680.				
20 Occupancy					
21 Travel, conferences, and meetings	404.				404.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 7	197.	39.			158.
24 Total operating and administrative expenses.					
Add lines 13 through 23	16,061.	11,720.			3,236.
25 Contributions, gifts, grants paid	65,000.				65,000.
26 Total expenses and disbursements Add lines 24 and 25	81,061.	11,720.	0		68,236.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	28,158.				
b Net investment income (if negative, enter -0-)		97,499.			
c Adjusted net income (if negative, enter -0-)			1,320.		

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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
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	30,237.	63,729.	63,729.
	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 schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	297,021.	338,120.	466,182.
	c	Investments - corporate bonds (attach schedule) ATCH 9	99,891.	49,835.	56,733.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 10	476,490.	482,113.	541,336.
	14	Land, buildings, and equipment basis ►	3,400.		ATCH 11
		Less accumulated depreciation ►	1,110.	2,970.	2,290.
	15	Other assets (describe ► ATCH 12)			794.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	906,609.	936,087.	1,128,774.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and 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	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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, . . . ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	906,609.	936,087.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	906,609.	936,087.	
	31	Total liabilities and net assets/fund balances (see instructions)	906,609.	936,087.	

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	906,609.
2	Enter amount from Part I, line 27a	2	28,158.
3	Other increases not included in line 2 (itemize) ► ATCH 13	3	1,320.
4	Add lines 1, 2, and 3	4	936,087.
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	936,087.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	80,155.
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 (col. (b) divided by col. (c))
2012	75,065.	1,009,894.	0.074330
2011	72,227.	1,048,449.	0.068889
2010	71,266.	1,008,499.	0.070665
2009	57,145.	919,550.	0.062145
2008	48,429.	1,119,888.	0.043245

2 Total of line 1, column (d) 2 0.319274

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 0.063855

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 1,057,223.

5 Multiply line 4 by line 3 5 67,509.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 975.

7 Add lines 5 and 6 7 68,484.

8 Enter qualifying distributions from Part XII, line 4 8 68,236.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	1, 950.
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0) . . .	2	
3	Add lines 1 and 2 . . .	3	1, 950.
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	1, 950.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . .	6a	
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	0
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . .	8	9.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9	1, 959.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► Refunded ►	11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? . . .

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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

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 . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .

If "Yes," attach the statement required by General Instruction T

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? . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

WA, _____

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. . . .

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. . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► MATT LITTLE Located at ► 2810 EASTLAKE AVENUE EAST, SEATTLE, WA	Telephone no ► 206-505-9422 ZIP+4 ► 98102		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X 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"/> X 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 ►	1b	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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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)	2b	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 ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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				N/A ► <input type="checkbox"/>
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	N/A
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				

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
ATCH 14		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 ►

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		0

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

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 NONE

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 NONE

2 -----

All other program-related investments. See instructions

3 NONE

Total. Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,044,328.
b	Average of monthly cash balances	1b	27,836.
c	Fair market value of all other assets (see instructions)	1c	1,159.
d	Total (add lines 1a, b, and c)	1d	1,073,323.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,073,323.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,100.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,057,223.
6	Minimum investment return. Enter 5% of line 5	6	52,861.

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	52,861.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,950.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,950.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	50,911.
4	Recoveries of amounts treated as qualifying distributions	4	1,320.
5	Add lines 3 and 4	5	52,231.
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	52,231.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	68,236.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	68,236.
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	68,236.
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				52,231.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008	2,763.			
b From 2009	71,658.			
c From 2010	72,387.			
d From 2011	25,420.			
e From 2012		172,228.		
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 68,236.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				52,231.
e Remaining amount distributed out of corpus	16,005.			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	188,233.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	188,233.			
10 Analysis of line 9				
a Excess from 2009	2,763.			
b Excess from 2010	71,658.			
c Excess from 2011	72,387.			
d Excess from 2012	25,420.			
e Excess from 2013	16,005.			

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

NOT APPLICABLE

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))

N/A

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

N/A

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

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

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

Form 990-PF (2013)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATCH 15				
Total			► 3a	65,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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

2a 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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign
Here**

► Mark Hale 5/13/14 ► TRUSTEE
Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name DONITA M PITTS	Preparer's signature <i>Donita Pitts CPA</i>	Date 5/8/14	Check <input type="checkbox"/> if self-employed	PTIN P00286017
	Firm's name ► KING & OLIASON PLLC	Firm's EIN ► 27-4238573			
	Firm's address ► 514 SECOND AVE. WEST SEATTLE, WA	98119-3928	Phone no	206-285-7242	

**William & Mary Little Foundation
2013 Grants**

Date	Organization	Status	Purpose	Amount
03/18/2013	ACLU American Civil Liberties Union	Public Charity	Legal	500 00
03/20/2013-6/24/2013	Amencan Red Cross-Central Oklahoma	Public Charity	Health & Human Services	1,900 00
03/18/2013	Amnesty International	Public Charity	Health & Human Services	500 00
09/16/2013	ALS Association	Public Charity	Health & Human Services	500 00
09/11/2013	Assumption St Bridget School	Public Charity	Education	4,000 00
03/18/2013	Big Climb Seattle	Public Charity	Health & Human Services	250 00
03/18/2013	Bishop Blanchet High School	Public Charity	Education	1,000 00
11/12/2013-11/19/2013	C-89 2FM, KNHC	Public Charity	Health & Human Services	583 34
08/26/2013	CFCA	Public Charity	Health & Human Services	1,500 00
12/05/2013	Combined Fund Drve	Public Charity	Health & Human Services	1,000 00
12/19/2013	Emerald City Lights	Public Charity	Health & Human Services	1,000 00
09/09/2013	Food Lifeline	Public Charity	Health & Human Services	2,000 00
11/12/2013	Forterra	Public Charity	Health & Human Services	1,000 00
9/9/2013-09/24/2013	Full Life Care	Public Charity	Health & Human Services	400 00
01/14/2013	Gonzaga University	Public Charity	Education	500 00
03/18/2013	GreenPeace	Public Charity	Health & Human Services	500 00
09/16/2013	Hamilton International Middle School	Public Charity	Education	2,500 00
12/05/2013	Human Rights Campaign Foundation	Public Charity	Health & Human Services	1,000 00
11/26/2013	Kauffman FastTrac, Inc	Public Charity	Health & Human Services	1,000 00
4/12/2013-07/15/2013	KBCT Public Television	Public Charity	Health & Human Services	500 00
03/18/2013	KCRW Radio	Public Charity	Health & Human Services	3,500 00
01/22/2013	KCTS Television	Public Charity	Health & Human Services	250 00
11/19/2013	Kwanis Memorial Fund	Public Charity	Health & Human Services	83 33
04/29/2013	Leschi School	Public Charity	Education	10,000 00
3/20/2013-12/19/2013	Literacy Inc	Public Charity	Education	600 00
12/05/2013	Los Angeles County Museum of Art Fund	Public Charity	Health & Human Services	1,000 00
12/05/2013	National Endowment for the Arts	Public Charity	Health & Human Services	1,000 00
10/31/2013	Northwest Harvest	Public Charity	Health & Human Services	2,000 00
3/18/2013-12/05/2013	PBS Public Broadcasting System	Public Charity	Health & Human Services	1,000 00
05/10/2013	PCC Farmland Trust	Public Charity	Health & Human Services	1,000 00
07/24/2013	Seaside Fire & Rescue Department	Public Charity	Health & Human Services	150 00
03/12/2013	Seattle Children's Hospital	Public Charity	Health & Human Services	500 00
11/26/2013	Seattle Tilth	Public Charity	Health & Human Services	1,000 00
03/18/2013	Sierra Club Foundation	Public Charity	Environmental	500 00
02/25/2013	Sisters of the Holy Names [Jonestown]	Public Charity	Health & Human Services	2,000 00
03/12/2013	Southern Oregon Outreach Foundation	Public Charity	Health & Human Services	2,000 00
06/24/2013	St Ages Academy	Public Charity	Education	10,000 00
09/11/2013	St Bndget Pansh	Public Charity	Education	2,000 00
12/03/2013	St Thomas High School	Public Charity	Education	1,000 00
09/09/2013	Susan G Komen 3-Day	Public Charity	Health & Human Services	1,000 00
03/18/2013	The Trevor Project	Public Charity	Health & Human Services	500 00
9/9/2013-11/19/2013	Unversity of Portland	Public Charity	Education	1,033 33
11/19/2013	UW Foundation	Public Charity	Education	250 00
01/14/2013	Western Washington University Foundation	Public Charity	Education	500 00
Grand Total				65,000 00

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME						P or D	Date acquired	Date sold
Kind of Property	Description				Excess of FMV over adj basis			
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
		TOTAL CAPITAL GAIN DISTRIBUTIONS					6,073.	
65,129.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 63,248.				P	VARIOUS	VARIOUS
114,567.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 87,277.				P	VARIOUS	VARIOUS
394,367.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 346,724.				P	VARIOUS	VARIOUS
947.		CUMULATIVE ADJ TO TAX BASIS - PTP PROPERTY TYPE: SECURITIES 3,690.				P	VARIOUS	VARIOUS
		SECURITIES LITIGATION PROCEEDS - LEHMAN PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
		TOTAL GAIN(LOSS)					<u>80,155.</u>	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB - INTEREST	3,875.	3,875.
CHARLES SCHWAB - DIVIDENDS	25,026.	25,026.
CHARLES SCHWAB - AMORT OF BOND PREM	-18.	-18.
GREENHAVEN PTP - INTEREST INCOME	3.	3.
TOTAL	<u><u>28,886.</u></u>	<u><u>28,886.</u></u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GREENHAVEN PTP - OTHER INCOME	178.	178.
TOTALS	178.	178.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
ACCOUNTING FEES	5,347.	2,673.	2,674.
TOTALS	<u><u>5,347.</u></u>	<u><u>2,673.</u></u>	<u><u>2,674.</u></u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	8,745.	8,745.
TOTALS	<u><u>8,745.</u></u>	<u><u>8,745.</u></u>

ATTACHMENT 5FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MARGIN INTEREST	2.	2.
TOTALS	<u>2.</u>	<u>2.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	261.	
FEDERAL TAX	425.	
TOTALS	<u>686.</u>	<u>261.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
LICENSES	25.		25.
DUES & SUBSCRIPTIONS	133.		133.
GREENHAVEN PTP EXPENSE	39.		39.
TOTALS	<u>197.</u>	<u>39.</u>	<u>158.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

CHARLES SCHWAB

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
CHARLES SCHWAB	338,120.	466,182.
TOTALS	<u>338,120.</u>	<u>466,182.</u>

ATTACHMENT 8

FORM 990PE, PART II - CORPORATE BONDS

CHARLES SCHWAB
DESCRIPTION

TOTALS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING EMV</u>
CHARLES SCHWAB	49,835.	56,733.
<u>TOTALS</u>	<u>49,835.</u>	<u>56,733.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

MUTUAL FUNDS
EXCHANGE-TRADED FUNDS

TOTALS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	482,113.	541,336.
EXCHANGE-TRADED FUNDS		
TOTALS	482,113.	541,336.

ATTACHMENT 10

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 11ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL			
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COMPUTER	SL	1,396.			186.	279.		465.
COMPUTER	SL	1,396.			163.	279.		442.
COMPUTER EQUIPMENT	SL	608.			81.	122.		203.
TOTALS		<u>3,400.</u>			<u>430.</u>			<u>1,110.</u>

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION

ACCRUED INTEREST

TOTALS

794.

794.

ENDING
FMV

ATTACHMENT 12

ATTACHMENT 13FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
RECOVERY OF PRIOR YEAR DISTRIBUTIONS	1,320.
TOTAL	<u>1,320.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER ALLOWANCES
SUSAN M. LITTLE 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .25	0	0	0
BLAKE D. LITTLE 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .25	0	0	0
MATTHEW R. LITTLE 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .50	0	0	0
JONATHAN J. & KRIS LITTLE 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .25	0	0	0
SARAH SBURLINO 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .25	0	0	0
ELIZABETH A. LITTLE 2810 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE .25	0	0	0
GRAND TOTALS		0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEE ATTACHMENT A ADDRESS AVAILABLE UPON REQUEST	N/A PC	SEE ATTACHMENT A	65,000.
		TOTAL CONTRIBUTIONS PAID	<u>65,000.</u>

ATTACHMENT 15